2023 Universal Registration Document

INCLUDING THE ANNUAL FINANCIAL REPORT

BIOMÉRIEUX

PIONEERING DIAGNOSTICS

Contents

Elements of the Annual Financial Report are identified by the symbol AFR on the contents page.

BIOMÉRIEUX

2023 Universal Registration Document

INCLUDING THE ANNUAL FINANCIAL REPORT

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

The French language version of the Universal Registration Document was filed on March 27, 2024 with the AMF, as competent authority under Regulation (EU) 2017/1129, without prior approval pursuant to Article 9 of the said regulation. The Universal Registration Document may be used for the purposes of an offer to the public of securities or admission of securities to trading on a regulated market if completed by a securities note and, if applicable, a summary and any amendments to the Universal Registration Document. The whole is approved by the AMF in accordance with Regulation (EU) 2017/1129.

This Universal Registration Document, including the annual financial report, is a translation of the official version of the Universal Registration Document, including the annual financial report, which has been prepared in French, in format ESEF (European Single Electronic Format) and is available on the issuer's website.

We help make the world a healthier place

OUR DEDICATION TO PUBLIC HEALTH
IS THE THREAD THAT CONNECTS EVERYTHING WE DO

bioMérieux develops and markets *in vitro* diagnostics solutions

These solutions are intended for hospital and private clinical laboratories primarily for the diagnosis of infectious diseases.

The results obtained from patient samples (blood, urine, stool, cerebrospinal fluid, saliva, etc.) provide clinicians with useful and important information for decision making.

bioMérieux also applies its expertise to industrial microbiological control, which makes it possible to manage contamination risks for food, pharmaceutical or cosmetic products throughout the production chain.

bioMérieux is a major player in the fight against infectious diseases via three key *in vitro* diagnostics technologies.

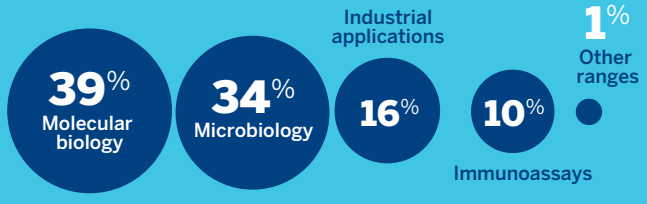
MICROBIOLOGY
Based on culturing biological samples, identifying microorganisms and measuring their antimicrobial resistance.

IMMUNOASSAYS
Based on the principle of immunological reaction, to identify or quantify the presence of antigens and/or antibodies in a sample.

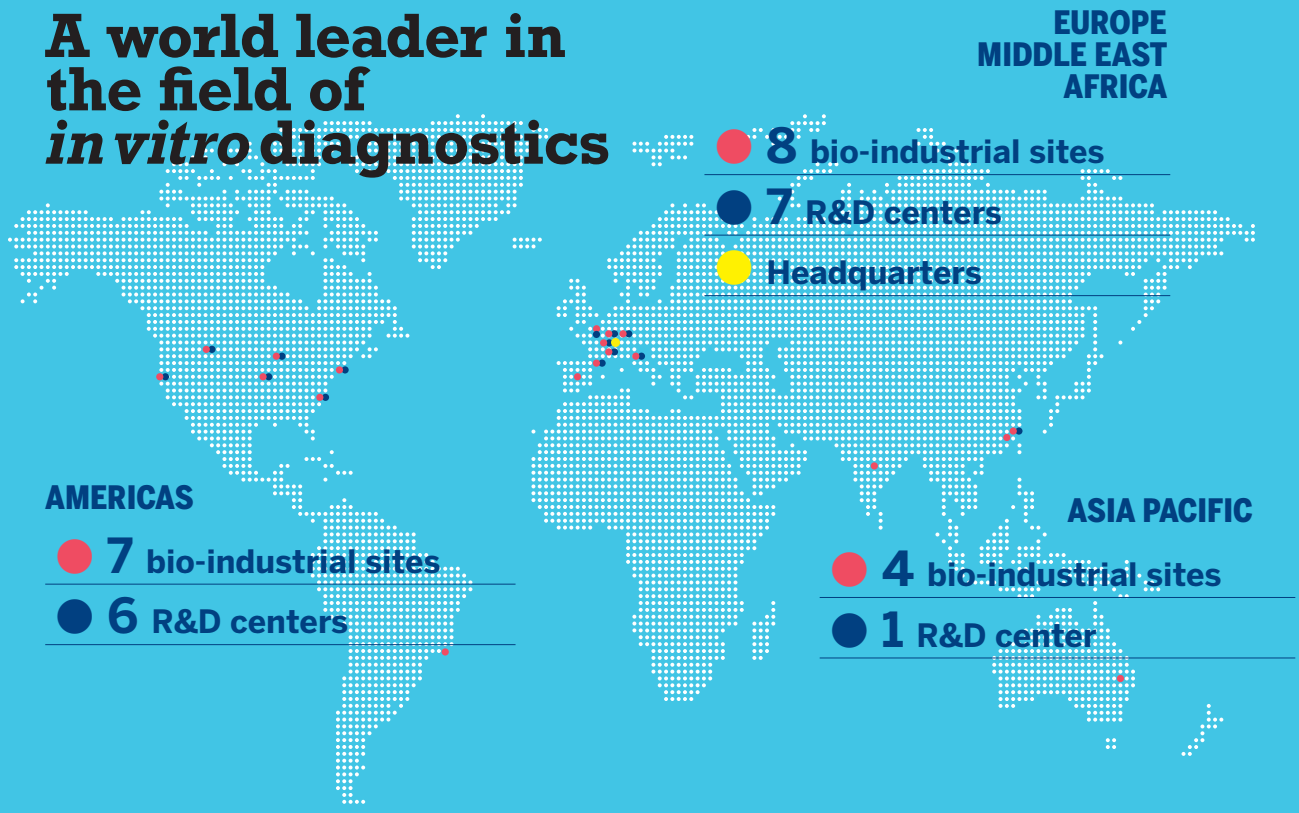
MOLECULAR BIOLOGY
Based on the detection of genetic DNA or RNA sequences characteristic of a microorganism (bacteria, viruses, fungi and parasites).

€3,675m
Sales at December 31, 2023

SALES BY APPLICATION



A world leader in the field of *in vitro* diagnostics



14,600

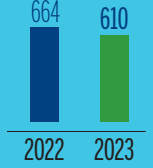
EMPLOYEES ACROSS
45 COUNTRIES

12.5%

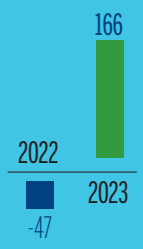
OF SALES DEDICATED
TO R&D

A solid financial performance

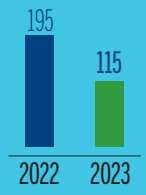
CONTRIBUTIVE OPERATING INCOME BEFORE NON-RECURRING ITEMS
(in millions of euros)



CHANGE IN NET DEBT
(in millions of euros)



FREE CASH FLOW (1)
(in millions of euros)



(1) Cash flows from ordinary operations, net of capital expenditure needed to maintain or enhance production.

"Today everyone understands the essential role of diagnostics."

SINCE JULY 1ST, 2023, ALEXANDRE MÉRIEUX HAS BEEN CHAIRMAN OF THE BOARD OF DIRECTORS AND PIERRE BOULUD CHIEF EXECUTIVE OFFICER. TOGETHER, THEY LOOK BACK AT THE MAJOR CHALLENGES FACING BIOMÉRIEUX AND THE *IN VITRO* DIAGNOSTICS SECTOR.

JOINT INTERVIEW with **ALEXANDRE MÉRIEUX,** Chairman of the bioMérieux Board of Directors, and **PIERRE BOULUD,** Chief Executive Officer.

bioMérieux just celebrated its 60th anniversary, how can we define the company today?

Alexandre Mérieux (AM) — Since its creation in 1963, bioMérieux has the ambition to contribute to improving public health. Our purpose was clearly illustrated by COVID-19; the whole world has become aware of the importance of *in vitro* diagnostics in the face of this pandemic. This role will only strengthen in the coming years, as the emergence and spread of infectious diseases is intensified by climate change and globalization. Today, everyone understands the essential role of diagnostics.

Pierre Boulud (PB) — In such an uncertain context, bioMérieux can count on the commitment of the Mérieux family, which ensures stability in governance and promotes the long-term prosperity of the Company. Our organization is also characterized by its capacity for innovation, allowing us to imagine tomorrow's diagnostic solutions, which will detect infectious diseases better and faster.

PIERRE BOULUD, Chief Executive Officer (left), and **ALEXANDRE MÉRIEUX,** Chairman of the Board of Directors (right).

With the new governance, to what extent are your two respective roles complementary?

AM — Our environment is complex and constantly evolving, which is why we have chosen to split the governance. On one side, the Chairman focuses on the overall strategy, while participating in defining priorities in terms of innovation and Corporate Social Responsibility (CSR). At the same time, the Chief Executive Officer takes care of implementing the strategy and developing the activities.

PB — For a company, this is an opportunity to have a chairman focused on the medium and long term without being consumed by day-to-day management. Alexandre and the Mérieux family remain fully committed to the future of the Company and its team members. This mode of operation makes it easier to take a step back, while creating momentum at the head of the organization. There are now two of us to do the work that Alexandre previously did alone. We are going to make this a real opportunity!

What are the major challenges facing the field of clinical diagnostics?

AM — We need tests that provide increasingly fast and reliable results. This is particularly true for patients suffering from sepsis, where time is of the essence. Decentralization is also a priority. More and more diagnostic tests must be carried out closer to the patient, outside of traditional laboratories.

PB — Today, hospitals and laboratories generate a large amount of data; managing and leveraging this data for the benefit of patients is another major challenge. We offer a wide range of software solutions capable of transforming this data into useful and actionable information, to facilitate diagnostic and clinical decision-making at all stages, from patient-centered care to public health monitoring.

Do the same challenges apply to industrial diagnostics, for pharmaceutical and food quality control?

PB — Absolutely! In the industrial field, data bears significant importance for controlling the quality of the food production environment and anticipating possible contaminations – this is what augmented diagnostics is all about. Identical to what we see in the clinical field, manufacturers need to carry out quality tests directly on production lines.

AM — Current development in the pharmaceutical industry, around technologies such as messenger RNA vaccines or cell and gene therapies, is giving rise to new diagnostic needs. We support these innovative players with tailor-made solutions, for the quality control of their production, that guarantee patient safety.

How does the CSR ambition fit into bioMérieux's overall strategy?

AM — Our activity inherently impacts public health, we have the duty to act as a responsible company. Just like the culture of quality or innovation, Corporate Social Responsibility is an integral part of bioMérieux's strategy – it permeates all levels of the organization. Our action is based on five pillars: Health, Planet, Employees, Health Ecosystem, and Extended Company.

PB — Like all companies, we are particularly expected to reduce our environmental impact. bioMérieux is committed to reducing its direct greenhouse gas emissions by 50% (and in absolute terms) before 2030, compared to 2019. While at the same time, our sales are expected to show very strong growth. This goal that we have set for ourselves is quite ambitious, and we are really giving ourselves the means to achieve it.

Philanthropy is another strong focus for bioMérieux…

AM — We have always been actively engaged in supporting the most vulnerable populations locally, and taking part in initiatives linked to associations and NGOs. As part of our philanthropic operations, we also support the action of the Mérieux Foundation, which works in low- and middle-income countries to fight infectious diseases and improve the quality of life of populations, in particular by improving access to diagnostic solutions. We encourage our team members to get involved with organizations wherever we operate in the world. The bioMérieux Endowment Fund for education also relies on bioMérieux teams to identify and monitor supported projects. It is a source of pride for our team members.

What role do team members have in the Company's success?

PB — Our people are our greatest strength. They show exceptional commitment. We strive to promote diversity within teams, to ensure that each person can develop, and to improve well-being at work. When we upgrade our International Distribution Center in Saint-Vulbas in France, or when we build a new site in Suzhou in China, we invest as much to support the growth of our Company as to improve the quality of life at work for our team members.

"Our activity inherently impacts public health, we have the duty to act as a responsible company."

ALEXANDRE MÉRIEUX

Why is the fight against antimicrobial resistance (AMR) a priority for bioMérieux?

AM — AMR is estimated to cause 1.27 million deaths worldwide each year [1]. In addition to the human cost, it has an immense economic cost for healthcare systems. Such a "silent pandemic" is largely fueled by the overuse of antibiotics. Diagnostics plays a key role in Antimicrobial Stewardship (AMS) programs. We have also created AMS Centers of Excellence, in partnership with hospitals around the world, to demonstrate the value of diagnostics in combatting AMR.

PB — bioMérieux has the most comprehensive and advanced diagnostic offering in the field. Around 80% of our sales are linked to the fight against AMR. Furthermore, we continue to innovate on this topic by devoting to it 75% of our Research and Development budget. This is illustrated by the recent launches of the BIOFIRE® SPOTFIRE® molecular biology instrument, the VITEK® MS PRIME mass spectrometer, and the VITEK® REVEAL™ fast AST [2] system. And we have more innovations coming!

How can we continue to be a pioneer in a sector as dynamic and competitive as *in vitro* diagnostics?

AM — We must continue to focus on innovation, as we have done since the creation of the Company. bioMérieux devotes approximately 12% of its sales to Research and Development each year, while the average for the medical technology market is around 8%.

"Around 80% of our sales are linked to the fight against AMR. Furthermore, we continue to innovate on this topic by devoting to it 75% of our Research and Development budget."

PIERRE BOULUD

PB — We also remain focused on all new emerging technologies, and on the players who develop them. As such, we recently invested in Oxford Nanopore, a major innovative company in the field of high-throughput sequencing, which opens up new perspectives. Innovating means preparing for the future.

(1) Global burden of bacterial antimicrobial resistance in 2019: a systematic analysis, The Lancet 2022; S0140-6736(21)02724-0.
(2) Antimicrobial Susceptibility Testing.

Our business model

TO ADDRESS **PUBLIC HEALTH CHALLENGES**

Our resources and strengths

INTERNATIONAL AND COMMITTED TEAMS

- Around 14,600 employees
- Operations in 45 countries
- Diversity, multiculturalism and inclusion
- Good social dialogue

SOLID FINANCIAL FUNDAMENTALS

- Stable family shareholder structure
- Mutual trust with financial partners (investors and banks)
- Solid structural cash flow generation

SUSTAINED INVESTMENT IN INNOVATION

- Between 11 and 13% of sales
- 14 R&D centers

STRICT REQUIREMENTS FOR OUR OPERATIONS

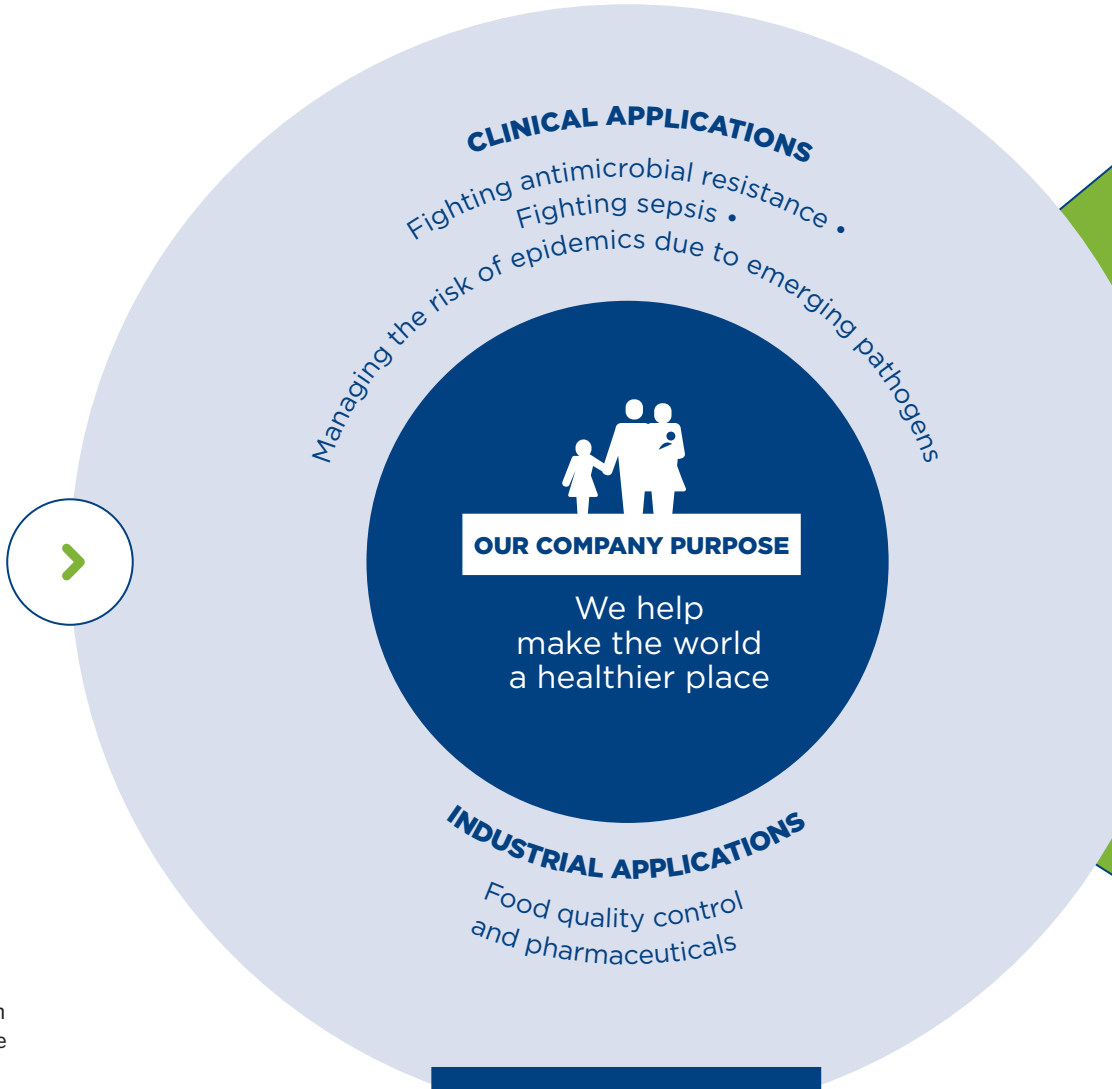
- 19 bio-industrial sites
- Sustainable and responsible purchasing
- Ambitious capital expenditure policy
- Respect for business ethics

A RESPONSIBLE ENVIRONMENTAL POLICY

- Careful, responsible consumption of natural resources and raw materials
- Optimizing energy consumption
- Waste recycling and greenhouse gas emission management
- Optimizing the environmental footprint of our products

A HUMAN-CENTERED AND SUPPORTIVE CORPORATE CULTURE

- Humanist and philanthropic engagement
- Ongoing, constructive dialogue with local stakeholders



OUR FUNDAMENTALS

A FAMILY-OWNED COMPANY WITH A LONG-TERM VISION

Our value creation

To address our customers' challenges

- Clinical laboratories
- Hospital laboratories
- Physicians
- Blood banks
- Vets
- Industrial control laboratories (food, pharmaceuticals and cosmetics)

PROMOTING EMPLOYEE ACHIEVEMENTS AND WELL-BEING

- 23 hours of training per employee
- Training take-up rate [1] 94.5%
- 10.2% of internal promotions, or 1,366 employees
- Employee share ownership plans

GENERATING RESULTS THAT GUARANTEE INDEPENDENCE

(Average annual growth 2018–2023)

- Sales: +8.7%
- Contributive operating income before non-recurring items: +9.6%

INTERACTING WITH THE HEALTH ECOSYSTEM

- Managing regulatory requirements
- Health economics studies
- Spreading awareness of the importance of the role of diagnostics in the care pathway by means of professional associations
- Expertise sharing with healthcare professionals
- Interactions with healthcare professionals regarding respect for business ethics

IMPROVING PUBLIC HEALTH WORLDWIDE

- Open innovation (joint research laboratories, public/private partnerships)
- Product quality and safety
- 75% of R&D expenditure dedicated to the fight against microbial resistance

PRESERVING THE PLANET

- Validation by the Science Based Targets initiative of bioMérieux's approach and objectives for reducing greenhouse gas emissions
- Ecodesign approach for products

ENSURING A POSITIVE EFFECT ON COMMUNITIES

- At least 1% of the net income attributable to the parent company in sponsorship
- Employee and Company involvement in local communities
- Responsible tax policy
- Responsible commitment to our suppliers and local procurement policy

(1) Number of team members trained as a percentage of total team members.

4
generations
committed to serving public health

2015
Alexandre Mérieux becomes Chief Executive Officer of bioMérieux

1963
Alain Mérieux creates bioMérieux

1937
Dr. Charles Mérieux takes over the helm of the family flagship

1897
After studying alongside Louis Pasteur, Marcel Mérieux creates the Institut Mérieux

BIOMÉRIEUX AIMS TO BE A GLOBAL LEADER IN INFECTIOUS DISEASE DIAGNOSTICS AND IN INDUSTRIAL MICROBIOLOGICAL QUALITY CONTROLS.

Our value proposition

We offer

a broad portfolio of innovative solutions that help drive market progress.

We are committed

to a range of high quality and reliable products that our customers can trust. We serve our customers with the highest quality standards to increase their satisfaction.

We help

improve laboratory efficiency and the medical value of diagnostics, in order to increase our customers' operational performance and help improve patient health and consumer safety.

- **IMMUNOASSAYS** 43%
- **MOLECULAR BIOLOGY** 25%
- **CLINICAL BIOCHEMISTRY** 11%
- **HEMATOLOGY** 5%
- **MICROBIOLOGY** 3%
- **OTHER TECHNOLOGIES** 12%

(1) Source: IQVIA MedTEch. This market registered a 2% decrease in 2022 after exceptional growth of 45% in 2021, impacted by the effects of the COVID-19 pandemic (see Section 1.2.1).

(2) Company estimate.

Our priorities

1. Leadership

We strengthen our leadership in clinical microbiology, which is a cornerstone of the fight against antimicrobial resistance (AMR).

In particular, bioMérieux seeks to:
- expand access to its AMR products globally;
- maximize the value provided to customers by combining its solutions;
- augment the value of individual test results by leveraging data and IT solutions to provide context for the results;
- provide faster solutions to evaluate bacterial antimicrobial susceptibility and resistance.

2. Pioneer

We consolidate our position as a pioneer and gold standard in the field of syndromic diagnosis of infectious diseases through the BIOFIRE® molecular biology range.

Our strategy is based on:
- broadening the geographical reach of this product line, especially outside the United States;
- expanding to users and organizations as close as possible to patients;
- maintaining the highest standards in terms of quality;
- a broad menu of parameters for the BIOFIRE® and BIOFIRE® SPOTFIRE® platforms.

3. Difference

We differentiate our immunoassay solutions by launching markers with high medical value and a next generation platform.

With the launch of VIDAS® KUBE™, the Company aims to extend the success of the automated, reliable and competitive VIDAS® range, particularly in emerging countries.

4. Future

We shape the future of industrial microbiology via fast and digital solutions at the cutting edge of the latest technological advances.

These solutions support pharmaceutical innovation, improve patient health and increase consumer safety and the productivity of food industry customers.

Accordingly, bioMérieux intends:
- to be recognized by global industry as a gold standard partner;
- to digitize the quality control of traditional sterile pharmaceutical products and market solutions dedicated to the innovative cell and gene therapy segment;
- to expand molecular solutions to all food industry segments and develop predictive diagnostics based on advances in genomics and data processing.

Major innovations

WHICH WILL CONSOLIDATE OUR POSITIONS
ACROSS ALL OUR RANGES

Point-of-care testing: BIOFIRE® SPOTFIRE®

BIOFIRE® reagent.

Diagnostic testing is increasingly being carried out directly in emergency departments or physician offices and healthcare centers outside of hospitals. This point-of-care market is particularly mature in the United States. Our innovative molecular biology BIOFIRE® SPOTFIRE® range meets these new requirements.

This small-size PCR (1) solution, accredited by the FDA, makes it possible to care for patients suspected of respiratory infections by delivering their results during an office visit and in approximately 15 minutes. The CLIA (2) waiver enables the solution to be used by people who are not laboratory professionals.

The BIOFIRE® SPOTFIRE® Respiratory (R) Panel detects the 15 pathogens most often responsible for respiratory infections, and the BIOFIRE® SPOTFIRE® (R) Panel Mini detects five of these. A new BIOFIRE® SPOTFIRE® Respiratory/Sore Throat (R/ST) panel, already CE marked, is in the process of being accredited by the FDA.

Following an agreement signed in November 2023, McKesson Medical-Surgical will be the distributor of the BIOFIRE® SPOTFIRE® respiratory diagnostics solution in the United States. ●

“By providing results in just 15 minutes, BIOFIRE® SPOTFIRE® has the potential **to improve clinical decision making.**”

● **JENNIFER ZINN,** EXECUTIVE VICE PRESIDENT, CLINICAL OPERATIONS

Nearly 800 instruments installed in late 2023.

(1) Polymerase Chain Reaction.
(2) Clinical Laboratory Improvement Amendments.

Nearly 500 instruments installed in late 2023.

A new system suitable for use by all laboratories: VIDAS® KUBE™

This CE marked next-generation automated immunoassay system is designed for clinical laboratories and the food industry, providing results that make it possible to accelerate patient care and protect consumers. Simple to use, modular, small-sized and eco-designed, it is equipped with an innovative sleep mode making it possible to reduce energy consumption by up to 52%. It is compatible with reagents designed for other VIDAS® instruments.

The objective of VIDAS® has always been to make diagnosis accessible and VIDAS® KUBE™ perfectly meets this challenge. In Asia and Africa, for example, where many countries have small laboratories, this automated system has generated considerable interest since its launch in 2023. ●

Toward faster management of sepsis: VITEK® REVEAL™

This fast and modular platform directly provides antimicrobial susceptibility testing for Gram-negative bacteria from positive blood cultures in 5.5 hours on average, making it possible to make a therapeutic decision the same day for bacterial septicemia patients.

This instrument has CE marking and is awaiting FDA approval following submission. It completes bioMérieux's unique offering for fighting sepsis. ●

How data science is transforming diagnostics

BROOKLYN NOBLE AND MAXIME BODINIER ARE DATA SCIENTISTS AT BIOMÉRIEUX, SHE IN MOLECULAR BIOLOGY IN THE UNITED STATES, AND HE IN CLINICAL BIOLOGY IN FRANCE. THEY EXPLAIN HOW DATA SCIENCE IS REVOLUTIONIZING DIAGNOSTICS BY GIVING EVEN MORE VALUE TO TEST RESULTS, AND BY IMPROVING PATIENT CARE.

JOINT INTERVIEW

BROOKLYN NOBLE, PhD, joined our Data Science department based in Salt Lake City in 2019, where she works on the scientific and medical value of released BIOFIRE® products. Her main mission is to analyze data provided by BIOFIRE® Syndromic Trends, a global disease surveillance network created by bioMérieux for users of BIOFIRE® panels.

MAXIME BODINIER joined bioMérieux as part of a work-study scheme in 2016, before pursuing and completing in 2023 a PhD in our Joint Research Laboratory at the Hospices Civils de Lyon, France (HCL). As part of his new searcher position in this joint laboratory, highlights of his work include using data from electronic health records to improve medical monitoring, and developing diagnostic IT solutions in close collaboration with clinicians.

In what way are data/IT science and statistics revolutionizing biology?

Maxime Bodinier (MB) — Bioinformatics and biostatistics use tools capable of processing very large and complex volumes of data, for example from DNA sequencing or from measuring gene expression levels. These disciplines help us understand new aspects of living things. In microbiology, they can be used to characterize the diversity and evolution of microorganisms, to decipher their interactions with their environment or with other species, or to discover new molecules of interest. In clinical biology, they can help identify biological or genetic markers associated with diseases or therapeutic responses, to design and evaluate clinical trials. These techniques combine information from very different sources, and are useful for identifying links between data and health risks. This is the notion of predictive diagnostics: preventing rather than curing.

Brooklyn Noble (BN) — Bioinformatics and biostatistics have revolutionized molecular biology by providing information that we would not otherwise have been able to obtain and that is not affected by human bias. For example, one of my colleagues recently leveraged bioinformatics methods to better identify adenoviruses using results from the BIOFIRE® Respiratory 2.1 Panel [(1)]. This new taxonomy helps identify the most widespread specific subspecies; it is useful to clinicians and public health decision-makers, allowing them to observe patterns of pathogen circulation, monitor epidemics, and provide information on how diagnostic practices work.

“ At bioMérieux, new ideas are always welcomed. Recently, I was encouraged to use machine learning to study diagnostic performance. ”

BROOKLYN NOBLE,
DATA SCIENTIST,
UNITED STATES

Should we welcome the development of artificial intelligence (AI) or be afraid of it?

BN — AI is opening up exciting avenues! It will allow us to develop the next generation of *in vitro* diagnostics, but it has a limitation; it cannot be used alone. In my opinion, we will always need human intervention to monitor, verify, prioritize, and explain.

MB — Because it quickly processes multiple and large data, AI has the ability to make everyday life easier. Applied to *in vitro* diagnostics, it will help identify combinations of biomarkers for very complex data, reduce turnaround time, analyze data in real time, generate alerts, or even identify anomalies on colonies in a Petri dish through image analysis... I think we can welcome its development, but we must not allow ourselves to be overcome by a cognitive laziness, which could lead to relying on the machine at the risk of losing a certain level of expertise.

How do new disciplines linked to data/IT/AI match with traditional biology?

BN — The tools linked to data management, information technology and artificial intelligence are useful for better understanding and to further the knowledge of traditional biology, through the use of large databases, sophisticated algorithms, and cloud computing[(2)].

MB — New disciplines linked to data/IT/AI make it possible to process and interpret massive quantities of biological data, such as the genome or proteins, in a holistic manner. Traditional biology, based on observation and experimentation, can benefit from these digital approaches to widen its knowledge and applications. Thanks to these new data science tools, biological knowledge has made a leap compared to what traditional biology allowed until then.

In your opinion, what is the most notable latest innovation from bioMérieux related to data/IT?

MB — I would say BIOMÉRIEUX VISION SUITE, a set of software solutions that help laboratories turn patient data and the data collected by bioMérieux diagnostic tools into insightful information. It allows us to make the best decisions at the right time for the patient. The acquisition of the Canadian company LUMED at the beginning of 2024 complements this suite, with a clinical decision support system to optimize antibiotic prescriptions and healthcare-associated infections monitoring. This is a real asset to fight against antimicrobial resistance.

BN — And I would specifically mention BIOFIRE® FIREWORKS™, which is part of the BIOMÉRIEUX VISION SUITE. This software, launched in early 2023, connects all BIOFIRE® systems together, helping laboratories optimize their workflows and improve self-sufficiency.

What would be the ultimate revolution that data/IT could bring to medical diagnostics?

MB — A real-time diagnostic and advisory system for healthcare professionals (clinical decision support system - CDSS) that would continuously analyze patient data, detect variations, and report any deterioration in health status. By analyzing diagnostic test results in real time, it would detect early signs of illness for timely patient care.

BN — A proactive tool, which would make it possible to predict an epidemic before it occurs, and to react before it gets out of control. Additionally, a tool that allows us to generate results without being an expert, which are easy to interpret to facilitate the work of physicians.

“ I work directly with physicians, pharmacists and biologists, who help me find new ideas, compare my hypotheses and validate my results.”

MAXIME BODINIER,
DATA SCIENTIST, FRANCE

(1) A Hierarchical Genotyping Framework Using DNA Melting Temperatures Applied to Adenovirus Species Typing, Ben Galvin, Jay Jones, Michaela Powell, Katherine Olin, Matthew Jones and Thomas Robbins, Int. J. Mol. Sci. 2022, 23(10), 5441.
(2) Practice of using computer servers hosted on the Internet to store, manage and process data.

The major commitments of the CSR strategy

CSR ROADMAP AND 2023 RESULTS

HEALTH

+30%
of patient results[1] supporting AMS by 2025

+16%

≥80%
of antibiotics addressed by our **AST solutions**[2]

EUCAST 91%
CLSI Tier I to Tier IV 92.3%

PLANET

-50%
absolute GHG emissions in 2030 *vs.* 2019, in scopes 1 & 2

-2.7%

-45% water consumption[3]

-50%
energy consumption[3]

-50%
waste generation[3]

Water: -41%
Energy: -40%
Waste: -53%

EMPLOYEES

Lost Day Incident Rate
÷2 to 0.6
in 2025
vs. 1.2 in 2020

1.71

Corporate leadership team in 2025[4]

>40%
women

>35%
international profiles

38% women
32.4% international profiles

HEALTHCARE ECOSYSTEM

Collaboration projects with **patient associations** in 2025 *vs.* 2021
x 2

x 2.1

Materiality assessment
updated every
3 years

Materiality assessment initiated in 2023

EXTENDED COMPANY

≥1% of net income attributable to the parent company dedicated to **philanthropy** (Endowment Fund excluded)

1.61%

Provide CSR training by 2025 to **distributors** representing
55%
of indirect sales[5]

21%

(1) 2019 estimate: 183 million results.
(2) At least 80% according to the EUCAST list, 90% according to the CLSI Tier I to Tier IV list.
(3) Per million euros of sales, in 2025 versus 2015.
(4) Members of the Executive Committee and N-1 with a global role (international profiles are defined as non-French).
(5) Sales realized through the distributors network.

HEALTH

Fighting antimicrobial resistance, a priority for bioMérieux

13 AMS [6] Centers of Excellence worldwide have been created in partner hospitals.

- In the context of a dual commitment to develop antimicrobial stewardship and slow the spread of antimicrobial resistance, we have created AMS Centers of Excellence in partner hospitals already equipped with bioMérieux systems.
- In late 2023, 13 partnerships were formalized. Our teams provide their support to optimize the use of diagnostic testing, integrate advanced analytical solutions, improve the efficiency of laboratory workflow and provide medical knowledge.
- In April 2023, a launch event brought together representatives of 9 centers. The participants shared their experiences and talked about their different views, based on the progress already achieved through the partnership.

Alexandre Mérieux, visiting the AMS Center of Excellence of Tampa General Hospital (Florida, U.S.), in October 2023.

(6) Antimicrobial Stewardship.

PLANET

Thinking of the planet throughout the lifecycle of our products

From product design to end of life, we strive to reduce our footprint.

- Right from the R&D phase, our teams work to limit the impact of our solutions on the environment.
- We involve our suppliers in the fight against climate change. By late 2023, nearly 90 providers, representing 40% of supplier scope 3 (7) greenhouse gas emissions, had joined to the Science Based Targets initiative (SBTi) to reduce their CO_2 emissions.
- We have three priority objectives for conserving energy: energy sobriety, energy efficiency and development of renewable energy.
- At the same time, we are also working on ambitious plans to reduce our water consumption.
- To limit CO_2 emissions related to transportation of our finished products, we are decreasing the use of air freight in favor of sea freight for destinations that cannot be reached by road. And to reduce the quantities transported, we are reducing the size and weight of our packs.

EMPLOYEES

Well-being at work and personal development of our team members

In 2023, we supported our team members to develop their knowledge and skills.

- Following a survey conducted globally, we identified the sources of motivation for our employees and the areas in which they wished to grow.
- We strive to develop our team members' soft skills (emotional intelligence, adaptability, initiative taking, etc.).
- We educate and train our teams on diversity and inclusion topics. In 2023, all the members of the Executive Committee underwent training entitled "Making inclusion a reality" and a webinar on "Inclusion for everyone" has been offered to all teams.

HEALTHCARE ECOSYSTEM

Working hand in hand with patients

Since 2021, bioMérieux has rolled out a global initiative to involve and value patients.

- It aims to raise awareness about the value of diagnostic testing among the ever-growing number of patient associations that are increasingly consulted in the field of healthcare, with a view to making them our partners.
- In April 2023, the bioMérieux Global Patient Board met for the first time. This new body is made up of representatives of nine patient associations with which we are working in the different countries where we operate.

The bioMérieux Global Patient Board met in France for the first time in April 2023.

EXTENDED COMPANY

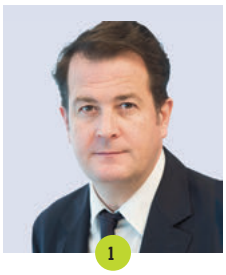
In solidarity with the communities around us

Philanthropy is at the heart of our social commitment.

- Nearly €6 million were distributed by bioMérieux in 2023 by way of philanthropy, serving three main causes: improving health, fighting inequality and encouraging access to culture.
- In 2023, our teams were particularly invested in charitable activities for the disadvantaged.
- 18 new projects were supported in 9 countries in 2023 by the bioMérieux Endowment Fund for Education.

(7) Scope 3 emissions are emissions from purchased goods and services, supplier transport, production at the source of energy consumed, and business travel. It also includes team member commuting.

Committed Governance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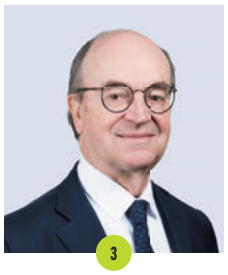
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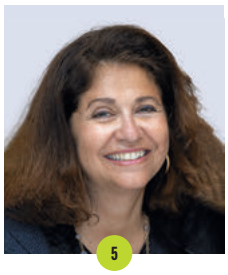
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8

Board of Directors

At December 31, 2023

The main skill sets of Board members

The Board of Directors benefits from the varied, complementary skills of the individuals who serve on it:

- Governance
- International experience
- Executive management of major groups or listed companies
- Strategy / M&A
- Finance / audit
- Health sector
- R&D / innovation
- CSR
- Digitalization

1. ALEXANDRE MÉRIEUX Chairman of the Board of Directors [a] / **2. PHILIPPE ARCHINARD** Non-independent director [a] [b]
3. JEAN-LUC BÉLINGARD Non-independent director [a] [c] / **4. HAROLD BOËL** Independent director [a] [b]
5. MARIE-HÉLÈNE HABERT-DASSAULT Independent director [a] [c] / **6. MARIE-PAULE KIENY** Independent director [a]
7. FANNY LETIER Independent director [a] [b] [c] / **8. SYLVAIN ORENGA** Director representing employees [a] [c]

(a) Strategy Committee (b) Audit Committee (c) Human Resources, Compensation and CSR Committee

59 years old
Average age

8
Members

4
Independent directors

1
Employee director

96%
Attendance rate on Board

3 women
or 43% [1]

10.5 years
Average term of office

(1) Pursuant to Article L. 225-27-1 of the French Commercial Code (Code de Commerce), the percentage of female directors is calculated without including the director representing employees.

Executive Committee

At March 1, 2024

The Executive Committee is responsible for implementing the Company's general strategy validated by the Board of Directors

The committee is responsible for overseeing strategic projects, deciding on priorities and implementing the necessary resources within the Company's various departments, such as deciding on significant capital expenditure.

It also reviews the Company's operations, regulatory and quality situation, financial position, sales, headcount and major projects. It meets every month.

Pierre Boulud
Chief Executive Officer

Guillaume Bouhours
Chief Financial Officer, Executive Vice President, Purchasing & Information Systems

Pierre Charbonnier
Executive Vice President, Global Quality, Manufacturing & Supply Chain

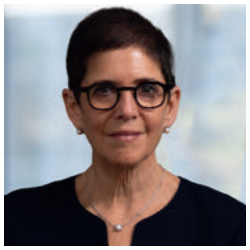
Charles K. Cooper
Executive Vice President, Chief Medical Officer

Audrey Dauvet
General Counsel, Executive Vice President, Legal, Corporate Integrity and Public Affairs

Valérie Leyldé
Executive Vice President, Human Resources, Communication and CSR

Yasha Mitrotti
Executive Vice President, Industrial Applications

Céline Roger-Dalbert
Executive Vice President, Research & Development



Jennifer Zinn
Executive Vice President, Clinical Operations

Mark Miller, Executive Vice President, Chief Medical Officer, and François Lacoste, Executive Vice President, Research & Development, have chosen to exercise their retirement rights and left the Company on December 31, 2023 and February 29, 2024 respectively.

1 Presentation of bioMérieux and its activities

1.1 History and development

1.1.1 bioMérieux and the Institut Mérieux

bioMérieux's commitment to public health and its expertise in biology are rooted in the unique history of the Mérieux family. In 1897, Marcel Mérieux, a student of Louis Pasteur, founded a clinical analysis laboratory in Lyon, which became the Institut Mérieux. It was the start of an extraordinary adventure in the fields of biology and industry.

In 1937, Marcel Mérieux's son, Doctor Charles Mérieux, took charge of the laboratory. During the 1940s, he introduced a technique developed by the Dutch professor Frenkel – *in vitro* culture – which revolutionized the manufacture of vaccines and led to the production of reagents for *in vitro* diagnostics tests.

The Institut Mérieux became a worldwide leader in the field of human and veterinary vaccines.

Simultaneously with these activities, in 1963 Alain Mérieux, the grandson of Marcel Mérieux, founded the company B-D Mérieux, which became bioMérieux, dedicated to *in vitro* diagnostics.

The Institut Mérieux gave rise to numerous companies which formed part of the Mérieux family scope until 1994, the date of disengagement of the family from vaccinology activities.

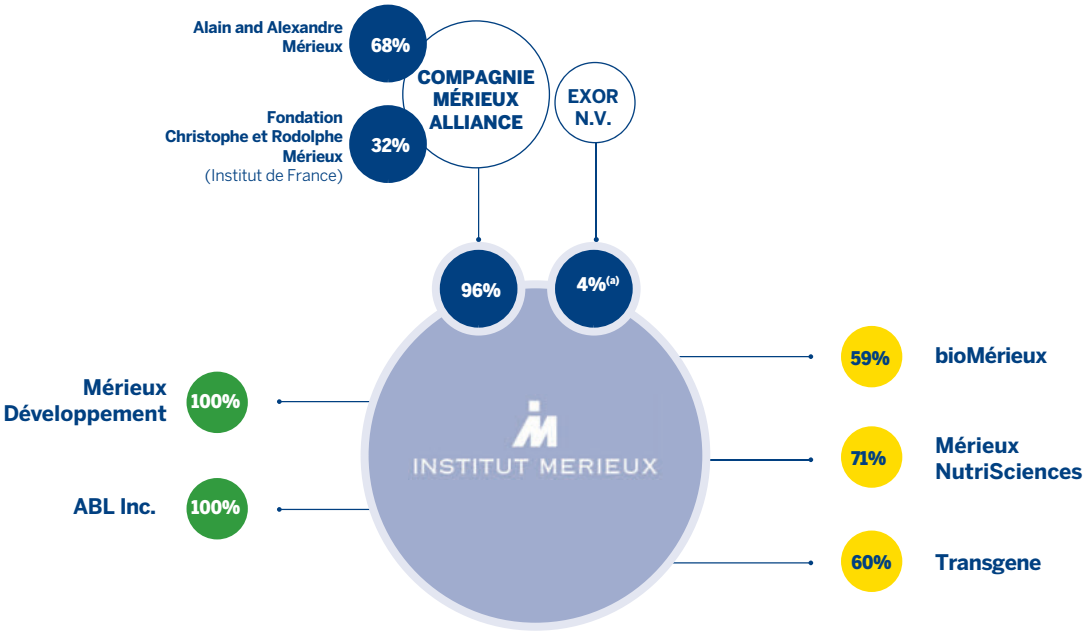
These companies are still major players in the field of public health; in human medicine, Pasteur Mérieux Connaught, which became Aventis Pasteur and then Sanofi Pasteur; and in veterinary medicine, IFFA (*Institut Français de Fièvre Aphteuse*), which became Rhône Mérieux, then Mérial, which is now integrated into the Boehringer Ingelheim group.

1.1.2 Organization chart within the Institut Mérieux Group

Institut Mérieux is mainly held by Compagnie Mérieux Alliance SAS.

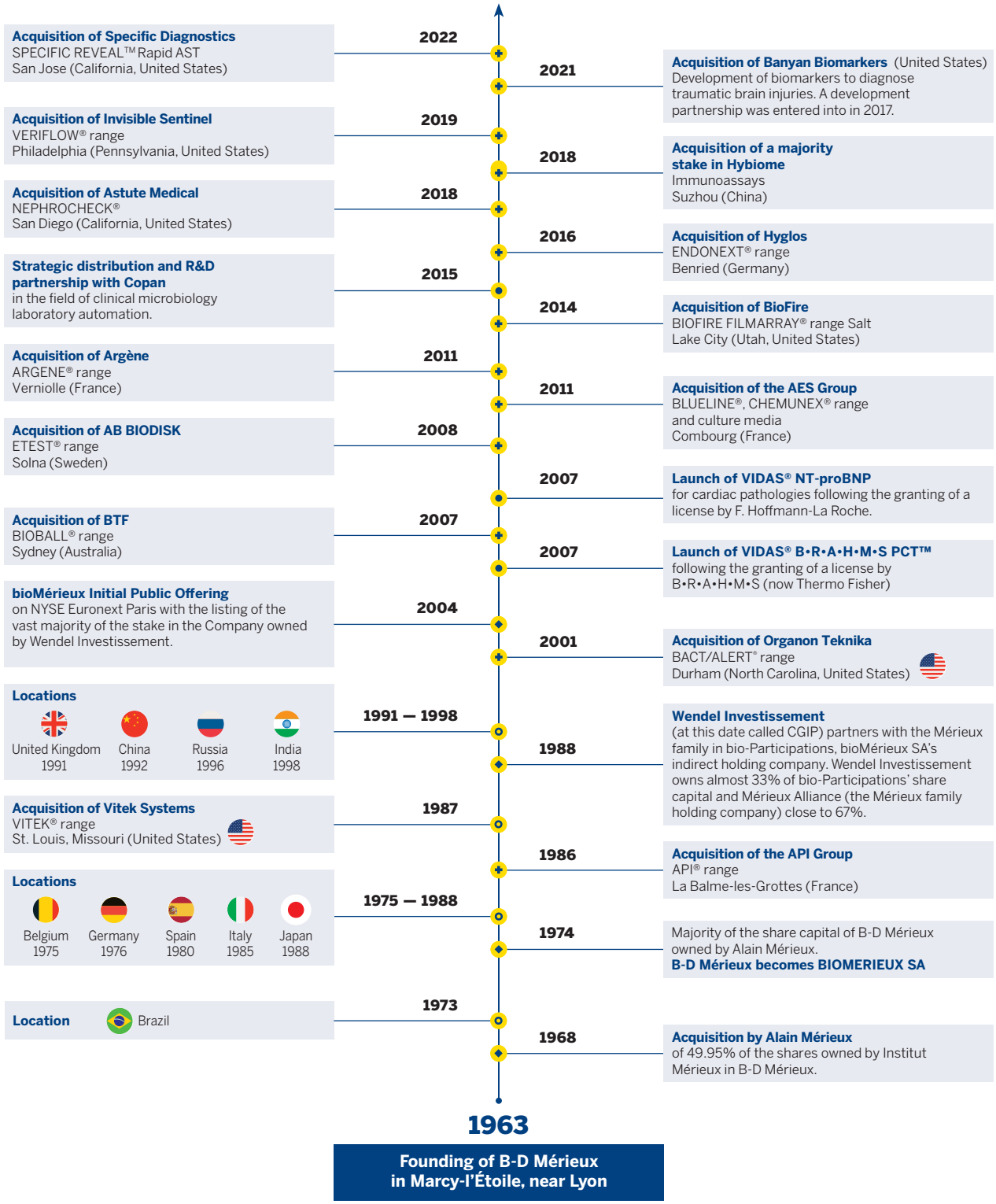
Institut Mérieux holds, in particular:

- SGH, holding company for Mérieux NutriSciences. Mérieux NutriSciences is an American company specialized in analysis, audit and consulting services to ensure the safety and quality of food, the environment, and consumer goods affecting the health of consumers;
- TSGH, the holding company controlling Transgene SA and Advanced Bioscience Laboratories Inc. (ABL). Transgene is a biotechnology company listed on Euronext, specialized in immune therapies based on viral vectors, including therapeutic vaccines and oncolytic viruses, for the treatment of cancers and infectious diseases. ABL is an American research and manufacturing laboratory under contract;
- Mérieux Développement, a development/innovation capital company in the fields of health and nutrition.



Percentage interests are rounded up to the nearest whole unit.
(a) Exor N.V.'s percentage interest in the Institut Mérieux is that listed on 12/31/2023. According to the agreements signed by Exor N. V. and the Institut Mérieux, this percentage interest will reach 10% in 2024.

1.1.3 Significant developments



B-D Mérieux is the Company's former name.
It is 49.95%-owned by Institut Mérieux, 49.96% by Becton-Dickinson France and 0.09% by other shareholders.

Geographical expansion *Acquisitions* *Change in share capital* *Agreements/Partnerships/Licenses*

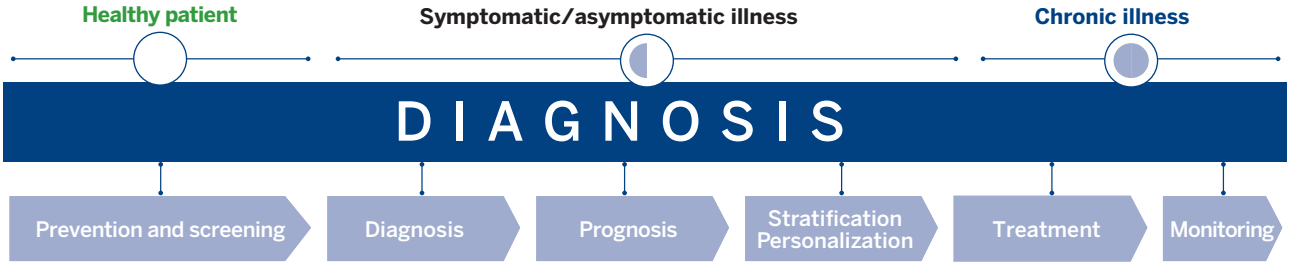
1.2 Organization of activities

1.2.1 The *in vitro* diagnostics market

Given the very limited amount of official statistics on its market, the Company does its own analyses on the basis of work prepared by financial specialists, specialized independent consultants, other companies in the sector and its internal experts. The sources used to estimate the market (size, growth and split), as well as the Company's competitive position relative to its competitors, are mentioned in the corresponding paragraphs.

1.2.1.1 General description

In clinical applications, *in vitro* diagnostics is an essential link in the healthcare process. It has a role to play at each stage of patient care:



In vitro diagnostic tests are used to determine the origin of an infection, make a correct diagnosis, propose the most appropriate therapy, monitor patient care, avoid costly complications and evaluate the evolution of a disease: between 60 and 70% of medical decisions rely on the results of a diagnostic test(1). This reaches 100% for some diseases which can only be detected by analyzing patient samples, such as AIDS or early-stage cancers.

The analyses are performed on samples taken from a patient. They are generally carried out at the request of a physician, in private or public biomedical laboratories belonging to hospitals or commercial entities, blood banks and physician offices. The results are then sent to the physician who can use them to confirm or establish a diagnosis (often in combination with other examinations such as a medical examination or imaging). In some countries, the physician or patients themselves perform certain analyses.

In the industrial field, *in vitro* diagnostics technologies are used to monitor the microbiological quality of food, pharmaceutical, cosmetic and veterinary products. These microbiological tests (sterility of products, absence of pathogenic bacteria, etc.) are conducted throughout the production chain, from raw materials to the finished product, and are also used in the manufacturing environment (air, water and surfaces).

The *in vitro* diagnostics market is part of the health sector but is a distinct market from the pharmaceutical market. Although it is becoming increasingly stringent, its regulatory environment is still more flexible than that applicable to pharmaceutical products, and its customer base is more stable, principally due to the initial costs (capital and training expenditure, and the cost of connecting platforms to laboratories' information systems) incurred by diagnostics customers. The evolution of sales for companies in this market is also more regular due to:

- the significant proportion of reagent sales, because of the "closed" nature of most systems, which function only with reagents developed and marketed by the manufacturers of these systems (captive market);
- the obligation to offer customers a wide selection of reagents per instrument, which leads to a distribution of the *in vitro* diagnostics companies' activities across a large number of products, in contrast to pharmaceutical groups that are often dependent on blockbusters;
- a relatively regular and steady growth in demand in the diagnostics market, excluding the exceptional COVID-19 period, differing substantially from the behavior of the drug market, which can vary widely, due, in particular, to changes in the regulatory environment and competition from generic drugs.

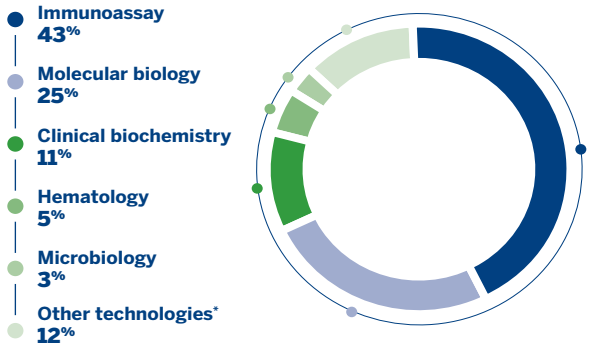
(1) *Rohr UP, Binder C, Dieterle T, Giusti F, Messina CG, Toerien E, et al. The Value of In Vitro Diagnostic Testing in Medical Practice: A Status Report. PLoS One. 2016;11:e0149856.*

1.2.1.2 Technologies: an essential market driver

In vitro diagnostics covers all techniques, systems and products used on samples of biological fluids or human tissue within biomedical laboratories. It is based on several types of technology:

- biochemistry, measurement of the basic components of the body, particularly concerning tests for monitoring diabetes;
- immunoassays, principle of an antigen-antibody reaction which is used in the detection or assay of infectious agents (such as bacteria, viruses and parasites) and pathological markers;
- microbiology, the culture of biological samples in a medium allowing any bacteria present to multiply. The bacteria detected can then be identified using various methods, such as mass spectrometry, and their antimicrobial susceptibility is tested;
- molecular biology: detection of genetic sequences of DNA or RNA that are characteristic of a bacterium, virus, protein or cell. In the field of infectious diseases, the process consists of extracting nucleic acids (extraction), multiplying them (amplification), marking the copies resulting from this amplification and detecting a signal, in order to determine the presence and quantity of infectious agents in the original sample, or in some cases, the presence of potential antimicrobial resistance genes; Next-generation sequencing (NGS), or high throughput sequencing, refers to a molecular methodology that allows rapid sequencing of thousands to millions of DNA or RNA molecules simultaneously, by determining the unique and specific order of nucleic acid bases.
- hematology: study of the components of the blood (e.g. platelets, red and white cells, etc.).

ESTIMATE OF THE DISTRIBUTION OF THE GLOBAL CLINICAL *IN VITRO* DIAGNOSTICS MARKET IN 2022, BY TECHNOLOGY



* *This section includes next-generation sequencing, flow cytometry, rapid testing, blood gas analysis and urine testing.*

Source: final IQVIA MedTech estimates based on company publications in the sector for 2022.

1.2.1.3 A global market

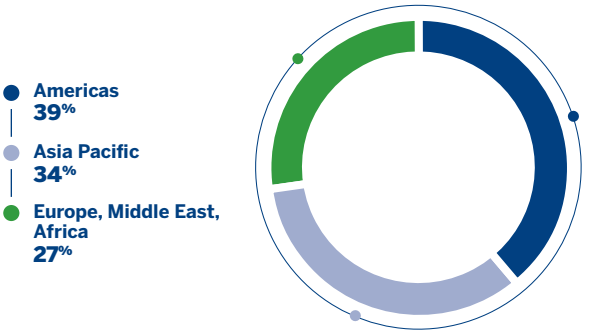
In 2022, the global market for *in vitro* diagnostics was estimated at €111 billion for clinical applications and approximately €3 billion for industrial applications.

At constant currencies, the 2022 market registered a 2% decrease after exceptional growth of 45% in 2021, impacted by the effects of the COVID-19 pandemic.

Approximately 61% of the market for clinical applications is concentrated in developed countries (mainly North America, Western Europe and Japan). For the Company, the breakdown of its sales by geographic area and by application is presented in Section 5.1.1.

Since the end of the 1990s, the clinical *in vitro* diagnostics market has experienced a period of growth due to the increased recognition of its medical value, as explained in the previous section.

ESTIMATE OF THE GEOGRAPHICAL DISTRIBUTION OF THE GLOBAL CLINICAL *IN VITRO* DIAGNOSTICS MARKET IN 2022



Source: final IQVIA MedTech estimates based on company publications in the sector for 2022.

1.2.1.4 Market trends and growth prospects

The trends presented below are for illustrative purposes and may vary significantly for the reasons indicated in Section 2 Risk factors.

Several **structural factors** explain **growth** in the ***in vitro* diagnostics market**:

- in developed countries, **demographic and lifestyle** changes favor a rapid but also preventative and predictive diagnosis:
  - increased life expectancy leads to aging of the population. For example, in 2004, 22% of the French population was age 60 or older and this proportion will probably reach 32% by 2040 (source: *Institut National d'Etudes Démographiques* – French Institute for Demographic Studies). This will lead to an increase in chronic diseases and age-related disorders, such as cardiovascular diseases, neurodegenerative diseases, respiratory infections and certain cancers,
  - lifestyles (inactivity, stress, etc.) and new eating habits contribute to the development of diseases such as diabetes and food allergies;
- in developing countries, there is great demand for **improved healthcare** and public health systems due to:
  - rapid population growth and urbanization, recent pollution problems, and changing lifestyle and eating habits, which foster the emergence of infectious and chronic diseases,

  - rising living standards, the introduction of ambitious health reforms and new or renovated infrastructure, which are also stimulating an increase in demand, particularly for widely accessible medicines. While healthcare spending as a percentage of GDP in developing countries is still smaller than in developed countries, it is nevertheless increasing and was, overall, greater in 2022 than in the period before the COVID-19 pandemic. For example, during the period from 2015 to 2022, this spending increased from 4.1% to 4.3% of GDP in Turkey and from 5.4 to 5.5% in Mexico;
- **the emergence or reemergence of pathogens** imposes the need to develop new diagnostic tests:
  - microorganisms that are resistant to antibiotics and antivirals are emerging and impose better management of the therapeutic arsenal. Since 2015, several national or international initiatives have been put in place (United States, China, France, United Nations), notably to highlight the importance of increased monitoring of the emergence of resistant bacteria, or the necessity for rapid diagnostics in order to better control the prescription of antibiotics,
  - pathogens are appearing, emerging, reemerging and spreading worldwide. The COVID-19 pandemic gives an illustration of this,
  - the proliferation of healthcare-associated infections has led to the need to detect the carriers of multi-resistant bacteria before they infect themselves or other patients. Furthermore, the high cost of treatment of these infections (estimated in Europe at €7 billion per year, according to MedTech Europe[(1)]) favors screening tests for the carriers of these bacteria so as to implement the appropriate hygiene measures;
- **reducing health expenditure** is an economic obligation:
  - the continuing economic difficulties experienced by developed countries are leading governments to optimize and even reduce their healthcare spending. Diagnosis usually only accounts for approximately 2 to 3% of this spending (excluding the COVID-19 pandemic) but is used in most treatment decisions and provides better patient care; thanks to its effectiveness at every stage of an illness, it can make a significant contribution to healthcare spending optimization,
  - reimbursement for medical care is increasingly carried out by pathology and not by examination. In this context, hospitals bear the cost of patient treatment and monitoring, which gives them an incentive to conduct diagnostic tests in order to select the most appropriate treatment and avoid hospitalization wherever possible;
- *in vitro* diagnostic testing is medically important to the healthcare process through its incorporation into **4P medicine** (preventive, predictive, personalized and participatory):
  - progress in medical know-how leading to the discovery of new innovative biomarkers which may result in the development of *in vitro* diagnostics tests improving patient care,
  - molecular biology has added a new dimension to *in vitro* diagnostics. This has been confirmed during the COVID-19 health crisis, with the massive use of PCR (polymerase chain reaction) testing. More often than not, it is not a substitute for traditional techniques, but supplements the diagnostic offering by providing superior performances compared to traditional techniques (sensitivity and/or speed),
  - molecular biology has also enabled a new approach to infectious diseases: the syndromic approach. Numerous infectious diseases have a similar clinical profile but may be caused by different pathogens: viruses, bacteria, fungi or parasites. The syndromic approach is based on the simultaneous analysis of multiple pathogens which may cause this illness. The syndromic approach improves patient care,
  - technological progress has enabled the development of next-generation sequencing (NGS), which allows high-throughput genetic analyses,
  - bioinformatics, Big Data and, more generally, IT and digital applications also make it possible for laboratories to have access to more accurate information in order to make informed clinical decisions and offer better care to their patients;
- **the structure of laboratories** is evolving:
  - new technologies are contributing to the development of new diagnostic systems, improving the medical value of each diagnosis along with laboratory workflows and efficiency,
  - an increasing shortage of qualified personnel, greater consolidation among laboratories, and the need to standardize analyses and improve operational efficiency, particularly in clinical microbiology, have led to the automation of laboratories and increased needs for services such as training, maintenance, accreditation assistance and laboratory productivity optimization,
  - the development of molecular biology is leading to new, faster and more accurate diagnoses (see Section 1.2.1.2), and expertise in this area has resulted in the development of easier to use integrated platforms,
  - demand is increasing in hospitals, particularly in the emergency and intensive care departments, for diagnostic solutions that make it possible to choose patient treatment more quickly, resulting in point-of-care (POC) tests and decentralized analyses,
  - developments in technology are also opening up new fields to *in vitro* diagnostics instruments outside the laboratory. Thus, certain tests could be decentralized and carried out in physician offices or pharmacies,
  - advances in communication technologies are impacting *in vitro* diagnostics, especially with the need to connect instruments to the laboratory information system;
- demand in **industrial applications** is driven by structural factors:
  - quality control obligations in food, pharmaceutical and cosmetics applications are increasing,
  - food, pharmaceutical and cosmetics companies are looking to protect their trademarks and reputation. These companies also have the ambition to be able to perform more automated tests or release finished product batches more quickly,
  - the development of new "on demand" personalized medicine or short series treatments is sustaining demand in the biopharmaceutical industry due to the need for more regular and faster testing,

(1) https://amr.medtecheurope.org/documents/MedTech_Europe_HAI_Brochure.pdf

- veterinary laboratories are increasingly having to deal with antimicrobial resistance in animals and have to increasingly run infertility and emerging animal diseases diagnostic tests in livestock. Moreover, new regulations are restricting the use of antibiotics on farms,
- emerging countries want to protect their consumers and export their own food production. As a result, they are strengthening their food safety testing requirements,
- end consumers are demanding increasingly higher standards when it comes to the quality of the food, pharmaceuticals and cosmetics that they buy.

Conversely, **some economic factors may impact growth in the market:**

- chronic deficits, the excessive indebtedness of healthcare systems, and economic and monetary crises are leading to austerity measures (lower reimbursements, reduced capital expenditure, streamlining of the management of reagent inventories, etc.);
- the introduction of new tests and their reimbursement requires an evaluation of their cost/benefit ratio. These evaluation processes are still complex and rather informal, and represent an opportunity to better demonstrate the value of *in vitro* diagnostics tests;
- the emerging countries are traditionally markets where equipment sales represent a larger share, for which revenues are more irregular, and are characterized by a growing consumption of reagents; furthermore, these countries are becoming increasingly price-sensitive. These countries can also experience significant currency fluctuations;
- for several years, the consolidation of clinical laboratories, both in hospitals and commercial laboratories, has been materializing. This movement has been developing at different rates depending on the country. This consolidation strengthens the negotiating power of customers and brings new interlocutors into the process of purchasing an *in vitro* diagnostics system, such as hospital managers and specialized buyers, which could negatively impact the level of prices charged by market stakeholders;
- regulatory requirements are increasing (see Section 2.2.3.2).

1.2.1.5 The main stakeholders

Increasing R&D costs related to innovation, consolidation of the customer base, the need for broader product lines, as well as critical mass considerations are leading stakeholders in the *in vitro* diagnostics market to continue their collaboration and partnerships. In addition, this market has attracted several new stakeholders.

The *in vitro* diagnostics market remains highly concentrated. The Company estimates that the 15 largest stakeholders in the market for *in vitro* diagnostics currently constitute 65% of the worldwide market (including diabetes tests). These are the large pharmaceutical Groups (Abbott, Roche) or diversified conglomerates (Becton Dickinson, Danaher, Siemens Healthineers and Thermo Fisher), or specialized companies (bioMérieux, Diasorin, Hologic, QuidelOrtho, Qiagen and Revvity).

Based on its 2023 sales, bioMérieux ranks itself in sixth place in the *in vitro* diagnostics market. This ranking reflects the specialized nature of the Company's business; with it not being present in either diabetes testing or clinical chemistry testing.

1.2.1.6 The public health challenges of antimicrobial resistance

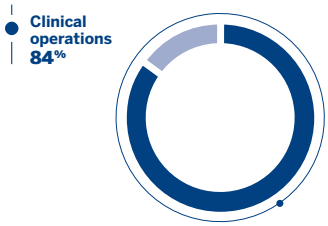
The public health challenges of antimicrobial resistance and the implementation of antimicrobial stewardship policies are discussed in Section 3.4.1.

1.2.2 General presentation of the Company

1.2.2.1 Areas of expertise

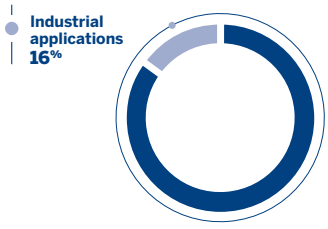
bioMérieux designs, develops, produces and markets systems that are used in two fields:

Clinical applications



From a biological sample (blood, saliva, urine, etc.), these systems make it possible to diagnose mainly infectious diseases. As a specialized stakeholder, bioMérieux ranks sixth worldwide in *in vitro* diagnostics, but is the world leader in clinical microbiology and syndromic molecular diagnostics of infectious diseases. The Group's historic and priority activity focuses on the diagnosis of infectious diseases: bacterial infections (such as staphylococcus), parasitic infections (such as toxoplasmosis) and viral infections (such as influenza).

Industrial applications



These systems enable microbiological control of production or the production environment, mainly in the food, pharmaceutical and cosmetic industries. bioMérieux is one of the global leaders in this sector.

Each of these two areas has its own management, the managers of which sit on the Executive Committee (see Section 4.2.1).

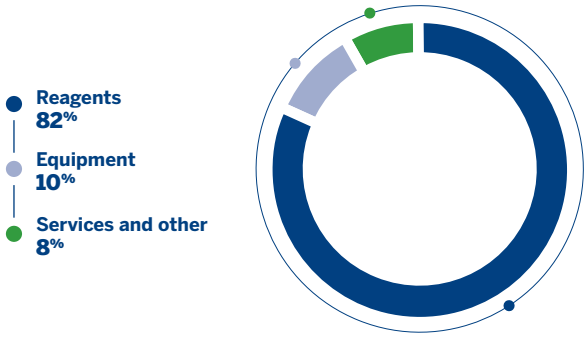
Given the current market, the Company believes that it is important to master three complementary techniques in order to successfully compete in the targeted areas:

- **microbiology**, which is based on culturing biological samples, identifying microorganisms and measuring their antimicrobial resistance;
- **immunoassays**, based on the principle of immunological reaction, to identify or quantify the presence of antigens and/or antibodies in a sample;
- **molecular biology**, which is based on the detection of genetic sequences of DNA or RNA characteristic of a pathogen to identify bacteria, viruses, fungi and parasites.

The Group's diagnostics line is made up of equipment, reagents and services (ERS):

- equipment (also referred to as instruments, platforms or automated analyzers) are used to conduct automated tests in series or individually. It is primarily closed systems, i.e., only specifically developed reagents can be used. Instruments are either sold or provided to customers for use on their premises under an agreement to purchase a minimum volume of reagents and consumables, under terms designed to cover the depreciation and financing of the instrument. In certain markets, instruments may also be leased to customers. Instruments that are sold or provided to customers are accompanied by services which include the installation and servicing of the instrument, as well as user training. Instruments are integrating software and expert systems for managing analyses and interpreting results;
- reagents and consumables are used to carry out biological tests, in order to perform screening, diagnostic assistance, prognosis and treatment monitoring;
- related services such as the installation and maintenance of instruments, user training or the audit of laboratory workflows.

BREAKDOWN OF 2023 SALES BY ERS



bioMérieux's business therefore involves integrating highly diversified technologies covering biology, instrumentation and engineering, as well as IT and data processing. This integration can often be complex, as it entails verifying the essential compatibility of the various components, monitoring overall coherence, adhering to the different standards applicable in each field, and respecting quality and cost objectives as well as deadlines for the provision of solutions.

1.2.2.2 Geographical presence and commercial network

The Company markets its products in over 160 countries through a network of international subsidiaries and distributors.

In its subsidiaries, sales and marketing forces are specialized by clinical or industrial application. In certain markets, clinical applications sales forces can be dedicated to certain product ranges. Likewise, the industrial applications sales forces are becoming increasingly specialized to meet customer needs in the pharmaceutical and food sectors. The Company has a strong presence across all continents through independent distributors. These distributors are primarily chosen based on their ability to maintain a strong brand awareness with regard to the Group's products and to comply with legal restrictions in terms of traceability and after-sales services (technical personnel, training, availability of spare parts). They are generally major players in the health field in their countries and are often exclusive in the diagnostics field, subject to the applicable laws.

In certain especially large emerging countries, such as China, Russia or India, the Company's subsidiaries may lead a network of local distributors. This organization, consistent with local distribution practices, allows the Company to sell its product ranges in a large part of these territories.

1.2.2.3 Group Customers

Clinical market

The organization of the *in vitro* diagnostics sector varies considerably from country to country, depending on the structure of the healthcare system itself. This structure is a combination of variable balances between public and private actors. The Company primarily sells its products to hospital and commercial clinical laboratories. To a lesser extent, the Group's customers include distributors, blood banks, the point-of-care market (including hospital emergency rooms) and physicians (physician office laboratories or POLs). The Group does not sell products to patients themselves.

The Company's molecular biology solutions cover extraction, amplification and detection. New and innovative technologies now offer a syndromic approach, making it possible to detect several pathogens simultaneously. BIOFIRE® FILMARRAY® and BIOFIRE® SPOTFIRE® are the main ranges covering this area.

The Company's clinical microbiology offering includes systems of any capacity and is based on the concept of microbiology lab automation. It is, therefore, perfectly in line with the shift toward the consolidation of laboratories described previously (see Section 1.2.1.4). Moreover, the Company is continuously developing its commercial offering by integrating its services and offering high added value comprehensive solutions (medical and/or economic). In the immunoassay field, the VIDAS® platform is suitable for decentralized laboratories and high medical value tests.

Industrial applications

The Group's customers are either quality control laboratories of large industrial food, pharmaceutical and cosmetics groups, or independent laboratories to which such industrial quality control is outsourced. In addition, with the development of the fight against healthcare-associated infections, the Company targets hospitals as industrial customers for the installation of disinfection and monitoring systems.

1.2.2.4 Competition

Clinical market

In the infectious disease segment, the Company is one of the few players to have access to all the technologies used (microbiology, immunoassay and molecular biology). Its competitors differ according to the technology in question. The Company believes that its expertise in these complementary technologies gives it a significant competitive advantage:

- in clinical microbiology, as estimated internally and by IQVIA MedTech, an independent consultant specialized in *in vitro* diagnostics, the Company's market share is around 40%, putting it in the leading position worldwide. This market is estimated at about €3 billion and grew by 12% in 2022. It has historic growth of around 5–6% a year outside the period of the COVID-19 pandemic. Other significant stakeholders in this market include Becton Dickinson, Danaher and Thermo Fisher. The line between technologies is becoming increasingly porous; start-ups offering identification technologies and/or rapid antimicrobial susceptibility testing (AST) based on molecular biology approaches are emerging, and stakeholders in the field of molecular biology are offering an increasing number of tests for the rapid identification of bacteria;
- in immunoassay, large diversified pharmaceutical groups (Roche, Abbott, Siemens Healthineers and Danaher) are dominant. Among specialized stakeholders, the main competitors include Bio-Rad and DiaSorin. According to its internal estimates, the Company holds a market share of around 1%. It is strengthening its position as a specialized stakeholder thanks to VIDAS® KUBE™, the most recent generation of its VIDAS® automated system, to its range of high medical value tests and to its establishment in emerging countries;
- in molecular biology, the market leader is Roche. The major stakeholders are Abbott, Becton Dickinson, Danaher (Cepheid), Hologic, Qiagen, Revvity, Seegene and Siemens. The use of molecular biology has been massive during the period of the COVID-19 pandemic, especially tests using PCR technology. This market can be divided into three segments according to the number of pathogens that can be detected by the platforms with a single test: monoplex (a single pathogen), lowplex (≤ five pathogens) and multiplex. bioMérieux mainly offers a syndromic multiplex product with the BIOFIRE® system, which brings a new standard in diagnosis of infectious diseases. Interest in multiplex testing has increased in the past few years both for healthcare professionals and for stakeholders in the diagnostics market. At the end of 2022, the Company estimates its market share in this segment at approximately 70% with the BIOFIRE® range. In 2023, bioMérieux extended its syndromic testing technology to local facilities, closer to the patient, with the new and innovative BIOFIRE® SPOTFIRE® system. This solution, accredited by the FDA, makes it possible to care for patients suspected of respiratory infections by delivering their results during an office visit and in approximately 15 minutes. The Company is also present in the extraction field with EMAG®, the new generation of its automated NUCLISENS® EASYMAG® system.

Industrial market

In the industrial microbiology market, which remains relatively fragmented, the Company considers itself one of the world leaders. Based on its internal studies, it evaluates its market share to be around 20%.

The other significant stakeholders are Merck Millipore, Charles River, EW Group, Thermo Fisher, Neogen/3M and Becton Dickinson and a number of smaller companies in niche segments.

1.2.3 Group products

bioMérieux develops complete offers and specific product lines in order to respond to public health challenges.

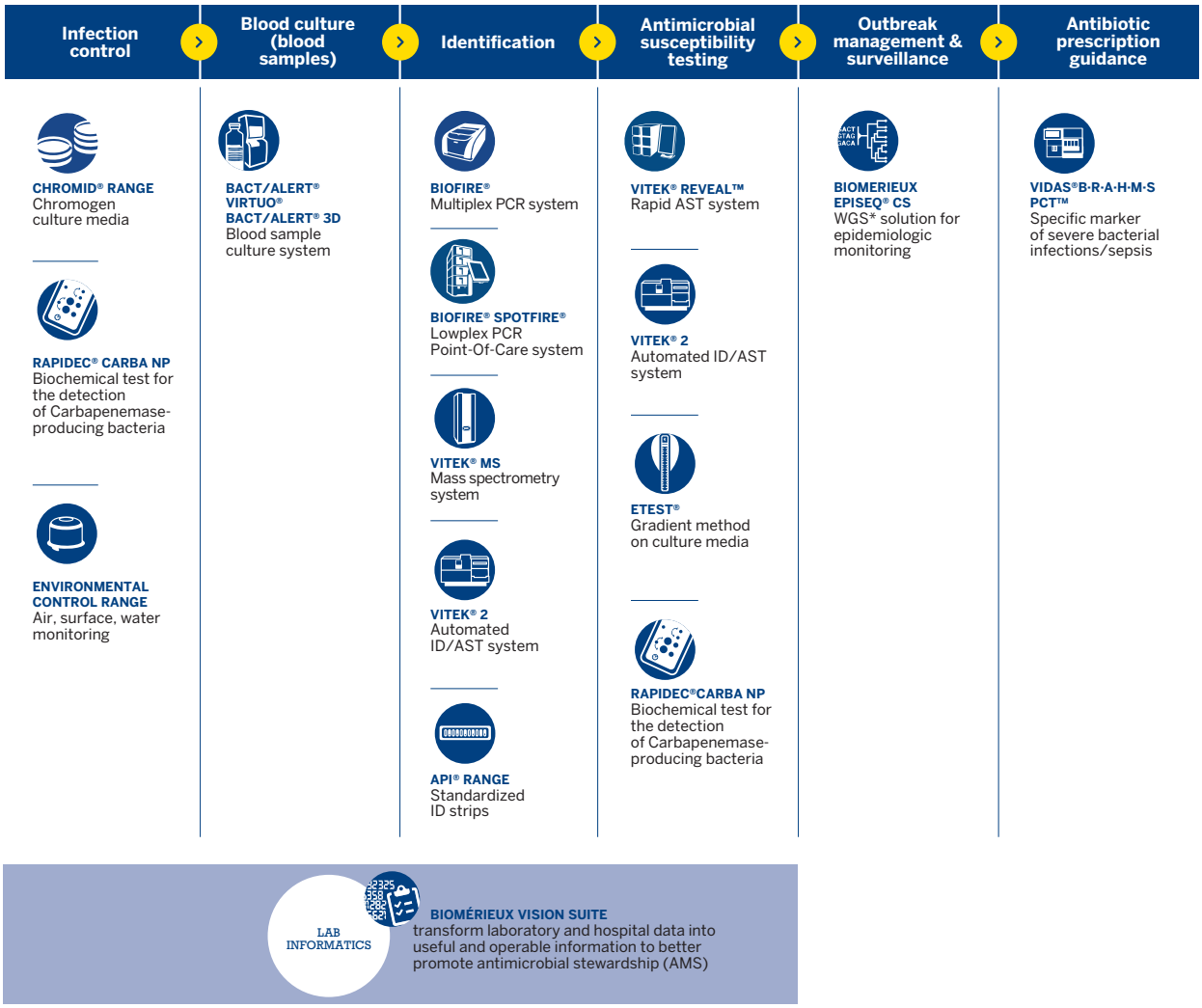
The Company has implemented a global marketing strategy. Its various systems are marketed under identical trademarks worldwide. The product portfolio is also tailored to specific regional and local needs and its rationalization is continuously assessed.

1.2.3.1 Responding to public health challenges: comprehensive solutions

Specific solutions for combating antimicrobial resistance

bioMérieux is a key stakeholder in the fight against antimicrobial resistance (see Section 3.4.1). The Company's products cover the full range of public health stakeholder needs.

BIOMÉRIEUX SOLUTIONS FOR COMBATING ANTIMICROBIAL RESISTANCE

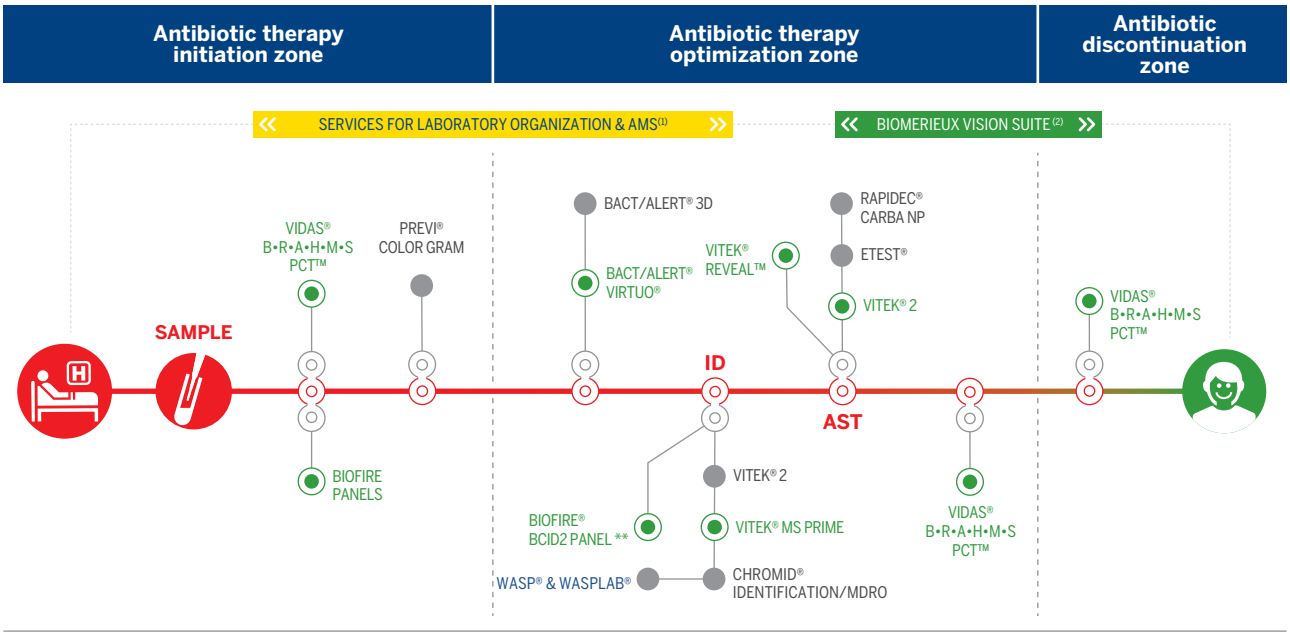


* *Whole Genome Sequencing: Sequencing the entire genome.*

Specific solutions for combating sepsis

bioMérieux has a long standing commitment to sepsis control (see Section 3.4.1) and has a comprehensive "sepsis solution" offering.

BIOMÉRIEUX SOLUTIONS FOR COMBATING SEPSIS



Main hub stations

* *Gastrointestinal, joint infections, Meningitis/Encephalitis, Pneumonia & respiratory infections.*

** *including MDRO*

(1) *AMS: Antimicrobial Stewardship*

(2) *MAESTRIA™*
CLARION™ - LAB ANALYTICS
BIOFIRE® SYNDROMIC TRENDS
BIOFIRE® FIREWORKS™
BIOMERIEUX EPISEQ® CS

1.2.3.2 Description of the main ranges

BIOFIRE®

Expertise Molecular biology — **Technology RT-PCR** [a]

Customers: Clinical, Industry

Type of product: Reagents, Instruments, Software, Services

REAGENTS

FILMARRAY® 2.0

FILMARRAY® TORCH®

SPOTFIRE®

Objective	To simultaneously identify, using a single test, or panel, the pathogens (bacteria, viruses, parasites, fungi, yeast) that most frequently cause an infectious syndrome through the detection of specific genetic DNA or RNA sequences.	
Characteristics	**Easy to use:** The sample can be prepared for analysis in under two minutes, and it does not require any particular molecular biology skills. No intervention from the laboratory technician once the analysis is launched until the result is received (sample-to-answer). **Fast:** analysis time of approximately one hour depending on the panels. **Complete:** a line of six panels to identify more than 170 targets.	**Easy to use:** The sample can be prepared for analysis in under two minutes, and it does not require any particular molecular biology skills. **Very fast:** analysis time of approximately 15 minutes with all respiratory panels.

Portfolio	**Reagents:**
	• Respiratory infections:
	  ◦ BIOFIRE® Respiratory 2.1 plus Panel (23 pathogens including SARS-CoV-2);
	  ◦ BIOFIRE® FILMARRAY® Pneumonia *plus* Panel (34 targets, including 27 pathogens and 7 resistance genes).
	• Blood infections: BIOFIRE® Blood Culture Identification 2 Panel (43 targets, including 33 pathogens and 10 resistance genes).
	• Gastrointestinal infections: BIOFIRE® FILMARRAY® Gastrointestinal Panel (22 pathogens).
	• Central nervous system infections: BIOFIRE® FILMARRAY® Meningitis/Encephalitis Panel (14 pathogens).
	• Joint infections: BIOFIRE® Joint Infection Panel (39 targets, including 31 pathogens and eight antimicrobial resistance genes).
	Variants of these six panels are available, to meet certain regional and local regulatory constraints.
	Instruments:
	• BIOFIRE® FILMARRAY® TORCH System: modular and scalable. The basic configuration with two modules is able to test 58 samples/day[b] and may be extended to 12 modules, which can process 351 samples/day[b].
	• BIOFIRE® FILMARRAY® 2.0: available on the industrial market with the BIOFIRE® MYCOPLASMA test, an innovative test for detecting mycoplasmas in biopharmaceutical products.
		Reagents:
		• Respiratory infections:
		  ◦ BIOFIRE® SPOTFIRE® Respiratory (R) Panel
		  ◦ BIOFIRE® SPOTFIRE® Respiratory (R) Panel Mini
		  ◦ BIOFIRE® SPOTFIRE® Respiratory/Sore Throat (R/ST) Panel
		Instrument:
		• BIOFIRE® SPOTFIRE® System: designed for point-of-care use, to be as simple as possible with its intuitive and secure software and small footprint. It is scalable, with one to four stackable modules that allow testing of up to 104 samples/day[c].

(a) *Reverse-Transcriptase polymerase chain reaction.*
(b) *24 hours.*
(c) *8 hours.*

VITEK® 2

Expertise Microbiology (Identification & antimicrobial susceptibility testing (AST))

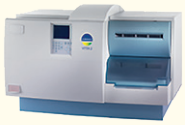
Technology Colorimetry and turbidimetry

Customers Clinical, Industry

Type of product Reagents, Instruments, Software, Services

REAGENTS

VITEK® 2 COMPACT



VITEK® 2

VITEK® 2 XL

Objective	To automatically identify bacterial species. To test their resistance to various antimicrobials to obtain a specific antimicrobial susceptibility testing (AST) to adjust patient treatment.
Characteristics	**Automated:** Its design ensures an optimized laboratory workflow; fewer repetitive tasks, improved security, maximum standardization and shorter turnaround times for the production and generation of reports. **Ready-to-use reagents:** Once the consumable is loaded, the inoculation, incubation and reading of each card is managed by the system without any intervention by the laboratory technician. **Expert software for interpreting results:** bioMérieux has integrated into its VITEK® 2 system the Advanced Expert System (AES™), which automatically validates each antimicrobial susceptibility testing (AST) result. In an optimized time frame, it gives a precise phenotype profile of the mechanism(s) of microbial resistance for each isolate tested.
Portfolio	**Reagents:** VITEK® 2 enables the identification of more than 450 bacteria or molds and tests their resistance to over 170 antibiotics. **Instruments:** • VITEK® 2 Compact has a capacity of 15, 30 or 60 cards; • VITEK® 2 has a capacity of 60 cards; • VITEK® 2 XL has a capacity of 120 cards. The VITEK® 2 system can be used for identification and antimicrobial susceptibility testing (AST). For a faster identification (in a few minutes), VITEK® MS or VITEK® MS PRIME can be used in combination with VITEK® 2. This configuration is fully and transparently integrated by MAESTRIA™, next-generation middleware (see page 37 BIOMERIEUX VISION SUITE) for automated and optimized transfer of identification and antimicrobial resistance results to the laboratory information system.
Other information	VITEK® 2 is the market leader in automated identification and antimicrobial susceptibility testing (AST). The VITEK® range is also used by industrial customers in the food industry and in the pharmaceutical and cosmetic fields, which have to identify pathogens present in products or in the production environment. In the veterinary field, VITEK® solutions make it possible to identify and perform antimicrobial susceptibility testing (AST) on bacteria responsible for diseases in animals.

VITEK® REVEAL™

Expertise Microbiology (Rapid AST)

Technology Volatile Molecule Detection

Customers Clinical

Type of product Reagents, Instruments, Software, Services

REAGENTS

VITEK® REVEAL™ SEALER

VITEK® REVEAL™

Objective	Fast AST from positive blood cultures. The technique relies on very sensitive detection of bacterial growth using nanopore biosensors which detect the emission of volatile organic particles released during bacterial growth.
Characteristics	**Fast:** results in five and half hours on average from a blood culture positive for Gram-negative bacteria. **Impactful:** wide coverage of antibiotics for Gram-negative bacteremia. Allows faster targeted antimicrobial therapy with results in real time for minimum inhibitory concentration (MIC)[(a)] and the Sensitive, Intermediate and Resistant (S/I/R)[(b)] category. **Integrated** into bioMérieux's sepsis solution (BACT/ALERT® VIRTUO, VITEK® MS PRIME, BIOFIRE® BCID2 and VITEK® 2). The MAESTRIA™ middleware is a key integrated asset of bioMérieux's sepsis solution for automated and optimized transfer of antimicrobial resistance results to the laboratory information system.
Portfolio	**Reagents:** • VITEK® REVEAL™ Panel AST: panel containing 23 antibiotics making it possible to establish the antimicrobial susceptibility for 176 bacterium/antimicrobial combinations. • VITEK® REVEAL™ Sensor: microfilm comprising nanopore biosensors making it possible to detect organic volatile compounds released during bacterial growth that occurs in the AST panel. **Instruments:** • VITEK® REVEAL™ SEALER: this instrument makes it possible to seal the Sensor onto the AST panel. • VITEK® REVEAL™: this instrument makes it possible to incubate and read the panels. Integrated software interprets the analysis result and generates analysis reports. One module has the capacity to process four samples simultaneously. To carry out a fast identification, VITEK® MS, VITEK® MS PRIME or BIOFIRE® BCID2 can be combined. This configuration is fully and transparently integrated by MAESTRIA™.

(a) Minimum antibiotic concentration necessary for neutralizing the bacterium.
(b) Sensitive: the usual dose necessary to kill the bacterium can be administered in humans | Intermediate: the antibiotic efficacy is unpredictable. The result obtained is not predictive of therapeutic success | Resistant: the necessary dose is too high to be supported in humans.

VITEK® MS/VITEK® MS PRIME

Expertise Microbiology (Identification)

Technology MALDI-TOF [(a)]

Customers Clinical, Industry

Type of product Reagents, Instruments, Software, Services

VITEK® MS-DS

VITEK® MS

VITEK® MS PRIME

Objective	To identify bacteria in a few minutes using mass spectrometry technology that relies on differences in mass. This technology relies on the difference in mass among the constituents of a bacterium to determine a unique signature to identify it.
Characteristics	**New generation of mass spectrometry:** VITEK® MS PRIME integrates new, innovative functions such as slide loading and prioritization. These functions lead to enhanced optimization of the laboratory workflow. **Simple and secure workflow:** Rationalized sample preparation and practical kits with reliable, effective inactivation and extraction protocols. The VITEK® MS PRIME system is a new, more compact, system that can be used on the benchtop to improve laboratory productivity. **Rapid, robust and precise identification** at the species level, the genus or the group in a few minutes. **Integration with antimicrobial susceptibility testing (AST):** Seamlessly integrates the identification results with the results from VITEK® 2 thanks to an optimized configuration and turnaround time.
Portfolio	More than 15,000 different strains in the database, taking into account the diversity within a specific species for increased precision. In addition, specific kits necessary for sample preparation are available for Mycobacterium/Nocardia and for molds. VITEK® PICKME™ optimizes and homogenizes the deposition of samples on the VITEK® MS and VITEK® MS PRIME matrices.
Other information	This bacterial identification technique is particularly suited to laboratories processing large sample volumes. They can obtain quick results at an attractive cost. However, MALDI-TOF mass spectrometry cannot perform antimicrobial susceptibility testing (AST).

