

Extract from Genfit 2024 Universal Registration Document filed with the Autorité des marchés financiers on April 29, 2025

6.5.4 Authorized capital

Use of authorizations granted by the Combined Shareholders Meeting of May 24, 2023 and May 22, 2024:

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
<u>Shareholders' Meeting of May 24, 2023</u>				
<i>Thirteenth Resolution - Delegation of authority granted to the Board of Directors concerning the issuance of ordinary shares of the Company and/or of securities giving access to the share capital of the Company, with shareholders' preferential subscription rights</i>				
26 months	€5,000,000 (20,000,000 shares)			€5,000,000 (20,000,000 shares)
<i>Nineteenth Resolution - Authorization granted to the Board of Directors to increase by 15% the number of securities to be issued pursuant to the thirteenth resolution (3)</i>				
<i>Twenty-first Resolution - Delegation of authority granted to the Board of Directors for the purpose of issuing ordinary shares and/or securities giving access to the share capital of the Company, in the event of a public exchange offer initiated by the Company</i>				
26 months	€5,000,000 (20,000,000 shares)			€5,000,000 (20,000,000 shares)

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
<i>Twenty-second Resolution - Overall cap applicable to the authorizations provided for in the resolutions n°13 and n° 21 of the May 24, 2023 Shareholders' Meeting and resolutions n°17, 18, 20 and 21 of the May 22, 2024 Shareholders' Meeting</i>				
N/A	€5,000,000 (20,000,000 shares)			N/A
<u>Shareholders' Meeting of May 22, 2024</u>				
<i>Seventeenth Resolution - Delegation of authority granted to the Board of Directors to issue ordinary shares of the Company and/or securities giving access to the share capital of the Company, without Shareholders' preferential subscription rights</i>				

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
18 months	€5,000,000 (20,000,000 shares)		<p>The issuance price of the shares issued pursuant to this delegation will be at least equal to a) the minimum value set forth by law and applicable regulations at the time this delegation is used, which currently corresponds to the weighted average of the price of the share during the last three stock market trading days preceding the beginning of the offer to the public (within the meaning of Regulation (EU) 2017/1129) of the shares issued under this delegation, minus, as the case may be, a maximum discount of 10% of this amount.or b) in the absence of a minimum price stipulated by the laws or regulations applicable on the issue date, the volume – weighted average (in the central order book and excluding off-market blocks trades) of the quoted share prices selected from a period comprising between five and thirty consecutive trading days from among the last thirty trading trading days preceding the setting of the issuing price, this average may be adjusted to take account of differences in dividends entitlement dates, and may be reduced by a maximum discount of 15%.</p>	€5,000,000 (20,000,000 shares)
<p><i>Eighteenth Resolution - Delegation of authority granted to the Board of Directors to issue, without shareholders' preferential subscription rights, ordinary shares of the Company and/or securities giving access to the share capital of the Company, within the framework of an offering as referred to in paragraph 1° of Article L.411-2 of the French Code monétaire et financier, known as "private placement"</i></p>				

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
18 months	€5,000,000 (20,000,000 shares) (1)		<p>The issuance price of the shares issued pursuant to this delegation will be at least equal to a) the minimum value set forth by law and applicable regulations at the time this delegation is used, which currently corresponds to the weighted average of the price of the share during the last three stock market trading days preceding the beginning of the offer to the public (within the meaning of Regulation (EU) 2017/1129) of the shares issued under this delegation, minus, as the case may be, a maximum discount of 10% of this amount. or b) in the absence of a minimum price stipulated by the laws or regulations applicable on the issue date, the volume – weighted average (in the central order book and excluding off-market blocks trades) of the quoted share prices selected from a period comprising between five and thirty consecutive trading days from among the last thirty trading days preceding the setting of the issuing price, this average may be adjusted to take account of differences in dividends entitlement dates, and may be reduced by a maximum discount of 15%.</p>	€5,000,000 (20,000,000 shares) (1)
<p><i>Twentieth Resolution - Delegation of authority granted to the Board of Directors to issue ordinary shares and/or securities giving access to the share capital of the Company without preferential subscription rights and for the benefit of a category of persons</i></p>				

