

## **IPSEN**

*Société Anonyme* with a share capital of 83,814,526 euros  
Registered office: 70, rue Balard, 75015 Paris  
419 838 529 Paris Company Registry

### **Preliminary Notice to the Meeting**

Ladies and Gentlemen, shareholders of the Company, are informed that they will be convened in a Combined Annual General Meeting on **Wednesday 13 May 2026 at 3:00 p.m., Paris time**, at the *Salons de l'Hôtel des Arts et Métiers, 9 bis, avenue d'Iéna, 75116 Paris*, in order to deliberate on the agenda and draft resolutions presented below:

### **Agenda**

#### **As an Ordinary Shareholders' Meeting:**

1. Approval of the annual financial statements for the financial year ending on 31 December 2025,
2. Approval of the consolidated financial statements for the financial year ending on 31 December 2025,
3. Allocation of the results for the 2025 financial year and setting of the dividend at €1.60 per share,
4. Special report of the statutory auditors on regulated agreements – Acknowledgment of absence of new agreement,
5. Renewal of the term of office of HIGHROCK S.à.r.l as a Director,
6. Renewal of the term of office of Mr. Pascal TOUCHON as a Director,
7. Renewal of the term of office of Mr. Piet WIGERINCK as a Director,
8. Ratification of the temporary nomination of Mr. Peter GUENTER as a Director,
9. Approval of the compensation policy applicable to the members of the Board of Directors,
10. Approval of the compensation policy applicable to the Chairman of the Board of Directors,
11. Approval of the compensation policy applicable to the Chief Executive Officer and/or any other executive officer,
12. Approval of the information notably relating to the compensation of corporate officers referred to in I of Article L.22-10-9 of the French Commercial Code,
13. Approval of the base, variable and exceptional elements making up the total compensation and the benefits of any kind paid during the past financial year or granted for the same financial year to Mr. Marc de GARIDEL, Chairman of the Board of Directors,
14. Approval of the base, variable and exceptional elements making up the total compensation and the benefits of any kind paid during the past financial year or granted for the same financial year to Mr. David LOEW, Chief Executive Officer,
15. Authorization to be given to the Board of Directors to allow the Company to repurchase its own shares pursuant to the provisions of article L.22-10-62 of the French Commercial Code,

### **As an Extraordinary Shareholders' Meeting:**

16. Authorization to be given to the Board of Directors to carry out free grants of shares to salaried staff members and/or certain corporate officers of the Company or affiliated companies or economic interest groups,
17. Amendment to Article 10.3 of the Articles of Association to modernize and simplify the notification procedures applicable to the crossing of statutory thresholds,
18. Alignment of Article 24.3 of the Articles of Association with respect to the record date for participating in the Annual General Meeting.

### **As an Ordinary Shareholders' Meeting**

19. Powers to carry out formalities.

### **Draft resolutions proposed by the Board of Directors**

#### **As an Ordinary Shareholders' Meeting:**

##### **First resolution – Approval of the annual financial statements for the financial year ending on 31 December 2025**

The Annual General Meeting, having considered the Board of Directors' and the Statutory Auditors' reports on the annual financial statements for the financial year ending on 31 December 2025, approves, as presented, the annual financial statements with a profit of €147,820,513.21.

##### **Second resolution – Approval of the consolidated financial statements for the financial year ending on 31 December 2025**

The Annual General Meeting, having considered the Board of Directors' and the Statutory Auditors' reports on the consolidated financial statements for the financial year ending on 31 December 2025, approves, as presented, said financial statements with a profit (Group share) of €443,536,410.24.

