

Invitation to the Ordinary General Meeting

April 10, 2026

4 rue Aristide Bergès
Les Trois Vallons
38080 L'ISLE D'ABEAU

Build
together,
live together



Meeting invitation

2026 Ordinary General Meeting

We are pleased to invite you to the Ordinary General Meeting of the shareholders which will occur on April 10th, 2026, at 10:00 am, **at the Company Head Office** located 4 rue Aristide Bergès – Les Trois Vallons – 38080 L'Isle D'Abeau – France (see directions page 18), to deliberate on the following agenda:

Agenda for the Ordinary General Meeting of April 10, 2026

- Management report of the Board of Directors (including disclosures pertaining to sustainability).
- Board of Directors' report on corporate governance.
- Report of the statutory auditors on the company financial statements for the financial year ended December 31, 2025.
- Report of the statutory auditors on the consolidated financial statements for the financial year ended December 31, 2025.
- Special report of the statutory auditors drawn up pursuant to the provisions of article L. 225-40 of the French Commercial Code.
- Approval of the annual financial statements and transactions for the financial year ended December 31, 2025.
- Charges and expenses referred to in article 39.4 of the French General Tax Code.
- Approval of the consolidated financial statements for the financial year ended December 31, 2025.
- Appropriation of earnings for the financial year ended December 31, 2025 and setting of dividend.
- Discharge to be given to the Board of Directors for the performance of its duties.
- Approval of regulated agreements.
- Authorization to empower the Board of Directors to purchase, hold or transfer the Company's shares and approval of the share buy-back program.
- Renewal of the term of office as director of Jacques Merceron-Vicat.
- Approval of the compensation policy for corporate officers – *ex ante* vote.
- Approval of the information given in the corporate governance report, pursuant to article L. 22-10-9 of the French Commercial Code – *ex post* vote.
- Approval of elements of compensation paid or allocated in respect of the financial year ended December 31, 2025 to Guy Sidos, Chairman and Chief Executive Officer – *ex post* vote.
- Approval of elements of compensation paid or allocated in respect of the financial year ended December 31, 2025 to Didier Petetin, Chief Operating Officer – *ex post* vote.
- Approval of elements of compensation paid or allocated in respect of the financial year ended December 31, 2025 to Lukas Epple, Chief Operating Officer – *ex post* vote.
- Appointment of the incumbent statutory auditors to replace KPMG SA upon completion of its tenure.
- Powers.

Invitation

to the Ordinary General Meeting of April 10, 2026

All shareholders, regardless of the number of shares they hold, may attend the General Meeting. Shareholders may take part in the General Meeting either by:

- attending in person;
- voting by post (only those votes for which forms have been duly filled out, signed and sent to the Company's head office at least three days prior to the date of the General Meeting will be counted);
- by granting the Chairman a proxy;
- by granting a proxy to a spouse or partner with whom they have entered into a civil partnership, another shareholder, or any person (individual or entity) of their choice in accordance with the terms of article L. 225-106 of the French Commercial Code.

If no proxyholder is specified, the Chairman shall cast a vote in favor of the draft resolutions submitted or approved by the Board of Directors and a vote against all other draft resolutions.

In accordance with article R. 225-85 of the French Commercial Code, any person demonstrating the following may participate in the General Meeting:

- in the case of registered shares: that the shares in question have been recorded in the registered share ledger kept by the Company at midnight, Paris time, on the fifth business day prior to the General Meeting;
- in the case of bearer shares: that the shares in question have been registered (as the case may be in the name of the intermediary acting on behalf of the shareholder in question in accordance with legal and regulatory conditions) in the bearer securities accounts held by the authorized intermediary at midnight, Paris time, on the fifth business day prior to the General Meeting. The authorized intermediaries shall issue a certificate of attendance.

The shareholder or his/her proxyholder must carry some form of ID.

Remote voting using electronic or telecommunications systems is not permitted for this General Meeting and accordingly no site referenced in article R. 225-61 of the French Commercial Code will be prepared to this end.

Follow the live webcast

In accordance with article R22-10-29-1 of the French Commercial Code, the Shareholders' Meeting will be broadcast live in its entirety. The terms of the retransmission will be specified later on the Company's website: www.vicat.com. The recording of the Shareholders' Meeting will be available on the Company's website under the conditions provided for by the applicable provisions.

The documentation and information on this General Meeting will be kept available in accordance with applicable laws and regulations, and are published on www.vicat.com

L'Isle d'Abeau, March 12, 2026

The Board of Directors

📍 The Group delivers solid results in 2025, after a record year in 2024. 📍



Guy SIDOS,
CEO

Once again this year, the geopolitical context has affected the global economy and brought a lot of complexity to the conduct of business.

In this international environment marked by headwinds and unfavorable currency effects, **the Group delivers solid results in 2025**, after a record year in 2024. This performance illustrates the resilience of our model, based on a balance between developed and emerging countries and on a local industrial footprint serving local markets. It also demonstrates the importance of a long-term vision of the corporate strategy, the unwavering commitment of employees in our 12 countries of operation and the sincerity of our actions.