(a) Matrix Assisted Laser Desorption Ionization-Time Of Flight.

BACT/ALERT®

Expertise Microbiology (Blood culture)

Technology Colorimetry

Customers Clinical, Industry

Type of product Reagents, Instruments, Software, Services

BACT®/ALERT FAN PLUS® REAGENTS

BACT/ALERT® VIRTUO® (HERE WITH AN ADDITIONAL MODULE) AND BACT/ALERT® 3D

Objective	To culture and detect microorganisms (bacteria, fungi/yeast, mycobacteria) in the blood and other normally sterile bodily fluids, as well as in biopharmaceutical and cell therapy product samples. This step is the key entry point for care of patients suspected to have sepsis.
Characteristics	**Fully automatic loading and unloading:** Reduction of manual tasks and economic optimization. The entirely closed system provides better temperature control. **Detection of blood level:** Measures the volume of blood added to each bottle when loading so as to immediately alert the laboratory if new samples need to be taken, and checks the quality of blood collection practices with traceability at patient sample level. **Advanced detection algorithms:** Detect positive samples more quickly, enabling an accelerated optimization of patient treatment.
Portfolio	**Reagents:** Unbreakable multilayer polycarbonate bottles • BACT/ALERT® FAN® PLUS bottles containing polymer beads for the effective neutralization of antibiotics that may be circulating in patients' blood. • BACT/ALERT® FAN® bottles neutralize antibiotics using activated charcoal. • BACT/ALERT® standard bottles without antibiotic neutralization. • BACT/ALERT® MP bottles for the detection of pulmonary tuberculosis. • BACT/ALERT® iAST/iNST bottles for industrial application for microbial growth in aerobic and anaerobic media. • BACT/ALERT® IFA PLUS/IFN PLUS bottles for industrial application for effective neutralization of antimicrobials in complex matrices. • BACT/ALERT® ILYM for yeast and mold. **Instruments:** • BACT/ALERT® 3D (120 Combo and 240), first-generation instrument, flexible, easy-to-use and modular, with a usable capacity of 120 to 1,440 positions. • BACT/ALERT® VIRTUO®, next-generation instrument with a 428-bottle capacity, able to connect up to three additional modules for a total capacity of around 1,700 and a single user interface.
Other information	For industrial applications, the range of BACT/ALERT® systems is used for controlling the sterility of biopharmaceutical products, for the microbiological control of beverages and for the quality control of blood products, and more specifically platelets, for which BACT/ALERT® is the most used detection method throughout the world.

BIOMÉRIEUX VISION SUITE

Expertise Microbiology

Customers Clinical, Industry

Type of product Software

MAESTRIA™	CLARION™	EPISEQ®	BIOFIRE® SYNDROMIC TRENDS
Objective	All of the software allowing consolidation of hospital and laboratory data. This software provides relevant and actionable information to support diagnosis and clinical decision making.		
Characteristics	The product line is built around three pillars: • Middleware addresses laboratory management and optimization needs; • Analytics provides health data management tools; • Decision support makes it possible to optimize antimicrobial stewardship[a] and infection control programs.		
Portfolio	**MAESTRIA™:** Middleware product in the form of a web application, connected to the LIS[b] and accessible from any work station in the laboratory. This new generation of business software for the microbiology laboratory makes it possible to consolidate the results of the instruments used, such as VITEK® 2, VITEK® MS, VITEK® MS PRIME and BACT/ALERT® VIRTUO, BACT/ALERT® 3D as well as non-bioMérieux systems. MAESTRIA™ also makes it possible to enter the results of manual tests such as ETEST® as well as the gram staining result. MAESTRIA™ can both control and improve analyses using dashboards, as well as monitor infections and resistance using statistical and epidemiological tools.	**CLARION™:** Analytical product in the form of software as a service (SaaS) solution designed for users outside of the laboratory. It provides hospitals with useful data and information dashboards to support and improve antibiotic stewardship programs[a] and highlight the value of diagnostics.	**EPISEQ®:** Next-generation sequencing (NGS) data analysis solution to support diagnostic decisions. The product line is built around three products: EPISEQ®CS (epidemiological monitoring of bacterial infections), EPISEQ®16S (metagenomics) and EPISEQ®SARS-CoV-2 (COVID-19 epidemic monitoring with identification of variants).	**BIOFIRE® SYNDROMIC TRENDS:** Cloud option for collecting and sharing BIOFIRE® test results from hospitals. It enables its users to see, in real time, the epidemiological trends related to the circulation of pathogens at local, regional, national or global levels and to put the results obtained into context.

(a) Appropriate use of antimicrobials (also called antimicrobial stewardship (AMS)).
(b) Laboratory Information System = Administrative software package running the main processes of a clinical laboratory.

CULTURE MEDIA AND ASSOCIATED INSTRUMENTS

Expertise Microbiology (Culture)

Customers Clinical, Industry

Type of product Reagents, Instruments, Software, Services

CULTURE MEDIA (PETRI DISHES)

PREVI® COLOR GRAM

WASP®

3P STATION

WASPLAB®

Objective

To culture bacteria and isolate colonies.

To identify bacteria and resistance mechanisms using the CHROMID® range.

To culture and detect microorganisms present in the environment.

To maximize operational efficiency and reliability of data integrity/traceability.

Portfolio

Culture media:

Broad range (more than 100 references available in the form of Petri dishes, tubes and bottles), in particular conventional or chromogenic ready-to-use (RTU) media.

CHROMID® range of chromogenic media: simultaneous isolation and identification of target microorganisms (e.g. *Clostridioides difficile*, *E.coli*, *Salmonella*, etc.), including resistant bacteria responsible for healthcare-associated infections (HAI) (e.g. MRSA, CARBA, OXA-48, Colistin R, etc.).

Bi-plate range: (smart) combination of two culture media in a single plate making it possible to obtain two pieces of information in one reading (CHROMID® CARBA SMART, CHROMID® SMART MRSA/S. aureus), as well as equipment for laboratory environmental control.

Specific media in the field of industrial applications, for the control of microorganisms in food, pharmaceutical and cosmetic products, and environmental monitoring suited to the pharmaceutical sector.

PREVI® COLOR GRAM: automated system for staining samples on slides according to the gram staining technique (categorization of bacteria into two groups according to their membrane and wall characteristics).

RAL TB STAINER: automated system for staining samples on slides using bath technology for detecting bacilli responsible for tuberculosis.

3P® ENTERPRISE: high-performance culture media with a unique identifier, the Locksure® closing system and transparent design (3P® Smart Plates), digitalization of the environmental control process, services product suitable for a complete solution for environmental control management (3P® CONNECT), and automation of incubation and plate reading (3P® STATION).

Instruments (distribution contract with the Italian company Copan):

- WASP®, automated system for inoculating clinical samples onto culture media (tubes, Petri dishes);
- WASPLab®, an intelligent incubation system providing high-resolution images of the culture media and improving the speed, interpretation, reliability and accessibility of the results.

Other information

Artificial intelligence software (PhenoMATRIX™) is integrated into WASPLab®. It enables the analysis and automatic sorting of agar plates incubated in WASPLab® using the combination of patient data and the analysis of images using highly efficient algorithms.

An additional module to WASPLab®, Colibrí, enables the automation of colony picking, the preparation of targets for identification by VITEK®MS or VITEK®MS PRIME, and preparation of the suspension for performing antimicrobial susceptibility testing (AST) with VITEK® 2.

VIDAS®

Expertise Immunoassay

Technology Enzyme Linked Fluorescent Assay

Customers: Clinical, Industry

Type of product: Reagents, Instruments, Software, Services

REAGENTS

VIDAS 3®

VIDAS®

VIDAS® KUBE™

Objective	To detect and quantify molecules of biological interest (hormones, tumor markers, antigens or antibodies) for the diagnosis or monitoring of human diseases, animal health, and for testing food and pharmaceutical products. Detection is carried out by reading a fluorescent signal emitted when an antibody-antigen complex is formed.
Characteristics	Recognized robustness and reliability (TMEP[(a)] VIDAS® KUBE™ approximately 400 days and VIDAS 3® more than 500 days). VIDAS® can perform up to 36 tests/hour.
Portfolio	Extensive menu of parameters that fulfills the requirements of each type of customer: • **clinical applications**: More than 70 tests distributed over the following product lines: Emergencies (cardiology, sepsis), Infectious Diseases (HIV, hepatitis, serological monitoring of pregnant women) and Immunochemistry (thyroid function, fertility, bone and mineral metabolism and tumor markers); • **industrial applications:** Tests for detecting pathogens commonly implicated in food contamination, notably *Escherichia coli* O157 (including H7), *Salmonella*, *Listeria* and *Campylobacter*.
Other information	VIDAS® is used: • as a complementary platform for innovative, high medical value tests in consolidated central laboratories; • as a platform for routine testing in unconsolidated laboratories. In 2023, the Company launched VIDAS® KUBE™, the new VIDAS® instrument combining flexibility and simplicity to respond to constant developments in laboratories. In 2020, bioMérieux developed anti-SARS-CoV-2 IgM and anti-SARS-CoV-2 IgG serological tests in response to the COVID-19 pandemic. In 2021, a new, semiquantitative VIDAS® SARS-CoV-2 IgG-II test (US excluded) was also developed. In early 2021, bioMérieux also launched the following tests: • VIDAS® NEPHROCHECK® for the detection of acute kidney injury; • VIDAS® TB IGRA for the diagnosis of latent tuberculosis from a blood sample; • VIDAS® DENGUE Panel, for complete diagnosis of dengue, composed of three serological tests (NS1: viral marker/IgM/IgG); • VIDAS® CHIKUNGUNYA IgG and IgM to complete the arbovirus detection test panel; • VIDAS® TBI (GFAP, UCH-L1), to better assess patients with mild traumatic brain injury, including concussion cases.

(a) Mean time between failures = Arithmetic mean of the time of operation between failures in a system.

1.2.3.3 Other product ranges marketed

MOLECULAR BIOLOGY

Monoplex PCR tests: ARGENE® range

The ARGENE® range is composed of open tests, tests that can be done by any type of laboratory using PCR tests. Compatible with the majority of nucleic acid extraction and amplification platforms on the market, they provide a result in four hours and make it possible to test samples from a large number of patients at once.

The ARGENE® range provides PCR tests for diagnosing viral respiratory diseases.

In 2023, bioMérieux launched a PCR test to simultaneously detect and differentiate between COVID-19, influenza and bronchiolitis.

Moreover, the ARGENE® range provides a complete menu for monitoring patients after organ and bone marrow transplant. These PCR tests make it possible to monitor viruses involved in infections in transplant patients, especially cytomegalovirus (CMV), Epstein Barr virus (EBV), adenovirus, enterovirus, and herpes virus. bioMérieux also invests in developing future biomarkers: the Torque Teno virus (TTV) PCR test provides a unique response in monitoring immunity in transplant patients. Finally, the ARGENE® range helps to provide a rapid response to emerging pathologies. For example, in 2023, bioMérieux a marketed an ARGENE® test to detect monkeypox virus.

A product for automation of the molecular biology laboratory and extraction: NUCLISENS® range

For DNA and RNA extraction, bioMérieux offers the EMAG® system (48 extractions/90 minutes). This system offers an extraction flexibility making it possible to process samples of very diverse natures.

During the COVID-19 pandemic, these systems have been widely used by laboratories to extract SARS-CoV-2 RNA in order to perform PCR testing in a second step.

The product range is supplemented by ESTREAM®, an automated preparation station for samples to process PCR tests. This solution can optimize the analysis flows and improve standardization in molecular biology laboratories, with the aim of improving the quality of results provided to clinicians.

Detection of microorganisms for the food industry: GENE-UP® and VERIFLOW® ranges

Intended for stakeholders in the food industry, GENE-UP® enables microbiological testing to be carried out on food, raw materials and the production environment. This innovative solution considerably simplifies laboratory flows.

GENE-UP® enables the detection of the most frequently sought pathogens in the food chain, whether they be bacterial (*Salmonella*, *Escherichia coli* O157:H7, *Listeria* spp, *Listeria monocytogenes*, EHEC, Cronobacter) or viral (Norovirus GI, Norovirus GII, Hepatitis A and Hepatitis E).

GENE-UP® also comprises a range dedicated to microbiological control of beverages such as fruit juice, beer and wine.

The VERIFLOW® range offers innovative solutions to detect pathogens and other contaminants in food and beverages (beer, wine, poultry, fruit juices, nutraceuticals). It is very simple to use and does not require sophisticated laboratory infrastructure.

MICROBIOLOGY

Manual measurement of the minimum inhibitory concentration (MIC) of an antibiotic: ETEST® range

ETEST® is a technique for diffusion in an agar medium enabling the minimum inhibitory concentration (MIC) of an antibiotic to be measured. ETEST® is useful to guide antibiotic therapy by measuring the sensitivity of microbes to antibiotics and detecting resistance mechanisms. This technique is perfectly adapted to rarer bacteria, or those with difficult growth, and supplements the VITEK® offer. It enables the sensitivity testing of a newly marketed antibiotic before it is included in the VITEK® cards, and the adding of a test for a particular antibiotic for which more detailed information is necessary.

In 2022, ETEST® FOSFOMYCIN (redevelopment) was launched for all markets (United States and outside the United States).

The agar media necessary for measuring the minimum inhibitory concentration (MIC) of an antibiotic were developed and/or validated so as to facilitate the use of ETEST®.

In 2021, the amoxicillin/clavulanic acid ETEST® was launched.

Identification of bacteria and manual antimicrobial susceptibility testing: API®, ATB™ and RAPIDEC® CARBA NP ranges.

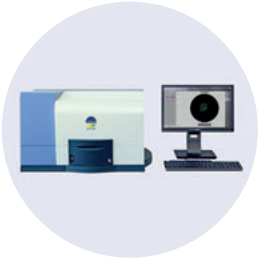
API® analytical profile indices are recognized as global leaders in the manual identification of bacteria. The API® product line is also used by industrial customers.

The Company has developed ATB™ New, a semi-automated instrument for emerging countries which includes analytical profile indices and antimicrobial susceptibility testing (AST) compliant with Clinical and Laboratory Standards Institute (CLSI®) guidelines.

bioMérieux also offers a simple solution to quickly and economically detect or confirm the production of carbapenemases by Gram-negative bacilli using RAPIDEC® CARBA NP.

Solution for quantitative microbiological quality control: BIOBALL® range

Companies and pharmaceutical laboratories must test and ensure the quality and safety of their products. BIOBALL®, which contains a precise number of microorganisms, can be added directly to samples of media or matrices, and thus control the fertility of these media.



Rapid microbiology instruments using cytometry: CHEMUNEX® range

CHEMUNEX® cytometry analyzers are based on a technology combining a fluorescent viability marker and detection by laser beam. They are an alternative to the traditional culture of microorganisms in a Petri dish and can provide results extremely quickly and reliably for food, cosmetic, and pharmaceutical groups.

This line can be used for the accelerated release of batches before marketing finished products, as well as for managing production plants. It includes the SCANRDI® and D-COUNT® instruments:

- SCANRDI® scanning cytometry equipment (also known as solid-phase cytometry) is used by the pharmaceutical industry for testing sterile medicines (e.g. injectables) or nonsterile medicines (e.g. eye lotions), as well as pharmaceutical-quality water;
- D-COUNT® flow cytometry is particularly adapted to the microbiological testing of products that are difficult to filter: dairy products, fruit juice and cosmetics.

MICROBIOLOGY

Detection of endotoxins: ENDONEXT™ range

ENDOZYME® II GO is a test for detecting endotoxins from the bioMérieux ENDONEXT™ product line, based on horseshoe crab recombinant Factor C (rFC). The rFC technology makes it possible to completely eliminate the use of horseshoe crabs, a species that is threatened in Asia and protected in the United States, whose blood is used in most tests for the detection of endotoxins currently available on the market.

This test allows for the testing of endotoxins in pharmaceutical-quality water, medicines for injection and other pharmaceutical products.

Fluorescence counting of bacteria: TEMPO® range

The TEMPO® range, which is designed for the food and cosmetics markets, offers a bacteria counting technology for production flows and finished products. This range is able to automate analyses of hygiene indicators, providing productivity gains of up to 50% and optimization of up to two days with regard to obtaining results.

It uses dehydrated culture media to facilitate storage. The TEMPO® FILLER instrument fills the cards and the TEMPO® READER instrument automates their reading. Twelve cards are available to cover the essential needs of the industry: Total Flora, Enterobacteria, *Escherichia coli*, *Staphylococcus* (coag+), Lactic bacteria, Yeasts and Molds, *Campylobacter*, Coliforms (ISO), Coliforms (BAM), *Bacillus cereus*, Challenge Test bacteria, and Challenge Test molds.

IMMUNOASSAYS

CLIA technology: Hybiome range

Through its Chinese subsidiary, Hybiome, bioMérieux markets automated medium-rate immunoassay platforms in China that use latest-generation CLIA technology and offer a menu with more than 80 parameters.

1.2.3.4 Companion diagnostic tests

The Company has set up the Companion Diagnostic program with the aim of developing "companion tests[1]," or "supportive/complementary diagnostic tests[2]," in partnership with pharmaceutical companies.

As such, in collaboration with pharmaceutical companies, bioMérieux is developing tests for its ETEST® and VITEK® 2 product lines, which aim to evaluate sensitivity to new antibiotics.

1.2.3.5 Services and solutions

In line with its strategy, bioMérieux continues to develop services in addition to its products in a solutions-based approach so as to help clinical and industrial laboratories address their current and future challenges.

Services for laboratory organization

bioMérieux offers a Lab Consultancy service, based on Lean Six Sigma which enables microbiology laboratories to obtain an objective assessment of their current performance and focus on current and future improvements, both in terms of organization and processes.

Training and education

bioMérieux offers a comprehensive range of training modules for technicians and biologists with the aim of developing their skills with regard to the routine and expert use of its products, various scientific subjects, and professional development.

Quality and compliance (accreditation assistance)

In order to support laboratories in the quality and accreditation process, bioMérieux offers method evaluation solutions to validate its products for routine use, in view of obtaining laboratory accreditation.

1.2.4 Subsidiaries, branches and minority interests

1.2.4.1 Legal organization chart of the bioMérieux Group as at December 31, 2023

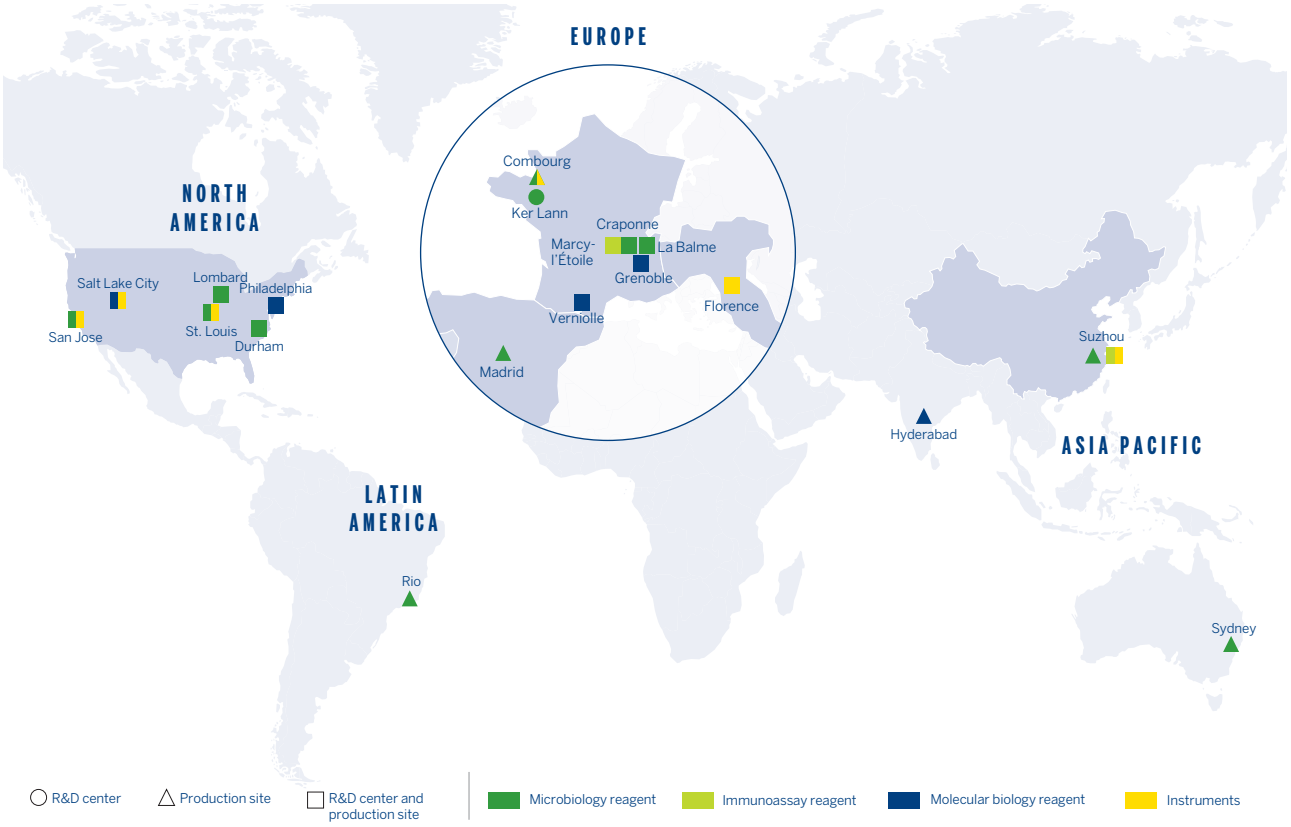
The diagram below represents the organization chart of the main companies held by the Issuer (in percentage of capital and voting rights). The vast majority of the subsidiaries mentioned below have a distribution activity (see Section 1.2.2.2); some of them also have an R&D activity (see Section 1.5.1) and/or a production activity (see Section 1.6.1).

Also, Note 3.3.3 of Section 6.2.2 shows the list of bioMérieux's subsidiaries.

(1) A companion test is a diagnostic test making it possible, through the identification of a predictive marker, to select only patients who are likely to receive the benefit of a so-called targeted therapy.
(2) Supportive/complementary diagnostic tests are used to stratify homogeneous cohorts of patients to be treated in clinical trials.

The percentage holdings are rounded to the next higher unit.

Main R&D and production sites



1.2.4.2 Miscellaneous information concerning subsidiaries and minority interests

Acquisitions and disposals of investments during the 2023 fiscal year

On October 19, 2023, bioMérieux announced the investment of £69 million in Oxford Nanopore Technologies, equaling 3.5% of voting rights of the company at October 13, 2023. It subsequently increased its investment to 6.9% for a total investment of £137 million. This company offers next-generation molecular detection technology using nanopores.

Branches and representative offices

bioMérieux does not have any direct branches. bioMérieux has a representative office in Saudi Arabia.

Equity investments

Note 3.3.3 in Section 6.2.2 and Note 34 in Section 6.1.2 give the list of equity investments.

The portfolio of listed assets held by the Company is presented in Note 7.2 of Section 6.1.2 and is not significant.

1.3 Strategy

1.3.1 Competitive advantages

The Company holds substantial assets that have enabled it to carry out its strategy and record strong performances: continuous sales growth, maintenance of satisfactory performance, and successful positioning in technologies of the future:

- majority family shareholder with long-term scientific, industrial and commercial vision;
- a high level of expertise in the diagnosis of infectious diseases, based on nearly 60 years of experience in microbiology, which is also relevant for new areas such as industrial applications and cardiac diseases;
- a broad and balanced geographic footprint for its activity, supported by a global distribution network that provides it with extensive marketing opportunities for its products, and a longstanding presence in emerging countries, enabling it to seize market growth opportunities;
- around 84% of its sales generated in three sectors where, based on its estimates, it is one of the market leaders: clinical microbiology, industrial applications, and syndromic molecular diagnostics of infectious diseases:
  - a world-leading position in clinical microbiology, an extremely broad product range that can fulfill the needs of any size microbiology laboratory, one of the most complete libraries of bacteria in existence, and unique expertise in bacteria and microbial resistance mechanisms,
  - a pioneering position in industrial microbiological testing, where the Company has one of the widest product ranges, and strong market positions,
  - a leading player in the field of syndromic molecular diagnostics for infectious diseases, thanks to the BIOFIRE® FILMARRAY® and BIOFIRE® SPOTFIRE® systems, covering upper respiratory tract infections, pneumonia, sepsis, gastrointestinal infections, meningitis and encephalitis and joint infections;
- an installed base primarily made up of closed systems, i.e., designed to only use reagents developed specifically for these instruments and sold by bioMérieux. This installed base requires organizing service activities which combine a team of maintenance engineers and application engineers, who operate in the field or remotely;
- a drive for innovation to enhance the medical value of diagnostics and laboratory efficiency, buoyed by significant R&D capital expenditure. Expressed as a percentage of sales, this capital expenditure is greater than that of any other players in the sector. This drive leads to the regular release of new, innovative products and, combined with an efficient system to track new technologies, facilitates the identification and selection of the most promising advances, particularly in the diagnosis of infectious diseases;
- a real capacity to properly manage strategic partnerships and targeted acquisitions especially thanks to a favorable financial position on the date of this document. The Company also has particular expertise in integrating the acquired companies and forming commercial and operational synergies.

1.3.2 Strategy and priorities

Despite the current uncertain economic and geopolitical context, the Company believes that clinical and industrial *in vitro* diagnostics will benefit from solid medium-term underlying growth engines. The COVID-19 pandemic has highlighted the essential role of diagnostics in infectious disease control and prevention. Moreover, better use of diagnostics can help to prevent healthcare systems incurring additional costs associated with unsuitable medical care.

bioMérieux's strategy inevitably includes a sustainability dimension to minimize the impact on global resources. This is especially reflected by the optimization of production operations, the ecodesign of the solutions portfolio and the desire to contribute to improving global health, in part thanks to the patient results provided each year, and thereby enabling more efficient healthcare systems.

In clinical microbiology, the Company believes that there are both significant barriers to entry and attractive growth opportunities. According to its estimates, the average annual growth of the market could accelerate slightly, due to the emergence of new technologies enabling faster results, and to the automation needs of laboratories wishing to optimize their workflow, standardize their processes and shorten the turnaround time for results. The global awareness of the risks related to the inappropriate use of antibiotics leading to the emergence of resistant bacteria is also a factor for market growth acceleration.

Thanks to its competitive advantages, bioMérieux is a pioneer serving public health, particularly in the fight against infectious diseases, and sets the following ambitions for itself:

- strengthening its leadership in clinical microbiology, which is a cornerstone of the fight against antimicrobial resistance. In this sense, the Company seeks to extend access to its products in the AMR field globally. Moreover, it aims to maximize the added value for its customers by combining various solutions and using IT solutions to put the results in context. Indeed, it intends to provide faster solutions to assess bacterial sensitivity and resistance to antimicrobials. AMR/AMS issues are detailed in Section 3.4.1 and the dedicated product line is described in Section 1.2.3.1;
- to consolidate its position as a pioneer and gold standard in the field of syndromic diagnosis of infectious diseases through the BIOFIRE® molecular biology range. Its strategy especially relies on the geographical rollout of this range and on maintaining the highest quality standards and an extensive test menu for the platform. Furthermore, bioMérieux is convinced of the increasing importance of molecular biology in the diagnostics arsenal of health systems and intends to consolidate its position in this key technology, both in laboratories and closer to patients, with solutions complementary to BIOFIRE®, such as the BIOFIRE® SPOTFIRE® solution, approved by the FDA in February 2023;

- to set ourselves apart in immunoassays. It intends to capitalize on its VIDAS® franchise via the launch of the next-generation platform VIDAS® KUBE™, which expands the range of tests available for this system, putting a vast choice of routine and high medical value tests on a single platform;
- to shape the future of industrial microbiology via fast and digital solutions at the cutting edge of the latest technological advances. These support pharmaceutical innovation and the improvement of patient health as well as increasing consumer safety and the productivity of its food industry customers. bioMérieux intends to digitalize quality control of its traditional sterile pharmaceutical products and market dedicated solutions in the innovative segment of cell and gene therapies. The Company also seeks to expand molecular solutions to all segments of the food industry and develop predictive diagnostics by relying on genomic and data-processing advances.

1.4 Product safety, quality systems and applicable regulations

1.4.1 Product quality and safety

Every day, bioMérieux strives to guarantee the quality and safety of its products and thus protect the health of patients and consumers. The Company meets the highest industry regulations and standards and ensures that its partners in the production chain, both upstream and downstream, meet the same standards. This attentiveness is all the more important in a regulatory environment that is changing rapidly at both local and international levels, resulting in an increase in the number of regulations to follow and greater complexity in meeting all of these requirements.

Driven by the constant increase in the geographical expansion of its installed base of instruments, the Company is becoming more vigilant with respect to the robustness of its quality management system, as well as its ability to detect and correct any problems associated with the quality of its products, or carry out preventative maintenance on its instruments.

The Company may be liable in the event of a diagnostic error resulting from a quality defect in one of its tests or a performance defect in one of its machines. As stated in Section 2.2.1.4, the Company has introduced a Global Quality Department, whose mission is to implement a management system aimed at guaranteeing compliance with current quality standards and regulatory requirements. A Quality Assurance Department at each site and subsidiary is involved in all phases of product development and at each stage of production and distribution. Its remit includes monitoring products after they are brought to market and tracking customer complaints and product recalls.

1.4.2 Quality Management System

The Quality Management System is documented in a global quality manual. This document describes the Company's businesses, from product conception to delivery, installation and after-sales service.

In order to better meet the needs of customers and regulatory bodies, each subsidiary, production site and R&D site has specific provisions in addition to the global quality manual.

The effective implementation of this system is the responsibility of the Quality Department. It is organized around the product value chain and responds to the challenges of each function. It aims to deliver high-quality, safe and effective products for customers and patients. It coordinates the continuous innovation of business processes by empowering employees, measuring risks and collaborating with functions, internal and external stakeholders while anticipating client and regulatory needs.

1.4.3 Regulatory aspects

The Company pays special attention to complying with quality regulations and standards.

Specific regulations apply to each product category:

- medical devices for *in vitro* diagnostics, used for medical analyses in humans (in private and hospital clinical pathology laboratories), are subject to national or international regulations specific to them. These regulations address the efficacy, performance and safety of systems;
- reagents intended for industrial customers (pharmaceutical, cosmetic and food industries) for microbiological testing must comply with standards depending on the nature of the tests and specific user requirements (pharmacopeia, AFNOR standards, ISO standards, etc.). The regulations applicable to this type of product are those for industrial and/or mass consumption products and primarily concern product safety.

Subsidiaries and production sites are regularly inspected and audited with different and complementary objectives by:

- regulatory authorities (FDA, ANSM, etc.) that authorize the marketing of medical devices for *in vitro* diagnostics, bodies that act for these regulatory authorities, certifying bodies that verify compliance with ISO 9001 and ISO 13485 standards and with regulations forming part of the Medical Device Single Audit Program (MDSAP) or applicable national regulations;
- some customers, especially in the industrial field, that ensure that the Company's products and procedures comply with current regulatory standards as well as their own standards and requirements;
- the Company, by qualified internal auditors according to a program developed each year to identify the margins of progress of its organization.

The majority of subsidiaries are ISO 9001 certified.

The Company's main *in vitro* diagnostics system manufacturing sites are certified as compliant with the standards ISO 9001 and ISO 13485 and the Medical Device Single Audit Program (MDSAP), grouping the standards of the following countries: United States, Canada, Japan, Brazil and Australia), considered as the quality standards for this type of activity. This certification is obtained in a regulatory framework by using a certifying body mandated by the authorities. As part of a voluntary approach, the Company calls on an independent certifying body.

The main inspections by the regulatory authorities on bioMérieux's sites are shown in Section 3.7.5.

1.4.3.1 Clinical *in vitro* diagnostics

Products dedicated to *in vitro* diagnostics are governed by national or international regulations to enable them to be registered and ensure they are monitored after marketing. They are nevertheless subject to regulatory procedures that are less restrictive than those of other health sectors, such as the pharmaceutical industry. Indeed, *in vitro* diagnostic tests analyze a biological sample (blood, urine, stool) drawn or collected from the patient. They detect the presence of pathogens (bacteria, viruses, etc.) or measure substances secreted by the human body. This analysis is done *in vitro* (outside the patient) in biology laboratories.

Moreover, some countries have their own regulations to govern the marketing and monitoring of medical devices and *in vitro* diagnostics, or rely on those of other countries. Others, increasingly rarely, do not have specific regulations. The deadline for compliance with the new regulations may be immediate or gradual, depending on the authorities.

European regulations (CE marking), American regulations (FDA registration) and Chinese regulations are a model for many other countries. These regulations classify devices based on end-applications and level of risk, and are becoming increasingly complex.

Within bioMérieux, as part of the marketing procedure, the Regulatory Affairs Department creates technical documentation that makes it possible to verify that the new product meets the requirements imposed by the regulations. It is then subject to approval by a regulatory affairs manager before a multidisciplinary marketing committee gives its final approval for product launch.

Applicable regulatory principles

European Union	The regulatory environment results from directive 98/79/EC of October 27, 1998 and the new European IVDR regulation of April 5, 2017 (2017/746/EU). After the end of the transitional provisions, this regulation will be the only standard applicable to all medical devices for *in vitro* diagnostics. **Directive 98/79/EC**, transposed into French law, harmonized the *in vitro* diagnostics market. It standardized marketing procedures. This directive has been replaced by the IVDR regulation since May 26, 2022 (application date). **The European IVDR regulation** (2017/746/EU) ("the Regulation") strengthens supervision of the marketing of *in vitro* diagnostics tests. It is applicable without national transposition. The main changes relative to Directive 98/79/EC are: • the classification of products into four classes based on the risk related to the patient and/or public health (class A, B, C and D); • the demonstration by manufacturers of proof of the analytical and clinical performance of their products and the scientific validity; • the strengthening of controls by notified bodies before and after marketing; • the appointment of a qualified individual who ensures compliance with regulations. They are in charge of vigilance, the declaration of compliance with the regulations, batch release, and the declaration on the performance evaluation of the products most at risk. To take advantage of the IVDR transition period, the Company obtained the renewal of all CE marking certificates under the directive for the products concerned. According to the IVDR, the manufacturer chooses the appropriate evaluation procedure depending on the risk classes and options proposed. The involvement of a Certified Body is now required for CE marking of class B, C or D devices. Under the regulation, many certificates of compliance have been obtained since 2022 (class B, C and D). They cover more than 80% of the products sold by bioMérieux. All low-risk devices (class A) now have CE marking according to the Regulation. bioMérieux has made arrangements to continue to sell its products on the UK and Swiss markets.
United States	The FDA becomes involved in the examination of the files submitted to it in proportion to the risk for the patient or public health. Some products in the microbiology product line are exempt from registration and are under the manufacturer's responsibility. Medium-risk products and those for which an equivalent product or products exist on the American market must be 510(k) registered, which consists of demonstrating equivalence (in terms of safety and efficacy) with a product already on the American market. For the most innovative products (with no equivalent on the American market) or higher risk ones, the FDA requires Premarket Approval (PMA) that entails complete scientific and regulatory review of product safety and efficacy. A so-called de novo process has been created by the FDA for products at low or moderate risk for which no equivalent product exists on the market. It leads to the creation of a classification for the device and the identification of the submission process for substantially equivalent future products.
China	Products require a registration procedure with the NMPA (National Medical Products Administration), which includes the following: • performing preliminary tests by NMPA-accredited laboratories in order to check the performances indicated in the inserts for reagents, as well as additional tests for instruments in order to demonstrate compliance with the applicable standards in China; • the performance of quality control tests on three batches of reagents by the National Institute for the Control of Pharmaceutical and Biological Products or by another laboratory qualified by the NMPA; • a performance study carried out in China; • an administrative and technical review of the file including areas relating to production, analytical and clinical product performance, quality control tests, and a report on the performance study carried out in China.

Vigilance

Applicable laws and regulations impose an additional monitoring system, post-marketing surveillance – PMS, which requires manufacturers and users to notify the relevant regulatory body of any incidents or risk of incident that could have harmful effects on human health. The PMS system also provides for a series of corrective measures, enabling the manufacturer to intervene voluntarily by correcting or recalling the products concerned.

1.4.3.2 Microbiological control in industrial applications

In the field of industrial applications, regulations applicable to manufacturers of microbiological control products are still limited to their safety aspects. However, the Company designs products that enable customers to comply with the requirements applicable to their sector of activity (accreditations for food industry companies, compliance with pharmacopeias). The inspection rules that apply to the activity of bioMérieux's customers lead them to perform a large number of audits of their quality systems in order to check compliance with their requirements.

1.4.4 Management and monitoring of customer complaints

The Company has a procedure for the management, monitoring and resolution of customer complaints. It provides the Company with the necessary information for continuous improvement of its products.

Complaints are processed on three levels:

- level 1: the majority of complaints are processed locally, close to the customers, by subsidiaries and distributors in order to respond to their demands as quickly as possible;
- level 2: complaints can be transferred to the Global Customer Service (GCS) Department. They are then handled by a specialized team;
- level 3: This level requires a series of investigations involving the production sites and/or R&D teams. An analysis of causes that could not be identified by levels 1 and 2 is then conducted in order to set up corrective and preventative actions to avoid similar complaints in the future.

1.5 Research & development, patents and licenses

1.5.1 Research & development

Innovation is a pillar of bioMérieux's strategy in the service of public health. R&D is an important foundation for the Company's growth and serves its long-term vision. Technological breakthroughs set the pace for activity in the sector and contribute to improving patient and consumer health worldwide.

For purposes of efficiency, bioMérieux's 14 R&D centers are located near bioindustrial sites. It employs approximately 1,700 scientists with varied and complementary profiles including: biologists, engineers, software developers, bioinformatics specialists, biostatisticians, clinical and regulatory affairs specialists, mechanical engineers, and specialists in optics, among others.

An open innovation model

bioMérieux's model is based on six levers:

- internal innovation programs;
- international collaborations with academic and private research, the medical and scientific community and leading biotech companies;
- joint research laboratories with hospitals, closer to patients;
- core strategic acquisitions for mastering new technologies;
- an active scientific and technology watch at the international level, in collaboration with the Business Development and Scientific & Innovation Intelligence departments;
- a Life Sciences department that aims to develop and market clinical research tools for research use only.

This model, by making it possible to forge close ties with the international medical and scientific community, is an indicator of enhanced creativity. It offers the possibility of adapting innovations to patient needs and comparing them with the actual uses of healthcare professionals. It also allows for knowing how to pick up on, identify and develop original approaches to enhance *in vitro* diagnostics capacities in order to better respond to major health challenges.

STRATEGIC PARTNERSHIP WITH OXFORD NANOPORE IN SEQUENCING TECHNOLOGY

In April 2023, Oxford Nanopore Technologies PLC, a company that offers next-generation molecular detection technology using nanopores, and bioMérieux, announced their intention to collaborate to improve global health by exploring the possibility of rolling out nanopore sequencing on the infectious disease diagnostics market. Oxford Nanopore offers a sequencing technology that can contribute to fast identification of microbial pathogens and their antimicrobial resistance. Together, the companies intend to respond to the major unmet needs of infectious disease clinical diagnostics, for which fast, real-time sequencing that contains a lot of information is necessary. This partnership is accompanied by an equity investment (see Section 1.2.4.2).

1.5.1.1 Medical value of diagnostics and laboratory efficiency: priorities in clinical applications

In clinical applications, R&D efforts support two pillars:

- strengthening the medical value of diagnostics with tests capable of increasingly accurately and rapidly identifying and characterizing microorganisms responsible for infections, as well as biomarkers related to the host response during infection;
- improving laboratory efficiency and contributing more broadly to optimizing its operational performance.

Most R&D capital expenditure (75%) is dedicated to combating antimicrobial resistance, one of the essential components of the Health pillar of the CSR strategy. A pioneer in this field, bioMérieux develops tests to identify pathogens and analyze their antimicrobial sensitivity in order to help physicians precisely determine the appropriate treatment.

REGISTRATION OF A POINT-OF-CARE RESPIRATORY INFECTION SOLUTION

In 2023, bioMérieux received 510(k) accreditation as well as a Clinical Laboratory Improvement Amendments (CLIA) waiver from the FDA for its fast and innovative BIOFIRE® SPOTFIRE® system and its BIOFIRE® SPOTFIRE® Respiratory (R) Panel test.

The BIOFIRE® SPOTFIRE® solution makes it possible to care for patients suspected of respiratory infections by delivering their diagnostic test results during an office visit and in approximately 15 minutes. The CLIA waiver enables the BIOFIRE® SPOTFIRE® system and the BIOFIRE® SPOTFIRE® R Panel to be used by people who are not laboratory professionals, directly in point-of-care.

In April, the Company received 510 (k) accreditation for its fast and accurate multiplex PCR panel BIOFIRE® SPOTFIRE® R Panel Mini, developed to meet point-of-care testing needs. This panel is intended to detect five of the most common viral causes of upper respiratory tract infections: SARS-CoV-2 (virus associated with COVID-19), Influenza A, Influenza B, Respiratory Syncytial Virus (RSV), and Rhinovirus.

In September, bioMérieux filed a dual 510(k) accreditation and CLIA waiver application with the FDA for the BIOFIRE® SPOTFIRE® Respiratory/Sore Throat (R/ST) panel to meet the need for fast and reliable diagnostic solutions for common infections. In fifteen minutes, this panel can detect approximately 15 types of bacteria and viruses as well as viral sub-types, that are most commonly responsible for respiratory or pharyngeal infections.

SUPPORT OF US HEALTH AUTHORITIES FOR VITEK® REVEAL™ DEVELOPMENTS

In March 2023, BioFire Defense LLC, an affiliate of bioMérieux and leader in pathogen detection systems for the U.S. Department of Defense, received a contract from the Biomedical Advanced Research and Development Authority (BARDA), part of the U.S. Department of Health and Human Services, to accelerate development of the VITEK® REVEAL™ rapid AST System. The BARDA contract supports expansion of the Rapid AST System test menu to include other sample types starting with Gram-negative isolates, with contract options to expand the menu to include Gram-positive blood culture and Gram-positive isolates.

In April 2023, an FDA 510(k) accreditation application was filed for this AST system, to enable it to be sold in the US and countries recognizing this authorization.

In 2023, bioMérieux also expanded its range of innovative data solutions to meet the growing needs of healthcare professionals for workflow optimization, biological expertise and data management.

The Company launched MAESTRIA™, next-generation middleware designed for microbiology laboratories. This tool makes it possible to centralize the management of all routine activity workflow.

The Company also markets BIOFIRE® FIREWORKS™, innovative integrated software intended for the BIOFIRE® systems and designed to optimize laboratory services and facilitate data-driven decision making. This software is the latest addition to BIOMÉRIEUX VISION SUITE, bioMérieux's range of IT and data analysis solutions to improve efficiency and productivity in laboratories worldwide.

For more than 20 years, the Company has demonstrated its ability to develop innovative biomarkers to advance patient management and emergency diagnostic results. In this context, in 2023, bioMérieux announced CE marking for the VIDAS® TBI (GFAP, UCH-L1) test, to better assess mild traumatic brain injury patients.

R&D, a pillar for growth

In clinical applications, the R&D department is involved in the entire value chain and interacts with all of the Company's operations. It helps fuel the Company's strategy and has a direct impact on its business. Therefore, many of the products launched in 2022 and 2023 (especially BIOFIRE® SPOTFIRE®, VIDAS® KUBE™, 3P® ENTERPRISE and MAESTRIA™) were developed internally. A substantial amount of the R&D budget is invested in breakthrough innovation to prepare for the future, such as researching new concepts or studying the feasibility of a technology, for example. The R&D department also manages development projects in bioMérieux's fields of expertise (molecular biology, microbiology, immunoassay, information technology and data analysis), interacting with Medical Affairs, Marketing, Business Development, Customer Service, Production, etc. This multidisciplinary dimension currently also makes it possible to integrate ecodesign aspects in all projects in response to the climate crisis as well as design-to-cost aspects seeking to control the overall cost of products throughout their life cycle. The R&D department makes every effort to launch solutions within the appropriate timeframes, while respecting the long development cycles specific to the *in vitro* diagnostics business. Five to seven years are required, on average, to develop a complete system and two to six years to develop reagents.

The R&D department includes Clinical and Regulatory Affairs which participates in creating the development strategy for systems and products. It is also involved in the entire product development life cycle to adapt and optimize the validation strategy with national agencies such as the US FDA and the NMPA in China. In addition, the IVDR now requires CE marking.

At later stages, the R&D department works closely with Customer Service to maintain the performance level of products throughout their life cycle, improving them to take into account changing practices and new regulations, as well as developments in microbiology and microbial ecology.

bioMérieux currently intends to limit the number of projects in portfolio to strengthen its capital expenditure capacity in key projects, relying on an agile and flexible organization that empowers team members in decision making.

1.5.1.2 Industrial applications: a specific R&D approach

In the industrial microbiology field, bioMérieux invests around 6–7% of its sales in R&D, a rate well above the sector average. Its ambition is to create value through innovation and to manage a proactive strategy in penetrating new markets, rolling out new products in new segments.

Due to the high specificity and diversity of microbiology industrial applications, R&D teams work closely with the Marketing, Sales and Major Accounts departments to develop research programs capable of rapid iterations that meet particular needs. One the one hand, they are based on the equipment and systems developed by the clinical R&D department (VIDAS®, BIOFIRE® FILMARRAY®, BACT/ALERT®, VITEK® MS), whose applications are suited to industrial microbiology. On the other hand, specialized teams develop and maintain platforms specific to industrial applications (GENE-UP®, ENDONEXT™, 3P® ENTERPRISE, TEMPO®, etc.). Since these are not subject to the same regulatory constraints as those in clinical applications, their development cycles are faster.

Augmented diagnostics, a tailored solution for the food industry

Expectations related to managing contamination of manufacturing sites have increased due to globalization and the increasing pressure on costs.

bioMérieux meets this challenge by developing and rolling out augmented diagnostics solutions. This innovative and personalized approach makes it possible to anticipate the contamination risk of a manufacturing site and optimize supplier risk management. This product relies on collecting and systematically analyzing all the data generated by a manufacturing line and requires substantial R&D resources. It is based on a good understanding of the customer's specific needs, expertise in molecular biology, whole genome sequencing and metagenomics, and in the field of predictive computer models.

NEW MARKET SEGMENTS THANKS TO THE XPRO PROGRAM

In 2019, bioMérieux acquired Invisible Sentinel, a US start-up specialized in innovative and easy-to-use molecular diagnostics solutions for fast, accurate and reliable detection of pathogens and other contaminants in food and beverages (beer, wine and fruit juice). This external growth made it possible for bioMérieux to strengthen its position in food pathogen screening and detecting organisms responsible for altering products with new customer segments. Its molecular diagnostics product line is therefore completed by GENE-UP®, used for food quality control. The improved capacity to develop personalized tests for factories according to their production with the xPRO program, combined with the Company's expertise in data management, plays a key role in the rollout of bioMérieux's innovative approach to augmented diagnostics.

Sustained capital expenditure to support the momentum of the pharmaceutical sector

The pharmaceutical sector is enjoying strong momentum. In particular, a great deal of capital expenditure is concentrated on cell and gene therapies. These next-generation treatments, derived from patient or donor tissues or cells that can be genetically modified, require complex quality control. The bioproduction sector is also experiencing strong momentum, following the recent acceleration of new vaccine development and sustained growth in immunotherapy.

To meet the quality control needs specific to pharmaceutical industries, bioMérieux concentrates its R&D spending on three priority areas of focus: automation, digitalization of control operations and reducing the turnaround time for results. bioMérieux is therefore accelerating its molecular biology capital expenditure in research to determine the efficacy of cell and gene therapies. This capital expenditure also seeks to provide information, in an automated way, relating to the quality and purity of these pharmaceutical products. Cytometry, a technique for measuring cell characteristics, is at the heart of quality control for cell therapies and is also the subject of specific capital expenditure.

THE STRATEGIC PARTNERSHIPS BEHIND THE 3P® PRODUCT

Launched in 2021–2022, the new 3P® Enterprise range for digitizing environmental control for the pharmaceutical industry is the fruit of strategic partnerships undertaken with two companies. The first is Interscience, an expert in automation of industrial microbiology, and the second is Mirrhia, specialized in process digitalization.

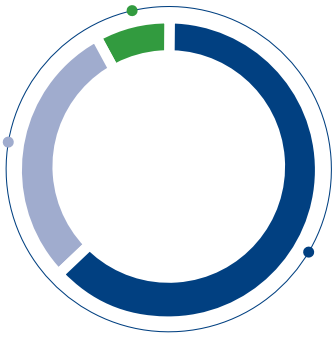
Their know-how, combined with bioMérieux's expertise in microbiology, has given rise to a product line consisting of three devices: 3P® SMART Petri dishes, dedicated to securing and digitizing environmental control, and offering better quality culture media; the 3P® CONNECT software suite; and the platform for incubation and digitalization of Petri dish reading, 3P® STATION.

1.5.1.3 Key figures

DISTRIBUTION OF THE R&D BUDGET

12.5% of 2023 sales invested in R&D

- **Development 63%**
- **Support 29%**
- **Upstream innovation 8%**



DISTRIBUTION OF R&D BUDGET BY TECHNOLOGY

- **Molecular biology 40%**
- **Microbiology 28%**
- **Immunoassay 12%**
- **Industrial market 10%**
- **Other technologies including IT/data 11%**

1.5.1.4 Agreements

Part of the Company's research and activity, in particular for the development of new technologies, is based on partnership arrangements with leading public research institutes, universities, hospital research centers, laboratories, and biotechnology firms.

The agreements signed by the Company provide for the sharing of intellectual property rights as well as the payment of royalties when the products developed are marketed.

The most significant existing agreements on clinical applications are:

- in the United States: the bioMérieux subsidiary, BioFire Defense, is working with BARDA to accelerate the development of the VITEK® REVEAL™ rapid AST system;
- in China: the joint research unit, created with the Shanghai Children's Medical Center in 2019 under a partnership agreement, conducted a clinical study concerning the use of the NEPHROCHECK® test for early assessment of the risk of acute kidney injury in young children after cardiac surgery, published in the journal Pediatric Nephrology in 2022. This joint research unit is now expanding its activities to assess the immune status of pediatric intensive care patients;
- in France: in Lyon, a new industrial chair for viral respiratory infections was created by the *Université Claude Bernard Lyon 1*, the Hospices Civils de Lyon and bioMérieux with the financial support of the French National Research Agency (*Agence Nationale de la Recherche*). Led by Dr. Sophie Trouillet-Assant (UCBL/HCL) and the *Hôpital Lyon Sud* joint unit, the REVIDA (*infections REspiratoires VIrales – du DiAgnostic au Pronostic*) Industrial Chair on Viral Respiratory Infections aims to improve the capacity of healthcare systems to deal with the emergence of new respiratory diseases. The chair was launched in October 2023 for a period of four years. The goal is to identify people with respiratory infections more quickly, regardless of the virus, in order to be more responsive in the event of a new pandemic, and to have tools to quickly predict the subjects who are at risk of developing a severe form of the disease, thereby improving patient care. In light of this, the ambitious and innovative REVIDA chair project will study the immune response of infected patients to develop fast new diagnostic and prognostic tools for respiratory viral infections without systematically testing for the pathogen;

- bioMérieux is also a key partner in several collaborations bringing together academic and private stakeholders, funded by French and European schemes, such as, for example, **VALUE-Dx**, which aims to collect data measuring and demonstrating the medical, economic and public health value of diagnostics solutions for combating antimicrobial resistance; **DIAMONDS**, which aims to develop a rapid test to distinguish viral infections from bacterial infections. This test could help to limit antimicrobial resistance and ensure better patient care, especially for pediatric patients, in emergency departments; **ARPEGE**, which, by combining preventative, diagnostic, therapeutic and economic approaches for the first time, aims to provide a multidisciplinary solution to the problem of antimicrobial resistance; **UNDINE** and **COVIFERON** which address, in the context of the COVID-19 pandemic, the type I interferon response induced by the presence of a virus in the body; **BRAINI**, aiming to predict neurological complications in traumatic brain injury by a simple immunological test, and **BRAINI-2** which aims to determine the performance of biomarkers in the most vulnerable patient populations;
- ARPEGE, a French consortium created to combat antimicrobial resistance, managed jointly by ANTABIO, *Hospices Civils de Lyon – HCL*, Toulouse School of Economics and bioMérieux, with government funding of €9 million under the French Future Investments Program (*Programme d'Investissements d'Avenir – PIA*), successfully reached its first milestone, which made it possible to release a second tranche of funding of €2.1 million to continue the project;
- in order to diversify strategic R&D partnerships, new collaborations were initiated in the United States and the first projects were launched in 2023, with two teaching hospital centers, especially in the fields of sequencing and antimicrobial resistance detection.

1.5.2 Intellectual property, licenses, right-of-use and other intangible assets

1.5.2.1 Intellectual property

The company protects its products and methods primarily by way of patents, copyrights and trademarks. It actively defends its intellectual property rights throughout the world. Furthermore, it is especially vigilant in the protection of its technical and industrial know-how.

Proprietary patents

The intellectual property broadly applies to diagnostics systems since they cover various fields: instrumentation, informatics and biology.

Companies of the *in vitro* diagnostics sector are less exposed than pharmaceutical companies regarding the risks triggered by patent expiration, the later having to face the arrival of generic drugs. Indeed, the manufacturing know-how, installed instrument base and number of menu parameters developed during the protection period make this sector less accessible to potential new players.

Conversely, high medical value tests may be more sensitive to the expiration of their patent protection.

The Company actively protects its research results through patents (around 20 new applications per year) and ensures that third parties do not infringe upon its rights.

As at December 31, 2023, the Group owned 456 patent families, the majority of which are in effect in Europe, the United States, and China (433 patents granted in the US and 284 in Europe).

Licenses

In the context of its business, the Company can benefit from licenses granted by third parties to develop or market reagents or technologies. When it regards third-party licenses with sublicensing rights, a portion of the sales from the sublicensing agreements is paid to the patent owner. The Company can also grant licenses for its technologies to third parties.

Trademarks

The Company owns the "bioMérieux" institutional trademark, which is registered in most countries both as a word trademark and as a semi-figurative trademark. Use of the "Mérieux" name is managed by the Institut Mérieux, for all of the companies under its control. Accordingly, the Company obtained the right to use the bioMérieux name within the scope of its activities from the Institut Mérieux.

The Company also has legal title to the trademarks of the products (instruments, reagents and/or software) and services that it markets.

At December 31, 2023, the portfolio includes 277 trademark families, and these have been registered in most countries.

Domain names

At December 31, 2023, the Company owns 710 registered domain names, including those with the "bioMérieux" name, and over 150 different extensions.

Dependence on patent licensing

The Company benefits from patent licenses, which it needs to sell certain products. Losing these licenses could have an impact on sales, however the Company believes that it has put the necessary resources in place to control this and does not consider it as a major risk to the Company.

1.6 Production sites and logistics

Historically based in the Lyon region of France, the Company has expanded its geographical presence over the years by acquiring companies and by forming subsidiaries of its own.

bioMérieux's manufacturing, logistics and R&D sites are generally fully owned by the Company.

1.6.1 Production

Manufacturing processes play a critical role in the *in vitro* diagnostics industry due to constraints related to the nature of the products. At the end of 2023, the Group operated 19 manufacturing sites organized by product line.

The Group organizes its production on the principal of "one product line, one site" (see Section 2.2.2.3). The technical complexity of its products requires very special know-how, specialized teams, and the proximity of R&D teams. Economies of scale can thus be achieved by concentrating production. There are two exceptions to this principle:

- culture media are manufactured close to customers due to their short shelf life, on sites in Rio de Janeiro (Brazil), Lombard, Illinois (United States), Madrid (Spain) and Combourg (France), in addition to the main manufacturing site in Craponne (France);
- as part of strengthening the Group's presence in China, a production site for microbiology reagents was built and is currently in the start-up phase in Suzhou (Jiangsu, China), in order to respond, among other things, to evolving regulations on participation in calls for tenders.

  Furthermore, in the development of operations for Hybiome, a new site has been built to eventually replace the current site.

BioFire Defense, at a secured and separate site located in Salt Lake City, has its own personnel, programs and equipment in order to meet the expectations of its military customers in the United States.

1.6.2 Logistics

Logistics play an essential role within the Group, particularly with regard to the specialization of its production sites, its global commercial footprint, the large number of its individual products, and the specificity of its products (reagents, instruments and replacement parts).

In order to optimize the conditions regarding supply to customers and inventory management, product distribution is organized around:

- global and regional platforms for the storage of finished products and international shipping to subsidiaries and distributors. These platforms are, in particular, found in the United States, where a reorganization project is underway, in Singapore and in France, with the recently modernized IDC site located in Saint-Vulbas;
- regional or local platforms, which may be subcontracted to external operators, which process orders and shipments to customers of one or more subsidiaries.

During the various stages of the distribution circuit, logistics:

- manages the cold chain and ensures that the product shelf life matches the needs of the customer;
- ensures the traceability of products by using packaging barcodes;
- monitors inventory levels and the flows of reagents, instruments and replacement parts through a dedicated expert group. This group works within the framework of a Group-level policy in order to guarantee the availability of products while optimizing costs and inventory levels.

2 Risk factors, risk management and internal control

2.1 Risk assessment

The Company has established a risk management process, led by the Risk Department, to identify, assess and coordinate the risks it may face.

This department is responsible for defining and monitoring the implementation of bioMérieux's risk management policies. Its activities revolve around the following objectives:

- create and preserve the Group's value, assets and reputation;
- identify emerging risks in order to secure the Group's decision-making and processes;
- harmonize risk management initiatives;
- develop risk culture within the Company.

The Risk Department defines and monitors changes in risk mapping at global level. These risk analyses are shared with the Executive Committee, the Audit Committee and the Board of Directors. This department also participates in the preparation of specific risk analyses (Sapin II law, non-financial performance reporting, duty of vigilance, etc.).

The risk management process consists of three key steps described below.

Identification of major risks

Due to the diversity of its activities, its ecosystem and its international influence, the Group is faced with many types of risks: operational, financial, legal, environmental, image, compliance, etc.

These risks are identified by operational managers at all levels of the Company and its subsidiaries.

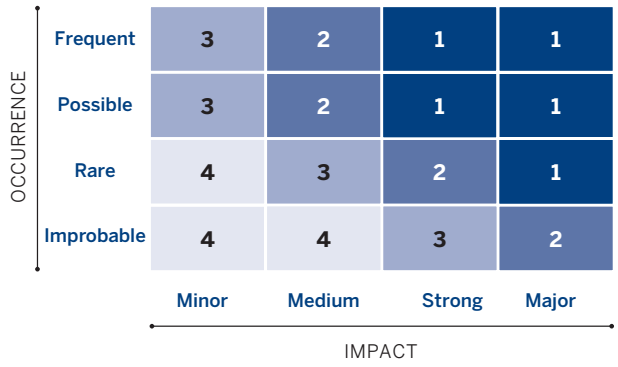
The Risk Department steers the risk identification process based on a methodology described below.

With regard to the scopes covered, all functions and departments are involved in the risk identification process and contribute with their expertise and view of the risks borne by current or future activities.

The Risk Department also continuously monitors the external environment in which the Company operates in order to identify and anticipate the emerging risks it may face, in addition to the known and monitored risk benchmarks.

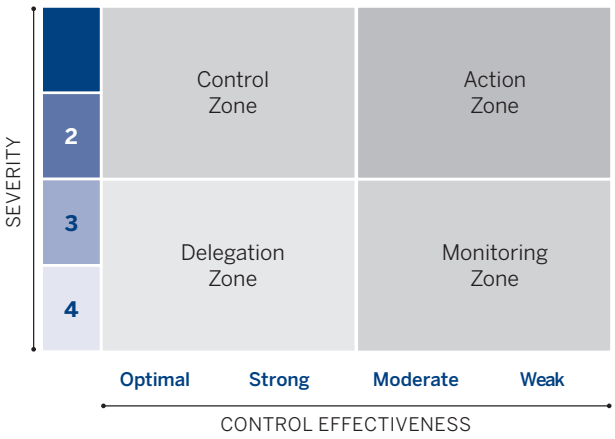
Risk analysis and assessment

The Company's main risks are initially assessed according to their likelihood of occurrence and their financial, legal, human, environmental and image impact. The objective is to define the level of gross exposure to each of these risks.



In a second stage, the effectiveness of the actions carried out is assessed in order to define the net or residual risk. These net risks are then prioritized and additional remedial plans are identified and implemented.

This methodology is gradually rolled out within the operational entities and support functions, so as to manage the risks at a more detailed level.



Treating risk

With regard to the assessment of net or residual risks, risk treatment strategies may differ in order to achieve the objective set:

- risks in the action zone: risk reduction actions to move toward the control zone;
- risks in the control zone: actions to reduce the likelihood of occurrence or impact of the risk, or maintenance of the control systems in place to mitigate the risk;
- risks in the delegation zone: maintaining the risk under control;
- risks in the monitoring zone: actions aimed at ensuring that the severity of the risk (likelihood of occurrence or impact) does not increase.

Each risk identified during risk mapping exercises is owned by a Risk Champion who is responsible for organizing and implementing action plans with the aim of reducing the risk in terms of the risk treatment strategy adopted.

The risks and action plans are reviewed at least once a year to ensure the effective implementation of mitigation actions.

The Group's risk mapping is reviewed annually by the Executive Committee, then the Audit Committee. Work sessions are organized during the year in order to review gross risks, monitor the progress of action plans put in place, assess the efficiency of risk management initiatives, and evaluate new risks. This enables the Company to dynamically assess its risk environment and, when deemed necessary, to define the action plans and internal audit program for the coming year.

This methodology is applied to describe and evaluate the main risks related to the Company's business, and where applicable, those created by its business relationships, its products or services.

2.2 Company risk factors

The Group conducts its business in a fast-changing environment that gives rise to risks that the Company is not able to control. A certain number of important factors can imply that the Company's growth and profitability objectives are not achieved.

The risks and uncertainties presented hereafter could have a material adverse impact on its business, outlook, financial position, results, ability to meet its objectives, or on its image and reputation. At the time of writing this document, based on the outcomes of the risk assessment carried out during the fiscal year and taking into account the mitigation measures put in place, the Company considers the risks described hereafter on to be the most significant. However, they are not the only ones to which the Company is exposed.

The presentation of the risk factors hereafter is the result of the Group's mapping exercise, at the date of this document. The Company draws investors' attention to the fact that, in accordance with Article 16 of Regulation (EU) 2017/1129 of June 14, 2017 and its implementation acts, and the Guidelines on risk factors under the Prospectus Regulation of March 29, 2019 (guidelines of the European Securities and Markets Authority), only the risks that are specific to the Group and that are the most significant are evoked. The list presented in this section is thus not exhaustive. Other risks feature in the risk map and may affect bioMérieux, but have not been presented below because they do not fulfill this criterion of specificity, or because they are currently unknown, or are still considered as insignificant at the time of preparation of this Universal Registration Document.

Table summarizing the main risks

The risk factors are presented by type in a limited number of categories. In the description of each risk which follows, within each category, the risk(s) having the greatest impact, and then the greatest likelihood of occurrence, are presented first.

Category		Risk factors	Net impact	Likelihood of occurrence
Risks relating to bioMérieux's industry		Competition and emergence of alternative technologies	High	Probable
		Changes in reimbursement policies	High	Probable
		Consolidation of the customer portfolio and decentralization of tests	High	Probable
	NFPS	Defective and/or insufficient product quality	Medium	Improbable
Risks relating to bioMérieux's strategy and functioning		Data reliability and management	High	Probable
		Failure of R&D projects and new products	High	Possible
		Loss of a major industrial site	High	Possible
	NFPS	Dependence on certain suppliers and partners	Medium	Possible
	NFPS	Failure and vulnerability of information systems	Medium	Possible
	NFPS	Climate change and environmental liability	Medium	Possible
		Acquisition and integration strategy	Medium	Possible
Risks relating to bioMérieux's business environment	NFPS	Ethics and compliance	Medium	Possible
	NFPS	Regulatory environment applicable to products	Medium	Possible

Net impact scale *High* *Medium* *Low*
Likelihood of occurrence scale *Probable* *Possible* *Improbable*

The above table reflects the exposure of the Company to the risks, after taking into account the mitigation measures implemented to reduce impact and likelihood, measures that are also described below.

The Company's non-financial risks are identified by the pictogram **NFPS** and are also mentioned in Chapter 3 and included in the Summary Table of Risks and Challenges (see Section 3.3).

The ongoing conflict between Russia and Ukraine and the consequences thereof have exacerbated some of the aforementioned risks, such as dependence on certain suppliers and partners and the embargo and economic sanctions policies.

The system for managing existing risks, which is part of the Group's crisis management process, has minimized the impact of this crisis by:

- quickly setting up a crisis unit;
- securing supplies of raw materials and finished products;
- monitoring and implementing U.S. and European sanctions policies.

Other risks and uncertainties that the Company currently considers as not material, or that more generally concern all economic players, could also adversely affect its business, outlook, financial position, or ability to meet its objectives in the future. These risks are monitored as part of the Company's risk management process.

2.2.1 Risks relating to bioMérieux's industry

2.2.1.1 Competition and emergence of alternative technologies

Net impact

Likelihood of occurrence

RISK DESCRIPTION

***In vitro* diagnostics is an innovative industry in which the emergence of new technologies is a source of risks and opportunities (see Section 1.2.1.2). The Company could be threatened by new technologies, such as:**

- the sequencing of bacterial and viral DNA and RNA;
- the partial or total elimination of culture prior to sampling;
- the use of complex data to provide a medical response with higher added value.

The Company could also be threatened by existing technologies which compete with products in its portfolio, particularly BIOFIRE® technology (see Section 1.2.3.2).

Generally, new technologies enabling quicker, more reliable or lower-cost diagnosis may appear. Especially, new competitors from emerging countries (China and India in particular) are developing and could offer products that are less expensive than the Company's.

Moreover, the simplification of workflows proposed by some competitors, enabling the integration of all tests for a given technology in a single platform, could constitute a risk for the products marketed by the Company.

Finally, the COVID-19 pandemic has led to the emergence of new clinical needs in *in vitro* diagnostics. Manufacturers have developed and marketed innovative solutions to meet these challenges. In this context, competition could increase significantly in certain markets, including that of syndromic tests. Thus, the development of the COVID-19 pandemic could generate both risks and opportunities for bioMérieux.

POTENTIAL IMPACTS ON THE COMPANY

Increased competition could cause the Company to:

- lower its prices in order to remain an attractive alternative for its customer portfolio;
- lose volume, thus having an unfavorable effect on sales and on its test production costs.

In this context, the Company cannot be certain that its products will be able to compete over the long term with products marketed by other players, and allow it to gain or maintain significant market share and benefit from an equivalent product reputation than its better-positioned competitors.

RISK MANAGEMENT

The Company has various channels dedicated to technological watch in order to detect the emergence of new technologies and to anticipate their potential and the speed of their adoption by laboratories. Also, a Business Development Department is in contact with companies in the industry that are likely to provide access to innovative technologies, thus enabling the Company to enrich its product line, particularly through license agreements.

At the same time, **the Company is working on increasing the number of tests available on its platforms.** As an example, bioMérieux is endeavoring to include new antibiotics on the antimicrobial susceptibility testing (AST) of its VITEK® platform, to enhance the menu of the BIOFIRE® system with the renewal and improvement of existing tests and the extension to new pathologies, and to broaden the menu of the VIDAS® platform with differentiating tests. **bioMérieux's R&D Department, with the assistance of the Chief Medical Officer, aims to extend the scope of some tests to other applications and to demonstrate the medical value of its products.**

Lastly, **the Board of Directors has a Strategy Committee** whose mission is to analyze the Company's main challenges, particularly those related to changes in the technological, medical and market environments in order to guide the Group's strategy by adapting its solutions or its business model.

In the context of the COVID-19 pandemic, the Company has developed and marketed a broad range of solutions to meet these public health challenges. These product ranges provide targeted, fast and reliable answers to healthcare professionals around the world.

2.2.1.2 Changes in reimbursement policies

Net impact

Likelihood of occurrence

RISK DESCRIPTION

A decision by a public or a private insurer to limit or stop the reimbursement of certain diagnostic tests could have a significant impact on demand for the Company's products and/or on the price charged by the Company to its customers (see Section 1.2.1.4).

In particular, the Company is exposed to:

- the US Protecting Access to Medicare Act (PAMA) of 2017, which provides for a reduction in Medicare reimbursements. During the first three years of its implementation, the reductions represented 4 million dollars, on most diagnostic tests. This law has been suspended by the US congress since 2019, but in the absence of a congressional vote on alternative legislation, the Saving Access to Laboratory Services Act (SALSA), which would be quite costly to introduce, the PAMA could be applied again in 2024;
- decisions on the reduction of reimbursement for specific tests. As an example, in 2020, Palmetto, a Medicare Administrative Contractor, decided to reduce reimbursements for BIOFIRE® respiratory panels for outpatients over 65 years old;
- in France, the BIOFIRE® solutions are included on the list of innovative procedures not classified for reimbursement purposes (French acronym: RIHN), a conditional acceptance mechanism for which the annual budget is set by health authorities. The increase in the number of test prescriptions addressed by this reimbursement budget could lead to a devaluation of the BIOFIRE® offer.

POTENTIAL IMPACTS ON THE COMPANY

As a result, the Company cannot be certain:

- that its customers will continue to buy the same volume of products;
- to maintain its prices, faced with lower reimbursement for its customers.

The impact of the PAMA reform on bioMérieux is mitigated by most of its products being used for hospitalized patients rather than outpatients. The Company nevertheless expects a potential indirect impact due to pressure on its customers' margins.

RISK MANAGEMENT

The Company endeavors to promote the health economics value of its solutions through its Medical Affairs Department. This department files and defends requests for new product approval and assesses the medical value of the Company's products by conducting medico-economic studies and obtaining the related reimbursements.

Furthermore, the Company has a team dedicated to market access & reimbursement, whose task is to promote the medical value of its products to private or public insurers, and support its customers in their applications to obtain reimbursement.

2.2.1.3 Consolidation of the customer portfolio and decentralization of tests

Net impact

Likelihood of occurrence

RISK DESCRIPTION

The consolidation of customers continues apace, particularly in Europe and the United States, for *in vitro* diagnostics products, which has led to the creation of technical platforms that process large test volumes daily. This consolidation trend allows customers to exert greater influence on product prices.

Moreover, in the United States in particular, hospitals are increasingly going through central purchasing organizations that pursue an aggressive purchase price reduction policy.

At the same time, this trend toward consolidation has also triggered a wave of decentralization in the United States, where tests are being conducted closer to patients (point of care) in physician offices and pharmacies.

POTENTIAL IMPACTS ON THE COMPANY

The Company's product range might not correspond to the requirements of consolidated customers handling very large volumes of daily tests, and consequently might lead to losses of market share and volume in certain product ranges (see Sections 1.2.1.4 and 1.2.1.5).

The consolidation of the customer portfolio and the accompanying reduction in selling prices could have repercussions for the sales and profitability of the Company.

Lastly, the movement to decentralize tests could favor other diagnostics players having point-of-care offers and consequently reduce the volumes of tests sold by the Company.

RISK MANAGEMENT

The Company has established specific organizational systems that enable it to efficiently manage key strategic customers.

A department dedicated to managing sales performance is responsible for improving the relevance and management of bioMérieux's commercial policies, as well as for optimizing the customer approach strategy.

The Company pays particular attention to adjusting its prices based on its positioning in the markets in which it operates. It has a range of tools aiming for better control over its profitability per market and per product range, to best respond to the challenges of market concentration.

Furthermore, its research and development efforts aim to **adapt the product portfolio to best respond to market developments**.

2.2.1.4 Defective and/or insufficient product quality NFPS

Net impact

Likelihood of occurrence

RISK DESCRIPTION

The production and marketing of diagnostics products exposes the Company to product quality liability risks.

The Company could be held liable if a diagnostics error resulting from the defective performance of one of its products leads to unsuitable treatment of a patient or the sale of contaminated products. Even if diagnostics products are designed, manufactured and delivered in compliance with the quality standards (described in Section 1.4) and it is common practice to perform a series of additional tests to reduce the risk of error for the most serious diseases, this risk cannot be totally eliminated.

Moreover, the Group uses biological products that are manufactured or created from components developed from materials that are of human, animal or plant origin and which cannot yet be manufactured inexpensively using synthetic materials. This process causes risks in the use of these products or components because of the variability related to their origin.

POTENTIAL IMPACTS ON THE COMPANY

Defective product quality could generate a negative impact for the health of patients and consumers. Such defective quality could lead to litigation from customers of the Group, patient associations, or patients.

The competent health authorities could instruct inspections and, in the case of a major shortcoming, issue a letter of injunction or prohibit any sale until the identified shortcomings have been resolved.

Such a situation could lead to additional costs for the Company to implement corrective actions, protracted losses in market share, and an impact on sales and operating income.

Lastly, the Company's image would also be affected.

RISK MANAGEMENT

The Global Quality Department defines a quality management system and policy by which it ensures compliance with applicable quality standards (see Section 3.4.4). The main manufacturing sites are certified compliant to ISO 9001 and ISO 13485.

Moreover, a Quality Assurance Department is involved in all phases of product development and at each stage of production and distribution.

The Company also has a process for managing and monitoring customer complaints that aims at constantly improving the quality of its products and addressing any risks toward patients and consumers.

Lastly, the Legal Affairs Department oversees compliance with the applicable legal and regulatory provisions. It has set up an insurance policy to protect against and prevent its risks, notably in matters of civil liability (see Section 2.5).

2.2.2 Risks relating to bioMérieux's strategy and functioning

2.2.2.1 Data reliability and management

Net impact

Likelihood of occurrence

RISK DESCRIPTION

Due to the nature of its business, the Company processes a considerable amount of data. Managing and ensuring the reliability of this data poses significant challenges.

- Trust in the data is key to ensuring the integrity, reliability and security of the information used in an organization's decision-making and operational processes.
- Effective data management is crucial to maintaining this trust and minimizing associated risks.
- A lack of clear policies and procedures for gathering, storing and using data would expose the Company to regulatory non-compliance regarding intellectual property or data protection (GDPR, AI Act, etc.) as well as to unethical use of this information.
- Finally, the use of inaccurate, incomplete or obsolete data could lead to erroneous decisions.

POTENTIAL IMPACTS ON THE COMPANY

The Company may be unable to:

- deliver its products or services following the loss or compromise of data critical for its activity;
- comply with current regulations on intellectual property, data processing or unethical use of data, exposing it to financial and legal sanctions as well as reputational impact;
- make appropriate and relevant decisions due to an incomplete, or distorted, view of the situation, as a result of the production and use of erroneous data. This same risk would also apply to external stakeholders;
- produce reliable and auditable reports, which could lead to non-certification of these reports, impacting the Company's image as well as its access to certain markets.

RISK MANAGEMENT

The Company pays special attention to data management. Accordingly, a committee in charge of data governance reporting to the Executive Committee was created in 2023.

This committee's members include, among others, the Data Privacy Officer and the Information Systems Department, and its aim is to establish governance rules that will allow the Company to ensure data in its care is used safely and ethically.

The Data Privacy Department also relies on a network of local contacts within the organization's various entities and departments.

2.2.2.2 Failure of R&D projects and new products

Net impact

Likelihood of occurrence

➤

RISK DESCRIPTION

The Company invests significant amounts in new product R&D (systems, instruments, reagents, software, services, etc.) (see Section 1.5.1).

It is possible that bioMérieux might not be investing in the most promising technologies or in the biomarkers that will become dominant in the market.

As the process of developing new diagnostics systems is particularly complex, the Company might:

- encounter technical difficulties and thus be unable to develop a product that fulfills the performance requirements expected by customers;
- encounter organizational difficulties related to the availability of resources having the necessary skills, and/or the default of partners or subcontractors involved in the development;
- not be able to meet to the desired deadlines (such as deadlines for the recruitment of patients during clinical trials);
- encounter difficulties in industrialization; the new instruments or reagents could prove to be too costly or difficult to manufacture on an industrial scale, and it might be difficult to find the supplies necessary for their manufacturing and market launch;
- not be able to obtain the regulatory clearance it requires to market and sell its new products;
- not succeed in demonstrating the medical and economic value of new diagnostics solutions, which is a key factor in the commercial success of its solutions.

POTENTIAL IMPACTS ON THE COMPANY

The Company could shelve R&D projects in which significant human and financial resources have been invested, even at a development stage close to the commercial launch date, which could impact the Company's financial position.

The launch of new products may require more operational or capital expenditure than anticipated by the Company on R&D, production, marketing, the sales force and commercial support, instrument installation and maintenance, medical education and customer training.

The Company may not collect the return on its R&D capital expenditure in the event of technical or industrial failure, if the products developed do not receive the requisite regulatory clearance or if they do not meet with the expected commercial success.

RISK MANAGEMENT

The Group pays particular attention to the selection, execution and monitoring of its R&D projects.

The Group endeavors to incorporate market expectations and to apply its knowledge base and technological platforms when defining its new products in order to deliver systems that create medical and technical economic value for its customers.

The Company has specialized committees, bringing together the marketing, medical affairs, R&D, intellectual property, and innovation functions **to identify and select future development opportunities**, fully taking into account the parameters described above. Lastly, the Company establishes both private and public partnerships (universities, research centers) in an open innovation approach, in order to broaden the spectrum of its knowledge and skills.

The strategic planning department ensures that the overall strategy is aligned with the project portfolio, and contributes to the choice of R&D projects. The R&D activities are organized around dedicated teams, experts in different technologies (microbiology, immunoassays, and molecular biology). The R&D teams use a global project management software package. It includes a resource planning function, to ensure a balance between project demand and the availability of teams or subcontractors, in order to contribute to their proper implementation.

Financial teams dedicated to R&D monitor progress and compliance with project deadlines and costs, together with the project managers. They also take part in the upstream selection of projects through an evaluation of the value-creation potential associated with each project.

The Board of Directors has a Strategy Committee whose mission is to orient the Group's strategy and to conduct studies on the main challenges facing the Company, particularly those related to changes in the technological, medical and market environment.

2.2.2.3 Loss of a major industrial site

Net impact

Likelihood of occurrence ➤

RISK DESCRIPTION

The Company operates 19 manufacturing sites, each primarily dedicated to a single product line and technology, based on the principle of "one site, one product line" (see Section 1.6.1). The result of this is that, with the exception of the culture media, each of the Company's flagship product lines is manufactured on a dedicated site.

Also, the Company has international logistics centers in France, the United States and Singapore, through which most flows intended to serve the various markets are directed.

The Company is thus exposed to various risks that could cause the loss of one of its sites, notably:

- accidental or malicious industrial event: fire, explosion, contamination, loss or shutdown of a key production tool, or cyber attack;
- natural or climate change-related event: storm/cyclone (St. Louis – United States, Durham – United States), extreme temperatures (Lombard – United States), earthquake (Salt Lake City – United States), or floods.

POTENTIAL IMPACTS ON THE COMPANY

Any event affecting the production capacity or causing a temporary or definitive interruption of the activity of the "mono-product" manufacturing sites and/or its international distribution center could cause a risk for public health and have a significant negative impact on the sales and image of the Company.

Furthermore, such events could require significant capital expenditure for strengthening the organizational structure of the Company, and cause additional costs related to significant use of external help, such as consulting and assistance missions.

If it were impossible to quickly resume operations at the manufacturing site concerned, the Company could be forced to relocate production of the product line concerned. Given the complexity of the products manufactured by the Company, setting up relocated production resources could be long and costly.

RISK MANAGEMENT

All of the industrial sites have set up risk analyses related to their operations aiming to identify their exposure to risks and set up business continuity plans.

The Company performs annual audits of industrial sites together with its insurer, in order to identify possible vulnerabilities in coping with accidental events. The results of these audits are taken into account by the Company's insurance policy (see Section 2.5).

The objective of these analyses is to put in place preventive actions (training employees, implementing emergency procedures) and/or corrective actions aimed at anticipating scenarios and reducing exposure to risks. For example, the Company has built a second site, far from the first, for the production of its BIOFIRE® molecular biology product line.

The Group regularly invests in its manufacturing sites to improve safety and diversify their product portfolios. In this vein, a new five-year €300 million capital expenditure plan was validated in 2023.

Lastly, the Company has implemented regular monitoring of the natural disasters risk, which enables it to assess the impacts of climate change on the regions in which its sites operate. Given that the Company consumes little water and is therefore hardly dependent on it, it does not anticipate any major risk associated with the increasing scarcity of this resource.

2.2.2.4 Dependence on certain suppliers and partners NFPS

Net impact

Likelihood of occurrence ➤

RISK DESCRIPTION

The Company is working with a vast network of suppliers and may, in certain cases, be in a position of dependency on some of them, due to their exclusivity or the specifics of the products/materials bought from them (see Section 3.8.1).

The qualification of materials, components, and all types of supplies used often requires a long process and limits the number of suppliers that are authorized or able to fulfill the needs and requirements of the Company. Certain components of the Company's products may become obsolete or unavailable if the suppliers decide to modify the composition of their products/materials or are no longer able to provide them. The Company is subject to strict rules in matters of manufacturing processes, and any change in raw materials must be requalified.

Lastly, the Company could lose the exclusive rights it holds with certain key partners, potentially to the benefit of competitors.

POTENTIAL IMPACTS ON THE COMPANY

A disagreement with certain suppliers or a failure of suppliers to meet their obligations could create difficulties for the Company's manufacturing operations, including for some of its main products, leading in certain cases to delivery interruptions, additional costs, and material delays resulting from the need to validate and put in place alternative procurement solutions.

In addition, certain suppliers' quality defects could negatively impact the Group's products, resulting in scraps during the production process.

Lastly, the Company could be forced to build up additional inventory of components if suppliers were to discontinue their production. It might even have to redevelop some of the production processes itself, which could lead to significant development costs and a temporary inability to manufacture its products.

RISK MANAGEMENT

The Company has set up a Global Purchasing Department and is mapping the risks associated with its key suppliers and materials. The Purchasing Department works with the R&D and Industrialization departments to reduce supply risk and supplier dependency.

From this map, the Company endeavors to secure its supplies by maintaining close relationships with its strategic suppliers, diversifying its sources of supply to the extent possible, endeavoring to conclude long-term supply contracts, building up buffer stocks, and partnering with its suppliers in a sustainable growth strategy (see Section 3.8.1). For example, the Company decided to produce the enzymes for its PCR tests in house.

2.2.2.5 Failure and vulnerability of information systems NFPS

Net impact

Likelihood of occurrence ➤

RISK DESCRIPTION

The Company could face a failure in its information systems or their obsolescence, a personal data breach and attacks by cybercriminals.

The acceleration of the digital transformation underway over the past several years at the Company could heighten its exposure to risks related to cyberattacks, as well as those related to failures of IT systems.

These have a major importance in the routine execution of the Group's operations in processing, transmitting and storing electronic data relative to operations, to the financial statements of the Group, and to communication with personnel, patient associations, customers, distributors and suppliers of bioMérieux.

In particular, bioMérieux has access to patients' personal data, for which security is ensured by particularly strict regulations in the United States (Health Insurance Portability and Accountability Act – HIPAA) and Europe (General Data Protection Regulation – GDPR) (see Section 3.7.6.2).

Lastly, bioMérieux's equipment is connected to the IT systems of its customers (LIS) and may therefore constitute a point of vulnerability for a cyber attack (see Section 1.2.3.2 BIOMERIEUX VISION SUITE).

POTENTIAL IMPACTS ON THE COMPANY

Any failure or malfunction of equipment, IT applications or communications network, notably of the Global ERP, or successful cybercriminal attack on the information systems or instruments of its customers connected to it could:

- lead to the use of strategic and confidential data by competitors;
- lead to the leakage, loss, theft and disclosure of personal data, including patient data, which could lead to administrative, civil, and criminal penalties;
- make it impossible to carry out routine operations and thus harm the business;
- affect the operations of customers;
- generate operating losses;
- and/or harm the image and reputation of the Company.

RISK MANAGEMENT

The Company has an Information Systems Department which is tasked with ensuring the availability, continuity and performance of available IT services and setting up an IT security program based on risk management.

It performs audits on the internal processes and those of its external partners, in order to ensure the correct execution and compliance with procedures, and evaluate its exposure to cyber attacks.

To prepare for the eventuality of a major incident, the Company has set up business recovery plans in order to be able to quickly return to a satisfactory level of business. In addition, critical applications and networks are duplicated according to clearly defined criteria.

The Company pays particular attention to the security of its information systems, notably through a dedicated "Global Information Systems Security Officer" function. This function works in close collaboration with internal experts and external partners to implement and maintain a strategy and to manage security based on the international security standards for information systems ISO 27001 and ISO 27002.

End users are trained and made aware of the risks of cyber criminality and personal data protection (see Section 3.7.6.1).

The Company has an insurance policy covering cyber risks (see Section 2.5).

Finally, **a Data Protection Officer (DPO) is responsible for rolling out the personal data protection strategy throughout the Group.** The DPO manages a network of local correspondents and carries out risk analyses. Its mission is to ensure a robust personal data management framework that complies with applicable local and international regulations.

2.2.2.6 Climate change and environmental liability NFPS

Net impact

Likelihood of occurrence ➤

RISK DESCRIPTION

Corporate responsibility with respect to the environment is becoming a major concern for the authorities and public opinion (see Section 3.5).

This concern may result in more demanding regulations, notably in matters of Health, Safety and the Environment (HSE). Stricter laws, the disclosure of standardized indicators (CSRD), and more rigorous implementation measures than those currently in force could be applicable to the Company's manufacturing sites and products (RoHS, REACH, Biocides, GHS, CLP), as well as to the reprocessing of instruments placed or sold to customer laboratories.

In particular, international agreements, such as COP21 or the European initiative aiming for neutrality by 2050, are tending to drive companies toward a low-carbon economy. The Company's production strategy is based on a "mono-site" approach (see Section 1.6.1), which causes greenhouse gas emissions related to transporting products worldwide.

POTENTIAL IMPACTS ON THE COMPANY

The reporting of standardized indicators on the environmental impacts of the Company's activities could affect how attractive investors consider it to be versus competitors with better scores or who are not subject to this reporting requirement.

Bringing some of bioMérieux's activities or sites into compliance with the most restrictive environmental standards could require large costs and affect production.

Any closure of a site would involve significant delays before obtaining the regulatory clearance necessary to restart production.

Lastly, a change in the "mono-site" industrial strategy could cause additional costs and technical difficulties in obtaining products of equivalent quality.

RISK MANAGEMENT

bioMérieux has renewed its commitments regarding responsibility and environmental impact and defining goals for reducing its environmental footprint by 2025 and 2030 (see Section 3.5).

The Company has developed an ambitious action plan for improving its environmental impact, including eco-design, reducing greenhouse gas emissions, and managing resources and waste as described in Section 3.5.

This plan is integrated in the Company's CSR strategy (see Section 3.1) and is subject to regular reviews by the Executive Committee to monitor execution.

HSE is managed on the production sites under management systems that meet internationally recognized standards and are organized by a network of HSE professionals, locally, regionally and globally. This network aims to make sure that the regulations in force are known and applied, and that developments are monitored by the Regulation Watch Committee and their impacts anticipated.

Lastly, the Company is developing a strategy for eco-design and management of the end of product life, as described in Section 3.5.2.3.

2.2.2.7 Acquisition and integration strategy

Net impact

Likelihood of occurrence ➤

RISK DESCRIPTION

The development of the Company is partly based on targeted acquisitions or equity investments (e.g. Invisible Sentinel, BioFire, Specific Diagnostics) or external partnerships (such as Copan and Thermo Fisher Scientific) (see Section 1.1.3).

These transactions essentially aim to enhance its technology portfolio, its product range or its geographical positions. The specifics of each of these acquisitions lead to its own difficulties, related to the initial lack of proficiency in the acquired technology, which is particularly delicate in the industrial biology sector.

The proposed valuation of certain targets or the conditions needed to obtain certain licenses may represent obstacles to signing or renewing agreements required for the implementation of this strategy.

The integration of the acquired companies into the bioMérieux Group could encounter difficulties and lead to losses of key personnel or development that is less rapid than planned.

Lastly, the conditions for executing the acquisition business plan might not be fulfilled.

POTENTIAL IMPACTS ON THE COMPANY

The Company may be unable to:

- find or retain partners that could provide the technologies, products or market access it may need;
- pursue its strategy of acquisition or use under license of technologies developed by third parties, or renew the rights required for some of its operations at the expiration date;
- preserve substantial know-how for the development, industrialization, and production, as well as the understanding of clients' needs, and the key factors of success for marketing the solutions created by the acquired companies, and thus be unable to meet the targets set at acquisition;
- meet the objectives set at the time of acquisitions, chiefly owing to differences between the initial estimate and the actual results of the business plan. Failure to meet financial targets would cause the partial or total depreciation of the value of assets (property, plant and equipment, intangible assets and goodwill) related to the acquisition.

RISK MANAGEMENT

The Company uses various networks dedicated to technological and competitive watch and is supported by a Business Development Department with international teams.

Before investing, the Company performs the necessary due diligence and endeavors to define the most relevant valuation of the target companies. The process for integrating companies is steered by the Executive Committee and adjusted to each situation in order to meet three main challenges:

- preserve the assets of the company acquired;
- ensure the acquisition plan goals are achieved;
- comply with bioMérieux's processes.

