

English version for information purposes only

This report has been translated into English for information purposes only. In the event of any differences between the text in French and the text in English, the French language version shall supersede.

GENFIT

French corporation (*Société Anonyme*) governed by a Board of Directors
with share capital of €11,443,112.50

Registered Office: 885 avenue Eugène Avinée, 59120 Loos, France
424 341 907 R.C.S. Lille Métropole
(the "**Company**")

**SPECIAL REPORT OF THE BOARD OF DIRECTORS
REGARDING FREE SHARES
AT THE ORDINARY SHAREHOLDERS' MEETING OF JUNE 15, 2021**

Dear Shareholders,

As part of the Ordinary Meeting, we have made available to you a special report that details, in accordance with article L. 225-197-4 of the French Commercial Code, transactions carried out during the 2020 financial year pursuant to the provisions of articles L. 225-197-1 to L. 225-197-3 of that same Code, whereby the Extraordinary Shareholders' Meeting may authorize the granting of free shares, which may be either existing or new shares, to the Company's employees and officers of the Company and of its eligible consolidated subsidiaries at December 31, 2020 in accordance with articles L.225-197-1 et seq. of the French Commercial Code, or to some of them.

The present report covers the entire period ending December 31, 2020.

The Board of Directors did not grant any free shares in 2020.

We invite you to review Chapter 6 of the Universal Registration Document filed on April 23, 2021 with the Autorité des Marchés Financiers under reference D.21-0350 available on the Company's website (www.genfit.com) for information on ongoing free share plans during the period ending December 31, 2020.¹

¹ For English language information, see the Company's Annual Report on Form 20-F filed with the U.S. Securities and Exchange Commission on April 23, 2021, in particular Item 6.B – "Compensation".

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The Board of Directors