In 2025, Vicat acted on **four key levers**, essential to the development of its activities:

- **the commercial intensity and dynamism** of our business. The commitment of all the teams was decisive in conquering new markets;

- **cost optimization** by modernizing equipment and improving energy efficiency, with increased energy substitution;
- **the consolidation of market positions** through targeted mergers, such as CERMIX or Semosat, in France, and Realmix in Brazil, thus strengthening the Group's industrial and commercial agility;
- finally, **accelerating the low-carbon transition** of processes and products, with ARGILOR in Xeuilley (France) and carbon capture projects in the United States and France.

In France, our business remained resilient despite the continued weakness of the residential market, which reached an all-time low. At the end of the year, the recovery in the construction market and the acceleration of major infrastructure projects in our regions were encouraging.

In Europe, our business grew significantly, driven by the confirmed recovery of the Swiss market. This dynamism has been accompanied by the commercial success of our low-carbon offer.

The Americas region was impacted by a slowdown in the United States, compared to the record level reached in 2024. In contrast, business in Brazil grew thanks to solid commercial momentum and the contribution of the Realmix concrete acquisition, which strengthened Ciplan's vertical integration function.

The situation in our Asian region remained mixed. In India, activity was marked by a certain volatility: after a difficult start to the year, we saw a recovery in the second half of the year. In Kazakhstan, our plant was operating at full capacity, with rising prices partially offsetting increased energy costs.

In the Mediterranean, activity was particularly buoyant. First of all, in Egypt, where we benefited from the continued solid commercial momentum, particularly in exports, now coupled with a recovery in domestic demand. The positive surprise came from Turkey, where domestic demand accelerated throughout the year, driven by good commercial momentum.

In West Africa, activity was more mixed. We faced a highly competitive

environment in the Cement industry, which we successfully responded to, thanks to the high quality and competitive production of our new equipment in Senegal. In Mali, persistent disruptions in the political environment are making industrial logistics more complicated.

The year 2026 opens with **favorable prospects**, supported by the ramp-up of our modern tools; by accelerating major infrastructure projects and consolidating our industries in some of our geographies. We intend to pursue the deployment of our decarbonization roadmap while continuing to reduce our financial debt.

◆◆ The year 2026 opens with very favorable prospects, supported by the ramp-up of our modern tools. ◆◆

Summary of developments

of the Company in 2025

1. The Group's operations

The Vicat Group operates in twelve countries in its main traditional businesses: Cement, Ready Mixed Concrete and Aggregates.

The Vicat Group around the world



Revenue

€3,854M

10,423
employees

3

main businesses

cement, concrete, aggregates



28.9 MILLION
METRIC TONS
OF CEMENT SOLD



9.5 MILLION
M³ OF CONCRETE
SOLD



25.1 MILLION
METRIC TONS
OF AGGREGATES
SOLD

42 M tons of cement production capacity

278

concrete
batching plants

17

cement plants

5

grinding plants

68

aggregates
quarries



Europe

SWITZERLAND




 1  16  13
Capacity 1.0 MT of cement

ITALY

1 grinding plant
2 terminals
Capacity 0.5 MT of cement



France

 6  158  43
Capacity 4.6 MT of cement
2 grinding plants



Africa

SENEGAL

 1  2
Capacity 7.0 MT of cement

MALI

1 grinding plant
Capacity 0.8 MT of cement

MAURITANIA

1 grinding plant
Capacity 0.5 MT of cement



Americas

USA

 2  48
Capacity 4.3 MT of cement
8 terminals



BRAZIL

 1  18  2
Capacity 3.8 MT of cement



Asia

INDIA

 2  1
Capacity 9.0 MT of cement
2 terminals

KAZAKHSTAN

 1
Capacity 1.6 MT of cement



Mediterranean

TURKEY

 2  38  7
Capacity 5.1 MT of cement

EGYPT

 1
Capacity 3.7 MT of cement



Cement plant



Concrete batching plant



Aggregates quarry

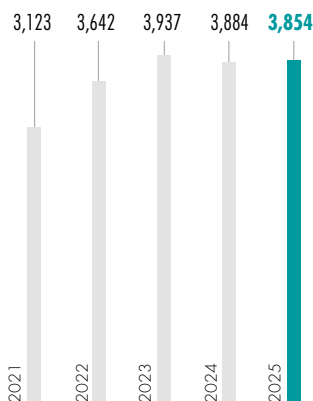
Summary of developments

at the Company in 2025

CONSOLIDATED REVENUE

(in millions of euros)

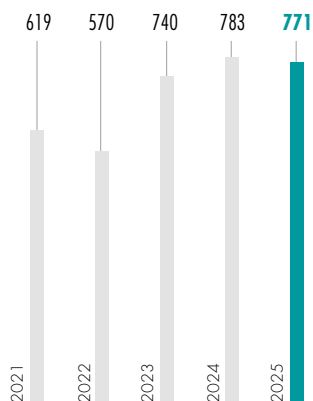
Consolidated revenue for 2025 amounted to €3,854 million, -0.8% on a reported basis and +3.3% at constant scope and exchange rates compared with 2024.