##### **Third resolution – Allocation of the results for the 2025 financial year and setting of the dividend at €1.60 per share**

The Annual General Meeting, upon proposal of the Board of Directors, and having noted that the profit for the past financial year amounts to €147,820,513.21, decides to allocate the result for the financial year ending on 31 December 2025 as follows:

#### **Origin:**

- |  |                 |
|--|-----------------|
| • Profit for the financial year                  | €147,820,513.21 |
| • Retained earnings from previous financial year | €494,138,230.92 |
| • Distributable profit                           | €641,958,744.13 |

#### **Allocation:**

- |  |                 |
|--|-----------------|
| • No allocation to the legal reserve<br><i>(already amounting to more than one tenth of the share capital)</i> | –               |
| • Other reserves   | €37,181,546.00  |
| • Dividends  | €134,103,241.60 |
| • Retained earnings  | €470,673,956.53 |

The Annual General Meeting takes note that the gross dividend for each share is set at €1.60.

The ex-date is set on 3 June 2026.

The amount will be paid on 5 June 2026.

In the event of a change in the number of shares giving right to a distribution compared with the 83,814,526 shares comprising the share capital as of the date of drafting of the resolutions, the overall amount of the dividends would be adjusted accordingly and the amount allocated to the retained earnings would be determined on the basis of the dividends actually paid.

When paid to individuals domiciled in France for tax purposes, the dividend is subject either to a single flat-rate withholding tax on the gross dividend at a rate of 12.8% (article 200 A of the French General Tax Code) or, if the taxpayer expressly and irrevocably opts for taxation according to the progressive income tax scale, to income tax according to the progressive scale notably after a 40% allowance (articles 200 A, 13 and 158 of the French General Tax Code). The dividend is also subject to social contributions at a rate of 18.6%.

In accordance with the provisions of article 243 bis of the French General Tax Code, the Annual General Meeting acknowledges that it was reminded that the dividends distributed and income for the three previous financial years were as follows:

For financial year	Income eligible for the deduction provided by article 158-3-2° of the French General Tax Code		Income not eligible for the deduction provided by article 158-3-2° of the French General Tax Code
	Dividends	Other income paid out	
2022	€100,577,431.20* i.e. €1.20 per share	-	-
2023	€100,577,431.20* i.e. €1.20 per share	-	-
2024	€117,340,336.40* i.e. €1.40 per share	-	-

\* Including the amount of the unpaid dividend corresponding to treasury shares and allocated to retained earnings.

#### **Fourth resolution – Special report of the statutory auditors on regulated agreements – Finding of absence of new agreement**

The Annual General Meeting, having considered the statutory auditors' special report on regulated agreements mentioning the absence of any new agreements of the kind referred to in Articles L.225-38 *et seq.* of the French Commercial Code, duly takes note of it.

#### **Fifth resolution – Renewal of the term of office of HIGHROCK S.àr.l as a Director**

The Annual General Meeting decides to renew the term of office of HIGHROCK S.àr.l, represented by Miss Anne BEAUFOUR, as a Director for a term of four years expiring at the end of the Annual General Meeting to be held in 2030 to approve the financial statements for the past financial year.

#### **Sixth resolution – Renewal of the term of office of Mr. Pascal TOUCHON as a Director**

The Annual General Meeting decides to renew the term of office of Mr. Pascal TOUCHON as a Director for a term of four years expiring at the end of the Annual General Meeting to be held in 2030 to approve the financial statements for the past financial year.

#### **Seventh resolution – Renewal of the term of office of Mr. Piet WIGERINCK as a Director**

The Annual General Meeting decides to renew the term of office of Mr. Piet WIGERINCK as a Director for a term of four years expiring at the end of the Annual General Meeting to be held in 2030 to approve the financial statements for the past financial year.

#### **Eighth resolution – Ratification of the temporary nomination of Mr. Peter GUENTER as a Director**

The Annual General Meeting decides to ratify the appointment of Mr. Peter GUENTER, made temporarily by the Board of Directors during its written consultation of 26 January 2026 and effective as of 28 January 2026, as a Director, replacing the late Henri BEAUFOUR, who passed away on 28 November 2025. Mr. Peter GUENTER is appointed for the remainder of his predecessor's term of office, which will expire at the end of the Annual General Meeting held in 2027 to approve the financial statements of the previous financial year.