2.2.3 Risks relating to bioMérieux's business environment

2.2.3.1 Ethics and compliance NFPS

Net impact

Likelihood of occurrence ➤

RISK DESCRIPTION

The Company is exposed to risks of fraud and corruption due to its international presence, its network of partners representing it, and the nature of its activities in contact with healthcare professionals and representatives of public authorities (see Section 3.7.7).

bioMérieux's products are ultimately sold to public and private healthcare organizations. The Company must therefore be very attentive to the laws and regulations relative to relationships between industrial companies on the one hand, and healthcare organizations and professionals on the other ("Bertrand" law, Sunshine Act). Moreover, a number of these organizations are public and are therefore subject to special rules regarding calls for tender and relationships with private operators. bioMérieux is also subject to international anticorruption laws (US FCPA rules, UK Bribery Act, Sapin II law etc.) sanctioning corrupt acts.

This risk is increased:

- due to the international presence of the Group, which has the effect of increasing the number of laws and regulations that must be complied with, and which, furthermore, does not mean that the Group cannot be subject to litigation pursuant to the laws of other countries having an extra-territorial reach;
- due to the use of distributors, the Group does not therefore have total control of the relationship between the customer and the end user (see Section 3.8.2).

Also, bioMérieux is subject to the rules of international trade and, in this regard, is exposed to risks related to embargo and sanction policies (see Section 3.7.7).

POTENTIAL IMPACTS ON THE COMPANY

In case of non-compliance with these laws and regulations and the principles of ethics and good business conduct, the Company would be exposed to legal action that may result in financial loss or damage to its image and reputation.

Individuals committing offenses could also suffer severe criminal penalties.

RISK MANAGEMENT

The Company's actions are governed by a set of principles, directives, standards and procedures that comply with current ethical norms. Therefore, bioMérieux has developed an anti-corruption program, which includes a specific section on the correct rules for interaction with healthcare professionals. This is described in Section 3.7.7. **The Company has produced a corruption risk mapping, in order to identify the risks inherent in its activities and implement global and regional improvement plans to mitigate them.**

The Ethics and Compliance Department is represented within the Executive Committee by the Legal Affairs Department, responsible for compliance. This department is supported by local networks of correspondents trained in anti-corruption programs. An Ethics and Compliance Committee meets at least once a quarter to define or revise the applicable procedures and guidelines, and review the actions carried out. Employees are trained annually in the principles of ethics and compliance, with online training courses on conflicts of interest, anti-corruption measures, and the Code of Conduct.

Since a significant portion of its sales are made through international or local distributors, bioMérieux contractually requires its partners to use the same high standards in the application of anti-corruption rules. It has also established a training program for their staff covering these subjects.

To minimize the risk of fraud, the Company has put in place an internal control system designed to prevent and identify fraud and ensure that procedures are duly applied, particularly by way of regular internal and external audits.

Lastly, an alert line has been made available to team members and third parties to report any malicious act that could harm the reputation and values of the Company (see Section 3.7.7.4).

2.2.3.2 Regulatory environment applicable to products NFPS

Net impact

Likelihood of occurrence ➤

RISK DESCRIPTION

The Company's products and their manufacturing process are subject to strict, fast-changing regulations which vary widely from one country to another. These products are subject to controls carried out by the regulatory authorities throughout their process of development, production and marketing (see Section 1.4).

The launch of *in vitro* diagnostics solutions is subject to the Company obtaining regulatory clearance. Securing the regulatory clearance or certification needed to market a new product may take several months or, in some countries, one to two years, and requires significant financial resources. Moreover, an increasing number of countries are creating regulatory bodies that are gradually implementing their own requirements for the registration of products, resulting in an increase in the number of registration cases to handle, whether for new references or existing references (notably Brexit and Switzerland).

Also, regulations aiming to limit the market release and use of certain dangerous substances (notably, in Europe, the REACH regulation and the RoHS directive – see Section 3.5.1) are gradually being applied to the scope of *in vitro* diagnostics, and have led the Company to include these requirements in all of its activities.

Lastly, the changes to the following regulations could have an impact for bioMérieux and all players in *in vitro* diagnostics: the American UDI (Unique Device Identification) regulation and the European IVDR regulation (see Section 1.4.3.1).

POTENTIAL IMPACTS ON THE COMPANY

New regulations or audits performed at the Company's manufacturing sites could:

- delay or preclude the marketing of new products by the Company;
- force the Company to interrupt or halt production or sales of existing products;
- oblige the Company to make changes to its manufacturing and quality control processes;
- impose costly constraints on the Company as well as on its suppliers.

RISK MANAGEMENT

The Company strives to reduce this risk by rigorously inspecting production output and monitoring the regulations and standards in all the countries in which it operates (see Sections 1.4 and 3.7.5).

These regulation and standard watch committees meet at least once a quarter in order to ensure a cross-disciplinary approach to monitoring the obligations applicable to the Company. The departments represented at these committee meetings include, for example: Regulatory Affairs, Quality Assurance, HSE, R&D support functions and Information Systems. They are responsible for oversight within their area of expertise.

In addition, a number of standards or benchmarks (including ISO) are in force within the Group. The Company sets up specific project teams to reach the level of compliance expected at the various deadlines set by these new regulations. These teams set priorities, define compliance action plans, and ensure the viability of the solutions selected for current products and for future developments.

In addition, the Group complies with the European Waste Electrical and Electronic Equipment Directive (WEEE Directive), and hires external service providers to remove equipment from customer sites located within the European Union and for the safe removal of heavy metals included in certain equipment. Accordingly, it no longer establishes provisions in this regard.

2.3 Administrative, legal and arbitration procedures

The Company is involved in a certain number of claims and litigation arising from the normal course of its business. It does not believe that these claims and litigation will have an unfavorable influence on the continuity of its operations. The Company is not involved in any claim or litigation considered to be material, with the exception of the proceedings described in Notes 15.4 and 15.5 to Section 6.1.2 of the consolidated financial statements.

To the best of the Company's knowledge, there are no other governmental, legal or arbitration proceedings, whether pending or threatened, that are liable to have or that have had a material impact on the Company's financial position or profitability during the past 12 months.

2.4 Internal control and risk management

Internal control is a process implemented by the Board of Directors, senior management and employees of an organization. It is designed to provide reasonable assurance that the following objectives are achieved:

- aligning the consistency of operations with General Management's directives;
- the reliability of financial information and its compliance with the laws and regulations in force;
- the management and control of operational and financial risks.

However, internal control does not provide absolute assurance that these objectives will be achieved.

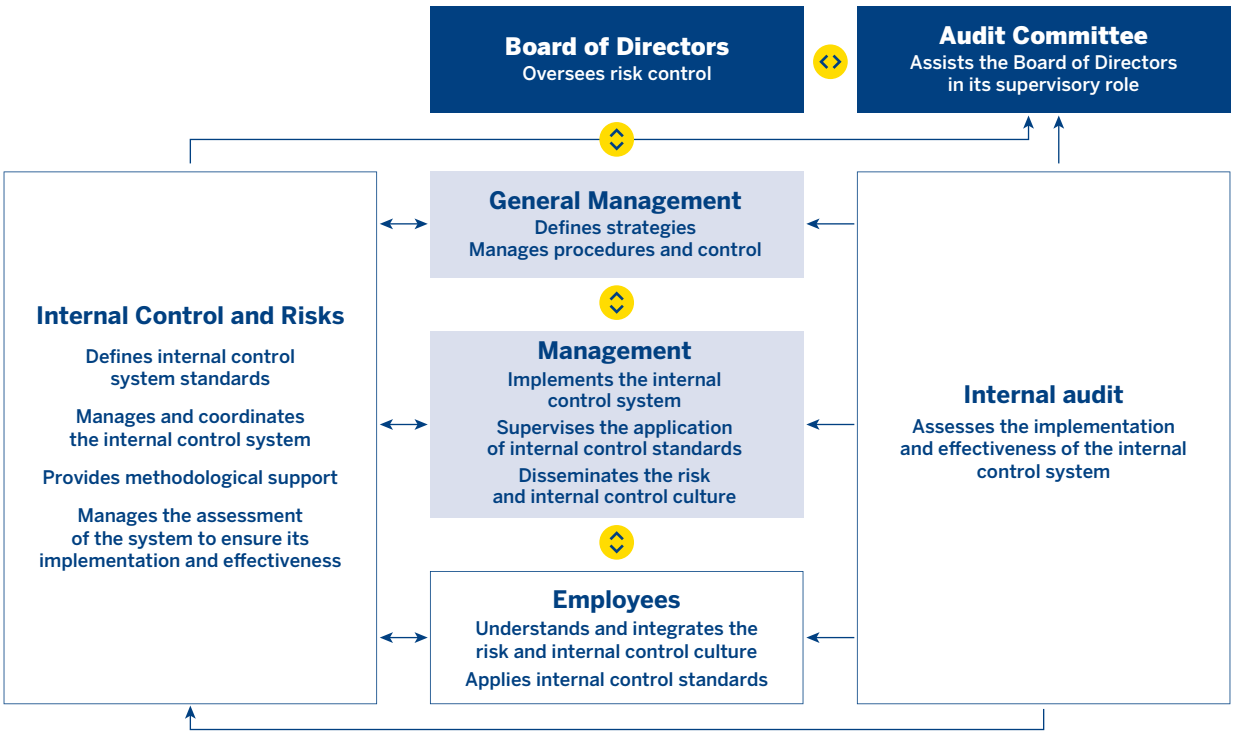
The Group's internal control system is based on:

- the Internal Control – Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO);
- the AMF Reference Framework: "Internal Control and Risk Management Systems";
- recommendations published by the AMF.

This system applies to all of the companies within in the Group's scope of consolidation.

General Management and the Board of Directors, through the Audit Committee, help monitor and oversee the internal control system. For this oversight, General Management relies on the Internal Control and Risk Department and on audits carried out by the Internal Audit, Risk and Compliance Department, under the responsibility of the Institut Mérieux, as described below.

Under the authority of the Executive Vice President – CFO, Purchasing, Information systems, who is a member of the Executive Committee, the Finance Department oversees Group-level functions and the administrative and financial functions of each Group entity.



2.4.1 Internal control actors

Internal control	The task of the Internal Control Department within the Finance Department is to strengthen and sustain the Company's internal control system. It is responsible for defining bioMérieux's internal control standards with process owners, assisting and coordinating their implementation by the operational departments, and managing and evaluating the internal control system as a whole. The objective is to provide reasonable assurance of the reliability of financial information and the safeguarding of the Group's assets.
Accounting/Finance	bioMérieux has compiled a manual of accounting and consolidation principles for use by the Group's entities. This manual lists the principal items in the consolidated financial statements and specifies their content. It also defines the valuation methods to be used. For the Company and its main subsidiaries, the accounting procedures required by the application of these principles and local regulations when recognizing ordinary and recurring transactions are incorporated in the accounting software, in order to ensure that data are processed securely and automatically.
Management control	The annual budget is prepared by the Executive Committee and validated by the Board of Directors. This budget, monitored by controllers distributed according to the Company's organization, is used to allocate the Group's resources to its various projects, activities and subsidiaries.
Consolidation	The consolidation process is centralized within the Group. The Consolidation department checks that the financial statements of the subsidiaries are prepared in accordance with the Group's accounting principles, as set forth in procedure manuals provided to all Group entities. It has a consolidation software package which includes all the financial statements of the subsidiaries and consolidates them in accordance with the Group's chart of accounts. It conducts in-depth analyses of the accounts and prepares a quarterly analysis report for General Management.
Cash Management and Finance	bioMérieux SA and its subsidiaries have set up a cash pooling system of which it is the leader. Surpluses are managed according to a prudent policy validated by the Audit Committee. It is also responsible for managing exchange rate risks on the Group's net exposure for currencies where hedging instruments are available at a reasonable cost.
Tax	The Tax Department draws on a network of internal contacts and on external consultants, depending on the issue. It coordinates, raises awareness and supports the financial departments of each Group subsidiary so as to ensure their compliance with applicable regulations and the Group's standards (see Section 3.8.3).
Shared service centers in Poland and Argentina	Two shared service centers in Poland and in Argentina help to manage the accounting and sales administration activities of 29 subsidiaries. They also help to harmonize internal processes and, through an improved separation of duties, to strengthen internal control in smaller Group companies.
Subsidiaries' financial data	The compliance of financial data issued by subsidiaries is ensured through: • the presence of members of certain operational and/or finance functions on the boards or committees (boards of directors or equivalent) overseeing the activities of subsidiaries; • the existence of financial and administrative support, particularly through shared service centers in Poland and Argentina; • monthly analysis of certain indicators in their reporting. Moreover, the regional Finance Departments verify the pertinence of the human, financial and business resources available locally with the assistance of support functions.

Moreover, the operational and financial departments of each subsidiary are responsible for ensuring the effectiveness of internal control procedures within their organization and undertake to implement a system that ensures operating efficiency, reliability of financial and accounting information and optimal use of resources, while safeguarding assets and preventing fraud.

In addition, the regional, functional and corporate departments are responsible for reviewing the work carried out within each subsidiary and for ensuring that internal control procedures are implemented effectively.

2.4.2 Process

Control activities are put in place by the financial and operational departments based on Group procedures.

The Group has various written procedures (project management, capital expenditure management, processing of financial information, etc.), in French and in English which are accessible via its Intranet and/or specific servers.

The Risk Department oversees the updating of the Company's risk mapping, and regular risk identification, evaluation, and monitoring (see Section 2), in coordination with the Internal Audit, Risk and Compliance Department of the Institut Mérieux.

bioMérieux's internal control environment is based on the elements described below:

Internal control manual	New guidelines for internal control integrating a risk-based approach have been available since 2020 and are regularly updated. This manual specifies the rules and lists all the essential controls with which organizations must comply, particularly with regard to anti-corruption and anti-money laundering measures. Training sessions for local, regional and Group finance teams were organized to accompany the distribution of this manual. This manual includes information on the rules governing the separation of duties, rules relating to commercial management and the management of spending commitments, banking flows and payments, the principles governing internal control, financial reporting and the approval of the financial statements. Since 2022, the manual has been expanded to cover other areas (supply chain, human resources, data protection).
Launch of an integrated management software application	The Company has an integrated management software application in 42 of its subsidiaries. It aims to facilitate the definition of consistent procedures and the implementation of a more effective internal control system.
Introduction of a financial training course	The Finance Department trains all new finance managers or directors within the subsidiaries in procedures and tools (several sessions are held each year) and teaches financial skills to certain non-financial employees of the Company.
Fraud risk management	To minimize the risk of fraud, the Company has put in place an internal control system designed to prevent and identify fraud and ensure that procedures are duly applied. These include regular internal and external audits. In particular, it has implemented a process for centralizing information concerning fraud attempts, and for monitoring corrective and preventive actions, in particular by managing the risk of cybercrime (see Section 2.2.2.5) and raising employee awareness of the methods commonly used by fraudsters.

2.4.3 Management and monitoring of the internal control and risk management system

Risk management and the implementation of internal control are ensured primarily by the members of the Executive Committee, department managers and the management teams at the Group's subsidiaries. Furthermore, under the responsibility of General Management and the Board of Directors, the Risk Department (see Section 2.1) and other functions described below are specifically tasked with this implementation.

Internal control assessment	The Internal Control and Risk Department leads the assessment of the internal control system to ensure its implementation and effectiveness. It has set up an annual self-assessment, carried out by the operational teams and covering 113 internal controls described in the manual. The operational teams define associated action plans if necessary. In 2022, the department launched its first annual testing campaign, involving 17 controls from the manual. These include anti-corruption controls on 40 entities. The tests are conducted by the operational teams of another Group company and by the regional and corporate teams. In 2023, the Internal Control and Risks Department worked on improving the existing process and tools based on the feedback from this first campaign.
Internal Audit Department	The Group Audit Department of Institut Mérieux carries out internal audit activities in collaboration with the Management of bioMérieux and in accordance with identified risks. With help from employees in different roles and departments, the teams dedicated to internal audit ensure that the procedures defined by the Group are correctly applied in the subsidiaries and corporate departments. The conclusions are shared with bioMérieux's Internal Control and Risk Department. A risk analysis and advisory services system helps to continually improve operational processes. A charter defines the role of internal audit, its duties, its remit and the methodology used, in compliance with professional standards. From the basis of a central risk analysis, the internal audit and risk teams establish an annual audit plan as well as a summary and conclusions regarding the work carried out, which are presented to the Audit Committee and the Executive Committee.
External audits	The Company is subject to various types of external audits as described below. The Statutory Auditors, Ernst & Young et Autres and Grant Thornton and its network, audit the consolidated financial statements and the parent company financial statements of bioMérieux SA, as well as the individual financial statements of the vast majority of Group companies. For the other subsidiaries, the Statutory Auditors rely on the work carried out by these companies' external auditors. In addition to the reports required by law, the audits by the Statutory Auditors are summarized in a report that covers material audit findings and the manner in which they have been resolved, as well as recommendations regarding the Group's internal control procedures. These recommendations are reviewed with the management of the subsidiaries concerned and their implementation is monitored. The analysis and evaluation work of the internal control within the Company are carried out in consultation with the Statutory Auditors. They are informed of the results of the work of the Internal Audit, and Risk Departments.

2.5 Insurance

Coverage is calculated on the basis of loss assumptions, taking into account the Company's risk profile. The Group also takes care to keep confidential any information related to deductible amounts and premiums, and the terms of coverage, to avoid this information being used prejudicially.

Global integrated policies

The strategy regarding insurance is designed to ensure that the Company and all its subsidiaries have access to sufficient and uniform coverage, taking into account their size, activities and location. Any new company acquired by the Group will be added to the insurance policies unless its existing cover is more suitable.

Coverage programs take into consideration the specific nature of local regulations, while at the same time reflecting the Group's centralization and umbrella coverage policy. Insurance policies are purchased from insurance companies selected on the basis of their creditworthiness as well as their ability to provide international risk prevention services.

Main insurance policies

Civil liability

The Company and all of its subsidiaries are insured under an umbrella policy covering the various forms of civil liability: operating liability, liability after delivery, liability for experimentation and clinical trials, professional liability (for the services performed by the Company and its subsidiaries independently of product sales) and liability for environmental damage.

Civil liability insurance considers the nature of the business of the Company and its subsidiaries pursuant to insurance-specific rules or special regulations (professional nature of most of its customers and batch manufacturing processes that reduce the likelihood of multiple risks). Some activities carried out by the Company and its subsidiaries, such as biomedical research, require specific coverage from certain categories of civil liability insurance. The Company also has an insurance program covering the liability of its corporate officers, senior executives and representatives.

Property and casualty

The Company and its subsidiaries have umbrella coverage for property and casualty which includes coverage for accidental events such as fires, machine breakage, theft and natural events likely to affect the Company's sites. This so-called Master policy covers all subsidiaries located in the European Union, making it unnecessary for them to take out insurance locally. For non-EU subsidiaries, a local policy is in place so that the guarantees of the Master policy can be applied to the subsidiary with guaranteed and deductible amounts adjusted to the size of the subsidiary if needed. Lastly, in some cases, the subsidiary may take out a stand-alone local policy pursuant to a particular regulation or if there is a very specific local risk.

Transport

"Ordinary" risks related to the transport of goods by land, sea and air are covered by an umbrella insurance policy. Some specific risks may also be insured by way of extension.

Cyber

bioMérieux has an insurance policy that covers damages and civil liability for risks arising from a cyberattack or a breach of personal data confidentiality.

3 Corporate Social Responsibility

bioMérieux is a corporate citizen, through its historic and pioneering commitment to the fight against infectious diseases. bioMérieux considers serving global public health to be an important responsibility, one that the Company takes very seriously throughout its various fields of expertise. The Company's history reflects a long-standing commitment to Corporate Social and Environmental Responsibility. Indeed, the human-centered values and the long-term vision held by the Mérieux family, the founder and majority shareholder through its holding company Institut Mérieux, form the bedrock of a responsible corporate culture translated into bioMérieux's strategy in all countries.

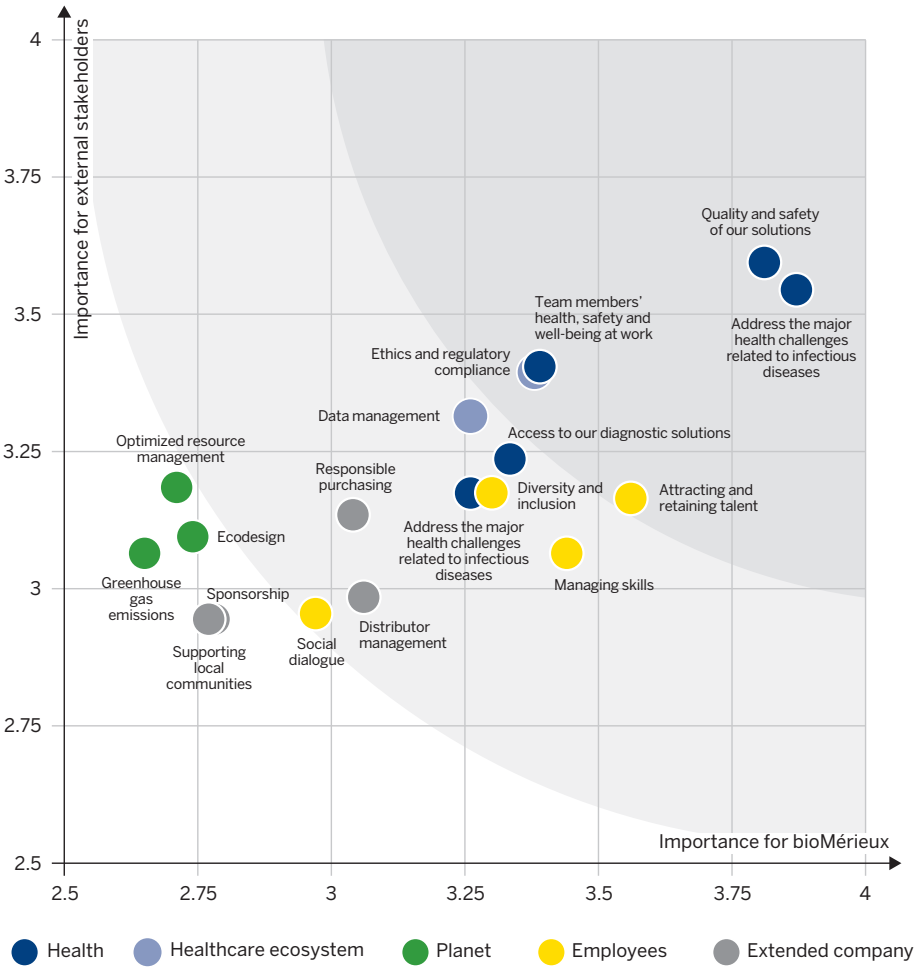
This Chapter 3 describes bioMérieux's CSR strategy and presents the vigilance plan.

3.1 Ambitions

Materiality assessment, serving bioMérieux's CSR ambition

In 2020, bioMérieux conducted a materiality assessment with a sample group of 3,690 internal and external stakeholders (employees, managers, suppliers, distributors, hospitals, healthcare professionals, public institutions) in seven countries (Brazil, China, Ivory Coast, France, India, South Africa and the United States).

2020 MATERIALITY ASSESSMENT



In 2023, against the backdrop of the CSRD (Corporate Sustainability Reporting Directive), and with the support of a dedicated taskforce, bioMérieux started its double materiality assessment and will disclose it in 2024.

Company purpose

In line with this, in 2021, bioMérieux defined its company purpose which expresses the vision of its executives and which has also been the subject of a consultation with a representative group of its stakeholders.

Presentation of the five pillars and major commitments of the CSR strategy

Today, the diagram below illustrates the bioMérieux CSR policy.

Ten major commitments have been defined for each of these pillars, with a goal of reaching the targets defined by 2025 or 2030, depending on the topic. These goals are set out in the table below:

HEALTH	PLANET	EMPLOYEES	HEALTHCARE ECOSYSTEM	EXTENDED COMPANY
Antimicrobial Resistance	**Carbon emissions**	**Safety**	**Dialogue with patient**	**Communities**
+30% of patient results[1] supporting AMS by 2025	**-50%** GHG absolute emissions in 2030 *vs.* 2019 scopes 1&2	Lost Day Incident Rate **÷2 to 0.6** in 2025 *vs.* 1.2 in 2020	associations **x2** by 2025 *vs.* 2021	**≥1%** of net income attributable to the parent company dedicated to Philanthropy (Endowment Fund excluded)
Antimicrobial Stewardship (AMS)	**Environmental footprint**	**Diversity & Inclusion**	**Materiality assessment**	**Partners**
≥80% of referenced antibiotics addressed by our AST solutions[2]	**-45%** water consumption[3] **-50%** energy consumption[3] **-50%** waste generation[3]	Corporate leadership team in 2025[4] **>40%** women **>35%** international profiles	updated every **3 years**	Distributors covering **55%** of sales[5] trained on CSR by 2025

(1) 2019 estimation: 183 million results.
(2) At least 80% based on EUCAST list and 90% based on CLSI Tier I to Tier IV list.
(3) In 2025 vs. 2015, per € million of revenue.
(4) Members of the Executive Committee and N-1 with a global role (international profiles are defined as non-French).
(5) Sales realized through the distributors network.

Performance recognized by non-financial rating agencies

Non-financial rating agencies have been evaluating the CSR performance of bioMérieux and have included it in their socially responsible capital expenditure indices.

INDICES AND CERTIFICATIONS

FTSE4Good
June 2023
Renewal of our certificate of inclusion on the index
=

Gaïa Rating
October 2023
Score 84/100
↗ *In 2022* Score 81/100

CDP Disclosure Insight Action
December 2023
Score C
= *In 2022* Score C

Vigeo Eiris
September 2023
No. 1 in our sector – 60/100
↘ *In 2022* 62/100
40 pts above the sector average

EcoVadis
January 2024
Score 78/100 – Gold
Top 5% of assessed companies
= *In 2022* Score 78/100

Gender Equality Index
March 2023
Score 93/100
= *In 2022* Score 93/100

Dow Jones Sustainability Index
September 2023
Score 70/100
↗ *In 2022*
+ 4 ranks
Maintained in the World & the European DJSI.
72/100

Feminization of SBF 120 management bodies
November 2023
No. 69/120
Score: 66/100
↘ *In 2021* No. 37/120 score: 69.83/100
In 2022 No. 44/120 score: 70.83/100

RECOGNITION

***Science Based Targets initiative* (SBTi)**
November 2021
Approval of the road map to 1.5°C

3.2 Framework and governance

	HR and CSR Committee Board of Directors	Executive Committee	Stakeholder Committee
MONITORING	Ensuring a high level of engagement in non-financial compliance, ethics and environmental and social responsibility.	Defining and implementing the strategies.	Expressing their expectations regarding CSR issues and making recommendations to contribute to achieving Sustainable Development Goals.
	CSR Department	**CSR Committee**	**CSRD task force**
COORDINATION & MONITORING	Directing the implementation of the CSR strategy, coordinating the advancement of the CSR action plan, developing the CSR strategy to meet expectations, managing networks, centralizing reporting.	• Incorporating CSR in local and global departmental action plans. • Providing input for double materiality analysis. • Team training and awareness raising.	• Preparing for the transition to CSRD. • Providing an overview/ensuring the relevance with bioMérieux's activity.
	Operational networks	**Employees**	**Expert committees, committees, commissions**
IMPLEMENTATION & ENGAGEMENT	• Implementing the CSR strategy in operations to contribute to Sustainable Development Goals. • Contributing to CSR reporting.	• Expressing their expectations regarding CSR issues. • Contributing to the implementation of action plans.	• Climate and HSE committees. • Workplace Equality Commissions; Health/welfare, training, housing, disability, catering. • Social, Health and Working Conditions Committee.

3.2.1 Framework of the CSR policy

bioMérieux is committed to respecting human rights, international labor laws and conventions, to promoting diversity, inclusion, women's rights, the right of peoples to freely dispose of their natural resources, and the right to health.

Since 2003, bioMérieux has renewed its commitment to the United Nations Global Compact and contributes to the United Nations' Sustainable Development Goals (SDGs).

bioMérieux's contribution consists first and foremost in serving the needs of patients, throughout their healthcare experience by providing *in vitro* diagnostic solutions to fight against infectious diseases. In this context, the main focus of bioMérieux's activity is contributing to SDG 3 "Ensure healthy lives and promote well-being for all at all ages." The Group's CSR policy also gives priority to issues that mainly support the following SDGs: "Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all" (SDG 8), "Reduce inequality within and among countries" (SDG 10), "Ensure sustainable consumption and production patterns" (SDG 12), "Take urgent action to combat climate change and its impacts" (SDG 13).

3.2.2 Commitment at the highest levels

Corporate Social Responsibility (CSR) is driven by the Executive Committee, which monitors the implementation of ambitions and progress on a quarterly basis.

The CSR policy and non-financial risks are shared with the Audit Committee and the Board of Directors every year. The Board of Directors has a dedicated Human Resources, Compensation and CSR Committee (see Section 4.2.6.7).

The Company has an Operational Committee dedicated to CSR. This global CSR Committee brings together all of the Company's functions, which engage in the process of co-constructing CSR goals, ensuring integration of CSR goals into the action plans rolled out across the organization. At the same time, local teams define their priorities for action to increase the Company's positive impact in the countries where it operates. Accordingly, the Company's CSR strategy and development strategy are closely linked and deployed at all levels of the Company. The CSR Committee is coordinated by the CSR Department.

3.2.3 Stakeholder dialogue

For many years, bioMérieux has maintained a continuous dialogue with its internal and external stakeholders in order to make decisions taking their expectations into account. This dialogue enriches the Company's thinking and nurtures a dynamic and open CSR strategy on its ecosystem.

bioMérieux organizes consultations of its stakeholder groups on specific subjects, especially with employees, customers and patients.

In 2022, bioMérieux established and published its **Dialogue with Stakeholders Charter**. This charter aims to:

- promote better understanding of the CSR issues that are the responsibility of bioMérieux;
- formalize the main rules of dialogue to facilitate stakeholder trust and ensure the quality of discussions;
- sustain this dialogue.

Through this charter, the Group is committed to:

- staying connected to changes in stakeholder expectations;
- studying the recommendations contributing to achieving the Sustainable Development Goals to increase the Company's positive impact.

The implementation of this policy is managed by the CSR Department.

bioMérieux also set up a **Stakeholder Committee** in 2022. Representing the Company's stakeholders, this committee meets on a regular basis. It is composed of four permanent members:

- a patient representative;
- a customer representative;
- a climate and environment expert;
- an expert in research and responsible investment.

And two non-permanent members who are experts that can vary according to the subjects covered.

The Stakeholder Committee strives to respect parity and diversity criteria.

The first session, held in October 2022, was related to product environmental impact. The two non-permanent members participating in this session were experts in ecodesign and life cycle performance.

A summary of the discussions and expectations expressed by stakeholders on that day has been presented to the Executive Committee and is considered in the action plans, as part of a process of continuous improvement of the environmental impact of the Company's products.

The next Stakeholder Committee meeting is planned for January 2024 and will focus on the double materiality assessment.

3.2.4 Declaration of non-financial performance

Pursuant to Articles L. 225-102-1 and L. 22-10-36 of the French Commercial Code (*Code de Commerce*), the Company is required to prepare a non-financial performance statement (NFPS) in accordance with the laws and regulations in force. This NFPS presents information on how the Company takes into account the social and environmental consequences of its activities.

Given the nature of its business, the Company believes that the following issues are not major non-financial risks: combating food insecurity, animal welfare, and responsible, equitable and sustainable nutrition. In France, bioMérieux supports the civic commitment of employees who wish to become army reservists or volunteer firefighters, by signing agreements granting them leave to perform these duties.

In accordance with French law on combating fraud (Law No. 2018-898), the Company's tax policy is detailed in section 3.8.3.

The table below summarizes the main elements of the NFPS. A detailed cross-reference table is presented in the appendix 1 (Cross-Reference Table for the Non-Financial Performance Statement).

Business model	pages 8 and 9 of this document
Description of the main non-financial risks	Sections 3.3 and 2
Presentation of the policies applied with regard to those risks	Section 3.4 to 3.8
Policy outcomes including key performance indicators	Section 3.4 to 3.8

To comply with legal requirements, bioMérieux has the presence and fairness of the social and environmental information contained in the Universal Registration Document audited each year. bioMérieux calls on the firm EY & Associés as an independent third party (see Section 3.10).

3.3 Analysis of risks and challenges

To analyze its risks and challenges, the Company developed non-financial mapping, then conducted a materiality analysis that confirmed the list of key issues initially identified.

Table of risks and challenges in the context of NFPS

In order to identify its non-financial risks and challenges and respond to non-financial performance reporting requirements, bioMérieux draws on the Group's risk-mapping methodology.

It carries out a specific exercise with internal stakeholders, selected for their range of expertise, geographical coverage, and exposure to external stakeholders.

The Risk Department, supported by a Steering Committee drawn from the CSR, Legal, and Investor Relations Departments, oversees the identification and update of risks and challenges.

Risks and challenges, policies implemented and indicators are reviewed and approved at workshops with the relevant departments, particularly Purchasing, Human Resources, Health, Safety and Environment, Ethics and Compliance, Quality, and Commercial Performance.

Risks and challenges are assessed for their potential impact and likelihood of occurrence using dedicated risk scales.

The non-financial risks and challenges map is presented to the Audit Committee.

The Company has decided to draw on the SASB guidelines to structure its reporting. It has adapted the presentation of non-financial risks and challenges to the pillars defined in its CSR strategy.

ISSUES	SDG	DESCRIPTION	POLICIES IMPLEMENTED	INDICATORS	2023 RESULTS	OBJECTIVES	PARA-GRAPH AND PAGES
			HEALTH				
Public health mission		Help protect the health of patients and consumers from infectious diseases	Provide healthcare professionals with diagnostic solutions to combat antimicrobial resistance	• Number of patient results supporting efforts to combat AMR • Percentage of antibiotics covered by our Antimicrobial Susceptibility Testing (AST) solutions	• +16% of patient results returned *vs.* 8.6% in 2022 • 91% *vs.* 80.7% in 2022 of antibiotics covered by our solutions according to the Eucast reference and 92.3% *vs.* 90% in 2022 according to the CLSI reference Tier I to Tier IV	2025 objectives: • 30% increase in the number of patient results contributing to rational use of antibiotics relative to 2019 • At least 80% of antibiotics useful in human medicine included in our Antimicrobial Susceptibility Testing (AST) solutions	Section 3.4.1 Section 3.4.2 Section 3.4.3 Pages 90, 91
Product quality and safety[a][b]		Produce and deliver high-quality products that comply with local/international standards and meet customer expectations	Maintain a quality management system and customer service Train and manage an internal network of quality auditors Certify production sites	• Number of ISO 9001 and ISO 13485 certified sites	• ISO 9001 certifications: 56 sites and subsidiaries in 2023 as in 2022 • ISO 13485 certifications: 18 sites and subsidiaries in 2023 as in 2022 • All products are made on sites with an ISO-certified quality management system		Section 3.4.4 Page 94
			PLANET				
Contribution to climate change mitigation[b]		Limit the impact of our activities (Scopes 1, 2 and 3) on the environment and climate change	Supply sites with renewable energy Develop sea freight and maximize transport routes Integrate our partners into the process Reduce the footprint of vehicle fleets	• Greenhouse gas emissions (Scopes 1 and 2) • Greenhouse gas emissions (Scope 3) • Percentage of suppliers adopting science-based targets (in CO_2 emissions)	• GHG (Scopes 1 and 2): -2.7% (62,302 tCO_2e) *vs.* -2.6% (62,764 tCO_2e) in 2022 compared with 2019 (reference year) (64,432 tCO_2e) • 40% of suppliers (by emissions) adopting science-based targets (in CO_2 emissions)	2030 objective: • 50% reduction in direct greenhouse gas emissions (Scope 1) and those from energy purchases (Scope 2) compared with 2019 (greenhouse gas emissions in absolute value) 2026 objective: • Scope 3: Suppliers covering 67% of CO_2 emissions[c] adopting science-based targets	Section 3.5.1 Section 3.5.2.1 Pages 94, 95
Life cycle of products		Ability to manage the life cycle of products by limiting their environmental impact, in compliance with international standards	Perform systematic life cycle analyses on our products, either comprehensive or targeting a specific stage Implement the resulting ecodesign action plans	• Progress in LCA (life cycle analysis) deployment across the Company's main ranges	• 40% of the product portfolio covered by a Life cycle Analysis (in 2023, by quantity sold)	2025 objective: • 90% of the product portfolio will be covered by a Life cycle Analysis (by quantity sold)	Section 3.5.2.3 Page 102

(a) The Company does not disclose any objectives for these issues.
(b) These topics cover the main risks as assessed in the Company's risk-mapping.
(c) Emissions covering purchased goods and services, fuel and energy related activities (upstream transportation and distribution, business travel and employee commuting).

ISSUES	SDG	DESCRIPTION	POLICIES IMPLEMENTED	INDICATORS	2023 RESULTS	OBJECTIVES	PARAGRAPH AND PAGES
Environmental footprint of activities	12 RESPONSIBLE CONSUMPTION AND PRODUCTION 13 CLIMATE ACTION	Ensure the environmental performance (water, energy, waste) of our activities	Reduce waste production and increase recycling Reduce water and energy consumption	• Total water consumption • Total energy consumption/ revenue • Total quantity of waste/revenue • Percentage of recycled waste	• Water: -41%[b] (653,934 m^3) *vs.* 2015 compared with -40% (640,601 m^3) in 2022 • Energy: -40%[b] (231,258 MWh) *vs.* 2015 compared with -37% (236,402 MWh) in 2022 • Waste: -53%[b] (9,492 metric tons) *vs.* 2015 compared with -54% (9,097 metric tons) in 2022 • Waste: 59.35% of waste recovered	2025 objectives: • 45% reduction in water consumption compared with 2015 (ratio of water consumption to revenue) • 50% reduction in energy intensity compared with 2015 (ratio of energy intensity to revenue) • 50% reduction in waste generation intensity compared with 2015 (ratio of waste generation to revenue)	Section 3.5.2.4 Section 3.5.2.2 Section 3.5.2.5 Pages 103, 100, 105
				EMPLOYEES			
Employee health and safety[a]	3 GOOD HEALTH AND WELL-BEING 8 DECENT WORK AND ECONOMIC GROWTH	Ensure safe working conditions for employees and external providers	Continue to implement the Occupational Health and Safety management system Develop a safety culture for all employees Develop safety leadership tools	• Frequency rate of lost-time occupational accidents • Frequency rate of total reportable occupational accidents	• Frequency rate of lost-time occupational accidents: +43% compared with 2020 (2023 frequency rate: 1.71) • Frequency rate of total reportable occupational accidents: +38% compared with 2020 (2023 frequency rate: 3.6)	2025 objectives: • 50% reduction in the frequency rate of lost-time occupational accidents compared with 2020, *i.e.* a rate of 0.6 or lower • 50% reduction in the frequency rate of total reportable occupational accidents compared with 2020, *i.e.* a rate of 1.2 or lower	Section 3.6.2 Page 110

Diversity and inclusion[a]	10 REDUCED INEQUALITIES	Develop an inclusive culture and promote diversity within the Company	Implement the HR vision
			Develop and implement collective agreements
			Roll out non-discrimination policies
			Promote diversity and raise employee awareness
				• Gender breakdown of manager and team manager headcounts (Women/Men)
				• Rate of internal promotion (Women/Men)
				• Breakdown of employees with disabilities
					• 38% of the Executive Committee and corporate leadership positions to be filled by women[d]
					• Executive headcount: M 54% F 46%
					• Manager headcount: M 56% F 44%
					• In France, 50% of managers are women
					• Women account for 49% of internal promotions (global rate of internal promotion: 10.16%)
					• Employees with disabilities:
					  ◦ Europe: 0.70%,
					  ◦ Americas: 5.03%,
					  ◦ Asia-Pacific: 0.08%.
					• In 2022, France: 6.36%[c]
						2025 objective:
						• For at least 40% of the Executive Committee and corporate leadership positions to be filled by women[d]
							Section 3.6.3
							Page 112

(a) These topics cover the main risks as assessed in the Company's risk-mapping.
(b) Ratio in relation to revenue and compared with 2015.
(c) The employment rate for 2023, which is also expected to show an increase, cannot be disclosed at the date of this document. This is because the French employee and employer social security contribution collection agency, Urssaf, has stated on its website that employers will have to declare their obligation to employ disabled workers (DOETH) during their April 2024 salary declaration. The 2023 rate will be published in the 2024 Universal Registration Document.
(d) Executive Committee and n-1 with a global position.

ISSUES	SDG	DESCRIPTION	POLICIES IMPLEMENTED	INDICATORS	2023 RESULTS	OBJECTIVES	PARAGRAPH AND PAGES
Managing skills and headcount (a)(b)	8 DECENT WORK AND ECONOMIC GROWTH 10 REDUCED INEQUALITIES	Anticipate headcount and skills required to respond to the Company's strategy and market trends	Strengthen skills and headcount planning process Implement personal training and development plans Roll out the training program in partnership with Mérieux Université	• Number of training hours per employee • Training completion rate	• Total training hours: 321,726 hours (*vs.* 281,723), or an average of 23 hours per employee (compared with 21 hours in 2022) • Employee training rate: 94.5%(c)		Section 3.6.5 Page 117

Attracting and retaining talent(a)(b)	8 DECENT WORK AND ECONOMIC GROWTH
	10 REDUCED INEQUALITIES
		Attract and retain talent	Roll out the global and regional HR roadmap
			Strengthen the employer brand
			Develop internal mobility plans
			Develop succession plans
			Step up employee share ownership
			Develop employee engagement
				• Arrivals and departures
				• Number of employees who were promoted during the year
				• Absenteeism rate
				• Engagement score according to the global engagement survey
					• Arrivals with permanent contracts: 2,333 (*vs.* 2,120 in 2022)
					• Arrivals with fixed-term contracts: 308 (*vs.* 373 in 2022)
					• Voluntary departures: 1,199 (*vs.* 1,390 in 2022)
					• Dismissals: 493 (*vs.* 367 in 2022)
					• Promotions: 1,366 employees (*vs.* 1,168 in 2022)
					• Absenteeism rate:
					  • Americas: 1.9%,
					  • Asia-Pacific: 0.52%,
					  • EMEA: 5.59%.
						• To be in the top 25% of companies in our sector for employee engagement	Section 3.6.6
							Page 118

HEALTHCARE ECOSYSTEM							
Regulatory compliance (a)(b)	8 DECENT WORK AND ECONOMIC GROWTH	Safeguard the legal and regulatory compliance of activities	Organize structured monitoring and appropriate governance	• Audit and inspection findings	• The inspections were all successfully completed and contribute to the Company's continuous improvement plans		Section 3.7.5 Page 126
Data protection (a)(b)	8 DECENT WORK AND ECONOMIC GROWTH	Process and protect the personal data of employees, third parties and patients	Implement the GDPR compliance plan Secure buy-in for our policies from suppliers Conduct impact assessments on the Company's processes Introduce a procedure for managing third-party data breaches	• Number of data incidents or breaches	• There were no data breaches that required reporting to the competent authorities		Section 3.7.6 Page 127

(a) The Company does not disclose any objectives for these issues.
(b) These topics cover the main risks as assessed in the Company's risk-mapping.
(c) Total number of employees trained over total number of employees.

ISSUES	SDG	DESCRIPTION	POLICIES IMPLEMENTED	INDICATORS	2023 RESULTS	OBJECTIVES	PARAGRAPH AND PAGES
Business ethics[a][b]	8 DECENT WORK AND ECONOMIC GROWTH	Prevent breaches of business ethics	Strengthen the governance in place Promote the whistleblowing procedure and raise awareness amongst employees and third parties Roll out the Company's anti-corruption policies and procedures Continue the employee and distributor training program	Online training completion rate: • Corruption prevention for employees, • Corruption Prevention for distributors, • Code of Conduct	The training completion rate was: • 86.42% for corruption prevention measures (by employees). • The training campaign on corruption prevention for distributors was launched in December 2023. The performance measure is unavailable at the time of publication of this document. • 92.05% for the Code of Conduct		Section 3.7.7 Page 129
EXTENDED COMPANY							
Sustainable and responsible urchasing [a][b]	8 DECENT WORK AND ECONOMIC GROWTH 13 CLIMATE ACTION	Develop and maintain sustainable and socially responsible purchasing practices	Promote and roll out the Responsible Procurement Charter to suppliers Incorporate CSR criteria at each stage of the supplier relationship (qualification, selection, business reviews, etc.) and support their development Secure critical supply chains	• Number of suppliers evaluated by an external rating agency on CSR criteria, and % of expenditure covered	• 40% of suppliers adopting science-based targets in CO_2 emissions[c] • 720 strategic suppliers were mainly rated by EcoVadis (*vs.* 536 in 2022), representing 62% of spending on purchases (*vs.* 55.8%)	Objective 2026: • Scope 3: Suppliers covering 67% of CO_2 emissions[c] adopting science-based targets	Section 3.8.1 Page 132
Distributor management [b]	8 DECENT WORK AND ECONOMIC GROWTH 13 CLIMATE ACTION	Manage the network of distributors in accordance with the Company's requirements and expectations	Strengthen the process for selecting and approving distributors Streamline and standardize distribution contracts Standardize sales policy Continue to train distributors in bioMérieux practices Regularly review the performance of distributors	• Assessment of distributors' performance and skills	• In 2023, distributors accounting for 21% of sales from the indirect channel were trained • 18 distributors (*vs.* 9) representing 16% of sales (*vs.* 7%) made through this channel are EcoVadis certified	2025 objective: • Provide CSR training to distributors accounting for 55% of sales from the indirect channel	Section 3.8.2 Page 133
Philanthropy	10 REDUCED INEQUALITIES	Enhance solidarity with local communities	Participate in social and cultural initiatives, in partnership with local associations and NGOs	• Percentage of net profit attributable to the parent company dedicated to philanthropy	• 5.8 million or 1.61% of net income attributable to the parent company dedicated to philanthropy in 2023	• Dedicate 1% or more of net income attributable to the parent company to philanthropy	Section 3.8.4 Page 135

(a) The Company does not disclose any objectives for these issues.
(b) These topics cover the main risks as assessed in the Company's risk-mapping.
(c) Emissions covering purchased goods and services, fuel and energy related activities (upstream transportation and distribution, business travel and employee commuting).

3.4 Our impact on health

bioMérieux's mission is to help improve patient care and protect consumer health in the face of infectious diseases. Diagnostic tests provide essential information to clinicians and enable bioMérieux to address public health challenges such as antimicrobial resistance, sepsis and combating emerging pathogens.

3.4.1 Antimicrobial resistance: observations and issues

Antimicrobial resistance (AMR) is a natural phenomenon. Bacteria develop survival mechanisms when faced with antibiotics designed to eliminate them. They adapt either by mutation of genes already present or by the acquisition of new genes. Antimicrobial-resistant strains of bacteria thus gain an advantage over those that are not resistant to antibiotics and are known as "susceptible." This phenomenon is accelerated by inappropriate or excessive use of antibiotics in humans and animals, especially in the case of viral infections, for which antibiotics are inactive.

The risk of having to face super-resistant microorganisms without any recourse is a reality today. Antimicrobial resistance is considered by the WHO to be one of the greatest threats to global health. The projections for 2050 are alarming[1]:

- more than 10 million deaths per year if nothing is done by then;
- a 2 to 3% drop in global GDP;
- a return to a situation where 40% of the population could die prematurely from untreatable infections"[2];
- common medical interventions (chemotherapy, transplants, various surgeries, etc.) will become very risky.

ANTIMICROBIAL RESISTANCE (AMR) AND SEPSIS ARE THE SAME FIGHT

Sepsis is a life-threatening organ dysfunction. It is induced by an excessive immune response to a serious infection. There are 49 million sepsis cases worldwide each year and 11 million deaths[3].

The fight against AMR and the fight against sepsis are linked. The stakes are high because patients with sepsis with resistant pathogens have a mortality risk twice that of those whose pathogens are not resistant[4]. Diagnostics is essential to identify the nature of the pathogen, adapt the treatment and monitor the patient's response to prevent any deterioration in their condition, especially development into sepsis. If sepsis is suspected, antibiotic therapy must be administered very quickly. Any delay in treatment initiation may have fatal consequences[5]. The prescription of broad-spectrum antibiotics as a first-line treatment contributes to the development of AMR. It should therefore be reserved for patients in a situation of septic shock and, once sepsis is diagnosed, the clinician should be assisted in determining the most appropriate antibiotic treatment for the patient.

The complete "Sepsis Management" range is dedicated to patient care at all stages of the disease.

The implementation of antimicrobial stewardship (AMS) policies is an essential tool for combating AMR[6]. The key role of *in vitro* diagnostics is reflected in this approach.

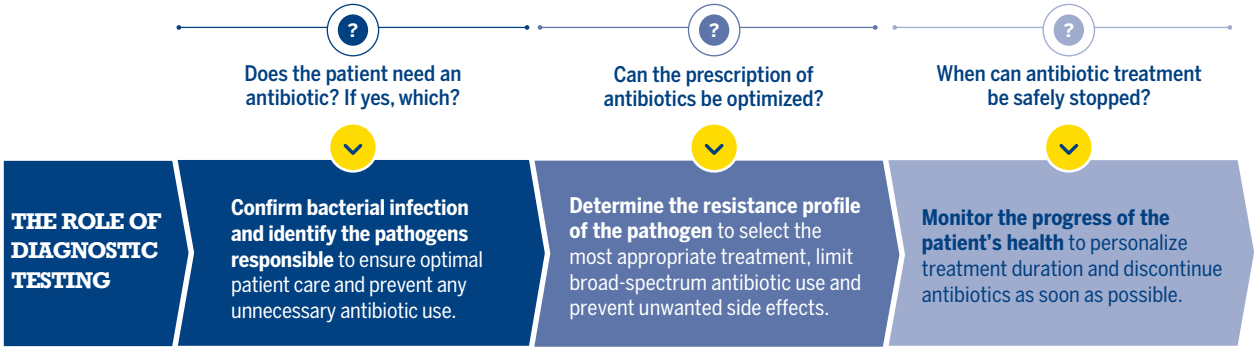
Diagnosis can be used to differentiate between viral and bacterial infections. By quickly indicating that a person is infected with a virus and does not need antibiotics, it becomes possible to reduce overall antibiotic use safely and significantly. At the patient level, diagnostic tests provide information about the pathogen responsible for an infection and about the most appropriate antibiotics to treat that infectious agent. They back up the medical decision by determining whether an antibiotic is necessary, customizing the antibiotic therapy and allowing for optimized monitoring of treatment.

At the community level, diagnostics is the only tool capable of providing surveillance data (human, veterinary and environmental) to monitor the status and progression of antimicrobial resistance and thus to construct and update antimicrobial stewardship recommendations. Screening of patients who carry antimicrobial-resistant pathogens also allows appropriate isolation measures to be taken to limit their spread.

Diagnosis is used in clinical trials for new antibiotics to ensure that patients recruited are infected with the pathogen targeted by the new treatment, making these trials more efficient, less costly and faster and easier to analyze.

A world leader in microbiology and a pioneer in the diagnosis of infectious diseases, bioMérieux is a leading stakeholder in the fight against microbial resistance. The development of tests with high medical value is a priority for bioMérieux (see Section 1.3 Strategy). bioMérieux's line of *in vitro* diagnostics solutions is the most comprehensive on the market for combating antimicrobial resistance (see Section 1.2.3.1) by means of tests to identify pathogens and detect their antimicrobial resistance and susceptibility profile (see Section 1.2.3.2).

(1) *2016 Jim O'Neill Report on Antimicrobial Resistance (AMR).*
(2) *The King's Fund, What if antibiotics stopped working? Article written in 2017 (www.kingsfund.org.uk accessed November 22, 2023).*
(3) *https://apps.who.int/iris/bitstream/handle/10665/334216/9789240010789-eng.pdf*
(4) *Hanberger et al. Int J Antimicrob Agents. 2011 Oct. Increased mortality associated with methicillin-resistant Staphylococcus aureus (MRSA) infection in the intensive care unit: results from the EPIC II study.*
(5) *Kumar A, Roberts D, Wood KE, et al. Duration of hypotension before initiation of effective antimicrobial therapy is the critical determinant of survival in human septic shock. Crit Care Med. 2006;34(6):1589-1596.*
(6) *WHO 1024 (World Health Organization): Commitments to Responsible Use of Antimicrobials in Humans https://web.archive.org/web/20150402144927/ http://www.who.int/drugresistance/events/Oslomeeting/en/*



3.4.2 bioMérieux's commitments in the fight against antimicrobial resistance

As a pioneer in the diagnosis of infectious diseases, bioMérieux develops tests that can identify pathogens, detect their potential antimicrobial resistance, and analyze their antimicrobial sensitivity in order to help physicians precisely determine the appropriate treatment. bioMérieux assesses its impact on healthcare by monitoring the number of results provided to clinicians with an effect on the prescription of antibiotics. The aim is to help reduce the inappropriate use of these treatments and preserve their efficacy both now and for future generations.

For this reason, bioMérieux has committed to increasing the number of results provided in the fight against AMR by 30% between 2019 and 2025.

In addition, bioMérieux's Antimicrobial Susceptibility Testing (AST) solutions provide clinicians with crucial information enabling them to adjust antibiotic therapy based on the resistance of bacteria and their susceptibility to these treatments. bioMérieux has therefore committed to ensuring that its AST solutions include at least 80% of listed human antibiotics.

HEALTH **We pioneer *in vitro* diagnostics solutions to improve public health worldwide**	**Major commitments:** • **+30% of patient results** supporting AMS by 2025 • **≥ 80%** of referenced antibiotics addressed by bioMérieux's **AST solutions**	**2023 Results:** • **+16%** outcomes returned *vs.* 8.6% in 2022 • **91%** *vs.* 80.7% in 2022 of antibiotics covered by our solutions according to the Eucast reference and **92.3%** *vs.* 90% in 2022 according to the CLSI reference Tier I to Tier IV

3.4.3 The multiple actions undertaken by bioMérieux in this fight

In addition to its portfolio of solutions, bioMérieux's contribution takes the form of several initiatives described below.

Creation of Aurobac

In 2022, bioMérieux joined with Boehringer Ingelheim and Evotec to create the Aurobac joint venture for the purposes of creating the next generation of antibiotics as well as new diagnostics solutions to combat antimicrobial resistance. Aurobac aims to advance the strategy related to current treatment regimes, which are based on empirical approaches using non-targeted, broad-spectrum antibiotics. The goal is to move toward a precision approach, using efficient and targeted new solutions combined with fast and actionable diagnostics.

Training of healthcare professionals and public awareness of the importance of antimicrobial stewardship

The Company is developing a range of open-access manuals on topics related to antibiotic resistance and antimicrobial stewardship. These practical guides are available in English on bioMérieux's website.

In 2019, bioMérieux opened a training center in Abidjan dedicated to healthcare professionals. Since then, more than 156 laboratory technicians have received special training in blood culture, identification and antimicrobial susceptibility testing (AST) to combat microbial resistance. In 2022, bioMérieux also supported awareness-raising and educational activities regarding antimicrobial stewardship in several countries including Ivory Coast, Burkina Faso, Kenya, Benin, Mauritania, Nigeria and Algeria.

Scholarships are also awarded to scientific societies for medical education activities (ESCMID, ISID, ESICM, Africa CDC, ASEAN, the Latin American ALADDIV).

Furthermore, bioMérieux supports continuing education sessions leading to accreditations for healthcare professionals (webinars and workshops) (see Section 3.7.4).

Because antibiotic resistance is increasing sharply due to the excessive and inappropriate use of antibiotics, preserving the efficacy of antibiotics has become critical.

That is why, in 2023, Mérieux Université created the AMR mural, a workshop designed to raise awareness of the global public health problem of antibiotic resistance.

Thanks to this tool, our team members can find out what antibiotic resistance is, what are its causes and consequences, what solutions are being considered, and what each of us can do at our own level.

Almost 300 team members have already been trained within the Group.

The ambition is to raise awareness amongst the general public, including our employees.

A version for children (aged 10 to 14) should be available in 2024.

The Company is developing a range of open access educational manuals on topics related to antimicrobial resistance and antimicrobial stewardship. These practical handbooks are available in English on bioMérieux's website[1].

Support for a study of unprecedented scope on the use of antibiotics, the Global Point Prevalence Survey (Global-PPS)

Coordinated by Professor Erika Vlieghe and Dr. Ann Versporten of the University of Antwerp (Belgium), this unprecedented study provides key information on antibiotic use and microbial resistance in hospitals. bioMérieux is the sole private sponsor. In 2022, over 90 countries participated, involving over 1,300 hospitals and more than 500,000 patients. Also, this methodology has been integrated as a key pillar in the new European DRIVE AMS project aiming to improve prudent antimicrobial use (AMU) and strengthen AMU surveillance in 60 hospitals in four countries (Greece, Portugal, Romania, and Lithuania).

By regularly participating in this survey, each hospital can assess its performance and compare its practices with those of other sites in order to improve them. In some cases, the survey has resulted in national improvement programs. In addition, 2023 saw the deployment of the outpatient module. This new feature was developed for patients who are not admitted overnight, a population for which AMU data are generally limited. This module is particularly useful for facilities such as outpatient clinics, primary or community healthcare centers and certain hospital departments including emergency, day surgery and outpatient departments.

Global-PPS has been written about in major publications, including Lancet Global Health, and is now recognized by international organizations such as the WHO, *Médecins Sans Frontières*, the Center for Disease Dynamics, Economics & Policy (CDDEP), the Infectious Diseases Society of America (IDSA) and the British Society for Antimicrobial Chemotherapy (BSAC). The results of this work were reported in six peer-reviewed publications and participation in various conferences during the year.

Actions within industrial consortia

The Company has also been involved in launching the **AMR Industry Alliance,** one of the largest private-sector coalitions established to provide sustainable solutions to curb antimicrobial resistance. bioMérieux sits on the Board of Directors of AMR Industry Alliance as a representative of the diagnostics industry. The Alliance produces annual reports on its activities and the activities of its individual members and drives progress through its working groups on access, appropriate use, research and science, and manufacturing.

(1) https://www.biomerieux.com/corp/en/educational-support.html

Started in 2019, **VALUE-Dx** is a unique pan-European project that seeks to provide scientific evidence of the medical, technological and economic value of *in vitro* diagnostics for a more rational use of antibiotics and to combat antimicrobial resistance. The project is led by a public-private research consortium of 26 partners, and coordinated by the University of Antwerp, bioMérieux and the Wellcome Trust. Half of the funding for VALUE-Dx comes from the European Commission and comprises two clinical trials in Community-Acquired Acute Respiratory Tract infections, including one co-directed by bioMérieux called ADEQUATE (Advanced Diagnostics for Enhanced QUality of Antibiotic prescription in respiratory Tract infections in Emergency rooms). This trial uses our BIOFIRE® Respiratory 2.1 *plus* and BIOFIRE® Pneumonia tests to demonstrate the impact of syndromic diagnostic tests on the emergency management of severe respiratory infections. ADEQUATE is focused on the pediatric population with the goal of enrolling around 500 children and will contribute to creating a clinical sample bank on nine hospital sites distributed over six European countries. Through a thorough understanding of value indicators and barriers to the adoption of diagnostics, VALUE-Dx will develop and improve health economic models and policy recommendations with the objective of reducing AMR.

Support for international initiatives

The Company supports numerous initiatives to help combat microbial resistance in the various countries where it operates.

For example, every year bioMérieux participates in a WHO initiative known as **World AMR Awareness Week**. In this context, bioMérieux is implementing awareness and education campaigns aimed at healthcare professionals, the general public and its employees, to encourage more rational use of antibiotics.

The **cooperation agreement** with the Center for Infectious Disease Research and Policy (CIDRAP) was renewed. In 2023, it gave rise to the production of three policy briefs on the emerging role of outcome research in AMR diagnostics, especially when coupled with health economics, as well as an article on the key role patients could play in fighting antimicrobial resistance (AMR), in particular, in helping pharmaceutical and biotech companies develop new products to address the rise in resistant bacteria.

In **Nigeria,** in 2021, bioMérieux signed a collaboration agreement with the German Agency for International Cooperation (GIZ) in order to support the Nigerian Center for Disease Control (NCDC) in the fight against AMR. The goal is to promote and implement antimicrobial stewardship programs. This is the first time that bioMérieux has carried out a partnership of this type in Africa.

As a global leader in diagnosis of infectious diseases, bioMérieux has made responsible antimicrobial management one of its priorities. On the strength of this expertise, the Company was chosen by the **Fleming Fund** as a partner in a UK investment program endowed with £265 million to combat antimicrobial resistance in 21 resource-limited countries. bioMérieux, chosen for the performance of its diagnostics solutions, its organizational capacity in the targeted countries and its expertise in training healthcare professionals in microbiology and antimicrobial resistance, thus has become responsible for deploying its solutions in 15 countries of this program. In each of these countries, a clinical laboratory and a veterinary reference laboratory have been equipped with the VITEK® MS, VITEK® 2 and MAESTRIA™ systems. Since 2021, bioMérieux has equipped laboratories in Laos, Malawi, Nepal, Tanzania, Senegal, Swaziland, Zambia, Zimbabwe, Bhutan, Bangladesh, India, Indonesia, Nigeria, Sierra Leone and Vietnam. This program contributes to the third United Nations Sustainable Development Goal, which is that of health and well-being, in which antimicrobial resistance (AMR) has been recently officially added.

Research collaborations

Strategic partnership with Oxford Nanopore for sequencing Technology (see Section 1.5.1)

Establishing Antimicrobial Stewardship Centers of Excellence

bioMérieux has selected several hospitals from among its historical partners to establish AMS Centers of Excellence. In the establishments concerned, including laboratories that already have bioMérieux equipment, bioMérieux's employees are committed alongside healthcare professionals to developing antimicrobial stewardship.

By relying on data from diagnostic results, the teams contribute to improving practices, reducing time to execution and facilitating the laboratory routine, thus showing the full medical and economic value of diagnostics in the fight against antimicrobial resistance.

Each bioMérieux AMS Center of Excellence is supported by a cross-disciplinary team dedicated to managing the relationship with the participating hospitals. These teams are composed of bioMérieux employees from different functions such as Marketing, Medical Affairs, IT, Customer Service, Legal Affairs and Integrity.

With these AMS Centers of Excellence, bioMérieux wishes to highlight the advantages of a comprehensive approach, integrating data/IT solutions, laboratory advising and medical training in addition to diagnostic solutions. In practice, the teams adapt to the realities of each establishment by building tailored partnerships for a three-year duration.

The very first Center of Excellence was created in China, in Zhuihang Hospital, and to date, 13 centers have been established around the world. These centers are of various types: private or public institutions, different degrees of maturity, different geographic locations and different sizes.

75% of R&D capital expenditure is dedicated to the fight against microbial resistance (see Section 1.5.1.1).

3.4.4 Product quality and safety

Every day, bioMérieux strives to guarantee the quality and safety of its products and thus protect the health of patients and consumers. The Company meets the highest industry regulations and standards and ensures that its partners in the production chain, both upstream and downstream, meet the same standards. This attentiveness is all the more important in a regulatory environment that is changing rapidly at both local and international levels, resulting in an increase in the number of regulations to follow and greater complexity in meeting all of these requirements (see Section 1.4).

ISO 9001 certifications: 56 sites and subsidiaries in 2023 as in 2022.
ISO 13485 certifications: 18 sites and subsidiaries in 2023 as in 2022.
All products are made on sites with an ISO-certified quality management system.

3.5 Preserving the planet, our greatest resource

3.5.1 Objectives and governance

bioMérieux's major commitments to reducing its environmental footprint by 2025 and 2030 are presented below:

PLANET

We implement environmentally responsible actions to preserve the planet as a healthy place to live

Major commitments:

2030 objective:

- Reduce Scope 1 and 2 absolute greenhouse gas (GHG) emissions by 50% compared with 2019 to contribute to the fight against global warming

2026 objective:

- Scope 3 objective: engage suppliers covering 67% of CO_2 emissions[(a)] to adopt science-based targets

2025 objectives:

- Reduce water consumption by 45% compared with 2015 (ratio of water consumption to revenue)
- Reduce energy intensity by 50% compared with 2015 (ratio of energy intensity to revenue)
- Optimize production (-50% compared with 2015) and recycling of waste (>85%),
- 90% of the product portfolio will be covered by a Life cycle Analysis (by quantity sold)[(b)]

2023 Results:

GHG: -2.7% (62,302 tCO_2e) vs -2.6% (62,764 tCO_2e) in 2022, compared with 2019 (reference year) (64,432 tCO_2e)

40% of suppliers adopting science-based targets (in CO_2 emissions)[(a)]

Water: -41%[(c)] (653,934 m^3) *vs.* 2015 compared with -40% (640,601 m^3) in 2022
Energy: -40%[(c)] (231,258 MWh) *vs.* 2015 compared with -37% (236,402 MWh) in 2022
Waste: -53%[(c)] (9,492 metric tons) *vs.* 2015 compared with -54% (9,097 metric tons) in 2022
40% of the product portfolio covered by a Life cycle Analysis (in 2023, by quantity sold)

(a) Emissions covering purchased goods and services, fuel and energy related activities (upstream transportation and distribution, business travel and employee commuting).
(b) New target set in 2023.
(c) Ratio in relation to revenue.

Organization and operations

The control of environmental risks and the reduction of bioMérieux's environmental footprint (see Section 2.2.2.6) are governed by the global Health, Safety and Environment policy, which covers all activities in the value chain.

bioMérieux assesses its impact on the environment (soil, water, air, noise, energy, waste, etc.). Its initiatives are part of an approach based on non-wasteful and responsible use of natural resources and primary raw materials.

The Company has introduced a Health, Safety and Environment management system. It covers the design, manufacture and maintenance of instruments, software and reagents for *in vitro* diagnostic tests. It has been rolled out on bio-industrial sites, at R&D centers and subsidiaries. This management system is based on continuous improvement following the Plan-Do-Check-Act (PDCA) principle.

The Health, Safety and Environment (HSE) department reports to the Senior Executive Vice-President for Global Quality, Manufacturing & Supply Chain, a member of the Company's Executive Committee. The orientations, policy, objectives and monitoring of results are supervised by the quarterly HSE Steering Committee, which is attended by the CEO and several members of the Executive Committee (representing global quality functions for Manufacturing & Supply Chain, R&D, Human Resources & CSR, Finance, Purchasing, Information Systems, and Clinical Operations).

These aspects are implemented locally through a network of HSE coordinators at each site and subsidiary:

- for each site, an HSE manager reports to the site manager. This function can be supplemented by other people (HSE engineers, HSE technicians) depending on the site's size and risks. Approximately 50% of our sites have an Energy Manager dedicated to the management of their energy sufficiency and efficiency plans;
- for each subsidiary, an HSE representative is appointed and is in charge of managing the process.

In order to support the HSE program throughout the organization, some functions are introducing dedicated roles to manage some very function-specific climate and environmental aspects (Purchasing, Supply Chain, Information Systems, etc.)

Each entity is responsible for the implementation of policies that ensure the environmental impacts of bioMérieux's activities are managed.

The HSE department has the following roles and responsibilities:

- monitoring all regulatory requirements in its field at international, national and local levels, including for hazardous substances: REACH, Biocides, GHS, CLP, ROHS;
- developing and implementing processes and procedures to ensure compliance with regulatory requirements;
- contributing to managing the risk of breakdowns in production and the supply chain (identification of major risks and management of business continuity plans);
- preliminary environmental impact analysis for new capital expenditure projects (expansion, new location, increase in production capacity, etc.). For new constructions, detailed guidelines are provided in the document entitled "HSE requirements for new constructions and major renovations."

In addition, the Company provides numerous training courses on environmental protection:

- at the arrival of every new employee;
- for the deployment of the environmental management system on the sites, in accordance with ISO 14001: raising awareness of environmental impacts and best practices in prevention and training in internal environmental auditing;
- for the projects to reduce waste and energy consumption: ad hoc training in the relevant functions (production operators, packaging teams) to reduce unwarranted product scrap.

In 2022, the North Ryde industrial site in Sydney obtained initial ISO 14001 certification. As such, it joins the sites of Craponne, Combourg, Marcy l'Étoile, La Balme, Saint-Vulbas, Grenoble and Verniolle (France), Tres Cantos (Spain), Florence (Italy) and Durham, St. Louis and Lombard (United States), bringing the total number of certified production sites to 86%.

3.5.2 Taking action for the climate and the environment

Climate Change ambition was on the agenda of the following Board of Director meetings:

- focus on the Energy Efficiency and Sufficiency topic in December 2022;
- focus on the Decarbonization strategy in May 2023.

Moreover, the updated version of the CO_2 reduction investment plan has been presented to the Board of Directors.

3.5.2.1 Greenhouse gas emissions: a goal validated by the Science Based Target initiative

In order to reduce its greenhouse gas emissions throughout the value chain and for the long term, in compliance with the Paris Climate Agreement, the Company has set targets validated by the Science-Based Target initiative (SBTi) in November 2021:

- reducing Scope 1 and 2 emissions by 63% by 2034, compared with 2019 emissions. This objective is consistent with the efforts required to limit global warming to +1.5°C. This +1.5°C target is the most ambitious in the Paris Agreement (COP21) to avoid the most severe effects of global warming;
- commitment to ensure 67% of its suppliers' emissions covering purchased goods and services, fuel and energy related activities, upstream transportation and distribution, business travel and employee commuting, will have science-based targets by 2026.

This information can be accessed on the SBTi website.

Roadmaps have been deployed in various business lines (manufacturing, packaging, R&D, purchasing, supply chain, etc.) so that each contributes to reducing scopes 1, 2 and 3 CO_2 emissions. Specific monitoring enables each business line to track its own performance.

To accomplish this initiative, bioMérieux relies on:

- an analysis of its greenhouse gas emissions (scopes 1, 2 and 3);
- a governance based on a Steering Committee made up of the directors of the global functions concerned (Manufacturing, Vehicle Fleets, Purchasing, Supply Chain, CSR, etc.) under the supervision of the Executive Director of Global Quality, Manufacturing and Supply Chain, who is a member of the Executive Committee;
- a training plan with Climate Fresk.

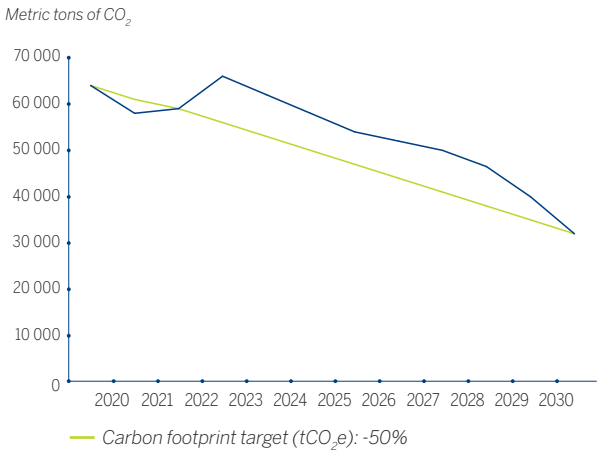
Furthermore, bioMérieux is also involved in the Carbon Disclosure Project (CDP) (see Section 3.1) and uses the results to structure its approach.

Actions implemented

Reducing Scope 1 & 2 emissions

The company roadmap developed to reduce its Scope 1&2 emissions is comprised of levers to reduce emissions from manufacturing energy usage and company car fleets. As presented below, this roadmap was designed in order to support the SBTI-approved target-related effort by 2030 (-50% emissions *vs.* 2019).

EVOLUTION OF CARBON FOOTPRINT (GROUP)



The Energy Usage-related part of the road-map consists of both Sufficiency and Efficiency actions (discussed in section 3.5.2.2) and decarbonization actions.

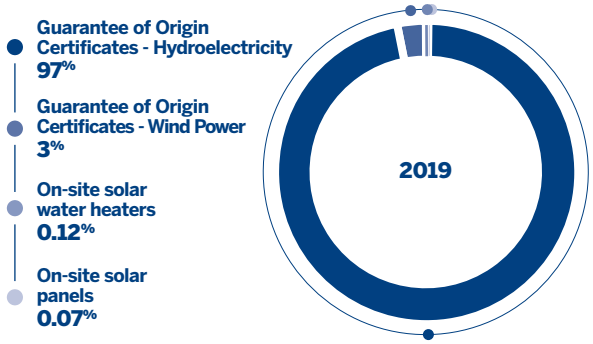
bioMérieux follows a decarbonization strategy based on reducing the use of fossil fuels by implementing low-carbon technologies and increasing the share of renewable energy in overall consumption (through the installation of on-site generation facilities, such as photovoltaic panels or through the implementation of PPA-type renewable electricity supply contracts), following 3-level prioritization:

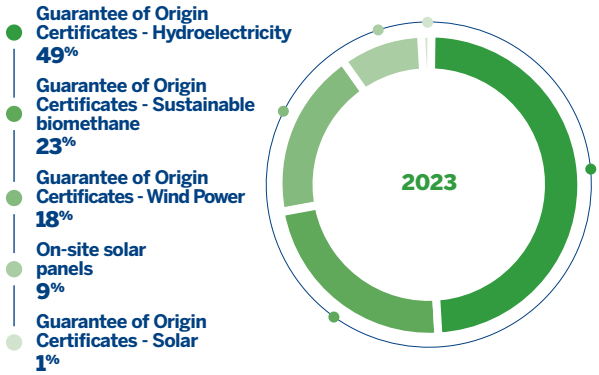
- priority 1: self-generation from onsite production facilities, as far as is technically feasible;
- priority 2: procurement of renewable electricity *via* Purchase Power Agreements (PPA) or Biomethane Purchase Agreements (BPA). Our capacity to contract such high value procurement agreements may be limited by market availability. PPA are not yet available at the Durham site, due to the fact that North Carolina has a regulated electricity market;
- priority 3: procurement of renewable electricity *via* Energy Attribute Certificates.

The bioMérieux Renewable Energy Consumption Scheme at the end of 2023 is as follows:

- solar Panels are operated on our sites located in Grenoble, La Balme, Saint-Vulbas (FR), Sydney (Australia), Rio de Janeiro (BR), Durham (US) and Salt Lake City (US). Installation of additional solar panels is in progress or is planned in the coming years;
- 3 PPA signed to date for our US site in St. Louis (operations starting in 2025), and our sites in France (operations starting in 2024 and 2025);
- 50% of the electricity consumption for France and 100% of the electricity consumption for Italy and Spain are procured *via* Energy Attribute Certificates in accordance with the EU Guarantee of Origin scheme;
- in 2023, 53% of the electricity consumption in Durham and 84% in Lombard was procured *via* Energy Attribute Certificates in accordance with the US REC scheme;
- since 2023, 54% of natural gas usage in France and Spain has been procured *via* Sustainable Biomethane guarantees of origin;
- fuel consumption has been reduced in La Balme (FR) by 55% since 2019 by implementing heat recovery systems.

Total Renewable Energy consumption in 2023 was 48,732 MWh. It accounts for 21% of total energy consumption whereas it accounted for around 12% in 2019 to 2022. The spread of these renewable sources in 2023 is showed below:





The reduction of Car fleet emissions constitutes the 2nd part of the Scope 1&2 emissions reduction roadmap. Company cars are provided to some specific employees in 27 countries, *via* a catalog that offers a range of hybrid and electric vehicles. bioMérieux is currently developing a plan to convert the fleets to low-carbon vehicles by 2030.

Reducing Scope 3 emissions

Efforts to reduce these emissions are, in particular, supported by decarbonization of the bioMérieux upgradient value chain: the Company works on engaging its key suppliers (by Emissions) to adopt Climate Change strategies. bioMérieux set a 2026 target, validated by the SBTi, of engaging suppliers representing 67% of the targeted emissions, that is to say those covering purchased goods and services, fuel and energy-related activities, upstream transportation and distribution, business travel and employee commuting, to adopt science-based targets. At the end of 2023, SBT engagement status was 40% (*versus* 28% end of 2022), that is to say 88 of the top carbon emitters. In order to support this target, Global Purchasing is deploying a program to raise purchasers' awareness, improve supplier selection, educate and support suppliers in the SBTi target approval process and monitor supplier CO_2 performance.

Other initiatives are implemented to reduce other scope 3 emissions as described below:

Reducing CO_2 emissions in the shipping of finished products:

- integration of requirements relative to greenhouse gas emissions generated by services carried out by its co-contractors under international transportation and logistics contracts;
- the Company continuously increases the percentage of sea freight, and reduces the use of air freight, for its finished products:
  - Sea freight accounted for 59% at the end of 2023 *vs.* 49% in 2022. The finished goods chargeable weight increased by 5% in 2023,
  - Sea freight for Reagents accounted for 68% (*versus* 60% in 2022, and 48% in 2019).

  The Transport sector's recovery compared to the previous year is helping to optimize the management of stocks and transport lead time to increase sea freight;
- other modal transfer actions are regularly initiated and are continued when they demonstrate their effectiveness. Thus, domestic transport in the United States, for example, is gradually being transferred to road freight instead of air. In 2022, products were routed by the Turkish subsidiary in Iraq by truck, replacing planes;
- domestically, subsidiaries are gradually switching to transporters operating "last mile" transportation with low carbon vehicles. After France, bioMérieux's Brazilian teams have implemented this process;
- in 2022, the purchase of sustainable biofuels complying with the RED II European Directive was initiated for international maritime transport of its finished products. In order to encourage the development of sustainable biofuels for transportation, we purchased Sustainable Maritime Fuel avoiding the emission of 1,600 metric tons of CO_2 in 2023. We do not consider this emission avoidance in our Carbon accounting;
- the location of various logistical centers making it possible to route finished products from sites to subsidiaries and then from subsidiaries to customers is one component of the CO_2 emissions of our supply chain. Accordingly, projects for relocating these logistical centers are regularly being studied and then implemented. In 2022, an additional center was opened in China and will make it possible to increase domestic distribution efficiency in this country and thereby reduce associated emissions.

Business Travel: the Company is pursuing an active policy of reducing and optimizing travel, supported by guidelines to help team members drive their reduction efforts. The use of videoconference tools is deeply rooted in the Company's mindset. Deploying collaborative tools and encouraging their use also reduces travel. In 2023, bioMérieux set an internal target to reduce travel-related emissions by 10% compared with 2022. In order to launch a specific action to which all departments can contribute, the Company has set up a report to inform teams of their contribution throughout the year.

Remote maintenance and upgrading of instruments: the Company, having pursued the development of the VILINK™ IT solution, released a new version in 2023, providing bioMérieux customers with remote incident resolution, maintenance and upgrade services. The new version improves the security, speed and added benefits of VILINK™.

In 2022, approximately 150,000 remote sessions were performed by bioMérieux engineers, approximately 5,000 software updates were performed *via* VILINK and approximately 30,000 security patches were deployed using VILINK. VILINK has reduced bioMérieux's time to fix by approximately 25% for connected customers, ensuring a high level of customer satisfaction. VILINK has also reduced the engineer onsite dispatch rate by approximately 35% for connected customers, significantly reducing bioMérieux's carbon footprint.

In 2024 bioMérieux will increase VILINK connectivity by working with local authorities in China to ensure compliance with local regulations and cybersecurity laws to allow for seamless implementation of VILINK.

Commuting: bioMérieux promotes car-pooling with tangible initiatives in Grenoble, Marcy and Craponne [FR] and Salt Lake City [US], the use of public transport wherever possible, and the use of electric bicycles, by paying subsidies to employees. The Marcy l'Étoile and Craponne (France) sites have been members of the Greater Lyon regional carpooling platform for several years. Similar arrangements are in place in the Company's other sites and subsidiaries. The Company also provides the option to: recharge electric or hybrid cars at the French sites, Durham (US) and Salt Lake City (US). Moreover, in France, bioMérieux encourages the use of soft mobility for its employees. Since 2022, bioMérieux has made a fleet of electric bicycles available, free of charge, *via* an app at the Marcy l'Étoile, Craponne and Grenoble sites (France). The primary goal is to reduce the carbon footprint of commuting. The targeted employees are those who live less than 15 minutes by bicycle from the bioMérieux sites concerned. EV (Electrical Vehicle) charging systems have been made available to employees at several sites in France.

For a number of years, the Company has had an active remote working policy which helps to reduce commuting.

Car fleet: employees with a Company car are offered a range of hybrid and electric vehicles. As part of bioMérieux's commitment to reduce its emissions from Scopes 1 and 2, it will increase the proportion of low-carbon vehicles in the coming years

Employee commitment: the Company has chosen to raise awareness of climate change amongst its employees, in particular with the Climate Fresk tool. Since 2021, bioMérieux has rolled out an initial program mainly with functions or roles in the organization related to the Company's Climate Action Plan (Supply Chain, Purchasing, Energy and HSE teams on production sites) in around 20 countries. In 2023, 1,819 employees were trained reaching a total of 3,090 employees trained in 40 countries at the end of 2023. These training sessions were conducted by a team of more than 56 internal facilitators located in several countries, *e.g.* Australia, Kenya, Ivory Coast, Belgium, China, France, India, South Korea, Italy, United States, etc.

2023 Achievements

The emissions categories assessed include Scopes 1, 2 and 3 of the Greenhouse Gas (GHG) Protocol, as described in section 3.9.3.

Scope	Significant emissions categories	2023 emissions in thousands of tCO_2e (± uncertainty)	2022 emissions in thousands of tCO_2e (± uncertainty)	2021 emissions in thousands of tCO_2e (± uncertainty)	2020 emissions in thousands of tCO_2e (± uncertainty)	Reference Year 2019 emissions in thousands of tCO_2e (± uncertainty)
Scope 1	Direct emissions (Scope 1)	23	25 (good)	24 (good)	23 (good)	25 (good)
Scope 2	Energy procurement (Scope 2)	39	41 (good)	36 (good)	35 (good)	39 (good)
Annual percentage change Scopes 1&2 vs. reference Year		*-2.7%*	*3%*	*-7%*	*-9%*	*N/A*
Scope 3		1,219	1,025 (high)	1,005 (high)	1,002 (high)	907 (high)
Annual percentage change Scope 3 vs. reference Year		*19%*	*2%*	*0%*	*11%*	*N/A*

Definition of uncertainties: Good: uncertainty < ±20% – Average: ±20%< uncertainty < ±50% – High: uncertainty > ±50%.
Some of the above past CO_2 emissions have been updated following the updates of some emissions factors (e.g. the annual electricity emissions factor update), the impact of some continuous improvements in the accounting methodologies used by the Company or its suppliers.

Scopes 1 and 2 emissions

The methodology for calculating scope 1 & 2 emissions was reviewed in 2022 in order to:

- reinforce the consideration of the Market Based methodology of the GHG Protocol applied at the beginning of 2022 on scope 2 emissions for 2019 to 2021;
- change the basis of scope 2 emissions factors to ensure it is updated dynamically. This new basis was used to recalculate the emission volumes from 2019 to 2022;
- change the basis of scope 1 emission factors that included upstream emissions until 2021, when a specific calculation of these emissions was integrated for the first time in the Company's scope 3. The volumes of scope 1 emissions have been recalculated with this new basis for emission factors for the years 2019 to 2022.

These changes do not require bioMérieux to submit an updated file to SBTi considering that the change in calculated emissions does not affect the Company's capacity to reach its approved targets.

2023 was the 1st year that bioMérieux not only dynamically updated the residual electricity emissions factors that affect the past Scope 2 emissions but also some Scope 3 emissions items: depending on the regions, the update frequency varies and applies to different years. This phenomenon will apply every year. In 2022, the residual Electricity Emissions Factor for France was significantly downgraded mainly due to the discontinuation of several Nuclear Plants. When this last version of the factor was issued in June 2023, it mechanically increased the Company's Scope 2 emissions *versus* the 2022 URD release. 2023 Scope 2 emissions will also be calculated using this downgraded 2022 residual Electricity Emissions Factor for France as long as the 2023 update is not available (expected release in the second quarter of 2024). 2023 Scope 2 emissions will, therefore, be updated in the 2024 URD (decrease expected).

Scope 3 emissions

Scope 3 emissions reported in the table above include estimates made since 2021 for purchases of goods and services, fixed assets, energy-related emissions (not included in Scope 1 and 2), transport of raw materials and consumables to the Company's sites.

Purchased goods and services

Emissions for this category were assessed for 2019 to 2023. They account for the majority of the Company's Scope 3 emissions, a feature shared by companies in the same industrial sector.

Upstream transportation and distribution

In 2021, for the first time, the Company carried out an assessment of emissions from the transport of raw materials and consumables to its sites.

Capital goods

Emissions in this category were assessed for the years 2019 to 2023.

Fuel and energy-related activities not in Scopes 1 & 2

Emissions in this category were assessed for the years 2019 to 2023.

Employee commuting

Emissions in this category were assessed for the years 2019 to 2023.

Business travel

Emissions in this category were assessed for the years 2019 to 2023.

Use of sold products

A change in the basis of emissions factors related to electricity consumption by country in 2022 and 2023 (see comments on scope 1 & 2) this year led to a revision of emissions volumes from 2019 to 2023. The emissions of our instrument-installed base is calculated considering the emissions of all our instruments used in the different customer countries during the year, which is different from the GHG Protocol suggested methodologies but much more appropriate and relevant to our business model.

End-of-Life treatment of sold products

The calculation methodology was improved in 2023 in order to better consider regional waste context specificities and led to a revision of the emissions volumes from 2019 to 2023. However, the order of magnitude of this emissions item remained unchanged.

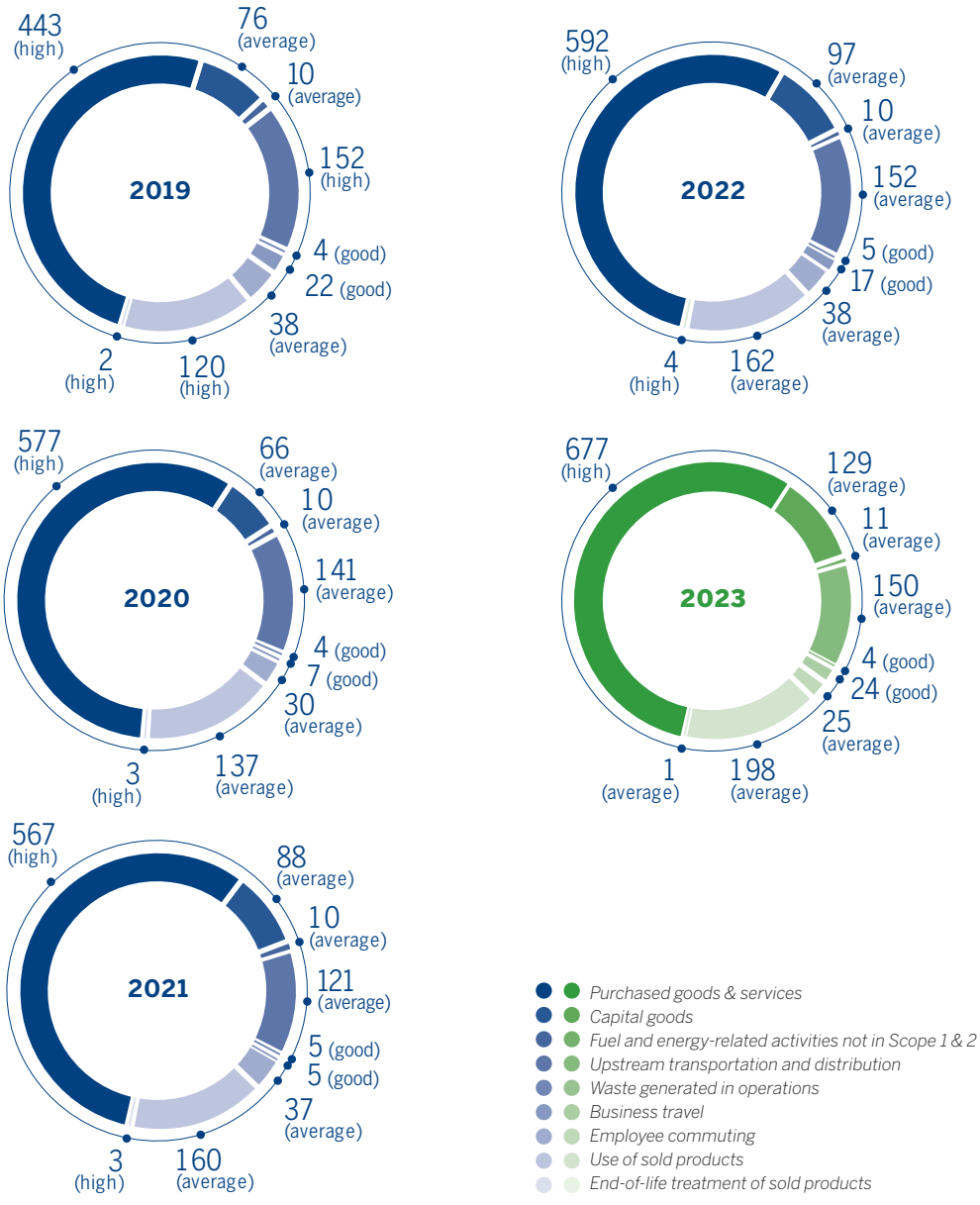
Upstream leased assets

The Company measures the emissions of joint ventures and sites that do not own land or buildings in the same way as all of its subsidiaries and therefore reports these emissions in Scopes 1 and 2.

Other emissions items

The other emissions items are not considered relevant to the Company's business.

Details of emissions calculated for Scope 3 (in thousands of tCO_2e and uncertainty) is represented in the following chart:



3.5.2.2 Energy management

The Company implements an Energy Sufficiency & Efficiency program:

- on the existing assets, utilities and processes, based on the following principles;
  - detailed monitoring to map consumption by assets and/or activity. In particular, Marcy and Craponne manage monitoring using digital tools,
  - performance of efficiency audits by external companies to gain technical insight on reduction actions. Such audits are conducted periodically at all our French sites and Durham, St. Louis and Lombard in the US,
  - implementation of actions planned over several years in accordance with our company targets, in particular, CAPEX projects planned *via* the Company long-range investment planning;
- on new projects: prior to constructing or refurbishing buildings, simulations are performed (*e.g.* lighting, heating, ventilation, and air conditioning in summer). Efforts are made to find ways of reducing consumption to a low, or very low, level through systems that are researched, promoted and gradually applied.

