

How to participate in the shareholder meeting

All Nicox shareholders are entitled to take part in the shareholder meeting. You may:

- attend the shareholder meeting in person,
- be represented by any person or legal entity,
- give power of attorney to the Chairman,
- vote by correspondence.

Shareholders may vote by correspondence or by internet, through the website VOTACCESS or give proxy to the Company. The arrangements for physical participation in the shareholder meeting could be subject to modification in relation with the pandemic. Shareholders are invited to regularly consult the section dedicated to the 2023 shareholder meeting on the Company's website www.nicox.com.

These options are offered to you both in the attached proxy form and in a dedicated internet platform, as explained hereafter.

We are available to help you should you have any additional question regarding the shareholder meetings:

- Nicox's Investor Relations: ag2023nicox@nicox.com
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If your shares are in REGISTERED form, please fill in the proxy form as explained below and send it in the prepaid return envelope sent with your personal notice of convening if you live in France (or by post to Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 - 44312 NANTES Cedex 3 if you live abroad).

If your shares are in BEARER form, please fill in the proxy form as explained below and send it to the financial institution holding the shares who will in turn send it, with a share certificate to Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 - 44312 NANTES Cedex 3.

IF YOUR SHARES ARE IN BEARER FORM, A SHARE CERTIFICATE ISSUED BY YOUR BANK MENTIONING THE SHAREHOLDER MEETINGS OF FEBRUARY 14, 2023, MUST ACCOMPANY YOUR PROXY FORM.

The proxy form (together with the share certificate if your shares are in bearer form) must be received on or before February 11, 2023 (or February 25, 2023, on second call if the quorum is not reached) by Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 - 44312 NANTES Cedex 3.

1. How to participate using the enclosed proxy form

Please send back this proxy form to your bank, completed as explained below.

1.1. If you wish to attend the shareholder meeting in person

- Tick the corresponding box of the proxy form.
- Add your name and address or check that they are correct if they are already included.
- Date and sign the proxy form.
- Send back the proxy form to your bank (for the holders of bearer shares) or to Société Générale (if you hold registered shares).

You will receive an admission card*.

* If you have not received your admission card in the 2 days preceding the shareholders meetings, please contact us at ag2023nicox@nicox.com.

1.2. If you wish to vote without attending the shareholder meeting in person

TO GIVE PROXY TO THE CHAIRMAN	TO VOTE BY CORRESPONDENCE	TO GIVE PROXY TO ANY PERSON OR LEGAL ENTITY
<ul style="list-style-type: none"> • Tick box 2 of the proxy form. • Add your name and address or check that they are correct if they are already included. • Date and sign the proxy form. • Send back the proxy form to your bank who will send it in turn to Société Générale (with the share certificate if necessary) <u>by February 11, 2023 (or February 25, 2023 on second call).</u> <p>Your vote will follow the Chairman's vote.</p> <p>You have voted.</p>	<ul style="list-style-type: none"> • Tick box 1 of the proxy form. • Fill in the box on the left to indicate your vote for each resolution (darkening the little box in front of each resolution number means voting against the resolution or abstention from voting). • Do not darken the little box if you wish to vote 'in favor' of a resolution. • Add your name and address or check that they are correct if they are already included. • Date and sign the proxy form. • Send back the proxy form to your bank who will send it in turn to Société Générale (with the share certificate if necessary) <u>by February 11, 2023 (or February 25, 2023 on second call).</u> <p>You have voted.</p>	<ul style="list-style-type: none"> • Tick box 3 of the proxy form. • Add the identity and contact details of the person or legal entity that will represent you. • Add your name and address or check that they are correct if they are already included. • Date and sign the proxy form. • Send back the proxy form to your bank who will send it in turn to Société Générale (with the share certificate if necessary) <u>by February 11, 2023 (or February 25, 2023 on second call).</u> <p>You have given proxy.</p>

The proxy form (together with the share certificate if your shares are in bearer form) must be received on or before February 11, 2023 (or February 25, 2023, on second call if the quorum is not reached) by Société Générale Securities Services - Service Assemblée Générale - 32 rue du Champ de Tir - CS 30812 - 44312 NANTES Cedex 3

1.3 How to fill in your proxy form

TO ADDEND THE MEETING IN PERSON
Tick this box

TO VOTE BY CORRESPONDENCE
Tick this box then vote as per the instructions

TO GIVE PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
Tick this box

TO GIVE PROXY TO ANY PERSON OR LEGAL ENTITY
Tick this box AND complete information needed

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, noircir comme ceci ■ ou les cases correspondantes, 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 et demande une carte d'admission : dater et signer au bas du formulaire / I WISH TO ATTEND THE SHAREHOLDER'S MEETING and request an admission card: date and sign at the bottom of the form

NICOX SA
DRAKKAR D - 2405 ROUTE DES DOLINES
06560 VALBONNE SOPHIA ANTIPOLIS

Au Capital de 50 100 448 EUR
403 942 642 R.C.S. GRASSE

ASSEMBLÉE GÉNÉRALE ORDINAIRE
Du Mardi 14 Février 2023 à 14H00
ORDINARY GENERAL MEETING
On Tuesday the 14th of February 2023 at 2.00 pm

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

Identifiant - Account

Vote simple / Single vote

Vote double / Double vote

Nominat / Registered

Porteur / Bearer

Nombre d'actions / Number of shares

Nombre de voix - Number of voting rights

JE VOTE PAR CORRESPONDANCE / I VOTE BY POST
Cl. 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 Directoire ou la Gérance, à l'EXCEPTION de ceux que je signale en noircissant comme ceci ■ l'une des cases "Non" ou "Abstention". / 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 I abstain.