#### **Ninth resolution – Approval of the compensation policy applicable to the members of the Board of Directors**

The Annual General Meeting, acting pursuant to Article L.22-10-8 of the French Commercial Code, approves the compensation policy for the members of the Board of Directors, as presented in the corporate governance report included in the 2025 Universal Registration Document, paragraph 5.4.1, and more specifically 5.4.1.3 (b), and mentioned in Appendix 2 of the Convening Notice.

#### **Tenth resolution – Approval of the compensation policy applicable to the Chairman of the Board of Directors**

The Annual General Meeting, acting pursuant to Article L.22-10-8 of the French Commercial Code, approves the compensation policy for the Chairman of the Board of Directors as presented in the corporate governance report included in the 2025 Universal Registration Document, paragraph 5.4.1, and more specifically 5.4.1.3 (c), and mentioned in Appendix 2 of the Convening Notice.

#### **Eleventh resolution – Approval of the compensation policy applicable to the Chief Executive Officer and/or any other executive officer**

The Annual General Meeting, acting pursuant to Article L.22-10-8 of the French Commercial Code, approves the compensation policy for the Chief Executive Officer and/or any other executive officer, as presented in the corporate governance report included in the 2025 Universal Registration Document, paragraph 5.4.1, and more specifically 5.4.1.3 (d), and mentioned in Appendix 2 of the Convening Notice.

#### **Twelfth resolution – Approval of the information relating to the compensation of corporate officers referred to in I of Article L.22-10-9 of the French Commercial Code**

The Annual General Meeting, acting pursuant to Article L.22-10-34 I of the French Commercial Code, approves the information relating to the compensation of the corporate officers referred to in I of Article L.22-10-9 of the French Commercial Code, as presented in the corporate governance report included in the 2025 Universal Registration Document, paragraphs 5.4.2 and 5.4.3, and mentioned in Appendix 3 of the Convening Notice.

#### **Thirteenth resolution – Approval of the base, variable and exceptional elements making up the total compensation and the benefits of any kind paid during the past financial year or granted for the same financial year to Mr. Marc de GARIDEL, Chairman of the Board of Directors**

The Annual General Meeting, acting pursuant to Article L.22-10-34 II of the French Commercial Code, approves the base, variable and exceptional elements making up the total compensation and benefits of any kind paid during the past financial year or granted for the same financial year in respect of his duties to Mr. Marc de GARIDEL, Chairman of the Board of Directors, as presented in the 2025 Universal Registration Document, paragraph 5.4.2.2, and mentioned in Appendix 4 of the Convening Notice.

**Fourteenth resolution – Approval of the base, variable and exceptional elements making up the total compensation and the benefits of any kind paid during the past financial year or granted for the same financial year to Mr. David LOEW, Chief Executive Officer**

The Annual General Meeting, acting pursuant to Article L.22-10-34 II of the French Commercial Code, approves the base, variable and exceptional elements making up the total compensation and the benefits of any kind paid during the past financial year or granted for the same financial year in respect of his duties to Mr. David LOEW, Chief Executive Officer, as presented in the 2025 Universal Registration Document, paragraph 5.4.2.3, and mentioned in Appendix 4 of the Convening Notice.

**Fifteenth resolution – Authorization to be given to the Board of Directors to allow the Company to repurchase its own shares pursuant to the provisions of article L.22-10-62 of the French Commercial Code**

The Annual General Meeting, having considered the Board of Directors' report, authorizes the Board, with the ability to delegate, for a period of eighteen months, in accordance with Articles L.22-10-62 *et seq.* and L.225-210 *et seq.* of the French Commercial Code, to purchase, on one or several occasions as it shall see fit, Company shares within the limit of a maximum number of shares that may not represent more than 10% of the number of shares comprising the share capital on the day of this Meeting, adjusted, if applicable, to take into account possible share capital increases or reductions that may occur during the period covered by the program.

