

Information notice relating to the conclusion of related-party transaction (*convention réglementée*) pursuant to Article L. 22-10-13 of the French Commercial Code

Paris, July 1st, 2024 - Pursuant to Articles L. 22-10-13 and R. 22-10-17 of the French Commercial Code, Vantiva SA (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that the related-party transaction (*convention réglementée*) entered into on October 11, 2023 with one of its shareholders and announced by the information notice dated October 12, 2023, as amended from time to time (the “**Agreement**”) has been modified in one of its terms on June 28, 2024.

Interested party and relationship with the Company

Certain funds managed and/or advised (directly or indirectly) by Angelo, Gordon & Co, L.P. or its affiliates (the “**Angelo Gordon Funds**”) are:

- shareholders of the Company holding more than 10% of the voting rights;
- represented by Ms. Nicola Mueller, having a seat on the Board of Directors since December 19, 2023, and Mr. Brian Shearer, Chairman of the Board since February 8, 2024, employees of the Angelo Gordon Funds.

Purpose of the Agreement

As described in the information notice dated October 12, 2023, the Agreement, entered into, *inter alios*, between the Company, as parent company and guarantor, Vantiva Technologies SAS, as borrower, and the Angelo Gordon Funds, as lenders, provides with a term facility with a maximum amount of €85,000,000 which maturity date initially set on March 31, 2024, was first extended to 30 June 2024.

On 28 June 2024, the maturity date has been extended to September 30, 2024 under request of Vantiva Technologies SAS, for an outstanding balance of €10,625,000 euros, following various repayments made previously.

Reasons justifying the interest of the Agreement for the Company

Postponing the date of repayment of the balance due under the financing agreements will bring financial comfort to the Group and release the full potential of the Group’s various activities while enabling value to be created for all stakeholders.

The Board of Directors authorized the signature of the agreement at its meeting of June 19, 2024, in accordance with Article L. 225-38 of the French Commercial Code. The General Meeting of Shareholders will be invited to vote on the Agreement as modified in accordance with legal and regulatory provisions.