



ESKER

A French public limited company
with an Executive Board and a Supervisory Board
Stated capital €11.217.930
Registered office: 113, Boulevard de Stalingrad
69100 VILLEURBANNE - FRANCE
Lyon Trade and Company Register (RCS) No: 331 518 498

SHAREHOLDERS MEETING AGENDA

The shareholders are invited to attend our next shareholders meeting which will be held in Lyon at our headquarters:

113 Boulevard de la Bataille de Stalingrad, 69100 VILLEURBANNE, on June 20, 2019 at 4 p.m.

You will find below an English translation of the agenda.

AGENDA

- Review of the Executive Board report
- Review of the company's report
- Review of Statutory auditors' reports on the annual accounts and on the consolidated accounts
- Review of Statutory auditors' special reports
- Review of the Supervisory Board report on the Executive Board report and on the annual accounts report
- Review of the Supervisory Board report on corporate governance
- Review of the Executive Board special report on stock options for the subscription or purchase of shares

Agenda of the ordinary general meeting

- Approval of the annual accounts (Esker SA) for the financial year ending December 31, 2018 and Approval of the annual accounts (Consolidated Accounts) for the financial year ending December 31, 2018;
- Approval of non deductible expenses;
- Allocation of the result for the financial year ending December 31, 2018;
- Approval of related-party agreements covered by the articles L225-86 and following of the French commercial Code;
- Allocation of Supervisory Board fees;
- Renewal of a member of the Supervisory Board
- Authorization to be granted to the Executive Board to repurchase Esker's shares according to the article L225-209 of the French commercial Code.

Agenda of the extraordinary general meeting

- Authorization to be granted to the Executive Board to cancel self-held shares;
- Authorization to be granted to the Executive Board to allocate free shares;
- Proxies.

Unofficial English translation of the French original for information purposes