This authorization terminates the authorization given to the Board of Directors by the Annual General Meeting held on 21 May 2025 in its sixteenth ordinary resolution.

The acquisitions may be carried out in order to:

- stimulate the secondary market or ensure the liquidity of Ipsen shares through the activities of an investment service provider in the form of a liquidity agreement compliant with the practices authorized under the regulations, it being specified that within this context, the number of shares used to calculate the above-mentioned limit corresponds to the number of shares purchased, decreased by the number of shares sold,
- retain the purchased shares and subsequently deliver them for an exchange in the context of a merger, demerger or contribution or a payment related to possible external growth transactions,
- ensure the hedging of stock option plans and/or free share plans (or similar plans) in favor of Group employees and/or corporate officers (including affiliated companies or economic interest groups) as well as all allocations of shares under a Company or group savings plan (or a similar plan), as part of the sharing of the Company's profits and/or all other forms of allocation of shares to Group employees and/or corporate officers,
- ensure the coverage of negotiable securities giving rights to the allocation of Company shares in accordance with the regulations in force,
- possibly cancel acquired shares, in accordance with the authorization granted or to be granted by the Extraordinary Shareholders' Meeting.

These share purchases, sales, transfers or exchanges may be carried out by all means, including on the market or off-market, or by multilateral trading facilities or through systematic internalizers, or over-the-counter, including through the acquisition or sale of blocks of securities, and at any time as the Board shall see fit.

The Company reserves the right to use options or derivative instruments in accordance with applicable regulations.

The Board of Directors may not, without the prior authorization of the Annual General Meeting, make use of this authorization in the period of a public offer initiated by a third party for the Company's shares and until the end of the offer period.

The maximum purchase price is set at €200 per share. In the event of an equity transaction, in particular a stock split or a reverse stock split or an allocation of free shares to shareholders, the aforementioned amount will be adjusted in the same proportions (multiplier coefficient equal to the ratio between the number of shares comprising the share capital before the transaction and the number of shares after the transaction).

The maximum amount of the transaction is set at €1,676,290,400.

The Annual General Meeting grants all powers to the Board of Directors to carry out these transactions, determine their terms and conditions, sign all necessary agreements and carry out all formalities.

### **As an Extraordinary Shareholders' Meeting:**

#### **Sixteenth resolution – Authorization to be given to the Board of Directors to carry out free grants of shares to salaried staff members and/or certain corporate officers of the Company or affiliated companies or economic interest groups**

The Annual General Meeting, having considered the Board of Directors' report and the statutory auditors' special report, authorizes the Board of Directors to proceed, on one or more occasions, in accordance with Articles L.225-197-1, L.225-197-2, L.22-10-59 and L.22-10-60 of the French Commercial Code, with the free allocation of new shares resulting from a capital increase by capitalization of reserves, premiums or profit, and/or with existing shares, for the benefit of:

- salaried staff members of the Company or companies or economic interest groups that are directly or indirectly affiliated to it under the meaning of Article L.225-197-2 of the French Commercial Code;
- corporate officers who meet the conditions defined by Article L.225-197-1 of the French Commercial Code.

The total number of free shares allocated under this authorization shall not exceed 3% of the share capital at the date of the present Annual General Meeting, it being specified that would count against this cap the total number of shares to which the options that could be granted by the Board of Directors pursuant to twenty-sixth resolution approved by the Combined Annual Meeting held on 21 May 2025, or any subsequent resolution having the same purpose, may give entitlement.

To this 3% cap would be added, as appropriate, the number of shares, existing or new, that should be given to the beneficiaries in the event of adjustment of the allocated rights, following operations on the Company's share capital during the acquisition period, to preserve the rights of beneficiaries of free share allocations.