EBITDA

(in millions of euros)

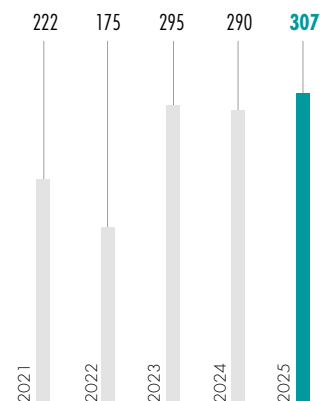
At €771 million, the Group's consolidated EBITDA was up 1.6% relative to 2024 and up 3.7% at constant scope and exchange rates.



CONSOLIDATED NET INCOME

(in millions of euros)

Consolidated net income amounted to €307 million, +5.7% on a reported basis, and +11.9% at constant scope and exchange rates.



Summary of 2025 results and comparison with 2024

(in millions of euros)

	2025	2024	Change reported	Change at constant scope and exchange rates
Consolidated revenue	3,854	3,884	-0.8%	+3.3%
EBITDA	771	783	-1.6%	+3.7%
Margin (%)	20.0%	20.2%	-0.2 pts	
Recurring EBIT	445	457	-2.7%	+4.0%
Margin (%)	11.5%	11.8%	-0.3 pts	
Consolidated net income	307	290	5.7%	+11.9%
Margin (%)	8.0%	7.5%	+0.5 pts	
Net income attributable to equity holders of the parent	275	273	+0.8%	+6.0%
Margin (%)	7.1%	7.0%	+0.1 pts	
Free cash flow	324	373	-13.0%	

The principal metrics used by the Group for measuring financial and industrial performance are EBITDA and Recurring EBIT, which are shown in the published income statement. These aggregates are defined in the notes to the consolidated financial statements in chapter 7, while the relations between EBITDA, current EBIT and operating income are presented in the consolidated income statement. Segment information is set out in the notes to the consolidated financial statements in section 7.1. of this document.

The main metrics which will be commented upon are as follows:

- revenue, which is mainly composed of billings for products delivered and services rendered during the period, in particular the transport of goods re-invoiced to the customer;
- the non-accounting metrics mentioned above.

Consolidated income statement

The Group's consolidated revenue reached €3,854 million in 2025, up 3.3% at constant scope and exchange rates. Growth accelerated gradually throughout the year, reaching +8.1% at constant scope and exchange rates in the fourth quarter.

On a reported basis, **revenue** shows a limited decline of -0.8% in 2025 including:

- an unfavorable currency effect of €(242) million (or -6.2%) reflecting the depreciation of the Turkish and Egyptian lira, the US dollar, the Indian rupee and the Brazilian real against the euro, despite a slight positive contribution from the Swiss franc;
- a scope effect of +€82 million (or +2.1%) mainly corresponding to the integration of Cermix into Vicat's building chemicals activities (VPI) for the full financial year, as well as that of Realmix in Brazil from September 2025.

In 2025, the Group's activity was marked by a stabilization of cement volumes in France at the end of the year at a historically low level, a sustained recovery in Switzerland throughout the year, as well as a slowdown in the American market. Emerging countries recorded a significant improvement in their activities, particularly in Brazil and the Mediterranean region. On the other hand, the Asia and Africa regions showed more contrasting trends.

Cement business

After a decline in the first half of the year, cement volumes increased in the second half of the year, posting growth of +3.0% for the year as a whole. This dynamic reflects, in particular, a gradual stabilization in France, a sustained recovery in Switzerland and a strong performance in the Mediterranean region, offsetting the decline in volumes in the United States. Cement prices remained resilient overall in the Group's main geographies: they increased in the majority of emerging countries, with the exception of India and Senegal, and remained stable in developed countries. As a result, consolidated Cement revenues increased by +6.5% at constant scope and exchange rates.

Concrete & Aggregates business

Concrete volumes remained stable in 2025 (+0.9%), supported by marked growth in Brazil and Turkey. However, this increase was partially offset by a decline in the United States, particularly California, as well as a moderate decline in France. Aggregate volumes increased strongly in 2025 (+9.7%) in most of the Group's countries, with the exception of France, with particularly significant increases in Turkey and Senegal. Consolidated revenue from the business remained stable at +0.2% at constant scope and exchange rates.

Other Products & Services business

Consolidated revenue from Other Products & Services increased +16.8% on a reported basis, thanks to the integration of Cermix's building chemistry activities. Excluding the scope effect, activity contracted slightly by -2.5%, notably due to an unfavorable base effect in Switzerland (Vigier Rail).

The Group's **EBITDA** amounted to €771 million in 2025, up +3.7% at constant scope and exchange rates, in line with the guidance of +2% to +5% communicated in July 2025. This performance is the result of strong growth in the Mediterranean region and Brazil, an improvement in Switzerland and Africa as well as stabilization in France, despite a marked slowdown in the United States.

On a reported basis, EBITDA showed a slight contraction of -1.6%, including an unfavorable currency effect of €(46) million and a scope effect of +€4 million.

