



## Viridien

A French Limited Company with share capital of € 7,187,279

Registered office: 27 avenue Carnot - 91300 Massy - France

969 202 241 Evry Trade and Companies Register

\*\*\*

### **SPECIAL REPORT OF THE BOARD OF DIRECTORS ON THE ALLOCATION OF FREE SHARES**

Pursuant to section L. 225-197-4 of the French Commercial Code, you will find hereafter a description of the allocation of free shares implemented by Viridien (hereafter “the Company”) during 2025. No company affiliated to the Company under the conditions provided for in section L. 225-197-2 of the French Commercial Code or controlled by the Company within the meaning of section L. 233-16 of the French Commercial Code has put in place any free shares allocation in 2025.

We remind you that the Board of Directors, upon recommendation of the Appointment, Remuneration and Governance Committee, determines the general policy regarding the allocation of free shares. Free shares are granted to executive officers and managers of the Group who have contributed to the Group’s overall performance or those who have a high potential of evolution within the Group.

#### **1. New free shares plan implemented on June 18, 2025:**

Pursuant to the 16<sup>th</sup> resolution adopted by the general meeting on May 15, 2024, the Board of Directors decided on June 18, 2025 upon recommendation of the Appointment, Remuneration and Governance Committee, to allocate a maximum of 68,405 free shares, i.e. 0.955% of the share capital, including 59,885 performance shares granted to the Executive officer, the members of the Executive Leadership and certain employees, and 8,520 shares with a presence condition only granted to some employees excluding the Executive officer and the members of the Executive Leadership team.

The allocation of free shares is subject to a person’s capacity as employee or officer of the Group on the date of the final allocation and to the fulfilment of performance conditions related to the Group financial performance and ESG criteria as set forth by the plan.

#### **Viridien**

Tel: 01 64 47 30 00  
Fax: 01 64 47 34 31  
viridiengroup.com

27, avenue Carnot, 91300 Massy, France

Société Anonyme au capital de 7 187 279 €  
N° 969 202 241 RCS Evry – code TVA UE : FR 16 969 202 241 – APE : 7010Z

<b>Number of free shares</b>	68,405
<b>Number of beneficiaries</b>	93
<b>Number of shares per category of beneficiaries</b>	
<i>Executive officer ("mandataire social")</i>	10,000
<i>Members of the Executive Leadership (excluding the Executive Officer)</i>	41,000
<i>Employees</i>	17,405*
<b>Allocation Date</b>	June 18, 2025
<b>Final Allocation Date</b>	
<i>Chief Executive Officer and members of the Executive Leadership</i>	Acquisition in one batch: June 18, 2028 (100%)
<i>Employees</i>	Acquisition in two batches: June 18, 2027 (50%) June 18, 2028 (50%)
<b>Expiration of the retention period</b>	None
<b>Performance conditions</b>	<ul style="list-style-type: none"> <li>- TSR vs Peer group</li> <li>- BTC Revenue</li> <li>- Average Net Debt to EBITDAs Ratio</li> <li>- ESG Scorecard</li> </ul>
<b>Validation of achievement of performance conditions</b>	Board of Directors

\* Including 8,520 shares with a presence condition only

## Performance shares allocated Mrs. Sophie ZURQUIYAH, Chair and Chief Executive Officer:

Name	Valuation of the shares pursuant to the method used for consolidated financial statements (€)	Maximum number of shares allocated
Sophie ZURQUIYAH	€ 577,320	10,000

Pursuant to section L.225-197-1 of the French Commercial Code, the Board of Directors decided that the number of shares that Mrs. Sophie ZURQUIYAH will have to keep under the registered form until the end of her term will be set at 25% of such allocation.

