CLARANOVA S.E.
A European company (*Societas Europaea* or SE) with capital of €57,206,910
Registered office: Bâtiment Le 8, 8 place du marché
92200 Neuilly-sur-Seine
Registered in Nanterre (RCS No.°329°764°625)

PRELIMINARY CONVENING NOTICE
(*AVIS DE RÉUNION*)

The shareholders of CLARANOVA S.E. (the "**Company**") are invited to attend to the Ordinary General Meeting (the "**General Meeting**") on June 27, 2025 at 11 a.m. (Paris time), at the Business Center Tour Egée, 9-11 Allée de l'Arche, 92400 Courbevoie, France in order to deliberate on the following agenda:

Agenda

1. *Approval of the sale of PlanetArt Holdings Inc. to General Atlantic Credit's Atlantic Park fund and PlanetArt's management team;*

2. *Ratification of the transfer of the Company's registered office decided by the Board of Directors at its meeting on February 10, 2025 and the corresponding amendment to Article 4 of the Company's Articles of Association;*

3. *Ratification, as necessary, of the appointment of BDO Paris as Statutory Auditor in charge of certifying sustainability information;*

4. *Powers for formalities.*

FIRST RESOLUTION *(Approval of the sale of PlanetArt Holdings Inc. to General Atlantic Credit 's Atlantic Park fund and PlanetArt's management team)*

The General Meeting, voting in accordance with quorum and majority rules for ordinary general meetings,

having considered the report of the Board of Directors, the opinion of the ad hoc committee set up on February 16, 2025 and the opinion of the independent expert, Crowe HAF, appointed by the Board of Directors on the recommendation of the ad hoc committee,

having reviewed the Board of Directors' report on the proposed sale of PlanetArt Holdings Inc. to General Atlantic Credit's Atlantic Park fund and PlanetArt's management team, pursuant to AMF Position-Recommendation DOC No. 2015-05 on the acquisition and sale of significant assets,

approves in an advisory capacity, the sale of PlanetArt Holdings Inc. to General Atlantic Credit's Atlantic Park fund and PlanetArt's management team.

SECOND RESOLUTION *(Ratification of the transfer of the Company's registered office decided by the Board of Directors at its meeting on February 10, 2025 and the corresponding amendment to Article 4 of the Company's Articles of Association)*

The General Meeting,

voting in accordance with quorum and majority rules for ordinary general meetings,

ratifies the decision of Board of Directors at on February 10, 2025 to transfer the registered office from Immeuble Adamas, 2, rue Berthelot, CS 80141, 92414 Courbevoie Cedex to Bâtiment Le 8, 8 place du marché, 92200 Neuilly-sur-Seine with effect from April 1, 2025, and to amend Article 4 of the Articles of Association accordingly.

THIRD RESOLUTION *(Ratification, as necessary, of the appointment of BDO Paris as Statutory Auditor in charge of certifying sustainability information)*

The General Meeting,

voting in accordance with quorum and majority rules for ordinary general meetings,

having considered the Board of Directors' report,

after duly noting that BDO Paris was appointed as Statutory Auditor for a term of six (6) financial years commencing with the financial year beginning July 1, 2024 and expiring at the close of the Shareholders' Meeting to be held on December 4, 2024 to approve the financial statements for the financial year ending June 30, 2030,

ratifies, as necessary, the appointment of BDO Paris as Statutory Auditor in charge of certifying sustainability information for a period of six (6) financial years, commencing with the financial year beginning July 1, 2024 and ending at the close of the General Meeting called to approve the financial statements for the financial year ending June 30, 2030.

FOURTH RESOLUTION *(Powers to carry out formalities*)

The General Meeting,

grants all powers to the bearer of an original, a copy or an extract of the present minutes for the purpose of fulfilling legal and other formalities.

ADDITIONAL INFORMATION

A - Participation in the General Meeting

Shareholder status

Shareholders may participate in the General Meeting regardless of the number of shares they own, notwithstanding any provisions of the Company's articles of association to the contrary. Each shareholder is admitted upon proof of identity. Any shareholder may be represented by his or her spouse, partner in a civil union, by another shareholder or by any other individual or legal entity of their choice. Legal representatives of legally incompetent shareholders and individuals representing legal-entity shareholders may be required to justify their authority as representatives by producing a copy of the court decision or a certified excerpt of the decision of the partners or board having appointed them. In accordance with Article R. 22-10-28 of the French Commercial Code, participation in the General Meeting is contingent on registration of the shares in the name of the shareholder or the registered intermediary acting on his or her behalf pursuant to Article L. 228-1 of the French Commercial Code, on the second business day preceding the General Meeting, i.e., June 25, 2025 at midnight, Paris time, either in the registered securities account maintained by the company or the bearer share account maintained by the authorized intermediary.