The increase in EBITDA at constant scope and exchange rates in 2025 was driven by a positive volume effect of +€18 million in Cement and Aggregates, as well as by an improvement in the price/cost differential:

- prices made a positive contribution (+€109 million in 2025), thanks to generally resilient sales prices in developed countries and increases implemented in most emerging countries, with the exception of India and Senegal;
- costs rise again in 2025 (€(105) million in 2025 at constant volume). Lower energy costs were more than offset by wage inflation and, to a lesser extent, maintenance costs.

The industrial performance of the Cement business is improving, with in particular increased use of alternative fuels, replacing fossil fuels, which rose +1.4 points compared to the end of 2024 to 37.4%.

The Group's **EBITDA margin** stood at 20.0%, virtually stable compared to its 2024 level.

Recurring EBIT stood at €445 million, down -2.7% in 2025 (up +4.0% at constant scope and exchange rates), with a margin rate down by -30 basis points.

Financial income amounted to €(55) million in 2025, up by €17 million compared to 2024.

Summary of developments

2. Operations of Vicat S.A.

This change mainly reflects the decrease in the net cost of financial debt, up by €23 million, due to the combined effect of the reduction in the average volume of debt and the decrease in interest rates net of hedging. However, this was partially offset by the decrease in the contribution of other financial income and expenses, down by €6 million.

The corporate **income tax expense** was €24 million higher than in 2024. The effective tax rate was 28.0%, well up on 2024 at 24.7%. This overall increase in the tax expense is the result of the increase in income before tax as well as non-recurring items (dividend expenses, surcharge in France, etc.).

Consolidated net income amounted to €307 million, up 11.9% at constant scope and exchange rates and by 5.7% on a reported basis. The net margin stood at 8.0%, up +50 basis points.

Net income attributable to equity holders of the parent increased by 6.0% at constant scope and exchange rates and by 0.8% on a reported basis. The change in net income attributable to equity holders of the parent, compared to consolidated net income, is due to the increase in income attributable to non-controlling interests. This increase reflects the significant improvement in the performance of subsidiaries in Brazil, Egypt and Turkey.

2. Operations of Vicat S.A.

Vicat cement sales reached €544 million in 2025, a €2.9 million decrease versus the prior year, due to a slight contraction of cement volumes, and, for the Papeteries de Vizille business, a lower volume of paper sales, combined with a steady volumes for bags.

Net profit amounted to €206 million in 2025, while it reached €91 million in 2024, after taking account of employee profit-sharing of €3.5 million and income tax of €14.5 million.

The Board of Directors is proposing the distribution of a dividend of €89.8 million, namely €2 gross per share (excluding withholding tax), stable compared to 2024.

SHAREHOLDERS
AND INVESTORS
DEPARTMENT



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relations.investisseurs@vicat.fr



The Company's and Group's financial statements can
be found on the website at the following address:

www.vicat.fr

Text of the resolutions

for the Ordinary General Meeting of April 10, 2026

Draft resolutions for the Ordinary General Meeting of April 10, 2026

FIRST RESOLUTION

(Approval of the individual financial statements and transactions for the financial year ended December 31, 2025)

The Ordinary General Meeting, having reviewed the Board of Directors' report and the statutory auditors' report on the annual financial statements for the financial year ended December 31, 2025, approves the annual statements for the financial year as presented to it, as well as the transactions in those financial statements or summarized in those reports, showing net income for the financial year of €206,375,546.41.

Pursuant to the provisions of article 223 quater of the French General Tax Code, the Ordinary General Meeting records that no expense or cost mentioned in article 39.4 of this Code was incurred during the past financial year.

SECOND RESOLUTION

(Approval of the consolidated financial statements for the financial year ended December 31, 2025)

The Ordinary General Meeting, having reviewed the Board of Directors' management report, the statutory auditors' report on the consolidated financial statements for the financial year ended December 31, 2025 and the statutory auditors' report on the certification of the disclosures pertaining to sustainability, approves the consolidated financial statements for the financial year as presented to it, as well as the transactions in those financial statements or summarized in those reports, showing a consolidated profit for the financial year of €306,658 thousand, with net income attributable to equity holders of the parent of €274,724 thousand.

THIRD RESOLUTION

(Appropriation of earnings for the financial year ended December 31, 2025 and setting of dividend)

Further to acknowledging the existence of distributable profits, the Ordinary General Meeting approves the appropriation and distribution thereof as proposed by the Board of Directors:

• net income for the 2025 financial year	€206,375,546.41
• retained earnings carried forward	€275,746,883.80
TOTAL	€482,122,430.21

Appropriation:

• dividend (based on the current share capital of 44,900,000 shares with a nominal value of €4 each)	€89,800,000.00
• allocation to other reserve accounts	€117,322,430.21
• retained earnings	€275,000,000.00

and accordingly sets the dividend to be distributed for the 2025 financial year at the gross amount of €2 per share (excluding withholding).

The ex-dividend date is April 29, 2026 and the dividend will be paid out on May 4, 2026.

When it is paid to individuals who are tax resident in France, the dividend is subject either to a single flat-rate withholding tax of 12.8% on the gross dividend, or, if the taxpayer expressly, irrevocably and for all matters so elects, to be taxed using the progressive income tax scale with in particular relief of 40%. The dividend is also subject to social security contributions of 18.6%.