Actions implemented

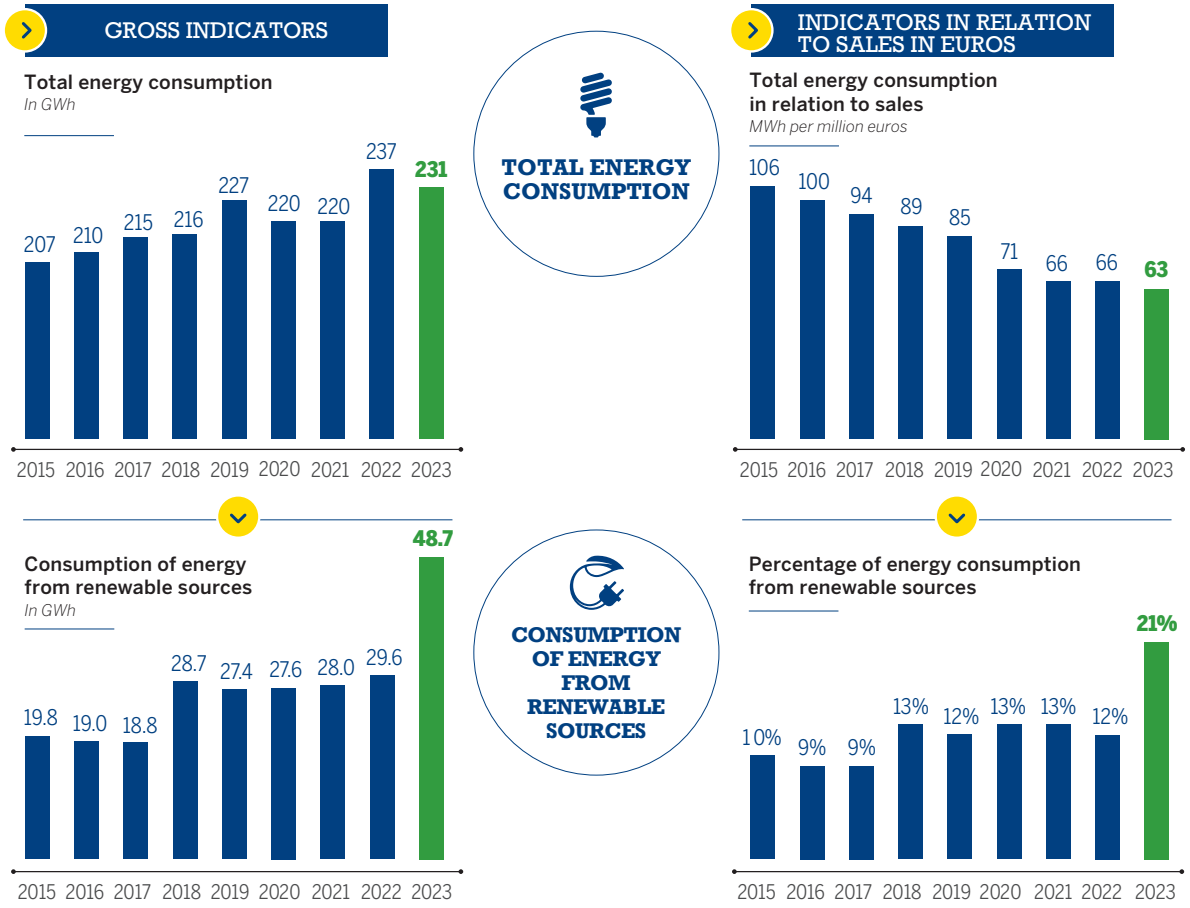
Each year the Company updates its long-range investment planning with additional projects to help reduce the consumption of energy on its industrial sites. Projects are continuously implemented in the following areas:

- **Lighting:** replacement of standard lighting with LED lighting, as well as automatic lighting like in Tres Cantos (Spain), Combourg, Marcy l'Étoile, Craponne (France), Durham and St. Louis (US). Also, some sites, like Tres Cantos, work on optimizing lighting requirements in internal and external areas.
- **Insulating buildings and utilities**: like superheated water pipeworks at the Marcy site, all or some of the buildings in La Balme, Marcy and St. Louis.
- **Obsolescence of utilities or processes** like boilers in Marcy, HVAC (heating, ventilation and air-conditioning) in Lombard, air compressors in Craponne, etc.
- **Optimizing heating and cooling needs:** like automatic adjustment of energy production and/or air flows, heat recovery, peak energy demand reductions, etc.
- **New eco-construction standards:** new buildings for tertiary activities of significant size are subject to HQE (La Balme, Craponne), LEED (St. Louis) or BREEAM (Marcy l'Étoile) environmental certification.

Furthermore, at the request of the French government, the Company implemented a sobriety plan over the winter period to generate an effective reduction of 10% of its energy consumption over this period. The plan successfully integrated one-off measures in addition to the ongoing measures already planned. On certain sites, it was even possible to close buildings to completely shut down their energy supply.

2023 Achievements

The Company's total energy consumption and the percentage of consumption of energy from renewable sources in 2023 are detailed below, according to the organizational scope covered (see Section 3.9):



3.5.2.3 Ecodesign of products

Ecodesign involves incorporating environmental criteria from the product (or service) design stage. The aim is to reduce its impact on the planet and increase its environmental performance throughout its life cycle.

The product life cycle includes all the stages necessary for its production (extraction of raw materials, transport, processing, manufacture of raw materials and parts, product manufacture), its distribution, its use and end of life.

bioMérieux's ecodesign approach covers the environmental performance of new projects as well as products that are already on the market. It should enable bioMérieux to optimize the environmental impact for its activities, as well as for its suppliers and customers.

Risks to human health and the environment are assessed for 100% of our reagents and are maintained and disclosed to Users *via* the associated Material Safety Data Sheets, as well as prevention and protection measures.

To date, only reagents containing 4-(1,1,3,3-Tetramethylbutyl) phenol, ethoxylated as preservative are within the scope of the REACH annex XIV list of substances subject to authorization. The use of this regulated substance in our products is covered by either an official authorization from ECHA or an exemption from authorization. The total volume was 1,214,000 in 2023 for products covered by an official authorization and 15,500,000 in 2023 for products covered by an exemption.

Actions implemented

To better understand and classify product environmental issues in priority order, bioMérieux conducts Life Cycle Analyses(1) (LCA) of two major ranges (VIDAS® and VITEK®), relating to complete solutions (instruments, reagents and consumables).

These LCAs highlighted that:

- the electricity consumed during the customer's use of the instrument is the life cycle step that contributes the most to the environmental footprint of these two solutions;
- the distribution of reagents to customers is the step generating the second-highest environmental impact, followed by their production (for the VITEK® range).

These first LCAs enabled the Company to classify its actions in order of priority, in order to make its ecodesign approach as effective as possible.

The following aspects now guide all the decisions relative to the environmental performance of products:

- energy performance of instruments;
- optimization of packaging and reduction of single-use plastics;
- establishment of a circular economy.

Ecodesign has been integrated into the development process for new products. Thus, any new development project for a product is subject to at least three ecodesign actions. The environmental assessment of each project is carried out by means of sixty questions.

Ecodesign is also applied when existing products are reviewed. For example, teams are working on extending the shelf life of certain reagents. In order to deploy the environmental progress plan across all of the Company's business lines, holistic governance has been put in place based on:

- a dedicated steering committee composed of members of the Executive Committee representing the R&D, manufacturing & supply chain, marketing and HSE functions, which meets three times a year;
- around thirty contact points covering the main functions of the Company in the different regions, both for clinical and industrial activities;
- a network of eco-partners, each representing our sites in Europe whose objective is to promote the concept of ecodesign, foster the expression of innovative ideas by teams on the ground and foster connections between production and R&D.

At the same time, in order to strengthen employee skills, bioMérieux has developed and rolled out remote training. The program includes two modules: a "basic" level that explains the life cycle of a product and its environmental impacts, accessible to all employees, and an "advanced" level intended for key functions directly involved in ecodesign (R&D, Production, Purchasing, Supply Chain, etc.).

2023 Achievements

Deploy Life Cycle Assessment in main ranges

2025 target: perform **LCAs** on 90% of the product portfolio (by quantity of reagent sold, 2022 basis).

2023 Results: **LCAs** were performed for the VITEK® and VIDAS® ranges.

	2023 (actual)	2024 (planned)	2025 (planned)
Total coverage (%)	40%	57%	90%

(1) *According to a methodology complying with ISO 14040 and 14044 standards.*

More environmentally sound packaging

After replacing white boxes with brown boxes on the production line for VIDAS® reagents and Petri dish culture media in 2022, bioMérieux adopted this ecopackaging for the TEMPO®, NUCLISENS® and GENE-UP® ranges as well as for the tubes and bottles produced at the Combourg site. Simultaneously, cardboard packages were optimized (reduced thickness and flap size), which has already achieved a saving of 110 metric tons of cardboard per year.

CONVERT FINISHED PRODUCT SECONDARY PACKAGING TO BROWN PACKAGING

2025 target: brown secondary packaging for 95% of the product portfolio (by number of reagent test units)

	2023 (actual)	2024 (planned)	2025 (planned)
Total coverage (%)	32%	89%	95%

The Company's Global Supply Chain function has also set up a multi-annual program seeking to improve its tertiary packaging practices. Annual improvement actions are sought in each country where packaging operations are carried out. For example:

- in 2022, the Brazil subsidiary conducted actions to eliminate polystyrene foam as thermal insulation for finished products that must be kept at a controlled temperature. A saving of six metric tons of material will therefore be achieved each year. An action plan has been developed for 2023;
- In 2023, initiatives were underway in some ASPAC countries to validate and switch from polymer foam-based cold packaging to biodegradable packaging;
- Since the footprint of finished products is also partially due to CO_2 emissions for their transport, actions are also being taken in this area (see Section 3.5.2.1).

VIDAS® KUBE™, A NEW ECODESIGNED AUTOMATED SYSTEM

The VIDAS® KUBE™, the next generation automated immunoassay system, was developed as a result of lessons learned from the life cycle analysis of the VIDAS® solution (instruments and reagents). Since energy consumption has the greatest environmental impact, VIDAS® KUBE™ has been equipped with a sleep mode: it can be paused overnight when it is not in use and programmed to start again in the morning at the time desired by the operator. Energy consumption has been reduced by up to 52%. Other ecodesign criteria have been introduced, such as repairability to extend its useful life, and modularity, which facilitates adapting its capacity to the needs of the laboratory.

Circular Economy

bioMérieux has a number of ongoing ecodesign and circular economy projects. For instance, the Company is working worldwide to apply the rules of the circular economy to its decommissioned instruments, with either refurbishment and second-hand use, or local recycling.

The Company is also exploring ways of recycling some single-use plastics after they have been used by customers.

Some of these innovative projects are conducted in partnership with key customers (both clinic and industry sector).

In addition, bioMérieux works in collaboration with other public health organizations through professional federations (MedTech in Europe, SIDIV in France, etc.) and other regional manufacturers, both inside and outside the medical sector, seeking every possible synergy to make concrete progress on these crucial issues.

3.5.2.4 Water management

Water is used by the Company in formulating its products. It is also used in refrigerating facilities, such as cold storage rooms, in controlled atmosphere areas and as a coolant in the manufacturing process. In this case, the Company prioritizes closed-circuit systems.

Actions implemented

For the water needs of its manufacturing sites, bioMérieux uses the local water supply. The Company does not directly extract water from the natural environment, except for the cooling requirements of its logistics platform located in Saint-Vulbas (France). At this site, a heat exchanger makes it possible to use the temperature difference with the local groundwater. Water extracted from the groundwater is discharged after heat exchange and has no direct contact with the cooling circuit water. Official authorization is required to use the groundwater in this way.

The Company is not subject to any specific local restrictions on water supply on a permanent basis. As regards possible seasonal restrictions, bioMérieux strives to comply with occasional water-use restrictions issued by local authorities in the event of drought, for example, regarding watering green spaces.

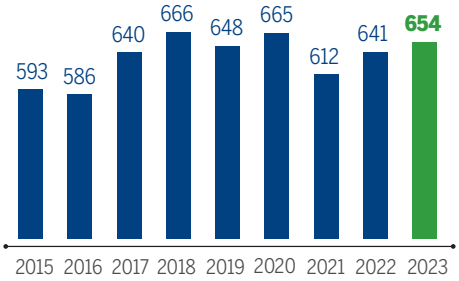
bioMérieux's initiatives to reduce water consumption at its industrial sites involve the optimization of its manufacturing processes (reviewing water requirements and replacing old equipment with more efficient equipment or less wasteful technologies).

2023 Achievements

The consumption of public water and groundwater and the amount of wastewater discharged by the Company in 2023 are detailed below, according to the organizational scope covered (see Section 3.9).

GROSS INDICATORS

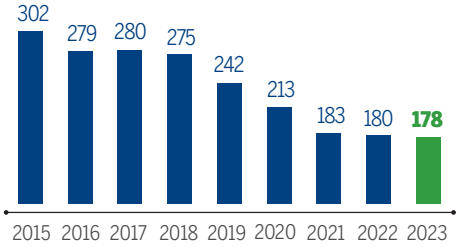
Water consumption (all sources)
Estimates in thousands of m³



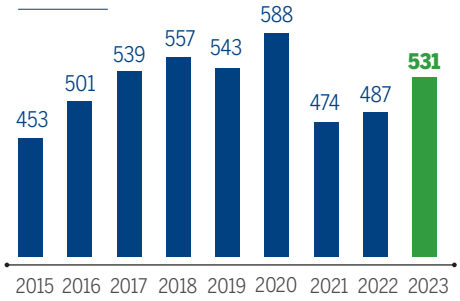
CONSUMPTION OF PUBLIC WATER

INDICATORS IN RELATION TO SALES IN EUROS

Water consumption (all sources) in relation to sales
m³ per million euros

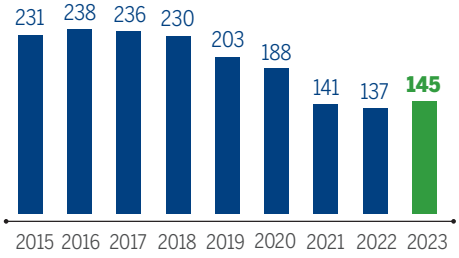


Wastewater discharged
Estimates in thousands of m³

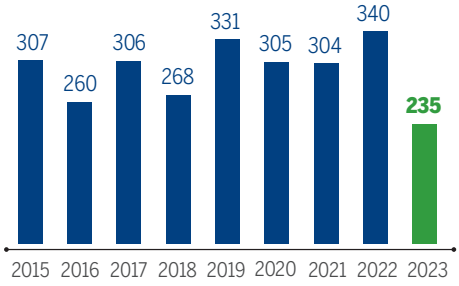


WASTEWATER DISCHARGED

Wastewater discharged in relation to sales
m³ per million euros

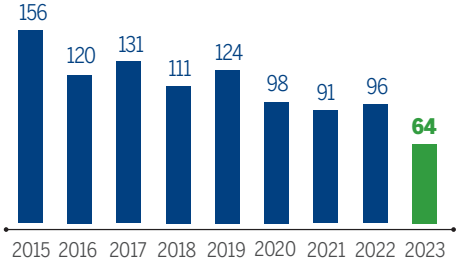


Use of groundwater*
Estimates in thousands of m³



USE OF GROUNDWATER

Use of groundwater in relation to sales
m³ per million euros



* *97% of this water is reinjected into the groundwater.*

3.5.2.5 Waste management

The Company optimizes waste management, sorts waste at source and develops channels to recover and recycle materials and energy. As for hazardous waste, which is primarily made up of waste contaminated by chemical or biological agents connected with production or laboratory activities, the Company has implemented a strict policy of sorting at source and disposal by companies licensed to process such waste. All of the Company's sites have waste storage facilities.

Actions implemented

As part of its continuous improvement, bioMérieux has introduced initiatives to improve its waste management.

Waste reduction: the Company optimizes the quantity of materials used for packaging (wood, paper, cardboard, and plastic). For example, the switch from printed to electronic format for instruction notices for reagents has made it possible to reduce the size of secondary packaging.

Waste recovery: the Company is increasing the proportion of recycled, composted, regenerated or incinerated waste from which energy can be recovered. The Marcy l'Étoile and Combourg sites in France, are "zero landfill" sites. Furthermore, organic waste at the Corporate restaurants in Marcy l'Étoile, Durham, Craponne and La Balme is sorted and sent to a composting facility. bioMérieux's Salt Lake City site has been recognized by the Thomas A. Martin Business Recycler of the Year award.

Each year, the Recycling Coalition of Utah (RCU) recognizes the efforts of the "best of the best" recycling programs. In 2023, a program was launched to restructure and optimize waste stream management at Durham, Lombard, St. Louis and Salt Lake City with the support of Envita. This action is gradually helping to increase our Company's percentage of recycled waste.

Waste sorting: sorting and recycling guides are available to employees. The Company raises awareness among employees of best practices in this area at events such as the National Sustainable Development Week in France. Containers for sorting waste (electronics, batteries, masks, etc.) are provided to employees who can use them for personal waste.

Food waste: the Company contracts a food services provider to manage its Corporate restaurants – in particular for its sites in La Balme, Craponne and Marcy l'Étoile (France). As part of the fight against food waste, bioMérieux and its subcontractor periodically undertake an analysis of thrown-out food in order to assess its origins and reduce the phenomenon.

FOCUS ON PAPER REDUCTION INITIATIVES

Initiatives are being implemented across all of the Company's sites and subsidiaries to reduce paper consumption, including incentives for greener printing practices.

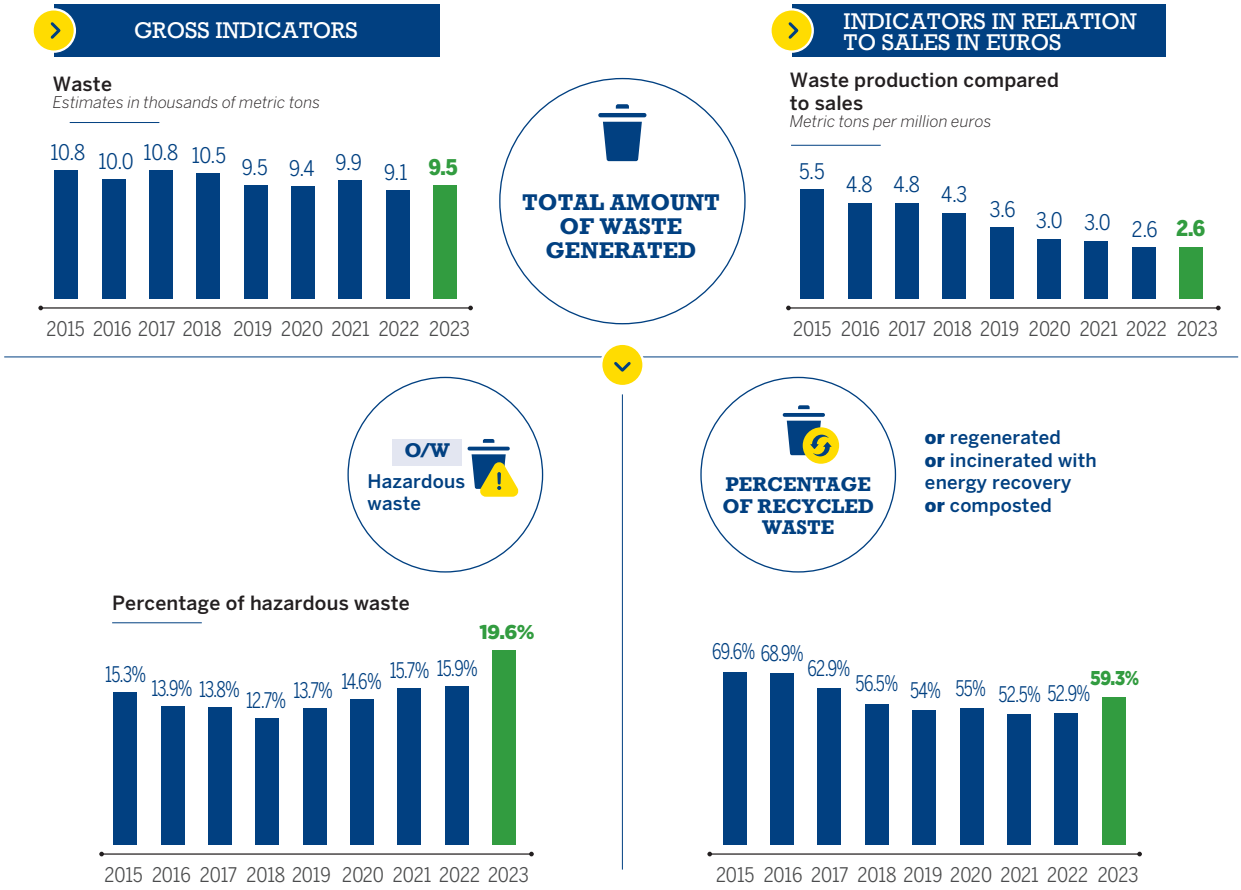
A new printing solution resulting in improved management of paper consumption was rolled out. The use of recycled paper is widespread.

More broadly, the Company strives to modify its processes to replace paper media with electronic media. Quality Control has had an electronic document management system with an electronic review and approval circuit in place since 2010. This solution enables all employees, regardless of where they are, to access original documents through a Web interface. Thanks to this system, the utilization, circulation and archiving of paper documents has been significantly reduced.

The use of paper consumables for products (inserts and labels) has been reduced. A project to eliminate the instruction leaflets included with reagents is under way for all reagents, where permitted by local regulations in force at the reagents' destination. Electronic instructions will instead be downloadable from the Company's technical library.

2023 Achievements

The waste generated (including hazardous waste) by the Company in 2023 is detailed below, according to the organizational scope covered (see Section 3.9).



3.5.2.6 Biodiversity

bioMérieux's facilities are located in industrial and urban areas and are not in natural areas where fauna and flora are protected.

The Company has placed special emphasis on the appearance of its facilities and on the landscaping and attractive architecture of its sites for a long time. It is therefore completely natural that several sites have worked since 2015 with their subcontractors in charge of managing green spaces to improve this management for purposes of preserving the environment through, for example, avoiding the use of pesticides and fertilizers, development of no-mow areas, mulching of trees and beds, careful choice of tree species, installation of beehives and insect hotels, etc. Moreover, bioMérieux has installed bird or bat nests, as well as insect shelters and has built low walls to accommodate small fauna and ponds to house aquatic plants and a variety of fauna. The Company also fosters the development of endemic flora.

As part of sponsorship actions for fostering biodiversity preservation, in 2021, bioMérieux signed a three-year partnership with the French League for the Protection of Birds (*Ligue de Protection des Oiseaux*, LPO) for France, Birdlife for Spain and the Lega Italiana Protezione Uccelli (LIPU) for Italy. These associations conducted a diagnostic analysis of bioMérieux's sites to assess the biodiversity potential of the land and its specific natural features. They also provided advice on making green space management more environmentally sound and performed annual monitoring of biodiversity within bioMérieux. In France, the Craponne and Marcy l'Étoile sites obtained "LPO refuge sites" status thanks to all their achievements fostering biodiversity, as part of an action plan carried out in conjunction with the LPO. Simultaneously bioMérieux, as part of its philanthropic actions, supports several projects led by associations specialized in the preservation of endangered species, animal welfare, and understanding and protecting biodiversity.

In 2016, bioMérieux acquired Hyglos, which owns an innovative endotoxin assay technique. With this acquisition, bioMérieux can now offer an alternative solution, thereby preserving a protected species. Previously, such assays required use of the blood of horseshoe crabs, an endangered species. As part of its veterinary activities, bioMérieux tests the effectiveness of its tests on animals. However, these studies are conducted *ex vivo* and do not affect the physical integrity of the animals tested. Nevertheless, the pillars[1] of the WOAH (World Organization for Animal Health) which is an intergovernmental organization are applied when assessing suppliers.

(1) *Founded in 1924, the WOAH focuses on transparently disseminating information on animal diseases, improving animal health globally and thus building a safer, healthier and more sustainable world. The 5 pillars are Freedom from hunger, malnutrition and thirst; Freedom from fear and distress; Freedom from heat stress or physical discomfort; Freedom from pain, injury and disease; Freedom to express normal patterns of behavior.*

3.5.2.7 Global warming and health: contributing to the fight against the spread of new epidemics

The effect of global warming on risks of epidemics is a complex issue at the heart of scientific thinking on how to anticipate the risks of future epidemics. In 2019, a consensus statement drafted by some 33 scientists from nine countries was published in Nature Reviews Microbiology[1] to raise awareness of the issue and call for research on microorganisms to be increasingly incorporated in the fight against climate change.

One of the first consequences of global warming is the proliferation of mosquitoes, which increase in number as a result of effects of heat and humidity. With higher temperatures and stretches of stagnant water following flooding, they proliferate and spread viral diseases such as dengue fever and chikungunya through their bites. Cases of these viral diseases have already been recorded in new geographical regions, such as the cases of chikungunya in the south of France. Rising global temperatures significantly increases the probability of malaria cases worldwide.

Another possible consequence is related to flooding, which worsens hygiene conditions in regions affected by extreme climate events (typhoons and cyclones). Contamination of drinking water sources is causing the re-emergence of cases of cholera and typhoid. Deforestation, which inevitably leads to global warming, is also a risk factor for the intrusion of animal species in urban areas, which are reservoirs of viruses that could be transmitted to humans.

In this context, bioMérieux's remit is to provide health authorities, healthcare professionals and patients with new tests to quickly and easily diagnose these diseases. For instance, bioMérieux launched three fully automated tests for the detection of dengue fever in 2021. These three serological tests are recommended by international guidelines. Performed on the VIDAS® platforms, VIDAS® DENGUE assays provide reliable results with improved quality compared with the existing manual methods[2]. This performance level responds to the medical need for an early and accurate diagnosis of dengue. VIDAS® Diagnostic Assays Detecting Anti-Chikungunya Virus IgM and IgG Antibodies were also introduced in 2022[3].

3.5.2.8 Emissions in the Environment (other than greenhouse effect gases)

Discharges into water

Tests are carried out regularly on the Company's main production sites, based on several parameters. The Craponne and Marcy l'Étoile sites in France operate facilities to neutralize their wastewater on site before discharging it into the network, feeding the municipal treatment plants to which they are connected. This aims to ensure compliance with the parameters set in their discharge agreements.

Within the framework of its contribution to the fight against antimicrobial resistance, bioMérieux has implemented measures at its industrial sites to collect at source and eliminate, through specialized channels, preparations containing antibiotics used in manufacturing or R&D.

The Marcy l'Étoile site was monitored for Mercury discharges by the French national program for the reduction of hazardous substances in water (*réduction des substances dangereuses dans l'eau* – RSDE). In 2015, a supplementary order from the local Prefect validated the effectiveness of the measures taken by bioMérieux to eliminate mercury from its discharge, and ended the monitoring.

Discharge into the soil

The chemical products consumed at the Company's sites are stored in holding systems to prevent damage to the environment in the event of a leak. In the main, chemical products can be stored in bottles or cans and do not require large storage containers. The Company's sites are equipped with systems designed to retain or confine fire water runoff in order to prevent discharge into the natural environment.

Discharge into the air[4]

The Company does not have any facilities that discharge significant levels of emissions into the air and, therefore, does not collect consolidated data on air emissions indicators at Group level.

SO_2 and NO_x emissions from boiler operation are monitored at each site in accordance with applicable regulations.

(1) *Cavicchioli, R., Ripple, W.J., Timmis, K.N. et al. Scientists' warning to humanity: microorganisms and climate change. Nat Rev Microbiol 17, 569–586 (2019). https://doi.org/10.1038/s41579-019-0222-5*

(2) *Versiani AF, Kaboré A, Brossault L, Dromenq L, Dos Santos TMIL, Milhim BHGA, Estofolete CF, Cissé A, Sorgho PA, Senot F, Tessonneau M, Diagbouga S, Nogueira ML. Performance of VIDAS® Diagnostic Tests for the Automated Detection of Dengue Virus NS1 Antigen and of Anti-Dengue Virus IgM and IgG Antibodies: A Multicenter, International Study. Diagnostics (Basel). 2023 Mar 16;13(6):1137. doi: 10.3390/diagnostics13061137. PMID: 36980445; PMCID: PMC10047366*

(3) *Pereira GM, Manuli ER, Coulon L, Côrtes MF, Ramundo MS, Dromenq L, Larue-Triolet A, Raymond F, Tourneur C, Lázari CDS, Brasil P, Filippis AMB, Paranhos-Baccalà G, Banz A, Sabino EC. Performance Evaluation of VIDAS® Diagnostic Assays Detecting Anti-Chikungunya Virus IgM and IgG Antibodies: An International Study. Diagnostics (Basel). 2023 Jul 7;13(13):2306. doi: 10.3390/diagnostics13132306. PMID: 37443699; PMCID: PMC10340453.*

(4) *Excluding greenhouse gas emissions, see Section 3.5.2.1.*

3.6 Our social impact

At bioMérieux, employees contribute to improving health worldwide. Health and well-being are a pillar of the employee experience. The Company is committed to fostering the growth of each employee.

EMPLOYEES **We support the well-being and development of our employees, who all help save lives.**	**Major commitments (2025 objectives):** • Lost Day Incident Rate ÷2 to 0.6 *vs.* 1.2 in 2020 • Gender equality >40% of Executive Committee and N-1 corporate leaders with a global role to be filled by women • Diversity >35% of Executive Committee and N-1 corporate leaders with a global role to be filled by people with an international profile	**2023 Results** • Lost Day Incident Rate: **1.71** • **38%** of Executive Committee and N-1 corporate leaders with a global role filled by women • **32.4%** of Executive Committee and N-1 corporate leaders with a global role filled by people with an international profile

3.6.1 Our culture: promoting the well-being and development of our employees

The activities described below mainly refer to the United States and France, which represent 73% of employees. They are pilot programs and serve as a reference before being extended to the other countries of the Group, while taking into account local legislation and cultures. Many procedures, especially recruitment, salary practices, training policy and annual performance reviews apply to all employees.

By supporting the organization, management and employees, the Human Resources (HR) teams offer a unique experience that embodies the Company's "Belong – Dare – Impact" mindset, strengthen the sense of belonging and commitment, harness the necessary skills, and thus increase the impact of each employee to contribute to bioMérieux's mission.

To achieve this goal, the HR teams rely on an internal network of local HR partners (on a site, in a country, a cluster or globally), who are the preferred points of contact for employees and managers on all subjects relating to human resources.

Actions implemented

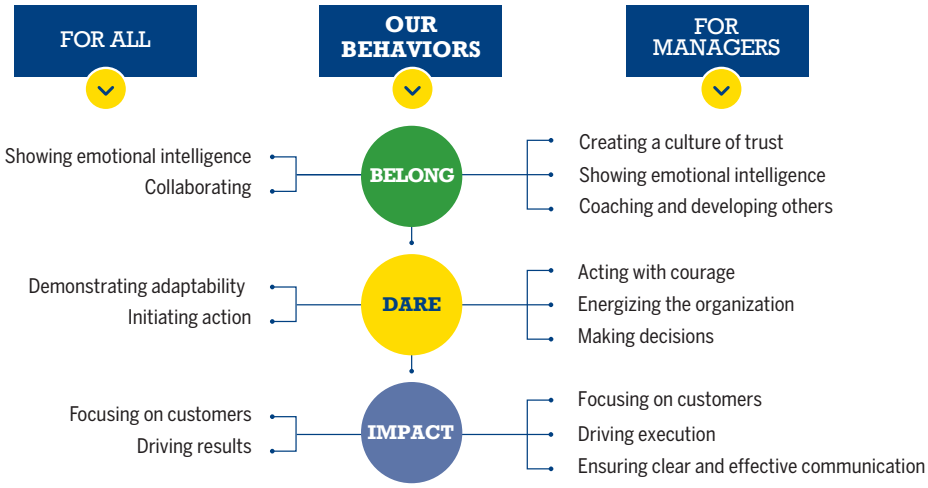
Global and regional Centers of Expertise (CoEs) are set up to support the main strategic HR issues:

- Talent acquisition CoE to identify, attract and select the candidates that meet bioMérieux's needs;
- Employee engagement CoE to ensure a stimulating experience throughout all the key stages of their professional life (integration, compensation and benefits, recognition, travel and international mobility experience);
- Learning & development CoE to support employee development (skills, behaviors, career development);
- HR performance CoE to support the activities of the HR and Communication teams (project management, performance indicators, processes, etc.).

These CoEs also ensure harmonious collaboration with new teams joining the Company following acquisitions.

Our Behaviors

To reinforce its culture of inspiration and differentiation, bioMérieux relies on a model called Our Behaviors. This model includes a collection of behavioral skills shared by all employees and managers. bioMérieux firmly believes that the combination of technical and behavior skills is a prerequisite for sustainable performance. The Our Behaviors model defines a leadership framework applying more specifically to the roles of executives and management. This model was rolled out internally by means of a reference guide available in six languages that enables the Company's values to be translated into action. It was designed to promote the alignment between corporate culture and action, especially globally.



2023 results

bioMérieux maintains Top Employer certification, awarded by the Top® Employers Institute, for countries where we are developing our employer branding. In 2023, bioMérieux has been certified in four new countries and a new region. This recognition is the result of the People and Culture strategy, the deployment of which has enabled bioMérieux to be recertified as a Top Employer in all countries and regions where it has applied. With an overall score of 83.82%, same as the previous year, the Company's performance is stable when the average score of all certified companies in all business sectors is decreasing.

Top Employer Italy since 2021.

Top Employer China since 2019.

Top Employer Latin America: Brazil since 2021 and Argentina, Chile, Mexico and Colombia in 2023.

These certifications attest to the quality of bioMérieux's HR policy and the initiatives taken by its staff. They are also proof of the recognition of the excellent working conditions offered to employees and a guarantee for future candidates that the working environment within bioMérieux meets the best international standards.

glassdoor

bioMérieux received a score of 4.2 out of 5 on the list of Best Employers 2023 in France. The assessment is based on the comments of employees or former employees, submitted over a year, between the end of October 2021 and the end of October 2022.

3.6.2 Employee health and safety

3.6.2.1 Health and Safety policy and organization

The Company's health and safety approach is integrated into the overall Health, Safety and Environment (HSE) policy, which is signed by bioMérieux's Chairman.

The Company undertakes to:

- provide all employees around the world with a safe and healthy working environment;
- prevent occupational diseases and injuries by eliminating danger and reducing risk, particularly in relation to musculoskeletal disorders;
- minimize the use of dangerous substances in procedures and products;
- preserve resources, particularly energy and water;
- protect the environment by preventing pollution risks, reducing the carbon footprint of its activities, and reducing waste production;
- fulfill legal and other requirements;
- factor health, safety and environmental protection into product life cycle processes;
- continually improve its health, safety and environment management system and performance;
- consult with and engage workers and their representatives, where applicable.

This policy applies to all bioMérieux employees.

It is available to all stakeholders, both inside and outside the Company.

Actions implemented

bioMérieux has implemented an occupational health and safety management methodology that enables it to obtain international certifications.

2023 Achievements

In 2023, 80% of its main industrial sites were ISO 45001 certified.

3.6.2.2 Evaluation, prevention and management of occupational hazards

The Company measures its rate of occupational accidents and occupational diseases across all its activities. These events are taken into account when ranking the areas for improvement over time and reducing the number of accidents. An occupational accident report is created and analyzed each month by the Executive Committee and displayed throughout the Company.

Actions implemented

After exceeding its 2015-2020 HSE strategy target in 2020, bioMérieux has set new goals for 2025:

- frequency rate of lost-time occupational accidents: 0.6;
- frequency rate of total reportable occupational accidents: 1.2.

These ambitious goals call for a new approach. It aims to make all employees active players in their own safety, with the support of their line management, who benefit from a new HSE Leadership program.

bioMérieux's performance results from the global rollout by the HSE Department of many processes and tools. For example:

- a tool for reporting hazardous situations and suggestions for improvements (about 5,000 cases reported annually by all employees). Accordingly, employees are encouraged to express their concerns about a situation that could generate a risk of accident, harm to people, pollution, etc., using a program called NearMiss. This app is available to all employees, especially on mobile phones;
- risk assessment at each workstation and regular updates;
- inspections and audits of activities to verify the adequacy of preventive measures;
- campaigns to raise awareness of the various risks to empower employees to take safety actions (*e.g.* falling on the stairs, falling on slippery surfaces, slip-and-fall accidents);
- specific training programs:
  - each new arrival is given health-and-safety training appropriate to the site and their activities,
  - all employees with a specific activity must take the courses resulting in a qualification (electrics, forklift operator, hot work, working at height),
  - some employees take the HSE and ISO 14001/ISO 45001 internal auditor training,
  - other training may be provided on a case-by-case basis (transporting hazardous goods, biohazards, chemical hazards, warming up before physical activity, fire safety officers, workplace first aid and lifesaving officers, etc.),
  - online training in automobile safety for its employees traveling to customers' premises.

2023 Achievements

The Company has set itself the goal of reducing, by 2025, the rate of lost-time occupational accidents and the rate of reportable occupational accidents relative to 2020 by 50%, or a rate less than, or equal to, 1.2. However, in 2023, the LTIR (lost time incident rate) increased by 43% *vs.* 2020 while in 2022 the LTIR was well on the way to meeting the 2025 target.

The evolution of these indicators is detailed in the table below:

Main safety indicators[a]	2023	2022	2021	2020
Frequency rate of lost-time occupational accidents	1.71	0.94	1.3	1.2
Frequency rate of total reportable occupational accidents	3.6	2.57	2.7	2.6
Severity rate of occupational accidents	0.04	0.03	0.04	0.02

(a) See Section 3.9 for the organizational scope covered.

OTHER OCCUPATIONAL HEALTH & SAFETY KPIS

HSE indicators	2023	2022	2021	2020
Number of fatal occupational accidents	0	0	0	0
Number of lost-time occupational accidents	45	24[a]	30	28
Number of occupational accidents without lost time	48	45[a]	34	32
Number of days lost	1,014	1,440[a]	962	488
Number of occupational diseases	16	16	10	12
Number of reportable commuting accidents with, or without, lost time	19	24	20	25
Frequency of total reportable commuting accidents	0.72	1.0	0.8	1.1

(a) 2022 data updated in 2023 – see Section 3.6.2.2.

The 2023 Safety performance was below that of 2022 for various reasons. The Company decided to accelerate the implementation of Safety Mindset development actions and to extend the program to more functions. In addition, one of the Company's sites experienced more accidents than usual as a consequence of some process and organizational changes and is, therefore, subject to a specific operational prevention plan to prevent the occurrence of additional accidents in 2024.

3.6.2.3 Well-being at work and promotion of healthy living

Health and well-being are one of the pillars of the employee experience at bioMérieux. To support this pillar, in 2022 the Company initiated a review of its activities for promoting workplace health and well-being. This analysis consisted of an examination of existing initiatives and practices, with proposals for new programs suitable for implementation locally and regionally to improve well-being.

Two pilot programs were rolled out as part of this analysis.

- In France, conferences and awareness sessions on topics related to health and well-being (connection between stress and the immune system, impact of intermittent fasting on health, testimonial from a team member treated for breast cancer) and workshops (sophrology, qigong, reflexology), were launched.
- In several countries in Europe and the Middle East, a pilot mindfulness platform available in 12 languages was tested to help employees deal with stressful situations and events.

The Company has put specific tools and initiatives in place related to employee health including, but not limited to:

- health insurance coverage (national, private or both);
- vaccination coverage at most sites (seasonal flu, COVID-19, etc.);
- providing sports facilities or subsidies for access to a gym;
- providing a medical service desk and remote consultation service in France and the United States. Services include access to a physician 24 hours a day, seven days a week. In France, a "second medical opinion" service has been deployed that allows each employee or family member to have access to a physician specializing in a specific illness to get a second medical opinion quickly and remotely;
- in the United States, access to reduced-cost healthcare services for employees and their families is available. For example, the St. Louis site (United States) provides its more than 800 employees and their families with a dedicated on-site medical center for free medical services. The confidentiality of medical data is strictly observed, and the Company does not have access to personal data. The extension in some countries, especially the United States and China, of the duration of parental leave;
- in China, employees receive legal maternity and paternity leave depending on the workplace, and five to 15 days of childcare leave a year until the age of three or six years.

As a reminder, French law states the following for maternity and paternity leave:

- mothers are granted a minimum of 16 weeks parental leave. Mothers are required to take at least eight weeks leave[1];
- the duration of paternity and foster care leave is 25 calendar days[2].

Other initiatives and events bring employees together by offering them innovative products and services:

- service desk: at the majority of French sites, bioMérieux has opened a multi-service desk;
- local organic market: some sites offer access to a local farmer's market;
- Family Days and meetings with local residents: bioMérieux's sites regularly hold events to welcome employee family members and local residents.

In addition, bioMérieux integrates the prevention of psychosocial risks (PSR) for its employees into its occupational hazards assessment process, and benefits, mainly in Europe, from many experiences and actions in their prevention and analysis. In France, for example, an occupational health agreement has been signed with union representatives (see Section 3.6.4).

A PSR assessment program has been rolled out over several years. It is structured in five stages: creating a PSR Steering Committee, circulating a diagnosis questionnaire to all employees, analyzing, interpreting and reporting results, employees participating in targeted working groups on identified themes, and developing and implementing an action plan.

In France, psycho-social risks (PSR) are monitored by committees made up of the site human resources manager, the occupational physician and the social worker. The purpose of these committees is to study personal or collective situations and put immediate corrective actions in place. The work of this committee is shared with the Central Commission for Health and Safety and Working Conditions.

For several years now, the Company has been organizing conference cycles on the theme of PSR at several sites in France. These lectures, led by a specialized teacher-trainer physician, are part of a reflection on prevention and the improvement of the quality of life of employees. Moreover, internal training has been expanded with a new one-day module entitled, "How to avoid burnout and to keep an eye on your employees," aimed at department heads.

The Company entered into a partnership with the Health Advocate and Eutelmed platforms to give employees and their families free access to psychologists. The services are composed of one-on-one consultations, self-assessments and prevention tools accessible 24/7 (phone, chat & secure messaging). These services allow all Group employees and their families and friends to receive free consultations with a psychologist.

In 2023, a PSR (psychosocial risk) survey was launched for teams at several sites. The aim of this survey is to identify the risks that might exist within departments or teams, so that action plans can be put in place.

Furthermore, to support staff members through the most critical points of the COVID-19 pandemic, bioMérieux initiated remote work policies that evolved into a remote work guide and webinars available on the global intranet. It focuses on improving employee engagement *via* in-person or digital collaboration, while encouraging flexibility and work/life balance.

3.6.3 Diversity and inclusion

The subject of diversity and inclusion is regularly discussed at meetings of the Board of Directors and the Executive Committee. The Company ensures that awareness is raised on this topic amongst its managers and employees, through actions that consider the specific local characteristics of the various countries in which the Company operates. The Human Resources Department measures progress in this area.

BIOMÉRIEUX'S COMMITMENT TO DIVERSITY AND INCLUSION[3]

At bioMérieux, we value the differences of our team members, our partners and our customers. We are committed to creating a culture of belonging and acceptance where all feel respected, supported and included. We know that the diversity of our team fosters innovations along with competitive differentiation and supports our ability to achieve our public health mission. We believe in the richness of difference to support the Company's ability to grow and evolve.

(1) *https://www.service-public.fr/particuliers/vosdroits/F2265/personnalisation/resultat?lang=en&quest0=0&quest1=0&quest=*
(2) *https://www.service-public.fr/particuliers/vosdroits/F3156?lang=en*
(3) *https://www.biomerieux.com/corp/en/our-responsibility/employees/diversity-inclusion.html*

3.6.3.1 Promoting gender equality

bioMérieux has defined a diversity policy within the Board of Directors and the management bodies as described in Section 4.2.6.3.

In France, bioMérieux relies on "Workplace gender equality" agreements. They are renegotiated every three years and have enabled various measures to be put in place with the objective of ensuring equal compensation and working conditions.

The last agreement was signed in France in January 2021. At this time, its scope was broadened to include diversity and inclusion. This agreement emphasizes the implementation of tools for monitoring performance indicators reviewed by a commission made up of Management and elected representatives. It focuses on training all internal parties to prevent sexist comments and behavior, with a gender equality training module for managers. Finally, this agreement sets a specific target for increasing the representation of women at senior executive levels and creates parental leave for the "second parent." The next negotiation round is scheduled for early 2024.

The Company also holds events on specific topics such as women's leadership and well-being in the workplace. A network was launched in Africa in 2019 to support women called the bioBasadi Women's Network. In the US, the Company offers gender equitable benefits such as medical assistance for parents and families (new parent bonding, breast milk shipping, adoption and surrogacy assistance, etc.). One of the most important benefits offered is comprehensive reproductive health coverage. The Company remains committed to removing barriers, and providing comprehensive access, to quality and affordable healthcare for all our team members and their families, including family planning reproductive care. We also promote work-life balance by providing access to on-site health facilities and 24/hour virtual medical care. bioMérieux has a non-discrimination policy under which only skills take precedence when considering an internal or external candidate for a managerial position, and to ensure that this is done properly, all recruiters receive regular training in discrimination-free recruitment techniques. In addition, the Company offers support through our HR Partners for direct discussion and reporting of any inequalities. The Company also has a 24/hour virtual and online EthicsLine that is available for anonymous reporting.

2023 Achievements

As a reminder, in 2022, bioMérieux set the goal of reaching at least 40% women and 35% international profiles (non-French) by 2025 for Executive Committee & N-1 with a global position by 2025.

In 2023, the results were 38% women and 32.4% international profiles.

GENDER EQUALITY INDEX: 93/100

Since March 2019, French businesses have been required to publish their gender equality index so as to promote equal compensation. This index is shared with their Social and Economic Committee and the Labor Inspectorate, and must be reported on the Company's website. Businesses with a score under 75 must implement corrective measures to achieve this score within a three-year period.

This index is based on the following five indicators:

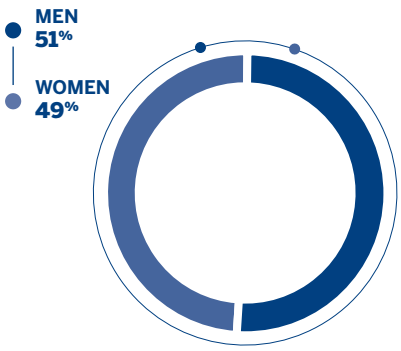
- the gender pay gap;
- the pay increase gap;
- the promotion gap (only in companies with over 250 employees);
- the number of employees receiving a pay increase on their return from maternity leave;
- and parity in the 10 highest compensation bands.

The index was published on the Company's website in March 2024. It was 93/100 in March 2023.

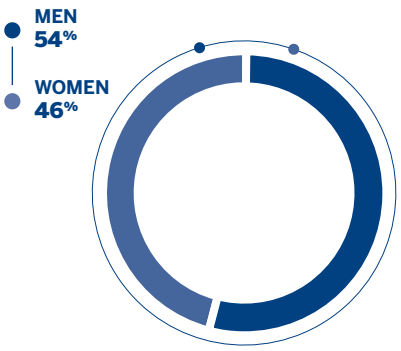
THE RIXAIN LAW

In 2023, in France, the percentage of women on the Executive Committee was 27% (*versus* 21% in 2022) and amongst executive directors was 22% (*versus* 19% in 2022).

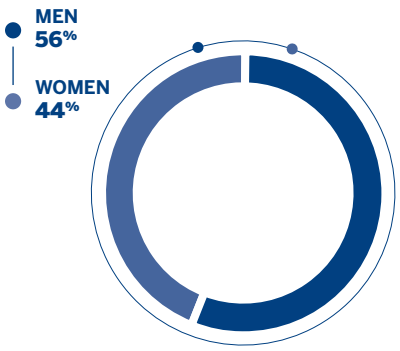
Gender breakdown of manager and team manager headcounts



OVERALL HEADCOUNT



EXECUTIVE HEADCOUNT



MANAGER HEADCOUNT
In France, 50% of managers are women

Rate of internal promotion (women/men)

	2023			2022		
Geographic areas	Number of Women promoted	Women as a percentage of promotions	Total number of promotions	Number of Women promoted	Women as a percentage of promotions	Total number of promotions
France	321	61%	522	284	64%	441
Europe & Middle East	44	49%	89	61	52%	117
Africa	3	14%	21	5	100%	5
Americas	285	41%	698	240	43%	562
Asia-Pacific	21	58%	36	23	53%	43
TOTAL	**674**	**49%**	**1,366**	**613**	**52%**	**1,168**
Internal promotion rate			**10.16%**			**9.11%**

N.B.: employees who change salary levels without changing grades are no longer included in the calculation of these indicators.
Global internal promotion rate is calculated on the total number of Unfixed Term Contracts

3.6.3.2 Promoting the workplace inclusion of employees with disabilities

For more than 20 years, bioMérieux has been committed to a policy of promoting inclusion of people with disabilities, first initiated in France with the signing of a first company agreement on the subject in 1997 at the La Balme site.

Actions implemented

In France, a Company-level agreement covering all of bioMérieux's French sites is signed every four years. In 2022, bioMérieux renewed its commitment in France by signing a collective four-year agreement, unanimously signed by trade union organizations. Approval of this agreement was not required because bioMérieux in France has exceeded the legal minimum employment rate since 2020. This agreement reinforces the actions already undertaken and adds to measures to foster the inclusion of employees with disabilities within the Company.

It especially reinforces the following actions:

- a commitment to recruitment, all contract types combined;
- a voluntary budget of €260,000 dedicated to employees with disabilities that particularly promotes retention in their position;
- increased awareness and training of those involved in accommodating people with disabilities;
- end-of-career arrangements (possibility of leaving employment three months before retirement, without loss of pay);
- more rights for employees holding recognition as a disabled worker (*reconnaissance de qualité de travailleur handicapé*, RQTH): two paid days a year to undertake procedures related to the disability, possibility of using their personal training account (*Compte personnel de formation*, CPF) on working time to improve their employability, one day a year offered on the time savings account, end-of-career arrangements (possibility of leaving employment three months before retirement, without loss of pay).

Awareness raising activities by means of "Handibio" days are also provided for all employees.

Each French site has a Disability correspondent and there are also some at the company level (France).

bioMérieux also renews the #HandiBioRecrutement program each year, the goal of which is to raise manager awareness and organize a day dedicated to recruitment, with the support of local partners such as Cap'Emploi and the Groups of Employers for Workers with Disabilities, (*Groupements d'Employeurs Travailleurs Handicapés*, GETH).

In the US a special taskforce was set up in 2019 with a specific focus on providing diversity & inclusion education & awareness sessions and training on allyship for people from different backgrounds. In 2021, this diversity task force in the United States sponsored a virtual safe space to support employees with disabilities. This initiative is in addition to other initiatives set up to support other groups of disadvantaged people, which have opened up discussions, shared advice and fostered team cohesion. In 2023, the US Diversity & Inclusion Taskforce hosted an education and awareness session on Neurodiversity.

Within the context of its CSR initiatives, bioMérieux is also working with businesses in the sector to enable people with disabilities to gain employment in an adapted environment.

The Company also implements policies and programs for the employment of people with disabilities in other countries based on local regulations. It encourages and supports outreach activities on disability.

2023 Achievements

Thus, bioMérieux's policy in France, and all the awareness initiatives, are helping to increase the proportion of employees with disabilities, as stated in the mandatory employment of disabled persons declaration (*Déclaration obligatoire d'emploi des travailleurs handicapés* – DOETH). In 2022, the gross percentage of employees with disabilities stood at 6.36%, compared with 6.25% in 2021. This employment rate is constantly rising and has enabled the Company to exceed the legal minimum of 6% required in France. The 2023 employment rate will be published in April 2024.

Geographic areas	% employees with disabilities/2023 headcount	% employees with disabilities/2022 headcount
France	NA[(a)]	6.36%
Europe (excluding France) & Middle East	0.70%	0.79%
Americas	5.03%	4.24%
Asia-Pacific	0.08%	0.00%

(a) The employment rate for 2023, which is also expected to rise, cannot be communicated at the time of writing. This is because the French body responsible for collecting employee and employer social security contributions, Urssaf, has indicated on its website that employers must declare their obligation to employ disabled workers (DOETH) with their April salary declaration. The 2023 rate will therefore be published in the 2024 universal reference document.

3.6.3.3 Anti-discrimination measures

Acts of discrimination are serious human rights violations. Discrimination related to gender, sexual orientation and gender identity, disability, family situation, age, political and philosophical opinions, religious beliefs, union activities or related to ethnic, social or cultural origins or national origin are prohibited, as are intimidation and sexual harassment. Discrimination related to pregnancy is also prohibited.

Actions implemented

bioMérieux takes allegations of discrimination or harassment seriously. In the event of a discrimination issue, bioMérieux advises employees to freely express themselves and report cases of non-compliance. The Company's Code of Conduct emphasizes the prohibition of any form of discrimination and therefore any employee who witnesses a breach should report it to their supervisor and/or contact the Human Resources Department, the Legal Department and the Compliance Department.

The whistleblowing procedure is identical to that detailed in Section 3.7.7.4. All cases of discrimination reported are processed and investigated.

3.6.4 A corporate culture based on social dialogue

Since its creation, bioMérieux has always promoted a high level of social dialogue with employee representative bodies, both in France and in its subsidiaries.

This social dialogue is expressed at all levels of the Company: for example, locally on each site with bodies such as the Social and Economic Committee, and in France at Company level with collective bargaining agreements.

Actions implemented

The Social and Economic Committees

Since 2019, in France, employees at each site have been represented by a Social and Economic Committee (SEC). The five SECs in France meet at least once a month and are informed and consulted on economic, health and safety issues at the site. A central SEC has also been set up, with 16 full members and 16 alternates. It meets at least once every two months, although the legal requirement is once every six months, and its mission is to deal with matters of interest to the whole company. Depending on the items on the agenda, members of the Executive Committee attend these meetings. The main topics discussed are: the Company's situation, the environment, financial performance, global five-year strategy, R&D policy, industrial strategy, organizational changes, the social report and the report on equality between men and women.

Elections were held in October 2023 to renew the members of the French works councils. More than 150 people have been elected for a four-year term. During the election, an additional trade union gained representation.

The CSEC commissions are composed of elected and non-elected employees and management representatives and meet up to four times a year:

- the workplace equality committee;
- the health/provident committee responsible for monitoring the accounts of the mutual insurance and provident scheme;
- the housing committee in charge of monitoring the housing solutions offered to employees;
- the training committee;
- the Central Health and Safety Committee responsible for issues relating to team members' health and working conditions.

There are also committees on each of the five sites in France with the same joint composition:

- the disability committee;
- the catering committee;
- the local Central Health and Safety Committee, which exists on all sites although it is only required on sites with more than 300 employees.

At European level, all bioMérieux subsidiaries in Europe have had a European Works Council (EWC) since 2008.

2023 results

The Company's collective agreements

The collective agreements, negotiated by the representative unions in the company in France, specify the constitution of a monitoring commission, composed of the signatories to the agreement. These commissions are in charge of monitoring the enforcement of the agreements and making regular reports thereon. For example, the gender equality commission and the commission on persons with disabilities monitor quantitative performance indicators.

The number of agreements proposed for negotiation each year is very high (five to ten agreements or addendums per year are negotiated and entered into each year).

For example, the main agreements and addendums signed at bioMérieux since 2019 are detailed below:

CURRENT AGREEMENTS	DATE SIGNED	AGREEMENT END DATE
2023 elections of members of the Social and Economic Committee (SEC) of bioMérieux SA.	09/28/2023	10/31/2027
Organization of the Social Dialogue	09/26/2023	Undetermined
Gender equality for the fiscal years 2021-2022-2023	01/15/2021	12/31/2023
Employment of workers with disabilities 2022-2025	02/15/2022	12/31/2025
Discretionary profit-sharing scheme for the fiscal years 2022-2023-2024	04/06/2022	12/31/2024
Discretionary profit-sharing supplement	03/27/2020	12/31/2024
Memorandum of understanding concerning the 2022 annual negotiation on wages, working conditions, professional equality & sustainable mobility (*négociation annuelle obligatoire, NAO*)	02/13/2023	12/31/2023
Quality of Life at Work	01/31/2019	01/31/2022
• Day donation agreements	10/26/2021	Undetermined
• Agreement for disabled employees	02/15/2022	12/31/2025
• Customer service agreement	04/26/2023	Undetermined
Seniors: End-of-career support agreement	05/26/2020	01/01/2024
Transport compensation for commuting	07/18/2022	Undetermined
Remote work	10/26/2021	10/25/2023
Addendum to the Remote Work agreement of 10/26/2021	07/28/2022	10/25/2023

In January 2023, the European social partners and management signed a new EWC agreement. As a result, the new EWC features improvements such as an additional meeting per year (three per year instead of two) and a wider national representation. 17 European employees have been appointed as members of this committee. It meets three times a year to deal with transnational issues.

In the United States, annual All-Hands meetings are held for the purposes of sharing information. All-Hands meetings are part of the American culture. It is a chance for employees to make a contribution and ask questions directly to the American management team.

The Company recognizes the value and importance of being able to resolve any difficulties encountered and encourages communication among employees at all levels. A process for communicating with the manager and/or HR officer is in place for discussing any work-related problems or feelings of being treated unfairly regarding work assignments or the application of company policies, processes and practices (including corrective measures). All employees may communicate directly with Human Resources at any stage of the process. All concerns will be treated respectfully and appropriately. Employees may also report problems by contacting the ethics hotline by telephone or online. All reports to the ethics hotline can be done anonymously or openly. This process can be initiated in complete confidentiality and without fear of reprisal.

3.6.5 Managing skills and headcount

Professional development is a strategic and social matter for bioMérieux. It is built on a relationship of trust and dialogue between employees, managers and human resource teams.

GPS (Growth, Performance, Shared Results): performance and development management

All Group employees take part in GPS. In 2022, bioMérieux reshuffled the employee performance and development management process. GPS replaced the Performance Management Process (PMP) in 2023.

It consists of a change in philosophy, moving from PMP, an individual performance management process, to GPS, a process which further enhances corporate culture. The goal is to offer an engaging and equitable experience that provides a sense of purpose, translates "Our Behaviors" into reality and fosters a growth mindset.

This new approach includes:

- the introduction of collective team priorities, in line with the priorities of the Company and each department;
- the reinforcement of continuous dialogue between managers and team members *via* regular "check-ins" about performance and development;
- the "360" cross-sectional evaluation of Behaviors with managers and peers and through self-assessment as an insight into building development plans.

The "Reimagine Our Talent Management" program

The Executive Committee and the Human Resources Department redefined the Process Talent Management ambition in 2022, which targets key positions and employees for the success of the Company's current and future business strategy. In collaboration with Mérieux Université, the Company has designed specific programs and courses to support their development.

Training and Development for all

bioMérieux relies on two tools to respond to employee development needs. On the one hand, Mérieux Université, the company university which aims to train the employees of the Institut Mérieux Group. On the other hand, bioMérieux has a team dedicated to Learning & Development which works as closely as possible to specific and local needs within the organization.

Mérieux Université courses are open to all Group companies. Courses are rolled out across four regional hubs in France, the United States, China and Brazil, and include:

- programs for Management and Leadership aimed at disseminating a shared management culture across the entities of the Institut Mérieux Group;
- a New Leader Induction program, which familiarizes participants with the Group's challenges and strategy and instills in them a shared management culture;
- Fit For the Future (10th edition started in September 2023): it aims to support the development of managers with strong potential for growth, particularly by leading strategic projects;
- individual (Coaching, DISC, 360 Feedback) and collective (Teambuilding) support;
- Digital learning.

Thanks to a partnership with a multilingual online training platform that covers a broad field of diverse skills, Mérieux Université provides some of its employees and any person in professional transition with certifying online training courses. This digital offering enriches the existing solutions in place since 2019.

Each bioMérieux team member can see all the available training in a personalized space accessible *via* the Intranet and smartphones, "My Learning & Development" space. It is accelerating the digitalization of learning worldwide and responding, for a wide audience and in a more reactive way, to the requirements generated by emerging skills such as adapting to new IT tools, new regulations or new working methods such as collaborative working.

In conjunction with Mérieux Université, bioMérieux is developing specific functional academies to help teams achieve their goals: Sales, Customer Service, R&D, Supply Chain, Purchasing and Finance academies exist. These job academies allow employees to have access to development offers in line with the challenges of their position.

2023 Achievements

In 2023, the 2nd edition of the First Time Leader Path program was rolled out by Mérieux Université. This is a 30-hour development course taking place over one year for employees taking on management responsibilities for the first time in their career. Key subjects are dealt with, such as, for example: giving feedback, delegating, creating a team vision and motivating employees. The participants will be part of a peer promotion for one year to benefit from their mutual experiences, good practices and co-development. In 2023, 328 participants divided into 19 groups completed this program worldwide.

In 2023, total training hours amounted to 321,726. This corresponds to an average of 23 hours per employee (compared with 21 hours in 2022). This average is 16 hours in the Americas, 41 hours in Asia-Pacific and 27 hours in Europe, the Middle East and Africa.

The employee training rate in 2023 was 94.5%(a).

(a) Total number of employees trained over total number of employees.

3.6.6 Attracting and retaining talent

The Company has implemented a number of actions to promote a motivating and fulfilling work environment for all its employees while taking into account local cultures and legislation. The Company offers attractive compensation packages and opportunities for internal mobility, while ensuring the diversity and inclusion of each team member. Lastly, over the years, bioMérieux has established close links with universities and educational institutions worldwide, in order to identify and attract young talent.

Actions implemented

Compensation

bioMérieux's policy provides for compensation in the form of a fixed and bonus salary and places particular emphasis on fringe benefits such as retirement, death and disability insurance and health insurance.

Compensation structure	Compensation (fixed and variable) is set in each country on the basis of local conditions, the Company's results and individual performance. A worldwide grading of positions makes it possible to compare levels of responsibility and set compensation on the basis of local benchmarks. In order to align staff with bioMérieux values and strategic priorities, Group employees receive variable compensation. Moreover, eligible team members receive variable compensation weighted by indicators linked to the Company's economic performance (Company multiplier). For example, bioMérieux SA employees receive both basic compensation (base salary, seniority pay, various bonuses and extra pay) and a variable component, which includes the provisions required by law (discretionary and non-discretionary profit-sharing) and a performance-related bonus, unilaterally decided by the employer. Every two years, the Company sends all French employees an individualized compensation and benefits summary (*Bilan Social Individuel*). In 2021, the Company, assisted by a consulting firm, conducted a study to assess its competitiveness and practices in terms of variable compensation, in order to better recruit and retain talent. This study showed that there was a need to: • simplify and communicate information about variable compensation packages; • rethink the target bonus (with the application of a multiplier reflecting the Group's performance) (see Section 4.3.1.2.2); • if necessary, revise the variable compensation of certain levels in certain countries; and, • further encourage differentiation in performance evaluation. Various financial simulations were conducted in 2022 to enable the implementation of the selected options in 2023. For example, in France, a plan for increasing bonuses was planned over three years with a first stage on bonuses for 2022 paid in 2023 and a second stage for 2023 paid in 2024.
Profit-sharing, incentives and employee savings (France)	bioMérieux SA has a non-discretionary profit-sharing plan calculated on the basis of the legal formula. The profit-sharing plan, from which the bioMérieux SA employees have benefited since 2013, was renewed for the 2022–2024 fiscal years. This plan includes an increase in the main incentive as well as an increase in the maximum limit of the distributable envelope. The Company wants to closely involve its employees in the fruits of its growth through these different systems and the employee savings plans available to them, particularly in France: • an employee savings plan (*Plan d'Épargne Entreprise, PEE*); • a retirement savings plan (*Plan d'Épargne Retraite Collectif, PERCOL* or *Plan d'Épargne Retraite Obligatoire, PERO*); • an employee shareholding plan (MySHARE). The Company encourages the saving of the collective variable compensation with this latter plan through a matching contribution. The Company retirement plan (PERCOL) benefits from a matching contribution by the Company, which can amount to up to 1.5% of the employee's gross annual compensation. The amount recognized in the financial statements for the 2023 fiscal year for the 2024 discretionary profit-sharing scheme was around €32 million compared to around €34 million in 2023.
Employee Share Plan MySHARE 2023	In 2023, the majority of bioMérieux team members worldwide had the option, for the third time, to invest in the Company *via* the Employee Share Plan program, MySHARE 2023. As a result, more than 40% of our worldwide eligible team members decided to invest into the plan (see Section 7.4.2).
Supplementary pensions	The Company pays special attention to preparing for its employees' retirement: PERCOL Enterprise for all employees and PERO for those who are exempt (formerly Article 83) in France, 401K plan in the United States and similar mechanisms in other countries. This differentiating aspect is included in the overall compensation package presented to employees at recruitment and is instrumental in attracting talented people.
Free share grant	In order to retain key talents in the Company, bioMérieux has a free share allocation policy (see Section 7.7).
End-of-career arrangements focus on France	bioMérieux pays a great deal of attention to career-end planning. In France, for example, there are several schemes enabling employees to make arrangements for this period before retirement: the possibility of ceasing work early thanks to hours and days saved on the Early Time Savings Account (*Compte Épargne Temps*, CET) and supplemented by the Company, possibility of requesting a transfer to 80% part-time three years before retirement, exemption from work for three months before retirement for a person with Recognition as a Disabled Worker (*Reconnaissance de la Qualité de Travailleur Handicapé*, RQTH) or a specific end-of-career arrangement negotiated for a fixed term for the years 2020 to 2024.
Days off	Most of the subsidiaries worldwide have a policy of awarding more days off than the legal minimum and reward their employees with additional days off related to seniority within the Company.

At the end of December 2023, total personnel costs (salaries and wages, payroll taxes, and discretionary and non-discretionary profit-sharing plans) amounted to €1,458 million compared to €1,355 million at December 31, 2022 (see Section 6.1.2, Note 20).

EXCEPTIONAL MEASURES FOR PRESERVING PURCHASING POWER

Global

In the 2023 economic context, bioMérieux investigated all possible measures to best preserve its employees' purchasing power in the context of inflation. Therefore, bioMérieux paid an equal Exceptional Purchasing Power Bonus in April 2023 of €750 (gross amount) to all employees in the headcount at December 31, 2022. This measure was announced at the end of 2022 to all eligible team members

At Global level it has been decided to pay a special bonus for countries outside France and the United States for team members who were not eligible for the Company Multiplier; around €2.2 million for more than 3,200 eligible team members.

France

In April 2023, due to the economic context, bioMérieux decided to focus on the salary budget increase which has been higher than usual: 4.9% of the salary mass was negotiated with trade unions (between 4.3% and 5.5% of the salary mass depending on the Socio-Professional Category). An additional 0.6% of salary mass has been allocated to mobility during the year.

United States

A 6% salary increase based on achieving objectives, in April 2023.

An extra budget of 0.9% to align with market compensation levels.

Other countries

Increases have been applied in the other countries in alignment with the local economic situation.

Internal mobility

The Company believes that internal mobility is a driver of employee development and engagement, while also attracting potential candidates.

Due to its global presence and diverse business lines, the Company can offer employees professional development opportunities that are vertical (in the same business line), horizontal (in the same business line family) or cross-sectional (in another business line family). Certain types of mobility also incorporate a geographic component (change of site, country or continent). Furthermore, belonging to the Institut Mérieux Group offers options for mobility within the Institute and its subsidiaries.

The policy implemented by bioMérieux consists of cross-referencing the organization's skills needs resulting from the strategic roadmaps with employee skills profiles, experience and desire for development. This takes place through active internal promotion for vacant positions, through appropriate managerial and HR support to advise the employee on their project, and finally by implementing the necessary training and development activities for the success of the project. In France and the US, we have formalized our policy through Internal Mobility Charters available for all employees.

Attraction and retention of junior profiles and contribution to professional training

Every year bioMérieux renews its commitment to promote our diagnostic Industry, raise awareness of professional opportunities and participate in the professional training of junior profiles.

bioMérieux is a partner to universities and educational institutions in France and overseas, a situation that allows it to strengthen its cooperation with academic research. This initiative is aligned with the Company's human resources policy to attract the talent and scientific profiles bioMérieux will need to address ongoing changes in its occupations.

For example, in France this year, by going beyond the legal minimum of 5%, bioMérieux is demonstrating its investment in apprenticeships. The Company also maintains several partnerships with schools, mainly based in the Auvergne Rhône-Alpes region.

- The emlyon business school, the *Fondation Université Grenoble Alpes* and INSA Lyon are historical partners of bioMérieux. The quality of their training and their international orientation are essential elements to forge a lasting collaboration. The Company is committed through various programs, such as allocating student scholarships and promotional sponsorship in order to showcase the professions of the *in vitro* diagnostics industry and thus offer internship or work-study opportunities.
- The *École d'Ingénieur en Biotechnologies* (ESTBB) of the *Université Catholique de Lyon* is also a long-term partner and bioMérieux hires more than 10 work-study students each year from this school.
- École 42 is a more recent partnership. IT skills are rare on today's job market. It is therefore crucial for bioMérieux to strengthen its connections with schools in this field and develop its attractiveness.

International internship program

bioMérieux has also been involved in training people aged under 28 and, each year, offers willing candidates the opportunity to volunteer overseas for 6 to 24 months on an international internship program, *Volontariat International en Entreprise* (VIE).

15 VIE internships were completed in 2022-2023.

Achievements in 2023

The indicators relative to attracting and retaining talent are detailed below:

Number of employees who were promoted during the year

Geographic areas	2023		2022		2021	
	Number of promotions	% of headcount	Number of promotions	% of headcount	Number of promotions	% of headcount
France	522	13.2%	441	11.3%	441	11.8%
Europe & Middle East	89	5.9%	117	8.0%	65	4.8%
Africa	21	14.2%	5	3.4%	5	4.6%
Americas	698	10.3%	562	8.8%	328	5.7%
Asia-Pacific	36	3.5%	43	4.5%	30	3.4%
TOTAL	**1,366**	**10.2**	**1,168**	**9.1%**	**869**	**7.3%**

Percentage by number of seconded and expatriate employees, excluding fixed-term contracts and temporary employees.

INTERNAL MOBILITY INDICATOR *VIA* PERMANENT CONTRACTS

	2023	2022
Americas	21%	35%
Asia-Pacific	7%	7%
Europe, Middle East, Africa	26%	32%
GLOBAL AVERAGE	**21%**	**31%**

Movements (arrivals and departures)

New hires = 2,641	Departures = 1,692	Departures = 1,692
Permanent contracts = 2,333	Voluntary = 1,199	Permanent contracts = 1,487
Fixed-term contracts = 308	Non-voluntary = 493	Fixed-term contracts = 205

The following are considered voluntary reasons for departure: resignations, employees at the end of their fixed-term contract/assignment, employees at the end of a trial period, mutual consent.

Overall turnover rate 2023	Overall turnover rate 2022
12.4%	13.8%

Absenteeism rate

Absenteeism: Valuation/theoretical working days	2023			2022		
	No. of days absent	Theoretical No.of days	%	No. of days absent	Theoretical No.of days	%
Americas[a]	96,145	3,004,739	1.90%	22,516	1,417,022	1.6%
• United States	27,797	1,407,140	1.98%	19,679	1,269,391	1.6%
Asia-Pacific[b]	1,420	275,535	0.52%	1,311	240,471	0.5%
• China	843	105,500	1.17%	688	89,250	0.8%
Europe & Middle East[c]	64,976	1,161,547	5.59%	71,014	1,112,828	6.4%
• France	53,901	877,044	6.15%	59,963	846,575	7.1%

(a) Argentina, Brazil, Canada, Chile, Colombia, Mexico, United States.
(b) Australia, China, India, Japan, Singapore, South Korea.
(c) Belgium, France, Germany, Italy, Poland, Russia, Spain, Turkey, United Kingdom. Africa does not enter into this calculation.

Overall absenteeism 2023	Overall absenteeism 2022
3.2%	3.5%

3.6.7 Commitment

The Company is committed to cultivating a spirit of innovation and collective engagement. bioMérieux recognizes the importance of having teams who feel heard and trusted to play a role in driving change and do their best. In this context, bioMérieux rolled out a Voice of Employee (VoE) global engagement program in 2022. Listening, understanding and acting are the pillars of this program. bioMérieux strives to establish a work environment in which employees feel free to express themselves and to be proactive to improve their experience within the Company.

Actions implemented

As the first step of the VoE program, a global engagement survey (GES) was conducted with the help of an external partner. The participation rate was 75% (more than 9,100 employees in 2022). The survey generated 64,000 comments and contributions, which reflects the team members' interest in this initiative. 181 subjects were identified, providing a common vision of what is important to bioMérieux's employees throughout the world. It will be repeated regularly, thus making it possible to monitor employee engagement. bioMérieux has published the results of the survey internally and has used them in a continuous improvement process. These actions will be built into a collaboration with managers and employees after openly discussing the team results. The survey comprised 30 questions covering six topics related to employee experience at bioMérieux (a positive work environment, trust in the Company, opportunities for development, supportive supervision, health and well-being at work, the meaning of one's work).

As soon as the results were collected and analyzed, action plans were initiated at two levels:

- locally, as close as possible to employees, with their managers;
- globally with a view to ensuring a common culture.

Following the launch of the Voice of Employee (VoE) global engagement program in 2022, many local engagement surveys were organized, whether by global division, cluster or country, or at site or managerial levels, to keep measuring and improving engagement as a lever to meet the Company's objectives. In these initiatives, similar questions to the ones asked in 2022 were used to measure trends and assess the impact of actions implemented as a result of the 2022 Global Engagement survey, as well as new questions to help gain understanding of other areas of the employee experience.

For these groups, representing more than 6,000 employees, the engagement score increased (+0.5) compared to 2022 results. The participation rate was 76%. While everyone has a role to play in helping to continuously improve our employee experience, managers are instrumental in keeping their teams engaged and helping make our organization successful.

Creating a culture of trust where team members can share their voice is part of the behavioral skills of managers. To equip managers to act on these drivers at their teams' level, many virtual sessions were organized where groups of managers had the opportunity to openly share their experiences, successes, even mistakes, and learn from their peers.

Achievements in 2023

The Global Engagement Score in 2022 was 7.7/10, which places bioMérieux in the middle of the health-pharmacy-biotech and life sciences sector. bioMérieux's goal in 2024 is to be situated in the top 25% of the sector.

Other surveys are regularly conducted among employees to gather their feelings and expectations about their professional life at bioMérieux and to allow them to propose areas for improvement.

In the Unites States and Asia-Pacific, employees have access to platforms that allow them to express their thanks or appreciation toward their colleagues. The aim is to develop the Belong, Dare, Impact mindset into an approach of appreciation that has been piloted in the United States and Asia-Pacific, and can be extended to other regions of the Group in the years ahead.

3.7 Our impact on the healthcare ecosystem

3.7.1 Interacting ethically with the healthcare ecosystem

bioMérieux attaches a great deal of importance to dialogue with its stakeholders and holds regular discussions with them in order to meet their expectations through various actions and projects. From an innovation perspective, the Company, on the strength of its open innovation approach, collaborates with private or public scientific partners in the regions in which it operates.

Furthermore, the Company, with a presence in 45 countries and whose products are accessible in more than 160 countries, is especially committed to complying with the most stringent ethics and integrity standards in the conduct of its business, as well as standards on the protection of personal and patient data, and cybersecurity.

To uphold its commitment to patients, physicians, scientists, partners, investors, employees and society in general, bioMérieux has put robust governance in place and applies clear rules in compliance with the applicable legal framework in each country where it operates.

HEALTHCARE ECOSYSTEM **We foster ethical dialogue with the healthcare ecosystem to advance diagnostics.**	**Major commitments:** • Double the number of **collaborations with patient associations by 2025.** • Repeat the **materiality assessment** every three years.	**2023 Results:** • Collaboration projects with 16 patient associations, **twice as many as in 2022 (x2.1).** • A materiality assessment was conducted in 2020. A new one has been started again in 2023 and will be published in 2024.

3.7.2 Dialogue with the healthcare ecosystem

For many years, bioMérieux has maintained a continuous dialogue with its internal and external stakeholders in order to make decisions taking their expectations into account. This dialogue enriches the Company's thinking and nurtures a dynamic and open CSR strategy on its ecosystem.

3.7.2.1 Dialogue with patient associations

bioMérieux believes that interacting with patients and external scientific stakeholders is essential to create value for both the Group and society as a whole. The objective is to take better account of their expectations when developing bioMérieux's diagnostic solutions, to inform and raise awareness of the key role of these solutions in antimicrobial management, and to act collectively against infectious diseases.

Dialogue with patient associations is based on three pillars:

- providing training to patient associations in order to make them aware of the medical and economic value of *in vitro* diagnostics, particularly with regard to sepsis and antimicrobial resistance;
- involving patients in defining the innovation strategy and product development process;
- sharing patient involvement and testimonials in internal and external communications.

Dialogue is led based on the strong ethics rules as defined in the section 3.7.7 Business Ethics.

In 2022, bioMérieux has established partnerships with around ten patient associations in several countries. These partnerships take the form of concrete actions such as:

- creating an interactive portal around sepsis in collaboration with the Sepsis Alliance, an American patient association. On social media, patients with sepsis have the opportunity to participate in conferences and physical education classes designed for sepsis survivors or to discuss their disease and the impact on their daily lives;
- support in the creation of educational content to inform the public about Traumatic Brain Injury (TBI).

Actions implemented

In 2023,

- a Global patient board was created. It met for the first time in Lyon in April 2023 and brought together representatives of patient associations which have developed a collaboration with bioMérieux;
- some awareness programs were launched or continued in EME, LATAM, NORAM & LATAM regions: *e.g.* an educational program on AMR for cystic fibrosis patients in Brazil in collaboration with the patient association, Unidos Pela Vida;
- deployment of Sepsis Alliance connect (Sepsis Alliance's sepsis survivors' platform) with around 1,500 members, by December 2022;
- multiplication of live or video patient testimonials across the Company.

23 collaborations with patient associations in 2023:

- 10 advocacy & awareness projects;
- 1 R&D project including patients in BMX innovation process;
- 12 "Showcase the voice of the patient within bioMérieux internal & external communication" projects.

3.7.2.2 Dialogue with customers

In 2023, bioMérieux conducted a new Net Promoter Score (NPS[1]) survey and maintained a score of 47. Nearly 10,000 customers responded, across 67 countries, to a questionnaire focused on the customer experience throughout their various interactions with the organization.

Some improvements were made in 2023. For example, bioMérieux receives real-time alerts each time a customer expresses dissatisfaction, enabling bioMérieux to get back to them quickly to address the issue and restore trust. A great focus is also placed on keeping customers informed of actions taken to nurture the relationship by showing them that their voices matter.

3.7.2.3 Dialogue with public decision makers

The Public and Governmental Affairs team, in agreement with the Executive Committee, strives to share relevant information liable to inform public decision-making, with full transparency and integrity and in accordance with the Company's mission as a public healthcare provider. In view of the value provided by *in vitro* diagnostics, its purpose is to improve market access and the financing of diagnostic solutions over the long term, in particular for innovative tests, through legislation, regulations and support that reflect the specific characteristics of the sector.

Since its creation, bioMérieux has developed business conduct values and strives to carry out its operations with the highest standards of integrity.

In this spirit, bioMérieux has drawn up a Public and Government Affairs Charter, which describes the tasks and responsibilities of this function. It specifies the Company's commitment to guarantee the fairness and transparency of exchanges with public and institutional decision-makers.

- compliance with local regulations and internal procedures (including the Code of Conduct and the Anti-Corruption Manual);
- integrity and transparency of representation in relation to public decision-makers;
- reporting of activities relating to public and governmental affairs to local authorities where applicable;
- transmission of accurate and substantiated information;
- absence of conflict of interest and no tolerance of corruption;
- ban on political contributions;
- respect for confidentiality.

This Charter is binding on all persons, internal or external, expressly mandated for this purpose. They must certify their full awareness, and acceptance, of the Charter through a training module. This Charter is published on the bioMérieux website[2]. It is revised and updated regularly.

Moreover, bioMérieux's Corruption Prevention Manual[3] states that it is bioMérieux's policy not to support directly (contributions) or indirectly (purchase or supply of goods or services) any local, national or international political activities.

Actions implemented

In order to strengthen this approach, bioMérieux provides a training program for mandated persons. Its goal is to share a common knowledge base, to improve understanding of the local ecosystem and establish quality relations, in compliance with the Public and Government Affairs Charter. In 2024, the program will be extended to all bioMérieux employees to raise their awareness of this activity and ensure that they understand its ethical rules.

(1) NPS (Net Promoter Score) = % promoters - % detractors.
(2) https://www.biomerieux.com/content/dam/biomerieux-com/04---our-responsibility/03---healthcare-ecosystem/public_and_government_affairs_charter.pdf
(3) https://www.biomerieux.com/content/dam/biomerieux-com/04---our-responsibility/preventing-corruption/040268-en.pdf

The following are examples of concrete action by bioMérieux:

France: "health" strategic sector contract (*Contrat Stratégique de Filière* – CSF) for Health Industries and Technologies

"Antibiotic resistance" industrial project

bioMérieux is the leader of an industrial project dedicated to antibiotic resistance. The purpose of this working group is to make practical, evidence-based proposals to French health authorities in order to unite the industry around fighting "antimicrobial resistance," allow existing health products to remain on the market, support the launch of new products under regulatory and pricing conditions that are satisfactory and sustainable for all players, and entrench France's role in combating antimicrobial resistance on the international stage.

"*In vitro* diagnostic" health CSF

bioMérieux is the co-leader of an industrial project dedicated to strengthening the *in vitro* diagnostics industry. In taking action, the Company is supported by these trade associations: The Advanced Medical Technology Association (Advamed), the *Syndicat de l'Industrie du Diagnostic in Vitro* (SIDIV), Medtech Europe, APAMED, MECOMED and AMR Industry Alliance.

The Company is also a member of G5 Santé, the France China Committee, the *Association Française des Entreprises Privées* (AFEP) as well as France Industrie. It is also a founding member of the Filière Nationale du Diagnostic *In Vitro*.

In 2023, the Company allocated €997,000 to trade association fees.

Finally, the Company complies with its obligations by declaring its French lobbying activities to the *Haute Autorité pour la Transparence de la Vie Publique* (French high authority for transparency in public life) and its activities in Europe in the EU Transparency Register.

3.7.3 Dialogue with players in local communities serving innovation

In its open innovation strategy, bioMérieux conducts several collaboration projects with private or public scientific partners in the regions in which the Company operates. The following initiatives were launched in this spirit.

Actions implemented

Joint research laboratories

In France

Since 2002, bioMérieux and the *Hospices Civils de Lyon* (HCL) have been working together in two joint research laboratories at the Lyon-Sud and Edouard-Herriot hospitals.

In 2019, a joint roadmap for both laboratories was approved, focusing on three areas of research: the diagnosis of severe bacterial infections in children who arrive in the emergency department or are hospitalized in neonatology, the study of organ failure, particularly kidney failure, and the validation of innovative tests to characterize the immune status of intensive care patients (see Section 1.5.1).

In China

Since 2019, bioMérieux and the Shanghai Children's Medical Center have collaborated within a common research laboratory. This laboratory has launched studies in line with the strategic themes of the joint research laboratories in Lyon, in particular immuno-monitoring of children with sepsis or onco-hematological diseases (treatment with CAR-T cells) (see Section 1.5.1.4).

Other collaborations

BIOASTER, the *Université de Technologie de Compiègne* (UTC), the *Hospices Civils de Lyon* (HCL) and bioMérieux have formalized a strategic collaboration to evaluate the ability of third-generation sequencing technology to become a new tool for diagnosing bacteremia, to quickly identify bacteria and predict genetic resistance.

Diagnosis and Management of Febrile Illness using RNA Personalised Molecular Signature Diagnosis (**DIAMONDS**) is a consortium of 28 partners funded by the European Commission as part of the Horizon 2020 research program. bioMérieux is the sole diagnostics manufacturer involved in this project, whose goal is to identify, using a prototype of its FILMARRAY® platform, specific molecular signatures of infection sources (viral, bacterial, parasitic, etc.) in cases of fever in order to guide the diagnosis and direct patients to emergency services.

Value-Dx (see Section 3.4.3).

3.7.4 Commitment to local scientific communities

bioMérieux supports and develops continuing medical education programs for healthcare professionals. These programs make it possible to enrich both scientific knowledge and medical skills for the benefit of patients.

In 2023, bioMérieux held more than 900 medical education events worldwide, highlighting the role and value of diagnostics in the care pathway.

bioMérieux develops medical education programs in collaboration with leading experts. It also supports independent programs created by learned societies through educational grants with, for example, but not limited to, the European Society of Clinical Microbiology and Infectious Diseases (ESCMID), the European Society of Intensive Care Medicine (ESCIM), the Global Health Impact Group (GHIG) and the International Society of Infectious Diseases (ISID).

Finally, the Company initiates global, regional or local educational programs in collaboration with renowned scientific organizations.

Overall, in 2023, more than 200,000 healthcare professionals, especially clinicians, laboratory specialists and pharmacists, participated in medical education activities developed, or independently supported, by bioMérieux.

3.7.5 Regulatory compliance applicable to products

The regulations that apply to bioMérieux are numerous, wide-ranging, and rapidly changing as they are implemented and transposed locally (see Sections 1.4 and 2.2.3.2).

In particular, the Company must meet the following regulatory requirements:

- requirements such as the Medical Device Single Audit Program (MDSAP), the *In Vitro* Diagnostics Regulation (IVDR) *including* Post-Market Vigilance;
- any local and international regulations.

At the same time, bioMérieux is engaged in a proactive approach of ISO certification, especially 9001 and 13485.

Regulatory compliance is achieved in accordance with the Quality Management System (QMS). The QMS is integrated into the Company's quality policy known as the Global Quality Management System Manual, which is under the responsibility of the Quality Committee.

The Quality Committee is chaired by the Executive Vice President, Global Quality. It is made up of the quality management representing each part of the organization (pre-market, manufacturing & supply chain, post-market, industry) and their operational support (quality & support system and internal audit & compliance).

The Quality Committee ensures the effective performance of the QMS through governance based on three pillars:

- definition and monitoring of key performance indicators on QMS processes;
- management review to assess the effectiveness of the QMS and identify risks/opportunities which are shared with the Quality Committee for evaluation and implementation of action plans;
- internal audits, to ensure the robustness of processes, data and related documentation to the various applicable regulatory requirements. The Quality Committee reviews the progress of the program and the main points raised by the auditors on a quarterly basis.

Actions implemented

Annual Quality objectives are defined taking into account the priorities determined by the Company. These objectives are endorsed by the Executive Committee. They are implemented and monitored on a quarterly basis through a quality roadmap and a "Hoshin Kanri" type management tool.

To keep its QMS up to date, the Company has established a regulation and standards watch committee with the aim of identifying, ranking and monitoring enforcement of the main regulatory and standards changes across the Group.

The Company is also regularly inspected by local and international regulatory authorities.

2023 Achievements

The main inspections by regulatory authorities in 2023 are described in the table opposite. They were all successfully completed and contribute to the Company's continuous improvement plans.

	SITE	ORGANIZATION	NB OF INSPECTIONS
EUROPE	Marcy l'Étoile, Craponne, La Balme, Grenoble, Verniolle, Saint Vulbas, Combourg (France), Florence (Italy), Tres Cantos (Spain)	GMED[(a)]: based on a Medical Device Single Audit Program (MDSAP), ISO 9001 and ISO 13485 certifications	9
	Craponne and Combourg (France)	COFRAC[(b)]: based on ISO 17025 certification	2
	Tres Cantos (Spain)	ENAC[(c)]: ISO 17025 certification	1
NORTH AMERICA	St. Louis, Missouri, and Durham, North Carolina (United States)	GMED[(a)]: based on MDSAP, ISO 9001 and ISO 13485 certifications	2
	Lombard (United States)	GMED[(a)]: based on ISO 9001 certification	1
	BioFire Diagnostics – Salt Lake City, Utah (United States)	BSI[(a)]: based on MDSAP, ISO 9001 and ISO 13485 certifications	1
	Specific Diagnostics – San Jose (United States)	Perry Johnson Registrars Inc[(a)]: based on ISO 13485 certification	1
LATIN AMERICA	Rio (Brazil)	GMED[(a)]: based on ISO 9001 and ISO 13485 certifications	1

(a) Notified body designated by certain regulatory authorities.
(b) French Accreditation Committee.
(c) Entidad Nacional de Acreditación.

3.7.6 Data protection

3.7.6.1 Personal data

In the course of its business, the Company has access to personal data involving several types of individuals: employees and patients, as well as data from its partners (customers, suppliers, distributors and healthcare professionals).

bioMérieux has created an international network of business representatives within its subsidiaries and global functions. This network includes around 90 people, who act as a link with the data protection officers. This network of business line representatives is in charge of ensuring compliance with data protection regulations including the General Data Protection Regulation (GDPR) in Europe. It documents all processing of personal data within each person's perimeter and applies to all operational sites.

The systems and services marketed by the Company process patient data on a daily basis. In designing and supporting these systems, the Company ensures data confidentiality, integrity and availability and upholds the basic rights of the affected patients (see Section 2.2.2.5).

bioMérieux business is also based on information technology systems and digital tools which include cloud-based solutions/software (bioMérieux VISION SUITE) for our customers. The Company uses third-party providers/hosting service providers to host and transfer sensitive or personal information regarding patients to provide our customers with relevant and actionable information to support diagnosis and clinical decision making.

Despite the fact that bioMérieux ensures that our partners meet stringent cybersecurity, personal data protection and compliance requirements, vulnerabilities and threats are part of our more digitalized and connected world.