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
18 months	€5,000,000 (20,000,000 shares)		The sum received or to be received by the Company for each share issued under this delegation shall be at least equal to the volume-weighted average (in the central order book and excluding off-market block trades) of the Company's share price quotation selected from a period comprising between five and thirty stock market trading days in a row consecutive sessions among the last thirty stock market trading days preceding the date upon which the issuance price is set, it being specified that this average could be adjusted, if necessary, to account for the different dividend entitlement date (date de jouissance) and potentially be discounted by a maximum amount of 15%.	€5,000,000 (20,000,000 shares)
<i>Twenty-first Resolution - Delegation of authority granted to the Board of Directors for the purpose of issuing ordinary shares and/or securities giving access to the share capital of the Company, as compensation for contributions in kind comprised of equity securities or securities giving access to the share capital</i>				
26 months	€5,000,000 (20,000,000 shares) (2)			€5,000,000 (20,000,000 shares)
<i>Twenty-third Resolution - Authorization granted to the Board of Directors to grant options to subscribe and/or purchase shares</i>				

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
38 months	€150,000 (600,000 shares)	Used in March 2025 under stock option allocation plans granted to employees and CEO of the Company - For more information, please see section 6.1.2 of the Company's Universal Registration Document and/or item 6.B of the Company's Form 20-F	The exercise price of the options shall not be (i) lower than 80% of the average of the stock price during the twenty stock market trading days preceding the date upon which the options are granted; and (ii) only for stock options, lower than 80% of the average purchase price of the shares held by the Company, pursuant to Article L.22-10- 62 of the French Code de commerce.	N/A
<i>Twenty-fourth Resolution - Authorization granted to the Board of Directors to allocate existing or new free shares</i>				
38 months	€37,500 (150,000 shares)	Used in March 2025 under free shares allocation plans granted to employees and CEO of the Company - For more information, please see section 6.1.2 of the Company's Universal Registration Document and/or item 6.B of the Company's Form 20-F		N/A

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
<i>Twenty-fifth Resolution - Delegation of authority granted to the Board of Directors for the purpose of issuing ordinary shares and/or securities giving access to the share capital of the Company for the benefit of the members of a company savings plan</i>				
26 months	€12,500 (50,000 shares)		80% of the average of the first listed prices of the Company's share during the twenty stock market trading days preceding the date of the decision setting the opening date for subscription when the duration of the lock-up period stipulated by the savings plan pursuant to Articles L.3332-25 et seq. of the French Code du travail is less than 10 years, and to 70% of this average when said lock-up period is greater than or equal to 10 years.	N/A
<i>Twenty-second Resolution - Delegation of power granted to the Board of Directors for the purpose of cancelling all or part of the treasury shares of the Company, acquired pursuant to the authorization to repurchase shares</i>				
18 months	Within the limit of 10% of the share capital per periods of 24 months			N/A
<i>Sixteenth Resolution - Authorization for the Company's repurchase of its' own shares</i>				

Validity	Maximum nominal amount	Date and conditions of use by the Board of Directors	Procedures for determining the issue / exercise price	Aggregate maximum nominal amount
18 months	€10,000,000 Maximum purchase price (excluding expenses) per share is set at €25.00	Used under a Liquidity Contract - For more information, please see the "Report of Liquidity Contract with Crédit Industriel et Commercial" available on our website (www.genfit.com)		N/A

- (1) the issuance of capital securities carried out pursuant to this delegation will not, in any event, exceed the limits set out by the applicable regulations on the issue date, i.e. at the present time 20% per annum at the time of the issue (it being specified that this 20% limit shall be assessed at the time of the issue and shall apply to the share capital as adjusted according to the transactions affecting it after this Shareholders' Meeting);
- (2) the issuance of share capital securities carried out pursuant to this resolution will not, in any event, exceed the limits set out by the applicable regulations on the issue date, i.e. at the present time 10% of the share capital per annum at the time of the issue (it being specified that this 10% limit shall be assessed at the time of the issue and shall apply to the share capital as adjusted according to the transactions affecting it after this Shareholders' Meeting).
- (3) The ability to increase by 15% the size of the transactions contemplated by such resolutions is included directly in the text of such resolutions.