In line with the provisions of article 243 *bis* of the French General Tax Code, the Ordinary General Meeting records that the following dividends were distributed over the past three financial years:

	2023	2024	2025
Ordinary dividend per share	€1.65	€2.00	€2.00
Dividends eligible for relief under article 158.3-2 of the French General Tax Code	€1.65	€2.00	€2.00
Dividends not eligible for relief under article 158.3-2 of the French General Tax Code	-	-	-
Total dividend	€74,085,000	€89,800,000	€89,800,000

FOURTH RESOLUTION

(Discharge to be given to the Board of Directors for the performance of its duties)

The Ordinary General Meeting provides full and unconditional discharge to the members of the Board of Directors for the performance of their duties during the 2025 financial year.

FIFTH RESOLUTION

(Approval of regulated agreements)

The Ordinary General Meeting, having reviewed the special report issued by the statutory auditors on agreements specified in article L. 225-38 of the French Commercial Code, the Ordinary General Meeting duly notes the conclusions of this report and formally acknowledges that there were no agreements covered by these provisions during the past financial year.

SIXTH RESOLUTION

(Authorization to empower the Board of Directors to purchase, hold or transfer the Company's shares and approval of the share buy-back program)

The Ordinary General Meeting, having reviewed the special report of the Board of Directors and the description of the share buyback program in the Universal Registration Document, authorizes the Board of Directors, with the option of sub-delegation under the terms and conditions of the law, to purchase, hold or transfer Company shares, subject to compliance with applicable laws and regulations, and in particular compliance with article L. 22-10-62 of the French Commercial Code, Regulation (EU) No. 596/2014 of April 16, 2014 on market abuse, and market practices permitted by the Autorité des Marchés Financiers, for the following purposes (not in order of priority):

- a) to allocate or sell shares to employees and/or corporate officers of the Company and/or officers of companies which are related to it or will be related to it under the terms and conditions set out in law, particularly for purposes of employee saving schemes, purchase option, free share allocations, and stock ownership plans (notably under the conditions of articles L. 3332-1 *et seq.* and L. 3344-1 of the French Labor Code);
- b) to foster a liquid trading of the share through a liquidity agreement entered into with an investment services provider in line with the market practice permitted by the Autorité des Marchés Financiers;

- c) to retain the Company's shares and subsequently use them for payment, exchange or otherwise in the context of acquisitions within the limit of 5% of the share capital;
- d) to cancel some or all of the shares acquired up to the maximum statutory limit subject to a confirmatory vote by an Extraordinary General Meeting on a resolution for the purpose;
- e) to allow the Company to trade in the Company's shares for any other purpose authorized now or in the future by law or regulations in force.

The Ordinary General Meeting resolves that:

- a) the unit purchase price must not exceed €150 per share (excluding acquisition expenses);
- b) the total number of shares that the Company can acquire may not exceed 10% of its share capital; this threshold of 10% must be calculated on the actual date when the buy-backs are made. However, (i) this limit shall be 5% of the share capital with respect to the purpose specified in (c) above and (ii) when the shares are bought back to promote liquidity, in accordance with regulations in force, the number of shares included in the calculation of the 10% equals the total shares less the shares resold during the authorization period.

Pursuant to article R. 225-151 of the French Commercial Code and taking into account the 10% cap and the shares already held by the Company, the General Meeting sets the overall maximum allocated to the buy-back program at €618,058,200, which corresponds to a maximum of 4,120,388 shares with a par value of €4 each at December 31, 2025.

Pursuant to this decision, within the limits permitted by the regulations in force, the shares may be purchased, sold, exchanged or transferred at any time including during a public offering, in one or more transactions, by any means, on all markets and over the counter, including by acquisition or sale of blocks, and by means including the use of derivatives and warrants.

The General Meeting resolves that the Board of Directors shall be entitled to implement this resolution at any time during a period not to exceed eighteen (18) months with effect from this General Meeting, including during a public offer period, within the limits and subject to the terms and conditions and abstention periods specified by law and the General Regulation of the Autorité des Marchés Financiers.

Text of the resolutions

Draft resolutions for the Ordinary General Meeting of April 10, 2026

This authorization cancels and supersedes the authorization granted by the General Meeting of April 11, 2025 with respect to the remaining period of validity.

The General Meeting grants all powers to the Board of Directors, with the option of sub-delegation under the terms and conditions of the law, for the purpose of:

- implementing this authorization and continuing to execute the share buy-back program, allocating or re-allocating the shares acquired for the various purposes in compliance with legal and regulatory provisions;
- undertaking adjustments of unit prices and the maximum number of shares to be acquired in proportion to the change in the number of shares, or the nominal value thereof, resulting from possible transactions relating to the Company's shareholders' equity;
- placing all stock market orders on all markets or undertaking transactions outside such markets;
- entering into all agreements, in particular for the purpose of keeping share purchase and sale registers, filing all declarations with the Autorité des Marchés Financiers and all other bodies;
- undertaking all declarations and other formalities, and generally undertaking all necessary steps.

The Board of Directors shall inform the General Meeting of transactions undertaken in application of this authorization.