Similarly, in accordance with Article R. 22-10-28 of the French Commercial Code, registration of shares in the bearer share accounts held by the authorized intermediary must be evidenced by a certificate of participation (*attestation de participation*) issued by the intermediary and attest to the mail or proxy voting forms, or to the request for an admission card established in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary. Only shareholders who meet the conditions set forth in Article R. 22-10-28 of the French Commercial Code at midnight, Paris time, on Wednesday June 25, 2025, will be entitled to attend the Meeting.

A certificate is also issued to shareholders wishing to attend the Annual General Meeting in person and who have not received their admission card by midnight Paris time on the third business day prior to the Annual General Meeting, i.e. Tuesday June 24, 2025.

B - How to participate in the General Meeting

CLARANOVA also offers its shareholders the possibility to vote online in advance of the General Meeting through the secure VOTACCESS voting platform which is accessible:

- through the website of the shareholder services provider https://www.actionnaire.cic-marketsolutions.eufor shareholders holding their shares in registered form;
- or through the website of the securities account holder for shareholders holding their shares in bearer form. Only holders of bearer shares whose securities account holder is a member of the VOTACCESS system and offers this service to participate in this General Meeting may access this website. The VOTACCESS platform to vote online for this General Meeting will be accessible from June 11, 2025 until Thursday June 26 at 3 p.m. Paris time. To avoid overloading the VOTACCESS voting platform, it is strongly recommended that shareholders do not wait until the day preceding the Meeting to communicate their instructions.

1 Attending the General Meeting in person:

Shareholders wishing to physically attend the General Meeting may request an admission card as follows:

1.1 Requesting the admission card by mail

- For registered shareholders: requests for admission cards should be sent before June 25, 2025 to CIC Service Assemblées, 6, Avenue de Provence, 75452 Paris Cedex 09 or may be obtained in person directly on the day of the meeting; serviceproxy@cic.fr
- For bearer shareholders: ask the authorized intermediary who manages their securities account to send an admission card before June 25, 2025. Shareholders wishing to attend the Meeting should submit their request as soon as possible in order to receive the card in a timely manner.

1.2 Requesting an admission card online

Shareholders wishing to attend the Meeting in person may also request an admission card online in the following ways:

- For registered shareholders: on the secure VOTACCESS platform accessible through the website of the shareholder services provider https://www.actionnaire.cic-marketsolutions.eu.. The shareholders will be able to connect with their shareholder ID and the login to be sent to them by mail prior to the General Meeting;

- For bearer shareholders: Holders of bearer shares must determine if their securities account holder has access or not to the Votaccess voting platform and, as applicable, if this access is subject to specific conditions of use. If the securities account holder of the shareholder is connected to the VOTACCESS voting platform, the shareholder must log on to its web portal. After logging in with their usual access codes, shareholders must click on the voting icon that will appear on the line corresponding to their CLARANOVA shares and follow the indications given on the screen. The admission card will then be sent to the shareholders, according to their choice, by email or post.

2. Voting by mail or proxy:

2.1 Voting by mail or proxy through the post

Shareholders not attending the General Meeting in person who wish to vote by mail or be represented by giving their proxy to the Chair of the Meeting or to a representative may:

- For registered shareholders: return the form for voting by mail or proxy, which will be sent with the notice of meeting, to the following address CIC Service Assemblées, 6, Avenue de Provence, 75452 Paris Cedex 09; serviceproxy@cic.fr
- For bearer shareholders: request the form for voting by mail or proxy from the intermediary who manages their shares, as from the date of the Meeting notice. Once completed by the shareholder, this form should be returned to the securities account holder that will send it with a certificate of participation (*attestation de participation*) to CIC Service Assemblées, 6, Avenue de Provence, 75452 Paris Cedex 09.

In order to be considered, mail-in ballot forms must be received by CIC Service Assemblées, 6, Avenue de Provence, 75452 Paris Cedex 09 no later than three days before the General Meeting, i.e. by midnight, Paris time, on June 24, 2025.

Appointments or revocations of proxies made by mail must be received no later than three calendar days before the date of the General Meeting, i.e. by midnight, Paris time, on June 24, 2025.

It is specified that no form received by the Company after June 25, 2025, will be included in the votes of the General Meeting.

As a reminder, to grant a proxy for voting, the shareholder must complete and sign the voting form, specifying his or her name, first name and address as well as those of the proxy.

