

AGENDA OF THE SHAREHOLDERS' MEETING

Ordinary and Extraordinary General Shareholders' meeting of June 23, 2022,

Agenda of the Ordinary shareholders' meeting

- management report of the Executive Board including the consolidated financial statements for 2021 - report of the Supervisory Board - presentation by the Executive Board of the annual and consolidated financial statements for the financial year ended December 31, 2021,
- statutory auditors' report on the annual financial statements corporate accounts for the financial year ended December 31, 2021, and on the agreements referred to in articles L. 225-86 et seq. of the French Commercial Code,
- statutory auditors' report on the consolidated financial statements for the financial year ended December 31, 2021,

1. Approval of the annual financial statements for the financial year ended 31 December 2021,
2. Approval of the consolidated financial statements for the financial year ended 31 December 2021,
3. Allocation of the results for the financial year ended 31 December 2021,
4. Review of the agreements referred to in Articles L. 225-86 et seq. of the French Commercial Code,
5. Ratification of the appointment of a Supervisory Board member (Gary Phillips),
6. Approval of the fixed, variable of overall compensation and benefits of all types paid or assigned during the financial year ended on 31 December 2021 to the Chairman of the Executive Board, Mr. Laurent Levy,
7. Approval of the fixed, variable of overall compensation and benefits of all types paid or assigned during the financial year ended on 31 December 2021 to Ms Anne-Juliette Hermant as member of the Executive Board and under her employment contract,
8. Approval of the fixed, variable of overall compensation and benefits of all types paid or assigned during the financial year ended on 31 December 2021 to Mr Bartholomeus van Rhijn as member of the Executive Board and under his employment contract,
9. Approval of the fixed, variable of overall compensation and benefits of all types paid or assigned during the financial year ended on 31 December 2021 to Mr Laurent Condomine as chairman of the Supervisory Board until May 25, 2021,
10. Approval of the fixed, variable of overall compensation and benefits of all types paid or assigned during the financial year ended on 31 December 2021 to Mr Gary Phillips, as chairman of the Supervisory Board from May 25, 2021,
11. Approval of the information set out in Article L.22-10-9-I of the French Commercial Code relating to compensation of corporate officers of Nanobiotix,
12. Approval of the compensation policy for the Supervisory Board member in respect of the 2022 financial year,
13. Approval of the compensation policy for Mr Laurent Levy as Chairman of the Executive board in respect of the 2022 financial year,
14. Approval of the compensation policy for Ms Anne-Juliette Hermant as member of the Executive Board and under her employment contract in respect of the 2022 financial year,
15. Approval of the compensation policy for Mr Bartholomeus van Rhijn as member of the Executive Board and under his employment contract in respect of the 2022 financial year,
16. Approval of the subscription stock option plan or purchase option plan 2021 which the Executive Board approved at its meeting of 21 June 2021,

17. Authorization to be granted to the Executive Board to buy back Company shares on the Company's behalf pursuant to Article L. 22-10-62 of the French Commercial Code, period of authorization, purpose, terms, and maximum amount.

Agenda of the Extraordinary shareholders' meeting

18. Authorization to be granted to the Executive Board to reduce the Company's shares capital by cancelling the shares bought back pursuant to Article L. 22-10-62 of the French Commercial Code, period of authorization, maximum amount,
19. Authorization to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock with shareholders' pre-emptive subscription rights maintained,
20. Delegation of authority to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock by way of public offer with waived shareholders' pre-emptive subscription rights (excluding offers referred to in paragraph 1° of Article L. 411-2 of the French Monetary and Financial Code),
21. Delegation of authority to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock with waived shareholders' pre-emptive subscription rights and to the benefit of restricted circle of investors as part of an offer provided for in article L. 411-2-II of the French Monetary and Financial Code,
22. Authorization to be granted to the Executive Board for the purpose of setting the share issue price within the limit of 10% of the share capital issued in the context of a share capital increase made with waived shareholders' pre-emptive subscription rights,
23. Delegation of authority to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock with waived shareholders' pre-emptive subscription rights to the benefit of a category of persons meeting specified characteristics for the purpose of the implementation of an equity financing agreement,
24. Delegation of authority to be granted to the Executive Board to issue ordinary shares to be issued immediately or in the future by the Company, with waived shareholders' pre-emptive subscription rights in favor of a category of persons meeting specified characteristics within the framework of an equity financing agreement on the United States stock market known as "At-The-Market" or "ATM Program",
25. Delegation of authority to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock with waived shareholders' pre-emptive subscription rights to the benefit of a category of persons meeting specified characteristics (*investment companies or investment funds' management companies or investment funds that invest on a regular basis, in the pharmaceutical / biotechnological sector or credit institution, investment service provider or member of a syndicate able to underwrite the completion of such issuance*),
26. Delegation of authority to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock with waived shareholders' pre-emptive subscription rights and to the benefit of a category of persons (*industrial or institutional or commercial companies involved in the pharmaceutical / biotechnological sector*),
27. Delegation of authority to be granted to the Executive Board in order to increase the number of securities to be issued as a result of a share capital increase with or without shareholders' pre-emptive subscription rights implemented pursuant the aforementioned delegations,
28. Delegation of authority to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock as consideration for the shares

tendered in response to any public tender offer initiated by the Company for the shares of another company listed on any of the regulated markets within the scope of article L.22-10-54 of the French commercial code,

29. Delegation of powers to be granted to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock up to a limit of 10 % of the share capital as consideration for contributions-in-kind taking the form of capital stock granting entitlement to the capital stock of other companies, excluding offers referred to in any public tender offer,
30. Overall limit on the maximum authorized amounts set under the aforementioned delegations:
31. Delegation of authority to be granted to the Executive Board to increase the share capital by way of incorporation of premiums, reserves, profits or others,
32. Authorization to be granted to the Executive Board to grant options for subscription or purchase of shares of Company (in accordance with the provisions of article L. 225-177 et seq of the French Commercial Code) to the benefit of employees and group employees of the Company, entailing a waiver by the shareholders of their pre-emptive subscription rights,
33. Authorization to be granted to the Executive Board to grant free shares of the Company (in accordance with the provisions of article L. 225-197-1 et seq of the French Commercial Code) to the benefit of employees and group employees of the Company, entailing a waiver by the shareholders of their pre-emptive subscription rights,
34. Delegation of authority to be granted to the Executive Board to issue stock warrant (*Bon de Souscription d'Actions*) to the benefit of a category of persons consisting of (i) Supervisory Board member or censor (ii) service provider of the Company or (iii) member of committee to be set-up by Supervisory Board,
35. Overall limit on the maximum authorized amounts set under the aforementioned delegations from n°32 to n°34
36. Delegation of authority to the Executive Board to increase share capital by issuing common stock and/or securities giving access to the common stock to the benefit of employees participating in a Company savings plan on the conditions stipulated by law, in particular article L. 3332-1 et seq of the French Labor Code;

Agenda of the Ordinary shareholders' meeting

37. Approval of the fixed, variable of overall compensation and benefits of all types paid or assigned during the financial year ended on 31 December 2021 to Mr Philippe Mauberna as member of the Executive Board until May 31, 2021 and under his employment contract until June 30, 2021;