SEVENTH RESOLUTION

(Renewal of the term of office as director of Jacques Merceron-Vicat)

The Ordinary General Meeting resolves to reappoint Jacques Merceron-Vicat as director for a four-year term expiring at the end of the Ordinary General Meeting to be held in 2030 to approve the financial statements for 2029.

EIGHTH RESOLUTION

(Approval of the compensation policy for corporate officers – ex ante vote)

The Ordinary General Meeting, acting in accordance with the provisions of article L. 22-10-8 of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance, approves the compensation policy for the corporate officers in this report.

NINTH RESOLUTION

(Approval of the information given in the corporate governance report, pursuant to article L. 22-10-9 of the French Commercial Code – ex post vote)

The Ordinary General Meeting, acting in accordance with the provisions of paragraph I of the article L. 22-10-34 of the French Commercial Code, having reviewed the report on corporate governance, including the sustainability report, prepared by the Board of Directors, approves the information contained therein in accordance with the provisions of article L. 22-10-9 (I) of the French Commercial Code.

TENTH RESOLUTION

(Ex post approval of elements of compensation paid or allocated in respect of the financial year ended December 31, 2025 to Guy Sidos, Chairman and Chief Executive Officer)

The Ordinary General Meeting, acting in accordance with the provisions of article L. 22-10-34 (II) of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance:

- approves the elements making up the total compensation and benefits of all kinds paid or allocated in respect of the financial year ended December 31, 2025 to Guy Sidos, Chairman and Chief Executive Officer;
- consequently, notes that the elements of variable and special compensation allocated to Guy Sidos, Chairman and Chief Executive Officer, in respect of the financial year ended December 31, 2025, will be paid to him.

ELEVENTH RESOLUTION***(Ex post approval of elements of compensation paid or allocated in respect of the financial year ended December 31, 2025 to Didier Petetin, Chief Operating Officer)***

The Ordinary General Meeting, acting in accordance with the provisions of article L. 22-10-34 (II) of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance:

- approves the elements making up the total compensation and benefits of all kinds paid or allocated in respect of the financial year ended December 31, 2025 to Didier Petetin, Chief Operating Officer;
- consequently, notes that the elements of variable and special compensation allocated to Didier Petetin, Chief Operating Officer, in respect of the financial year ended December 31, 2025, will be paid to him.

TWELFTH RESOLUTION***(Ex post approval of elements of compensation paid or allocated in respect of the financial year ended December 31, 2025 to Lukas Epple, Chief Operating Officer)***

The Ordinary General Meeting, acting in accordance with the provisions of article L. 22-10-34 (II) of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance:

- approves the elements making up the total compensation and benefits of all kinds paid or allocated in respect of the financial year ended December 31, 2025 to Lukas Epple, Chief Operating Officer;
- acknowledges that Lukas Epple is not compensated for his office as Chief Operating Officer.

THIRTEENTH RESOLUTION***(Appointment of the incumbent statutory auditors responsible for the certification of the financial statements)***

The Ordinary General Meeting, on the proposal of the Board of Directors, resolves to appoint RSM France as incumbent statutory auditors, as from the 2026 financial year, for a period of six financial years expiring at the end of the Ordinary General Meeting held to approve the financial statements for 2031, to replace KPMG SA, which completed its tenure at the end of the Ordinary General Meeting held to approve the financial statements for 2025.

The statutory auditor has accepted these duties in advance, specifying in its letter of acceptance of duties that it was not in any situation of incompatibility or prohibition provided for by law.

FOURTEENTH RESOLUTION***(Powers)***

The Ordinary General Meeting hereby grants all powers to the bearer of a copy or extract of the minutes of this meeting for the purpose of performing all legal or administrative formalities, filings and publicity specified by current legislation.

How to participate in the Vicat General Meeting in 2026

To participate in Vicat's General Meeting at 10:00 am on April 10 at the head office at 4 rue Aristide Bergès – Les Trois Vallons – 38080 L'ISLE D'ABEAU, you need to use the attached voting form and send it back in the pre-paid envelope.

The form must be received at least 3 days before the date of the General Meeting, i.e. **no later than midnight, Paris time, on April 7, 2026**.

Vicat gives you 4 ways to participate in the General Meeting

(please refer to the color codes on the sample ballot opposite):

STEP 1

Sign and date the form.

STEP 2

Decide how you will vote:

A Participate in the General Meeting.

or

B Vote on the resolutions by mail.

or

C Grant a proxy to the Chairman of the General Meeting.

or

D Grant a proxy to the person of your choice and enter their name and address.

STEP 3

Return your form directly to Vicat using the attached pre-paid envelope.

- **Forms received after midnight, Paris time, on April 7, 2026 will not be taken into account in the Meeting's votes.**
- **Important: a shareholder who has already voted remotely, sent a proxy by any means, cannot change their choice.**

If you would like to ask any questions in writing before the Meeting, they must be sent by registered letter, return receipt requested, to Vicat's head office - Legal Department – TSA 79608 – 38306 Bourgoin Cedex, no later than midnight, Paris time, Friday, April 3, 2026.

To obtain printed copies of the additional documentation (such as reports, individual financial statements and consolidated financial statements), return the form provided at the end of this document in the pre-paid envelope.