In this environment where cybersecurity attacks and incidents increase the risk of exposure of confidential and sensitive information, bioMérieux continues to do its best to secure information technology systems to protect patient data and mitigate risk.

Actions implemented

As a response to these issues, bioMérieux has developed a personal data protection compliance program based on:

- the general personal data protection policy approved by General Management;
- the appointment of a global Data Protection Officer (DPO) reporting to the Executive Vice-President, Legal and Corporate Integrity and Public Affairs, and registered with the French Data Protection Authority (*Commission Nationale de l'Informatique et des Libertés* – CNIL);
- a privacy officer in the United States to ensure multi-state regulatory compliance (California, Virginia, Colorado, Utah, Connecticut, Iowa, Indiana, Tennessee, Montana, Texas);
- a privacy officer for the Asia-Pacific region to ensure compliance with the regulations in this geographic area, in particular for the new Chinese personal data protection regulation (PIPL);
- a privacy analyst to support the global DPO;
- the appointment of a specific data privacy contact for the Latin America region;
- an online training course to educate employees on their local data protection regulations;
- online training courses for employees who have access to patient data.

The methodology applied to ensure Data Protection compliance has been expanded to other Group companies in order to apply a level of protection at least identical to that imposed by European regulations.

In 2023, the Company implemented:

- a data protection incident management module;
- a new set of training modules for new employees on data protection regulations.

Finally, the privacy implications of processing sensitive and personal patient data (patients, employees) have been analyzed, with potential risks highlighted and ranked, and remedial plans regularly monitored.

The Company has strengthened its compliance tool (OneTrust) in order to meet various current regulatory requirements on personal data protection. It enables in particular to:

- document personal data processing more accurately, standardize methodology and practices;
- evaluate the potential impacts of new projects starting from the design phase (Privacy by Design concept);
- reduce the number of risk assessments associated with processing;
- manage potential data breaches more quickly;
- give the DPO visibility through consolidated dashboards;
- respond to requests from concerned persons seeking to exercise their rights;
- record personal data security incidents.

2023 Achievements

The tool currently covers 65 bioMérieux subsidiaries processing personal data.

In 2023, two training modules for employees with access to patient data were conducted regarding:

- the American federal regulations (HIPAA), assigned to 1,405 employees, nearly 99% of them completed the course;
- the protection of patient data at the global level, assigned to 538 employees, nearly 99% of them completed the course.

In 2023, no data breaches required reporting to the competent authorities.

3.7.6.2 Patient data

As a major healthcare player, bioMérieux pays special attention to the protection of patient data, which it considers to be particularly sensitive. Protecting patient health data is an integral part of the bioethics compliance approach of the Company, which has set up an appropriate training course intended for employees who have access to health data (often associated with biological samples). Employees must apply local or international bioethics standards and laws, in particular in the context of clinical research activities.

Moreover, the Code of Conduct, distributed to all employees, emphasizes bioMérieux's commitment to respect confidentiality and apply the current regulations when accessing, using and/or disclosing such data.

3.7.6.3 Cybersecurity

Cybersecurity is an essential activity at bioMérieux in order to ensure protection of its information assets and protect its customers. bioMérieux's General Management is committed to protecting data *via* an Information Systems Security Policy (ISSP).

bioMérieux has put in place cybersecurity governance in charge of applying the Company's ISSP. This governance is organized according to standard ISO 27001, with, in particular, an Information Systems Security Management System.

This governance is under the responsibility of a chief information security officer (CISO). The CISO relies on security directives written in accordance with the ISSP.

The CISO heads two teams, one in charge of bioMérieux's product security, the other in charge of bioMérieux's information system security globally.

bioMérieux has set up an IT charter that must be applied by all users of its information system.

A Security Operation Center (SOC) ensures cybersecurity and monitors all the information systems. It is able to intervene in the event of an alert 24 hours a day, 7 days a week.

A data privacy officer (DPO) is in charge of personal data protection. He works in close collaboration with cybersecurity. He is especially responsible for applying and monitoring the GDPR.

The cybersecurity governance team relies on operational teams associated with cybersecurity.

Actions implemented

The CISO has implemented a training and awareness raising policy for all of bioMérieux's employees.

Every year, bioMérieux also organizes:

- phishing campaign simulations to assess the effectiveness of this training;
- vulnerability tests;
- penetration test exercises.

Every other year, the cybersecurity team simulates a cyber attack.

bioMérieux pays special attention to protection of its information system, in particular through specific processes such as:

- protection from malware with EDR solutions;
- updates of its systems and applications;
- data management and backup;
- protection of data by workstation encryption;
- risk and IT crisis management;
- continuity plan management;
- monitoring project security;
- management of security incidents and monitoring new threats;
- obsolescence management;
- protection of email and Internet access;
- protection of its company network by a Network Security team;
- management of cybersecurity exceptions and vulnerabilities;
- management of identities and access to bioMérieux's services and applications (by default, users are not administrators of their workstation).

On a monthly basis, Security committees (including IS, R&D, Production, DPO, etc.) monitor the Company's security level through the analysis of security indicators, associated with actions plans.

3.7.7 Business ethics

3.7.7.1 Governance and Ethics and Compliance program

bioMérieux is committed to conducting its business activity in compliance with high ethical standards. We understand that our expertise in infectious diseases and our international presence gives rise to an obligation for bioMérieux – beyond our business activities – to act as a responsible corporate citizen to serve the greater good and the communities where we operate.

Through our Ethics & Compliance Program, we emphasize that our actions must be based on our core values. The Program reduces risks of noncompliance and encourages a culture of ethics while keeping responsibility and accountability at a local and individual level. Using a risk-based approach, the Program promotes ethical business conduct in accordance with regulations, trains employees on ethical standards and allows those who have questions or concerns to express them.

The Ethics & Compliance Department provides practical advice, resources, and structures to help employees and partners reduce risks of noncompliance and to reinforce bioMérieux's reputation as a trusted partner in public health for all stakeholders.

Actions implemented

For this reason, staff training in the rules of business ethics is a central part of this program, which contributes to the prevention of risks.

In 2023, the program's main priorities were to:

- provide compliance guidance and support for global strategic roadmaps;
- continue to secure the distribution network and other intermediaries;
- reinforce compliance fundamentals, including tone and accountability;
- understand and effectively apply export regulations.

This program is under the responsibility of the Executive Vice-President, Legal Affairs, Corporate Integrity and Public Affairs, through the Ethics and Compliance Department. The Chief Compliance Officer relies on a team of compliance professionals at regional and local level.

bioMérieux's ethical principles extend to everywhere it operates. Consequently, each site and subsidiary has its own local ethics and compliance team. These Local Compliance Teams (LCT) act as a link to the Ethics & Compliance Department and form a network that is responsible for ensuring local implementation of the program. Each LCT appoints a local Compliance Champion who is specially trained in laws and policies and acts as a source of expertise for the LCT. The Champions are responsible for coordinating the Compliance Action Plan for their LCT and communicating the status of actions to their Regional Compliance Officer. They act as a primary point of contact for the Ethics & Compliance Department and as a liaison for the site.

In 2023, a face-to-face global seminar was held with Compliance Champions from around the world to enhance their knowledge, discuss risks, and reinforce the overall Ethics & Compliance Program.

General Management, the Executive Committee and the Board of Directors are regularly apprised of the status of the program. An Ethics and Compliance Committee brings together several members of the Executive Committee under the coordination of the Chief Compliance Officer. It meets at least quarterly to supervise the rollout of the program within the Group.

The Ethics and Compliance Department is in charge of drawing up, promoting and monitoring implementation of all compliance and ethical standards in accordance with applicable laws and the Company's Code of Conduct.

The program includes mandatory online training that is updated annually. This training aims to make employees aware of the applicable internal rules and procedures.

bioMérieux regularly conducts a global training and awareness campaign on the Code of Conduct for all its employees, as well as training on the prevention of corruption and influence peddling. Furthermore, all new hires systematically take three compulsory courses (Code of Conduct, anti-corruption and influence peddling, and conflicts of interest).

In 2023, close to 28,000 online training sessions were assigned to employees across all subsidiaries, including certification in the Code of Conduct and a course on anti-corruption. Furthermore, online training in anti-corruption will be assigned to all distributors at the end of the year.

bioMérieux's compliance program is part of the global program of the Institut Mérieux Group, led by the Audit, Risk and Compliance Department. This department ensures seamless rollout in all entities and provides methodologies, tools and support for constructing compliance systems in its subsidiaries.

3.7.7.2 Code of Conduct

The current version of the Code of Conduct[(1)] covers the risks included in the latest regulations. These rules especially concern respect for human rights, freedom of association and negotiation, the fight against slavery, human trafficking, corruption, influence peddling, and money laundering. This version of the Code of Conduct also deals with ethical relationships with healthcare professionals and the protection of personal data. It is available in 17 languages (Arabic, English, French, German, Greek, Italian, Japanese, Korean, Polish, Portuguese, Russian, Serbian, Simplified Chinese, Spanish, Thai, Traditional Chinese and Turkish). The Code of Conduct specifies that any employee who breaks one of the rules, or who encourages or authorizes an infraction against the Code, will incur disciplinary sanctions that could involve termination of their employment contract.

The Code is distributed through different channels:

- training course for all employees;
- the Company's Intranet;
- onboarding sessions for all new bioMérieux employees.

The Group asks its external partners to comply with the principles set out in the Code of Conduct and in its "Business Principles for Third Parties[(2)]." As part of the contracting process, suppliers and distributors receive a copy of these public documents available on the Company's Corporate website and commit to respecting business ethics.

3.7.7.3 Anti-corruption and influence peddling measures

As a global healthcare company, bioMérieux employees and representatives regularly communicate with government officials and healthcare providers to secure contracts, permits, licenses and other government approvals. The Corruption Prevention Program was created to give employees clear guidance on the laws in areas where there may be a risk of corruption. The Corruption Prevention Program continues to be a major focus of the Ethics & Compliance Program. bioMérieux's commitment is further reinforced by its participation in the UN Global Compact[(3)].

The Company has brought its anti-corruption and influence-peddling program into compliance with the Sapin II law, by introducing appropriate procedures. Risk assessments for corruption are regularly reviewed and updated to ensure that policies and actions are addressing any new or evolving risks.

This program is based on the Code of Conduct, which forms the foundation of the Ethics and Compliance program and on the Corruption Prevention Manual[(4)]. This manual, which is available on the Company's corporate website and on its Intranet, describes the Company's expectations in its relations with its partners.

The Company has also developed a guide describing the "Business Principles for Third Parties" to make partners aware of the Company's rules of ethical conduct in business. The Corruption Prevention Program includes a procedure for third party approval, which uses specific questionnaires for higher-risk partners. A dedicated team of analysts within the Ethics and Compliance Department is responsible for performing due diligence on potential third parties. In addition, a monitoring program for the Company's commercial partners is also implemented by means of software that enables it to quickly and automatically identify service providers and isolate those that could be detrimental for bioMérieux, due to their profile or history related to risks of corruption or influence peddling.

The Corruption Prevention Program is designed to:

- promote ethical conduct in business dealings;
- train employees in internal rules and laws against corruption and influence peddling;
- give employees a forum in which to ask questions.

Each year, one pillar of the Corruption Prevention Program is audited by the Institut Mérieux Audit team. In 2023, bioMérieux was audited on the "Commitment by Senior Management to the Anti-corruption Program." The limited audit findings were shared with the Ethics & Department and action plans were put in place for continuous improvement.

(1) https://www.biomerieux.com/corp/en/our-responsibility/healthcare-ecosystem/global-code-of-conduct.html
(2) https://www.biomerieux.com/content/dam/biomerieux-com/04---our-responsibility/03---healthcare-ecosystem/042022%20-%20Att%202%20-%20en.pdf
(3) https://www.unglobalcompact.org/participation/report/cop/create-and-submit/active/435318
(4) https://www.biomerieux.com/content/dam/biomerieux-com/04---our-responsibility/preventing-corruption/040268-en.pdf

3.7.7.4 Whistleblowing hotline and recording of reports

bioMérieux uses a whistleblowing system (EthicsLine) that meets the requirements of the Sapin II Law and the Law of March 27, 2017 (No. 2017-399), known as the Vigilance Law. It is mentioned in the Code of Conduct. In addition, each employee has received a card with contact information for the EthicsLine.

The EthicsLine is a reporting tool provided by a third party provider available to all employees, former employees, contractors, suppliers/vendors, distributors and customers. Reports can be made by phone or online. The online reporting system is available worldwide and in six languages. The phone option is available in countries where bioMérieux is located and in more than 30 languages.

For most countries, this tool allows reporters to report cases anonymously or communicate confidentially with the investigators *via* the system. All the reports are managed by the Ethics & Compliance Department in accordance with the Internal Investigation procedure.

This tool allows reporters to alert the right contacts within bioMérieux for any potential violation of the bioMérieux Code of Conduct. This could include, among other things: corruption, conflicts of interest, fraud, trade control violations, money laundering, health and safety concerns, discrimination or harassment, and anti-competitive activities.

The whistleblower system was audited in 2022 by the Institut Mérieux Internal Audit Department. The conclusions of this audit showed that the system is clearly communicated to employees and third parties worldwide and that, in 2023, a total of 118 reports have been submitted by this means. The audit demonstrated that all the alerts received are carefully examined and that the non-reprisal and confidentiality policies are applied at all times.

The Company has a zero-tolerance policy concerning threats to employees who, in good faith, have reported something, refused to break the law, or taken part in an investigation.

All personal data processed for investigation purposes are managed in accordance with applicable data protection laws.

3.7.7.5 Ethical marketing

The Code of Conduct reiterates that the ultimate aim of bioMérieux's interactions with healthcare professionals is to improve the standard of patient care and public health.

bioMérieux therefore undertakes to:

- comply with all local laws and regulations on promotion and marketing to healthcare professionals, industry rules of conduct (such as those promoted by Advamed and Medtech), and the principles of the corruption prevention manual;
- provide healthcare professionals with information about bioMérieux products that is accurate, transparent and fair;
- promote its products only according to approved local use and in accordance with the legislation of the country;
- conduct interactions with healthcare professionals with integrity, never offer or provide a product in order to improperly influence its prescription, and fight corruption in any form;
- comply with all applicable national laws requiring the recording and reporting to the government of any transfer of value from the Company to a healthcare professional;
- organize the comparison of the Company's products with the competition in a fair and substantiated manner that is compliant with all applicable laws and regulations;
- ensure that the Company's products or services are not labeled or marketed in a manner that could be mistaken for those of its competitors and that competitors' products, services and employees are never disparaged;
- to the extent possible, consider the environmental and societal challenges of its activities and their consequences;
- comply with the right to privacy, right of ownership and right of access to confidential information.

2023 Achievements

In 2023, the Compliance training completion rate was as follows:

- 92.05% for the Code of Conduct certification;
- 86.42% for corruption prevention measures (by employees);
- A training campaign on corruption prevention was launched in December 2023 for the distributors. The performance measure is thus still ongoing.

3.8 Our impact on the extended company

bioMérieux maintains a long-term relationship in partnership with its suppliers and distributors, as essential players in its ecosystem. Suppliers contribute to achieving the Company's CSR goals. Distributors represent bioMérieux in the various countries where they operate. It is therefore essential that they share the same values and societal commitments as bioMérieux. Furthermore, the Company is very attentive to its impact on communities and works alongside them in order to develop its positive local impact.

EXTENDED COMPANY

We build long-term partnerships to increase our positive impact on local communities

Major commitments:

- Provide CSR training by 2025 to distributors representing 55% of indirect sales
- ≥1% of net income attributable to the parent company dedicated to philanthropy

2023 Results:

- Creation of a specific training module and training of distributors covering **21%** of sales achieved through this channel
- **1.61%** of net income attributable to the parent company dedicated to philanthropy

3.8.1 Sustainable and responsible purchasing

The Company is committed to a long-term approach regarding its management of relationships with partners. To that end, bioMérieux involves its suppliers in its continuous improvement process and its sustainable growth strategy based on environmental protection, social progress and fundamental human rights.

In order to optimize its purchasing policy for raw materials and product components, the Group has set up a global system that encourages:

- early involvement of the purchasing department in the product development phase;
- internationally managed actions and volumes;
- increased responsiveness.

Actions implemented

Suppliers were part of the Company's materiality study, carried out in 2020 (see Section 3.1). This study was supplemented by risk mapping (see Section 2.1). These analyses helped to define the CSR approach for the purchasing function by 2025. This roadmap is integrated into the general policy for the purchasing function.

bioMérieux's commitments and requirements have been described in the "Business Principles for Third Parties" and the "Responsible Procurement Charter between bioMérieux and its suppliers." This charter highlights the crucial aspects of the Company's approach to responsible purchasing. It is published on the Company's website (www.biomerieux.com). These documents are part of the contracts established between bioMérieux and its suppliers.

In particular:

- bioMérieux uses raw materials of animal origin for some of its products. This use is compliant with the "Business Principles for Third Parties" guide;
- the Company strives not to use raw materials or components containing minerals that are known to fuel conflict (minerals conflict);
- bioMérieux has stepped up evaluation of its suppliers by incorporating CSR criteria in line with their activities and by monitoring the CSR performance of strategic suppliers annually. CSR criteria represent 20% (*versus* 10% last year) of the final supplier grade;
- studies are conducted to evaluate the distance between the Company's production sites and its suppliers' sites. The Company thus wishes to foster the local integration of its suppliers in the regions/countries where it operates in order to support the development of local communities and reduce its carbon footprint.

Every year, bioMérieux provides training to develop purchasing department employees' skills in the area of responsible purchasing.

In 2023, several specific CSR purchasing training modules were created and are accessible directly in the learning portal for each purchasing team member. These training modules focus on:

- the Code of Conduct;
- the Corruption Prevention Manual (annual training course);
- the responsible procurement guide;
- CSR maturity assessment tools for the Company's suppliers;
- SBTi engagement;
- some EcoVadis modules come in addition to these training modules.

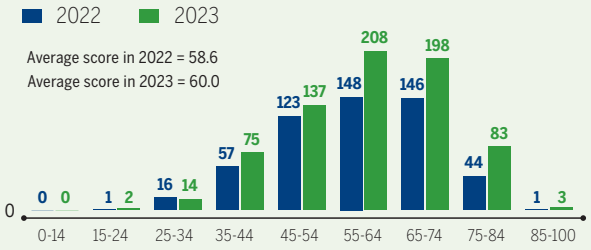
bioMérieux set a 2026 goal, validated by SBTi, of engaging suppliers representing 67% of the targeted emissions, that is to say those covering purchased goods and services, fuel and energy related activities, upstream transportation and distribution, business travel and employee commuting, to adopt science-based targets (see definition in Section 3.5.2.1). At the end of 2023, SBT engagement status was 40% (*versus* 28% end of 2022), that is to say 88 of the top carbon emitters.

2023 Achievements

bioMérieux follows a process to assess the CSR record of its suppliers with the help of a rating agency (EcoVadis). The situation in 2023 was as follows:

- 720 suppliers, most of them strategic, were rated by EcoVadis and represent 62% of purchasing expenditure (compared with 536 suppliers representing more than 55.8% of purchasing expenditure in 2022);
- 630 providers met, or exceeded, the minimum expected score of 45 out of 100 (up from 462 in 2022);
- action plans were requested from all suppliers who had not achieved this minimum rating;
- bioMérieux suppliers' average score was 60 (+1.4 pts compared with 2022), while the average for EcoVadis in 2023 was 46 (+1.2 pts from 2022).

In 2023, an additional assessment questionnaire made it possible to expand the coverage of 87 suppliers, representing 4.68% of additional purchasing expenditure.



3.8.2 Collaboration with distributors

A cross-functional global team is dedicated to transforming the management of the Company's distributor network. 2023 marks the second year of a 2025 roadmap that aims to achieve excellence. This team relies on regional and national correspondents.

Actions implemented

In 2022, bioMérieux created the bioSTAR trophy, which recognizes distributors who support and align with bioMérieux's ambitions and values, within which CSR criteria count for nearly 20% of the total assessment. For the second edition, the event brought together the highest performing distributors and took place in May 2023 in Marcy l'Étoile. With a focus on CSR, the distributors worked on the Climate Fresk training module in order to develop awareness of climate change. This successful session has been extended to our distributors all over the world through the virtual version of Climate Fresk offered during the year.

In 2023, bioMérieux continued its assessment approach on the basis of a maturity grid for 12 key criteria. The distributors involved in this approach cover around 83% of the sales made through this business channel.

This matrix makes it possible to objectively determine distributor training needs. A set of training modules has been developed for them, with additional topics such as medical education, management of public and governmental affairs and CSR. The matrix is also part of the bioSTAR program.

In 2023, bioMérieux launched a portal dedicated to its distributors, a digital platform to strengthen and digitalize common interactions. This is a new step forward in the partnership with bioMérieux distributors. This portal was set up with more than 20 partners in 2023. In 2024, the roll-out plan will continue, extending the scope of functionalities and the number of distributors connected.

A program enabling distributors to assess their CSR performance on an external rating platform selected by bioMérieux has been initiated. 18 distributors, representing 16% of sales achieved through this channel, are now certified. bioMérieux will thus have a view of their performance and actions for improvement are starting to be taken by the distributors certified.

In 2023, bioMérieux went a step further in its CSR awareness program and shared its company purpose, CSR strategy, commitments, KPIs, achievements and concrete actions implemented to reach its goals. This aims at inspiring and aligning distributors on common values and CSR commitments. Likewise, distributors are invited to share their strategy, action plans, achievements and successes with bioMérieux and the whole distributor community in a mindset of sharing best practices.

2023 Achievements

In 2023, distributors representing 21% of sales made through this channel received CSR training.
The goal for 2025 is for 55% of sales to be achieved by distributors having undertaken this training.

3.8.3 bioMérieux's tax policy

bioMérieux Tax Policy is aimed at providing general guidance with regards to the Group's approach toward taxation. This Tax Policy was formally approved by the Board of Directors on March 13, 2024. It should serve as a reference for bioMérieux Senior Management, and for all bioMérieux employees.

Due to the above, bioMérieux Tax Policy is disclosed in the current universal registration document, as well as on the bioMérieux Intranet.

Asterisks (*) are used to mark items that are defined in the Appendix of this document.

bioMérieux's tax policy is responsible. By paying taxes, the Group contributes to the socio-economic development of the countries in which it operates.

- bioMérieux's tax liability includes a wide range of direct and indirect taxes, duties, social security contributions and customs duties.
- bioMérieux's tax approach is aimed at ensuring compliance with local legislation and regulations, *in letter* and spirit**, as well as with relevant international standards.

The Group's tax policy is defined according to the following principles:

A tax regime consistent with our business activity

bioMérieux's tax regime is a result of its business and operational choices:

- functions/risks of bioMérieux entities reflect an economic and operational reality;
- Group IP and R&D activities are not located in a country for tax reasons;
- bioMérieux does not engage in tax avoidance* schemes;
- bioMérieux has no entities in tax havens*, low tax jurisdictions*, or uncooperative states or territories other than purely for commercial activity.

As explained above, the existence of subsidiaries, or a presence, in the following countries is justified purely for commercial reasons: the United Arab Emirates, Hong Kong, Hungary, Ireland, the Netherlands, Russia, the United Kingdom, Singapore, Switzerland, and Taiwan. The taxable profit in these countries is in line with the OECD's arm's-length principle*.

No entity resides in a country for tax reasons.

Full compliance

bioMérieux ensures that all taxes and contributions are reported and paid in compliance with local regulations, and in accordance with recognized international standards such as OECD guidelines.

International balance

- bioMérieux has a transfer pricing policy, updated regularly, which complies with the arm's length principle and, generally, with OECD recommendations. This policy applies to all cross-border transactions within the Group.
- In setting its transfer prices, the Company has conducted robust functional analysis of its activities, so as to compensate each company within the Group according to the functions performed, risks assumed, assets deployed, and resources used.

Through this analysis, it has identified a number of "key entrepreneurs" (bioMérieux SA, bioMérieux Inc and BioFire) for the product and service lines on the market. These "key entrepreneurs" are primarily located in France and the United States. In accordance with OECD principles, they receive the residual compensation, *i.e.* the profit or loss, once all entities involved in the economic process, particularly commercial companies, have been fairly compensated.

Full cooperation with tax authorities

- bioMérieux promotes open and proactive communication with tax authorities in all countries.

  bioMérieux helps to draft the annual Country-by-Country Reporting (CbCR), which is submitted to the French tax administration by the ultimate parent, Compagnie Mérieux Alliance, Institut Mérieux's parent company. France currently shares the CbCR data with more than 70 countries.
- The Tax Department reports to the Group's Finance Department. It draws on a network of internal contacts and on external consultants, depending on the issue. This department coordinates, raises awareness and supports the Financial Departments of each Group subsidiary in order to ensure they meet the standards of compliance required according to the Group's policy and standards.

The Universal Registration Document (URD) provides the following information on corporate income taxes:

- explanation of the Group's income tax expense ("tax proof");
- income tax payments by Region and for the main countries.

Main income tax data

The Group's income tax expense is explained in the Section on consolidated statements (see Section 6.1.2, Note 25):

- income tax payments amount to €204 million in 2023 (*versus* €224 million in 2022, including tax claims and litigation);
- the Group's cash outflow rate (income tax paid/income before tax) is 46.7% in 2023 (*versus* 35.2% in 2022, excluding the effect of tax claims and litigation);
- the cash outflow excluding tax claims and litigation (€204 million in 2023 and 2022) broke down as follows in the various regions where the Group operates;
  - North America: €157 million (*versus* €140 million in 2022),
  - Europe/Middle East: €27 million (*versus* €44 million in 2022),
  - Asia-Pacific: €17 million (*versus* €16 million in 2022),
  - Latin America: €3 million (same as in 2022),
  - Africa: €1 million (same as in 2022).

For the main countries in which the Group operates, the amounts are as follows:

- United States: €156 million (*versus* €140 million in 2022);
- France: €16 million (*versus* €28 million in 2022);
- China: €1 million (*versus* <€1 million in 2022).

Appendix definitions

- Tax avoidance: tax avoidance is an abuse of the tax system, a deliberate attempt to get out of an obligation to pay tax by entering into a set of artificial financial arrangements which have little or no commercial purpose other than the reduction of a tax bill.

  Tax avoidance is unethical in that it seeks to undermine tax law and public policy and it is frequently found to be unlawful. Tax avoidance can be within the letter*, but not the spirit*, of the law.
- The spirit of the tax laws: this refers to the intention of the policy maker who wrote the respective law.
- The letter of the law: this refers to a literal interpretation of the law only.
- Low tax jurisdiction: for the purpose of this question, low tax jurisdiction refers to any jurisdiction with significantly lower tax rates than the other jurisdictions in which the company operates.
- The arm's length principle: this valuation principle is commonly applied to commercial and financial transactions between related companies. It states that transactions should be valued as if they had been carried out between unrelated parties, each acting in their own best interest.
- Tax havens: (offshore) countries or jurisdictions offering little or no tax liability. Tax havens may share only limited or no financial information with foreign tax authorities and may not require businesses to operate out of their country in order to receive tax benefits.

3.8.4 Philanthropy

bioMérieux's commitment to public health and its expertise in biology are rooted in the unique history of the Mérieux family: a human-centered and responsible mindset is at the heart of bioMérieux.

bioMérieux is committed to various causes through its corporate philanthropy programs:

- global health, especially through the activities of the Mérieux Foundation to fight infectious diseases;
- fight against inequality;
- access to culture.

Always with a view to meeting the needs in the areas where it operates.

3.8.4.1 Sponsorship

In 2023, bioMérieux supported multiple solidarity projects worldwide.

Sponsorship, mentoring and donations led by bioMérieux SA

Pursuant to Law No. 2003-709 of August 1, 2003, the Company's Board of Directors decided to contribute a portion of revenue to sponsorship activities every year and undertook to dedicate at least 1% of net income attributable to the parent company to sponsorship activities.

The distribution of these funds is described in the table below:

Sponsorship, donation and mentoring activities *(in thousands of euros)*	2023	2022	2021	2020
bioMérieux SA's sponsorship activities	5,386	6,083	5,715	43,207
Of which bioMérieux Endowment Fund				*20,000*
Of which Mérieux Foundation on an exceptional basis				*12,000*
Of which other sponsorship on an exceptional basis				*3,870*
To the Fondation Christophe et Rodolphe Mérieux		*2,000*	*2,000*	*2,000*
To the Mérieux Foundation	*2,376*	*649*	*701*	*883*
Sponsorships and other donations	166	175	248	337
bioMérieux SA total	**5,552**	**6,258**	**5,963**	**43,544**
Other subsidiaries total	**256**	**214**		
GROUP TOTAL	**5,808**	**6,472**		
As a % of net income attributable to the parent company N-1	*1.61*	*1.08*		

The type of philanthropic activities conducted in 2022 by bioMérieux SA is detailed in the table below:

Theme	Achieved in 2023	
Health	2,792	50%
Culture and athletics	863	16%
Equal opportunities	602	11%
Help for people with lower incomes	427	8%
Education/School relations	426	8%
Humanitarian emergencies	195	4%
Protecting fauna and flora	177	3%
Network	55	1%
Other	14	0%
GRAND TOTAL	**5,552**	**100%**

Sponsorship and other engagements with local communities

bioMérieux is involved in local life around its sites and subsidiaries. This regional solidarity is achieved through long-term (78% of 2023 financial support) engagement with local communities and participating in social and cultural initiatives, in partnership with local associations and NGOs. Moreover, bioMérieux is committed to involving its teams, to creating bridges and beneficial synergies for associations through employee engagement and to sharing expertise.

EQUAL OPPORTUNITIES

bioMérieux implements a policy promoting the employment of troubled youth and equal opportunity through partnerships with associations such as *Sport dans la Ville* and *Télémaque*. Employees can provide volunteer work in these associations to promote professional integration, academic support and assistance for specific projects.

bioMérieux also commits to people with disabilities by supporting equine therapy workshops for young people, *Fondation OVE*, and the training of service dogs for autistic children or persons with reduced mobility.

HELP FOR THE MOST VULNERABLE

Together with a hundred other companies in the Lyon region, bioMérieux is supporting *L'Entreprise des Possibles* Group, which helps homeless and vulnerable people. bioMérieux employees are given incentives to get involved by donating paid leave days or doing volunteer work. *L'Entreprise des Possibles* has set up a digital platform that provides direct access to the needs of the associations supported by the collective.

Moreover, bioMérieux sustains two innovative projects supported by *L'Entreprise des Possibles*:

- *Remorquage*: housing in former truck trailers for 62 people (single-parent families and young people in precarious situations);
- *La Maison Rochet*: refurbishment of a home for 20 young people leaving the child welfare system.

CULTURAL SPONSORSHIP

Access to culture is an important focus of sponsorship for bioMérieux, which supports cultural initiatives in the local communities where it operates. The Company supports museums such as the *Musée de Grenoble*, the *Musée des Confluences* and the *Musée des Beaux Arts* in Lyon, thus securing the acquisition of works of considerable historical importance and access to these museums for as many people as possible.

For many years, bioMérieux has also supported diverse cultural events, including the Chaise Dieu Music Festival (Haute-Loire – France), a partnership of over 30 years, the Baroque Music Festival of Lyon (Rhône – France) and the Lumière Cinema Festival (Lyon – France) held by the *Institut Lumière*.

EMERGENCY AID

bioMérieux also grants funds in major international emergencies.

bioMérieux provided its support to the AHBAP project for people affected by the earthquake in Turkey in order to provide emergency help and care to the people affected by this catastrophe.

bioMérieux supports the activities of Bioforce, a humanitarian association in Lyon, created in 1983, at the instigation of Dr. Charles Mérieux who saw there could be no solidarity initiative without logistical organization.

For four years, bioMérieux has been helping to rescue people in the Mediterranean Sea by supporting *SOS Méditerranée*. Our team members also contribute by way of donations to refugees.

3.8.4.2 Support for The Mérieux Foundation and the bioMérieux Endowment Fund for Education

bioMérieux contributes to the Group's Corporate Social Responsibility by sharing the values and supporting the actions of two entities in particular:

THE MÉRIEUX
FOUNDATION

Since its founding in 1967 by Dr. Charles Mérieux, the Mérieux Foundation, an independent foundation recognized as being of public interest since 1976, has been fighting against infectious diseases in resource-limited countries.

Its objective is to strengthen laboratory diagnostic capabilities to fight epidemics. Its actions favor diagnosis as an essential step in patient care, and also as an instrumental tool for monitoring and controlling diseases.

The Mérieux Foundation's activities are based on four priorities:

- improving access to diagnosis for vulnerable groups by improving microbiology laboratory capacity in national healthcare systems;
- building up local applied research capacity by training researchers, developing collaborative programs and creating Rodolphe Mérieux Laboratories, handed over to local players;
- developing knowledge sharing and public health initiatives together with the *Centre des Pensières*;
- taking action for the mother and child through a holistic approach to health.

THE BIOMÉRIEUX ENDOWMENT
FUND FOR EDUCATION

bioMérieux created the bioMérieux Endowment Fund for Education in December 2020, with an endowment of €20 million. This non-profit organization promotes equal opportunity with the ambition of reducing inequalities through, and in, education so that everyone can find their place in the world. Convinced that education is a powerful lever of change to generate a positive impact on the world, the bioMérieux Endowment Fund supports projects dedicated to the education of children aged 0 to 8 in the countries where bioMérieux is present. Because educational support provided to children from the earliest age enables the acquisition of fundamental knowledge as well as the emotional and cognitive development that is essential for their future, the Fund wishes to finance projects that provide support to young children with the commitment to give them the confidence, the desire and the means to move forward.

For its operational implementation, the Fund relies on bioMérieux employees who, on a voluntary basis, may:

- coordinate several projects;
- identify, sponsor and monitor local projects;
- take part in one-off volunteer initiatives;
- or simply support and raise awareness of the Fund's actions.

In 2023, the bioMérieux Endowment Fund launched its second call for projects contributing to the education of children from low-income families. 65 projects of a duration of one to three years were submitted with the support of bioMérieux employees who sponsored them, and 18 projects from 9 countries were finally selected for a total amount of €2.45 million. In 2024, the Fund plans to run 40 projects in 21 countries.

3.9 Scope and reporting of non-financial indicators

3.9.1 Calculation scope of quantified indicators

The scope corresponds to that of the bioMérieux Group. Hybiome (440 employees at December 31, 2023) is included in the calculation of HSE data but not in the HR data presented in Chapter 3.

3.9.2 Data collection and consolidation

Data measuring impact on Health by means of the percentage increase in the number of patient results supporting Antimicrobial Resistance and Stewardship (AMS) are collected every six months and the scope is the bioMérieux Group.

Health and Safety data are collected on a monthly basis, and environmental data on a quarterly basis, from HSE representatives in the Company's entities. Data are consolidated by the Group HSE team.

With regard to occupational Health and Safety, all consolidated data comply with regulations for recording occupational accidents and diseases for each country in question.

This report covers all Group entities.

Human resources data is collected at year end through the information system used by all Group entities, except for absenteeism data, which are consolidated on the basis of information managed locally.

Environmental data is collected by quarterly campaigns managed by a dedicated computing system for industrial sites and the six bioMérieux commercial entities with the largest numbers of employees (Durham Hamlin – United States, São Paulo – Brazil, Kerlann – France, Madrid – Spain, Basingstoke – United Kingdom and Shanghai – China). The environmental intensities of the other subsidiaries (local offices) are extrapolated from the intensities reported for Madrid, related to the headcount present in these subsidiaries, thus covering 100% of the scope.

This approach is justified by the very low contribution of these subsidiaries to the Company's overall environmental intensity and the need to refocus the staff of these subsidiaries on operational HSE activities when they are not dedicated to this activity. It is important to note that these commercial subsidiaries were the subject of the reporting campaign prior to 2018, and their contribution was established at that time as follows:

- 3.5% in waste production;
- 2.5% in energy consumption;
- 1.6% in water consumption.

3.9.3 Definition and method of calculating the indicators

Health impact information

% increase in the number of patient results supporting Antimicrobial Resistance and Stewardship (AMS):

This KPI refers to the number of patient results supporting AMS, which is expressed as a percentage.

Methodology: Number of patient results supporting efforts to combat AMR relative to 2019 which covers eight products.

Social information

The data below do not include Hybiome.

- Headcount on the payroll, new hires, and departures: permanent and fixed-term employee headcount (excluding interns, international volunteers (VIE) and temporary employees).
- Training: all training hours recorded and delivered in the training management system used by all Group entities, whether *via* e-learning or classroom-based.
- Promotions: for an employee still included in the Company headcount at December 31 of year N, identification of career changes with a related reason, compared with December 31 of year N-1.
- Absenteeism: number of days' absence (excluding maternity leave, paternity leave and leave related to length of service) divided by the theoretical number of working days (excluding weekends, public holidays, paid vacation and working week reduction time) and multiplied by the average annual FTEs. Only entities with more than 50 FTEs are considered.
- Female representation in corporate leadership roles refers to women in roles that report to the Executive Committee, which includes Executive Committee members, with a Global Corporate mission.

Health and Safety

- Number of lost-time occupational accidents: number of accidents occurring in the workplace and resulting in more than one day's lost time (the day on which the accident occurs is not counted as lost time). The number of accidents includes those involving both permanent and temporary employees.
- Accidents are categorized as follows: lost-time occupational accident, occupational accident without lost time and non-reportable accident. The last category was created in 2017 to better standardize the way accidents are recorded across different countries and includes accidents that bioMérieux considers it has no means of preventing (*e.g.*, injury during team activity off work premises or during personal activities carried out on work premises, sickness unrelated to work, food poisoning, etc.).
- Number of days lost: number of days lost following a lost-time occupational accident that occurred during the year. The day of the accident's occurrence is not counted as lost time. The extension to work stoppage days is counted in the month and the year the accident occurred.
- Frequency rate of lost-time occupational accidents: number of lost-time occupational accidents per million hours worked.
- Frequency of total reportable occupational accidents: number of occupational accidents with or without lost time per million hours worked.
- Severity rate: number of days off work per thousand hours worked.
- Number of occupational diseases: an occupational disease is the result of exposure, of any duration, to a risk existing in the normal practice of the occupation.

Environment

Data for previous years may be modified following adjustments.

Water-related indicators

- Total water consumption (thousand m^3) The quantities of water taken from the natural environment (*e.g.*, groundwater) and re-introduced into this environment under conditions that do not damage this environment are not included in the total water consumption.
- The performance indicator monitored is the total water consumption of the Company's entities in cubic meters in relation to the Company's sales (in m^3 per € million).
- Discharge of industrial effluents (thousand m^3).

Indicators relating to energy

- Total energy consumption (GWh).
- Consumption of energy from renewable sources (GWh).
- The performance indicator monitored is the total energy consumption (from all energy sources) of the Company's various entities in relation to the Company's sales (in MWh per € million).

Waste-related indicators

- Total quantity of waste produced (metric tons): one-off waste such as inert waste, construction/demolition waste, and waste from contaminated soil is excluded from the indicator reported in Chapter 3. They are, however, reported by the Company's entities and monitored, but as they are liabilities, they do not necessarily reflect the Company's business to which the reduction efforts relate.
- Goods/materials that have become redundant and that are reused outside the Company without reprocessing are no longer considered in this total.
- Hazardous waste: total amount of hazardous waste produced (metric tons). Hazardous waste is waste with one or more properties that poses a threat to human health or the environment and requires special processing. This category includes chemical waste, infectious waste, or waste electrical and electronic equipment.
- Recovery rate of materials or energy: the indicator monitored is the ratio, expressed as a percentage, of the total weight of waste recycled, composted, reused or incinerated with energy recovery to the total weight of waste.

Indicators relating to greenhouse gas emissions

Greenhouse gas emissions are assessed using Greenhouse Gas Protocol and Bilan Carbone® methodologies.

The following indicators are assessed:

SCOPE	TYPE	INPUT DATA	EMISSION FACTORS
Scope 1	Direct emissions from fixed combustion sources	Fossil fuel consumption collected *via* environmental reporting	ADEME
	Direct emissions from mobile sources equipped with a thermal combustion engine	CO_2 data collected from our suppliers	N/A
	Fugitive direct emissions	Emissions of refrigerant gases after accidental leakage. This data is collected *via* environmental reporting	IPCC 2016, others
Scope 2	Indirect emissions related to electricity consumption	Electricity consumption collected *via* environmental reporting	EIA AIB factors for residual mix in Europe Residual mix factors in the US (e-green.org)
	Indirect emissions related to the use of steam, heat or cooling	Heated water consumption collected *via* environmental reporting	Supplier data
Scope 3	Commuting	Calculation of average distances by site	ADEME
	Business travel	CO_2 data collected from our suppliers	N/A
	Car rentals	CO_2 data collected from our suppliers	N/A
	Global freight	CO_2 data collected from our suppliers	N/A
	Local freight	CO_2 or mass x distance result collected from our suppliers depending on the transport type (air, road, sea)	Transporter data or Air: GHG Protocol Road: ADEME Sea: GHG Protocol
	Product use	Annual energy consumption of installed equipment, by country	EIA
	End of product life		

Uncertainties are calculated as follows:

- uncertainty on input data: assessment based on experience and practice;
- uncertainty on the emission factor: take the value provided for the protocol used on the factor.

Additional information on the definition, methodology and calculation of the different KPIs can be made available to readers, upon request.

3.10 Report by the independent third party on the verification of the consolidated statement of non-financial performance

This is a free translation into English of the report by the independent third party issued in French and is provided solely for the convenience of English-speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Annual General Meeting,

In our capacity as an independent third party certified by COFRAC (COFRAC Inspection Accreditation No. 3-1681, scope of accreditation available on www.cofrac.fr) and member of the network of one of the Statutory Auditors of your Company (hereinafter the "Entity"), we have performed procedures to issue a reasoned opinion expressing limited assurance on the compliance of the consolidated statement of non-financial performance for the fiscal year ended December 31, 2023 (hereinafter the "Statement") with the provisions of Article R. 225-105 of the French Commercial Code and on the fairness of the historical information (whether observed or extrapolated) provided pursuant to the third paragraph of part I and part II of Article R. 225-105 of the French Commercial Code (hereinafter the "Information"), prepared in accordance with the procedures of the Entity (hereinafter the "Guidelines"), presented in the management report pursuant to the provisions of Articles L. 225-102-1, R. 225-105 and R. 225-105-1 of the French Commercial Code.

Conclusion

Based on the procedures we performed, as described in the section "Nature and scope of our work", and on the information we gathered, no material irregularities came to light questioning the compliance of the consolidated statement of non-financial performance with the applicable regulatory provisions or questioning that the Information, taken as a whole, is presented fairly in accordance with the Guidelines.

Comments

Without calling into question the conclusion expressed above and according to the provisions of Article A. 225-3 of the French Commercial Code, we make the following comment:

- Non-financial indicator reporting procedures are not completely formalized or contained in a single document.

Preparation of the declaration of non-financial performance

In the absence of a generally accepted and commonly used framework or established practices on which to base the assessment and measurement of the Information, different but acceptable measurement techniques can be used, which may affect comparability between entities and over time.

Consequently, the Information should be read and understood with reference to the Guidelines, the significant elements of which are presented in the Statement and the detail of which is accessible to readers of the NFPS, on request, at the bioMérieux registered office

Limitations inherent to the preparation of the Information

The Information may be subject to uncertainty inherent to the state of scientific or economic knowledge and to the quality of the external data used. Some of the information is dependent on the methodological choices, assumptions and/or estimates made in preparing the information and presented in the Statement.

Responsibility of the Entity

It is the duty of the management:

- to select or define appropriate criteria for the preparation of Information;
- to prepare a Statement that complies with the legal and regulatory provisions, including presenting a business model, describing the principal non-financial risks, presenting the policies applied in response to the risks and the results of these policies, including key performance indicators and, in addition, the information provided for in Article 8 of Regulation (EU) 2020/852 (Green Taxonomy);
- to prepare the Statement by applying the Entity's Guidelines as mentioned above;
- and to implement such internal control procedures as it determines are necessary to enable it to produce Information that is free from material misstatement, whether due to fraud or error.

The Statement has been prepared by the Board of Directors.

Responsibility of the independent third party

On the basis of our work, it is our responsibility to provide a duly reasoned opinion expressing limited assurance on:

- the compliance of the Statement with the provisions set out in Article R. 225-105 of the French Commercial Code;
- the fairness of the historical (recorded or extrapolated) information provided pursuant to the third paragraph of part I and part II of Article R. 225-105 of the French Commercial Code, namely, the results of policies, including key performance indicators and actions, in relation to the principal risks.

Since it is our responsibility to form an independent conclusion on the Information as prepared by management, we are prohibited from being involved in the preparation of this Information, as this could compromise our independence.

It is not our responsibility to comment on:

- the Entity's compliance with other applicable legal and regulatory requirements, in particular, on the information provided for in Article 8 of Regulation (EU) 2020/852 (Green Taxonomy), the vigilance plan and the fight against corruption and tax evasion;
- the accuracy of the information provided for in Article 8 of Regulation (EU) 2020/852 (Green Taxonomy);
- the compliance of the products and services with applicable regulations.

Regulatory provisions and applicable professional standards

We conducted our work described below in accordance with the provisions of Articles A. 225-1 et seq. of the French Commercial Code, our audit program consisting of our own procedures (*Audit program for the non-financial performance statement*, of July 7, 2023) and the professional standards of the Compagnie Nationale des Commissaires aux Comptes (CNCC), relating to this type of engagement, especially their technical opinion, *Intervention of the auditor - Intervention of the Independent Third Party (OTI) - Non-financial performance statement*, and the international standard ISAE 3000 (revised)[1].

Independence and quality control

Our independence is defined by the provisions of Article L. 821-28 of the French Commercial Code and the French Code of Ethics governing the audit profession. We have also implemented a quality control system comprising documented policies and procedures to ensure compliance with applicable laws and regulations, ethical rules and professional standards.

Means and resources

Our work involved six people between November 2023 and March 2024, with the period of activity totaling approximately five weeks.

To assist us with our work, we consulted our sustainable development and social responsibility specialists. We conducted approximately fifteen interviews with the people responsible for preparing the Statement, representing the CSR, Health, Safety and Environment, Human Resources, Purchasing, Supply Chain, Quality, Ethics and Compliance Departments.

Nature and scope of our work

We planned and performed our work taking into account the risks of material misstatement of the Information.

We believe the procedures we conducted in the exercise of our professional judgment enable us to provide a conclusion of limited assurance:

- we reviewed the activities of all the entities included in the scope of consolidation and the description of the main risks;
- we assessed the appropriateness of the Guidelines in terms of their relevance, completeness, reliability, neutrality and understandability, taking into account, where appropriate, industry best practices;
- we verified that the Statement covers each category of information required by part III of Article L. 225-102-1 of the French Commercial Code on social and environmental matters as well as respect for human rights and combating corruption and tax evasion and includes, where appropriate, an explanation of the reasons for the absence of the information required by the second paragraph of part III of Article L. 225-102-1 of the Commercial Code;
- we verified that the Statement presents the information required by part II of Article R. 225-105 of the French Commercial Code, when relevant to the principal risks;
- we verified that the Statement presents the business model and a description of the principal risks associated with the business of all the entities included in the scope of consolidation, including, where relevant and proportionate, the risks created by its business relationships, products or services, as well as policies, actions and results, including key performance indicators relating to the principal risks;
- we consulted with the documentary sources and conducted interviews in order to:
  - assess the process of selection and approval of the main risks as well as the consistency of the results, including the key performance indicators used, with respect to the principal risks and policies presented;
  - corroborate the qualitative information (actions and results) that we considered most important, presented in Appendix 1. For some risks (business ethics, distributor management, responsible purchasing, and regulatory compliance of products), our work was carried out at the level of the consolidating entity. For the other risks, work was carried out at the level of the consolidating entity and in a selection of entities listed hereinafter: production sites in Durham (United States), Craponne and Combourg (France);
- we verified that the Statement covers the consolidated scope, namely, all of the entities included in the scope of consolidation in accordance with Article L. 233-16 of the French Commercial Code with the limits specified in the Statement;
- we assessed the internal control and risk management procedures put in place by the Entity, and we assessed the collection process aiming for the exhaustiveness and accuracy of the Information;
- for the key performance indicators and other quantitative results that we considered most significant, as presented in Appendix 1, we employed:
  - analytical procedures to verify that the data collected was consolidated correctly and the consistency of any changes;
  - detailed tests based on samples or other means of selection, to ensure that definitions and procedures were applied correctly and to reconcile the data in the supporting documents. This work was carried out on a selection of contributing entities listed above and covers 24% of the total quantity of waste for the group, 39% of the energy consumption and 15% of the headcount;
- we assessed the consistency of the Statement as a whole in relation to our knowledge of all of the entities included within the consolidation scope.

The procedures performed for a limited assurance engagement are less extensive than those required for a reasonable assurance engagement performed in accordance with professional standards; a higher level of assurance would have required more extensive audit work.

Paris-La Défense, March 15, 2024

Independent third party

EY & Associés

Thomas Gault

Partner, Sustainable Development

(1) *ISAE 3000 (revised) – Assurance engagements other than audits or reviews of historical financial information.*

Appendix 1: information considered to be the most important

Social information	
Quantitative information (including key performance indicators)	*Quantitative information (including key performance indicators)*
Change in headcount, breakdown of headcount by geographic area.	Change in headcount, breakdown of headcount by geographic area.
Movements (arrivals and departures).	Movements (arrivals and departures).
Absenteeism.	Absenteeism.
Number of employees who were promoted or benefited from internal mobility.	Promotion/internal mobility.
Overall breakdown by gender and among managers.	Overall breakdown by gender and among managers.
Share of women on the Executive Committee and their N-1 with a global position.	Share of women on the Executive Committee and their N-1 with a global position.
Number of training hours and number of training hours per employee.	Number of training hours and number of training hours per employee.
Frequency rate of lost-time occupational accidents.	Frequency rate of lost-time occupational accidents.
Severity rate of occupational accidents.	Severity rate of occupational accidents.
Environmental information	
Quantitative information (including key performance indicators)	*Quantitative information (including key performance indicators)*
Scopes 1 and 2 greenhouse gas emissions.	Scopes 1 and 2 greenhouse gas emissions.
Scope 3 greenhouse gas emissions.	Scope 3 greenhouse gas emissions.
Total waste generated and recycled waste. Total water consumption.	Total waste generated and recycled waste. Total water consumption.
Total energy consumption and % of energy consumed from renewable sources.	Total energy consumption and % of energy consumed from renewable sources.
Percentage (in sales) of the product portfolio that was subjected to a life cycle analysis.	
Social information	
Quantitative information (including key performance indicators)	*Quantitative information (including key performance indicators)*
Number of ISO 9001 and ISO 13485 certified sites.	ISO 9001 and ISO 13485 certification.
Number of personal data incidents or breaches.	Number of personal data incidents or breaches.
Number of suppliers evaluated by an external rating agency on CSR criteria, and % of expenditure covered.	Number of suppliers evaluated by an external rating agency on CSR criteria, and % of expenditure covered.
Rate of completion of personal data confidentiality training for employees in contact with patient data.	Rate of completion of personal data confidentiality training for employees in contact with patient data.
Rate of completion of training on application of the Code of Conduct and confidentiality.	Rate of completion of training on application of the Code of Conduct, confidentiality and anti-corruption (for distributors).
Percentage of distributors evaluated by an external rating agency on CSR criteria.	Percentage of distributors evaluated by an external rating agency on CSR criteria.
Antibiotics coverage rate of the bioMérieux Group's AST solutions.	Antibiotics coverage rate of the bioMérieux Group's AST solutions.
Growth rate of the number of patient results supporting efforts to combat AMR.	Growth rate of the number of patient results supporting efforts to combat AMR.

3.11 Vigilance plan

In accordance with Law No. 2017-399 of March 27, 2017, relating to the duty of vigilance of parent companies and contractors (known as the Vigilance law), bioMérieux has implemented a vigilance plan. bioMérieux's vigilance plan meets legal requirements, in particular by containing reasonable vigilance measures for identifying and preventing the risks to human rights and fundamental freedoms, the risks of serious physical or environmental harm, as well as the health risks arising from their activities or those of their subsidiaries, sub-contractors or suppliers, whether in France or overseas.

The scope of this plan covers bioMérieux SA and the subsidiaries under its control, as defined by Article L. 233-16 of the French Commercial Code (Code de commerce), as well as first-tier suppliers managed by the Purchasing Department, with which the Group has a commercial relationship.

This vigilance plan allows bioMérieux to consolidate and strengthen its risk prevention and management processes in the areas covered by the Law. It also allows it to extend its due diligence with its subcontractors, in a continuous improvement approach.

The vigilance plan is a CSR component that has been an integral part of the Group's strategy for many years and is driven by the various departments in the projects initiated. The plan thus benefits from the various initiatives implemented, in particular materiality analysis, non-financial risk analysis, and implementation of environmental and social roadmaps.

This plan was drawn up with all Group departments, including CSR, Risks, Legal, Ethics & Compliance, HSE, Purchasing, and Quality.

Risk mapping – Methodology Note

Since 2020, the Company has strengthened its risk analysis process relating to the Vigilance Law. In order to benefit from a robust and objective methodology, it has partnered with Verisk Maplecroft. This company is an independent player and is recognized in terms of social, societal and environmental risks. bioMérieux has benefited from the expertise and databases of Verisk Maplecroft, which assesses countries and industries according to their risk as regards the environment and human rights.

Risk mapping has been defined to determine the exposure of bioMérieux and its third parties (suppliers, subcontractors, distributors) to the risks of serious breaches across the following 13 topics:

Human rights	Child labor and young workers
	Forced labor
	Living wage
	working time organization
	Workplace discrimination
	Freedom of assembly and of association
Occupational health and safety	Single risk compiling national indicators
Environment	Air quality
	Waste management
	Water quality
	Water stress
	Deforestation
	CO_2 emissions related to energy consumption

The assessment of each risk takes into account three main components:

- the country of supply that influences the level of risk of the indicators analyzed;
- the industry in which the assessed third party operates (the risk indicators provided by Verisk Maplecroft are adapted by industry in order to determine an appropriate risk profile);
- the purchase volume affecting the likelihood of the risk occurring.

In order to assess overall risk, the above criteria were weighted by the following in decreasing order of importance: country of supply and industry (with equal weighting) then purchase volume.

The risk analysis covered all suppliers from which bioMérieux made purchases during 2019 (reference year in order to cover a full accounting fiscal year). More than 14,000 suppliers were analyzed in order to assess their exposure to the risk criteria detailed above.

In addition, the analysis has been extended to bioMérieux distributors worldwide.

Risk analysis results

Risk assessment is based on a gross risk assessment in terms of the criteria set out above (country of supply, industry, purchase volume).

This results in a mapping of the Group's purchases whereby suppliers can be classified according to their criticality.

The assessment helped to identify certain industries with a predominant risk profile in the supply chain, including:

- oil and gas;
- mining and metals extraction;
- construction and engineering services;
- hotels and accommodation;
- agricultural products.

An analysis by risk factor highlights the following as the priority issues to be addressed:

- CO_2 emissions related to energy consumption;
- water stress;
- occupational health and safety;
- living wage;
- working time organization.

Taking these factors, bioMérieux can draw up an action plan to reduce the Group's residual exposure to the risks presented by its supply chain.

This specific action plan is built up by the various functions concerned while drawing on the management systems of existing suppliers, particularly the supplier qualification process, periodic performance reviews, supplier audits, external audits (EcoVadis), SBT commitments and bioMérieux's external CSR/HSE evaluation questionnaires.

Governance

bioMérieux has a CSR Operational Steering Committee (see Section 3.2.2), the main role of which is to ensure proper implementation of the Vigilance Law. In this context, this committee:

- defines the methodology and ensures implementation of the risk mapping related to the activities of the Group and its suppliers;
- analyzes risk mapping results;
- ensures that there are action plans to mitigate risks and prevent serious breaches and assesses their effectiveness;
- ensures an alert mechanism is in place so that potential breaches can be reported.

The risk mapping will be reviewed periodically and updated to take into account changes in the scope of third parties covered by the analysis and implementation of action plans.

SUMMARY TABLE OF THE VIGILANCE PLAN

	HUMAN RIGHTS AND FUNDAMENTAL FREEDOMS	ENVIRONMENT	HEALTH AND SAFETY OF PERSONS
	RISK MAPPING		
Activities of bioMérieux SA and its subsidiaries	Non-financial risk mapping (see Section 3.3)		
Activities of subcontractors or suppliers	Mapping of non-financial risks (see Section 3.3) and analysis performed with Verisk Maplecroft described above		
	RISK MAPPING - REGULAR EVALUATION PROCEDURES		
Activities of bioMérieux SA and its subsidiaries	EcoVadis (see Section 3.1)	EcoVadis (see Section 3.1) Reporting by industrial sites, subsidiaries and central functions (see Section 3.5.2)	EcoVadis (see Section 3.1) HSE management system (see Section 3.6.2.1) Process and tools for managing health and safety at work (see Section 3.6.2.2) Occupational hazards assessment process (see Section 3.6.2.2 and Section 3.6.2.3) Assessment of the rate of occupational accidents and of occupational diseases (see Section 3.6.2.2)
Activities of subcontractors or suppliers	EcoVadis (see Section 3.8.1) Automated third-party screening based on a risk matrix (see Section 3.7.7) Procedure for assessing certain suppliers and subcontractors, including prequalification audits and verification audits during the contractual relationship Supplier self-assessment questionnaire (including commitment to comply with bioMérieux's or supplier's Code of Conduct)		
	TARGETED ACTIONS FOR MITIGATING RISKS OR PREVENTING SERIOUS BREACHES		
Activities of bioMérieux SA and its subsidiaries	bioMérieux Code of Conduct (see Section 3.7.7.2) Diversity (see Section 3.6.3): gender equality, integration of employees with disabilities	bioMérieux Code of Conduct (see Section 3.7.7.2) Overall HSE policy: Environmental objectives (see Section 3.5.1) Certification: ISO 14001 (see Section 3.5.1)	bioMérieux Code of Conduct (see Section 3.7.7.2) Overall HSE policy: Occupational health and safety objectives (see Section 3.6.2.1) Certification: ISO 45001 (see Section 3.6.2.1)
Activities of subcontractors or suppliers	Code of Conduct (see Section 3.7.7.2) Subcontractor approval form and business principles for third parties (see Section 3.7.7.2) Responsible Procurement Charter (see Section 3.8.1) Specific article within contracts: reference to the Responsible Procurement Charter and business principles for third parties		
	WHISTLE-BLOWING PROCEDURE AND RECORDING REPORTS		
Activities of bioMérieux SA and its subsidiaries	Whistle-blowing procedure available to employees and third parties (see Section 3.7.7.4)		Whistle-blowing procedure available to employees and third parties (see Section 3.7.7.4) Reporting tool for hazardous situations and suggestions for improvement (see Section 3.6.2.2)
Activities of subcontractors or suppliers	Whistle-blowing procedure available to employees and third parties (see Section 3.7.7.4)		Reporting tool for hazardous situations and suggestions for improvements (see Section 3.6.2.2) for service providers working on-site
	PROCESS FOR MONITORING MEASURES AND EVALUATING THEIR EFFECTIVENESS		
Activities of bioMérieux SA and its subsidiaries	CSR Operational Steering Committee (see Section 3.2.2) Monitoring and renegotiating Company-level agreements (see Sections 3.6.4 and 3.6.3)	CSR Operational Steering Committee (see Section 3.2.2) HSE Committee (see Section 3.6.2.1)	CSR Operational Steering Committee (see Section 3.2.2) HSE Committee (see Section 3.6.2.1)
Activities of subcontractors or suppliers	Review of EcoVadis scores by the Purchasing Department	Review of EcoVadis scores by the Purchasing Department	Review of EcoVadis scores by the Purchasing Department

3.12 Alignment with the European taxonomy

The European green taxonomy targets as a priority sectors with the largest climate footprint on the environment, such as oil, construction or steel companies. However, the Company has made reducing its environmental footprint a priority objective (see Section 3.5).

Principles of the regulation and interpretations by the Company

Pursuant to regulation (EU) 2020/852 of June 18, 2020, the European taxonomy refers to a classification of economic activities that have a positive impact on the environment. Its purpose is to direct capital expenditure toward "green" activities, in order to allow the European Union to reach its objectives, in conformity with its commitments resulting from the Paris Agreement of COP21.

To be eligible for the taxonomy, an activity must be on the list provided by the standard.

To be aligned with the taxonomy, an economic activity must be eligible and meet the following criteria:

- the activity must substantially contribute to one or more of these six objectives:
  - climate change mitigation;
  - climate change adaptation;
  - sustainable use and protection of aquatic and marine resources;
  - transition to a circular economy;
  - pollution control;
  - protection and restoration of biodiversity and ecosystems.

  The first two objectives appear in the 2020 texts and the next four were added in 2023.
- the activity must not do significant harm to any of the other objectives;
- the activity must comply with minimum social safeguards based on OECD and United Nations guidelines.

For the activities of the 2023 fiscal year, the scope defined by the regulation for the indicators to be published concerns the six objectives for eligibility and the first two objectives for alignment.

The following are the indicators to be published:

- eligible turnover/total consolidated turnover;
- aligned turnover/total consolidated turnover;
- eligible capital expenditure/total consolidated capital expenditure;
- aligned capital expenditure/total consolidated capital expenditure;
- eligible operating expenses/total consolidated operating expenses (according to the taxonomy's restrictive list);
- aligned operating expenses/total consolidated operating expenses (according to the taxonomy's restrictive list).

The Company's European taxonomy-eligible activities

In 2023, the Company took advice from Mazars in order to deepen its understanding of this regulation and deliver the most appropriate compliance solution. Workshops were held with internal experts, especially Finance, HSE and the car fleet. In particular, the activities listed by the taxonomy in the delegated acts were reviewed.

The 2023 objectives identified by the Company in workshops are as follows:

OBJECTIVE	ACTIVITY SUCH AS DEFINED BY THE EUROPEAN TAXONOMY	CONTENT
1. Climate change mitigation	6.5 Transport by motorbikes, passenger cars and light commercial vehicles	Car fleet, especially for sales team members and FSEs[(a)]
	7.3 Installation, maintenance and repair of energy efficiency equipment	Individual capital expenditure projects for sites, especially involving heating, insulation and lighting and projects that are part of the energy efficiency optimization plan for the Company's sites
	7.4 Installation, maintenance and repair of electric vehicle charging stations	Installation of electric vehicle charging stations on sites
	7.6 Installation, maintenance and repair of renewable energy technologies	Installation of photovoltaic panels on sites
	7.7 Acquisition and ownership of buildings	Acquisition or construction of new buildings
4. Transition to a circular economy	1.1 Manufacture of plastic packaging goods	Acquisition of plastic primary packaging production equipment for a range of products
	1.2 Manufacture of electrical and electronic equipment	Sale of diagnostic instruments when they include electrical and electronic components
	5.1 Repair, refurbishment and reconditioning	Sales of maintenance and repair services for diagnostic instruments when they include electrical and electronic components

(a) Field Service Engineer: teams servicing instruments installed on the premises of the Company's customers.

The Company believes that it could be involved in the following activities in the future, but has not identified any significant instances during the fiscal year:

- For objectives 1 and 2:
  - 7.2 Renovation of existing buildings, where the renovation is greater than 25% of its value or its surface area;
  - 7.5 Installation, maintenance and repair of instruments and devices for measuring, regulating and controlling the energy performance of buildings.
- For objective 2:
  - 8.2 programming, consulting and other IT activities: bioMérieux markets software solutions, especially diagnostic data control and management. However, according to the Europe Q&A forum, the description of the economic activity is not sufficient to warrant eligibility. For it to become eligible, the Company must present a specific climate change adaptation plan.
- For objective 4:
  - 3.2 Renovation of existing buildings, when the renovation is greater than 25% of its value or its surface area;
  - 3.3 Demolition of buildings and other structures.

For objective 5, the Company has excluded the following activity: 1.2 Manufacture of pharmaceutical products: the Company's business does not correspond to NACE code C21.2, Manufacture of pharmaceutical preparations, but rather produces and markets *in vitro* diagnostics solutions (NACE code C32.5, production of medical and dental instruments and supplies). Furthermore, since reagents, which can contain chemical or biological substances, can potentially be contaminated after use, they are incinerated after use.

Comments on aligned activities for the fiscal year

Revenue indicator

The publication of alignment indicators is not expected for fiscal year 2023 for the Company's eligible activities, with regard to the four new objectives. However, its understanding of the criteria is as follows:

- for objective 4, activity 1.2, Manufacture of electrical and electronic equipment: to be aligned, the activity must meet the climate risk analysis criterion for its production sites;
- for objective 4, activity 5.1, Repair, refurbishment and reconditioning: to be aligned, the activity must meet this same criterion.

Capital expenditure indicator

- For objective 1, activity 6.5, Transport: only the French and United Kingdom fleet has been taken into account, for vehicles emitting less than 50 g CO_2e/km, according to the Worldwide Harmonized Light vehicle Test Procedure standard.
- For objective 1, activity 7.3, Energy efficiency: all of the projects that are part of the energy efficiency optimization plan for the Company's sites have been taken into account. Furthermore, individual capital expenditure projects involving roof repairs, modernization of cooling and heating systems and installation of LED lighting systems were included.
- For objective 1, activity 7.4, charging stations: all the installation projects have been taken into account, in France and in the United States.
- For objective 1, activity 7.6, renewable energy: the fiscal year activities concern the deployment of photovoltaic panels.
- For objective 1, activity 7.7, acquisition of buildings: to be aligned, the primary energy demand of the premises, which defines their energy performance resulting from the construction, must be at least 10% lower than the threshold set for requirements for near zero energy buildings in national measures to implement Directive 2010/31/UE of the European Parliament and the Council. The energy performance must be certified by an energy performance certificate. According to the Company's internal experts, the fiscal year acquisitions do not meet this particularly stringent criterion.

Operational expenditure indicator

Eligible operating expenses under the regulations are limited to the following direct non-capitalized costs:

- R&D costs;
- buildings renovation costs;
- short-term rental agreements;
- maintenance/upkeep and repair costs;
- any other direct expenditure related to routine maintenance of property, plant and equipment by the company or by third parties to whom these activities are outsourced.

With the exception of R&D costs, which totaled €460 million for the Company in 2023, these operating expenditure categories are considered non-material relative to the Group's materiality thresholds. The manufacture of electrical and electronic equipment was the only eligible activity with R&D expenditure. Consequently, the Key Performance Indicator numerator for this activity is made up of its R&D costs, and the denominator is the Group's R&D costs alone. However, the work carried out by the Company did not make it possible to decide on a reliable indicator in time, and the Company preferred not to publish it.

Compliance with the general criterion consisting of "do no significant harm"

In accordance with the taxonomy regulation, the Company reviewed all the Do No Significant Harm (DNSH) criteria for the eligible activities to characterize the alignment of said activities.

Minimum safeguards

For the Company's eligible activities to be aligned, they must meet the "minimum safeguards" which cover the following four themes: human rights, corruption, taxation and competition law.

Commitment to human rights is one of the Company's fundamental values. Group policy on human rights in relation to its team members is based on the promotion of their well-being and development (see Section 3.6.1) and a corporate culture based on social dialogue (see Section 3.6.4). The Company promises gender equality and implements anti-discrimination measures (see Section 3.6.3). In its supplier relationships, the Company is committed to a sustainable development mindset. Its commitments and requirements have been described in the "Business Principles for Third Parties" and the "Responsible Procurement Charter between bioMérieux and its suppliers" available on the Company's institutional website (see Section 3.8.1).

bioMérieux's tax policy is responsible. bioMérieux's tax regime is a result of its business and operational choices. The Company has no entities in tax havens and does not allocate any functions or risks to entities without economic substance (see Section 3.8.3).

The Company implements an anti-corruption policy and promotes the importance of compliance with competition law among its team members via its Ethics and Compliance program (see Section 3.7.7) The group implements training and procedures to ensure that the business complies with laws and regulations wherever it operates.

Summary indicator table

	Proportion of CapEx/Total CapEx		Proportion of sales/Total sales		Proportion of OpEx/Total OpEx	
	Taxonomy alignment by objective	Taxonomy eligibility by objective	Taxonomy alignment by objective	Taxonomy eligibility by objective	Taxonomy alignment by objective	Taxonomy eligibility by objective
Climate change mitigation	1.5%	23.0%	0.0%	0.0%	0.0%	0.0%
Climate change adaptation	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Aquatic and marine resources	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Circular economy	not required	23.3%	not required	14.1%	not required	0.0%
Pollution	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Biodiversity and ecosystems	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%

Key Performance Indicators (regulatory tables)

PERCENTAGE OF SALES RESULTING FROM PRODUCTS OR SERVICES ASSOCIATED WITH ECONOMIC ACTIVITIES ALIGNED WITH THE TAXONOMY

Fiscal Year N	Year			Substantial contribution criteria						Do No Significant Harm Criteria								
Economic activities	Code	Absolute sales	Percentage of sales	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum safeguards	Percentage of taxonomy-aligned (A.1.) or taxonomy-eligible (A.2.) sales, year N-1	Category (enabling activity)	Category (transitional activity)
		€ million	%	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (taxonomy-aligned)																			
Sales from environmentally sustainable activities (taxonomy-aligned) (A.1)		**0.0**	**0.0%**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**	**n/a**		
Of which enabling										n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	E	
Of which transitional										n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not taxonomy-aligned activities)																			
				%	%	%	%	%	%										
Manufacture of electrical and electronic equipment	1.2	302.9	8.2%					n/a									%		
Repair, refurbishment and reconditioning	5.1	214.6	5.8%					n/a											
Sales from taxonomy-eligible but not environmentally sustainable activities (not aligned with the taxonomy) (A.2)		**517.4**	**14.1%**					**14.1%**											
Sales from taxonomy-eligible activities (A1 + A2)		517.4	14.1%					14.1%									n/a		
B. NON-TAXONOMY-ELIGIBLE ACTIVITIES																			
Sales from non-taxonomy-eligible activities		*3,157.3*	*85.9%*	*For activities 1.2 and 5.1 reported under Chapter A.2, assessment of alignment is not applicable for the fiscal year. These activities are reported in this section in compliance with the legislation, irrespective of their possible alignment*															
TOTAL (A+B)			**100%**																

PERCENTAGE OF CAPEX ARISING FROM PRODUCTS OR SERVICES ASSOCIATED WITH ECONOMIC ACTIVITIES ALIGNED WITH THE TAXONOMY

Fiscal Year N	Year			Substantial contribution criteria						Do No Significant Harm Criteria								
Economic activities	Code	Absolute CapEx	Percentage of CapEx	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum safeguards	Percentage of taxonomy-aligned (A.1.) or taxonomy-eligible (A.2.) CapEx, year N-1	Category (enabling activity)	Category (transitional activity)
		€ million	%	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (taxonomy-aligned)																			
Transport by motorbikes, passenger cars and light commercial vehicles	6.5	1.1	0.3%	YES						YES	YES	YES	YES	YES	YES	YES	0%		T
Installation, maintenance and repair of energy efficiency equipment	7.3	3.7	0.9%	YES						YES	YES	YES	YES	YES	YES	YES	1.1%	E	
Installation, maintenance and repair of electric vehicle charging stations	7.4	0.0	0.0%	YES						YES	YES	YES	YES	YES	YES	YES	0%	E	
Installation, maintenance and repair of renewable energy technologies	7.6	0.9	0.2%	YES						YES	YES	YES	YES	YES	YES	YES	0.6%	E	
CapEx of environmentally sustainable activities (taxonomy-aligned) (A.1)		**5.8**	**1.5%**	**1.5%**						**YES**	**YES**	**YES**	**YES**	**YES**	**YES**	**YES**	**1.7%**		
Of which enabling		**4.6**	**1.2%**	**%**	**%**	**%**	**%**	**%**	**%**	**YES**	**YES**	**YES**	**YES**	**YES**	**YES**	**YES**	**1.7%**	**E**	
Of which transitional		**1.1**	**0.3%**	**%**						**YES**	**YES**	**YES**	**YES**	**YES**	**YES**	**YES**	**0%**		**T**

Fiscal Year N		Year		Substantial contribution criteria						Do No Significant Harm Criteria								
Economic activities	Code	Absolute CapEx	Percentage of CapEx	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum safeguards	Percentage of taxonomy-aligned (A.1.) or taxonomy-eligible (A.2.) CapEx, year N-1	Category (enabling activity)	Category (transitional activity)
A.2. Taxonomy-eligible but not environmentally sustainable activities (not taxonomy-aligned activities)																			
				%	%	%	%	%	%										
Transport by motorbikes, passenger cars and light commercial vehicles	6.5	15.1	3.8%	NO													2.7%		
Acquisition and ownership of buildings	7.7	69.8	17.7%	NO													30.2%		
Manufacture of plastic packaging goods	1.1	0.3	0.1%					n/a									n/a		
Manufacture of electrical and electronic equipment.	1.2	91.7	23.2%					n/a									n/a		
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not taxonomy-aligned activities) (A.2)		176.9	44.8%	21.5%				23.3%									32.8%		
A. CapEx of taxonomy-eligible activities (A1 + A2)		**182.7**	**46.3%**	**23.0%**				**23.3%**									**34.5%**		
B. NON-TAXONOMY-ELIGIBLE ACTIVITIES																			
CapEx of non-taxonomy-eligible activities		212.1	53.7%	For activities 1.1 and 1.2 reported under Chapter A.2, assessment of alignment is not applicable for the fiscal year. These activities are reported in this section in compliance with the legislation, irrespective of their possible alignment															
TOTAL (A+B)			**100%**																

PERCENTAGE OF OPEX RESULTING FROM PRODUCTS OR SERVICES ASSOCIATED WITH ECONOMIC ACTIVITIES ALIGNED WITH THE TAXONOMY

Fiscal Year N			Year	Substantial contribution criteria						Do No Significant Harm Criteria								
Economic activities	Code	Absolute OpEx	Percentage of OpEx	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Climate change mitigation	Climate change adaptation	Aquatic and marine resources	Pollution	Circular economy	Biodiversity and ecosystems	Minimum safeguards	Percentage of taxonomy-aligned (A.1.) or taxonomy-eligible (A.2.) OpEx, year N-1	Category (enabling activity)	Category (transitional activity)
		€ million	%	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	YES/ NO	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (taxonomy-aligned)																			
OpEx of environmentally sustainable activities (taxonomy-aligned) (A.1.)			n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a		
Of which enabling																		E	
Of which transitional																			T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not taxonomy-aligned activities)																			
				%	%	%	%	%	%										
Manufacture of electrical and electronic equipment	5.1	0	0%					n/a									n/a		
OpEx of taxonomy-eligible but not environmentally sustainable activities (not taxonomy-aligned activities) (A.2)		**0**	**0%**					**%**									**n/a**		
A. OpEx of taxonomy-eligible activities (A1 + A2)		**0**	**0%**					**%**									**n/a**		
B. NON-TAXONOMY-ELIGIBLE ACTIVITIES																			
OpEx of non-taxonomy-eligible activities		0	0%	For activity 5.1 reported under Chapter A.2, assessment of alignment is not applicable for the fiscal year. This activity is reported in this section in compliance with the legislation, irrespective of its possible alignment															
TOTAL (A+B)			**100%**																

4 Governance and executive compensation

4.1 Principles and framework for implementation of Corporate governance

The Company complies with legal requirements regarding corporate governance and refers to the AFEP-MEDEF Corporate Governance Code. This code, revised in December 2022, can be consulted online at the following link: Code-AFEP-MEDEF-version-de-decembre-2022.pdf

The provisions of this code that have not been applied, and the recommendations of the *Haut comité de gouvernement d'entreprise* (French High Committee on Corporate Governance – HCGE) that the Company has decided not to follow are set out in the following table.

SUMMARY TABLE OF THE RECOMMENDATIONS OF THE AFEP-MEDEF CORPORATE GOVERNANCE CODE THAT HAVE NOT BEEN APPLIED

Shares held by the directors	Each of the directors holds a number of Company shares in accordance with the internal rules, which specify a minimum holding of 10 shares.
Independent directors	Harold Boël is a director of Mérieux NutriSciences Corporation, a company consolidated by Institut Mérieux. Marie-Paule Kieny is a director of the Mérieux Foundation, an independent foundation with public-interest status. After discussion and hearing the position of the Human Resources, Compensation and CSR Committee, the Board of Directors confirmed the independence of Harold Boël and Marie-Paule Kieny and the absence of conflicts of interest (see Section 4.2.5) until the 2024 Annual General Meeting, based on the quantitative and qualitative criteria discussed in this document. Following the 2024 Annual General Meeting, and provided that his reappointment is approved, Harold Boël will no longer be considered an independent director due to the length of service of his directorship, which will be over 12 years. Harold Boël and Marie-Paule Kieny will abstain from discussions and votes held by the Board of Directors regarding any circumstances relating to Mérieux NutriSciences Corporation and the Mérieux Foundation.
Annual variable compensation of executive corporate officers	bioMérieux ensures the precision of the indicators the Board of Directors uses, at the recommendation of the Human Resources, Compensation and CSR Committee, to determine and then evaluate the performance of its executives, while taking into account the confidentiality of certain data (see Section 4.3).

RECOMMENDATION APPLIED SINCE MARCH 2023

Presence of a director representing employees on the Human Resources, Compensation and CSR Committee	The Human Resources, Compensation and CSR Committee systematically reports on its work to the Board of Directors, and its recommendations are discussed during Board meetings. All directors thus have the opportunity to express their opinions on the subjects handled by the Committee. Since March 2023, Sylvain Orenga, director representing employees, has been a member of the Human Resources, Compensation and CSR Committee.

4.2 Administrative, management and supervisory bodies

4.2.1 General Management and Executive Committee

Separation of the duties of Chairman and Chief Executive Officer from July 1, 2023.

Until June 30, 2023, senior management of the Company was entrusted to Alexandre Mérieux, Chairman and CEO assisted by Pierre Boulud, Chief Operating Officer, who took office in March 2020. The Company had previously chosen to entrust the General Management to the Chairman of the Board of Directors, believing that, as a controlled company, this method of governance is best suited to its operations and to protecting its interests. During the Board's self-assessment, the directors had also confirmed that the balance of power within the Board of Directors was in line with this organization (see Section 4.2.6.5).

At the Board of Directors meeting of June 13, 2023, it was decided that, as of July 1, 2023, the General Management of the Company would operate in the form of separate governance with a Chairman of the Board of Directors and a Chief Executive Officer.

Chairman of the Board of Directors

Confirming their confidence in Alexandre Mérieux, the Board of Directors reappointed him as Chairman of the Board of Directors at its meeting of June 13, 2023. The Board of Directors intends to continue to rely on Alexandre Mérieux's expertise and knowledge of the global health sector. Alexandre Mérieux is now focusing on the essential issues of general strategy. In collaboration with Pierre Boulud, he also works to provide guidance in terms of Corporate Social Responsibility and innovation as well to recruit key executive directors.

Chief Executive Officer

During its meeting on June 13, 2023, the Board of Directors decided, as proposed by Alexandre Mérieux and recommended by the Human Resources, Compensation and CSR Committee, to appoint Pierre Boulud as Chief Executive Officer as of July 1, 2023.

In accordance with the provisions of Article 16-1 of the Company's articles of association, the Board of Directors intends to align the duration of Pierre Boulud's term of office as Chief Executive Officer with the next renewal of the term of office of Alexandre Mérieux as director, i.e., following the 2026 Annual General Meeting called to rule on the financial statements for the 2025 fiscal year.

Pierre Boulud joined the bioMérieux Group in November 2016 as a member of the Executive Committee in charge of the Asia Pacific region. In March 2020, Pierre Boulud took charge of the Clinical Operations Division and was appointed Chief Operating Officer of bioMérieux.

As Chief Executive Officer, Pierre Boulud represents the Company in its dealings with third parties. He has the broadest powers to act in all circumstances in the name of the Company in accordance with Article L. 225-56 of the French Commercial Code. Pierre Boulud leads bioMérieux's Executive Committee in implementing all aspects of the business strategy.

Executive Committee

The Executive Committee is responsible for implementing the Company's general strategy validated by the Board of Directors. The committee is responsible for overseeing strategic projects, deciding on priorities and implementing the necessary resources within the Company's various departments, such as deciding on significant capital expenditure. It also reviews the Group's operations, regulatory and quality situation, financial position, sales, headcount and major projects.

It meets every month. It is chaired by Pierre Boulud, Chief Executive Officer, and is composed at March 1, 2024 of eight other members (or nine members in total), namely:

- Guillaume Bouhours, Chief Financial Officer, Executive Vice President Purchasing & Information Systems;
- Pierre Charbonnier, Executive Vice President, Global Quality, Manufacturing & Supply Chain;
- Charles K. Cooper, Executive Vice President, Chief Medical Officer;
- Audrey Dauvet, General Counsel, Executive Vice President, Legal, Corporate Integrity and Public Affairs;
- Valérie Leyldé, Executive Vice President, Human Resources, Communication and CSR;
- Yasha Mitrotti, Executive Vice President, Industrial Applications;
- Céline Roger-Dalbert, Executive Vice President, Research & Development;
- Jennifer Zinn, Executive Vice President, Clinical Operations (since July 1, 2023).

Mark Miller, Executive Vice President, Chief Medical Officer, & François Lacoste, Executive Vice President, Research & Development, have chosen to exercise their retirement rights and left the Company on December 31, 2023 and February 29, 2024 respectively.

4.2.2 Board of Directors on December 31, 2023

* *Pursuant to Article L. 225-27-1 of the French Commercial Code* (Code de Commerce), *the percentage of female directors is calculated without including the director representing employees.*

Summary table of members of the Board of Directors at December 31, 2023

	Age (at 12/31/2023)	Gender	Nationality	Number of shares	Number of directorships in listed companies[a]	Inde-pen-dence	Initial appoint-ment date	Term expires	Number of years on Board (at 05/23/2023)	Participation in Board Committees
Alexandre Mérieux *Chairman of the Board of Directors*	49 years	M	French	60	2		04/16/2004	2026	19 years	Strategy Committee
Philippe Archinard *Non-independent director*	64 years	M	French	30	3		06/10/2010	2027	13 years	Audit Committee[c] Strategy Committee
Jean-Luc Bélingard *Non-independent director*	75 years	M	French	60,150	3		09/15/2006	2026	17 years	Strategy Committee (Chairman) HR, Compensation and CSR Committee[b][c]
Harold Boël *Independent director*	59 years	M	Belgian	150	2	✓	05/30/2012	2024	11 years	Audit Committee (Chairman) Strategy Committee
Marie-Hélène Habert-Dassault *Independent director*	58 years	F	French	57	4	✓	05/30/2012	2024	11 years	Strategy Committee HR, Compensation and CSR Committee[b]
Marie-Paule Kieny *Independent director*	68 years	F	French and Swiss	180	1	✓	08/28/2017	2025	6 years	Strategy Committee HR, Compensation and CSR Committee[d]
Fanny Letier *Independent director*	44 years	F	French	30	2	✓	05/30/2017	2025	6 years	HR, Compensation and CSR Committee[b] (Chair) Audit Committee (since 05/23/2023), Strategy Committee
Sylvain Orenga *Director representing employees*	58 years	M	French	N/A	N/A		05/23/2022	2026	1 year	HR, Compensation and CSR Committee[b] as of March 2023, Strategy Committee

(a) Including the position held at bioMérieux.
(b) Human Resources, Compensation and CSR Committee
(c) Until May 23, 2024.
(d) As of May 23, 2024.

4.2.3 Members of the Board of Directors

The Board of Directors is composed of at least three members and up to the maximum number permitted by law.

The directors

The Annual General Meeting of May 23, 2023 renewed Philippe Archinard's term of office until the close of the Annual General Meeting to be held in 2027 to approve the financial statements for the fiscal year ending December 31, 2026. Agnès Lemarchand's term of office ended during the Annual General Meeting of May 23, 2023.

As of the Annual General Meeting of May 23, 2023, the Board of Directors is comprised of eight directors, including four independent directors and one director representing employees.

Two directors' terms of office will expire at the end of the 2024 Annual General Meeting: Marie-Hélène Habert-Dassault and Harold Boël. At its meeting on March 13, 2024, the Board of Directors, on the recommendation of the Human Resources, Compensation and CSR Committee, will submit resolutions to the 2024 Annual General Meeting regarding the reappointment of Harold Boël as well as the appointment of the two directors whose biographies appear below. In addition, at the end of the 2024 Annual General Meeting, and provided that the various resolutions are approved, the Board of Directors will be composed of nine directors, including three independent directors and one director representing employees.

Biography of the director whose reappointment will be submitted by the Board of Directors to the 2024 Annual General Meeting

Harold Boël

Aged 59, Harold Boël holds a Bachelor of Science degree in chemistry from Brown University (United States) and a diploma in Materials Science from the *École Polytechnique Fédérale de Lausanne*. He has held various managerial positions in the steel industry within the Corus group. He has been the Chief Executive Officer of Sofina (Belgium – listed company) since 2008.

A description of her directorships and positions is included in Section 4.2.4.

Since 2012, he has been a director of bioMérieux, Chairman of the Audit Committee and a member of the Strategy Committee.

The Board of Directors recommends that the Annual General Meeting renew the directorship of Harold Boël for the following reasons:

- having been a Company director for over 11 years, he has in-depth knowledge of the Company and its issues, and brings his expertise as Chairman of the Audit Committee;
- he has experience as an investor in growth companies;
- he represents Sofina, one of the Company's main shareholders (see Section 7.3.2).

Following the 2024 Annual General Meeting, and provided that his reappointment is approved, Harold Boël will no longer be considered an independent director due to the length of service of his directorship, which will be over 12 years.

Biography of the directors whose appointment is proposed by the Board of Directors to the 2024 Annual General Meeting

Groupe Industriel Marcel Dassault

Société par actions simplifiée (French simplified joint stock company)

RCS PARIS 400 628 079

Headquarters: 9, rond point des Champs-Elysées Marcel Dassault - 75008 PARIS - France

The appointment, for a duration of four years, of the Groupe Industriel Marcel Dassault, as a director will be submitted to a shareholders' vote at the 2024 Annual General Meeting.

The Groupe Industriel Marcel Dassault is a French industrial group that designs and manufactures military airplanes, commercial airplanes and space systems. It will be represented on the Board of Directors by Marie-Hélène Habert-Dassault.

Marie-Hélène Habert-Dassault

Marie-Hélène Habert-Dassault, 58, holds a post-graduate diploma in Business Law and Taxation, a degree in Business Law from the University Paris 2 Panthéon-Assas (1988), and a Master's degree in Strategy and Marketing from Sciences Po (1989). She began her career at DDB Advertising in London as a media planning consultant. She joined the Dassault Group in 1991 as Deputy Communications Director. Since 1998, she has been Director of Communications and Corporate Sponsorship of the Dassault Group.

A description of her directorships and positions is included in Section 4.2.4.

She has been a director of bioMérieux since 2012. She is a member of the Human Resources, Compensation and CSR Committee and the Strategy Committee.

The Board of Directors recommends that the Annual General Meeting appoint the Groupe Industriel Marcel Dassault, represented by Marie-Hélène Habert-Dassault, for the following reasons:

- Marie-Hélène Habert Dassault has been a Company director for over 11 years; she has in-depth knowledge of the Company and its issues;
- Marie-Hélène Habert Dassault has experience in large French industrial groups;
- Groupe Industriel Marcel Dassault is one of the Company's main shareholders (see Section 7.3.2).

Marie-Hélène Habert Dassault's detailed biography, especially the list of her directorships, appears in Section 4.2.4.

Viviane Monges

She is an independent director and member of the Audit Committee and the Strategy Committee.

Born October 15, 1963 and of French nationality.

Main expertise: governance, international experience, management of large groups and/or listed companies, strategy & M/A, finance/audit, health sector, R&D and innovation, CSR.

Viviane Monges has an MBA from the Ecole Supérieure de Commerce de Paris and has more than 30 years of experience as a Financial Director, mainly in the pharmaceutical industry, as well as holding several administrative positions. She has held a number of regional and international positions at Wyeth/Pfizer, Novartis OTC and Galderma, in Europe and the United States. Throughout her career, she has concentrated on business growth, operational efficiency, external acquisitions and licenses. Since 2017, she has focused on board work and serves on the Boards of Directors of Novo Holdings, Ferring Pharmaceuticals, ADC Therapeutics and Pharvaris.

In 2021, she took charge of the constitution of the Board of Directors of Euroapi, a company arising from the split from Sanofi, specialized in the production of active pharmaceutical ingredients and CDMO services, of which she has been the Chairman of the Board of Directors since its listing on the Euronext regulated market in May 2022.

List of directorships and positions held at 12/31/2023 (all companies):

- Novo Holdings: director;
- ADC Therapeutics(1): Director, Chairman of the Audit Committee and a member of the Nomination and Corporate Governance Committee(1) at Pharvaris;
- Pharvaris(1): Director and Chairman of the Audit Committee;
- Euroapi(1): Chairman of the Board of Directors;
- Ferring Pharmaceuticals: Director and Chairman of the Audit Committee.

Furthermore, Viviane Monges' status as an independent director was reviewed by the Human Resources, Compensation and CSR Committee prior to her proposed appointment. This committee concluded that the candidate meets all of the independence criteria defined by the AFEP-MEDEF Corporate Governance Code, allowing her to be qualified as an independent director. This analyses was then presented to the Board of Directors, who confirmed the conclusions.

The director representing employees

Sylvain Orenga was appointed director representing employees on April 29, 2022, replacing Frédéric Besème with effect from May 23, 2022, for a period of four years, i.e. until 2026.

Sylvain Orenga is a member of the Human Resources, Compensation and CSR Committee and the Strategy Committee.

The Founding Chairman

Alain Mérieux was appointed Founding Chairman by the Board of Directors in 2017. The Annual General Meeting of May 20, 2021 reappointed his for a period of four years until the close of the Annual General Meeting to be held in 2025 to approve the financial statements for the fiscal year ending December 31, 2024. The articles of association enable the Board of Directors to appoint an honorary Founding Chairman, an individual, selected from among the former Chairpersons of the Company. Alain Mérieux is a former Chairman of the Company.