The total number of shares that may be freely granted to the Company corporate officers may not exceed 20% of this envelope and the final acquisition to their benefit would be subject to performance conditions set by the Board of Directors.

The allocation of shares to beneficiaries would be final at the end of a vesting period, the duration of which will be determined by the Board of Directors, which may not be less than two years, it being specified, however, that the vesting period for executive corporate officers may not be less than three years. The Board of Directors may provide for a holding period at the end of the vesting period.

Exceptionally, the final acquisition of shares shall occur before the end of the vesting period in the event of the beneficiary's disability corresponding to a classification in the second or the third categories defined by Article L.341-4 of the French Social Security Code and the shares thus acquired will be immediately transferable.

The Board would thus dispose of all powers to:

- set the conditions and, if applicable, the allocation criteria and performance conditions for the shares;
- determine the identity of the beneficiaries as well as the number of shares to be allocated to each of them;
- if applicable:
  - check whether there are sufficient reserves and transfer to an unavailable reserve account at every allocation the sums required to pay up the new shares to be allocated;
  - decide, when appropriate, the capital increase or increases by capitalization of reserves, premiums or profits related to the issuance of the new shares freely granted;
  - acquire the necessary shares under the share repurchase program and allocate them to the plan in case of existing shares allocation;
  - determine the impacts on the rights of beneficiaries, of transactions affecting the Company's share capital or likely to affect the rights of beneficiaries and realized during the acquisition period and, accordingly, change or adjust, if necessary, the number of shares allocated in order to safeguard the rights of beneficiaries;
  - decide whether or not to set a retention obligation at the end of the vesting period and, if necessary, determine its duration and take all appropriate measures to ensure that beneficiaries comply with it;
- and, more generally, do everything needed to implement this authorization in accordance with the legislation in force.

This authorization would entail the waiver by shareholders of their preferential subscription rights to the new shares issued by the means of the capitalization of reserves, premiums and profits.

It is given for a duration of twenty-six months effective from the day of this Annual General Meeting.

This authorization would cancel and supersede, where appropriate, up to the unused portion, any previous authorization having the same purpose.

**Seventeenth resolution - Amendment to Article 10.3 of the Articles of Association to modernize and simplify the notification procedures applicable to the crossing of statutory thresholds**

The Annual General Meeting, having considered the Board of Directors' report, decides to amend the first paragraph of Article 10.3 of the Articles of Association as follows in order to modernize and simplify the notification requirements applicable in the event of crossings of the thresholds set out in the Articles of Association, the remainder of the article remaining unchanged:

Old version	New version
<p><b>10.3</b> In addition to the legal disclosure requirements set out in Article L.233-7 of the French Commercial Code, any person or legal entity, acting either alone or in concert, who holds by any mean a number of shares representing 1% of the share capital or voting rights, or any further multiple thereof, must no later than five business days after the occurrence, advise the Company by fax of the total number and percentage of shares and voting rights held, with written confirmation sent the same day by means</p>	<p><b>10.3</b> In addition to the legal disclosure requirements set out in Article L.233-7 of the French Commercial Code, any person or legal entity, acting either alone or in concert, who holds by any mean a number of shares representing 1% of the share capital or voting rights, or any further multiple thereof, must no later than five business days after the occurrence, advise the Company of the total number and percentage of shares and voting rights held, <b>by email sent to investors.ir@ipsen.com, together with an electronic evidence establishing the date of</b></p>

of a registered letter, with acknowledgement of receipt requested.  (...)	<b>dispatch and receipt (electronic acknowledgement of receipt, registered electronic letter (LRE) or any equivalent system ensuring the timestamping and integrity of the notification).</b>  (...)
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**Eighteenth resolution - Alignment of Article 24.3 of the Articles of Association with respect to the record date for participating in the Annual General Meeting**

