

Solocal Group

A French limited liability company (*Société Anonyme*) with share capital of 131,906,654 Euros
Registered Office: 204, Rond-point du Pont de Sèvres, 92100 Boulogne-Billancourt
Nanterre Trade and Companies Register (RCS) 552 028 425
(the "**Company**")

BOARD OF DIRECTORS' COMPLEMENTARY REPORT ON THE TWENTY-FIRST AND TWENTY-SECOND RESOLUTIONS SUBMITTED TO THE COMBINED SHAREHOLDERS' MEETING (ORDINARY AND EXTRAORDINARY) OF SOLOCAL GROUP OF 29 JUNE 2023

Ladies and Gentlemen,

The Combined Shareholders' Meeting (ordinary and extraordinary) of Solocal Group (the "**Company**"), to be held on June 29, 2023, will have to vote on the complementary agenda hereafter with respect to two additional draft resolutions added by the Board of Directors held on June 7, 2023:

Resolutions within the powers of the Ordinary General Meeting

- Ratification of the cooptation of Mr. Cédric Dugardin as independent Director of the Company; and
- Ratification of the cooptation of Mr. Alexandre Fretti as independent Director of the Company.

This report is designed to provide you with complete information on the two additional draft resolutions submitted to you.

PRESENTATION OF THE ADDITIONAL RESOLUTIONS SUBMITTED TO THE GENERAL MEETING

Ordinary Matters

Ratification of the cooptation of Mr. Cédric Dugardin as independent Director of the Company 21st resolution

Under the terms of the twenty-first resolution, and following the resignation of Mr. David Eckert from his position as Director, the General Shareholders' Meeting is asked to ratify the cooptation of Mr. Cédric Dugardin, as independent Director of the Company, decided by the Board of Directors on June 7, 2023, for the remaining term of office of Mr. David Eckert, i.e. until the end of the General Shareholders' Meeting which will meet in 2024 to approve the financial statements for the year ended 31 December 2023.

Specialized in business turnaround, crisis management, restructuring and transformation, Mr. Cédric Dugardin operates in a variety of sectors and in particularly complex environments.

After starting his career with PwC and then Seita-Altadis, he successfully led the turnaround of Quick, the restructuring of Conforama and, more recently, the liquidation of the Presstalis group, enabling its assets to be taken over by France Messagerie, which he managed until January 2021. He then led the transformation of APST, France's leading guarantor of travel operators.

He is also a director of the IKKS Group.

He graduated of Sciences Po Paris, the Sorbonne and the London School of Economics.

Ratification of the cooptation of Mr. Alexandre Fretti as independent Director of the Company 22nd resolution

Under the terms of the twenty-second resolution, and following the resignation of Mr. Paul Russo from his position as Director, the General Shareholders' Meeting is asked to ratify the cooptation of Mr. Alexandre

Fretti, as independent Director of the Company, decided by the Board of Directors on June 7, 2023, for the remaining term of office of Mr. Paul Russo, i.e. until the end of the General Shareholders' Meeting which will meet in 2025 to approve the financial statements for the year ended 31 December 2024.

Graduated of Telecom Bretagne (2003) and Stanford (Executive MBA class of 2017), Mr. Alexandre Fretti began his career as a strategy consultant with Deloitte and McKinsey & Company. In 2006, he joined Webhelp, becoming CEO ten years later. He played a key role in the transformation of one of France's most successful unicorns, increasing sales from €30 million on his arrival to €1.5 billion on his departure. In 2017, Mr. Alexandre Fretti received the Next Leader Awards prize and entered the Choiseul Ranking. In 2020, he joins Malt, the freelance consulting marketplace, as Managing Director and then Co-CEO from 2022 to make it the European leader in the freelance market.

The Board of Directors asks you to adopt the additional resolutions submitted for your approval.