The Founding Chairman is eligible indefinitely. He is invited to all Board meetings and attends in an advisory role. He must nevertheless comply with the internal rules of the Board of Directors. His right to information and communication is identical to that of the members of the Board of Directors.

Advisory Board member

Under the terms of Article 12 IV of the articles of association, the Board of Directors may be assisted by between one and three advisory Board members appointed by the Ordinary Annual General Meeting upon recommendation from the Chairman of the Board and subject to prior approval from the Board itself. advisory Board members are appointed for a period of three years. The appointment of Benoît Ribadeau-Dumas as an advisory Board members of the Board of Directors will be submitted for approval to the Ordinary Annual General Meeting of May 23, 2024.

(1) Listed companies.

Representatives of the Central Social and Economic Committee (CSEC)

There are four representatives who are convened to each meeting of the Board of Directors.

Changes in the composition of the Board of Directors and its committees during fiscal year 2023

Situation as at December 31, 2023

	Departure	Appointment	Renewal
Board of Directors	Agnès Lemarchand May 23, 2023		Philippe Archinard May 23, 2023
Audit Committee	N/A	Fanny Letier since May 2023	N/A
Human Resources, Compensation and CSR Committee	N/A	Sylvain Orenga since March 2023	
Strategy Committee	N/A	N/A	

Summary of the staggering of directors' terms of office

Director	2024 Meeting	2025 Meeting	2026 Meeting	2027 Meeting
Alexandre Mérieux			●	
Philippe Archinard				●
Jean-Luc Bélingard			●	
Harold Boël	●			
Marie-Hélène Habert-Dassault	●			
Marie-Paule Kieny		●		
Fanny Letier		●		
Sylvain Orenga (director representing employees)			●	

4.2.4 Biographies of directors (at 12/31/2023)

The table below presents all of the directorships and positions held in other companies by each of the Company's corporate officers based on the information they have submitted.

Alexandre Mérieux

Chairman of the Board of Directors
Member of the Strategy Committee.

Non-independent director

Born on **01/15/1974** (aged 49)

Nationality: **French**

First appointed on: **04/16/2004**

Term expires: **2026**

Number of shares in the Company: **60**

MAIN EXPERTISE:

Executive management of major groups/listed companies

International environment

Strategy and M&A

Health sector

Alexandre Mérieux holds a degree in biology from Lyon I University and is a graduate of HEC Montréal Business School. He worked for Silliker Group Corporation from 1999 to 2004. During this period, he held marketing positions in the United States and Europe before becoming Marketing and Business Unit Director in France.

He joined the bioMérieux Group in 2005 as Executive Vice President, Industrial Microbiology. Then, from 2011 to 2014, Mr. Mérieux was Corporate Vice President of the Microbiology and Industrial Operations unit. He became Chief Operating Officer in April 2014 and led bioMérieux's Executive Committee. He was appointed Chairman and Chief Executive Officer by the Board of Directors on December 15, 2017. Alexandre Mérieux has been Vice-Chairman of Institut Mérieux since December 2008. In 2009, he took over the chairmanship of Mérieux Développement and has chaired the Board of Directors of Mérieux NutriSciences since 2013.

During its meeting on June 13, 2023, the Board of Directors decided to proceed with the separation of duties between the Chairman of the Board of Directors and the Chief Executive Officer and to appoint Alexandre Mérieux as Chairman of the Board of Directors.

Other directorships and positions held at 12/31/2023 (all companies)

Within the Group[(a)]:

- Chief Operating Officer, Director and Vice-Chairman of Institut Mérieux
- Chairman of Mérieux Développement SAS, Mérieux NutriSciences Corp. (Chairman) (United States)
- CEO of Compagnie Mérieux Alliance
- Manager of SCI ACCRA
- Director of Fondation Christophe et Rodolphe Mérieux
- Director of Mérieux Foundation
- Director of Mérieux Equity Partners SAS
- Representative of bioMérieux SA as the Chairman of the Board of the bioMérieux Endowment Fund

Outside the Group[(a)]:

- Director of Plastic Omnium (France – listed company)
- Permanent representative of Mérieux Participations 2, director of Financière Senior Cinqus SAS (France) (formerly Financière Senior Mendel SAS France)
- Director of the Fondation Jacques Chirac

Directorships and positions that have expired in the past five years

Within the Group[(a)]:

N/A

Outside the Group[(a)]:

N/A

(a) Any company controlled by Compagnie Mérieux Alliance SAS within the meaning of Article L. 233-16 of the French Commercial Code.

Philippe Archinard

Member of the Audit Committee *(until May 23, 2024)*
Member of the Strategy Committee

Non-independent director

Born on **11/21/1959** (aged 64)

Nationality: **French**

First appointed on: **06/10/2010**

Term expires: **2027**

Number of shares in the Company: **30**

MAIN EXPERTISE:

International environment

Executive management of major groups/listed companies

Scientific expertise

Strategy and M&A

Finance/audit

Health sector

Philippe Archinard is a graduate of the École Nationale Supérieure de Chimie in Montpellier and holds a PhD in biochemistry from the University of Lyon. He has also completed the PMD management program from the Harvard Business School. He was the Chief Executive Officer of Innogenetics (Belgium) from 2000 to 2004.

He was appointed Chief Executive Officer of Transgene in 2004 and Chairman and Chief Executive Officer in 2010. Since 2014, Philippe Archinard has been Chairman of BIOASTER (Foundation for scientific cooperation), a technology research institute focusing on infectious diseases and microbiology. He chaired the Lyon competitiveness cluster, Lyon Biopôle, for 11 years. He has terminated his operational functions at Transgene while continuing to be a director of this company. He has also been Chief Operating Officer of Institut Mérieux since 2021.

Other directorships and positions held at 12/31/2023 (all companies)

Within the Group[(a)]:

- Chief Operating Officer of Institut Mérieux (France)
- Director of Transgene SA (France – listed company)
- Director of ABL Inc. (USA)

Outside the Group[(a)]:

- Director of Erytech Pharma SA (France – listed company)
- Chairman of BIOASTER (Foundation for scientific cooperation)
- Director of NH Theraguix (France)
- Chairman of the Supervisory Board of Fabentech
- Director of Geneuro (France – listed company)

Directorships and positions that have expired in the past five years

Within the Group[(a)]:

- Chief Executive Officer of TSGH (France)
- Chairman and Chief Executive Officer of Transgene SA (France – Listed company – term expired: 2020)

Outside the Group[(a)]:

- Director of CPE Lyon – Representative of FPUL (term expired: 2020)

(a) Any company controlled by Compagnie Mérieux Alliance SAS within the meaning of Article L. 233-16 of the French Commercial Code.

Jean-Luc Bélingard

Chairman of the Strategy Committee
Member of the Human Resources, Compensation and CSR Committee
(until May 23, 2024)

Non-independent director

Born on **10/28/1948** (aged 75)

Nationality: **French**

First appointed on: **09/15/2006**

Term expires: **2026**

Number of shares in the Company: **60,150**

MAIN EXPERTISE:

Executive management of major groups/listed companies

International environment

Strategy and M&A

Health sector

Jean-Luc Bélingard is a graduate of HEC Paris and holds an MBA from Cornell University (United States). He was CEO of Roche Diagnostic and a Member of the Executive Committee of Roche Group from 1990 to 1999. He was also a member of the Management Board and Chairman and Chief Executive Officer of bioMérieux-Pierre Fabre between 1999 and 2001. He then became Chairman and Chief Executive Officer of IPSEN from 2001 to 2010, and Chairman and Chief Executive Officer of bioMérieux between 2011 and 2017.

Other directorships and positions held at 12/31/2023 (all companies)

Within the Group[(a)]:

- Director and Vice-Chairman of Institut Mérieux (France)
- Director of Transgene SA (France – listed company)

Outside the Group[(a)]:

- Director of LabCorp of America (United States – listed company)
- Director of Lupin (India – listed company)

Directorships and positions that have expired in the past five years

Within the Group[(a)]:

- Director of ABL Inc. (term expired: 2018)

Outside the Group[(a)]:

- Director of Starllergenes Greer (UK – listed company – term expired: 2019)
- Director of Pierre Fabre SA (France) (term expired: 2022)

(a) Any company controlled by Compagnie Mérieux Alliance SAS within the meaning of Article L. 233-16 of the French Commercial Code.

Harold Boël

Chairman of the Audit Committee
Member of the Strategy Committee

Independent director[a]

Born on **08/27/1964** (aged 59)

Nationality: **Belgian**

First appointed on: **05/30/2012**

Term expires: **2024**

Number of shares in the Company: **150**

MAIN EXPERTISE:

International environment

Strategy & M&A

Finance/Audit

Digitalization and new economy

Harold Boël holds a Bachelor of Science degree in chemistry from Brown University (United States) and a diploma in Materials Science from the *École Polytechnique Fédérale de Lausanne*. He has held various managerial positions in the steel industry within the Corus group. He has been the Chief Executive Officer of Sofina (Belgium – listed company) since 2008.

Other directorships and positions held at 12/31/2023 (all companies)

Within the Group[b]:

- Director of Mérieux NutriSciences Corporation (United States)

Outside the Group[b]:

- Deputy director of Sofina SA (Belgium – listed company)
- Director of Cognita (UK)
- Deputy director of Société de Participations Industrielles (Belgium)
- Chairman of Domanoy (Belgium)

Directorships and positions that have expired in the past five years

Within the Group[b]:

N/A

Outside the Group[b]:

- Director of SODAVI (Belgium – term expired: 2020)

(a) Independent director according to the assessment made by the Board of Directors until the next renewal, or following the 2024 Annual General Meeting (see Section 4.2.5).
(b) Any company controlled by Compagnie Mérieux Alliance SAS within the meaning of Article L. 233-16 of the French Commercial Code.

Marie-Hélène Habert-Dassault

Member of the Human Resources, Compensation and CSR Committee
Member of the Strategy Committee

Independent director[a]

Born on **04/04/1965** (aged 58)

Nationality: **French**

First appointed on: **05/30/2012**

Term expires: **2024**

Number of shares in the Company: **57**

MAIN EXPERTISE:

Executive management of major groups/listed companies

Health sector

CSR

Marie-Hélène Habert-Dassault holds a post-graduate diploma in Business Law and Taxation, a degree in Business Law from the University Paris 2 Panthéon-Assas (1988), and a Master's degree in Strategy and Marketing from Sciences Po (1989). She began her career at DDB Advertising in London as a media planning consultant. She joined the Dassault Group in 1991 as Deputy Communications Director. Since 1998, she has been Director of Communications and Corporate Sponsorship of the Dassault Group.

Other directorships and positions held at 12/31/2023 (all companies)

Within the Group[b]:

N/A

Outside the Group[b]:

- Member of the Supervisory Board of GIMD
- Director of Dassault Aviation SA[c] (France – listed company) since 2014, Dassault Systèmes SA[c] (France – listed company) since 2014, and Artcurial SA[c]
- Director and Chair of the Serge Dassault Foundation
- Vice-Chair on the Supervisory Board of Immobilière Dassault SA[c] (France – listed company)
- Chair of the Supervisory Board of Rond-Point Immobilier (SA)
- Manager of H Investissements SARL and HDH Immobilière
- Director of SIPAREX
- Director of Fondation Fondamental
- Director of Fondation Gustave Roussy
- Manager of SCI Duquesne
- Chair and member of the Strategy Committee of HDF (SAS)

Directorships and positions that have expired in the past five years

Within the Group[b]:

N/A

Outside the Group[b]:

- Chair of the Supervisory Board of GIMD
- Member of the Supervisory Board of Rond-Point Immobilier (SA)
- Vice Chair of the Serge Dassault Foundation
- Vice Chair and member of the Strategy Committee of HDF (SAS)
- Manager of HDH

(a) Independent director according to the assessment made by the Board of Directors until the next renewal, or following the 2024 Annual General Meeting (see Section 4.2.5).
(b) Any company controlled by Compagnie Mérieux Alliance SAS within the meaning of Article L. 233-16 of the French Commercial Code.
(c) Companies controlled by GIMD within the meaning of Article L. 233-16 of the French Commercial Code.

Marie-Paule Kieny

Member of the Human Resources, Compensation and CSR Committee
(as of May 23, 2024)
Member of the Strategy Committee

Independent director[a]

Born on **04/24/1955** (aged 68)

Nationalities: **French and Swiss**

First appointed on: **08/28/2017**

Term expires: **2025**

Number of shares in the Company: **180**

Marie-Paule Kieny obtained her doctorate in microbiology at the University of Montpellier (France). She has published more than 350 articles and reviews, mainly in the fields of infectious diseases, immunology, vaccinology and healthcare systems.

Until June 2017, she occupied the position of Assistant Director General responsible for health systems and innovation at the World Health Organization (WHO). She notably coordinated the WHO's R&D work during the Ebola epidemic in West Africa from 2014 to 2016. She also designed the WHO's master plan for R&D (global preparedness plan against emerging diseases epidemics). Before joining the WHO, Ms. Kieny occupied first-rate research positions in the public and private sectors in France. Until May 1, 2022, she was Research Director at INSERM (Paris, France), in charge of the priority research program on antimicrobial resistance initiated by France in 2019 under the Future Investments program.

Between March and July 2020, she was a member of the Research and Expertise Analysis Committee (CARE), created by President Macron, to advise the government on COVID-19 treatments, vaccines and tests. Between June 2020 and October 2022, she was Chair of the French Scientific Committee for the COVID-19 vaccine.

She is Chair of the Board of Directors of the Drugs for Neglected Diseases initiative (DNDi, Geneva, Switzerland) and the Medicines Patent Pool Foundation (MPPF, Geneva, Switzerland). She sits on the scientific advisory boards of several organizations that are active in the healthcare field. She is a director and Chair of the Mérieux Foundation Scientific Advisory Board.

She received the title of Officer in the Ordre National du Mérite in France in 2021 and Chevalier in the Ordre National d'Honneur in France in 2016. She received an honorary doctorate from the Autonomous University of Barcelona (Spain) in 2019 and won the INSERM International Prize in 2017, the Prix Génération 2000-Impact Médecin in 1994, and the Prix Innovation Rhône-Poulenc in 1991.

MAIN EXPERTISE:

Strategy and M&A

CSR

Health sector (global health, low-income countries, research and development)

Other directorships and positions held at 12/31/2023 (all companies)

Within the Group[b]:

- Director of Mérieux Foundation

Outside the Group[b]:

N/A

Directorships and positions that have expired in the past five years

N/A

(a) Independent director according to the assessment made by the Board of Directors (see Section 4.2.5).
(b) Any company controlled by Compagnie Mérieux Alliance SAS within the meaning of Article L. 233-16 of the French Commercial Code.

Fanny Letier

Chair of the Human Resources, Compensation and CSR Committee
Member of the Audit Committee *(since May 2023)*
Member of the Strategy Committee

Independent director[a]

Born on **03/15/1979** (aged 45)

Nationality: **French**

First appointed on: **05/30/2017**

Term expires: **2025**

Number of shares in the Company: **30**

MAIN EXPERTISE:

International environment

Executive management of major groups/listed companies

Strategy and M&A

Finance/audit

CSR

Digitalization

Fanny Letier is a graduate of Sciences Politiques Paris, the ENA, and the *Institut Français des Administrateurs* (IFA). She was a senior civil servant in the French Treasury Department (Ministry of Finance) from 2004 to 2012, Secretary General of the Inter-Ministry Committee on Industrial Restructuring (CIRI) from 2009 to 2012, Deputy Director of the Office of the Minister of Industrial Recovery from 2012 to 2013, and Director, then Executive Investment Director of SME funds for Bpifrance from 2013 to 2018.

She co-founded the asset management company, GENEO Capital Entrepreneur, and the investment company, GENEO Capital, in 2019, and is a director of *Aéroports de Paris*.

Other directorships and positions held at 12/31/2023 (all companies)

Within the Group[b]:

N/A

Outside the Group[b]:

- Director of Aéroports de Paris (France – listed company)

Directorships and positions that have expired in the past five years

Within the Group[b]:

N/A

Outside the Group[b]:

- Director of Nexans (listed company – end: 2020)
- Director of the Institut français des administrateurs (IFA - French Institute of Directors) – (term expired: 2021)

(a) Independent director according to the assessment made by the Board of Directors (see Section 4.2.5).
(b) Any company controlled by Compagnie Mérieux Alliance SAS within the meaning of Article L. 233-16 of the French Commercial Code.

Sylvain Orenga

Member of the Human Resources, Compensation and CSR Committee
(since March 2023)
Member of the Strategy Committee

Director representing employees

Born on **05/31/1965** (aged 58)
Nationality: **French**
First appointed on: **05/23/2022**
Term expires: **2026**
Number of shares in the Company: N/A

MAIN EXPERTISE:
Health sector
Clinical Microbiology
CSR

Sylvain Orenga holds a biochemical engineering degree from the *Institut National des Sciences Appliquées* of Lyon and a post-graduate degree in microbial ecology from Université Claude Bernard (Lyon) from 1989 to 1990. He joined bioMérieux in 1990, as an R&D researcher. He has held various positions as a personnel representative on institutional and corporate boards of governors. As of 2023, he is Vice President – R&D Microbiology Expert Unit Since becoming a director representing employees in 2022, in accordance with the law, he has abandoned all personnel representation functions within bioMérieux. To perform his role as a director, he completed a training course at the *Institut Français des Administrateurs* (IFA) in 2022.

Other directorships and positions held at 12/31/2023 (all companies)
N/A

Directorships and positions that have expired in the past five years
N/A

Professional address of directors

The members of the Board of Directors can be contacted at the Company's headquarters in Marcy-l'Étoile, France (Rhône).

Limit on directorships

The applicable rules at the Company regarding limits on directorships are the current legal rules.

Corporate officers' interests in the company and the Group

In accordance with Delegated Regulation (EU) 2019/980 of March 14, 2019, it is noted that Alexandre Mérieux is one of the main shareholders of the Compagnie Mérieux Alliance, which itself holds 96% at December 31, 2023 of the Institut Mérieux holding company, the Company's majority shareholder with 58.90% of the Company's share capital and 73.02% of its voting rights as at December 31, 2023 (see Sections 7.3.2 and 7.4.1).

4.2.5 Independent directors, conflicts of interest and other declarations

Evaluation of the independence of directors at March 13, 2024

	Criterion 1	Criterion 2	Criterion 3	Criterion 4	Criterion 5	Criterion 6	Criterion 7	Criterion 8
Alexandre Mérieux			√	√	√			
Philippe Archinard		√	√	√	√	√	√	√
Jean-Luc Bélingard			√	√	√		√	√
Harold Boël(1)		√	√	√	√	√ (1)	√	√
Marie-Hélène Habert-Dassault(1)	√	√	√	√	√	√ (1)	√	√
Marie-Paule Kieny	√	√	√	√	√	√	√	√
Fanny Letier	√	√	√	√	√	√	√	√
Sylvain Orenga			√	√	√	√		√

(1) Until the end of the 2024 Annual General Meeting, see criterion 6 below.

Table prepared based on the information provided by the relevant party.

Criterion 1: Employee corporate officer during the five preceding years

Not being or having been during the preceding five years:

- an employee or executive corporate officer of the Company;

- an employee, executive corporate officer, or director of a company that the Company consolidates;

- an employee or executive corporate officer or director of the parent company of the Company or of a company consolidated by this parent company.

Criterion 2: Cross-directorships

Not being an executive corporate officer of a company in which the Company directly or indirectly holds a director seat or within which an employee designated as such or an executive corporate officer of the Company (current or having been one within the last five years) holds the position of director.

Criterion 3: Material business relationships

Not being a customer, supplier, Corporate banker, investment banker, consultant:

- in a significant capacity for the Company or its group;

- or for whom the Company or its group represents a material share of business.

The assessment of the materiality or immateriality of the relationship between the Company or its group is discussed by the Board of Directors and the quantitative and qualitative criteria underlying this assessment (continuity, economic dependence, exclusivity, etc.) are explained in the annual report.

Criterion 4: Family ties

Not having any close family ties with a corporate officer.

Criterion 5: Statutory Auditor

Not having been a Statutory Auditor of the Company during the five preceding years.

Criterion 6: Being a director for more than 12 years

Not having been a director of the Company for over 12 years. The loss of status as an independent director occurs on the anniversary date of the 12 years.

Criterion 7: Status of non-executive corporate officer

Non-executive corporate officers cannot be considered as being independent if they receive variable compensation in cash, or securities, or any type of compensation linked to the Company's or the Group's performance.

Criterion 8: Status of major shareholder

Directors representing major shareholders of the Company or the parent company may be considered independent as long as these shareholders do not participate in the control of the Company. However, beyond a threshold of 10% of the share capital or the voting rights, the Board, based on a report from the Appointment Committee, systematically evaluates the independence of the director, based on the composition of the Company's share capital and the existence of a potential conflict of interest.

The Board of Directors, during its meeting of March 13, 2024, was able to review the analysis of the Human Resources, Compensation and CSR Committee regarding the independence of directors, according to the criteria of the AFEP-MEDEF Corporate Governance Code. After discussion, the Board of Directors confirmed the independence of the following four directors: Harold Boël, Marie-Hélène Habert-Dassault, Marie-Paule Kieny, and Fanny Letier. Harold Boël and Marie-Hélène Habert-Dassault will no longer be independent directors following the 2024 Annual General Meeting due to the length of service of their directorship, which will be over 12 years.

In particular, the Board of Directors deemed Marie-Paule Kieny, a director of the Mérieux Foundation, to be independent (see Section 4.1 and the section below).

Likewise, after having read the analysis of the Human Resources, Compensation and CSR Committee conducted according to the AFEP-MEDEF Corporate Governance Code and concerning the independence of Viviane Monges, whose appointment is to be submitted for approval to the 2024 Annual General Meeting, the Board of Directors confirmed the independence of Viviane Monges.

Evaluation of conflicts of interest

The Board of Directors meeting of March 13, 2024 assessed the business ties and potential conflicts of interest that could arise from the terms of office of some of its directors.

Although Harold Boël is a director of Mérieux NutriSciences Corporation, the Board of Directors did not consider there to be a conflict of interest. The quantitative and qualitative criteria that allowed the Board of Directors to arrive at this assessment are the following: absence of economic dependence and exclusivity. The two companies are independent and each operates in different areas. Transactions with related parties are described in this document in Section 6.1.2 (Note 30.2) and Section 6.2.2 (Note 21.3). Existing relationships are not material in terms of sales. They accounted for less than 3% of the sales of Mérieux NutriSciences Corporation in 2023 and as such do not call into question Harold Boël's independence.

Nevertheless, Harold Boël will abstain from discussion and votes held by the Board of Directors regarding any circumstances relating to Mérieux NutriSciences Corporation.

Marie-Paule Kieny is a Director of the Mérieux Foundation. The Board of Directors also decided that there was no conflict of interest that would call her independence into question. This is because the Mérieux Foundation is an independent foundation with public interest status and specifically receives grants from the Company. Accordingly, Marie-Paule Kieny will abstain from discussions and votes held by the Board of Directors regarding any circumstances relating to the Mérieux Foundation.

Other than Harold Boël and Marie-Paule Kieny, since the independent directors have no relationship of any kind with the Company, the Group or the Management, there is no conflict of interest which the Board of Directors could be required to discuss.

Other declarations

To the best of the Company's knowledge:

- no member of the Board of Directors of the Company has been convicted of fraud in the past five years;
- no member of the Board of Directors has been involved, in the past five years, in any bankruptcy, court-ordered receivership or liquidation, in their capacity as member of an administrative, management or supervisory body or as Chief Executive Officer;
- no sentence has been pronounced in the past five years against any member of the Board of Directors of the Company barring them from serving on an issuer's administrative, management or supervisory body or from participating in the management or conduct of the affairs of an issuer;
- no member of the Board of Directors of the Company has been charged with an offense or had any official public disciplinary action taken against them by a statutory or regulatory authority (including recognized professional bodies).

To the best of the Company's knowledge, there is no potential conflict of interest between the duties to the Company of any member of the Board of Directors, and their private and/or other interests. The agreements involving certain directors are subject to the procedures concerning related-party agreements and are described in Section 4.4.

To the best of the Company's knowledge, no commitments have been undertaken by members of the Board of Directors that restrict their freedom to dispose of their bioMérieux shares, other than the rules on insider trading and closed periods.

4.2.6 Practices and work of the Board of Directors and its committees

4.2.6.1 Directors' attendance at Board of Directors and committee meetings in 2023

	Board of Directors		Audit Committee		Human Resources, Compensation and CSR Committee		Strategy Committee	
Directors	Attendance rate	Number of meetings	Attendance rate	Number of meetings	Attendance rate	Number of meetings	Attendance rate	Number of meetings
Alexandre Mérieux	100%	6/6	-	-	-	-	100%	1/1
Philippe Archinard	100%	6/6	100%	6/6	-	-	100%	1/1
Jean-Luc Bélingard	100%	6/6	-	-	100%	5/5	100%	1/1
Harold Boël	83%	5/6	100%	6/6	-	-	100%	1/1
Marie-Hélène Habert-Dassault	83%	5/6	-	-	80%	4/5	100%	1/1
Marie-Paule Kieny	100%	6/6	-	-	-	-	100%	1/1
Agnès Lemarchand[(a)]	100%	2/2	100%	3/3	-	-	-	-
Fanny Letier	100%	6/6	67%	2/3	100%	5/5	100%	1/1
Sylvain Orenga	100%	6/6	-	-	100%	5/5	100%	1/1
AVERAGE PARTICIPATION RATE	**96%**		**92%**		**95%**		**100%**	

(a) From 01/01/2023 to 05/23/2023

4.2.6.2 Practices of the Board of Directors and its internal rules

The Board of Directors is responsible for defining and implementing the strategies relating to the Company's business. It is committed to helping the Company create long-term values that take social and environment factors into account. It has powers to act on all questions concerning the smooth running of the Company and settles all matters affecting the Company by its deliberations, within the limits of the corporate purpose and subject to the powers expressly granted to Annual General Meetings. The Board of Directors carries out all controls and procedures that it deems appropriate.

The Chairman organizes and oversees the Board of Directors' work and reports thereon to the Annual General Meeting. He ensures that the Company's management bodies operate effectively and that the directors are able to perform their duties.

The Chairman of the Board of Directors is responsible for shareholder relations. He therefore works in close cooperation with the Investor Relations Department (see Section 7.1). The Chairman reports on his activities to the Board of Directors, where appropriate.

The Board of Directors meets as often as the Company's interests require, at the invitation of its Chairman, either at the headquarters or at any other place indicated in the meeting notice. Meetings are held in the presence of directors or by videoconferencing or any other telecommunication means.

Internal rules of the Board of Directors

The internal rules, adopted in 2004 by the Board of Directors and intended to define its operating procedures, in addition to legal, regulatory and statutory requirements, are regularly updated to reflect new legal provisions and the recommendations of the AFEP-MEDEF Corporate Governance Code for listed companies. All Board members have agreed to comply with it.

The internal rules provide that directors must first ensure that they are fully informed of the general and specific obligations attached to their duties and are familiar with securities regulations pertaining to breaches of stock exchange regulations prior to the acceptance of their duties. They must familiarize themselves and comply with the laws and regulations, the articles of association, the Board of Directors' internal rules and any additional information that the Board of Directors may provide to them, the rules concerning the Board provided for in the AFEP-MEDEF Corporate Governance Code (particularly the rules of ethics for directors) as well as the Stock Market Code of Conduct adopted by the Company.

In particular, the internal rules provide that directors:

(i) represent all the shareholders, even though they are shareholders themselves holding at least ten shares, and must act in the Company's interests in all circumstances;

(ii) must inform the Board of Directors of any actual or potential direct or indirect conflict of interest between the interests of the Company and their own interests or those of the shareholder or group of shareholders they represent, and must abstain from voting on the issues concerned;

(iii) undertake to devote the necessary time and attention to their duties;

(iv) undertake to remain independent in their analysis, judgment, decision-making and actions, and to resist all direct or indirect pressure that may be placed on them by directors, specific groups of shareholders, creditors, suppliers and other third parties. Similarly, if they believe that decisions taken by the Board are not in the interests of the Company, they undertake to clearly express their opposition and strive to convince the Board of the merits of their opinion;

(v) must attend and participate in all meetings of the Board of Directors and, if applicable, of the committees on which they serve;

(vi) are bound by a strict duty of confidentiality beyond the exercise of discretion required by law with respect to non-public information acquired in connection with their role as directors;

(vii) are bound by a duty of loyalty;

(viii) must trade in the Company's shares only in compliance with the Code of Conduct adopted by the Company; and

(ix) must provide the Board with all relevant information concerning compensation and benefits-in-kind paid to them by the Company or a Group entity, and their directorships and positions held in all companies and other legal entities, including details on their attendance at all committees of French or foreign companies.

The Board of Directors' internal rules provide that the Board of Directors must decide on (i) the approval of the strategic plans of the Company and its subsidiaries, (ii) the approval of the annual budget and, on a quarterly basis, its implementation, and (iii) the authorization of all key transactions (acquisitions, exchanges, settlements, granting of security interests, all financing arrangements, etc.) exceeding €30 million and not provided for in the strategic plan or the budget.

The internal rules also provide that the Board of Directors must be notified of any significant event affecting the operation of the Company and more specifically its financial and cash position and commitments.

4.2.6.3 Diversity policy within the Board of Directors and the management bodies

On the recommendation of the Human Resources, Compensation and CSR Committee, the Board of Directors, pursuant to Article L. 22-10-10, paragraph 2, of the French Commercial Code, has defined a diversity policy that applies to the Board of Directors and management bodies.

Accordingly, the Board of Directors has established a policy of promoting cultural and international diversity among its members; seeking a balance in the distribution of skills, both as regards the age and experience of its members, and their fields of expertise (management, medical or scientific, knowledge of listed companies); and, aiming for gender equality. The purpose of this policy is to provide a balanced and harmonious Board membership facilitating fruitful, varied and high quality discussions to support the Company's interests and strategy.

The Board will endeavor to implement this policy for every reappointment or new appointment.

Nonetheless, it should be noted that the Company does fulfill its legal obligations. At December 31, 2023, the Board of Directors is composed of eight members:

- in accordance with Article L. 225-18-1 of the French Commercial Code, three of the directors are women: Marie-Hélène Habert-Dassault, Marie-Paule Kieny, and Fanny Letier;
- in accordance with Article L. 225-27-1 of the French Commercial Code, the Company amended its articles of association in 2018, to allow for the appointment of a director representing employees by the Central Works Council, which became the Central Social and Economic Committee. Sylvain Orenga was appointed to this position in 2022.

The self-assessment process debated by the Board of Directors demonstrates that the Board operates smoothly and that each director contributes in an effective way (see Section 4.2.6.5).

Policy of gender diversity within governing bodies and equal representation of women and men.

The Company is committed to strengthening the representation of women within its Executive Committee. It is therefore seeking to promote women, without discrimination, in order to enable them to take up senior positions, and to develop their skills.

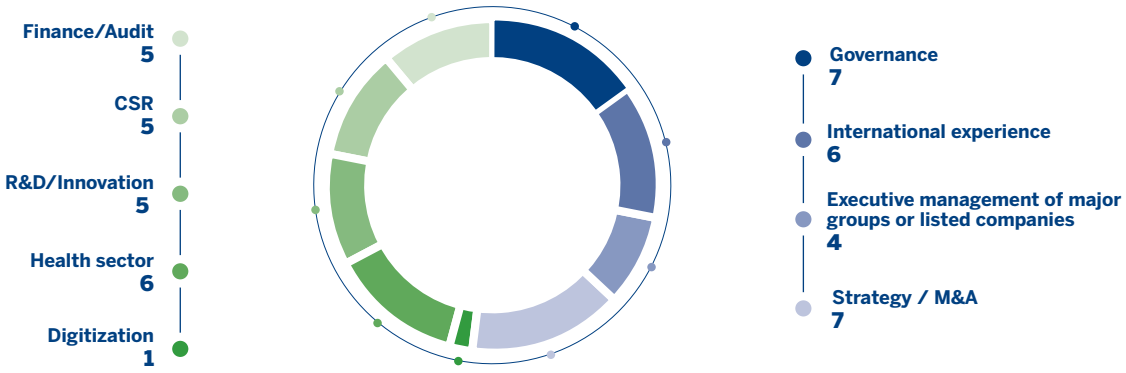
Pursuant to the provisions of Article 8 of the AFEP-MEDEF Corporate Governance Code, by recommendation of the General Management and after examination by the Human Resources, Compensation and CSR Committee, the Board of Directors, at its meeting of December 14, 2022, determined the gender diversity policy of its governing bodies according to the following detail:

- selected scope: the scope of governing bodies selected is the Executive Committee, whose composition and duties appear in Section 4.2.1;
- initial assessment at January 31, 2023: the percentage of women on the Executive Committee was 22.2% (two women and seven men);
- goals set and timeframe:
  - December 31, 2025: achieve 30% of women on the Executive Committee,
  - December 31, 2029: achieve 40% of women on the Executive Committee,
  - as of 2030: sustain diversity, maintaining a minimum representation of women of 40% on the Executive Committee;
- procedures for implementation: for several years, bioMérieux has worked to increase the number of women in management, which should facilitate achieving the goals set forth above. Workplace equality among women and men is an integral part of bioMérieux's policy and is one of the levers that will enable the gender diversity policy supported by bioMérieux for many years to be enhanced. Moreover, the Executive Committee will be renewed as a priority through the appointment of women until the objectives have been achieved, unless the skills required do not allow it. Achieving these goals will also be supported by reinforcing the gender diversity of talent pools and in the overall N-1 positions of the Executive Committee in order to ensure the presence of a candidate of each gender when considering succession plans for Executive Committee members.

The Board of Directors had taken note of the gender diversity goals proposed as well as the procedures for implementing them (action plan and timeframe). At the meeting of December 15, 2023, the Board of Directors monitored the attainment of the goals set and reviewed the progress and achievement of the results obtained in the fiscal year. At December 31, 2023: the percentage of women on the Executive Committee was 33.3% (three women and six men) versus 22.2%, at January 31, 2023, in line with the goal set for December 31, 2025 of 30% women on the Executive Committee.

The Company also supports the balanced representation of women and men in its senior management posts. The goal for 2023, set in 2020, was for women to represent around 40% of bioMérieux employees in the most senior positions (levels 1 to 6, 10% of the headcount) in France, compared with the starting point of around 35% in 2020. At the end of 2023, the target had been met and actually surpassed at around 44%.

SKILLS AND EXPERTISE OF MEMBERS OF THE BOARD OF DIRECTORS AT DECEMBER 31, 2023



4.2.6.4 Work of the Board of Directors

During the previous fiscal year, the Company's Board of Directors met six times.

Topics	Agenda item
Financial management	• approval of the parent company financial statements and the consolidated financial statements; approval of the related press releases; preparation of the Annual General Meeting and approval of the various reports required by law;
	• approval of the budget and monitoring of its implementation quarterly; review of the progress of the Company's operations;
	• approval of the delegation of authority to the Chairman of the Board of Directors for 2024, with respect to sureties, endorsements and guarantees;
Corporate governance	• decision to separate the offices of Chairman and Chief Executive Officer;
	• consideration of the reports and recommendations, if any, of its committees;
	• evaluation of the independence of the directors, the potential conflicts of interest and the effective contribution of each of the directors; definition of a diversity policy for the Board of Directors and management bodies;
	• examination of the terms of office of directors coming to an end and recommendation to review the terms of office;
	• discussion with the Audit Committee on the evaluation of current agreements;
	• training in the new provisions arising from the Corporate Sustainability Reporting Directive (CSRD);
Monitoring the Group's strategic guidelines, its activities and operations	• discussion with some members of the Company's Executive Committee; review of the Company's major projects;
	• review and approval, where applicable, of the business development opportunities;
	• approval of the creation of new subsidiaries;
	• examination of the anti-corruption measures and analysis of the ethics and compliance actions implemented;
CSR	• determination of the multi-year CSR strategic guidelines and establishment of specific climate goals for different time horizons;
	• discussion of the Company's policy in terms of equality and equal pay in the workplace;
Compensation	• granting of free shares to some Group employees; decision on free share grants;
	• approval of the principles and criteria for setting compensation for the executive corporate officers for fiscal year 2023 (Say on Pay *ex ante*) and compensation for corporate officers for the previous fiscal year (Say on Pay *ex post*).

4.2.6.5 Self-assessment of the Board of Directors and assessment of the effectiveness of the contribution made by each director

In addition, as stipulated in its internal rules, each year the Board of Directors devotes an agenda item to the Board's operations in order to (i) evaluate the quality and effectiveness of the Board's deliberations, (ii) assess the Board of Directors' actual roles and duties, (iii) analyze the reasons for any shortcomings as perceived by the Chairman, directors or shareholders, and (iv) analyze the independence criteria applicable to directors.

At its meeting of March 13, 2024, the Board of Directors carried out a self-assessment based on a questionnaire in which each director was able to state his or her position. It discussed the responses received based on a preliminary analysis by the Human Resources, Compensation and CSR Committee.

The Board of Directors confirmed that its responsibilities and duties were fulfilled and it was operating effectively, both in terms of the standard and effectiveness of its meetings. Areas of improvement are proposed by the Company and, the following year, the Board of Directors ensures they are addressed or continues its efforts, where applicable. For example, for the 2023 assessment, it was agreed that a clarification of the CSRD role of the Board of Directors and the various committees would be appropriate.

The directors consider that their access to information concerning the Group and its environment is sufficient, and that such information is of a high quality.

The information provided for the discussion of topics on the agenda was considered to have been presented with sufficient internal or external analysis on which to base decisions. In this respect, extraordinary sessions on specific subjects and the information given to the Board in advance of decisions are highly appreciated. The directors appreciate taking part in the discussions of the Strategy Committee, which enables them to have a better vision of the Company's strategy.

The directors consider their training to be appropriate, and appreciate the regular presentation of the members of the Executive Committee at the meetings of the Board of Directors, which participates in their continuing education. In this regard, the directors, in particular, were trained in the CSRD during 2023. The directors acknowledge their exchanges with the Executive Committee and the openness of Management. The directors consider that the mode of governance ensures a harmonious balance of power on the Board and feels itself to be fully independent regarding the General Management with a great deal of freedom of individual expression. The directors appreciate efforts to explain and share knowledge. They consider that they have sufficient access to other information than that provided by the General Management.

- They consider that the composition of the Board and its committees is balanced. They also consider that the independent directors are duly independent (see Section 4.2.5). They confirm the importance of meetings between independent directors outside of these Board meetings, irrespective of the transparency and openness shown by the Management and the standard of dialogue at those meetings.

- Committee members confirm that the committees function effectively, particularly with regard to meeting frequency and length. They emphasize the high quality of the debates within the committees as well as the smooth communication of information. Directors also appreciate the quality of the work done by the committees and the information provided in this regard. They also expressed satisfaction with the distribution of work between the committees and the Board.

Finally, the Board of Directors debated the effective contribution made by each director to the work of the Board, after hearing the analysis of the Human Resources, Compensation and CSR Committee. Having highlighted the individual and varied skills of each director (international environment, governance, management of major groups or listed companies, strategy and M&A, finance/audit, health sector, CSR, R&D, innovation, digitalization) and the complementary nature of its members, the Board of Directors concluded that each member's involvement, in their field of expertise, led to high quality discussions. As a result, their significant personal contributions, as well as regular attendance, are criteria that ensure the smooth running of the Board and the appropriate membership.

4.2.6.6 Meeting between independent directors

Since 2018, the Company has organized an annual meeting of independent directors. These meetings may be held at any time at the request of the directors concerned.

4.2.6.7 Practices and work of the Committees of the Board of Directors

The Board of Directors' internal rules provide that the Board of Directors may set up one or more permanent or temporary committees to help it accomplish its work and contribute effectively to the preparation of its decisions.

The committees are in charge of examining issues referred to them by the Board of Directors or its Chairman, preparing the Board of Directors' work on these issues, and reporting their findings to the Board of Directors in the form of reports, proposals, communications or recommendations. They can also bring in external consultants when necessary.

The committees act in an advisory capacity. The Board of Directors determines at its own discretion how to follow up on the findings reported by the committees. The directors remain free to vote as they choose and are not bound by the committees' studies, investigations or reports, nor by any recommendations they may issue.

At December 31, 2023, the Company's Board of Directors has three committees: the Audit Committee, the Human Resources, Compensation and CSR Committee, and the Strategy Committee, as described below.

Audit Committee

Breakdown

The Audit Committee has members appointed by the Board of Directors from among its members who are not members of the Company's Management. At December 31, 2023, the Audit Committee is composed as follows:

2023 DATA		List of members	Attendance
3 members	6 meetings	Harold Boël (Chairman) – independent director	100%
		Philippe Archinard	100%
		Agnès Lemarchand – independent director (until May 2023)	100%
		Fanny Letier – independent director (as of May 2023)	67%

As of May 23, 2024, Philippe Archinard will no longer be a member of the Audit Committee and will be replaced by Viviane Monges, an independent director whose appointment is to be submitted to the 2024 Annual General Meeting for approval.

Practices – Missions

The Audit Committee meets as often as it deems necessary and at least twice a year, before the review by the Board of Directors of the annual and interim financial statements. The Audit Committee appoints a Chairman from among its members, who may hold a directorship but no management or other position as corporate officer within the Company or the Group. Depending on the points on its agenda, the Audit Committee invites members of the Finance, Legal, Intellectual Property and Compliance departments, Investor Relations or the Statutory Auditors and exceptionally General Management, to its meetings. External experts may be called upon if necessary. In consultation with the Chairman of the Board of Directors, the Audit Committee is provided with all of the resources it considers necessary to properly perform its duties.

Pursuant to the Board of Directors' internal rules, the Audit Committee's duties are to assist the Board of Directors. It is primarily responsible for (i) ensuring the monitoring of the preparation of financial information, (ii) ensuring the effectiveness of internal control and risk management systems as well as the internal audit, (iii) making a recommendation on the Statutory Auditors proposed for appointment by the Annual General Meeting, (iv) monitoring the Statutory Auditors' performance of their duties, (v) monitoring the independence of the Statutory Auditors, (vi) approving the provision of services other than the statutory audit and (vii) reviewing the draft financial press releases in particular relating to the interim financial statements and quarterly sales.

The Audit Committee meets between one and four days before the Board of Directors' meeting held to approve the annual and interim financial statements and prepares a systematic report on its meeting. It met six times in 2023.

Topics	Main work of the Audit Committee in 2023
Process for preparing financial and accounting information	• examination of the annual and interim financial statements, including the notes thereto and the year-end accounting options and off-balance sheet commitments as well as the scope of the consolidated companies;
	• review of the press releases for the annual and interim financial statements as well as the quarterly sales;
	• review of the budget preparation framework;
	• examination of the Company's foreign exchange policy and its implementation;
Internal control and risk management	• review of the internal audit reports, of the results of internal audit missions, and of the action plan for the current year;
	• monitoring and review of the implementation of the action plan for the Sapin II Law and General Data Protection Regulation;
	• review of the Company's insurance program and of updates to the risk map, including financial and non-financial risks and the methodology used;
	• review of the changes in the information security system implemented;
Miscellaneous	• examination of the Universal Registration Document;
	• review of current agreements within the framework of the delegation of authority received from the Board of Directors;
	• pre-approval of the services performed by the Statutory Auditors other than the certification of the financial statements and approval, on a case-by-case basis, of specific assignments;
	• monitoring and participation in the standing Statutory Auditor call for tenders process and formulation of a recommendation to the Board of Directors regarding applications.

The Statutory Auditors issued a detailed report on their audit engagement relating to the annual and interim financial statements and on auditor independence, and regularly informed the Audit Committee of changes in accounting rules and legal regulations.

The Statutory Auditors also held private discussions with the members of the Audit Committee.

Human Resources, Compensation and CSR Committee

Breakdown

The Human Resources, Compensation and CSR Committee, as of December 31, 2023, is composed as follows:

2023 DATA		List of members	Attendance
4 members	**5** meetings	Fanny Letier (Chair) – independent director	100%
		Jean-Luc Bélingard	100%
		Marie-Hélène Habert-Dassault – independent director	80%
		Sylvain Orenga – director representing employees (since March 2023)	100%

As of May 23, 2024, Jean-Luc Bélingard will no longer be a member of the Human Resources, Compensation and CSR Committee and will be replaced by Marie-Paule Kieny, an independent director.

Practices – Missions

The Human Resources, Compensation and CSR Committee meets at least once a year. Meetings are called by the Chairman of the Board of Directors.

With respect to appointments, the committee is responsible for making recommendations on the composition of the Board after considering all relevant information prior to making a decision: desirable balance in Board membership to reflect the Company's shareholding structure, identifying and evaluating possible candidates, and renewal or non-renewal of terms of office. In particular, the committee defines and implements the procedure for selecting future independent directors and reviews potential candidates before any action is taken in their regard.

The Committee must establish a succession plan for executive corporate officers to fill any unforeseen vacancy. The Committee reviews the succession plan for all of the Company's key positions on an annual basis; the Chairman and the Chief Executive Officer may participate in discussions with the Committee.

With respect to the compensation, the committee is primarily responsible for (i) making recommendations to the Board of Directors concerning fixed and variable compensation, supplementary and specific pension and personal protection plans, benefits in-kind and other financial benefits to which the Chairman of the Board of Directors and the Chief Executive Officer may be entitled; (ii) recommending to the Board an overall amount of directors' fees, as well as rules governing the distribution of such fees and the individual amounts payable to each director based on their attendance record at Board meetings and committee meetings; and (iii) where applicable, proposing to the Board of Directors the rules governing the variable portion of corporate officers' compensation and ensuring that these rules are applied. The Human Resources, Compensation and CSR Committee is also informed of the compensation policy applicable to the main non-corporate officers.

With respect to stock options and free share grants, where appropriate, the committee submits to the Board of Directors its observations regarding the Company's stock option and free share plans proposed by the Chairman of the Board of Directors, and makes recommendations on the different categories of beneficiaries. The options or free shares granted to corporate officers are examined on a case-by-case basis by the committee.

With respect to CSR, the Committee's task is to ensure that the Company takes CSR issues into account and includes it in its strategy.

The Human Resources, Compensation and CSR Committee met five times in 2023.

Topics	Main work of the Human Resources, Compensation and CSR Committee in 2023
Governance	• study and implementation of the separation of the offices of Chairman and Chief Executive Officer;
	• review of the composition of the Board of Directors, especially the terms of office up for renewal and applications for the appointment of a new director, to be submitted to the 2024 Annual General Meeting;
	• review of the succession plans for key positions and executive corporate officers;
	• review of the independence of directors;
	• review of the diversity policy of the Board of Directors and the Executive Committee;
	• preparation of the summary of the responses relating to the evaluation of the Board of Directors as well as the directors' self-evaluation and formulation of recommendations in this regard;
	• review of the answers provided by the directors to the annual questionnaire for identifying and preventing conflicts of interest;
	• review of the governing bodies' gender diversity policy;
Compensation	• review of the policy on the compensation of corporate officers, namely the Chairman of the Board of Directors, the Chief Executive Officer and the directors, as well as the *ex post* compensation elements;
CSR	• study of the CSR strategy and determination of multi-year CSR guidelines;
	• review of the Company's policy in terms of gender equality and equal pay in the workplace.

In addition, the Committee discussed and approved other topics, such as, as applicable: annual salary negotiations, the compensation policy for members of the Executive Committee and the policy applied to all employees in the Group (approval of the application of a 130% multiplier to 2022 variable compensation and approval of the variable compensation matrix applicable to employees for fiscal year 2023), the amount of 2022 profit-sharing, the implementation of free share grant plans, the approval of performance criteria for free shares, the policy implemented for identified talent pools and the Gender Equality Index. The committee also reviewed the self-assessment of the Board of Directors. It also studied the CSR strategy and determined multi-year CSR guidelines.

In accordance with its operating rules, the Strategy Committee reports to the Board of Directors regarding the performance of its tasks and will provide any observations it deems useful.

The Strategy Committee

Breakdown

The Strategy Committee, created in 2017, is composed of at least three members appointed by the Board of Directors from among its members. A Chairman ensures the proper operation of the Committee.

As of December 31, 2023, all the directors were members of the Strategy Committee.

2023 DATA		List of members	Attendance
8 members	**1** meeting	Jean-Luc Bélingard (Chairman)	100%
		Alexandre Mérieux	100%
		Philippe Archinard	100%
		Harold Boël	100%
		Marie-Hélène Habert-Dassault	100%
		Marie-Paule Kieny	100%
		Fanny Letier	100%
		Sylvain Orenga	100%

Practices – Missions

The Committee meets as often as it deems necessary and at least once a year, when convened by the Chairman. The committee may invite members of the Company's management and may also call upon external experts.

The Strategy Committee's purpose is to discuss the main strategic topics with General Management, particularly changes in the technological, medical and market environments, and to guide the strategic choices of the Company, both in terms of technologies and its business model.

The Committee met once in 2023, to discuss the Company's strategic plan.

In accordance with its operating rules, the Strategy Committee reports to the Board of Directors regarding the performance of its tasks and provides any observations it deems useful.

4.3 Compensation of corporate officers

The information and tables in this chapter were prepared in accordance with Order No. 2019-1234 of November 27, 2019, relative to the compensation of corporate officers of listed companies, supplemented by Decree 2019-1235 of the same date transposing the Shareholders' Rights Directive 2 (SRD 2).

They are also compliant with the AFEP-MEDEF Corporate Governance Code and its user guide, and comply with AMF Recommendation 2012-02 (updated on July 28, 2023), "Corporate governance and executive compensation in companies referring to the AFEP-MEDEF code – Consolidated presentation of the recommendations contained in the AMF annual reports" and AMF Recommendation 2021-02 "Guide for the preparation of Universal Registration Documents."

This chapter specifies:

- the policy on the compensation of corporate officers of the Company for the 2024 fiscal year;
- the fixed, variable and exceptional elements composing the total compensation and benefits of any kind paid during the previous fiscal year or allocated pursuant to the same year to the corporate officers.

This chapter incorporates the provisions of Articles L. 22-10-8, L. 22-10-9, L. 22-10-14 and L. 22-10-34 of the French Commercial Code and is included in the report on Corporate Governance mentioned in Article L. 225-37 of the Commercial Code. These principles were decided by the Board of Directors at its meeting on March 13, 2024, upon the recommendation of the Human Resources, Compensation and CSR Committee and will be put to a vote during the Annual General Meeting of May 23, 2024.

On the publication date of this Universal Registration Document, the executive corporate officers are:

- Alexandre Mérieux, Chairman of the Board of Directors;
- Pierre Boulud, Chief Executive Officer.

The term of office of the Chairman of the Board of Directors is four years, renewable, corresponding to the duration of his term office as director.

The term of office of the Chief Executive Officer has been set by the Board of Directors starting on July 1, 2023 and ending following the Annual General Meeting called to approve the financial statements for the 2025 fiscal year. Pierre Boulud's employment contract, which was suspended as a result of his appointment as Chief Executive Officer, is a permanent contract under French law, and provides for a three-month notice period.

The term of office of directors is four years.

All corporate offices may be revoked *ad nutum* by the Company's shareholders, and also by the Board of Directors.

4.3.1 2024 Compensation policy – *ex ante* voting

4.3.1.1 General description

Upon a recommendation from the Human Resources, Compensation and CSR Committee, the Board of Directors proposes a policy on the compensation of corporate officers (the "Policy") that is compliant with the Corporate interest of the Company, which contributes to its sustainability and fits within its commercial strategy.

Principles of the compensation policy for members of the Board of Directors

The compensation of directors consists of a fixed portion and a variable portion that takes into account their actual presence on Boards and committees. The variable portion linked to the rate of attendance at or participation in the Board of Directors or a Committee outweighs the fixed portion.

This compensation encourages directors to invest in the Company's strategy. The compensation package allocated to directors is also reviewed periodically to take into account the evolution of the composition of the Board as well as the level of compensation applied in comparable companies.

Principles of the compensation policy for executive corporate officers

The compensation policy for executive corporate officers necessarily takes into account the Company's strategy and short- and long-term performance. The fixed compensation portion is reviewed only occasionally, to ensure that it is consistent with the Company's performance and developments. The Company is attentive to the adequacy of the terms and conditions of compensation of its employees and those of its executive corporate officers.

Thus, to define the Policy, the Board of Directors takes into account:

- the Company's interest and strategy;
- the performance and development of the Company and the executive, where applicable, on an annual and multi-annual basis;
- the compensation policy for all the Group's executive directors;
- the compensation paid directly by Institut Mérieux, if any;

- analysis of market practices which allow to compare the level and structure of compensation for corporate officers and executive corporate officers with other SBF 120 companies of a similar size (compensation level and trends, respective position and weight of each component of compensation) and in international companies operating in similar businesses; and
- if applicable, specific situations that may give rise in exceptional circumstances to extraordinary compensation.

This policy and these elements are analyzed and reviewed every year by the Human Resources, Compensation and CSR Committee. The Committee makes its recommendations to the Board of Directors, which debates them in meetings, then determines the terms of the Policy. Any proposed modification is examined by the Human Resources, Compensation and CSR Committee, and then submitted for approval to the Board of Directors. Executive corporate officers do not participate in the discussions and evaluation of their performance, and leave the meeting, if applicable, in order to avoid any risk of a conflict of interest.

Except in the case of provisions to the contrary, the Policy is applicable to all executive corporate officers, whether they are reappointed during the year or newly appointed.

The general principles of the compensation policy, as discussed in this section, are unchanged relative to those presented and approved by the Annual General Meeting of May 23, 2023.

Finally, the Board of Directors may, exceptionally, deviate from the Policy in the event of a change in the Company's organization or governance.

4.3.1.2 Components of the fixed and variable compensation of corporate officers for the 2024 fiscal year

4.3.1.2.1 Compensation allocated to directors

Upon a recommendation from the Human Resources, Compensation and CSR Committee, the Board of Directors proposes to the Annual General Meeting the overall budget for the compensation allocated to directors.

The maximum amount of compensation allocated to directors will amount to €600,000 a year as long as the 11th resolution is approved by the Annual General Meeting of May 23, 2024.

This change in the compensation package relates to: (i) the increase in the size of the Board of Directors, (ii) the changes in the composition of the Board Committees, the adjustment of Human Resources, Compensation and CSR Committee rules on allocation of compensation in order to align them with those of the Audit Committee, and (iii) the need to take into account regulatory developments which could lead to an increase in the number of meetings of the Board of Directors and its Committees.

Please note that the amount proposed is the maximum annual budget, which is not necessarily used in full, insofar as the compensation actually paid takes into account the composition of the Board and its committees, as well as the number of meetings and the attendance rate of directors.

On December 15, 2017, the Board of Directors set the rules on the breakdown of compensation allocated to directors. During the meeting on September 3, 2019, the Board of Directors decided to no longer compensate directors for their participation in Strategy Committee meetings. These decisions follow the recommendations of the Human Resources, Compensation and CSR Committee. Since the meeting of March 13, 2024, the Board of Directors, on the recommendation of the Human Resources, Compensation and CSR Committee, decided to submit a resolution to the 2024 Annual General Meeting, under Say on Pay *ex ante*, regarding alignment with the Audit Committee of the amount of the variable portion of compensation paid to the members of the Human Resources, Compensation and CSR Committee, i.e. a variable portion of €4,000 per meeting (versus €3,000 currently). The fixed portion of €2,000 will remain unchanged.

For fiscal year 2023, the compensation allocated to directors was, as for 2022, broken down as follows:

In euros	**Annual fixed amount[(a)]**	**Variable amount** *(per meeting and per director)*
Board of Directors	5,000	5,000
Audit Committee	2,000	4,000
Human Resources, Compensation and CSR Committee	2,000	3,000
Strategy Committee		No compensation

(a) Calculated pro rata to the number of months in office of the directors.

For fiscal year 2024, as long as the Say on Pay ex ante resolution submitted to the 2024 Annual General Meeting is approved, the compensation allocated to directors will be allocated as follows:

In euros	**Annual fixed amount[(a)]**	**Variable amount** *(per meeting and per director)*
Board of Directors	5,000	5,000
Audit Committee	2,000	4,000
Human Resources, Compensation and CSR Committee	2,000	4,000
Strategy Committee		No compensation

(a) Calculated pro rata to the number of months in office of the directors.

In accordance with the AFEP-MEDEF Corporate Governance Code, the variable portion linked to directors' rate of attendance or participation on the Board of Directors or a committee is greater than the fixed portion.

4.3.1.2.2 Compensation of executive corporate officers

General principles

The Human Resources, Compensation and CSR Committee and the Board of Directors analyze the overall compensation for executive corporate officers by taking into account all of the components:

- fixed portion;
- annual variable portion;
- deferred variable portion;
- multi-annual variable portion;
- if applicable, extraordinary compensation;
- entirely conditional stock option plans and performance shares;
- compensation allocated to directors;
- benefits-in-kind;
- termination benefits;
- non-compete clause; and
- supplementary pensions.

Furthermore, the Human Resources, Compensation and CSR Committee and the Board of Directors have decided that no additional compensation will be paid by Group subsidiaries other than compensation allocated to directors.

Fixed compensation

Fixed compensation for executive corporate officers is determined by taking into account the level and difficulty of responsibilities, experience in the function and area of the Company's business, seniority in the Group and practices in force in groups or companies of a similar size.

Fixed compensation may only be reviewed at fairly long intervals – in theory every two or three years – excluding the overall pay review for all Company employees and barring exceptional events.

In addition to their functions within the Company, the executive corporate officers can exercise functions within Institut Mérieux, for which they may be paid under the terms of an employment contract or mandate. This compensation is not rebilled to bioMérieux. The compensation paid directly by Institut Mérieux is therefore excluded from the Annual General Meeting's vote. A breakdown can be found in Section 4.3.3 of this document.

Annual fixed compensation *(gross amounts)*	**From January 1, 2023 to June 30, 2023**	**Since July 1, 2023 and which will be submitted to the Annual General Meeting on May 23, 2024**
Alexandre Mérieux	€550,000	€600,000
From January 1, 2023 to June 30, 2023 in his role as Chairman and Chief Executive Officer	10% increase compared to the compensation applicable until 12/31/2022 justified by changes in the practices observed in companies of comparable size and by experience and performance in the position	9.1% increase compared to the compensation applicable until 06/30/2023 justified by changes in governance
From July 1, 2023 in his role as Chairman of the Board of Directors		
Pierre Boulud	€561,000	€700,000
From January 1, 2023 to June 30, 2023 in his role as Chief Operating Officer	including €495,000 in respect of his employment contract and €66,000 for his service as a corporate officer	In accordance with his corporate office
From July 1, 2023 in his role as Chief Executive Officer	10% increase compared to the compensation applicable until 12/31/2022 justified by changes in the practices observed in companies of comparable size and by experience and performance in the position	24.8% increase compared to the compensation applicable until 06/30/2023 justified by changes in governance

For 2024, the Board of Directors, on the recommendation of the Human Resources, Compensation and CSR Committee, will propose to the Annual General Meeting that it approve the amount of fixed compensation of two executive corporate officers in accordance with the data appearing in the tables above.

Annual variable compensation

Principle applied in the Company

The principle of variable compensation applicable in the Company is as follows:

- the variable portion corresponds to the annual fixed compensation at December 31 (bioMérieux) multiplied by the theoretical target for the variable portion multiplied by the percentage of individual and collective targets met multiplied by the Company multiplier coefficient;
- this theoretical variable portion depends on the employee's classification level. The achievement of individual and collective targets is capped at 150% of the achievement;
- each Group employee defines its objectives with their manager;
- the Company's multiplier coefficient, applicable to all employees (excluding sales forces and special cases) is defined using a formula drawn up each year. This formula presents the change in contributive operating income, as well as the CSR targets, with assumptions below, and above, the targets announced by the Company at the beginning of the fiscal year. The achievement of the final result relative to the budget defines the percentage of the multiplier coefficient applicable to the individual and collective objectives.

Corporate officers' variable compensation is subject to the same ceilings and mechanisms as for all employees.

Specific application to executive corporate officers

Upon recommendation of the Human Resources, Compensation and CSR Committee, the Board of Directors has defined a theoretical target for the variable portion for each of the executive corporate officers. The Chairman of the Board of Directors does not receive variable compensation. The Chief Executive Officer has a variable portion target of 100% of his fixed compensation. The individual objective achievement rate (150% maximum) and multiplier coefficient (150% maximum) ceilings are the same as for all other team members.

The Chief Executive Officer's objectives are then set for the current fiscal year. These objectives take into account the performance criteria selected based on the Company's strategy.

They comprise quantitative, qualitative and CSR objectives which are reviewed each year and defined according to the strategic priorities set for the Group. They are defined by the Board of Directors and are detailed below for the fiscal year 2024.

Variable compensation is calculated as follows:

Annual fixed compensation as at December 31 (bioMérieux) x theoretical target for the variable portion x % individual achievement rate x Company multiplier coefficient.

The extent to which the objectives have been met ("achievement rate") and the amount of variable compensation will be determined by the Board of Directors based on a recommendation of the Human Resources, Compensation and CSR Committee during the meeting to be held to approve the financial statements for the fiscal year.

The Chief Executive Officer is not present when the Board of Directors discusses his performance.

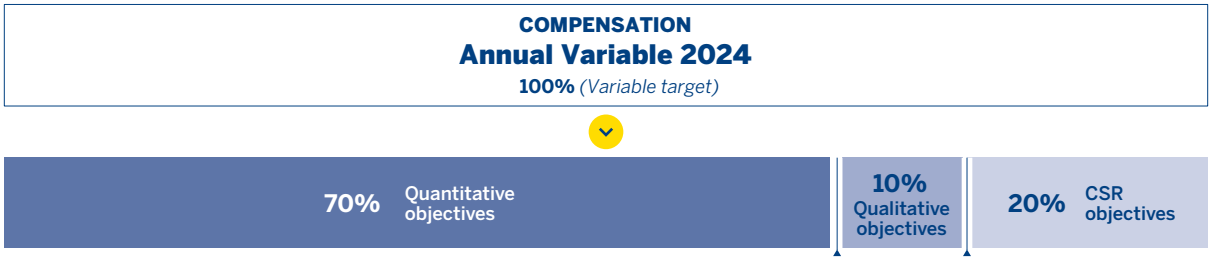
The Company does not foresee any cases in which the variable compensation must be returned.

Chief Executive Officer

The annual variable target for the Chief Executive Officer is 100% of his fixed compensation. In 2024, the objectives will be as follows:

- the quantitative objectives represent 70% of the variable target. They consist of (i) 40% economic and financial performance objectives in accordance with communications issued by the Company (CEBIT, sales, free cash flow), (ii) 15% innovation objectives (indicators linked to new product sales and R&D milestones), and (iii) 15% customer satisfaction objectives;
- the qualitative objectives represent 10% of the variable target. They are made up of criteria related to defining, communicating and rolling out the strategic plan;
- the CSR objectives represent 20% of the variable target. They are made up of criteria related to (i) scopes 1 & 2 CO_2 objectives, (ii) diversity objectives in corporate leadership positions, and (iii) ecodesign plan-related objectives.

The Company decided not to disclose the details on some criteria for confidentiality reasons.



Deferred variable compensation

The Board of Directors may decide upon a deferred variable compensation component that is based on qualitative and quantitative criteria and subject to continued employment by the Company. In 2024, no deferred variable compensation will be offered to the Chairman of the Board of Directors or to the Chief Executive Officer.

Multi-year variable compensation

Multi-year variable compensation may be granted to executive corporate officers. In 2024, no variable multi-year compensation will be offered to the Chairman of the Board of Directors or to the Chief Executive Officer.

Extraordinary compensation

Executive corporate officers may benefit from extraordinary compensation in the event of specific performance or the particularly successful implementation of certain projects by these executives. In 2024, no extraordinary compensation will be offered to the Chairman of the Board of Directors or to the Chief Executive Officer.

Stock option plans and performance shares

General principles

The level of shares awarded takes into account all of the elements used to determine the executive corporate officers' compensation as well as the market practices adopted by comparable listed companies.

Generally speaking, the respective proportion of stock options and performance shares awarded varies in line with the degree of responsibility and performance of the beneficiaries, with the proportion of stock options and performance shares increasing with the beneficiary's degree of responsibility and performance.

The value of any share-based payment award is limited to one year of fixed and target variable compensation, with the target variable corresponding in this case to the compensation due when the achievement rate is at 100%. The total amount of annual awards to corporate officers must not exceed 2.5% of the total compensation pool approved by the Annual General Meeting for stock option and free share grants within the Group, or 5% of the annual total award (calculated where applicable in equivalent stock options for combined stock option and performance share grants).

Balance and proportionality

The conditions for the award and exercise of stock options and for the award and vesting of performance shares for executive corporate officers are contingent on demanding and appropriate internal and/or external performance criteria, which must be met over several consecutive years. The share-based payment plan formally states that executive corporate officers must be employed by the Group at the end of the vesting period in order to exercise their stock options or for their performance shares to vest.

Total stock option and performance share awards represent a low percentage of capital.

Mandatory holding period ("lock-up") for shares awarded by the Company

In accordance with French law and with the AFEP-MEDEF Corporate Governance Code, the Board of Directors sets the number of shares that corporate officers are required to hold:

- for performance shares, executive corporate officers must hold a number of shares equal to 40% of the performance shares, that will ultimately be awarded upon expiration of the vesting period;
- for stock options, executive corporate officers must hold a number of shares resulting from each exercise of options equal to 40% of the theoretical net capital gain (after tax and social security levies) calculated at the option exercise date.

The mandatory holding requirement will cease to apply three years after the award or at the end of the corporate officer's term of office.

Given the restrictive holding requirement set, it was not considered appropriate to require the executive corporate officers to purchase a specific quantity of shares in the Company when their performance shares become available, as recommended by the AFEP-MEDEF Corporate Governance Code.

The executive corporate officers are required to hold their shares in registered form, whether they are subject to the holding requirement or not.

Moreover, the laws and internal rules of conduct of the Group, seeking to prevent insider trading and misconduct, forbid any transaction, for their own account or for that of a third party, during periods known as "blackout periods." Each year, the schedule for these mandatory blackout periods is updated according to current guidelines. This requirement to refrain from trading in the Company's shares expires one day after the clear publication of privileged information (e.g., in an official press release). During authorized trading periods, the Legal Department should be consulted in the event of any doubt about a possible transaction. In accordance with the AFEP-MEDEF Corporate Governance Code, executive corporate officers may not exercise the stock options allocated to them during these closed periods, even when the exercise of options is not followed by a sale of shares.

The directors' free share grant plans, like all of those implemented within the Company, expressly state that it is prohibited to executive corporate officers to perform financial transactions that would have the effect of hedging the risk inherent to these shares. The ban applies for the whole vesting period and, if relevant, any lock-up period.

In 2024, no stock options or performance shares will be granted to the Chairman of the Board of Directors. The Chief Executive Officer will benefit from a target free shares grant representing about 125% of his fixed compensation on the grant date. This target is linked to the achievement at 100% of the financial objectives during the vesting period.

Supplementary pensions

Supplementary pensions for executives are the same as for Company managers, i.e. a "*PER Entreprise*" defined contribution plan.

Benefits-in-kind

Executive corporate officers are provided with a company car.

The Chairman of the Board of Directors receives a company car provided by bioMérieux and therefore subject to a vote at the 2024 Annual General Meeting.

The Chief Executive Officer receives a company car provided by bioMérieux and therefore subject to a vote at the 2024 Annual General Meeting.

The Chairman of the Board of Directors also receives benefits-in-kind related to his secondment to the United States (components that will be subject to a vote at the 2024 Annual General Meeting).

Termination benefits

The Board of Directors may decide to allocate termination benefits according to market conditions and according to the rules of the AFEP-MEDEF Corporate Governance Code.

The Chairman of the Board of Directors and the Chief Executive Officer do not receive termination benefits.

Non-compete clause

The purpose of entering into a non-complete clause is to restrict an executive corporate officer's freedom to carry out their duties for a competitor. It is an arrangement to protect the company which justifies a financial consideration for the above-mentioned officer.

The Chairman of the Board of Directors is not subject to a non-compete clause.

The Chief Executive Officer is subject to a non-compete clause that prohibits him from being involved, participating or associating, in any capacity whatsoever, or engaging, directly or through an intermediary, in the performance of any salaried duties as an executive or non-executive corporate officer and especially from participating in a governance body (board of directors or supervisory board), or as a consultant in any company in the *in vitro* diagnostics sector worldwide, for a period of 12 months after leaving bioMérieux.

The financial consideration is the payment of compensation, for the duration of the application of the clause (12 months maximum), totaling 35% of his gross annual compensation calculated on the basis of the last 12 months preceding the termination of duties and paid in 12 equal monthly installments for the duration of its application.

The Board of Directors can unilaterally waive, completely or partially, the implementation of this clause when the director leaves the company. In accordance with the provisions of the AFEP-MEDEF Corporate Governance Code, the non-compete compensation alone, or added to any termination benefits, is not to exceed two years of annual fixed and variable compensation. This non-compete compensation is not paid if the Chief Executive Officer asserts his retirement rights and, in any event, no compensation may be paid beyond the age of 65.

4.3.2 Elements composing the total compensation and benefits of any kind paid during the 2023 fiscal year or allocated pursuant to this year to directors – *ex post* voting

The paragraph below describes all of the compensation paid or allocated to corporate officers by bioMérieux or one of its subsidiaries (the "Scope"), as well as that paid by Institut Mérieux, the parent company of bioMérieux. Within the meaning of Article L. 22-10-9 of the French Commercial Code, only the compensation paid within the Scope is subject to the vote of shareholders. The other compensation is communicated for purposes of transparency.

Until June 30, 2023, Alexandre Mérieux was Chairman and Chief Executive Officer, and became Chairman of the Board of Directors on July 1, 2023.

Pierre Boulud was Chief Operating Officer until June 30, 2023, and became Chief Executive Officer on July 1, 2023.

The corporate officers were the directors, Alexandre Mérieux, Chairman of the Board of Directors, and Pierre Boulud, Chief Executive Officer.

The compensation described below concerns all directors, including, if applicable, those for whom the term of office has ended, and those who are newly appointed during the 2023 fiscal year.

4.3.2.1 General policy and vote by the Annual General Meeting – overall *ex post* voting

The total compensation for 2023 described below complies with the compensation policy adopted at the Annual General Meeting of May 23, 2023.

This policy contributes to the Company's performance in the long term by associating a significant portion of the Chief Executive Officer's variable compensation with priorities such as CSR, R&D, and the completion of major transformations or external growth.

The Annual General Meeting of May 23, 2023 decided on the 2023 compensation policy – *ex ante* voting. The results of the votes are set out in the table below.

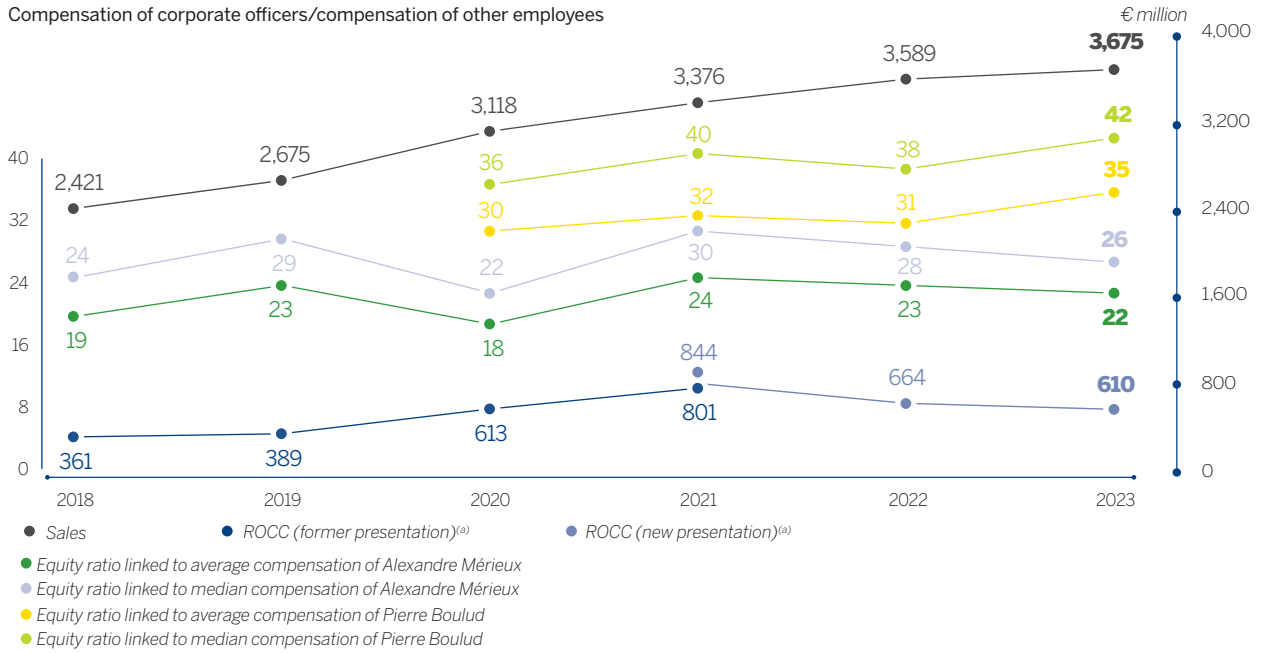
Resolutions	Policy put to vote	Percentage of votes for policy
9	Compensation of corporate officers	98.87%
10	Compensation of the Chairman and Chief Executive Officer	88.41%
11	Compensation of the Chief Operating Officer	86.51%
12	Compensation of directors	99.95%

The Company continues to pay particular attention to any comments from its shareholders, taking them into account where possible, with the aim of continuous development (see Section 7.1). In particular, the Company has provided more details on the description of the performance criteria for the variable compensation of its executive corporate officers.

4.3.2.1.1 Equity ratios

Pursuant to Article L. 22-10-9 of the French Commercial Code, information is presented below on the equity ratios between the level of compensation of executive corporate officers and the average and median compensation of the Company's employees in France.

SUMMARY OF EQUITY RATIOS



(a) Following the acquisition of Specific Diagnostics, the Company decided to change the presentation of its financial statements so that all amortization and impairment of intangible assets related to acquisitions, plus all costs related to those acquisitions, would now be grouped into a single dedicated line item in the profit & loss statement. This line is called "amortization and impairment of intangible assets related to acquisitions and acquisition-related costs" and sits under contributive operating income before non-recurring items. The data in the above table have been restated for this new rule for fiscal years 2021 and 2022.

SUMMARY OF COMPENSATION USED IN CALCULATING EQUITY RATIOS

	2019	2020	2021	2022	2023
Compensation of Alexandre Mérieux[(a)]	1,271,833	1,012,500	1,435,000	1,440,000	1,357,500
Compensation of Pierre Boulud[(b)]	N/A	1,658,519	1,923,540[(c)]	1,947,867	2,297,446

(a) In his capacity as Chairman and Chief Executive Officer from December 2017, then Chairman of the Board of Directors from July 1, 2023.
(b) In his capacity as Chief Operating Officer from March 1, 2020, then Chief Executive Officer from July 1, 2023.
(c) Corrected from the figure that appears in the 2021 Universal Registration Document because of an error in calculating the value of free shares under IFRS.

	2019	2020	2021	2022	2023
Average employee compensation	55,625	55,518	59,643[(a)]	62,659	66,362
Median employee compensation	44,171	45,612	48,520	51,652	55,005

(a) Corrected from the figure that appears in the 2021 Universal Registration Document because of an error in calculating the value of free shares under IFRS.

The Company presents the information required in the table below in accordance with the AFEP guidelines updated in February 2021.

TABLE OF RATIOS UNDER I-6 AND 7 OF ARTICLE L. 22-10-9 OF THE FRENCH COMMERCIAL CODE

		2018	2019	2020	2021	2022	2023
Change *(as %)* of the compensation compared with the previous fiscal year							
Alexandre Mérieux		0%	27%	-20%	42%	0%	-6%
Pierre Boulud		N/A	N/A	N/A	16%[a]	1%	18%
INFORMATION ABOUT THE SCOPE OF THE LISTED COMPANY							
Change *(as %)* of average employee compensation compared with the previous fiscal year		5%	6%	0.2%	7%	5%	6%
Alexandre Mérieux	Ratio compared with average employee compensation	19	23	18	24	23	22
	Change in average ratio compared with the previous fiscal year	-4%	21%	-20%	32%	-4%	-4%
Pierre Boulud	Ratio compared with average employee compensation	N/A	N/A	30	32	31	35
	Change in average ratio compared with the previous fiscal year	N/A	N/A	N/A	8%	-4%	13%
Change *(as %)* of median employee compensation compared with the previous fiscal year		4%	5%	3%	6%	6%	6%
Alexandre Mérieux	Ratio compared with median employee compensation	24	29	22	30	28	26
	Change in median ratio compared with the previous fiscal year	-4%	21%	-23%	33%	-6%	-7%
Pierre Boulud	Ratio compared with median employee compensation	N/A	N/A	36	40	38	42
	Change in median ratio compared with the previous fiscal year	N/A	N/A	N/A	9%[a]	-5%	11%
PERFORMANCE OF THE COMPANY							
Sales *(in millions of euros)*		2,421	2,675	3,118	3,376	3,589	3,675
Change compared with previous fiscal year[b]		9.9%	7.2%	19.7%	10.5%	0.2%	6.6%
Previously presented contributive operating income before non-recurring items *(in millions of euros)*[c]		361	389	613	801	N/A	N/A
Newly presented contributive operating income before non-recurring items *(in millions of euros)*[c]		N/A	N/A	N/A	844	664	610
Change compared with previous fiscal year		7.8%	6.9%	57.7%	30.8%	-21.3%	-8.2%

(a) Corrected from the figure that appears in the 2021 Universal Registration Document because of an error in calculating the value of free shares under IFRS.
(b) At constant exchange rates and on a like-for-like basis.
(c) Following the acquisition of Specific Diagnostics, the Company decided to change the presentation of its financial statements so that all amortization and impairment of intangible assets related to acquisitions, plus all costs related to those acquisitions, would now be grouped into a single dedicated line item in the profit & loss statement. This line item, labeled "Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs," appears below Contributive operating income before non-recurring items. The data in the above table have been restated for this new rule from 2021.

Methodology for calculation of the ratios

The methodology that the Company applied is based on the updated AFEP guidelines.

The ratios are calculated by taking into account the following: Only bioMérieux SA is taken into account. Compensation concerns those paid by bioMérieux SA, excluding compensation and benefits paid by Institut Mérieux, if applicable.

The calculation takes into account 3,772 employees as at December 31, 2023.

The compensation of corporate officers includes the basic salary, bonuses, employee savings (discretionary and non-discretionary profit-sharing plans) and benefits-in-kind paid during the year, as well as total free share grants for the year. It excludes Article 83 contributions and compensation paid by other companies, where applicable. Thus, the total compensation presented in these equity ratios is different from the compensation presented in Sections 4.3.2.2, 4.3.2.3 and 4.3.3.

Free shares are valued in accordance with IFRS accounting principles.

Calculation of numerator

- Taking into account the elements paid during 2023: fixed portion of the basic salary, variable portion (in respect of 2022), extraordinary compensation, employee savings (discretionary and non-discretionary profit-sharing), exceptional bonuses, directors' compensation and benefits-in-kind.
- Taking into account elements allocated during fiscal year 2023: free share allocation.

Only compensation paid by bioMérieux SA is taken into account (compensation and benefits-in-kind received from Institut Mérieux, if applicable, are not taken into account in calculating compensation).

The compensation of the following persons are taken into account:

- Alexandre Mérieux, in his capacity as Chairman and Chief Executive Officer from 2018 to June 30, 2023, then Chairman of the Board of Directors from July 1, 2023.
- Pierre Boulud, in his capacity as Chief Operating Officer from March 1, 2020 to June 30, 2023, then Chief Executive Officer from July 1, 2023

Calculation of the denominator

- Taking into account the elements paid during 2023: fixed portion of basic salary, variable portion (bonus in respect of 2022), extraordinary compensation, employee savings (discretionary and non-discretionary profit-sharing) and benefits-in-kind.
- Taking into account elements allocated during fiscal year 2023: free share allocation.

Scope: all employees of bioMérieux SA on permanent, fixed-term, PhD, and CIFRE fixed-term contracts present over two fiscal years. Work-study placements, interns, temporary employees, and expatriates are excluded.

4.3.2.1.2 Components of the compensation of directors for the 2023 fiscal year

As a reminder, in 2023, the rules for distribution of compensation allocated to directors, set by the Board of Directors meeting of December 15, 2017 on the recommendation of the Human Resources, Compensation and CSR Committee, were as follows:

In euros	Annual fixed amount[a]	Variable amount *(per meeting and per director)*
Board of Directors	5,000	5,000
Audit Committee	2,000	4,000
Human Resources, Compensation and CSR Committee	2,000	3,000
Strategy Committee		No compensation

(a) Calculated pro rata to the number of months in office of the directors.

SUMMARY TABLE OF COMPENSATION ASSIGNED TO DIRECTORS

Board members	Amounts paid in 2023 for the 2023 fiscal year *(in euros)*	Amounts paid in 2022 for the 2022 fiscal year *(in euros)*
Alexandre Mérieux	35,000	40,000
Philippe Archinard	61,000	61,000
Jean-Luc Bélingard	52,000	46,000
Frédéric Besème (until AGM of May 23, 2022)	N/A	21,986
Harold Boël	56,000	61,000
Marie-Hélène Habert-Dassault	44,000	46,000
Marie-Paule Kieny	35,000	40,000
Agnès Lemarchand (until AGM of May 23, 2023)	24,917	52,000
Fanny Letier	61,167	41,000
Sylvain Orenga[a]	52,000	13,028
TOTAL	**421,083**	**422,014**

(a) As a director of bioMérieux. Sylvain Orenga has decided to give the Fédération Chimie Energie CFDT all of the compensation awarded for his term of office as a director on the Company's Board of Directors as well as that awarded for his role as a member of the HR, Compensation and CSR Committee of the Company's Board of Directors.

OTHER COMPENSATION RECEIVED BY NON-EXECUTIVE CORPORATE OFFICERS (TABLE 3)

Jean-Luc Bélingard – director

Jean-Luc Bélingard is a director and Vice-Chairman of Institut Mérieux. As such, he received compensation as director, which was not re-invoiced to bioMérieux. Jean-Luc Bélingard is not an employee of bioMérieux.

In euros	Amounts paid for the 2023 fiscal year	Amounts paid for the 2022 fiscal year
Compensation allocated pursuant to appointment as director[a]	52,000	46,000
Other compensation[b]	25,000	25,000
TOTAL	**77,000**	**71,000**

(a) As a director of bioMérieux.
(b) Compensation paid by Institut Mérieux for his directorship.

Philippe Archinard – director

Philippe Archinard has been Chief Operating Officer of Institut Mérieux since September 15, 2020. He is in charge of technological innovation and scientific partnerships. He was previously the director of the Immunotherapy Division of Institut Mérieux. His compensation for his functions within Institut Mérieux is partly re-billed to bioMérieux, under the service provision agreement between the two companies. Philippe Archinard is not an employee of bioMérieux, and the re-billing does not contravene the rules on having employment contract and holding corporate office. The re-billed services are not related to the corporate mandate of Philippe Archinard within bioMérieux. He remains a member of Transgene's Board of Directors.

His gross variable compensation is based on his individual performance assessed against objectives set at the beginning of the year and is paid in the following year.

In euros	Amounts paid for the 2023 fiscal year	Amounts paid for the 2022 fiscal year
Compensation allocated pursuant to appointment as director[(a)]	61,000	61,000
Other compensation[(b)]	1,124,728	1,099,423
TOTAL	**1,185,728**	**1,160,423**

(a) As a director of bioMérieux. No compensation was paid to Philippe Archinard for his directorship within Institut Mérieux.

(b) Compensation paid by Institut Mérieux under his employment contract:

- *In 2022, €539,999.98 in fixed compensation, €540,000 in variable compensation, €8,316 in benefits-in-kind, and €11,106.84 for the "PER Entreprise";*
- *In 2023, €556,615.38 in fixed compensation, €540,000 in variable compensation, €8,316 in benefits-in-kind, and €19,796.40 for the "PER Entreprise" (including employer and employee contributions);*

Sylvain Orenga – director representing employees

Sylvain Orenga is an expert researcher in microbiology at bioMérieux.

In euros	Amounts paid for the 2023 fiscal year	Amounts paid in fiscal year 2022 (counting from the date May 23, 2022, the start of his term of office)
Compensation allocated pursuant to appointment as director[(a)]	52,000	13,028
Other compensation[(b)]	142,269	63,004
TOTAL	**194,269**	**76,032**

(a) As a director of bioMérieux. Sylvain Orenga has decided to give the Fédération Chimie Energie CFDT all of the compensation awarded for his term of office as a director on the Company's Board of Directors as well as that awarded for his role as a member of the HR, Compensation and CSR Committee of the Company's Board of Directors.

(b) Compensation paid by bioMérieux in respect of his employment contract: in 2022, from May 23, 2022 onward, the start of his term of office, €61,382 in fixed compensation and €1,622 for the "PER Entreprise." in 2023, €114,907 in fixed compensation, €24,477 in variable compensation, and €2,885 for the "PER Entreprise."

Other directors

In the 2023 fiscal year, the Company's other directors did not receive any compensation or benefits-in-kind from the Company, companies controlled within the meaning of Article L. 233-16 of the French Commercial Code, or the company that controls the Company in which the director's term of office is served, within the meaning of said Article, except for the above-mentioned compensation allocated to directors.

4.3.2.2 *Ex post* voting on the compensation for the Chairman of the Board of Directors in 2023

SUMMARY TABLE OF COMPENSATION ASSIGNED TO EACH EXECUTIVE CORPORATE OFFICER

The compensation elements presented in the tables below are calculated on a pro-rated basis according to the time spent in their respective roles.

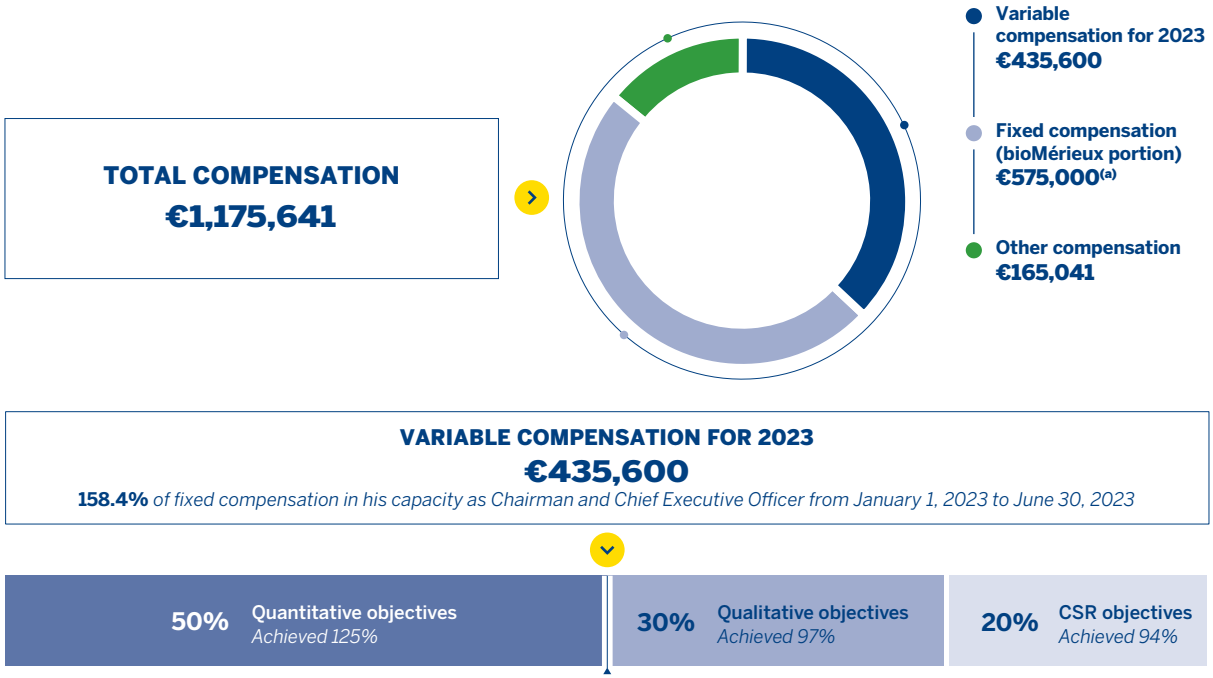
Alexandre Mérieux, in his capacity as Chairman and Chief Executive Officer from January 1, 2023 to June 30, 2023

Components of compensation due or allocated in respect of the fiscal year ended	Amounts or accounting value subject to vote from 01/01/2023 to 06/30/2023	Presentation
Fixed compensation	**€275,000**	The total fixed compensation of €275,000 was paid by bioMérieux.
Variable compensation for 2023 (payment of which is subject to shareholder approval in 2024)	**€435,600** (158.4% of fixed compensation)	The Chairman and Chief Executive Officer's variable compensation is reviewed annually by the Board of Directors, without him being present, on the recommendation of the Human Resources, Compensation and CSR Committee, and is based on his performance. In accordance with the 2023 *ex ante* voting policy: • the annual variable target of the Chairman and Chief Executive Officer is 120% of his fixed compensation in accordance with his corporate office at bioMérieux; • variable compensation is calculated as follows: *Annual bioMérieux fixed compensation as at June 30 x theoretical target for the variable portion x % individual achievement rate x Company multiplier coefficient.* The **quantitative objectives** represent 50% of the variable target. They consist of the budgetary objectives communicated by the Company, namely (i) an increase in annual sales of between +4% and +6% at constant exchange rates and on a like-for-like basis, and (ii) contributive operating income before non-recurring items comprised between €600 million and €630 million. Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the quantitative objectives had been met and exceeded. Thus, the Board of Directors validated the achievement of the quantitative objectives at 125%. The **qualitative objectives** represent 30% of the variable target. They consist of criteria related to five of the six main bioMérieux priorities for 2023 (6% per objective), including the launch of SPOTFIRE® and VITEK® REVEAL™. Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the qualitative objectives had nearly all been met or exceeded. Thus, the Board of Directors validated the achievement of the qualitative objectives at 97%. The **CSR objectives** represent 20% of the variable target. They consist of (i) the 2023 objective for diversity criteria in the CSR roadmap (10%), and (ii) the 2023 objective for greenhouse gas emissions criteria in the CSR roadmap (10%). The Company decided not to disclose the details on some criteria for confidentiality reasons. Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the CSR objectives had nearly all been met or exceeded. Thus, the Board of Directors validated the achievement of the CSR objectives at 94%. At its meeting of March 13, 2024, the Board of Directors, on the recommendation of the Human Resources, Compensation and CSR Committee, considered that these objectives had been met and exceeded, and validated the 110% attainment of individual objectives. All variable compensation for a given year is paid during the following year by bioMérieux. The amount of variable compensation awarded to Alexandre Mérieux in 2023 in respect of his duties as Chairman and Chief Executive Officer was set at €435,600 (representing 158.4% of his fixed compensation in respect of his duties within bioMérieux), calculated us the formula shown above: €275,000 x 120% (theoretical target for the variable portion) x 110% (% individual achievement rate) x 120% (Company multiplier coefficient).