The Annual General Meeting, having considered the Board of Directors' report, decides to amend Article 24.3 of the Articles of Association as follows to align it with the provisions of Article R.22-10-28 of the French Commercial Code, as modified by Decree n°2026-94 of 13 February 2026 related to the record date required to participate in the Annual General Meeting:

Old version	New version
<b>24.3</b> The right to attend General Shareholders' Meetings is conditional on shareholders providing proof of the registration of their shares in an account in the name of the shareholder or the name of the registered intermediary on his/her behalf, no later than two business days before the date of the Shareholders' Meeting at 0.00 a.m., Paris time, either in the books of registered shares held by the Company, or in the bearer securities accounts kept by the authorized intermediary.	<b>24.3</b> The right to attend General Shareholders' Meetings is conditional on shareholders providing proof of the registration of their shares in an account in the name of the shareholder or the name of the registered intermediary on his/her behalf, no later than <b>five</b> business days before the date of the Shareholders' Meeting at 0.00 a.m., Paris time, either in the books of registered shares held by the Company, or in the bearer securities accounts kept by the authorized intermediary.

**As an Ordinary Shareholders' Meeting:**

**Nineteenth resolution – Powers to carry out formalities**

The Annual General Meeting grants full authority to the holder of an original, copy or extract of the minutes of this Meeting to carry out any filings and formalities required by law.

**A. Terms and conditions for participating and voting at the Annual General Meeting**

All shareholders, regardless of the number of shares held, are entitled to participate in this Annual General Meeting or to be represented at the Meeting in accordance with applicable laws and regulations, either by voting remotely *via* the Internet or by mail, or by giving a proxy to the Chairman of the Meeting or to any other person of their choice.

Shareholders wishing to attend the Annual General Meeting, to be represented at the Meeting or to vote remotely by Internet or by mail, must provide proof that they have shares registered in their name in an account or in the name of the intermediary registered on their behalf, no later than five trading day days before the date of Annual General Meeting, that is, **Wednesday, 6 May 2026, at 00.00 a.m.**, Paris time (hereinafter "D-5"), either in the accounts of registered shares, or in the accounts of bearer shares kept by their authorized intermediary.

**For registered shareholders**, this registration at D-5 in a nominative share account is sufficient for them to attend the Annual General Meeting.

**For holders of bearer shares**, the authorized intermediaries who hold their bearer share accounts shall provide proof of their clients' shareholder status to Société Générale (Ipsen's authorized centralizing establishment) by issuing a shareholder certificate annexed to the single postal or proxy voting form, or to the request for an admission card, or which may be presented on the day of the Annual General Meeting by shareholders who have not received their admission card.

Shareholders wishing to attend this Annual General Meeting in person may request an admission card as follows:

- **registered shareholders** will automatically receive a voting form which they must complete, specifying that they wish to attend the Annual General Meeting and obtain an admission card, and then return it signed using the enclosed prepaid envelope;
- **bearer shareholders** should ask the authorized intermediary who manages their securities account to send them an admission card.

Shareholders who do not attend this Annual General Meeting in person may vote *via* Votaccess, vote by mail, give their proxy to the Chairman or appoint (and, if applicable, revoke) a proxy.

**The Votaccess website will be open from Friday, 24 April 2026 at 9.00 a.m. until Tuesday, 12 May 2026 at 3.00 p.m., Paris time.**

To prevent the Votaccess website from overload, shareholders are strongly encouraged not to wait until the day before the Annual General Meeting to enter their instructions.

Only holders of bearer shares whose account holder establishment has subscribed to the Votaccess system and provides them with this service for this Annual General Meeting will have access to it.

The intermediary for holders of bearer shares which has not subscribed to the Votaccess system or makes access to the website subject to conditions of use, shall advise the shareholder how to proceed.