Free shares allocated by the Company to each of the ten employees other than the Executive Officer on the date of allocation, who were allocated the higher number of free shares under the plan implemented on June 18, 2025:

Name of the beneficiaries	Valuation of the shares pursuant to the method used for consolidated financial statements (€)	Maximum number of shares allocated
Jérôme SERVE	€ 375,258	6,500
Dechun LIN	€ 259,794	4,500
Peter WHITING	€ 259,794	4,500
Jérôme DENIGOT	€ 259,794	4,500
Anil VATTALAI	€ 202,062	3,500
Eduardo COUTINHO	€ 202,062	3,500
Hovey COX	€ 202,062	3,500
Emmanuel ODIN	€ 202,062	3,500
Emma MULLER	€ 202,062	3,500
Christopher PAGE	€ 202,062	3,500

## 2. Final allocation of free shares under the June 22, 2022 free share plan

The number of free shares finally allocated to the executive officer for the full completion of the free share plan of June 22, 2022 is set out in the table below:

Name	Valuation of the shares pursuant to the method used for consolidated financial statements (€)	Maximum number of shares allocated
Sophie ZURQUIYAH	€ 168,578	2,730

The number of free shares finally allocated by the Company on June 23, 2025 to each of the ten employees other than the executive officers who were allocated the higher number of free shares under the first batch of the free share plans of June 22, 2022 is set out in the table below:

Beneficiaries	Value of the allocated shares (€)*	Number of shares allocated
Yuri BAIDOUKOV	€ 74,100	1,200

Beneficiaries	Value of the allocated shares (€)*	Number of shares allocated
Peter WHITING	€ 59,280	960
Dechun LIN	€ 59,280	960
Jérôme DENIGOT	€ 42,608	690
Emmanuel ODIN	€ 42,608	690
Hovey H COX	€ 42,608	690
Eduardo COUTINHO	€ 42,608	690
Jean-Yves BLANC	€ 6,916	112
Nicolas CHAZALNOEL Sabaresan MOTH Jiawei MEI	€ 5,743	93

\* Based on the opening market price of the Viridien share on June 23, 2025, (€61.75)

### **3. Final allocation of free shares under the June 22, 2023 free share plan**

Number of free shares allocated to the executive officer and the employees members of the Executive Leadership Team of the share plan of June 22, 2023: not applicable – vesting due in June 2026 if the performance conditions are achieved.

The number of free shares finally allocated by the Company on June 23, 2025 to each of the ten employees other than the executive officers who were allocated the higher number of free shares under the first batch of the free share plans of June 22, 2023 is set out in the table below:

Beneficiaries	Value of the allocated shares (€)*	Number of shares allocated
Jiawei MEI	€ 5,372	87
Sabaresan MOTH	€ 5,372	87
Thomas HEWITT	€ 5,372	87
Nicolas CHAZALNOEL	€ 5,125	83
Huifeng ZHU	€ 4,507	73
Alexandre LEPAILLEUR	€ 3,396	55
Arunas VAISVILA	€ 3,396	55
Alan CLINT	€ 2,531	41

#### **Viridien**

Tel: 01 64 47 30 00  
Fax: 01 64 47 34 31  
viridiengroup.com

27, avenue Carnot, 91300 Massy, France

Société Anonyme au capital de 7 187 279 €  
N° 969 202 241 RCS Evry – code TVA UE : FR 16 969 202 241 – APE : 7010Z



<b>Beneficiaries</b>	<b>Value of the allocated shares (€)*</b>	<b>Number of shares allocated</b>
Bindu MISHRA	€ 2,470	40
Alexandre AULAGNON	€ 2,470	40

\* Based on the opening market price of the Viridien share on June 23, 2025, (€61.75)

The Board of Directors  
February 26, 2026

**Viridien**

Tel: 01 64 47 30 00  
Fax: 01 64 47 34 31  
viridiengroup.com

27, avenue Carnot, 91300 Massy, France

Société Anonyme au capital de 7 187 279 €  
N° 969 202 241 RCS Evry – code TVA UE : FR 16 969 202 241 – APE : 7010Z