2.2 Voting or appointing a proxy online

Shareholders may also send their voting instructions and appoint or revoke a proxy online before the General Meeting, through the VOTACCESS voting platform, under the conditions described below:

- For registered shareholders: on the secure VOTACCESS platform accessible through the website of the shareholder services provider https://www.actionnaire.cic-marketsolutions.eu. The shareholders will be able to connect with their shareholder ID and the login to be sent to them by mail prior to the General Meeting;
- For bearer shareholders: Holders of bearer shares must determine if their securities account holder has access or not to the Votaccess voting platform and, as applicable, if this access is subject to specific conditions of use. If the securities account holder of the shareholder is connected to the VOTACCESS voting platform, the shareholder must log on to its web portal. After logging in with their usual access codes, shareholders must click on the voting icon that will appear on the line corresponding to their CLARANOVA shares and follow the indications given on the screen in order to access the VOTACCESS site to vote or appoint or revoke a proxy.

3. Appointment and/or revocation of a proxy

If the shareholder's securities account holder is not connected to the VOTACCESS site, a proxy may still be appointed or revoked online in accordance with the provisions of Article R. 225-79 of the French Commercial Code, in the following manner:

The shareholder should send an email to serviceproxy@cic.fr. This email must contain the following information: name of the company concerned, date of the meeting, surname, first name, address, bank references of the shareholder as well as the surname, first name and if possible, the address of the proxy.

Shareholders must ask their financial intermediary who manages their securities account to send written confirmation to CIC Service Assemblées, 6, Avenue de Provence, 75452 Paris Cedex 09.

For appointments or revocations of proxies to be valid and taken into account, CIC must receive confirmations no later than 3 p.m. (Paris time) on Thursday, June 26, 2025, the day before the Annual General Meeting.

Only notifications of appointment or revocation of proxies may be sent to the above-mentioned e-mail address and any request or notification made to this address for another purpose will not be taken into consideration and/or processed.

Any shareholders holding registered or bearer shares who have already cast their vote remotely or sent a proxy, may not choose another method of participation in the meeting after the vote has been received by CIC Service Assemblées.

The possibility of voting online before the General Meeting will end the day before the meeting, i.e. on June 26, 2025 at 3 p.m. (Paris time). However, in order to avoid the possibility of overloading the VOTACCESS voting platform, shareholders are recommended to not wait until the day preceding the General Meeting in order to vote.

C - Submitting written questions and requests to include items on the agenda or draft resolutions

Shareholders may submit written questions to the Company as of the date of the meeting notice of the General Meeting in accordance with Articles L. 225-108 and R. 225-84 of the French Commercial Code. Such questions must be sent to the Chairman of the Board of Directors at the Company's registered office, Bâtiment Le 8, 8 place du marché, 92200 Neuilly-sur-Seine, by registered letter with acknowledgement of receipt, or by e-mail to contact@claranova.com, no later than the fourth business day prior to the date of the General Meeting, i.e. Monday June 23, 2025 at 00:00 Paris time accompanied by a document certifying that the shares are duly registered in a securities account (*attestation d'inscription en compte*).

Reasoned requests for including items or draft resolutions on the agenda by shareholders who meet the legal and regulatory requirements in force must be sent to the Company's registered office at Bâtiment Le 8, 8 place du marché, 92200 Neuilly-sur-Seine, by registered letter with acknowledgement of receipt and or by email to contact@claranova.com, within twenty (20) days after the date of this notice and must be received by the Company at the latest on the twenty-fifth (25^{th}) day preceding the date of the General Meeting. Such requests must be accompanied by a document certifying that the shares are registered in a securities account (*attestation d'inscription en compte*), proving that the authors thereof own or represent the percentage of capital required by law. Request for including draft resolutions shall be accompanied by the text of the draft resolutions, which may be accompanied by a brief explanatory statement. The reasons for including an item on the agenda must be provided. Shareholders are furthermore reminded that consideration by the General Meeting of agenda items to be presented is subject to transmission by the interested parties of a new share ownership certificate confirming ownership of the shares in the same accounts on the second (2^{nd}) business day preceding the General Meeting at midnight, Paris time.

D - Shareholder documents and information

The documents and information provided for in Article R. 22-10-23 of the French Commercial Code may be consulted on the Company's website www.claranova.com and at the Company's registered office, Bâtiment Le 8, 8 place du marché, 92200 Neuilly-sur-Seine, France, from the date of notice of the Annual General Meeting. Shareholders are informed that a convening notice (*avis de convocation*) will be published in the French publication for legal announcements (BALO) at least fifteen (15) days before the date of the General Meeting, listing any changes to the agenda as well as any changes resulting from requests to include draft resolutions.

The Board of Directors