Components of compensation due or allocated in respect of the fiscal year ended	Amounts or accounting value subject to vote from 01/01/2023 to 06/30/2023	Presentation
Deferred variable compensation	N/A	Alexandre Mérieux does not receive any deferred variable compensation.
Multi-year variable compensation	N/A	Alexandre Mérieux does not receive any multi-year variable compensation.
Extraordinary compensation	N/A	Alexandre Mérieux does not receive any extraordinary compensation.
Stock options, performance shares or any other element of long-term compensation	N/A	No stock options were granted. Alexandre Mérieux does not receive any performance shares.
Compensation allocated pursuant to appointment as director	**€17,500**	Alexandre Mérieux receives compensation in his capacity as director in accordance with the terms and conditions set by the Board of Directors.
Valuation of benefits	N/A	Alexandre Mérieux does not have the use of a company car.
Termination benefits	N/A	Alexandre Mérieux does not receive any termination benefits.
Benefits in connection with a non-compete clause	N/A	Alexandre Mérieux does not receive any benefits in connection with a non-compete clause.
Supplementary pension plan	**€9,304**	Alexandre Mérieux is eligible for a supplementary pension plan with the following features: defined contribution pension in accordance with PER Enterprise, to which the Company contributes up to salary bracket C.

Alexandre Mérieux, in his capacity as Chairman of the Board of Directors from July 1, 2023 to December 31, 2023;

Components of compensation due or allocated in respect of the fiscal year ended	Amounts or accounting value subject to vote from 07/01/2023 to 12/31/2023	Presentation
Fixed compensation	**€300,000**	The total fixed compensation of €300,000 was paid by bioMérieux.
Variable compensation for 2023	N/A	Alexandre Mérieux did not receive any annual variable compensation as of July 1, 2023;
Deferred variable compensation	N/A	Alexandre Mérieux does not receive any deferred variable compensation.
Multi-year variable compensation	N/A	Alexandre Mérieux does not receive any multi-year variable compensation.
Extraordinary compensation	N/A	Alexandre Mérieux does not receive any extraordinary compensation.
Stock options, performance shares or any other element of long-term compensation	N/A	No stock options were granted. Alexandre Mérieux does not receive any performance shares.
Compensation allocated pursuant to appointment as director	**€17,500**	Alexandre Mérieux receives compensation in his capacity as director in accordance with the terms and conditions set by the Board of Directors.
Valuation of benefits	**€111,433**	Benefits-in-kind consist of expenses and charges resulting from Alexandre Mérieux's secondment to the United States (coverage of accommodation costs, company car, health insurance and assistance contract, expatriation bonus, schooling fees and cost of living differential).
Termination benefits	N/A	Alexandre Mérieux does not receive any termination benefits.
Benefits in connection with a non-compete clause	N/A	Alexandre Mérieux does not receive any benefits in connection with a non-compete clause.
Supplementary pension plan	**€9,304**	Alexandre Mérieux is eligible for a supplementary pension plan with the following features: defined contribution pension in accordance with PER Enterprise, to which the Company contributes up to salary bracket C.



(a) *€275,000 in his capacity as Chairman and CEO between January 1, 2023 and June 30, 2023, and €300,000 in his capacity as Chairman of the Board of Directors between July 1, 2023 and December 31, 2023.*

4.3.2.3 *Ex post* voting on compensation for the Chief Executive Officer in 2023

SUMMARY TABLE OF COMPENSATION ASSIGNED TO EACH EXECUTIVE CORPORATE OFFICER

The compensation elements presented in the tables below are calculated on a pro-rated basis according to the time spent in their respective roles.

Pierre Boulud, in his capacity as Chief Operating Officer from January 1, 2023 to June 30, 2023

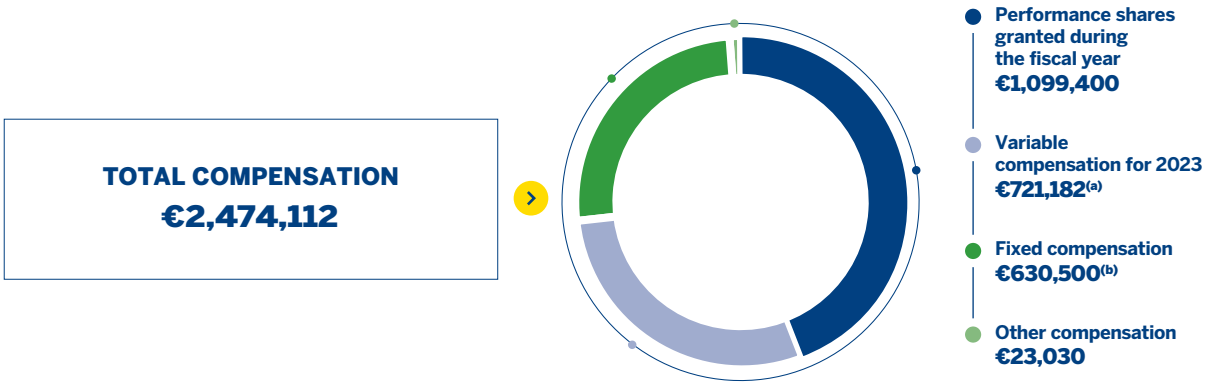
Components of compensation due or allocated in respect of the fiscal year ended	Amounts or accounting value subject to vote from 01/01/2023 to 06/30/2023	Presentation
Fixed compensation	**€280,500**	Total fixed compensation is broken down as follows: €247,500 in respect of his employment contract and €33,000 for his service as Chief Operating Officer.
Annual variable compensation for 2023 (payment of which is subject to shareholder approval in 2024)	**€259,182** (92.4% of fixed compensation)	The Chief Operating Officer's variable compensation is reviewed annually by the Board of Directors, on the basis of a recommendation from the Human Resources, Compensation and CSR Committee, and based on his performance. In accordance with the 2023 *ex ante* voting policy: • the annual variable target for the Chief Operating Officer is 70% of his fixed compensation; • variable compensation is calculated as follows: *Annual bioMérieux fixed compensation as at June 30 x theoretical target for the variable portion x % individual achievement rate x Company multiplier coefficient.* The **quantitative objectives** represent 50% of the variable target. They consist of the financial objectives set by the Company for the Clinical Operations Department, namely (i) annual growth in sales, and (ii) contributive operating income before non-recurring items; Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the quantitative objectives had been met and exceeded. Thus, the Board of Directors validated the achievement of the quantitative objectives at 120%.

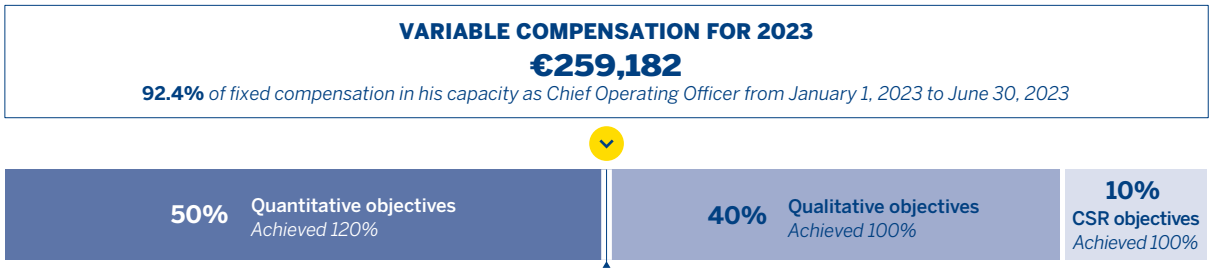
Components of compensation due or allocated in respect of the fiscal year ended	Amounts or accounting value subject to vote from 01/01/2023 to 06/30/2023	Presentation
		The **qualitative objectives** represent 40% of the variable target. They consist of criteria related to (i) the deployment of the Clinical Operations Division roadmap for 10% (particularly the Full Potential program), (ii) business development for 10%, (iii) strategy for 10%, and (iv) the successful commercial launch of SPOTFIRE® for 10%. Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the qualitative objectives had nearly all been met or exceeded. Thus, the Board of Directors validated the achievement of the qualitative objectives at 100%. The **CSR objectives** represent 10% of the variable target. They consist of criteria linked to (i) the CSR roadmap's Health pillar for 5%, and (ii) the diversity objectives of the CSR roadmap's Employees pillar for 5%. The Company decided not to disclose the details on some criteria for confidentiality reasons. Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the CSR objectives had been met. Thus, the Board of Directors validated the achievement of the CSR objectives at 100%. At its meeting of March 13, 2024, the Board of Directors, on the recommendation of the Human Resources, Compensation and CSR Committee, considered that these objectives had been met and exceeded, and validated the 110% attainment of individual objectives. All variable compensation for a given year is paid during the following year by bioMérieux. The amount of variable compensation awarded to Pierre Boulud for fiscal year 2023 in respect of his duties as Chief Operating Officer was set at €259,182 (representing 92.4% of his fixed compensation in respect of his duties within bioMérieux), calculated according to the formula recalled earlier: €280,500 x 70% (theoretical target for the variable portion) x 110% (% individual achievement rate) x 120% (Company multiplier coefficient).
Deferred variable compensation	N/A	Pierre Boulud does not receive any deferred variable compensation.
Multi-year variable compensation	N/A	Pierre Boulud does not receive any multi-year variable compensation.
Extraordinary compensation	N/A	Pierre Boulud does not receive any extraordinary compensation.
Stock options, performance shares or any other element of long-term compensation	N/A	Pierre Boulud does not receive any long-term compensation.
Compensation allocated pursuant to appointment as director	N/A	Pierre Boulud is not a director of the Company.
Valuation of benefits	**€891**	Pierre Boulud is provided with a company car.
Termination benefits	N/A	Pierre Boulud does not receive any termination benefits.
Benefits in connection with a non-compete clause	N/A	Pierre Boulud was not subject to a non-compete clause for this period.
Supplementary pension plan	**€11,349.94**	Pierre Boulud is eligible for a supplementary pension plan with the following features: defined contribution pension in accordance with PER Enterprise, to which the Company contributes up to salary bracket C, in respect of his employment contract (€10,162.18) and corporate office (€1,187.76).

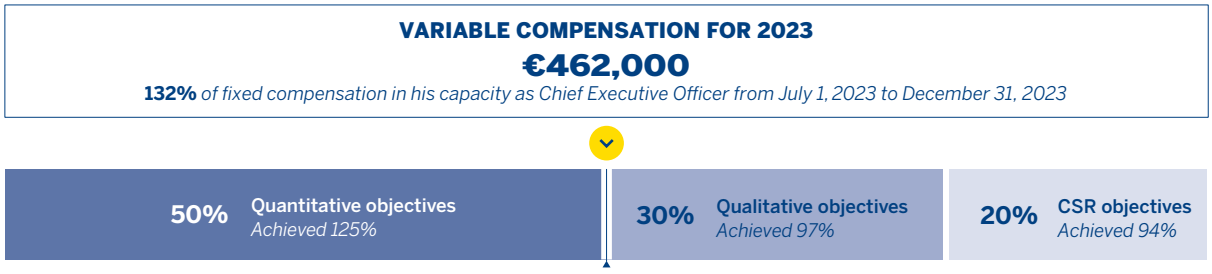
Pierre Boulud, in his capacity as Chief Executive Officer from July 1, 2023 to December 31, 2023

Components of compensation due or allocated in respect of the fiscal year ended	Amounts or accounting value subject to vote from 07/01/2023 to 12/31/2023	Presentation
Fixed compensation	**€350,000**	Total fixed compensation of €350,000 was paid in respect of his corporate office.
Variable compensation for 2023 (payment of which is subject to shareholder approval in 2024)	**€462,000** (132% of fixed compensation)	The Chief Executive Officer's variable compensation is reviewed annually by the Board of Directors, on the basis of a recommendation from the Human Resources, Compensation and CSR Committee, and based on his performance. In accordance with the 2023 *ex ante* voting policy: • the annual variable target for the Chief Executive Officer is 100% of his annual fixed compensation; • variable compensation is calculated as follows: *Annual bioMérieux fixed compensation as at December 31 x theoretical target for the variable portion x % individual achievement rate x Company multiplier coefficient.* The objectives set for Pierre Boulud as of July 1, 2023 and for the current year break down as follows: The **quantitative objectives** represent 50% of the variable target. They consist of the budgetary objectives communicated by the Company, namely (i) an increase in annual sales of between +4% and +6% at constant exchange rates and on a like-for-like basis, and (ii) contributive operating income before non-recurring items comprised between €600 million and €630 million. Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the quantitative objectives had been met and exceeded. Thus, the Board of Directors validated the achievement of the quantitative objectives at 125%. The **qualitative objectives** represent 30% of the variable target. They consist of criteria related to five of the six main bioMérieux priorities for 2023 (6% per objective), including the launch of SPOTFIRE® and VITEK® REVEAL™. Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the qualitative objectives had nearly all been met or exceeded. Thus, the Board of Directors validated the achievement of the qualitative objectives at 97%. The **CSR objectives** represent 20% of the variable target. They consist of (i) the 2023 objective for diversity criteria in the CSR roadmap (10%), and (ii) the 2023 objective for greenhouse gas emissions criteria in the CSR roadmap (10%). Based on the Company's performance, the Human Resources, Compensation and CSR Committee considered that the CSR objectives had nearly all been met or exceeded. Thus, the Board of Directors validated the achievement of the CSR objectives at 94%. At its meeting of March 13, 2024, the Board of Directors, on the recommendation of the Human Resources, Compensation and CSR Committee, considered that these objectives had been met and exceeded, and validated the 110% attainment of individual objectives. All variable compensation for a given year is paid during the following year by bioMérieux. The amount of variable compensation awarded to Pierre Boulud for fiscal year 2023 in respect of his duties as Chief Executive Officer was set at €462,000 (representing 132% of his fixed compensation in respect of his duties within bioMérieux), calculated according to the formula recalled earlier: €350,000 x 100% (theoretical target for the variable portion) x 110% (% individual achievement rate) x 120% (Company multiplier coefficient).
Deferred variable compensation	N/A	Pierre Boulud does not receive any deferred variable compensation.
Multi-year variable compensation	N/A	Pierre Boulud does not receive any multi-year variable compensation.
Extraordinary compensation	N/A	Pierre Boulud does not receive any extraordinary compensation.

Components of compensation due or allocated in respect of the fiscal year ended	Amounts or accounting value subject to vote from 07/01/2023 to 12/31/2023	Presentation
Stock options, performance shares or any other element of long-term compensation	**€1,099,400**	Pierre Boulud was granted 11,500 performance shares on August 31, 2023, valued according to the IFRS 2 accounting method (share price of €95.60). The grant included 2,300 shares whose vesting conditions are linked to the Company's outperformance.
Compensation allocated pursuant to appointment as director	N/A	Pierre Boulud is not a director of the Company.
Valuation of benefits	**€891**	Pierre Boulud is provided with a company car.
Termination benefits	N/A	Pierre Boulud does not receive any termination benefits.
Benefits in connection with a non-compete clause	N/A	Pierre Boulud is subject to a non-compete clause, but no non-compete compensation has been paid to him to date.
Supplementary pension plan	**€9,898.20**	Pierre Boulud is eligible for a supplementary pension plan with the following features: defined contribution pension in accordance with PER Enterprise, to which the Company contributes up to salary bracket C, in respect of his corporate office.







(a) *€259,182 in his capacity as Chief Operating Officer between January 1, 2023 and June 30, 2023, and €462,000 in his capacity as Chief Executive Officer between July 1, 2023 and December 31, 2023.*
(b) *€280,500 in his capacity as Chief Operating Officer between January 1 2023 and June 30, 2023, and €350,000 in his capacity as Chief Executive Officer between July 1, 2023 and December 31, 2023.*

4.3.2.4 Commitments made in favor of corporate officers

In 2023, the Company made no commitments of any kind other than those mentioned in this chapter to its corporate officers regarding compensation, indemnities or benefits due or likely to be due in connection with their appointment, termination or change of office or subsequent thereto.

4.3.3 Other information on the compensation of executive corporate officers

The information below corresponds to the information on compensation of executive corporate officers that appears in the AMF recommendation that had not already been provided above.

SUMMARY OF COMPENSATION, STOCK OPTIONS AND SHARE GRANTS (TABLE 1)

Alexandre Mérieux – Chairman and Chief Executive Officer from 01/01/2023 to 06/30/2023, then Chairman of the Board of Directors from 07/01/2023 to 12/31/2023

	2023		
In euros	From 07/01/2023 to 12/31/2023	From 01/01/2023 to 06/30/2023	2022
Compensation allocated for the fiscal year[(a)]	478,285	777,452	1,382,520
Value of stock options granted during the fiscal year	0	0	0
Value of performance shares granted during the fiscal year	0	0	0
Value of the other long-term compensation plans	0	0	0
TOTAL	**478,285**	**777,452**	**1,382,520**

(a) Compensation due for each fiscal year (fixed compensation paid by bioMérieux SA as well as Institut Mérieux, variable compensation, benefits-in-kind, compensation allocated pursuant to appointment as director, excluding the amount paid for the supplementary retirement scheme, see Table 2), i.e. a total compensation, including the sum paid to the supplementary retirement scheme (including the employer contribution share and the employee contribution share for 2023) of €1,275,533.

Pierre Boulud – Chief Operating Officer from 01/01/2023 to 06/30/2023, then Chief Executive Officer from 07/01/2023 to 12/31/2023

	2023		
In euros	From 07/01/2023 to 12/31/2023	From 01/01/2023 to 06/30/2023	2022
Compensation allocated for the fiscal year[(a)]	812,891	540,573	1,045,497
Value of stock options granted during the fiscal year	0	0	0
Value of performance shares granted during the fiscal year[(b)]	1,099,400	0	761,355
Value of the other long-term compensation plans	0	0	0
TOTAL	**1,912,291**	**540,573**	**1,806,852**

(a) Compensation due for each fiscal year (fixed compensation paid by bioMérieux SA, variable compensation, benefits-in-kind, compensation allocated pursuant to appointment as director, excluding the amount paid for the supplementary retirement scheme, see Table 2), i.e. a total compensation, including the sum paid to the supplementary retirement scheme, of €2,474,112.

(b) According to the IFRS 2 calculation methodology. In 2023, valuation of all performance shares granted: €1,099,400 (see Table 6).

SUMMARY OF COMPENSATION TO EXECUTIVE CORPORATE OFFICERS (TABLE 2)

Alexandre Mérieux – Chairman and Chief Executive Officer from 01/01/2023 to 06/30/2023, then Chairman of the Board of Directors from 07/01/2023 to 12/31/2023

	Amounts for fiscal year 2023, from 07/01/2023 to 12/31/2023 in his role as Chairman of the Board of Directors		Amounts for fiscal year 2023, from 01/01/2023 to 06/30/2023 in his role as Chief Executive Officer		Amounts for fiscal year 2022	
In euros	**Allocated**	**Paid[a]**	**Allocated**	**Paid[a]**	**Allocated**	**Paid[a]**
Fixed compensation (bioMérieux)	300,000[e]	300,000[e]	275,000[e]	275,000[e]	500,000	500,000
Fixed compensation (Institut Mérieux)	46,987[e]	46,987[e]	46,987[e]	46,987[e]	90,556	90,556
Total fixed compensation	**346,987[e]**	**346,987[e]**	**321,987[e]**	**321,987[e]**	**590,556**	**590,556**
Variable compensation (bioMérieux)[b]	0[f]	0	435,600[e][f]	747,500[g]	747,500	900,000
Variable compensation (Institut Mérieux)	0	0	0	0	0	0
Extraordinary compensation	0	0	0	0	0	0
Total variable compensation	**0**	**0**	**435,600[e]**	**747,500**	**747,500**	**900,000**
Target variable compensation as a % of total compensation (bioMérieux portion only)[b]	N/A	N/A	120%	100%	100%	100%
Actual variable compensation in % (bioMérieux portion only)[b]	N/A	N/A	158.4%	149.5%	149.5%	180%
Maximum variable compensation in % (bioMérieux portion only)[b]	N/A	N/A	270%	180%	180%	180%
Compensation allocated pursuant to appointment as director	17,500[e]	17,500[e]	17,500[e]	17,500[e]	40,000	40,000
Benefits-in-kind[c]	113,798[e]	113,798[e]	2,365[e]	2,365[e]	4,464	4,464
TOTAL[d]	**478,285**	**478,285**	**777,452**	**1,089,352**	**1,382,520**	**1,535,020**

(a) Details per relevant fiscal year. For variable compensation, it represents for 2022 the amount actually paid in 2023, and for 2021 the one paid in 2022.
(b) Variable compensation is calculated based on his salary at June 30, 2023 in his capacity as Chairman and Chief Executive Officer. All percentages are calculated on this basis when they concern amounts payable for the fiscal year.
(c) Company car provided by Institut Mérieux and benefits related to his secondment in his capacity as Chairman of the Board of Directors.
(d) Does not include the amount paid to the supplementary pension scheme, unlike the amounts listed in Section 4.3.2.2.
(e) The compensation elements are calculated on a pro-rated basis according to the time spent in his respective roles.
(f) Variable compensation awarded in 2023 that will be payable in 2024.
(g) Variable compensation paid in the first half of 2023 for 2022.

Pierre Boulud – Chief Operating Officer from 01/01/2023 to 06/30/2023, then Chief Executive Officer from 07/01/2023 to 12/31/2023.

	Amounts for fiscal year 2023, from 07/01/2023 to 12/31/2023 in his role as Chief Executive Officer		Amounts for fiscal year 2023, from 01/01/2023 to 06/30/2023 in his role as Chief Operating Officer		Amounts for fiscal year 2022	
In euros	Allocated	Paid[a]	Allocated	Paid[a]	Allocated	Paid[a]
Fixed compensation (bioMérieux, including corporate office)	350,000[e]	350,000[e]	280,500[e]	280,500[e]	510,000	510,000
Total fixed compensation	**350,000[e]**	**350,000[e]**	**280,500[e]**	**280,500[e]**	**510,000**	**510,000**
Variable compensation (bioMérieux)[b]	462,000[e][f]	0	259,182[e][f]	533,715[g]	533,715	642,600
Extraordinary compensation	0	0	0	0	0	0
Total variable compensation	**462,000[e]**	**0**	**259,182[e]**	**533,715**	**533,715**	**642,600**
Target variable compensation as a % of total compensation (bioMérieux portion only)[b]	100%	100%	70%	70%	70%	70%
Actual variable compensation in % (bioMérieux portion only) [b]	132%	N/A	92.4%	104.7%	104.7%	126%
Maximum variable compensation in % (bioMérieux portion only) [b]	225%	N/A	157.5%	126%	126%	126%
Compensation allocated pursuant to appointment as director	N/A	N/A	N/A	N/A	N/A	N/A
Benefits-in-kind[c]	891[e]	891[e]	891[e]	891[e]	1,782	1,782
TOTAL[d]	**812,891**	**350,891**	**540,573**	**815,106**	**1,045,497**	**1,154,382**

(a) Details per relevant fiscal year. For variable compensation, it represents for 2022 the amount actually paid in 2023, and for 2021 the one paid in 2022.
(b) Variable compensation is calculated based on his salary at June 30, 2023 in his capacity as Chief Operating Officer, and on his salary at December 31, 2023 in his capacity as Chief Executive Officer. All percentages are calculated on this basis when they concern amounts payable for the fiscal year.
(c) Company car.
(d) Does not include the amount paid to the supplementary pension scheme, unlike the amounts specified in Section 4.3.2.3.
(e) The compensation elements are calculated on a pro-rated basis according to the time spent in his respective roles.
(f) Variable compensation awarded in 2023 that will be payable in 2024.
(g) Variable compensation paid in the first half of 2023 for 2022.

PERFORMANCE SHARES GRANTED DURING THE FISCAL YEAR TO EACH EXECUTIVE CORPORATE OFFICER BY THE ISSUER AND BY ALL GROUP COMPANIES (TABLE 6)

Name	Plan No. and date	Number of shares granted during the year[a]	Valuation of shares according to the method used for the consolidated financial statements[b]	Vesting date	Availability date	Performance criteria
Pierre Boulud	230831 EC August 31, 2023	11,500	1,099,400	August 31, 2026	August 31, 2026	Yes[c]
Pierre Boulud	220830 EC August 30, 2022	7,875	761,355	August 30, 2025	August 30, 2025	Yes[c]
Pierre Boulud	EC 2021 A&B August 31, 2021	7,625	791,856	August 31, 2024	August 31, 2024	Yes[c]

(a) In 2023, the methodology for calculating the number of shares granted was based on the share price on the day of the Board of Directors' meeting.
(b) According to the IFRS 2 calculation methodology.
(c) The plans provide different conditions for tranche A or tranche B. Tranche A represents 80% of the shares whose vesting conditions are based on the Company's performance and the presence of employees. The conditions for the vesting of tranche B (20% of the shares) are based on Company outperformance.

SUMMARY OF THE INFORMATION PRESENTED ABOVE (TABLE 11) – AS OF JULY 1, 2023

Executive corporate officers	Employment contract[a]		Supplementary pension plan[b]		Indemnities or benefits due or likely to be due as a result of a termination or change of office		Indemnities relating to a non-compete clause in the event of termination and activation of the clause	
	Yes	No	Yes	No	Yes	No	Yes	No
Alexandre Mérieux								
Chairman of the Board of Directors First appointment as director: 04/16/2004 Term expires: at the end of the 2026 AGM	√ (Suspended)		√			√		√
Pierre Boulud								
Chief Executive Officer Non-director Start date of term of Chief Executive Officer: 07/01/2023 Date the term of Chief Executive Officer expires: at the end of the 2026 AGM	√ (Suspended)		√			√	√	

(a) Alexandre Mérieux receives compensation paid by Institut Mérieux which is not re-billed to bioMérieux. He does not have an employment contract with bioMérieux for his compensation as executive corporate officer.

(b) Alexandre Mérieux is eligible for a supplementary pension plan as part of his compensation paid by Institut Mérieux. This compensation has the following features: defined-contribution pension in accordance with PER Entreprise, to which the Company contributes up to salary bracket C. Alexandre Mérieux is also eligible for a defined contribution supplementary pension plan as part of his compensation paid by bioMérieux (PER Entreprise), to which the Company contributes up to salary bracket C. Pierre Boulud is eligible for a defined-contribution supplementary pension plan (PER Enterprise), to which the Company contributes up to salary bracket C.

OTHER TABLES REFERRED TO IN AMF RECOMMENDATION NO. 2021-02

The other tables in AMF Recommendation No. 2021-02 are not listed in the table below.

Table 4 (Subscription or purchase options awarded during the year to each executive corporate officer by the issuer and by any Group company), table 5 (Subscription or purchase options exercised during the year by each executive corporate officer), and table 7 (Performance shares that have become available during the year for each executive corporate officer) are not required as no stock options have been granted or exercised by the executive corporate officers and no performance shares were granted or became available during the year.

Table 8 (Past awards of stock options) and table 9 (Stock options granted to the top 10 grantees other than corporate officers and options exercised by them) are not required as no stock options or performance shares were awarded by the Company to corporate officers/executive corporate officers.

Table 10 (Past free share grants) is shown in Section 7.7.

4.3.4 Loans and securities granted to corporate officers

N/A.

4.3.5 Amounts provisioned or recognized by the Company or its subsidiaries for the payment of pensions, retirement or other benefits

N/A.

4.4 Main related-party transactions

4.4.1 Procedures for evaluating current agreements and regulated agreements

Pursuant to Article L. 22-10-12 of the French Commercial Code, the Company has instituted a procedure for evaluating the current agreements and the related-party agreements described in an internal charter.

This charter, approved by the Board of Directors on December 12, 2019, was prepared in concert with Institut Mérieux and the Group's other companies. Its purpose is (i) to define the criteria selected by bioMérieux to qualify an agreement as a related-party agreement to distinguish it from agreements on current operations concluded under normal conditions, (ii) to break down, if appropriate, the authorization procedure required by law, and (iii) to define the internal control methodology for agreements. The charter is established to prevent conflicts of interest and to respect the transparency of any agreements considered related-party agreements.

The Board of Directors has delegated to the Audit Committee the annual review of the charter and current agreements. The Audit Committee will make a report on it to the Board of Directors each year.

This charter is published on the bioMérieux website. It is regularly updated upon recommendation by the Audit Committee.

4.4.2 Description of main related parties

The Company describes the activities of the main entities with which it has entered into agreements below.

Institut Mérieux

Institut Mérieux owns 58.9% of bioMérieux (see Section 7.4.1).

As at December 31, 2023, Alexandre Mérieux, Chairman of the Board of Directors of the Company, is a director, Vice Chairman and Chief Operating Officer of Institut Mérieux, Philippe Archinard, director, is Chief Operating Officer of Institut Mérieux and Jean-Luc Bélingard, director, is also a director and Vice Chairman at Institut Mérieux (see Section 4.2.4). They therefore do not take part in the votes of all the agreements with this company.

Institut Mérieux's aim is to fight infectious diseases and cancer, taking a global and long-term view.

Together with its subsidiaries, it develops complementary approaches to address current public health issues: from preventing health risks to developing innovative treatments, as well as the key diagnostics stage.

Institut Mérieux's activities are anchored in a long tradition of entrepreneurship in industrial biology. The Mérieux family's commitment to serving biology goes back to 1897, when Institut Mérieux was created by Marcel Mérieux, a student of Louis Pasteur.

A pioneer in industrial biology, Institut Mérieux defends an entrepreneurship model that gives meaning to performance, with just one purpose: to achieve progress in global public health.

Institut Mérieux focuses its activities on:

- reinvesting in its subsidiaries and minority interests in order to innovate and prepare for the future;
- societal initiatives, in particular supporting the commitment of the Mérieux Foundations, two independent family foundations dedicated to fighting infectious diseases in disadvantaged countries.

Fondation Christophe et Rodolphe Mérieux

Holding one third of share capital, the Fondation Christophe and Rodolphe Mérieux is Institut Mérieux's major shareholder, safeguarding its humanist and long-term vision.

The Fondation Christophe et Rodolphe Mérieux, under the aegis of the Institut de France, is the major shareholder of Institut Mérieux, holding 32% of its shares (see Section 1.1.2).

As at December 31, 2023, Alexandre Mérieux, Chairman of the Board of Directors, is a director of Fondation Christophe et Rodolphe Mérieux (see Section 4.2.4). He does therefore not take part in the votes of all the agreements with this company.

Mérieux Foundation

The Mérieux Foundation is an independent family foundation recognized as a public utility and created in 1967. It fights against infectious diseases in developing countries. Its main actions are described in Section 3.8.4.2.

As at December 31, 2023, Alexandre Mérieux, Chairman of the Board of Directors, and Marie-Paule Kieny, director, are directors of Mérieux Foundation (see Sections 4.2.4 and 4.2.5). They therefore do not take part in the votes of all the agreements with this company.

Mérieux NutriSciences

Mérieux NutriSciences is a company of the Institut Mérieux group (see Section 1.1.2).

As at December 31, 2023, Alexandre Mérieux, Chairman of the Board of Directors, and Harold Boël, director, are Chairman and director respectively of Mérieux NutriSciences Corp. (see Sections 4.2.4 and 4.2.5). They therefore do not take part in the votes of all the agreements with this company.

Mérieux NutriSciences provides a wide range of analytical and expert solutions to the food industry throughout its customers' value chain. It offers advice, auditing and training that goes beyond analytical controls. Strengthened by its membership of Institut Mérieux and its Silliker heritage, Mérieux NutriSciences has been recognized for its expertise in food safety for over 50 years. Its scientific expertise and experience in the food sector enable it to provide the best solutions to meet the challenges of food safety, quality and sustainability. Over the years, its expertise has been extended to other sectors whose activities have a daily impact on the health of consumers, such as the water and environmental sectors, agrochemicals, consumer goods, pharmaceuticals and cosmetics.

4.4.3 Service agreements between members of the Board of Directors and the Company or one of its subsidiaries

None of the members of the administrative, management or supervisory bodies has a service agreement with the Company or one of its subsidiaries providing for the payment of benefits. There are service agreements between bioMérieux and certain Group companies that have executive officers in common, as described below.

4.4.4 Description of transactions

The Statutory Auditors' report on related-party agreements for fiscal year 2022 and the description of transactions with related parties are presented in Section 4.4.5 and Section 6.1.2 (Note 30.2) and in Section 6.2.2 (Note 21.3) of the 2022 Registration Document filed with the French financial markets authority (*Autorité des marchés financiers* – AMF) on March 22, 2023.

For 2023, transactions with related parties are described in this document in Section 6.1.2 (Note 30.2) and Section 6.2.2 (Note 21.3).

In particular, in 2023, the following agreements, outside the scope of the regulated agreements referred to in Articles L. 225-38, continued:

- a consulting and services agreement between Institut Mérieux, which owns 58.9% of bioMérieux SA, and bioMérieux Inc. for an amount of €4.3 million;
- a consulting and services agreement between Institut Mérieux, which owns 58.9% of bioMérieux SA, and BioFire Diagnostics, for an amount of €5.2 million.

The Statutory Auditors' special report on related-party agreements for the fiscal year 2023 is presented below (see Section 4.4.5). The details of these agreements are set out in the table on the next page.

LIST OF AGREEMENTS CONTINUED IN 2023

At its December 2023 meeting, the Board of Directors carried out an annual review of the related-party agreements and confirmed, following discussion, that the previously authorized agreements and addenda still met the criteria on which basis it had granted prior authorization, and that these authorizations therefore remained in force.

ADDENDUM TO THE AGREEMENT FOR THE PROVISION OF SERVICES

Institut Mérieux

Addendum signed on February 18, 2021; agreement signed initially on April 23, 2015, modified by addendum in 2019.

The contract defines the rules for re-billing services to bioMérieux provided by Institut Mérieux in its capacity as the Group's lead holding company. These services consist in (i) recurring assistance missions performed for all companies of the Institut Mérieux Group in the administrative and scientific fields and representing the companies in the Institut Mérieux Group, both in France and abroad; and (ii) assignments carried out, on a permanent or more occasional basis, for the sole benefit of bioMérieux.

The addendum of 2019 changed (i) the list of services provided, by adding the internal audit (according to the tasks actually carried out on behalf of bioMérieux) and risk and compliance functions, which will be performed by Institut Mérieux, (ii) the rules for re-billing services provided by Institut Mérieux in its capacity as the Group's lead holding company. The margins that apply are modified in accordance with the OECD's rules, by applying an 8% margin to all expenses incurred by Institut Mérieux except for expenses incurred by Institut Mérieux at the request of another entity, for practical and administrative reasons (pass-through costs), which will continue to be billed at cost price, and expenses incurred by Institut Mérieux in order to carry out specific services that are purely administrative, benefit a Group entity, and will be re-billed, applying a 5% margin.

It should also be noted that Institut Mérieux wishes to strengthen its Group Audit Department, including internal audit, risk management and compliance activities. This is in order to pursue the objective of consistency in the risk management and safeguarding processes in Institut Mérieux and its controlled companies, in order to meet all the legal and regulatory obligations that are incumbent upon it.

This new organization allows bioMérieux to cease the administrative management of the employees on this team, who are henceforth employees of Institut Mérieux and who are billed to bioMérieux for time spent solely on the missions carried out for it. Since 2019, the cost for bioMérieux is equivalent overall, on a like-for-like basis, given the simplification, for bioMérieux, of the management of the employees of this department. This change does not involve any change for the bioMérieux Audit Committee or its engagements. The Audit Committee continues to approve the auditing plan and monitor its implementation, receive audit reports, and generally hear the views of the head of internal auditing, who is invited to every session of the Audit Committee.

Since 2019, for the sake of transparency and in order to allow bioMérieux to define its own re-billing rules for its subsidiaries, Institut Mérieux bills bioMérieux for all of the defined services to be paid for by bioMérieux and its subsidiaries, according to the applicable allocation criteria, so that bioMérieux can re-bill its subsidiaries directly, without a mark-up.

This new addendum changes the allocation key used only for the re-billing of internal audit services: (i) the costs corresponding to exceptional engagements specific to one of the companies of the Institut Mérieux Group when they exceed a certain materiality threshold will be billed directly to the company concerned, without breaking it down; and (ii) all the other costs corresponding to the other engagements performed by Institut Mérieux for its subsidiaries will be assigned to each company of the Institut Mérieux Group based on two (2) criteria: headcount and number of countries in which the company records more than €2 million of sales.

Motivations of the Board of Directors:

The agreement was justified in 2015 by the Company's need to benefit from the support of Institut Mérieux, which has staff with high-level skills, particularly in strategy, public relations and human resources, as well as in scientific, industrial, legal and financial matters. In its capacity as lead holding company, Institut Mérieux provides assistance to the Group's companies, thus providing efficiency and coherence that would be difficult to achieve without an entity that coordinates the policies of each Group company including bioMérieux. This is the trade-off for belonging to the Institut Mérieux Group.

This new addendum is justified by the commitment to better reflect the internal audit resources and services actually placed at the disposal of bioMérieux and the other companies of the Institut Mérieux Group. In particular, this modification should be reflected in a reduction in internal audit costs for bioMérieux.

SPONSORSHIP AGREEMENT AND ITS ADDENDUM	
Mérieux Foundation	Agreement signed initially on March 08, 2011, modified by addendum in 2015. The annual budget is voted by the Board of Directors (see Section 3.8.4.1). **Motivations of the Board of Directors:** The addendum to the sponsorship agreement with the Mérieux Foundation is in line with the Company's general philanthropy policy and is driven by the Company's support of the humanitarian activities and goals of the foundations over the long term, in the field of public health, which is its area of operation.
AGREEMENT RELATING TO THE MANAGEMENT OF EMPLOYEE MOBILITY WITHIN THE MÉRIEUX GROUP	
Institut Mérieux, Mérieux NutriSciences, Thera, ABL, Transgene, Mérieux Développement, Mérieux Foundation	Agreement signed in 2017. This agreement provides that severance payments for employment contracts and/or the retirement of employees who have worked for Group companies, whose seniority was made retroactive without compensation, be divided equitably between the parties. This division is made prorata based on compensation paid by each Mérieux Group company that benefited from the employees' services, except for compensation that constituted the basis for a previous severance payment. **Motivations of the Board of Directors:** The Company shares severance payments under its employees' employment contracts among each of the Mérieux Group companies for which such employees also worked, based on common rules and conditions.
SERVICE AGREEMENT AND ITS ADDENDUM	
Mérieux Foundation	Agreement initially signed on January 1, 2011, and amended in 2015. **Motivations of the Board of Directors:** The Company places at the disposal of the Mérieux Foundation the skills and resources necessary for meeting some of the Foundation's needs, so that it can carry out its public interest missions, financed by the Company through sponsorship agreements.
SPECIFIC DIAGNOSTICS RESTRICTION AGREEMENT BETWEEN BIOMÉRIEUX AND THE INSTITUT MÉRIEUX	
Institut Mérieux	Restriction agreement dated May 18, 2022, entered into by the Company and the Institut Mérieux for the acquisition of the US company Specific Diagnostics by the Company. **Motivations of the Board of Directors:** On May 18, 2022, bioMérieux acquired the American company Specific Diagnostics, a company who developed a fast antimicrobial susceptibility test (AST) system which delivers a phenotypic AST directly from a positive blood culture. When the Merger Agreement was signed on April 11, 2022, it was planned for the majority shareholder of bioMérieux, the Institut Mérieux, and the Contributor (collectively Paul Rhodes, Jess Rhodes, Stéphanie Rhodes and Samantha Kahn) to sign a Stock Restriction Agreement in the presence of bioMérieux, providing for certain restrictions relative to bioMérieux shares held by the Contributor in connection with the Contribution and especially an obligation of non-transferability of the shares of the Contributor for a period of one year subject to certain usual exceptions, a two-year standstill obligation and other usual transfer restrictions for this type of non-controlling interest. The conclusion of this stock restriction agreement by bioMérieux and the Institut Mérieux, the controlling shareholder company within the meaning of Article L. 233-3 of the French Commercial Code, was subject to prior authorization by the Board of Directors of May 18, 2022 in accordance with the procedure for prior authorization by the Board of Directors of the regulated agreements falling under Article L. 225-38 of the French Commercial Code.

4.4.5 Statutory Auditors' special report on regulated agreements

This is a free translation into English of the Statutory Auditors' special report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with French law and professional auditing standards applicable in France.

At the bioMérieux Annual General Meeting,

In our capacity as Statutory Auditors of bioMérieux, we hereby present our report on regulated agreements to you.

It is our responsibility to report to you, based on the information provided to us, the principal features, terms and conditions of the agreements and commitments that have been disclosed to us or that we may have identified as part of our engagement, without commenting on their relevance or substance or identifying any undisclosed agreements or commitments. Under Article R. 225-31 of the French Commercial Code, it is your responsibility to determine whether the agreements are appropriate and should be approved.

Where applicable, it is our responsibility to provide you with the information required by Article R. 225-31 of the French Commercial Code in relation to the implementation during the previous fiscal year of agreements already approved by the Annual General Meeting.

We have performed the procedures that we deemed necessary in accordance with the professional standards of the Compagnie Nationale des Commissaires aux Comptes (CNCC) relating to this engagement. These procedures consisted of verifying that the information provided to us is consistent with the underlying documents.

Agreements submitted for the approval of the Annual General Meeting

We inform you that we have not been given notice of any agreement authorized and concluded during the previous fiscal year to be submitted for approval to the Annual General Meeting pursuant to the provisions of Article L. 225-38 of the French Commercial Code.

Agreements already approved by the Annual General Meeting

Pursuant to Article R. 225-30 of the French Commercial Code, we were informed of the following agreements approved by the Annual General Meeting in prior years, which remained in place during the previous fiscal year.

With the Mérieux Foundation

People concerned

Alexandre Mérieux, Chairman of your company and director of Mérieux Foundation and Marie-Paule Kieny, independent director of your company and director of Mérieux Foundation.

Addendum to the sponsorship agreement concluded on March 8, 2011

Nature and purpose

The Mérieux Foundation's sponsorship agreement concluded on March 8, 2011, was approved by the Board of Directors on December 18, 2014 and took effect on January 1, 2015 for an indefinite period.

Your company donates cash and assigns some of its employees to initiatives carried out on behalf of the Mérieux Foundation, as part of your corporate philanthropy strategy. The total amount represented by these donations and by the employees made available is determined and voted on each year by the Board of Directors.

This sponsorship agreement is "in line with your company's general philanthropy policy" and is driven "by your company's support of the humanitarian activities and goals of the foundations over the long term, in the field of public health, which is your company's area of operation."

Terms and conditions

During the fiscal year ended December 31, 2023, your company recorded an expense of a total amount of €2,700,641 in donations to the Mérieux Foundation.

Addendum to the service agreement dated January 1, 2011

Nature and purpose

The agreement covering services provided to the Mérieux Foundation by your company, was approved by the Board of Directors on December 18, 2014 and took effect on January 1, 2015 for an indefinite length of time.

Your company provides the Mérieux Foundation with human resources by assigning some of its employees to carry out Fondation work in biology, and by supplying administrative support and IT staff. These services are compensated in accordance with the regulation applicable to intragroup transfer prices, with an 8% margin added for the reimbursement of service costs, excluding biology services (categorized as research and development under the terms of the regulation on transfer prices), and a 10% margin added for the reimbursement of biology service costs.

The continuation of this contract is motivated by the interest of your company to provide the Mérieux Foundation with the skills and resources necessary for meeting some of the Foundation's needs, so that it can carry out its public interest missions, which your company also finances through sponsorship agreements.

Terms and conditions

In the year ended December 31, 2023, your company reported profits of €113,942.35.

With Institut Mérieux

People concerned

Alexandre Mérieux, Chairman of your company and Chief Operating Officer and Vice-Chairman of Institut Mérieux, Jean-Luc Bélingard, director of your company and director and Vice-Chairman of Institut Mérieux and Philippe Archinard, director of your company and Chief Operating Officer of Institut Mérieux.

Nature and purpose

An addendum to the service agreement provided by Institut Mérieux signed on April 23, 2015 was authorized by the Board of Directors on February 25, 2020 and signed on March 1, 2021 for an indefinite period.

This addendum, agreed by your company and its parent company, aims to modify the allocation key used only for re-invoicing internal audit services. The contract provides for an allocation key for the current service costs to all companies in the Institut Mérieux Group based on three criteria: payroll, revenue and fixed assets of each company. This allocation key remains applicable except for internal audit services, which will be invoiced as follows under the addendum:

- costs corresponding to specific missions of an exceptional nature provided to one of the companies in the Institut Mérieux Group, as soon as they exceed a certain materiality threshold, will be invoiced directly to the company concerned, without any breakdown; and
- all the other costs corresponding to the other missions performed by Institut Mérieux for its subsidiaries will be assigned to each company of the Institut Mérieux Group based on two criteria: headcount and number of countries in which the company records more than €2 million of sales.

This addendum is justified by the "commitment to better reflect the internal audit resources and services actually placed at the disposal of your company and the other companies of the Institut Mérieux Group. In particular, this modification should be reflected in a reduction in internal audit costs for your company."

An initial addendum had been authorized by the Board of Directors on December 20, 2018, the purpose of which was to amend the list of services rendered and the rules for re-invoicing your company for services rendered by Institut Mérieux in its capacity as the holding company of the Institut Mérieux Group.

Terms and conditions

For the year ended December 31, 2023, your company recorded liabilities of €13,210,349.79 and earnings of €9,457,694, of which €5,197,519 was from BioFire Diagnostics and €4,260,175 from bioMérieux Inc.

With Institut Mérieux, Mérieux NutriSciences, Transgène, ABL, Thera Conseil, Mérieux Développement and the Mérieux Foundation, companies belonging to the Mérieux Group

People concerned

Alexandre Mérieux, Chairman of your company and director of Mérieux Foundation, Chairman of Mérieux Développement and Mérieux NutriSciences, Harold Boël, independent director of your company and director of Mérieux NutriSciences, Jean-Luc Bélingard, director and Vice-Chairman of Institut Mérieux and director of Transgène and your company and Philippe Archinard, director of your company, Transgène and ABL and Chief Operating Officer of Institut Mérieux and Marie-Paule Kieny, independent director of your company and director of Mérieux Foundation.

Nature and purpose

An agreement on managing the mobility of employees within the Mérieux Group, was approved by the Board of Directors on February 28, 2017 and took effect on January 1, 2017 for an indefinite length of time.

This agreement provides that severance payments for employment contracts and/or the retirement of employees who have worked for Group companies, whose seniority was made retroactive without compensation, be divided equitably between the parties. This division is prorated according to compensation paid by each Mérieux Group company having benefited from the employees' services, except for compensation that constituted the basis for a previous severance payment.

The renewal of this agreement is justified by your company's interest in sharing severance payments under its employees' employment contracts among each of the Mérieux Group companies (including the Mérieux Foundation, as applicable) for which such employees also worked, based on common rules and conditions.

Terms and conditions

For the year ended December 31, 2023, your company recorded earnings in the aggregate amount of €274,242.56, of which €7,998.66 was from ABL, €164,735.21 from Institut Mérieux, and €101,508.69 from Mérieux NutriSciences.

Lyon, March 19, 2024

The Statutory Auditors

GRANT THORNTON

French member of Grant Thornton International

Jean Morier

ERNST & YOUNG et Autres

Sylvain Lauria

5 Notes to fiscal year 2023

5.1 Business and financial review

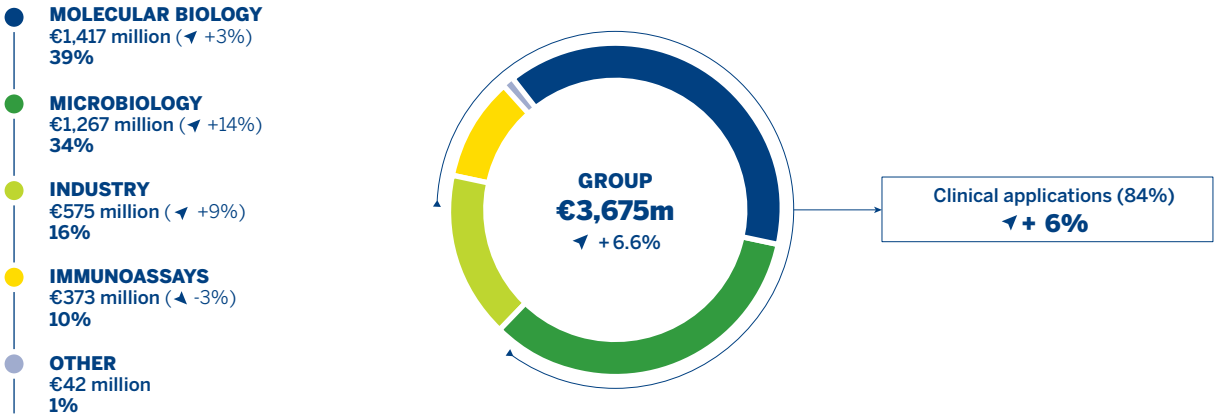
5.1.1 Sales

bioMérieux sales amounted to €3,675 million in 2023, up 6.6% like-for-like from €3,589 million in 2022. Reported growth in euros stood at 2.4% for the period. The currency impact has been unfavorable, amounting to €141 million, primarily due to the appreciation of the euro against most other currencies, in particular the US dollar, the Chinese yuan and the Argentine peso. Changes in the scope of consolidation had no impact and the Company applies IFRS 29 on hyperinflation for Argentina and Turkey.

Sales growth *(in millions of euros)*

Sales – TWELVE MONTHS ENDED December 31, 2022	**3,589**	
Currency impact	-141	-3.9%
Change in the scope of consolidation & hyperinflation	-10	-0.3%
Organic growth (at constant exchange rates and on a like-for-like basis)	+236	+6.6%
SALES – TWELVE MONTHS ENDED DECEMBER 31, 2023	**3,675**	**+2.4%**

The year-on-year change in sales by application is summarized as follows:



- In clinical applications, which represent around 84% of total Group sales during the year, sales amounted to €3,099 million, or an increase of 6.1% at constant exchange rates and on a like-for-like basis.
  - In molecular biology, the reagents of the non-respiratory BIOFIRE® line recorded remarkable growth of over 24% during the fiscal year, reflecting the relevance of the syndromic approach and driven by the largest installed base on the market. The demand for respiratory panels was down 8%, explained by the early and intense seasonal respiratory disease epidemic of 2022. Globally, sales of panels from this line are growing. The installed base continued to expand with more than 1,900 units deployed during the fiscal year. This lifted the total BIOFIRE® installed base to around 25,400 units, an 8% increase over the year. The Company started marketing its new and innovative BIOFIRE® SPOTFIRE® system during the fiscal year, making it possible to bring its syndromic testing technology closer to patients, outside of traditional clinical laboratories. This launch was promising, with nearly 800 instruments installed during the fiscal year.
  - In microbiology, commercial performance was exceptional, with growth of almost 14% over the fiscal year, affirming the role of the Company, which has the most advanced and complete range in this segment, as a global leader. These results were driven by double-digit growth in reagent and equipment sales, in particular in the automated VITEK® and BACT/ALERT® lines.
  - In the immunoassay field, routine VIDAS® reagent sales resumed growth, but this was offset by the pressure on prices and volumes for procalcitonin tests and the decline of Hybiome sales.

Sales generated by industrial applications, which account for around 16% of Group sales, totaled €575 million, an increase of 9% over the previous year, at constant exchange rates and on a like-for-like basis. The growth was mainly driven by price increases, reflecting strong growth in reagents sales in both the food and pharmaceutical sectors, and a very strong growth in instrument sales in the pharmaceutical sector.

The year-on-year change in sales by geographic area is summarized as follows:

Sales by region *(in millions of euros)*	12 months ended Dec. 31, 2023	12 months ended Dec. 31, 2022	% change as reported	% change at constant exchange rates and on a like-for-like basis
Americas	1,846.5	1,842.0	+0.2%	+4.5%
• North America	1,618.6	1,630.7	-0.7%	+2.1%
• Latin America	227.9	211.3	+7.9%	+23.5%
EMEA[(a)]	1,190.8	1,122.6	+6.1%	+8.5%
Asia Pacific	637.4	624.5	+2.1%	+9.2%
TOTAL REVENUE	**3,674.7**	**3,589.1**	**+2.4%**	**+6.6%**

(a) Europe, the Middle East and Africa.

- Sales in the Americas (50% of the consolidated total) reached €1,847 million, steady growth of nearly 5% versus 2022.
  - In North America (44% of the consolidated total), growth was driven by the double-digit growth of non-respiratory panels of the BIOFIRE® molecular biology line and the microbiology lines, partially offset by a decline in BIOFIRE® respiratory panels, in the context of a triple respiratory virus epidemic the previous year and by the decline in immunoassay sales for procalcitonin tests.
  - In Latin America, sales growth was remarkable, marked by a solid increase in sales of the microbiology lines and the BIOFIRE® line, which largely offset the slowdown in immunoassays.
- In the Europe-Middle East-Africa region (32% of the consolidated total) sales stood at €1,191 million, or a remarkable growth of nearly 9% compared to the previous year.

  This performance was driven by double-digit growth in BIOFIRE® non-respiratory panels and the microbiology lines and a strong single-digit growth in industrial applications. Sales of respiratory panels are still growing this year.
- Sales in the Asia-Pacific region (17% of the consolidated total) reached €637 million in 2023, up more than 9% compared with the previous year. Growth was boosted by the microbiology lines, with double-digit growth in most countries, including China, and by the success of BIOFIRE® non-respiratory panels, partially offset by the decline in demand for respiratory panels in Japan.

5.1.2 Financial position

5.1.2.1 Profit & loss statement

Contributive operating income

Contributive operating income reached €610 million (16.6% of sales), up 2% at constant exchange rates and on a like-for-like basis, a solid performance at the high end of the forecast range before accounting for greater than expected negative currency impact (-€55 million).

- The gross profit for the fiscal year was €2,057 million, or 56% of sales, up 0.5 percentage points compared to 2022 at constant exchange rates and on a like-for-like basis, mainly due to the increase in sales prices and the favorable changes in transport costs that offset cost inflation and salary increases.
- Selling and marketing expenses and general and administrative expenses amounted to €1,021 million, or 27.8% of sales, up 10%, reflecting the return to normal of sales and marketing activities following the end of the COVID pandemic, the impact of salary increases and a non-recurring item related to the employee share ownership plan (MySHARE) for €10 million.
- R&D expenses stood at €460 million, or 12.5% of sales, comparable to 2022 (12.4%). The 3% increase reflected salary increases and capital expenditure aimed at microbiology solutions.
- Other operating income amounted to approximately €33 million for the year, down compared to €56 million in 2022, mainly due to the disposal gains realized on the sale of two buildings in the United States last year and lower research tax credits this year.

Operating income

- The amortization and impairment of intangible assets related to acquisitions amounted to €171 million, versus €77 million in 2022, mainly due to an impairment recorded on goodwill and technology from the acquisition of Hybiome, since this Chinese entity specializing in immunoassays did not resume business at the expected level after COVID in a very competitive local market.
- As a result, the Group ended 2023 with an operating income of €439 million, down 25% on the €587 million reported in 2022.

Net income of consolidated companies

- The net financial expense was -€2 million over the period, versus -€7 million in 2022, mainly due to the decrease in hedging costs, while the cost of net debt remained stable.
- The effective tax rate (ETR) for the Group was 26.2% at December 31, 2023, versus 24.1% in 2022, the increase being mainly explained by the impact of the impairment of Hybiome. Restated for this non-recurring item, the Group's effective tax rate was 23.4% in 2023.
- In 2023, net income attributable to the parent company was €358 million, versus €452 million in 2022.

5.1.2.2 Cash flows

Free cash flow

EBITDA[1] came to €827 million in 2023, or 22.5% of sales, down 4% from the €864 million recorded in 2022 in line with the evolution in contributive operating income.

Tax payments amounted to €204 million, down from €224 million paid in 2022, due to disbursements related to tax claims and litigation in 2022.

The working capital requirement increased by €205 million in 2023, mainly due to the increase in inventories:

- inventories increased by €193 million during the period, mainly due to the replenishment of BIOFIRE® respiratory panel inventories and the creation of inventories to ensure the availability of new products and raw materials in certain other ranges;
- trade receivables were up slightly by €14 million, mainly due to an improvement in collection in the United States;
- trade payables rose by €3 million;
- other working capital requirement items were stable.

Capital expenditures represented around 9% of sales or €338 million in 2023, versus €287 million in 2022. The main capital expenditure consisted of instruments placed and additional production capacity in the United States.

Considering the above, free cash flow amounted to €115 million in 2023, compared to €195 million in 2022.

Business Development operations

In October 2023, bioMérieux acquired 6.9% of the capital of Oxford Nanopore Technologies for a total of €158 million.

Change in net debt

A dividend of €100 million was paid in 2023, compared with €101 million in 2022.

Consequently, consolidated net debt amounted to -€166 million at December 31, 2023, versus a net cash position of +€47 million at December 31, 2022. This net debt includes the discounted liability related to rental agreements (IFRS 16) amounting to €131 million.

5.1.3 Key events during the year

Launch of BIOFIRE® FIREWORKS™, cutting-edge data analysis software

On April 5, 2023, bioMérieux announced the launch of BIOFIRE® FIREWORKS™, innovative integrated software intended for the BIOFIRE® systems and designed to optimize laboratory services and facilitate data-driven decision making. This software is the latest addition to BIOMÉRIEUX VISION SUITE, bioMérieux's range of IT and data analysis solutions to improve efficiency and productivity in laboratories worldwide.

Submission of an application for FDA 510(k) accreditation for the SPECIFIC REVEAL™, antimicrobial susceptibility testing system, renamed VITEK® REVEAL™

On April 7, 2023, bioMérieux announced the submission of an application for 510(k) accreditation to the U.S. Food and Drug Administration (FDA) for the VITEK® REVEAL™ AST system. This fast and modular platform directly provides antimicrobial susceptibility testing (AST) usable for Gram-negative bacteria from positive blood cultures in five and a half hours on average, making it possible to make a therapeutic decision the same day for bacterial sepsis patients. The VITEK® REVEAL™ system is already available on the European market having received CE marking under the IVD Directive (for test panels) and the IVD Regulation (for instruments). Obtaining an FDA 510(k) accreditation will enable it to be sold in the U.S. and countries recognizing this authorization.

Change in governance

On June 14, 2023, at the proposal of Alexandre Mérieux, Chairman and Chief Executive Officer, bioMérieux announced that, on June 13, 2023 the bioMérieux Board of Directors had approved the appointment of Alexandre Mérieux to the position of Chairman of the Board of Directors, and the appointment of Pierre Boulud as Chief Executive Officer. Pierre Boulud has been a member of the Executive Committee for seven years, including three as Chief Operating Officer. This new organization came into force on July 1, 2023. On June 27, 2023, the Company also announced the appointment of Jennifer Zinn to the position of Executive Vice President, Clinical Operations, as of August 1, 2023.

FDA 510(k) accreditation and CLIA waiver for BIOFIRE® SPOTFIRE® and its BIOFIRE® SPOTFIRE® Respiratory (R) Panel and BIOFIRE® SPOTFIRE® R Panel Mini respiratory tests

In the first half of 2023, bioMérieux received 510(k) accreditation from the U.S. Food and Drug Administration (FDA) and a Clinical Laboratory Improvement Amendments (CLIA) waiver for its fast and innovative BIOFIRE® SPOTFIRE® system and its BIOFIRE® SPOTFIRE® Respiratory (R) Panel and BIOFIRE® SPOTFIRE® R Panel Mini respiratory tests. In around 15 minutes, the new BIOFIRE® SPOTFIRE® R Panel detects the five viruses most commonly responsible for upper respiratory infections: SARS-CoV-2 (responsible for COVID-19), influenza A, influenza B, respiratory syncytial virus (RSV), and rhinovirus.

(1) EBITDA is the sum of the contributive operating income before non-recurring items and additions to operational depreciation.

Submission of a dual 510(k) accreditation and CLIA waiver application with the FDA for the BIOFIRE® SPOTFIRE® Respiratory/Sore Throat (R/ST) panel

On September 22, 2023, bioMérieux simultaneously filed a 510(k) accreditation and Clinical Laboratory Improvement Amendments (CLIA) waiver application for the BIOFIRE® SPOTFIRE® Respiratory/Sore Throat (R/ST) panel with the U.S. Food and Drug Administration (FDA). This panel, which has already received CE marking under the In Vitro Diagnostics Directive (IVDD) is a single multiplex PCR test that can detect approximately 15 types of bacteria and viruses, as well as viral sub-types, that are most commonly responsible for respiratory or pharyngeal infections in about fifteen minutes.

CE marking for the VIDAS® TBI (GFAP, UCH-L1) test to assess patients with mild traumatic brain injury

On October 13, 2023 bioMérieux announced CE marking for the VIDAS® TBI (GFAP, UCH-L1) test, a blood test to assess and care for mild traumatic brain injury patients. This accurate and objective test can help to reduce the number of unnecessary brain scans performed for patients with mild TBI and reduce the burden on emergency services by predicting the absence of acute intracranial injury following head trauma.

bioMérieux makes a strategic investment in Oxford Nanopore

Oxford Nanopore Technologies PLC (ONT: LSE), the company that offers next-generation nanopore molecular detection technology, and bioMérieux announced on October 19, 2023 that bioMérieux had invested £69 million in Oxford Nanopore through the purchase of ordinary shares (equaling 3.5% of Oxford Nanopore's voting rights at October 13, 2023). In addition, on October 19, 2023, bioMérieux acquired an additional 3.4% of Oxford Nanopore shares on the secondary market for a total of £68 million.

5.2 Capital resources

5.2.1 Share capital

See the consolidated statement of changes in shareholders' equity in Section 6.1.1 and Note 14 in Section 6.1.2.

5.2.2 Source and amount of cash flow

Net debt amounted to €166 million at December 31, 2023, versus a net cash position of €47 million at December 31, 2022.

Further information relating to cash flow is presented in Section 5.1.2.2.

The consolidated cash flow statement is presented in Section 6.1.1.

5.2.3 Borrowing conditions and financing structure

Since June 29, 2020, the Company has had a €200 million Euro PP bond placed with a top-tier European institutional investor.

On December 31, 2023, bioMérieux SA also had an undrawn syndicated credit facility of €600 million. This syndicated credit facility replaced the previous one in March 2023 and matures in March 2028 (five years). Following the exercise of an extension option in February 2024, its maturity was extended to March 2029. On February 12, 2024, bioMérieux amended this syndicated credit facility agreement in order to include a margin adjustment mechanism subject to the achievement of four Environmental, Social and Governance (ESG) indicators.

Lastly, in 2015, the Company signed a 12-year leasing agreement in the original amount of €45 million to finance the extension of its site at Marcy l'Étoile. In order to meet the general financing needs of bioMérieux SA and its subsidiaries, the Company has a €500 million NEU CP (Negotiable EUropean Commercial Paper) program as well as a €500 million NEU MTN (Negotiable EUropean Medium Term Note) issue program.

The details and terms and conditions of these financing facilities are provided in Note 16.3 of Section 6.1.2.

5.2.4 Restriction on the use of share capital

See Notes 12.2 and 16.6 of Section 6.1.2.

5.2.5 Expected financing sources

Current industrial capital expenditure is generally financed by the Company's equity (see the consolidated cash flow statement in Section 6.1.1).

5.3 Significant change in financial or trading position

To the best of the Company's knowledge, no significant change in its financial or trading position has occurred since the end of 2023, with the exception of the information described in Section 5.5 of this Universal Registration Document.

5.4 Capital expenditure

5.4.1 Main capital expenditure – past

The year 2023 was characterized by the completion of several major projects:

- Salt Lake City (Utah, United States) site: continuation of projects to automate production of BIOFIRE® reagents in order to increase capacity;
- Lombard (Illinois, United States): renovation and restart of the site following the impact of a tornado in the second quarter of 2023;
- Suzhou (China): routine startup of a new production site;
- Saint-Vulbas (France): end of the project to expand capacity and modernize the international logistics distribution center;
- Combourg (France): continued fitting out of spaces following the site reorganization project to improve and increase its headcount capacity;
- La Balme (France): end of a new R&D building project and start of production at a new building for producing parts by plastic injection.

As a result, capital expenditure amounted to €338 million. It therefore represented 9% of sales. In 2022, capital expenditure totaled €287 million (including changes in debt on acquisition of fixed assets).

5.4.2 Main capital expenditure – current

In 2024, the Company anticipates an overall capital expenditure effort of around 11% of revenue for the fiscal year.

The Company continues to develop its production capacity to meet customer demand.

- Salt Lake City (Utah, United States) site: continuation of projects to automate production of BIOFIRE® reagents in order to increase capacity.
- St. Louis (Missouri, United States) site: continuation of plan to automate and increase capacity of production lines for VITEK® 2 cards.
- Durham (North Carolina, United States): continuation of a project to reorganize and increase production capacity.
- San José (California, United States): launch of an expansion and refurbishment project to expand capacities for R&D and production of VITEK® REVEAL™ reagents.
- Philadelphia (Pennsylvania, United States): launch of a reorganization and refurbishment project on a new site in order to increase R&D and production capacities.
- Grenoble (France): launch of studies for a reorganization project to increase R&D capacities.
- Florence (Italy): continuation of a new building project as part of the site reorganization work.

Current capital expenditure is generally financed by the Company's equity (see the consolidated cash flow statement in Section 6.1.1).

5.4.3 Main capital expenditure – future

In addition to current projects, bioMérieux will continue to adapt and upgrade its production resources.

5.5 Overview and current trends and objectives

5.5.1 Events subsequent to closure

bioMérieux acquires LUMED to expand its portfolio of solutions for combating antimicrobial resistance.

On January 8, 2024, bioMérieux announced the acquisition of LUMED, a software company which developed a clinical decision support system for hospitals to optimize antimicrobial prescriptions and to monitor healthcare-associated infection. bioMérieux acquired the entire capital of LUMED, increasing its investment from 16% to 100%. The acquisition of 84% of the capital represents an investment of nearly €9 million.

bioMérieux announces the appointment of two new members of the Executive Committee to oversee medical affairs and R&D.

On January 16, 2024, bioMérieux announced the appointment of Dr. Charles K. Cooper as Executive Vice President, Chief Medical Officer, as of January 2, 2024, and Céline Roger-Dalbert as Executive Vice President, Research and Development as of March 1, 2024.

bioMérieux owns 87% of the share capital of Hybiome

In January 2024, bioMérieux bought out the stake of some of Hybiome's non-controlling shareholders, through call and put options set up in 2018, which allowed it to acquire an additional 16% of Hybiome's voting rights for a total of €29 million.

bioMérieux acquires a non-controlling interest in SpinChip Diagnostics ASA

On March 7, 2024, bioMérieux signed an agreement to acquire a non-controlling interest in SpinChip Diagnostics ASA, a company based in Oslo, Norway, which is focused on developing a high performance point of care immunoassay system and, in particular, a high-sensitivity cardiac troponin test. This transaction should be finalized before the end of March 2024. Once this transaction is complete, and depending on the results of additional fundraising operations led by SpinChip Diagnostics, bioMérieux will hold between 17 and 20% of the share capital of SpinChip Diagnostics.

5.5.2 Outlook for fiscal year 2024

In 2024, sales growth is expected to reach +6% to +8% at constant exchange rates and on a like-for-like basis, driven by solid progress in BIOFIRE® sales, BIOFIRE® SPOTFIRE® sales and by microbiology and industrial applications.

- Sales of BIOFIRE® non-respiratory panels should continue to grow rapidly by around 15% in 2024, leveraging the large installed base of BIOFIRE® instruments.
- BIOFIRE® SPOTFIRE® sales should reach approximately €80 million in 2024.
- Microbiology franchise sales are expected to grow by around 8%, driven by the increased need for effective solutions to combat antimicrobial resistance, while sales of immunoassays are expected to remain stable.
- BIOFIRE® respiratory panel sales are expected to slow down slightly, assuming a moderate respiratory season in the last quarter of 2024.

Contributive operating income is expected to increase by at least +10% at constant exchange rates and on a like-for-like basis, driven by a stable gross profit and a controlled increase in operating expenses, leading to an improvement of at least +50 basis points in the contributory operating income margin at constant exchange rates. Currency impact is likely to have a negative impact of around -€50 million on contributive operating income.

6 Financial statements

6.1 Consolidated financial statements

6.1.1 Consolidated financial statements for the fiscal years ended December 31, 2022 and 2023

Consolidated profit & loss statement

In millions of euros	Notes	2023	2022
Revenue		**3,674.7**	**3,589.1**
Cost of sales		-1,617.4	-1,580.4
Gross profit		**2,057.3**	**2,008.7**
Other operating income and expenses	**19**	**33.0**	**56.4**
Selling and marketing expenses		-725.5	-701.5
General and administrative expenses		-295.0	-253.2
Research and development		-460.1	-446.6
Total operating expenses		**-1,480.7**	**-1,401.3**
Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs	23	-170.6	-76.6
OPERATING INCOME BEFORE NON-RECURRING ITEMS		**439.0**	**587.2**
Other non-recurring income and expenses from operations	24	0.0	0.0
Operating income		**439.0**	**587.2**
Cost of net financial debt	22.2	1.4	2.0
Other financial income and expenses	22.3	-3.1	-8.6
Income tax	25	-114.5	-140.1
Share in net income of associates		0.0	0.0
Consolidated net income		**322.8**	**440.5**
Share attributable to non-controlling interests		-34.8	-11.8
ATTRIBUTABLE TO THE PARENT COMPANY		**357.6**	**452.4**
Basic earnings per share		€3.03	€3.84
Diluted (net) earnings per share		€3.01	€3.82

Comprehensive income

In millions of euros	Notes	2023	2022
Consolidated net income		**322.8**	**440.5**
Items to be reclassified in income		**-112.0**	**128.7**
Fair value gains (losses) on financial hedging instruments	(a)	-7.3	5.8
Tax effect		1.8	-1.5
Movements in cumulative translation adjustments	(b)	-106.6	124.4
Items not to be reclassified to income		**-28.1**	**15.5**
Fair value gains (losses) on financial assets	(c)	-23.1	-0.3
Tax effect		0.3	-0.8
Remeasurement of employee benefits	(d)	-6.7	22.2
Tax effect		1.4	-5.6
Total other comprehensive income		**-140.1**	**144.2**
Comprehensive income		**182.7**	**584.7**
Share attributable to non-controlling interests		-36.6	-12.6
ATTRIBUTABLE TO THE PARENT COMPANY		**219.3**	**597.4**

(a) Change in the effective share of financial hedging instruments.
(b) The change in translation differences in 2023 is mainly related to the depreciation of the dollar against the euro and the impact of hyperinflation (see Note 2.3).
(c) Changes in the fair value of financial instruments concern shares in non-consolidated companies for which the Group has opted for a change in the fair value in other comprehensive income not reclassified in profit and loss (see Note 7).
(d) The change is mainly related to the decline in discount rates (see Note 15.3).

Consolidated balance sheet

Assets

In millions of euros	Notes	12/31/2023	12/31/2022
Goodwill	4	698.8	812.5
Other intangible assets	5	528.6	625.0
Property, plant and equipment	6	1,357.1	1,250.3
Right-of-use assets		148.9	119.6
Non-current financial assets	7	219.4	90.1
Investments in associates		0.8	0.9
Other non-current assets		7.7	12.9
Deferred tax assets	25.3	92.7	58.7
Non-current assets		**3,054.0**	**2,969.9**
Inventories and work-in-progress	8	908.5	737.2
Trade receivables and assets related to contracts with customers	9	728.6	740.1
Other operating receivables	11	171.7	152.6
Current tax receivables	11	29.7	17.9
Non-operating receivables	11	14.3	16.3
Cash and cash equivalents	12	352.4	552.6
Current assets		**2,205.2**	**2,216.7**
Assets held for sale	**13**	**0.0**	**0.0**
TOTAL ASSETS		**5,259.2**	**5,186.6**

Shareholders' equity and liabilities

In millions of euros	Notes	12/31/2023	12/31/2022
Share capital	14	12.0	12.0
Additional paid-in capital and reserves	14	3,382.6	3,139.8
Net income for the year		357.6	452.4
Group equity		**3,752.2**	**3,604.2**
Minority interests		**0.0**	**38.7**
Equity of consolidated companies		**3,752.2**	**3,642.9**
Long-term borrowings and debt	16	355.4	318.4
Deferred tax liabilities	25.3	11.1	53.0
Provisions	15	53.3	41.1
Non-current liabilities		**419.7**	**412.5**
Short-term borrowings and debt	16	163.4	187.0
Provisions	15	41.6	42.1
Trade payables	17	265.1	269.4
Other operating payables	17	495.9	507.9
Current tax payables	17	52.8	49.0
Non-operating payables	17	68.5	75.8
Current liabilities		**1,087.3**	**1,131.1**
Liabilities related to assets held for sale	**13**	**0.0**	**0.0**
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		**5,259.2**	**5,186.6**

Consolidated cash flow statement

In millions of euros	Notes	2023	2022
Consolidated net income		**322.8**	**440.5**
• Investments in associates		**0.0**	**0.0**
• Cost of net financial debt		-1.4	-2.0
• Other financial income and expenses		3.1	8.6
• Income tax expense		114.5	140.1
• Net additions to operational depreciation – non-current provisions		218.4	210.0
• Amortization and impairment of intangible assets related to acquisitions		170.1	67.0
EBITDA (before non-recurring items)	**16.1**	**827.4**	**864.2**
Other non-recurring income and expenses from operations excluding non-recurring provisions for impairment and capital gains (losses) on disposals of fixed assets		0.0	0.0
Other financial income and expenses (excluding provisions and disposals of non-current financial assets)		0.4	-8.6
Net additions to operating provisions for contingencies and losses		5.8	-17.0
Fair value gains (losses) on financial instruments		-2.0	0.9
Share-based payment		19.7	13.0
Elimination of other non-cash or non-operating income and expenses		**24.0**	**-11.6**
Change in inventories		-192.6	-92.1
Change in trade receivables		-13.7	-145.6
Change in trade payables		3.4	9.9
Change in other operating working capital		-1.6	57.9
Change in operating working capital requirement[(a)]		**-204.5**	**-169.9**
Other non-operating working capital		0.7	13.5
Change in non-current non-financial assets and liabilities		0.5	0.5
Change in working capital requirement		**-203.3**	**-155.9**
Income tax paid		**-204.1**	**-223.5**
Cost of net financial debt	**22.2**	**1.4**	**2.0**
Net cash from operating activities		**445.4**	**475.1**
Purchases of property, plant and equipment and intangible assets		-338.3	-286.7
Proceeds from disposals of property, plant and equipment and intangible assets		6.4	17.4
Disbursements related to other non-current financial assets		1.8	-10.5
Free cash flow [(b)]		**115.3**	**195.3**
Disbursements related to non-consolidated and equity-accounted securities		-158.7	-43.3
Impact of changes in Group structure		0.0	-205.0
Net cash flows from (used in) investment activities		**-488.8**	**-528.1**
Purchases and sales of treasury shares [(c)]		12.7	-157.2
Dividends paid to owners		-100.2	-101.2
Cash flows from new borrowings		38.9	67.7
Cash flows from loan repayments		-73.7	-53.4
Net cash used in financing activities		**-122.3**	**-244.2**
Net change in cash and cash equivalents		**-165.7**	**-297.2**
NET CASH AT BEGINNING OF YEAR		**528.7**	**787.3**
Impact of currency changes on net cash and cash equivalents		-29.7	38.7
NET CASH AT END OF YEAR		**333.4**	**528.7**

(a) Including allocations (reversals) of short-term provisions.
(b) Available free cash flow consists of cash flows related to the activity and those related to capital expenditure excluding net cash from acquisitions and disposals of subsidiaries.
(c) In 2022, bioMérieux had purchased treasury shares for €157 million relating to the acquisition of Specific Diagnostics and the share buyback program.

Comments on the changes in the Group's consolidated net cash and cash equivalents are provided in Note 16.

Change in consolidated shareholders' equity

In millions of euros	Attributable to the parent company										Minority interests
	Share capital	Consolidated additional paid-in capital and reserves[a]	Cumulative translation adjustments	Change in fair value [b]	Actuarial gains and losses [c]	Treasury shares	Share-based payment	Total additional paid-in capital and reserves	Net income	Total	Total
Equity at December 31, 2021	**12.0**	**2,531.8[h]**	**17.7[i]**	**-3.4**	**-58.6**	**-10.3**	**21.5**	**2,499.0**	**601.1**	**3,112.1[h]**	**51.4**
Total comprehensive income for the period			125.2	3.2	16.6			145.0	452.4	597.4	-12.6
Appropriation of prior-period net income		601.1						601.1	-601.1	0.0	
Dividends paid[d]		-101.2						-101.2		-101.2	0.0
Treasury shares		-19.2				-25.7		-44.9		-44.9	
Share-based payment[e]							13.0	13.0		13.0	
Share subscription plans		0.0						0.0		0.0	
Changes in ownership interests[f]		3.1						3.1		3.1	0.0
Other changes[g]		36.0		-6.2			-15.6	14.1		14.1	
Capital transactions[j]		10.5						10.5		10.5	
Equity at December 31, 2022	**12.0**	**3,062.2[h]**	**143.0[i]**	**-6.4**	**-42.0**	**-36.0**	**19.0**	**3,139.8**	**452.4**	**3,604.2[h]**	**38.7**
Total comprehensive income for the period			-104.7	-28.2	-5.3			-138.3	357.6	219.3	-36.6
Appropriation of prior-period net income		452.4						452.4	-452.4	0.0	
Dividends paid[d]		-100.2						-100.2		-100.2	
Treasury shares		-7.7				16.9		9.2		9.2	
Share-based payment[e]							19.7	19.7		19.7	
Changes in ownership interests[f]		0.2						0.2		0.2	-2.2
Other changes[g]		13.2	-0.2				-13.3	-0.3		-0.3	
EQUITY AT DECEMBER 31, 2023	**12.0**	**3,420.1[h]**	**38.0[i]**	**-34.6**	**-47.3**	**-19.1**	**25.4**	**3,382.5**	**357.6**	**3,752.2[h]**	**0.0**

(a) Of which additional paid-in capital: €74.0 million at December 31, 2023, against €74.0 million at December 31, 2022.
(b) Including changes in the fair value primarily of Oxford Nanopore Technologies and hedging instruments.
(c) Actuarial gains and losses on employee benefit obligations arising since the effective date of IAS 19R.
(d) Dividends per share: €0.85 in 2023 versus €0.85 in 2022. Shares not qualifying for dividends amounted to €206,987 at December 31, 2023 compared with €415,074 at December 31, 2022.
(e) The fair value of benefits related to free share grants is being recognized over the vesting period.
(f) In 2023, this corresponds to (i) the change put liabilities on Hybiome minority interests as well as (ii) the Group's 4.5% EPS accretion on Hybiome. In 2022, this corresponds to put liabilities on Hybiome minority interests.
(g) In 2023, this change mainly corresponds to reclassification following free share grants.
In 2022, this change mainly corresponds to reclassification following free share grants and the impact of the capital gain related to Specific Diagnostics shares formerly held.
(h) Of which bioMérieux SA distributable reserves of €1,080 million.
(i) See Note 14.2 Cumulative translation adjustments.
(j) In 2022, increase in premiums related to capital transactions following the delivery of 1,288,901 new shares for the acquisition of Specific Diagnostics, followed by a capital reduction through treasury shares of 1,288,901 shares.

6.1.2 Notes to the Financial Statements

bioMérieux is a leading international diagnostics group that specializes in the field of *in vitro* diagnostics for clinical and industrial applications. The Group designs, develops, manufactures and markets diagnostic systems, i.e. reagents, instruments, and software. bioMérieux is present in more than 160 countries through its locations in 45 countries and a large network of distributors.

The parent company, bioMérieux, is a French joint stock company (*société anonyme*) whose headquarters are located in Marcy l'Étoile (69280) and whose shares are listed on Euronext Paris, compartment A.

The Board of Directors decided on June 13, 2023, with effect from July 1, 2023, to change bioMérieux's corporate governance structure.

Under this change, the functions of Chairman and Chief Executive Officer have been separated. Alexandre Mérieux is now Chairman of the Board of Directors while Pierre Boulud becomes Chief Executive Officer.

These consolidated financial statements have been approved by the Board of Directors on March 13, 2024.

The financial statements will only be considered definitive after approval by the Annual General Meeting on May 23, 2024.

The consolidated financial statements are presented in millions of euros.

NOTE 1 Changes in the scope of consolidation during the fiscal year and significant events

1.1 Changes in the scope of consolidation

There were no acquisitions in 2023. The other changes in the scope of consolidation are related to the following operations:

- merger between the subsidiaries Applied Maths NV (absorbed company) and bioMérieux Bénélux SA (absorbing company) on January 1, 2023, both wholly-owned by the Group;
- liquidation of the subsidiary Quercus Scientific NV, which was wholly-owned by the Group;
- liquidation of the subsidiary Cambridge Biotech, which was wholly-owned by the Group;
- increase in the interest in Suzhou Hybiome Biomedical Engineering Co. Ltd from 66.7% at December 31, 2022 to 71.2% at December 31, 2023.

  This additional 4.5% interest was acquired in November 2023 for €14 million. These minority interests were included in the calculation of debt on minority interests at December 31, 2022.

1.2 Significant events of the fiscal year

1.2.1 MySHARE global employee share plan

In May 2023, bioMérieux offered to employees the opportunity to acquire existing bioMérieux shares on preferential terms (discount and matching contribution). The launch of this employee share ownership plan, called MySHARE, is part of the Group's drive to encourage greater employee involvement in its performance.

The share offer, authorized by the Board of Directors on December 14, 2022, was made to all eligible employees residing in a country that permits this operation.

A total of 5,632 employees took part, subscribing for nearly 300,000 shares.

The MySHARE plan represents a personnel costs of around €10 million for the fiscal year, recognized as general and administrative expenses.

1.2.2 Acquisition of a non-controlling interest in Oxford Nanopore

In October 2023, bioMérieux invested €158 million in Oxford Nanopore Technologies, a company offering next-generation molecular detection technology using nanopores. bioMérieux owned 6.9% of the company at December 31, 2023. The shares have been recognized as non-consolidated shares. The fair value of the shares was determined using the company's share price at December 31, 2023 and amounted to €141 million. The capital loss of €16 million was recognized against other comprehensive income.

This investment has strengthened the relationship between the two companies and follows on from the partnership announced in April 2023 through which Oxford Nanopore demonstrated its commitment to moving into clinical markets. This investment will support the development of Oxford Nanopore's products for *in vitro* diagnostics, in line with bioMérieux's commitment to help improve public health worldwide.

1.3 Summary of significant events in 2022

As a reminder, the significant events of fiscal year 2022 were the following:

- acquisition of Specific Diagnostics on May 18, 2022 for $407 million, paid for with a combination of cash settlement and share issue. This subsidiary has been wholly owned by the Group since the takeover date;
- creation of Aurobac Therapeutics SAS, in partnership with Boehringer Ingelheim and Evotec SE. The amount of non-consolidated securities was €3 million at December 31, 2022;
- acquisition of a non-controlling interest in Proxim Diagnostics. bioMérieux held 19.9% of the company's capital for €17 million at December 31, 2022;
- signing of a strategic investment agreement with Accunome. bioMérieux holds approximately 11% of Accunome's equity in a stake worth €14 million.

The significant events of fiscal year 2022 had no material impact on the financial statements for fiscal year 2023.

The Specific Diagnostics purchase price allocation was completed on December 31, 2023. The final allocation of goodwill has not resulted in any change in provisional goodwill.

1.4 Information, on a comparable basis, on changes in the scope of consolidation

No information on a comparable basis is given on the profit & loss statement, as the external growth transaction occurring in 2022 did not have any significant impact.

The impact of changes in the scope of consolidation is shown on a separate line of the cash flow statement and tables showing year-on-year changes in the Notes.

NOTE 2 General accounting principles

2.1 Standards, amendments and interpretations

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), including all standards, amendments and interpretations adopted by the European Commission at December 31, 2023. The reporting standards can be viewed on the European Commission's website.

The new standards, amendments and interpretations adopted by the European Commission and applicable from January 1, 2023 are presented below:

- amendment to IAS 1 "Disclosure of Accounting Policies" and updated IFRS Practice Statement 2: "Making Materiality Judgements" adopted in March 2022 by the European Union (EU);
- amendment to IAS 8 "Definition of Accounting Estimates"; adopted in March 2022 by the EU;
- amendment to IAS 12 "Deferred Tax related to Assets and Liabilities arising from a Single Transaction" adopted in August 2022 by the EU;
- amendment to IAS 12 - Pillar 2, adopted by the EU in November 2023, with immediate application in 2023.

These amendments had no impact on the Group's financial statements at December 31, 2023.

The Group has adopted the amendment to IAS 12 "Income Taxes" relating to the application of the European Pillar 2 Directive, so as not to take into account any effects of the Directive on the calculation of deferred taxes.

The impact on the Group's consolidated financial statements is currently being analyzed. The Group does not expect the application of Pillar 2 to have a material impact on the current income tax expense relating to the top-up tax payable under Pillar 2, as from the 2024 financial year, given the information available to date.

bioMérieux did not opt for the early application of the standards, amendments and interpretations adopted or in the process of being adopted by the European Union, which will become effective after December 31, 2023 but which could have been applied early as an interpretation of existing texts, in particular:

Fiscal years beginning on or after January 1, 2024

- Amendment to IFRS 16, "Lease liability in a sale and leaseback", published by the EU in November 2023;
- Amendment to IAS 1 "Presentation of financial statements: classification of liabilities as current or non-current, and non-current liabilities with covenants", adopted by the EU in December 2023;
- the amendment to IFRS 7 "Financial instruments: supplier finance arrangements", adopted by the IASB in May 2023, and in the process of being adopted by the EU.

Fiscal years beginning on or after January 1, 2025

- Amendment IAS 21 "Lack of exchangeability", adopted by the IASB in August 2023, and in the process of being adopted by the EU.

The Group does not expect these amendments to have a material impact on its consolidated financial statements.

There are no standards, amendments and interpretations published by the IASB, with mandatory application for the fiscal years opened on January 1, 2023, but not yet approved at the European level (and for which early application is not possible on a European level), which would have had a significant impact on the consolidated financial statements.

The financial statements of consolidated Group companies that are prepared in accordance with local accounting principles are restated to comply with the principles used for the consolidated financial statements.

2.2 General presentation methods used for the financial statements

The balance sheet is presented based on the distinction between "current" and "non-current" assets and liabilities as defined in the revised version of IAS 1. Consequently, the short-term portion of provisions, borrowings and financial assets (due within one year) is classified as "current" and the long-term portion (due beyond one year) is classified as "non-current."

The consolidated profit & loss statement is presented by function, with the exception of the presentation on a specific line, in the operating income before non-recurring items, of the net impact of the amortization and impairment of intangible assets related to acquisitions and acquisition-related costs.

The Group applies the indirect method of presenting cash flows.

2.3 Hyperinflation

In Argentina and Turkey, the cumulative inflation rate over the last three years has been over 100%, according to a combination of indices used to measure inflation in these countries. Consequently, bioMérieux has treated Argentina and Turkey as hyperinflationary economies and has applied the provisions of IAS 29 since January 1, 2022. The impact of these restatements on operating income is not material at Group level.

No other subsidiary became hyperinflationary during fiscal year 2023.

2.4 Judgments and estimates

When preparing the consolidated financial statements, estimates and assumptions are made that affect the book value of certain assets, liabilities, and profit & loss statement items. They particularly concern the measurement and impairment of intangible assets acquired as part of business combinations and the impairment of intangible assets (including goodwill); the measurement of post-employment benefit obligations; the measurement of non-current financial assets; determination of rental agreement periods; provisions; deferred taxes; share-based payments; as well as disclosures provided in certain notes to the financial statements. These estimates and assumptions are reviewed on a regular basis, taking into consideration past experience and other factors deemed relevant in light of prevailing economic conditions. Changes in those conditions could therefore lead to different estimates being used for the Group's future financial statements.

During the fiscal year, bioMérieux did not observe any significant change in the level of uncertainty related to these estimates and assumptions, except for the volatile discount rate used to measure employee benefit obligations (see Note 15.3), the factors associated with impairment tests on CGUs including discounted projections of future operating cash flows (see Notes 4.2 and 4.3), and the volatility associated with translation differences.

Regarding climate change effects, at this stage, the Group has not identified any significant impact on the financial statements from current environmental regulations, such as changes in the useful life of non-current assets, changes in business plans, recognition of a provision for risks, or recognition of a credit risk. Indeed, risks related to climate change effects, in relation to those currently assessed, as well as the Group's commitments in terms of carbon neutrality and reduction of greenhouse gas emissions did not have any significant impact on the financial statements. The Group has incorporated short-term effects into its strategic plans, on the basis of which it performs impairment tests on intangible assets with indefinite useful lives (see Note 4). The long-term effects of these changes cannot be quantified at this stage.