IMPORTANT:

Any changes to information such as your last name, first name, address, or marital status must be sent to Vicat by email: service.titres@vicat.fr

NONE OF THE INFORMATION INCLUDED ON THE FORM OR ATTACHED IN THE PRE-PAID ENVELOPE WILL BE TAKEN INTO ACCOUNT

Attend in person/vote in person

If you would like to participate in person/vote in person, check the box on the form that says "I wish to attend the General Meeting."

In that case, you will have to show ID at the sign-in desk, which will close at 10:00 a.m. on April 10, 2026.

Vote on the resolutions by post

To vote by post, check the box that says "I vote by post."

You can voice your opinion on each of the resolutions:

Vote **NO** on the resolution by checking the relevant box.

ABSTAIN by checking the relevant box: your shares will be counted toward the overall quorum for the Meeting. However, your abstain vote will not be taken into account when determining whether the resolution has been adopted or rejected.

Vote **YES** on the resolution: this is the default choice and, in that case, you do not have to check a box and your YES vote will be recorded automatically.

IMPORTANT : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso. **IMPORTANT :** Before selecting, please see instructions on reverse side. Quelle que soit l'option choisie, noircir comme ceci ■ la ou les case(s) correspondante(s), dater et signer au bas du formulaire. **Whichever option is used, shade box(es) like this ■ date and sign at the bottom of the form.**

JE DÉSIRE ASSISTER À CETTE ASSEMBLÉE : dater et signer au bas du formulaire / **I WISH TO ATTEND THE GENERAL MEETING:** date and sign at the bottom of the form.

SA au capital de 179 600 000 €
RCS Vienne 057 505 539
Les Trois Vallons
4 rue Aristide Bergès
38080 L'ISLE D'ABEAU

ASSEMBLÉE GÉNÉRALE ORDINAIRE
Convoquée pour le **vendredi 10 avril 2026 à 10 heures**,
au siège social de la Société (Cf. adresse ci-contre)
ORDINARY GENERAL MEETING
To convene **Friday, April 10, 2026 at 10.00 am**,
at the head office of the Company (See address opposite)

CADRE RÉSERVÉ À LA SOCIÉTÉ / FOR COMPANY'S USE ONLY

JE VOTE PAR CORRESPONDANCE / I VOTE BY POST
Cf. au verso (2) - See reverse (2)

Je vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directeur ou la Gérance, à l'EXCEPTION de ceux que je signale en noircissant comme ceci ■ (une des deux cases « NON » ou « ABSTENTION » (Abs.)).
I vote YES all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this ■, for which I vote "NO" or "ABSTAIN" (Abs.).

Sur les projets de résolutions non agréés, je vote en noircissant la case correspondant à mon choix.
On the draft resolutions not approved, I cast my vote by shading the box of my choice.

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
Cf. au verso (3)
I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
See reverse (3)

JE DONNE POUVOIR À : Cf. au verso (4) pour me représenter à l'Assemblée
I HEREBY APPOINT : See reverse (4) to represent me at the above mentioned Meeting
M., Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name

	1	2	3	4	5	6	7	8	9	10		A	B
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	11	12	13	14	15	16	17	18	19	20		C	D
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	21	22	23	24	25	26	27	28	29	30		E	F
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	31	32	33	34	35	36	37	38	39	40		G	H
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
	41	42	43	44	45	46	47	48	49	50		J	K
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>	<input type="checkbox"/>
												L	M
												N	O
												P	Q
												R	S
												T	U
												V	W
												X	Y
												Z	

Si des amendements ou des résolutions nouvelles étaient présentés en Assemblée, je vote NON sauf si je signale un autre choix en noircissant la case correspondante.
In case amendments or new resolutions are proposed during the Meeting, I vote NO unless I indicate another choice by shading the corresponding box.

- Je donne pouvoir au Président de l'Assemblée Générale / I appoint the Chairman of the General Meeting
- Je n'abstiens / I abstain from voting
- Je donne procuration (cf. verso (4)) à M., Mme ou Mlle, Raison Sociale pour voter en mon nom / I appoint (see reverse (4)) Mr, Mrs or Miss, Corporate Name to vote on my behalf

Pour être pris en considération, tout formulaire doit parvenir au plus tard à la Société le 7 avril 2026.
In order to be considered, this completed form must be returned to the Company no later than April 7, 2026.

Si le formulaire est renvoyé daté et signé mais qu'aucun choix n'est coché (blanc/assister / voter par correspondance / pouvoir au Président / pouvoir à un mandataire), cela vaut automatiquement pour voter au Président de l'Assemblée Générale.
If the form is returned dated and signed, but no choice is checked (white/assist / postal vote / power of attorney to the President / power of attorney to a representative), this automatically applies as a proxy to the Chairman of the General Meeting.

SIGN AND DATE THE FORM.

SPECIMEN

Grant a proxy to the Chairman,

To give a proxy to the Chairman, check the box that says "I hereby give my proxy to the Chairman of the General Meeting."

Grant a proxy to a third party

To vote by proxy, in other words, to give a proxy to the individual or legal entity of your choice to represent you at the General Meeting, check the box "I hereby appoint..." and enter the required information.