**Shareholders who wish to vote remotely by Internet or by mail or grant a proxy using the single form can:**

- **for registered shareholders:** send back the single postal or proxy voting form that will be sent to them with the Convening Notice, using the enclosed prepaid envelope, so that it is received no later than **Saturday, 9 May 2026**, or by Internet, connect to the site <https://sharinbox.societegenerale.com> no later than **Tuesday, 12 May 2026 at 3:00 p.m., Paris time**, for votes *via* Votaccess;
- **for bearer shareholders:** request a form from the financial intermediary which effectively holds your shares on the date of the Convening Notice. This request must arrive no later than six days before the Annual General Meeting, i.e., **Thursday, 7 May 2026**, at the following address: Société Générale, Service des Assemblées (CS 30812 – 44308 Nantes cedex 3, France); or by Internet, by connecting to the website of your share account holder to access the Votaccess website in accordance with the instructions below by **Tuesday, 12 May 2026 at 3:00 p.m., Paris time**.

In any event, no later than the twenty-first day before the Meeting, the single postal voting and proxy form will be posted on the Company's website ([www.ipsen.com](http://www.ipsen.com)), section Investors / Annual Reports & Regulated Information / Shareholders Meeting.

Postal or proxy votes in paper form may only be accepted if the duly completed and signed forms (accompanied by a shareholding certificate for bearer shares) reach the abovementioned *Service des Assemblées of Société Générale* at least three days preceding the Annual General Meeting date, i.e. **Saturday, 9 May 2026**.

### For shareholders opting to vote by Internet:

- **registered shareholders** should connect to the <https://sharinbox.societegenerale.com> website using their login details or their login email (if they have already activated their Sharinbox by SG Markets accounts), sent by post at the start of the relationship or in the days preceding the opening of the vote. The shareholder should then follow the instructions on their personal space by clicking on the “Répondre” (Reply) button in the “Assemblées générales” (Shareholders’ Meeting) box on the home page and then on “Participer” (Participate) to access the voting site;
- **bearer shareholders** should connect using their usual access codes on the website of their share account holder to access the Votaccess website and follow the onscreen steps.

In accordance with the provisions of Articles R.225-79 and R.22-10-24 of the French Commercial Code, notification of the appointment and revocation of a proxy may also be done by the following means:

- by post, using the voting form sent, either directly for **registered shareholders**, using the postage prepaid envelope sent with the Convening Notice, or by the account holder for **bearer shareholders** to be received by *Société Générale, Service des Assemblées* (CS 30812 - 44308 Nantes cedex 3, France);
- electronically by connecting to the <https://sharinbox.societegenerale.com> website for **registered shareholders**, or by connecting to their account holder’s website for **bearer shareholders** to access the Votaccess website in accordance with the procedure described below.

Proxies may be revoked by following the same procedure as that used for their appointment.

Shareholders are advised to use electronic communication whenever possible for all procedures and exchanges concerning this Annual General Meeting.

In accordance with the provisions of Article R.22-10-28 III of the French Commercial Code, a shareholder who has already cast a postal vote, sent a proxy or requested an admission card or a certificate of participation may not choose another method of participation in the Meeting.

In accordance with the provisions of Article R.22-10-28 IV of the French Commercial Code, a shareholder who has already cast a postal vote, sent a proxy or requested an admission card or a certificate of participation may at any time transfer all or part of his/her shares. However, if the transfer of ownership takes place preceding D-5, the Company will then invalidate or modify, accordingly, the vote cast remotely, the proxy, the admission card or the certificate of participation.

For this purpose, the authorized account holder intermediary shall advise the Company or its representative of the transfer of ownership and provide the necessary details. No transfer of ownership carried out after the fifth trading day prior to the Annual General Meeting, whatever the means used, shall be notified by the authorized account holder intermediary or shall be taken into consideration by the Company, notwithstanding any agreement to the contrary.

It is stated here that if the proxy’s name is left blank, the Chairman of the Annual General Meeting shall vote in favor of adopting the draft resolutions presented or approved by the Board of Directors, and vote against adopting all other draft resolutions for the relevant proxies.