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
Cl. 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

Adresse / Address

1	2	3	4	5	6	7	8	9	10
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"/>
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"/>
11	12	13	14	15	16	17	18	19	20
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"/>
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"/>
21	22	23	24	25	26	27	28	29	30
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"/>
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"/>
31	32	33	34	35	36	37	38	39	40
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"/>
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"/>
41	42	43	44	45	46	47	48	49	50
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"/>
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"/>

A	B
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>
C	D
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>
E	F
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>
G	H
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>
J	K
Oui / Yes	<input type="checkbox"/>
Non / No	<input type="checkbox"/>
Abs.	<input type="checkbox"/>

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.

CAUTION: As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cl au verso (1)
Surname, first name, address of the shareholder (Change regarding this information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)

Add your name and address or check that they are correct if they are already registered (whatever your choice)

DATE and SIGN here

Pour être pris en considération, tout formulaire doit parvenir au plus tard :
To be considered, this completed form must be returned no later than:

à la banque / to the bank 11/02/2023

Date & Signature

* Si le formulaire est renvoyé daté et signé mais qu'aucun choix n'est coché (carte d'admission / vote par correspondance / pouvoir au président / pouvoir à mandataire), cela vaut automatiquement pouvoir au Président de l'assemblée générale -
* If the form is returned dated and signed but no choice is checked (admission card / 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

2. How to participate in the shareholder meeting via Internet platform Votaccess

Nicox has set up a dedicated on-line voting website ahead of the shareholder meetings, as explained below.

Votaccess will be open from January 27, 2023 at 9:00 am until February 13, 2023 at 3:00 pm (CET) (and from February 15, 2023 at 9:00 am until February 27, 2023 at 3:00 pm (CET) in case of second call). To avoid overloading the site, we recommend that you do not wait until the last day to vote.

2.1 Attend the shareholder meetings in person

Registered shares

If you hold registered shares, you should log onto the secure website www.sharinbox.societegenerale.com by entering the identification numbers sent to you by post when you were first in contact with Société Générale Securities Services. On the home page, click on the name of the meeting in the “Current Operation” menu. Select the operation, follow the instruction and click on the “Vote” button to access the voting website.

Bearer shares

If you hold bearer shares you should log onto the web portal of your bank or broker, with your usual user name and password, to connect to the VOTACCESS site and vote. You simply click on the icon displayed on the line corresponding to your Nicox shares. You will only be able to connect in this way if your bank or broker is a member of the VOTACCESS system.

2.2 Vote through Internet

Registered shares

If you hold registered shares, you should log onto the secure website www.sharinbox.societegenerale.com by entering the identification numbers sent to you by post when you were first in contact with Société Générale Securities Services. On the home page, click on the name of the meeting in the “Current Operation” menu. Select the operation, follow the instruction and click on the “Vote” button to access the voting website.

Bearer shares

If you hold bearer shares you should log onto the web portal of your bank or broker, with your usual user name and password, to connect to the VOTACCESS site and vote. You simply click on the icon displayed on the line corresponding to your Nicox shares. You will only be able to vote in this way if your bank or broker is a member of the VOTACCESS system.

2.3 Give proxy to the Chairman or to any other person of your choice through internet

In accordance with Article R. 225-79 of the French Commercial Code, you may give proxy or withdraw a proxy (to the chairman of the meeting or to any other person) electronically by logging onto the website www.sharinbox.societegenerale.com if you hold registered shares, or onto the website of your bank or broker if you hold bearer shares, with your usual username and password, in order to connect to the VOTACCESS site as described above.

If your bank or broker is not a member of the VOTACCESS system, the notification of the designation or revocation of a proxy can be done electronically up to the day before the shareholder meetings at 3pm CET (up to February 13, 2023 at 3 pm or up to February 27, 2023 at 3 pm in case of second call) by sending an email find electronically through an accredited certification service provider in accordance with applicable laws and regulations to ag2023nicox@nicox.com including the following information: name, first name, address and bank details as well as the name and first name of the designated or revoked proxy. The shareholder must request his bank or broker to send a confirmation to Nicox SA; - Drakkar D, 2405 routes de Dolines – 05650 Valbonne – France.

If you give proxy to the Chairman, he will vote in favor of all of the resolutions presented or supported by the Board of Directors and against all resolutions not supported by the Board.