Please note:

Check only one box per resolution. For a new resolution or an amendment to a resolution, remember to check one of the three boxes suggested so that your choice is recorded.

If neither of the two boxes is checked for one or more resolutions, the corresponding votes will be considered as a YES vote.

If several boxes are checked for the same resolution, the corresponding votes will be considered invalid for that resolution.

Access and itinerary

Vicat Head Office

4 rue Aristide Bergès
Les Trois Vallons – 30080 L'ISLE D'ABEAU - FRANCE

Getting to L'Isle d'Abeau

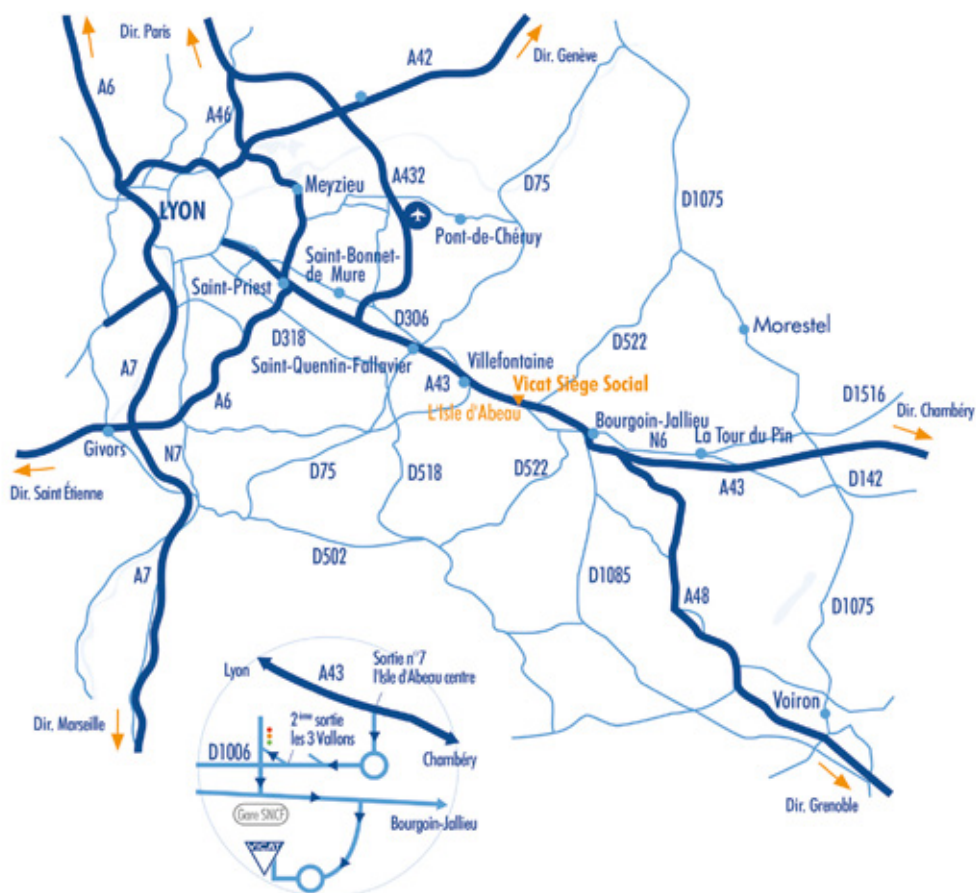
Coordonnées GPS : 45.622975/5.231286

By car from Lyon or from Grenoble:

Take the A43 exit 7 (L'Isle d'Abeau Centre).
Continue on the D1006 (1st exit at the roundabout).
Take the D312 exit heading to L'Isle d'Abeau/Les Trois Vallons.
Then turn left onto Boulevard de l'Isle d'Abeau.
Take a right onto Boulevard des Trois Vallons.
At the roundabout, 1st exit onto Rue Aristide Bergès.

By train from Paris Gare de Lyon:

- TGV to Lyon Saint Exupéry and then a taxi,
- or alternatively, TGV to Lyon Perrache and then the TER (towards Saint-André-Le-Gaz) to the L'Isle d'Abeau stop.
Expect a walk of around 10 minutes to the Vicat head office.





Documentation request form

which is optional

Ordinary General Meeting of April 10, 2026

You can also access all the documentation for the Ordinary General Meeting of April 10, 2026 electronically at Vicat.fr

To receive documentation by mail (such as reports, individual financial statements and consolidated financial statements), please fill out the form below.

Last name/First name:

Address:

Postal Code: City: Country:

On 2026
(signature)

Please return this document with the voting form in the attached pre-paid envelope to ensure that your request is processed.



Build
together,
live together



Public Limited Company
with a share capital of €179,600,000

Head office:
4 rue Aristide Bergès
Les Trois Vallons
38080 L'Isle d'Abeau
Tel.: +33(0) 4 74 27 59 00
Register 057 505 539
SIREN 057 505 539

Copies of the Universal Registration Document are available free of charge from Vicat, as well as from the websites of Vicat (www.vicat.fr) and of the Autorité des Marchés Financiers (French Financial Regulator) (www.amf-france.org).