### **B. Requests for the inclusion of items or draft resolutions, written questions and consultation of documents made available to shareholders**

**Requests for the inclusion of items or draft resolutions on the Meeting’s agenda** by shareholders must be sent to the registered office to the attention of the Chairman of the Board of Directors, at 70, rue Balard – 75015 Paris, France (Ipsen, General Secretary) by registered letter with an acknowledgement of receipt or by email to the following address: [assemblee.generale@ipsen.com](mailto:assemblee.generale@ipsen.com), such that they are received

at the latest on the twenty-fifth day preceding the date of the Annual General Meeting, i.e., **Saturday, 18 April 2026**.

Justification for requesting inclusion of items must be provided.

**Requests for the inclusion of draft resolutions** must propose the wording of such draft resolutions along with a brief account of the reasons and, where applicable, the information required in paragraph 5 of Article R.225-83 of the French Commercial Code in the case of a draft resolution that relates to a proposed candidate for appointment to the Board of Directors.

A certificate of account registration must also be attached to these requests for the inclusion of items or draft resolutions on the agenda in order to prove, on the date of the request, that the required fraction of the capital is held or represented in accordance with the provisions of Article R.225-71 of the French Commercial Code. A new certificate proving the registration of the shares in the same accounts at 00.00 a.m Paris time on the fifth business day prior to the Meeting must be sent to the Company.

The wording of the draft resolutions presented by shareholders and the list of items added to the agenda at their request shall be expeditiously posted on the Company's website ([www.ipsen.com](http://www.ipsen.com)).

In accordance with the provisions of Article R.225-84 of the French Commercial Code, as from the date on which the General Meeting documents are made available, a shareholder who wishes to ask **written questions** must send them to the attention of the Chairman of the Board of Directors, 70, rue Balard – 75015 Paris, France (Ipsen, General Secretary) by registered letter with an acknowledgment of receipt or by email to the following address: [assemblee.generale@ipsen.com](mailto:assemblee.generale@ipsen.com) and **must be sent at the latest before the end of the fourth business day preceding the date of the Annual General Meeting** (i.e., **Wednesday, 6 May 2026**). To be taken into account, a share registration certificate must be attached. A combined answer may be given to questions with similar content. The answer to a written question shall be deemed to have been given as soon as it is published on the Company's website in a section devoted to Q&As.

In compliance with the applicable legal provisions and regulations, all the documents that are required to be made available in connection with this Annual General Meeting will be made available to the shareholders within the legal timeframe at the Company's registered office, at 70, rue Balard – 75015 Paris, France and on the Company's website ([www.ipsen.com](http://www.ipsen.com)), section Investors / Annual Reports & Regulated Information / Shareholders Meeting.

All the documents and information concerning this Annual General Meeting, as well other information and documents stipulated in Article R.22-10-23 of the French Commercial Code will be published on the Company's website ([www.ipsen.com](http://www.ipsen.com)), section Investors / Annual Reports & Regulated Information / Shareholders Meeting, at the latest on the twenty-first day preceding the Annual General Meeting (i.e., **Wednesday, 22 April 2026**).

The Ipsen corporate website ([www.ipsen.com](http://www.ipsen.com)) also provides access to the Group's annual publications, in particular, the Annual General Meeting brochure and the Company's 2025 Universal Registration Document, which includes the information stipulated in article R.225-83 of the French Commercial Code.

We are pleased to inform you that this Annual General Meeting will be broadcast live on [www.ipsen.com](http://www.ipsen.com). You can follow the meeting using the following link: <https://www.ipsen.com/investors/shareholders-meeting/>. Although we cannot offer live interaction during the broadcast, we are delighted to enable you to follow the discussions and decisions in real time.

A recording of the Meeting will be available on the Company's website no later than seven (7) working days after the date of the Meeting, and for at least two years from the date it is posted online.

*The Board of Directors*