2.5 Presentation of the profit & loss statement

Since fiscal year 2022, in the context of the acquisition of Specific Diagnostics, the Group has decided to present all amortization and impairment of intangible assets related to acquisitions, as well as acquisition-related costs, homogenously on a dedicated line of the profit & loss statement integrated into operating income before non-recurring items. Consequently, the contributive operating income before non-recurring items is no longer integrated into the presentation of the published profit & loss statement.

The Group continues to use contributive operating income before non-recurring items as the main performance indicator in its financial communications (see Note 33 for a description of alternative performance indicators).

The definition of other non-recurring income and expenses from operations is the same as that applied for prior years (see Note 24.1).

2.6 Consolidation methods

Companies over which bioMérieux has exclusive control are fully consolidated.

The Group determines whether it controls an investee based on the criteria set out in IFRS 10 (direct or indirect power over the investee to direct the financial and operating policies of the relevant activities, exposure to variability of returns and ability to use its power to affect the amount of the returns). Control is generally deemed to exist when bioMérieux directly or indirectly owns more than one half of the voting rights of the investee. In determining whether control exists, the Group considers any currently exercisable potential voting rights, including those held by another entity.

Companies over which bioMérieux exercises significant influence are accounted for by the equity method. Significant influence is the power to participate in the financial and operating policy decisions of an entity, without exercising control. It is deemed to exist when the Group holds between 20% and 50% of the voting rights either directly or indirectly.

The analysis of partnerships made according to the criteria defined by the IFRS 11 standard did not identify any joint ventures or joint operations. Joint ventures are accounted for using the equity method.

Subsidiaries are fully consolidated from the date on which control is effectively transferred to the Group.

The list of consolidated companies is provided in Note 34.

All significant intra-group balances and transactions are eliminated in consolidation (notably dividends and internal gains on inventories and non-current assets).

2.7 Fiscal year closing dates

All Group companies have a December 31 year-end, except for the Indian subsidiaries, for which interim accounts are drawn up and audited at the Group's closing date.

2.8 Foreign currency translation

The reporting currency of bioMérieux is the euro and the consolidated financial statements are presented in millions of euros.

2.8.1 Translation of the financial statements of foreign companies

The financial statements of foreign subsidiaries whose functional currency is not the euro or the currency of a hyperinflationary economy are converted as follows:

- balance-sheet items (except for equity) are translated using the official year-end exchange rate;
- profit & loss statement items are translated using the average exchange rate for the fiscal year;
- equity items are translated using the historical rate;
- cash flow statement items are translated using the average exchange rate for the year.

Differences resulting from the translation of subsidiaries' financial statements are recognized in a separate heading in the statement of changes in equity ("cumulative translation adjustments") and movements during the year are presented on a separate line within other comprehensive income.

When a foreign subsidiary is sold and the sale leads to a loss of control, translation differences previously recognized in other comprehensive income relating to that company are recognized in net income for the year. If shares in a subsidiary are sold without any loss of control over the subsidiary, the translation differences are reclassified between minority interests and translation differences attributable to the parent company.

No disposal of foreign subsidiaries occurred over the fiscal years presented.

The accounts of the financial statements of foreign subsidiaries whose functional currency is that of a hyperinflationary economy are converted at the closing rate (see Note 2.3).

The main conversion rates used were the following:

AVERAGE RATES

1 EURO =	USD	JPY	GBP	CNY	BRL	CAD
2023	**1.08**	**151.97**	**0.87**	**7.66**	**5.40**	**1.46**
2022	1.05	138.02	0.85	7.08	5.44	1.37
2021	1.18	129.87	0.86	7.63	6.38	1.48

YEAR-END RATES

1 EURO =	USD	JPY	GBP	CNY	BRL	CAD
2023	**1.11**	**156.33**	**0.87**	**7.85**	**5.36**	**1.46**
2022	1.07	140.66	0.89	7.36	5.64	1.44
2021	1.13	130.40	0.84	7.19	6.31	1.44

2.8.2 Translation of transactions in foreign currencies

As prescribed by IAS 21 "The Effects of Changes in Foreign Exchange Rates," each Group entity translates foreign currency transactions into its functional currency at the exchange rate prevailing on the transaction date. Exchange rate gains or losses resulting from differences in rates between the transaction date and the payment date are recognized under the corresponding lines in the profit & loss statement (sales and purchases for commercial transactions).

Foreign currency payables and receivables are translated at the year-end exchange rate (December 31, 2023) and the resulting currency translation difference is recognized in the income statement at the end of the reporting period.

Derivatives are recognized and measured in accordance with the general principles described in Note 27.1 "Recognition and measurement of financial instruments." Foreign exchange derivatives are recognized in the balance sheet at their fair value at the end of each reporting period.

NOTE 3 Operating income before non-recurring items and segment information

3.1 Recurring income

Revenue is recognized in application of IFRS 15 "Revenue from Contracts with Customers."

3.1.1 Revenue

Revenue is composed of income from the sale of goods and services according to the meaning of IFRS 15 and income from the rental of equipment according to the meaning of IFRS 16.

The principles for revenue recognition defined by IFRS 15 are defined based on an analysis in five successive stages:

- identification of the agreement;
- identification of the different performance obligations, i.e. the list of separate goods and services that the seller has undertaken to provide to the buyer;
- determination of the overall price of the agreement;
- allocation of the overall price of each performance obligation;
- recognition of revenue when a performance obligation is satisfied.

In practice, the rules for revenue recognition according to the main performance obligations identified are presented below:

- Sales of reagents:

  Revenue from the sales of reagents is recognized when the Company has transferred control of assets which, in practice, corresponds to the date of dispatch.
- Sales of equipment:

  Revenue from sales of equipment is recognized when the Company has transferred control of the assets which, in practice, corresponds to the date of delivery or installation, depending on the complexity of the equipment.
- Equipment rental:

  Revenue composed of income from equipment rental and leasing agreements according to the meaning of IFRS 16 is recognized as revenue in a straight-line manner over the term of the agreement, for the discounted value at the date of establishment of the contract.

  The contracts have an average term between three and five years.
- Leasing agreements:

  When the Group makes assets available to third parties under rental agreements on terms equivalent to a sale, the assets are recorded as though they had been sold, as prescribed by IFRS 16 "Leases" (see Note 6.3).
- Contracts for the provision of equipment:

  Contracts for the provision of equipment are related to other services (supply of reagents, maintenance services, guarantee extensions). They are considered as multiple-element contracts.

  The analysis of the criteria defined by the standard led to contracts for the provision of equipment being considered as rental agreements, not transfer contracts.

  The application of the standard led to the statement in the notes to the consolidated financial statements of a breakdown of revenue based on the various components of a multiple-element arrangement (reagent sales, implicit rent, etc.), without having to change the amount of revenue.
- Service agreements:

  The services essentially correspond to training, after-sales service, and maintenance. Training and after-sales service are recognized in revenue when the services are provided. The analysis performed according to IFRS 15 led to maintenance services being recognized linearly over the term of the maintenance agreement. Deferred income is recognized when the maintenance services are invoiced in advance.
- Guarantees:

  The majority of contracts including an item of equipment always include a guarantee. The customer does not have the option to purchase the guarantee, so it is not a guarantee providing a service, but an insurance policy and not an obligation to provide a separate service. It is recognized according to IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" (see Note 15.2).

  Guarantee extension contracts may be purchased by the customer, and they do provide an additional service. This service fulfills the criteria to be considered as a separate performance obligation. The performance obligation is recognized as such in accordance with the provisions of IFRS 15.
- Returns:

  There are no specific obligations in terms of returns when the products sold are not defective.
- Payment conditions:

  Operations related to sales of reagents and sales of equipment are paid for under the conditions defined in the contract, which may vary from one country to another. Payment deadlines are usually between two and three months.

  Customer contracts which have a financing component are operating rental agreements, leasing agreements and the provision of equipment. In these cases, the payments are made according to the payment schedule defined contractually.

The procedures for the recognition of revenue do not require significant judgments.

Also, the analysis carried out by the Group did not identify any assets in relation to marginal costs of obtaining the contract or contract performance costs, nor specific points pursuant to the distinction between agent and principal.

The Group acts as principal in its relationships with customers.

The table below presents the breakdown of revenue according to the different revenue categories, in accordance with IFRS 15.

In millions of euros	2023	2022
Sales of equipment	289.8	272.9
Sales of reagents	3,027.3	2,978.3
Sales of services	247.8	227.0
Equipment rentals[(a)]	60.1	54.9
Other revenue	49.6	55.9
REVENUE	**3,674.7**	**3,589.1**

(a) Equipment leasing includes rent and the share of revenue due to the sale of the reagents reclassified as rent for equipment provision contracts (see above).

Revenue is measured at the fair value of the consideration received or receivable, net of any discounts and rebates granted to customers. Sales taxes and value-added taxes are not included in revenue.

The segment breakdown of revenue is given in Note 3.4. The breakdown by technology is given in Note 3.5. The analysis performed according to IFRS 15 did not lead to presenting other breakdowns of revenue.

3.1.2 Other operating income

Other income primarily consists of license fees and subsidies. The rules on the recognition of other income are presented below:

- other income related to customer contracts: it is composed of reassigned royalties; and the analysis of license contracts according to IFRS 15 led to them being considered as giving a right of access to intellectual property. As the obligation for performance is fulfilled gradually, the revenue is recognized over the term of the agreement;
- other income not related to customer contracts: this primarily corresponds to research subsidies received and research tax credits, considered equivalent to subsidies according to IAS 20 (see Note 19).

3.2 Recurring expenses

Cost of sales includes the following:

- the cost of raw materials consumed, including freight, direct and indirect personnel costs for production personnel, the depreciation of assets used in production, all external expenses related to manufacturing (utilities, maintenance, tools, etc.), as well as indirect expenses (the Group's share of expenses such as Purchasing, Human Resources, and Informatics). Expenses relating to areas such as Quality Control, Production Quality Assurance, Engineering, Business Processes, and Supply Chain are included in production costs;
- royalties paid in relation to marketed products;
- distribution expenses, including shipping and warehousing, as well as the cost of shipping finished products to distribution centers or end customers;
- depreciation of instruments placed with or leased to customers;
- technical Support expenses, including the cost of installing and maintaining instruments placed or sold, irrespective of whether such services are billed separately. Also included under this heading are personnel costs, travel expenses and the cost of spare parts, as well as movements in provisions for warranties granted at the time instruments are sold.

Operating expenses

Selling and marketing expenses include expenses incurred by the Strategy, Marketing, Sales and Sales Administration Departments They also include sales bonuses and commissions paid to employees in the Group's Sales Departments and to independent sales agents. Advertising and promotional costs are also classified as selling and marketing expenses.

General and administrative expenses comprise the cost of General Management and Support services (Human Resources, Legal, Finance), excluding the portion of costs incurred by these departments that is allocated to the other departments that directly use their services.

Research & Development expenses include all costs concerning in-house and outsourced research & development work on new products other than software (design costs) as well as expenses related to Regulatory Affairs, Intellectual Property, Technological Monitoring, and Research & Development Quality Assurance. Subsidies received in connection with research programs are shown in other operating income (see Note 3.1.2).

Royalty payments (fixed or proportional) are included in the cost of sales of the corresponding products. If no product is marketed or marketable in the short term, these payments are classified as Research & Development expenses.

Other information relating to recurring expenses

Variable compensation (performance-related bonuses, commissions, discretionary and non-discretionary profit-sharing plans) as well as share-based payments are included in the personnel costs of the departments concerned.

In the context of long-term employee benefits, current service costs and the interest cost net of the return on plan assets are recognized within operating income before non-recurring items.

The CVAE or Corporate value-added tax (*Cotisation sur la Valeur Ajoutée des Entreprises*) is classified under operating expenses given that the added value generated by the Group's French operations significantly exceeds their taxable income.

Foreign exchange gains and losses related to transactions are included in the profit & loss statement lines corresponding to the category of the transaction concerned (primarily revenue, cost of sales, and financial expenses). The presentation of foreign exchange gains and losses related to derivative instruments is given in Note 28.

3.3 Operating income before non-recurring items

The operating income before non-recurring items is the recurring income less recurring expenses and amortization and impairment of intangible assets related to acquisitions and acquisition-related costs. Non-recurring expenses and income are not included (see Note 24.1).

Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs are presented on a separate line in the operating income before non-recurring items entitled "Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs" (cf. Note 23).

3.4 Segment information

3.4.1 Information by business segment

The Group has two operating segments within *in vitro* diagnostics.

2023

In millions of euros	Clinical applications	Industrial applications	Other	Group
Revenue	**3,099.4**	**575.3**	**0.0**	**3,674.7**
Gross profit	**1,760.0**	**297.2**	**0.0**	**2,057.3**
Other operating income and expenses	-1,383.2	-236.7	1.6	-1,618.3
OPERATING INCOME BEFORE NON-RECURRING ITEMS	**376.8**	**60.5**	**1.6**	**439.0**
as % of revenues	*12%*[(a)]	*11%*		

(a) Restated for the CLIA impairment loss, operating income before non-recurring items as a percentage of revenue would be 16%.

2022

In millions of euros	Clinical applications	Industrial applications	Other	Group
Revenue	**3,040.1**	**549.0**	**0.0**	**3,589.1**
Gross profit	**1,739.7**	**269.6**	**-0.7**	**2,008.7**
Other operating income and expenses	-1,200.3	-225.5	4.3	-1,421.4
OPERATING INCOME BEFORE NON-RECURRING ITEMS	**539.4**	**44.2**	**3.7**	**587.2**
as % of revenues	*18%*	*8%*		

In accordance with IFRS 8, in Note 3.4.2 the Group discloses information on revenue and assets broken down by geographic area, which has been prepared using the same accounting principles as those applied to prepare the consolidated financial statements.

No balance sheet information is communicated to operational managers.

The deterioration in operating income before non-recurring items for clinical applications, compared with 2022, is due to the impairment of the CLIA CGU (see Note 4.3), the impact of inflation (particularly on salaries), and a strong negative currency effect.

3.4.2 Information by geographic area

Geographical areas have been determined by combining countries with similar economic characteristics and similar risk, profitability, strategy, and regulatory profiles. Group sales in the Middle East – Africa region are generated in a heterogeneous set of countries, mainly through distributors or agents, and in certain countries via local distribution subsidiaries. The distributors and agents are for the most part in direct contact with the French Company bioMérieux SA, which explains their being grouped with the Europe region.

The information by geographic area shown in the tables below has been prepared in accordance with the accounting principles used to prepare the consolidated financial statements.

2023

In millions of euros	Americas	EMEA	Aspac	Corporate	Group
Revenue	**1,845.8**	**1,190.3**[(a)]	**637.7**	**0.9**	**3,674.7**
Cost of sales	-593.9	-556.3	-331.0	-136.2	-1,617.4
Gross profit	**1,251.9**	**634.0**	**306.7**	**-135.3**	**2,057.3**
as % of revenues	*68%*	*53%*	*48%*		
Other operating income and expenses	-346.0	-196.0	-113.4	-962.9	-1,618.3
OPERATING INCOME BEFORE NON-RECURRING ITEMS	**905.9**	**437.9**	**193.3**	**-1,098.2**	**439.0**
as % of revenues	*49%*	*37%*	*30%*		

(a) Of which France revenues: €225.5 million

2022

In millions of euros	Americas	EMEA	Aspac	Corporate	Group
Revenue	**1,841.1**	**1,121.0**[(a)]	**624.3**	**2.6**	**3,589.1**
Cost of sales	-575.7	-493.9	-294.1	-216.8	-1,580.4
Gross profit	**1,265.5**	**627.1**	**330.3**	**-214.2**	**2,008.7**
as % of revenues	*69%*	*56%*	*53%*		
Other operating income and expenses	-332.6	-186.2	-108.7	-793.9	-1,421.4
OPERATING INCOME BEFORE NON-RECURRING ITEMS	**932.9**	**440.9**	**221.6**	**-1,008.1**	**587.2**
as % of revenues	*51%*	*39%*	*35%*		

(a) Of which France revenues: €219.7 million.

DECEMBER 31, 2023

In millions of euros	Americas	EMEA[(a)]	Aspac	Corporate	Group
NON-CURRENT ASSETS					
Goodwill	434.9	253.9	10.0		698.8
Other intangible assets	18.3	21.2	0.7	488.4	528.6
Property, plant and equipment	660.7	430.1	41.2	225.3	1,357.1
Right-of-use assets	83.8	52.2	12.9		148.9
WORKING CAPITAL REQUIREMENT					
Inventories and work-in-progress	552.2	265.6	90.7		908.5
Trade receivables and assets related to contracts with customers	327.5	309.7	91.4		728.6
Trade payables	-44.5	-88.8	-131.9		-265.1

(a) Of which non-current assets in France: €431.8 million

DECEMBER 31, 2022

In millions of euros	Americas	EMEA[(a)]	Aspac	Corporate	Group
NON-CURRENT ASSETS					
Goodwill	450.3	253.1	109.2		812.5
Other intangible assets	14.3	23.3	1.6	585.8	625.0
Property, plant and equipment	621.1	389.3	64.4	175.6	1,250.3
Right-of-use assets	52.8	54.3	12.4		119.6
WORKING CAPITAL REQUIREMENT					
Inventories and work-in-progress	417.9	239.4	79.9		737.2
Trade receivables and assets related to contracts with customers	354.8	290.0	95.3		740.1
Trade payables	-78.0	-55.8	-135.6		-269.4

(a) Of which non-current assets in France: €411.0 million.

Regional data includes commercial activities, corresponding mainly to revenue in each of the above geographic areas, the related cost of sales, and the operating expenses necessary for these commercial activities. The regional data also includes the non-allocated costs of the production sites in these geographical areas. The revenue is a net consolidated contribution, not including inter-company revenue with the other areas.

Corporate data mainly includes the research costs incurred by the Clinical and Industrial units, as well as the costs incurred by the Group's corporate functions and revenue from companion test research & development partnership agreements.

Other intangible assets recorded in the Corporate column mainly correspond to goodwill and to technologies acquired by the Group.

3.5 Information by technology and application

The table below provides a breakdown of revenue by technology and application:

In millions of euros	2023	2022
Clinical applications	**3,099.3**	**3,040.1**
Molecular biology	1,417.3	1,415.8
Microbiology	1,266.7	1,163.8
Immunoassays	373.0	404.1
Other ranges	42.4	56.4
Industrial applications	**575.4**	**549.0**
TOTAL	**3,674.7**	**3,589.1**

The other ranges mainly include the activity of the subsidiary BioFire Defense, for which the revenue stood at €37.3 million in 2023 and €38.8 million in 2022.

Organic growth in sales at the end of the 12 months of 2023 was 6.6%. Organic growth corresponds to year-on-year sales growth at constant exchange rates and on a like-for-like basis and excludes the impact of hyperinflation, recognized in accordance with IAS 29.

NOTE 4 Goodwill

4.1 Accounting principles

Pursuant to the revised version of IFRS 3, goodwill represents the difference between the cost of a business combination (which primarily corresponds to the consideration transferred excluding acquisition-related costs and the share previously held valued at fair value) and the fair value of the Group's share of the acquiree's identifiable assets, liabilities and contingent liabilities on the acquisition date. Goodwill is measured in the acquiree's functional currency. The determination of fair values and goodwill is finalized within a period of one year from the acquisition date. Any changes made to provisional values after the end of the measurement period are recognized in income, including those concerning deferred tax assets.

The purchase price includes the estimated impact of any adjustments to the purchase price, such as price supplements. These price supplements are determined by applying the criteria included in the acquisition agreement, such as revenue or earnings targets, to forecasts that are deemed to be the most probable.

It is then remeasured at the end of each reporting period, and any changes are recorded in income after the acquisition date (including during the measurement period). They are discounted if the impact is material. Any discounting adjustments to the book value of the liability are recognized in "Cost of net financial debt."

Minority interests are measured at the time of the acquisition either at fair value (full goodwill method) or at the minority interest's proportionate share of the acquired Company's net assets (partial goodwill method). The option is taken for each acquisition.

When the Group purchases an additional interest in an acquired entity after the acquisition date, the difference between the consideration paid and the Group's share in the acquiree's equity is recognized directly in consolidated reserves. Similarly, if the Group sells an interest in an acquired entity without losing control, the resulting impact is also recognized directly in consolidated reserves.

In the case of a put option on minority interests, without those interests waiving their rights and associated benefits, borrowing is recognized for its present value against reserves, with no change in goodwill. At each closure, changes in the fair value of debt, determined according to contractual provisions, are recognized against shareholders' equity attributable to the parent company. The impact of accretion is recorded in the section "Cost of net financial debt."

Positive goodwill is recognized on a separate line of the "Goodwill" balance sheet at cost less any accumulated impairment losses. Negative goodwill is recognized directly in income during the year in which the controlling interest was acquired.

In compliance with IFRS 3 "Business Combinations," goodwill is not amortized. On the acquisition date, it is attached to a cash-generating unit depending on the synergies expected for the Group (see Notes 4.2 and 4.3). It is tested at least once a year for impairment losses and whenever there is an indication that they may be impaired. The methods used for performing the tests and recognizing any identified impairment losses are described in Note 4.2 "Impairment of non-current assets."

4.2 Impairment of non-current assets

The Group systematically carries out annual impairment tests on goodwill and other intangible assets with an indefinite useful life (the Group did not have any such assets in the years presented in these consolidated financial statements).

Property, plant and equipment and intangible assets with a finite useful life are tested for impairment whenever there is an indication that they may be impaired.

A CGU corresponds either to a legal entity or to a product line (a group of property, plant and equipment, mainly production plants, and intangible assets, essentially technologies, which generate cash flows as a result of products based on the same technology). Detailed information on CGUs is provided in Note 4.3.

No changes in CGUs were made during the fiscal years presented.

Impairment testing is used to determine the recoverable amount of a CGU or group of CGUs, representing the higher of their value in use and fair value less costs to sell.

In practice, the value in use of a CGU or group of CGUs is determined primarily on the basis of discounted operating cash flow projections covering a period of five years and based on the most recent business plan, and a terminal value.

The growth assumptions used to calculate the value in use for the business plan projection time horizon are consistent with available market information and conservative assumptions have been used for determining the terminal value, including a perpetuity growth rate of 2.0%.

Cash flow projections do not include any expansion investments or restructurings that have not already commenced.

The discount rate applied to cash flows corresponds to the Weighted Average Cost of Capital (WACC), calculated using a risk-free rate (French government OAT bond rate), the equity market risk premium and the beta ratio (which adjusts the overall equity market risk in relation to the specific industry risk). In certain cases, a specific risk premium is included, chiefly to reflect technology risk and the individual market risk, like a country risk premium to take account of the exposure of each CGU to macroeconomic risks. The WACC determined by the Group is compared with the figure calculated by analysts who track the bioMérieux stock. The discount rates calculated for the main CGUs (technological product lines) were between 7.5% and 11.0% in 2023, and between 7.7% and 13.0% in 2022. The upper range used in 2023 was for the CLIA CGU. These rates are understood after tax. The application of a pre-tax WACC to pre-tax cash flows would give an identical result.

Tests were performed to assess the sensitivity of the recoverable amounts to changes in certain actuarial and operating assumptions (see Note 4.3).

The Group recognizes an impairment loss where the value in use of these CGUs falls below the net book value. The impairment loss is allocated first to reduce the book value of any goodwill, with the residual amount allocated to the other assets of the unit, except if this reduces the net book value of those assets below their fair value.

Impairment losses are recorded on the line "Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs" if they meet the definition (see Note 23). Impairment losses against goodwill in respect of fully consolidated entities may not be reversed unless the asset is sold.

IMPACTS OF THE APPLICATION OF IFRS 16

The analysis did not lead to the identification of assets associated with rental agreements to be tested independently from a cash-generating unit (CGU).

4.3 Change

Total goodwill amounted to €698.8 million at December 31, 2023, compared with €812.5 million at December 31, 2022.

CGU *In millions of euros*	12/31/2023	12/31/2022
Industrial applications	189.5	191.4
Molecular biology	161.7	166.8
Microbiology	296.9	303.2
CLIA	0.0	98.8
Immunoassays	46.3	48.0
Entities	4.3	4.3
NET VALUE	**698.8**	**812.5**

Changes in the goodwill can be analyzed as follows:

In millions of euros	Net value
December 31, 2021	**669.5**
Translation differences	7.6
Change in the scope of consolidation[(a)]	164.4
Impairment losses[(b)]	-29.0
December 31, 2022	**812.5**
Translation differences	-18.8
Impairment losses[(b)]	-94.9
DECEMBER 31, 2023	**698.8**

(a) Related to the acquisition of Specific Diagnostics.
(b) Related to the impairment losses of the CLIA CGU.

The goodwill relating to Specific Diagnostics, deemed provisional at year-end 2022, is now considered to be final. The final valuation of this goodwill did not result in any change in value.

The impairment tests carried out in accordance with the rules defined in Note 4.1 led to the recognition of an additional impairment loss on the goodwill of the CLIA CGU of €94.9 million for the 2023 fiscal year (compared with €29 million for the 2022 fiscal year), at an average rate. The analysis also led to the recognition of an additional impairment on the CLIA CGU's technology of €27.2 million at the average rate, at December 31, 2023 (see Note 5.2).

The inputs used in the impairment tests carried out on the Group's main CGUs are set out below:

	2023			2022		
CGU	Net value[(a)]	Discount rate	Perpetual growth rate	Net value[(a)]	Discount rate	Perpetual growth rate
Industrial applications	189.5	8.0%	2.0%	191.4	7.7%	2.0%
Molecular biology	161.7	7.7%	2.0%	166.8	8.3%	2.0%
Microbiology	296.9	7.5%	2.0%	303.2	7.9%	2.0%
CLIA	0.0	11.0%	2.0%	98.8	13.0%	2.0%
Immunoassays	46.3	9.5%	2.0%	48.0	8.8%	2.0%

(a) Net value of goodwill assigned to the CGU.

Revenue and operating margin growth assumptions are set for each CGU in accordance with the best estimates at the test date. They take into account the level of maturity of bioMérieux's products and target markets, and also forecast development and innovation for its ranges.

A cumulative analysis for all CGUs was carried out to assess the sensitivity of the impairment tests to changes in discount rates (adverse change of 50 basis points), terminal growth rates (adverse change of 50 basis points) and the operating margin (fall of 100 basis points in the ratio of operating income before non-recurring items to terminal value). This analysis would not lead to the recognition of any additional impairment loss for the Molecular Biology, Immunoassays and Industrial Applications cash-generating units. Conversely, impairment would be recorded on the following cash-generating units:

- microbiology, in the event of a decline in the rate of return in excess of 70 basis points;
- CLIA, in the event of a deterioration in one of the actuarial parameters or a drop in operating income.

NOTE 5 Other intangible assets

5.1 Accounting principles

5.1.1 Research & development expenses (excluding software development costs)

In accordance with IAS 38 "Intangible Assets," research expenses are not capitalized.

Under IAS 38, development expenses must be recognized as other intangible assets whenever specific conditions are met, related to technical feasibility and marketing and profitability prospects. Given the high level of uncertainty attached to development projects carried out by the Group, these recognition criteria are not met until the regulatory procedures required for the sale of the products concerned have been finalized. As most costs are incurred before that stage, development expenses are recognized in the consolidated income statement in the period during which they are incurred.

Development costs are recognized as part of a business combination at the fair value of the projects identified in the balance sheet at acquisition, in accordance with the provisions of IFRS 3 (revised). These costs are amortized from the date of marketing of the lines affected by the projects in a linear fashion over their expected useful life.

Development expenses related to projects ongoing at the acquisition date continue to be capitalized until the date the corresponding product lines are marketed.

Development expenses incurred after the business combination date and related to new projects are recognized in accordance with IAS 38 as described previously. In practice, all subsequent costs are expensed.

5.1.2 Other intangible assets

Other intangible assets mainly include patents, licenses, elements of intellectual property, software, and customer relationships. They all have finite useful lives and are initially recognized as follows:

- if purchased: at their purchase price;
- in the case of business combinations: at fair value, generally based on the price paid (when the price of the intangible asset is identified), or based on the discounted value of estimated future cash flows. These assets, mainly comprised of technologies, are then attached to a CGU according to the expected synergies;
- in the case of internal production: at their cost price for the Group.

Significant costs directly attributable to the creation or improvement of software developed in-house are capitalized if it is considered probable that they will generate future economic benefits. Other development costs are expensed as incurred. In the case of software, only in-house and outsourced development costs related to organic analyses, programming, tests, trials, and user documentation are capitalized.

Other intangible assets are amortized in accordance with the expected pattern of consumption of future economic benefits embodied in the asset concerned, generally on a straight line basis over periods of:

- 5 to 20 years for patents, licenses, technologies;
- 10 years for major integrated management software (such as ERP systems);
- 3 to 6 years for other computer software;
- and 10 to 15 years for customer relationships.

The application since 2022 of the IFRS IC decision on the treatment of configuration and customization costs related to SaaS agreements has had no significant impact on the Group's financial statements.

Software is amortized when it comes into operational effect in each subsidiary, on a phased basis where applicable.

Other intangible assets are carried at their initial cost less accumulated amortization and any accumulated impairment losses. Depreciation and amortization are recognized in the profit & loss statement based on the assets' function. Impairment losses are recognized under "Other non-recurring income and expenses from operations" if they meet the applicable definition (see Note 24.1). For ERP-type management software, any termination of a project or batch constitutes an indication of impairment losses.

5.2 Change

Gross value *In millions of euros*	Patents Technology	Software	Other	Total
December 31, 2021	**724.8**	**227.9**	**32.7**	**985.3**
Translation differences	24.2	3.6	0.7	28.5
Acquisitions/Increases	0.2	13.1	4.7	18.0
Change in the scope of consolidation[(a)]	245.1	0.0	0.0	245.2
Disposals/Decreases	-0.1	-4.8	0.0	-4.9
Reclassifications	0.0	7.2	-6.5	0.7
Hyperinflation	0.0	2.5	0.6	3.1
December 31, 2022	**994.2**	**249.4**	**32.1**	**1,275.8**
Translation differences	-31.2	-2.7	-0.6	-34.6
Acquisitions/Increases	3.4	13.1	4.5	21.0
Changes in the scope of consolidation	0.0	0.0	0.0	0.0
Disposals/Decreases	0.0	-8.7	0.0	-8.7
Reclassifications	0.0	4.3	-4.6	-0.3
Hyperinflation	0.0	1.1	0.4	1.5
DECEMBER 31, 2023	**966.4**	**256.5**	**31.8**	**1,254.7**

(a) Related to the acquisition of Specific Diagnostics in 2022 (see Note 1.3).

Amortization and impairment *In millions of euros*	Patents Technology	Software	Other	Total
December 31, 2021	**375.3**	**191.4**	**7.1**	**573.9**
Translation differences	12.8	3.0	0.2	15.9
Additions	43.0	18.1	1.7	62.8
Changes in the scope of consolidation	0.0	0.0	0.0	0.0
Reversals/Disposals	-0.1	-4.2	0.0	-4.3
Reclassifications	0.0	0.0	0.0	0.0
Hyperinflation	0.0	1.9	0.6	2.6
December 31, 2022	**431.0**	**210.2**	**9.6**	**650.8**
Translation differences	-12.8	-1.9	-0.2	-14.9
Additions	80.2	15.7	1.7	97.7
Changes in the scope of consolidation	0.0	0.0	0.0	0.0
Reversals/Disposals	0.0	-8.7	0.0	-8.7
Reclassifications	0.0	0.1	0.0	0.0
Hyperinflation	0.0	0.8	0.4	1.2
DECEMBER 31, 2023	**498.4**	**216.2**	**11.4**	**726.0**

Net values *In millions of euros*	Patents Technology	Software	Other	Total
December 31, 2021	**349.5**	**36.5**	**25.5**	**411.5**
December 31, 2022	**563.2**	**39.3**	**22.5**	**625.0**
DECEMBER 31, 2023	**468.0**	**40.2**	**20.4**	**528.6**

Reclassifications mainly corresponds to assets under construction put into service during the fiscal year. The gross value of other intangible assets under construction represented €3.8 million at December 31, 2023 against €3.9 million in 2022.

The review of indicators of impairment losses on assets with finite useful lives, as defined in Note 4.2, led the Group to recognize impairment losses on several technology assets for a total of €35.2 million, at average rates, at December 31, 2023, of which €27.2 million corresponds to the additional impairment loss recognized on CLIA CGU technology.

It should be noted that no impairment was recorded in respect of the 2022 fiscal year (see Note 4.3).

NOTE 6 Property, plant and equipment, assets related to right-of-use and other leasing agreement receivables

6.1 Property, plant and equipment

6.1.1 Accounting principles

As prescribed by IAS 16 "Property, Plant and Equipment", items of property, plant and equipment are initially recognized at their purchase or production cost or at their acquisition-date fair value if acquired as part of a business combination. They are not revalued. Any revaluations carried out by Group companies in their individual accounts are eliminated when preparing the consolidated financial statements.

Property, plant and equipment are recorded using the component approach. Under this approach, each component of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the asset and which has a different useful life to that of the asset as a whole is recognized and depreciated separately. The only Group property, plant and equipment to which this method is applied are buildings.

IAS 23 "Borrowing Costs" does not call for the capitalization of material borrowing costs, as the Group has little debt resulting from purchases of property, plant and equipment.

Routine maintenance and repair costs of property, plant and equipment is expensed as incurred. Other subsequent expenses are capitalized only if they satisfy the applicable recognition criteria, such as the replacement of an identified component.

Property, plant and equipment are carried at cost less accumulated depreciation and any accumulated impairment losses.

The depreciable value of property, plant and equipment corresponds to their acquisition cost as they are not considered to have any material residual value. The straight-line method of depreciation is used for these assets.

The property, plant and equipment are depreciated over their estimated useful lives as follows:

- machinery and equipment: 3 to 10 years;
- instruments: 5 to 10 years;
- shell: 30 to 40 years;
- Finishing work, fixtures and fittings: 10 to 20 years.

Depreciation periods in respect of buildings are calculated separately for each component.

The useful lives of items of property, plant and equipment are reviewed periodically. The impact of any adjustments is accounted for prospectively as a change in accounting estimates.

Impairment tests are carried out for property, plant and equipment whenever events or market developments indicate that an asset may have declined in value. If an asset's recoverable amount (see Note 4.2) is less than its net book value, either its useful life is adjusted or an impairment loss is recorded in "Other non-recurring income and expenses from operations", if the applicable definition is met (see Note 24.1).

RENTAL AGREEMENTS

As lessor: when the Group makes assets available to third parties under rental agreements on terms equivalent to a sale, the assets are recorded as though they had been sold, as prescribed by IFRS 16 "Leases". The long-term portion of the lease payments due is recorded under "Other non-current assets" and the short-term portion are recognized under "Trade receivables". The corresponding financial income is recognized in the income statement during the period in which it is received, under "Other financial income and expenses".

6.1.2 Analysis of movements in property, plant and equipment

Gross value *In millions of euros*	Land	Buildings	Machinery and equipment	Capitalized instruments	Other assets	Assets under construction	Total
December 31, 2021	**54.5**	**742.7**	**626.4**	**455.2**	**203.4**	**157.1**	**2,239.3**
Translation differences	1.5	23.1	20.8	2.6	5.9	0.2	54.1
Changes in the scope of consolidation		0.6	0.5		0.1		1.2
Acquisitions/Increases	0.5	23.3	45.2	64.4	10.2	128.6	272.2
Disposals/Decreases	0.0	-25.9	-28.5	-41.2	-17.6		-113.1
Reclassifications		59.4	17.7	0.4	4.7	-58.8	23.4
Hyperinflation		0.2	0.1	11.8	0.6	0.0	12.7
December 31, 2022	**56.5**	**823.4**	**682.2**	**493.2**	**207.3**	**227.1**	**2,489.8**
Translation differences	-1.2	-17.6	-16.0	-7.2	-4.4	-7.7	-54.1
Acquisitions/Increases	3.1	19.5	63.2	94.4	7.0	121.6	308.9
Disposals/Decreases	0.0	-4.4	-7.4	-32.1	-8.9		-52.8
Reclassifications	-0.1	24.5	63.3	0.3	3.7	-91.5	0.2
Hyperinflation		0.1	0.0	6.4	0.3	0.1	6.9
DECEMBER 31, 2023	**58.5**	**845.6**	**785.3**	**555.0**	**205.0**	**249.6**	**2,698.9**

Amortization and impairment *In millions of euros*	Land	Buildings	Machinery and equipment	Capitalized instruments	Other assets	Assets under construction	Total
December 31, 2021	**2.9**	**359.3**	**374.3**	**264.3**	**137.6**		**1,138.5**
Translation differences	0.0	8.2	10.7	1.9	3.5		24.3
Additions	0.3	39.7	46.2	50.4	20.2		156.9
Disposals/Decreases	0.0	-16.7	-28.6	-38.1	-17.4		-100.8
Reclassifications		11.9	0.3	0.0	0.0		12.2
Hyperinflation		0.2	0.1	7.6	0.5		8.4
December 31, 2022	**3.2**	**402.7**	**403.1**	**286.1**	**144.4**		**1,239.5**
Translation differences	-0.1	-6.8	-7.4	-3.0	-2.9		-20.2
Additions	0.3	43.9	50.1	52.9	19.3		166.4
Disposals/Decreases	-0.1	-4.4	-7.6	-27.6	-8.8		-48.6
Reclassifications			-0.3	0.0	0.2		0.0
Hyperinflation		0.1	0.0	4.3	0.3		4.6
DECEMBER 31, 2023	**3.3**	**435.5**	**437.9**	**312.6**	**152.5**		**1,341.8**

Net values *In millions of euros*	Land	Buildings	Machinery and equipment	Capitalized instruments	Other assets	Assets under construction	Total
December 31, 2021	**51.6**	**383.4**	**252.1**	**190.9**	**65.8**	**157.1**	**1,100.8**
December 31, 2022	**53.3**	**420.7**	**279.2**	**207.2**	**62.9**	**227.1**	**1,250.3**
DECEMBER 31, 2023	**55.1**	**410.1**	**347.4**	**242.4**	**52.5**	**249.6**	**1,357.1**

Assets under construction mainly concern capital expenditure on production and automation equipment in the United States.

A section of the new Suzhou plant was commissioned during the fiscal year for approximately €27 million.

Impairment tests were not conducted to recognize significant impairments over the fiscal years presented.

6.2 Right-of-use assets (lessee side)

6.2.1 Accounting principles

RESTATEMENT ON THE LESSEE SIDE

IFRS 16 makes no distinction, from the lessee perspective, between leasing agreements and operating rental agreements.

Leases are rental agreements (or agreements that contain a rental component) that convey the right to receive the near totality of the economic benefits associated with the use of the asset resulting from the right to manage the use of the identified asset during the period of use.

Rental agreements which meet this definition are recognized according to the procedures defined below. As specified by the standard, the Group has adopted certain simplification measures, notably those enabling exclusion of agreements with a residual term of less than twelve months and agreements covering assets of low value, and the identical application of leasing agreements according to IAS 17.

In practice, the analysis predominantly resulted in the restatement of real estate and vehicle rental agreements.

For agreements not restated as rental agreements, the rental payments are recognized as expenses on a straight line basis over the term of the agreement.

The accounting rules for agreements that fall within the scope of IFRS 16 are presented below.

As of the commencement date of the agreement, the Group recognizes a right-of-use asset and a financial liability for the lease liability. The asset is recorded as a separate line item on the balance sheet; the liability is presented under borrowings.

The lease liability is measured at the discounted value of the lease payments not yet paid over the term of the agreement.

The discounted value is determined by using the implicit borrowing rate for rental agreements formerly qualified as leasing agreements and the marginal borrowing rate for other rental agreements. The incremental borrowing rate is calculated for each country according to the term of the agreement. The incremental borrowing rate corresponds to a duration rate taking into account the rent payment profile, and not a maturity rate, in accordance with the recommendations of the IFRS IC of September 2019.

The term of a rental agreement is the enforceable period, which corresponds to the non-cancellable period, plus:

- any option to extend the agreement if the Group is reasonably certain it will exercise the option;
- any agreement termination option if the Group is reasonably certain it will not exercise the option.

In practice:

- the various agreements do not contain an early termination clause and there is no clause likely to result in the lessor paying compensation to the Group that would be more than insignificant in the event of the non-renewal of the agreement at the end of the non-cancelable period, and there are no other economic incentives to renewing the rental agreements;
- the terms used for the main rental agreements are:
  - in France: an enforceable period of nine years (3/6/9 commercial leases): a non-cancelable period of three years and certainty of using the extension options after three and six years,
  - in other countries, the term is that indicated in the agreement unless the renewal decision is solely at the discretion of the lessee. In this case, the term used is 20 years from the date of the first lease for real estate rentals.

Lease payments represent fixed payments, variable payments based on an index or a rate, and the exercise price of the purchasing options that the lessee has the reasonable certainty of exercising. In practice, most of the rents are fixed. Purchase options exist for leasing agreements.

Right-of-use assets are measured as follows: the cost is reduced by the accumulated depreciation and impairment losses, and adjusted to take into account, where applicable, re-measurements of the lease liability. No impairment losses or revaluations of the lease liability were recognized during this fiscal year.

Right-of-use assets are depreciated over the expected duration of use of the property (including the portion linked to the use of land), in the case of a purchase option at a favorable price. In other cases, these assets are depreciated over the term of the agreement as defined above.

Rental agreement-related fixtures and fittings are amortized over a period that in practice is close to the term of the agreement. For information, the net book value is not material.

Deferred tax is recognized on restatements of rental agreements.

6.2.2 Change

Gross value *In millions of euros*	Land	Buildings	Machinery and equipment	Other assets	TOTAL
December 31, 2021	**25.5**	**146.5**	**31.7**	**4.6**	**208.2**
Translation differences	1.4	1.8	0.5	0.0	3.7
Acquisitions/Increases	0.0	13.0	10.0	0.1	23.1
Disposals/Decreases	-0.6	-11.1	-7.7	0.0	-19.4
Reclassifications		-6.2		0.0	-6.2
December 31, 2022	**26.3**	**148.7**	**34.6**	**4.7**	**214.2**
Translation differences	-0.8	-3.7	-1.0	0.0	-5.5
Changes in the scope of consolidation					
Acquisitions/Increases		49.7	17.2	0.0	66.9
Disposals/Decreases		-12.1	-12.0	0.0	-24.2
Reclassifications					
DECEMBER 31, 2023	**25.5**	**182.5**	**38.8**	**4.6**	**251.3**

Amortization *In millions of euros*	Land	Buildings	Machinery and equipment	Other assets	TOTAL
December 31, 2021	**3.5**	**60.1**	**16.6**	**4.0**	**84.3**
Translation differences	0.2	0.8	0.3	0.0	1.3
Additions	0.5	18.7	9.5	0.2	28.9
Disposals/Decreases	-0.6	-9.3	-6.8	0.0	-16.7
Reclassifications		-3.0			-3.0
December 31, 2022	**3.7**	**67.2**	**19.5**	**4.2**	**94.6**
Translation differences	-0.1	-1.6	-0.5	0.0	-2.2
Changes in the scope of consolidation					
Additions	0.5	19.2	9.6	0.2	29.5
Disposals/Decreases		-8.8	-10.7	0.0	-19.4
Reclassifications					
DECEMBER 31, 2023	**4.0**	**76.1**	**18.0**	**4.3**	**102.4**

Net values *In millions of euros*	Land	Buildings	Machinery and equipment	Other assets	TOTAL
December 31, 2021	**22.0**	**86.4**	**15.1**	**0.6**	**124.0**
December 31, 2022	**22.6**	**81.4**	**15.0**	**0.5**	**119.6**
DECEMBER 31, 2023	**21.4**	**106.5**	**20.8**	**0.3**	**148.9**

The increases are primarily linked to new agreements. The decreases are primarily linked to agreements having reached the end of their terms. In accordance with the provisions of IFRS 16, and given the nature of the movements, increases and reductions related to rental agreements are not reported in the investment flows of the cash flow statement.

The following table shows the net value of assets under leasing agreements:

Net values *In millions of euros*	Land	Buildings	Machinery and equipment	Other assets	TOTAL
December 31, 2021	**2.7**	**32.3**			**35.0**
December 31, 2022	**2.7**	**26.3**			**29.0**
DECEMBER 31, 2023	**2.7**	**23.9**			**26.6**

The rental expense related to non-restated agreements is not material for the years presented.

6.3 Leasing agreement receivables

6.3.1 Accounting principles

LEASING AGREEMENTS

Rental agreements are classified as leasing agreements whenever they transfer to the lessee substantially all of the risks and rewards incidental to ownership. Agreements qualify as leasing agreements based on the substance of each contract, and notably when:

- ownership of the leased asset is transferred to the lessee at the end of the lease term;
- the lessee has the option to purchase the asset at a preferential price;
- the lease term covers the major part of the leased asset's economic useful life;
- the present value of the minimum rental payments amounts to at least substantially all of the fair value of the leased asset;
- the leased assets are of such a specialized nature that only the lessee can use them without making major modifications.

Whenever the Group leases property under an agreement classified as a leasing agreement, the fair value of the asset concerned or, if lower, the present value of the minimum rental payments is capitalized and depreciated over the asset's useful life. A corresponding liability is recognized in the balance sheet. Rental payments are apportioned between the financial expenses and the reduction of the outstanding liability.

Other rental agreements are classified as operating leases and the lease payments are expensed on a straight-line basis over the term of the agreement.

Certain instruments are sold via leasing agreements (see Note 6.1). The usual agreement term is five years.

6.3.2 Change

Leasing agreement receivables totaled €11.1 million at December 31, 2023, against €19.1 million at December 31, 2022.

In millions of euros	In less than one year	From 1 to 5 years	In over 5 years	12/31/2023
Gross value of leasing agreement receivables	5.7	7.8	0.0	13.6
Accrued interest	-0.2	-0.2	0.0	-0.4
Present value of minimum future lease payments	5.5	7.7	0.0	13.2
Impairment losses	-2.1			-2.1
NET PRESENT VALUE OF MINIMUM FUTURE LEASE PAYMENTS	**3.5**	**7.7**	**0.0**	**11.1**

The current portion of leasing agreement receivables is shown in trade receivables (see Note 9), while the non-current portion is carried in other non-current assets for €7.7 million.

As previously stated, the changes were the following at December 31, 2022:

In millions of euros	In less than one year	From 1 to 5 years	In over 5 years	12/31/2022
Gross value of leasing agreement receivables	8.3	13.6	0.0	21.9
Accrued interest	-0.7	-0.7	0.0	-1.3
Present value of minimum future lease payments	7.7	12.9	0.0	20.6
Impairment losses	-1.6			-1.6
NET PRESENT VALUE OF MINIMUM FUTURE LEASE PAYMENTS	**6.1**	**12.9**	**0.0**	**19.1**

The depreciation rules applied are presented in Note 9.

NOTE 7 Non-current financial assets

7.1 Accounting principles

Non-current financial assets include investments in non-consolidated companies, loans and receivables maturing in more than one year – including pension plan assets whenever these have not been definitively allocated to cover corresponding obligations – and deposits and guarantees. They are recognized and measured in compliance with the rules described in Note 27.

In application of the IFRS 9 standard, non-current financial assets are broken down into three categories:

- Financial assets assessed at amortized cost:

  These are financial assets for which the objective of the economic model is to receive contractual flows, and for which the contractual conditions specify, at particular dates, flows corresponding only to repayments of capital and interest. They correspond to loans, deposits and guarantees.
- Financial assets valued at fair value, with recognition in other comprehensive income:
  - changes in fair value to be reclassified to income: these are financial assets for which the objective of the economic model is to receive both contractual flows and flows from the sale of assets, and for which the contractual conditions specify, at particular dates, flows corresponding only to repayments of capital and interest. The Group has no significant assets within this category;
  - changes in fair value not to be reclassified to income (irreversible option taken on the acquisition date): these are assets that are strategic for the Group. They correspond to non-consolidated equity investments.
- Financial assets measured at fair value through profit or loss: these are securities held by the Group for trading purposes. This category is not used over the fiscal years presented, as the Group has so far decided to opt for recognition in other comprehensive income not to be reclassified.

ASSETS VALUED AT AMORTIZED COST

The amortized cost is determined according to the effective interest rate method, as defined by the IFRS 9 standard. This rate is determined when putting in place the related contract.

FINANCIAL ASSETS VALUED AT FAIR VALUE

Fair value is determined according to the methodology defined by the standard IFRS 13, according to the three levels of fair value defined in Note 27.1.

In exceptional cases where the fair value of financial assets cannot be determined reliably (lack of recent information, wide range of valuations, etc.), the cost will be considered as the best estimate of the fair value.

No reclassification between the various categories occurred over the fiscal years presented.

The breakdown of other financial assets for which the Group has opted for this presentation is presented separately in the table below.

7.2 Change

In millions of euros	12/31/2023	12/31/2022
Loans and receivables	14.2	19.8
Non-consolidated financial assets assessed at fair value against other comprehensive income	205.2	70.3
TOTAL	**219.4**	**90.1**

The change in non-consolidated investments corresponds mainly to the investment of €158 million in Oxford Nanopore Technologies made in October 2023, revalued at the share price on December 31, 2023 (see Note 1.2.2).

Loans and receivables include a debt convertible into shares and a surety intended to cover post-employment benefit obligations in Germany.

In millions of euros	Acquisition value	Changes in fair value	Fair value
December 31, 2021	**65.9**	**-4.8**	**61.1**
Translation differences	1.2	0.0	1.2
Acquisitions/Increases	52.0	0.0	52.0
Disposals/Decreases	-24.0	0.0	-23.9
Changes in fair value recorded in other comprehensive income		-0.3	-0.3
December 31, 2022	**95.1**	**-5.1**	**90.1**
Translation differences	-2.1	0.0	-2.2
Acquisitions/Increases	162.4	-3.4	158.9
Disposals/Decreases	-4.4	0.0	-4.4
Changes in fair value recorded in other comprehensive income		-23.1	-23.1
DECEMBER 31, 2023	**251.0**	**-31.6**	**219.4**

The change in fair value recognized in other comprehensive income mainly concerns shares in Oxford Nanopore Technologies.

The summary table below shows the change in fair value of the shares in non-consolidated companies at December 31, 2023 compared to December 31, 2022:

	12/31/2022			12/31/2023	
In millions of euros	Fair value	Of which change in fair value through other comprehensive income	Of which change in recycling of fair value through reserves	Fair value	Of which change in fair value through other comprehensive income
Oxford Nanopore Technologies				141.5	-16.5
Proxim	16.9			16.3	
Accunome	13.6			12.7	
Other securities	39.8	-0.3	28.3	34.6	-6.6
TOTAL	**70.3**	**-0.3**	**28.3**	**205.2**	**-23.1**

The changes in fair value of securities classified as level 3 are presented in Note 27.1.

NOTE 8 Inventories and work-in-progress

8.1 Accounting principles

As required under IAS 2 "Inventories," inventories are measured at the lower of cost and net realizable value.

Inventories of raw materials, goods held for resale and consumables are measured at their purchase price plus related expenses using the FIFO method. Work-in-progress and finished products are measured at their actual production cost, including direct and indirect costs.

Inventories are written down where necessary, taking into account selling prices, obsolescence, residual shelf life, product condition, sale prospects and, in the case of spare parts, changes in the corresponding instruments' installed base.

8.2 Change

In millions of euros	12/31/2023	12/31/2022
Raw materials	384.7	326.0
Work-in-progress	99.8	89.8
Finished products and goods held for resale	470.0	364.3
Gross value	**954.4**	**780.1**
Raw materials	-20.1	-19.9
Work-in-progress	-3.2	-3.6
Finished products and goods held for resale	-22.7	-19.3
Provisions for impairments	**-45.9**	**-42.8**
Raw materials	364.7	306.1
Work-in-progress	96.6	86.2
Finished products and goods held for resale	447.3	344.9
NET VALUES	**908.5**	**737.2**

Inventories relating to instruments accounted for 19.7% of gross value in 2023, compared with 19% in 2022.

No pledges of inventories had been granted at December 31, 2023.

Without a work stoppage or significant reduction in its production centers, the Group experienced no major slowdowns over the manufacturing period recognized as at December 31, 2023, as in 2022.

The analysis carried out did not result in any change in the methods used to write down inventories, as in 2022.

NOTE 9 Trade receivables and assets related to contracts with customers

Trade receivables and finance leasing receivables

In millions of euros	12/31/2023	12/31/2022
Gross trade receivables	780.3	787.8
Impairment losses	-51.7	-47.7
NET VALUE	**728.6**	**740.1**

In total, 17% of the Group's trade receivables relate to government agencies and may be paid later than the date shown on the invoice.

Trade receivables are recognized at amortized cost. There are no other financial assets including a financially significant component.

The Group has not set up any deconsolidating factoring contracts.

The due dates are mainly below six months except for rental agreements, leasing agreements and contracts for the provision of equipment.

Net receivables overdue by more than 60 days relative to private companies and public organizations represent 14.0% of outstanding trade receivables in 2023, against 14.6% in 2022.

The weight of net additions to doubtful debts and bad debts represents €10.4 million, i.e. 0.3% of revenue.

Trade receivables include the current portion of leasing agreement receivables (see Section 6.3).

Receivables and assets related to contracts with customers	12/31/2022	Changes in the scope of consolidation	Change in gross values	Change in provision	Change in method	Currency impact	12/31/2023
Long-term leasing agreement receivables	12.9		-4.9			-0.3	7.7
Non-current assets	**12.9**		**-4.9**	**0.0**	**0.0**	**-0.3**	**7.7**
Leasing agreement receivables	6.1		-1.9	-0.6	0.0	-0.2	3.5
Gross trade receivables	734.0	0.0	20.8	-4.6	0.0	-25.0	725.2
Other assets related to contracts with customers	0.0						0.0
Current assets	**740.1**	**0.0**	**18.9**	**-5.2**	**0.0**	**-25.2**	**728.6**

The share of provisions on leasing agreement receivables is not material (see Note 6.3).

IMPAIRMENT OF TRADE RECEIVABLES

Provisions for depreciation of trade receivables are recognized to take into account expected losses and are recognized according to the following model:

- doubtful trade receivables: provisioned case-by-case;
- customers for whom indicators of impairment losses have been identified (late payment, claims and litigation, etc.): individual and statistical provision;
- customers with no impairment loss index at the closing date: a provision for expected losses is recognized case-by-case, taking into account qualitative and quantitative information (e.g. information on the customer, rating of the customer, etc.) in the context of the customer credit risk monthly review process, according to information obtained on the customer.

The credit risk is assessed at each closure, taking into account guarantees received, where applicable.

The analysis carried out did not result in any change to the trade receivables provisioning model, nor to the way it is implemented, as in 2022.

Netting agreements

N/A.

Other assets related to contracts with customers

There are no assets related to the costs of obtaining or implementing contracts.

NOTE 10 Liabilities related to contracts with customers

Liabilities related to contracts with customers correspond essentially to advances of payment received and maintenance services invoiced in advance on service contracts (see Note 17). The associated revenue is recognized in income over the period that the service is rendered.

Liabilities related to contracts with customers	Notes	12/31/2022	Changes in the scope of consoli-dation	Change in gross values	Change in provision	Reclassi-fication	Changes in translation differences	12/31/2023
Provisions for long-term guarantee	15	1.0	0.0		0.1	0.0	-0.1	1.1
Non-current liabilities		**1.0**	**0.0**	**0.0**	**0.1**	**0.0**	**-0.1**	**1.1**
Provisions for short-term guarantee	15	6.3			2.6	0.0	-0.4	8.5
Advances received on trade receivables	17	22.1		-8.7		0.0	-1.4	12.1
Credit note to be issued	17	12.3		2.3		0.1	-0.2	14.5
Income invoiced in advance	17	88.5	0.0	-1.3		-4.5	-2.6	80.1
Current liabilities		**129.2**	**0.0**	**-7.7**	**2.6**	**-4.4**	**-4.5**	**115.1**

NOTE 11 Other receivables

In millions of euros	12/31/2023	12/31/2022
Advances and deposits	40.2	30.3
Prepaid expenses	38.6	31.4
Other operating receivables	94.2	90.8
Provisions for impairment	-1.4	0.0
Net value of operating receivables	**171.7**	**152.6**
Current tax receivables	**29.7**	**17.9**
Non-operating receivables	14.3	16.3
NET VALUE OF NON-OPERATING RECEIVABLES	**14.3**	**16.3**

The other receivables related to customer contracts are not material.

Other operating receivables are mainly composed of research tax credit receivables (€54.5 million at December 31, 2023 versus €49.0 million at end-2022) and other tax-related receivables.

Non-operating receivables relate primarily to the fair value of derivative instruments carried in assets (€5.2 million in 2023, versus €8.5 million in 2022, see Note 27.2) and to hedging assets which exceed the discounted value of post-employment benefit obligations for €1.4 million for 2022 (see Note 15.3.3).

NOTE 12 Cash and cash equivalents

12.1 Accounting principles

Cash and cash equivalents include cash and short-term highly liquid investments denominated in euros and subject to an insignificant risk of impairment loss and counterparty default.

Investments meeting these criteria are measured at the end of the reporting period at their fair value, with fair value gains or losses recognized in income (see Note 27).

None of the Group's investments are pledged or subject to major restrictions.

Investment securities and other cash equivalents are valued at their fair value at each closing, according to the definition given in Note 7.

There are no other current financial assets.

12.2 Change

In millions of euros	12/31/2023	12/31/2022
Cash	287.1	401.7
Cash investment with GNEH	0.0	1.5
Cash investments	65.2	149.5
CASH AND CASH EQUIVALENTS	**352.4**	**552.6**

Some cash investments are in term accounts as well as in SICAV money-market funds for €34 million in 2023 versus €93 million in 2022.

Investments are placed with leading credit institutions. With the exception of the investment made with GNEH, no adjustments were recognized in respect of the risk of non-collection associated with these financial assets following the analysis carried out pursuant to IFRS 13 (see Note 28.5).

Cash investments in SICAV money-market funds are as follows:

	12/31/2023	12/31/2022
Investment	BNP PARIBAS SIGNATURE PART R money-market fund	BNP PARIBAS SIGNATURE PART R money-market fund
Amount	€20 million	€80 million
Classification	Short-term money-market fund	Short-term money-market fund
ISIN Code	FR0013245651	FR0013245651
Investment	BNP PARIBAS SIGNATURE PART CLASSIC money-market fund	BNP PARIBAS SIGNATURE PART CLASSIC money-market fund
Amount	€14 million	€13 million
Classification	Short-term money-market fund	Short-term money-market fund
ISIN Code	FR0011046085	FR0011046085
Investment	SICAV AMUNDI EURO LIQUIDITY SRI IC	
Amount	€0.2 million	
Classification	Short-term money-market fund	
ISIN Code	FR0010251660	

The Group regularly reviews the investments made by each SICAV euro money-market fund as well as their past performance in order to ensure that they qualify as "cash and cash equivalents" in accordance with the recognition criteria in IAS 7.

The impact related to use restrictions on demand deposits is not significant.

NOTE 13 Assets and liabilities held for sale

13.1 Accounting principles

In accordance with IFRS 5, net assets and liabilities whose recovery is expected through a sale transaction rather than by continuous usage are reclassified as assets held for sale or as related liabilities.

Impairment tests were carried out by comparing the value of the net assets to their fair value less costs to sell (see Note 4.2).

13.2 Change

At December 31, 2023, no assets or liabilities were classified as held for sale, as was the case at December 31, 2022.

NOTE 14 Shareholders' equity and earnings per share

14.1 Share capital

The Company's share capital amounted to €12,029,370 at December 31, 2023 and was divided into 118,361,220 shares with a total of 190,949,489 voting rights (of which 72,588,269 shares carry double voting rights). Following a decision taken by the Annual General Meeting of March 19, 2001, the Company's articles of association no longer refer to a par value for its shares. No rights or securities with a dilutive impact on capital were outstanding at December 31, 2023.

Other than the free shares (see Note 18.2), there were no valid dilutive rights or securities on December 31, 2023.

The Company is not subject to any specific regulatory or contractual obligations in terms of its share capital.

The Group does not have any specific policy concerning equity financing. Decisions on whether to use external financing or capital increases are made on a case-by-case basis for each proposed transaction. The equity used by the Group for its own operations corresponds to its consolidated equity.

14.2 Cumulative translation adjustments

In millions of euros	12/31/2023	12/31/2022
Dollars[(a)]	86.4	188.2
Latin America	-19.9	-20.7
Europe – Middle East – Africa	-32.2	-40.2
Other countries	4.5	18.0
TOTAL	**38.7**	**145.3**

(a) US and Hong Kong dollars.

Cumulative translation adjustments attributable to the parent company amounted to €38.0 million at December 31, 2023, including €12.8 million linked to hyperinflation (see Note 2.3) versus €143.0 million last year. This decline is mainly due to the dollar's depreciation over the fiscal year.

14.3 Treasury shares

The Company has entered into an agreement with an investment services provider for market-making purposes. It therefore sometimes has to buy, hold and resell a small number of its own shares in connection with this agreement. It also purchases shares to cover the obligations it assumes in connection with the free share grant plans mentioned in Note 18.

Treasury shares held under the liquidity agreement or for the purpose of allocation under free share grant plans are recorded as a deduction from equity, and the impacts of all corresponding transactions recorded in the individual financial statements are also recognized directly in equity (disposal gains and losses, impairment, etc.).

Treasury shares held under the liquidity contract

At December 31, 2023, the parent company held 51,569 treasury shares as part of this contract. During the fiscal year, it purchased 731,380 and sold 733,282 treasury shares.

Other treasury shares

At January 1, 2023, the Company held 361,603 treasury shares. During the fiscal year, the Company bought 200,000 shares and definitively allocated 106,720 shares intended to provide free share grants to employees and 299,465 shares for the share subscription plan (see Notes 1.1.1, 18.2 and 18.4).

At December 31, 2023, the Company held a total of 155,418 treasury shares intended for free share grants authorized by the Annual General Meeting.

14.4 Minority interests

Minority interests essentially cover Suzhou Hybiome Biomedical Engineering, and dropped from €38.7 million at December 31, 2022, or 33.3%, to a balance capped at 0 at December 31, 2023, or 28.8%.

The impact of the share of minorities on the key aggregates of the Group is not material over the fiscal year.

14.5 Other comprehensive income (expense)

The main elements making up comprehensive income are the changes in the fair value of financial instruments for which changes in fair value are recognized in this section (see Note 7), actuarial gains and losses on defined benefit pension plans, changes in fair value of cash flow hedges, changes in translation differences coming from subsidiaries whose accounts are denominated in foreign currencies and changes in the value of tangible or intangible assets (if the option has been exercised for fair value).

The Group presents other comprehensive income showing the components of other comprehensive income that may be subsequently reclassified to income separately from components not subsequently declassifiable.

14.6 Earnings per share

Basic earnings per share is calculated by dividing net income attributable to owners of the parent by the weighted average number of shares outstanding during the period (excluding shares intended for allocation under free share grants and treasury shares held for market-making purposes). The weighted average number of shares was 118,154,233 at December 31, 2023, against 117,946,146 at December 31, 2022.

Diluted (net) earnings per share are calculated from the number of shares defined in the basic earnings increased by the weighted average number of potential shares to be issued and which would have a dilutive effect on net income. The number of the latter was 118,802,462 at December 31, 2023, against 118,440,601 at December 31, 2022.

NOTE 15 Provisions – Contingent assets and liabilities

15.1 Accounting principles

In accordance with IAS 37 "Provisions, Contingent Liabilities and Contingent Assets," provisions are recognized when the Group has a legal or constructive obligation toward a third party, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and no inflow of resources of an equivalent amount is expected in return, and when the amount of the obligation can be reliably estimated.

Provisions for restructuring costs are recognized only when the restructuring has been announced and the Group has drawn up or has started to implement a detailed formal plan.

Restructuring provisions notably cover the cost of severance payments.

Long-term provisions are discounted when the impact of discounting is material and the resolution date is known.

Material contingent liabilities are disclosed in Note 15.5, unless the probability of an outflow of resources embodying economic benefits is remote.

Material contingent assets are disclosed in Note 15.5 where an inflow of economic benefits is probable.

15.2 Change in provisions

In millions of euros	Retirement benefits and other benefits	Guarantees given	Restructurings	Claims and litigation	Other provisions	Total
December 31, 2021	**52.3**	**8.8**	**5.6**	**7.3**	**40.0**	**114.1**
Additions	1.7	12.0	5.3	1.3	6.1	26.4
Reversals (utilizations)	-5.0	-11.8	-4.2	-6.8	-5.3	-33.0
Reversals (surplus)	-0.4	-1.9	0.0	-2.2	-5.9	-10.3
Net additions (reversals)	-3.6	-1.7	1.0	-7.7	-5.1	-17.0
Actuarial gains and losses	-21.3	0.0	0.0	0.0	0.0	-21.3
Changes in the scope of consolidation	0.0	0.0	0.0	3.8	3.0	6.8
Other changes	0.1	0.0	0.0	0.0	0.0	0.0
Translation differences	-0.3	0.2	0.3	0.2	0.2	0.6
December 31, 2022	**27.2**	**7.3**	**7.0**	**3.6**	**38.2**	**83.2**
Additions	5.7	15.1	0.9	1.6	19.2	42.6
Reversals (utilizations)	-2.4	-11.1	-4.8	-1.0	-8.1	-27.3
Reversals (surplus)	-0.2	-1.3	0.0	-2.0	-5.9	-9.4
Net additions (reversals)	3.2	2.7	-3.9	-1.4	5.3	5.8
Actuarial gains and losses	7.0	0.0	0.0	0.0	0.0	7.0
Other changes	0.0	0.0	0.0	0.0	0.0	-0.1
Translation differences	-0.2	-0.4	-0.1	0.0	-0.3	-1.1
DECEMBER 31, 2023	**37.0**	**9.6**	**2.9**[(a)]	**2.2** [(b)]	**43.2** [(b)]	**94.9**

(a) Mainly corresponds to strategic reorganizations in the United States.
(b) See Note 15.4.

Provisions for product warranties are recognized based on an estimate of the costs relating to the contractual warranty for instruments sold over the remaining period under warranty (see Note 3.1.1).

15.3 Post-employment and other long-term benefit obligations

15.3.1 Accounting principles

15.3.1.1 Short-term employee benefits

Short-term employee benefits include wages, salaries and payroll taxes as well as paid vacation and performance-related bonuses. They are expensed during the fiscal year in which employees perform the corresponding services. Outstanding payments at the end of the reporting period are included in "Other operating payables".

15.3.1.2 Post-employment benefits

These benefits notably correspond to pensions, termination benefits, and post-employment health insurance. They are covered either by defined-contribution plans or defined-benefit plans.

Defined contribution plans: where required under local laws and practices, the Group pays salary-based contributions to pension and social security organizations. The Group's obligation is limited to the payment of contributions. The contributions are expensed during the fiscal year in which employees perform the corresponding services. Outstanding payments at the end of the reporting period are included in "Other operating payables."

Defined-benefit plans: all plans other than defined-contribution plans:

- they concern regular or supplementary post-employment benefit obligations paid in the form of annuities (primarily in France and Germany) and termination benefits (primarily in France);
- health insurance for retired employees.

The Group's defined-benefit pension obligation is estimated by actuaries, in accordance with the amended IAS 19, as presented hereafter:

Post-employment benefit obligations are calculated in accordance with the projected unit credit method. They take into consideration actuarial assumptions such as discount rates, the rate of future salary increases, employee turnover and mortality rates. The main assumptions used are set out below in Note 15.3.2.

For the purpose of determining the discount rate, the Group analyzed various market rates and, as prescribed by the amended IAS 19 (revised), chose an estimated average of the Iboxx Corporate AA and Bloomberg indices (euro, US dollar and pound sterling) at December 31, 2023, taking into account the average durations of the Group's plans where these differ from the observable maturities of the bonds used for those indices.

Post-employment benefit obligations are presented in the balance sheet for their total amount less the fair value of plan assets.

The impact on the current service cost for the year and on the interest cost net of the return on plan assets is recognized in operating income before non-recurring items.

The impacts of changes in actuarial gains and losses related to benefit obligations and plan assets (actuarial assumptions and experience adjustments) are immediately recognized under other comprehensive income at their net-of-tax amount. They are not reclassified to income.

The impacts resulting from amendments to and settlements of pension plans are immediately recognized in income.

The expected return on plan assets recognized in income is calculated using the discount rate used to estimate the total benefit obligation.

Susceptibility tests are performed to measure the sensitivity of the Group's post-employment benefit obligation to changes in certain actuarial assumptions (see Note 15.3.8).

The impact of the French pension reform, defined by the law of April 15, 2023, which raises the legal retirement age from 62 to 64 for general scheme employees, was reflected in commitments at December 31, 2023, with no material impact on the financial statements.

15.3.1.3 Other long-term benefits

Other long-term benefits include long-service awards and bonuses. The corresponding liabilities are recognized on an actuarial basis whenever they have a material impact. Actuarial gains and losses and past service cost are recognized immediately in income.

15.3.2 Assumptions used

Post-employment benefits and other obligations are covered by provisions and essentially concern France. These obligations are calculated using actuarial methods based on a certain number of assumptions.

The main assumptions used are as follows:

	France	
	12/31/2023	12/31/2022
Expected salary increase rate	3.00%	2.70%
Discount rate	3.20%	3.90%
Average duration of plans	12.3	11.5

The expected return on plan assets corresponds to the discount rate applied to the post-employment benefit obligations, in accordance with the amended IAS 19, according to the calculated duration.

15.3.3 Breakdown of provisions for employee benefits

In millions of euros	12/31/2023	12/31/2022
Post-employment benefits[(a)]	21.3	12.6
Long-service awards	15.7	13.2
TOTAL PROVISIONS FOR LONG-TERM EMPLOYEE BENEFITS	**37.0**	**25.8**

(a) Includes plan assets that exceed the discounted value of commitments for €1.4 million at December 31, 2022.

- At December 31, 2023, the reduction in the discount rate compared with 2022 led to an increase in the valuation of post-employment benefits and long-term employee benefits. Obligations relating to retirement benefits are prefinanced by means of an insurance contract. In 2023, repayments of around €2 million have been made using hedge funds. At December 31, 2022 the amount of plan assets exceeded the present value of commitments by €1.4 million. This excess coverage was recognized in non-operating receivables (see Note 11).

15.3.4 Change in provisions for employee benefits post employment

In millions of euros	Present value of obligation	Fair value of funds[(a)]	Provisions for pensions	Post-employment health insurance	Total provisions for post-employment benefits
December 31, 2022	**59.6**	**-48.2**	**11.4**	**1.2**	**12.6**
Current service cost	2.8		2.8	0.0	2.8
Interest cost	2.0	-1.7	0.3	0.0	0.3
Retirements	-3.7	2.3	-1.4	-0.1	-1.5
Plan liquidation	-0.2	0.3	0.1		0.1
Contributions	0.0	0.6	0.6		0.6
Impact on operating income	**0.9**	**1.5**	**2.4**	**-0.1**	**2.3**
Actuarial gains and losses (Other comprehensive income)	**5.5**	**1.5**	**7.0**	**0.0**	**7.0**
Other movements (incl. currency impact)	0.1	-0.7	-0.6	0.0	-0.6
DECEMBER 31, 2023	**66.1**	**-45.8**	**20.2**	**1.1**	**21.3**

(a) Plan assets or scheduled payments.

In millions of euros	Present value of obligation	Fair value of funds[(a)]	Provisions for pensions	Post-employment health insurance	Total provisions for post-employment benefits
December 31, 2021	**79.5**	**-45.0**	**34.5**	**1.2**	**35.7**
Current service cost	4.2		4.2	0.0	4.2
Interest cost	0.8	-0.4	0.4	0.0	0.4
Retirements	-2.0	0.1	-1.9	-0.1	-2.1
Plan liquidation	0.0	0.0	0.0		0.0
Contributions	0.0	-3.4	-3.4		-3.4
Impact on operating income	**2.9**	**-3.8**	**-0.8**	**-0.1**	**-0.9**
Actuarial gains and losses (Other comprehensive income)	**-22.8**	**1.1**	**-21.7**	**0.0**	**-21.7**
Other movements (incl. currency impact)	0.0	-0.5	-0.5	0.1	-0.4
DECEMBER 31, 2022	**59.6**	**-48.2**	**11.4**	**1.2**	**12.6**

(a) Plan assets or scheduled payments.

15.3.5 Net post-employment benefit expense for the fiscal year

In millions of euros	12/31/2023	12/31/2022
Current service cost	2.8	4.2
Return on plan assets	-1.7	-0.4
Interest cost	2.0	0.8
TOTAL	**3.1**	**4.5**

15.3.6 Breakdown of net obligation by country

	12/31/2023		
In millions of euros	France	Other countries	Total
Present value of obligation	39.4	26.6	66.0
Fair value of funds[(a)]	-33.0	-12.8	-45.8
Provisions for pensions	**6.4**	**13.8**	**20.2**
Post-employment health insurance	0.0	1.1	1.1
Other long-term benefits			0.0
TOTAL POST-EMPLOYMENT BENEFITS	**6.4**	**14.9**	**21.3**
Long-service awards	15.2	0.5	15.7
TOTAL PROVISIONS FOR PENSIONS AND OTHER LONG-TERM BENEFITS	**21.7**	**15.4**	**37.0**

(a) Plan assets and scheduled payments.

15.3.7 Information on plan assets

Plan assets mainly concern France.

15.3.7.1 Allocation of funds

	12/31/2023	12/31/2022
In millions of euros	France	France
Equities	2.9	2.7
Bonds	26.3	26.8
Other	3.8	5.0
TOTAL	**33.0**	**34.5**

15.3.7.2 Actual return on plan assets

	Return 2023	Return 2022
France	1.4%	2.1%

15.3.8 Other information

The timing of future benefit payments at December 31, 2023 is as follows:

	Future service payments	
as %	*(as % of net obligation)*	12/31/2022
Less than 1 year	6%	7%
1 to 5 years	32%	35%
More than 5 years	62%	58%

This payment schedule is close to the one calculated in 2022.

A portion of these payments will be funded by the plan assets. Contributions will be decided on a yearly basis.

A 0.5-point increase in the discount rate would have a favorable impact of around 6.0% on the amount of commitments (namely €3.8 million).

15.4 Other provisions

15.4.1 Provisions for claims and litigation

The Company is involved in a certain number of claims and litigation arising from the normal course of its business, the most significant of which are described below. Based on available information, the Group does not believe that these claims and litigation will have a materially unfavorable impact on Group financial statements. When a risk is identified, a provision is recognized as soon as it can be reliably estimated. The provision for claims and litigation covers all disputes in which the Group is involved and amounted to €2.2 million at December 31, 2023, against €3.6 million at December 31, 2022 (excluding tax claims and litigation detailed in Note 15.4.2).

Other than the tax disputes explained below, the claims and litigation mainly included disputes with distributors following the termination of their distribution contracts. A provision has been set aside for the probable amounts that the Group will have to pay based on the plaintiff's claims.

15.4.2 Tax disputes and risks

Liabilities related to tax disputes and risks concerning income taxes are recorded on the line "Current tax payables" (see Note 17). Late-payment interest is recorded on the line "Other payables" (see Note 17).

Penalties relating to these claims and litigation and to risks are recorded in "Provisions, contingent liabilities and contingent assets."

Tax disputes and mutual agreement procedures (MAP) in Italy

As a result of various tax audits, out-of-court settlements and litigation proceedings:

- for the period 2004 to 2007, an accrued income of €2.5 million has been recognized in the financial statements. This accrued income has decreased by €3.5 million (it was €6 million at December 31, 2022) following repayments made in 2023 by the tax authorities. The proceeding is currently before the Supreme Court of Cassation;
- on February 8, 2023, the tax authorities appealed the decision of the Court of First Instance which had ruled in bioMérieux's favor concerning the period 2009 to 2010.

With regard to the dispute currently before the Supreme Court of Cassation, accrued income fell from €6 million at December 31, 2022 to €2.5 million at December 31, 2023, given the settlements received in 2023 by bioMérieux Italy.

15.4.3 Other provisions

Manovra

This bill, which was passed in Italy in August 2015, requires healthcare providers to cover 40% of the difference between the health budget of each province and the actual expenditure incurred. In April 2023, an implementing decree was published for the period between 2015 and 2018, and bioMérieux Italy paid the amounts due, thereby removing the risk over this period.

In line with market practice, a provision for risk has been recognized in the financial statements for the periods 2019 to 2023.

Other provisions

These relate to miscellaneous risks identified and to costs related to the discontinuation of certain product ranges.

15.5 Contingent assets and liabilities

Diagnostic tests for Lyme disease

On October 14, 2016, bioMérieux, like other laboratories, was summoned before the Tribunal de Grande Instance de Paris (Paris District Court) in view of obtaining compensation for anxiety allegedly "caused by the lack of reliability of serodiagnostic tests" for Lyme disease. The civil proceeding, initiated by 45 plaintiffs, increased to 93 following the joinder of two identical new summonses. In December 2021, the Paris court dismissed all opposing claims. The Paris court decision is the subject of an appeal brought by 30 claimants, notified to bioMérieux.

At this stage of the proceeding, it is not possible to reliably estimate the risk incurred by the Group.

NOTE 16 Net debt – Cash

16.1 Consolidated cash flow statement

The consolidated cash flow statement is presented according to the recommendation of the French accounting standards authority (*Autorité des normes comptables* – ANC) No. 2013-03 dated November 7, 2013.

It lists separately:

- cash flows from operating activities;
- cash flows from investment activities;
- cash flows from financing activities.

Cash flows from investment activities include the amount of net cash of companies acquired or sold on the date of their first-time consolidation or their derecognition, as well as amounts due to suppliers of non-current assets and amounts receivable on disposals of non-current assets.

Net cash and cash equivalents correspond to the Group's net debit and credit cash positions.

The consolidated cash flow statement shows the Group's EBITDA. EBITDA is not defined under IFRS and may be calculated differently by different companies. EBITDA or gross operating income as presented by bioMérieux is equal to the sum of operating income before non-recurring items and net additions to operating depreciation and amortization.

In millions of euros	2023	2022
ADDITIVE METHOD		
• Net income	322.8	440.5
• Amortization and impairment of intangible assets related to acquisitions	170.1	67.0
• Cost of net financial debt	-1.4	-2.0
• Other financial income and expenses	3.1	8.6
• Income tax expense	114.5	140.1
• Investments in associates	0.0	0.0
• Net additions to operational depreciation – non-current provisions	218.4	210.0
EBITDA (before non-recurring items)	827.4	864.2
SIMPLIFIED ADDITIVE METHOD		
• Operating income before non-recurring items	439.0	587.2
• Depreciation and amortization	218.4	210.0
• Amortization and impairment of intangible assets related to acquisitions	170.1	67.0
EBITDA (BEFORE NON-RECURRING ITEMS)	**827.4**	**864.2**

The available free cash flow is a key indicator for the Group. It is defined as cash flows from operating activities as well as cash flows from investing activities, excluding net cash and cash equivalents from acquisitions and disposals of subsidiaries.

16.2 Comments on the consolidated cash flow statement

Net cash from operating activities

EBITDA amounted to €827 million in 2023, or 22.5% of sales, down 4.2% from the €864 million recorded in 2022, mainly due to unfavorable currency impacts, which reduced contributive operating income before non-recurring items.

Tax payments amounted to €204 million, down from €224 million paid the previous year. This reduction was due mainly to tax claims and litigation payments made in 2022.

In 2023, the operating working capital requirement increased by €205 million. The change was primarily a result of the following factors:

- inventories rose by €193 million in 2023, due to the replenishment of BioFire range inventories (raw materials and finished products), the launch of new products (BioFire range, Vidas Kube and Vitek MS PRIME instruments), the effect of price increases on raw materials, and later winter epidemics at the end of 2023;
- trade receivables were up slightly by around €14 million, mainly due to business growth;
- trade payables were up by €3 million, due to an increase in purchases in the last quarter of 2023 in the United States;

At the end of the 2023 fiscal year, cash generated from operating activities reached €445 million, down by 6.2% compared to the €475 million recorded during the previous fiscal year.

Net cash used in investment activities

Capital expenditures represented around 9.0% of sales or €338 million in 2023, versus €287 million in the previous year. Main capital expenditure concerned the expansion of production capacity in the United States and the construction of a new site for Hybiome in China.

It should be remembered that increases in right-of-use related assets (IFRS 16) are not presented as investment flows, in accordance with the standards.

In this context, free cash flow reached €115 million in 2023, against about €195 million in 2022.

Acquisitions related to non-consolidated and equity-accounted investments amounted to €159 million in 2023, mainly linked to the acquisition of a minority stake in Oxford Nanopore (see Note 1.2.2).

Net cash used in financing activities

The Company paid a dividend of €100.2 million.

Cash flows from loan repayments correspond mainly to the repayment of commercial paper and the payment of a debt related to the buyout of minority interests.

IFRS 16

In accordance with the provisions of the standard, financing flows include only reimbursements of the debt related to lease liabilities, and stood at €29.3 million on December 31, 2023, against €28.6 million on December 31, 2022.

The interest paid on borrowings for lease liabilities is presented as operating cash flows, in the same manner as other interest paid on borrowings.

16.3 Change in net debt

No financial debt has been recognized or remeasured at fair value.

No debt restructuring occurred over the presented fiscal years. Likewise, current debts at December 31, 2022 were not restructured in the past.

At December 31, 2023, after the €100.2 million dividend payout to bioMérieux SA shareholders, the Group's net debt was €166.4 million, largely consisting of net cash of €333 million offset by the bond issue described below and the debt on lease liabilities related to IFRS 16 (€130.6 million).

In June 2020, bioMérieux had contracted a bond issue for an amount of €200 million, comprising €145 million repayable in 2027 with an annual coupon of 1.50% and €55 million repayable in 2030 with an annual coupon of 1.902%.

The bond issue is shown on the balance sheet at amortized cost calculated using the effective interest rate method, in the amount of €199.7 million.

bioMérieux SA also had an undrawn syndicated credit facility of €600 million at December 31, 2023. This syndicated credit facility replaced the previous one in March 2023, and has a maturity date of March 2028 (5 years). Following the exercise of an extension option in February 2024, its maturity was extended to March 2029. On February 12, 2024, bioMérieux amended this syndicated credit facility agreement to include a margin adjustment mechanism based on the achievement of four Environmental, Social and Governance indicators.

Furthermore, in order to meet the general financing needs of bioMérieux SA and its subsidiaries, the Company can use two programs for the issuance of marketable securities. One is a short-term program with the following key features:

Maximum ceiling of the program	€500,000,000.00
Duration	Less than 1 year
Minimum amount per issue	€150,000 or the equivalent value of this amount in foreign currency determined at the time of issue
Issue currency	Euros or any other currency authorized by the French regulations applicable at the time of the issue
Domiciliary agent	Uptevia Corporate Trust
Arranger	Crédit Agricole Corporate and Investment Bank
Dealers	Aurel BGC BNP Paribas BRED Banque Populaire Crédit Agricole Corporate and Investment Bank Crédit Mutuel – CIC Natixis Société Générale

The other is a medium-term program with the following key features:

Maximum ceiling of the program	€500,000,000.00
Duration	Greater than 1 year
Minimum amount per issue	€150,000 or the equivalent value of this amount in foreign currency determined at the time of issue
Issue currency	Euros or any other currency authorized by the French regulations applicable at the time of the issue
Domiciliary agent	Uptevia Corporate Trust
Arranger	Crédit Industriel et Commercial
Dealers	Aurel BGC BNP Paribas BRED Banque Populaire Crédit Agricole Corporate and Investment Bank Crédit Industriel et Commercial Natixis Société Générale

The information memorandum pertaining to the marketable securities issuance programs can be found on the Bank of France website (www.banque-france.fr/en).

16.4 Maturities of net debt

The payment schedule indicates the net debt or net cash. This non-standardized schedule corresponds to the sum of cash and cash equivalents with a maturity of less than three months, less committed debt and bank overdrafts and other uncommitted borrowings.

The payment schedule below refers to balance sheet amounts.

In millions of euros	12/31/2022	Increase	Decrease	Change to the consolidated cash flow statement	Other movements[(d)]	Translation differences	12/31/2023
NON-CURRENT BORROWINGS (A)							
Borrowings – non current portion	25.1	10.9		10.9	1.1	-2.6	34.4
Non-current rental agreement liabilities	93.7			0.0	30.6	-3.1	121.2
Bond issues	199.7	0.1		0.1			199.7
Total borrowings – non-current	**318.5**	**11.0**	**0.0**	**11.0**	**31.7**	**-5.7**	**355.4**
CURRENT BORROWINGS (B)							
Current bond issue	0.0			0.0			0.0
Borrowings due within one year	106.9	27.9	-24.3	3.6	1.0	-4.4	107.1
Current rental agreement liabilities	26.2		-29.3	-29.3	31.5	-1.0	27.4
Commercial paper	30.0		-20.0	-20.0			10.0
Borrowings – current portion	**163.1**	**27.9**	**-73.7**	**-45.8**	**32.5**	**-5.4**	**144.4**
Total borrowings (B)	**481.6**	**38.9**	**-73.7**	**-34.8**	**64.0**	**-11.2**	**499.8**
NET CASH AND CASH EQUIVALENTS							
Cash	401.6		-94.5	-94.5		-19.1	288.1
Cash investments	149.5		-85.1	-85.1		-0.1	64.2
Current accounts	1.5		-1.5	-1.5		0.0	0.0
Cash and cash equivalents[(a)]	552.6	0.0	-181.2	-181.2	0.0	-19.1	352.4
Bank overdrafts[(b)]	-23.9	15.5		15.5		-10.6[(c)]	-19.0
Net cash (A)	**528.7**	**15.5**	**-181.2**	**-165.7**	**0.0**	**-29.7**	**333.4**
NET DEBT (B) – (A)	**-47.1**	**23.4**	**107.5**	**130.9**	**64.0**	**18.6**	**166.4**

(a) See Note 12.2.
(b) Cash and bank overdrafts comply with the principles of the standard IAS 7, meaning that they are repayable on demand.
(c) This amount includes cash pool-related effects.
(d) Other changes are related to new rental agreements not presented in the financing flows in accordance with the standard as well as a change in debt on the buyout of minority interests in Hybiome.

At December 31, 2023, non-current borrowings mainly comprised debt related to lease liabilities (see Note 16.5) and the bond issue contracted in 2020 for €199.7 million.

Current borrowings mainly comprised:

- the loan contracted by Shanghai, corresponding to revolving credit of €72.6 million compared with €51.5 million in 2022;
- the put debt on Hybiome minority interests for €19 million compared with €42 million in 2022;
- short-term marketable securities for €10 million, compared with €30 million in 2022;
- the portion of at least one year of the debt relative to lease liabilities that is due within one year (see Note 16.5 below).

At the end of the fiscal year, the Group had not breached any of its repayment schedules.

No loan agreement was signed prior to December 31, 2023 concerning loans to be set up in 2024.

16.5 Impact of liabilities related to rental agreements on borrowings and financial debt

In millions of euros	12/31/2023	12/31/2022
Debt related to rental agreements	**148.6**	**119.9**
Of which rental agreements with purchase option	18.0	22.2
Due beyond 5 years	**57.1**	**42.1**
Of which rental agreements with purchase option	0.0	2.9
Due in 1 to 5 years	**64.1**	**51.6**
Of which rental agreements with purchase option	14.3	15.4
In less than one year	**27.4**	**26.2**
Of which rental agreements with purchase option	3.7	3.9

Only reductions in loans are presented in the consolidated cash flow statement.

The amount of financial interest recorded pursuant to rental agreements according to IFRS 16 stood at €3.6 million at December 31, 2023, against €2.8 million at December 31, 2022.

Rent components that were not included in the lease liability calculation, pursuant to IFRS 16 (e.g. variable rents), were not material.

16.6 Borrowings covenants

In the event of a change of control of the Company as defined in the issue notice, bondholders may ask for their bonds to be redeemed.

The syndicated credit facility and the private placement bond subscribed in June 2020 are subject to a single ratio: "net debt to operating income before non-recurring items before depreciation and amortization," calculated outside the application of IFRS 16. The ratio, which may not exceed 3.5, was complied with at December 31, 2023.

Furthermore, in March 2023, bioMérieux SA renegotiated its syndicated credit facility to increase its amount to €600 million, with a bullet repayment in 2028.

The other term borrowings at December 31, 2023 primarily correspond to negotiable debt securities, short-term local financing, share allocation plans delivered under cash and cash equivalents, and leasing agreement liabilities related to assets. None of these borrowings is subject to a covenant.

16.7 Interest rates

Before hedging, 66% of the Group's borrowings are at fixed rates (€330.3 million), and the remainder is at floating rates (€169.5 million).

At December 31, 2023 the fixed-rate debt consisted of:

- debts on lease liabilities (€130.6 million) at a rate that mostly corresponds to incremental borrowing rates (see Note 6.2.1);
- and the €199.7 million bond issue, including €145 million redeemable in 2027 with an annual coupon of 1.50%, and €55 million redeemable in 2030 with an annual coupon of 1.902%.

Floating-rate borrowings are essentially based on the currency's interest rate plus a margin.

16.8 Breakdown of net debt (net cash) by currency

In millions of euros	12/31/2023	12/31/2022
Euros	425.5	505.7
Chinese yuan	76.8	54.2
Singapore dollar	11.9	-40.6
South Korean won	5.5	5.0
Japanese yen	5.3	10.7
Brazilian real	3.9	4.0
Mexican peso	3.2	1.9
Polish zloty	1.3	-2.0
Chilean peso	0.5	-0.8
Colombian peso	0.5	1.1
Philippine peso	0.4	1.6
Hong Kong dollar	0.3	-2.1
Algerian dinar	-0.2	-0.2
United Arab Emirates dirham	-0.3	0.5
Naira	-0.3	0.0
Kenyan shilling	-0.5	-0.1
Thai baht	-0.5	-0.1
New Taiwan dollar	-0.6	0.2
Hungarian forint	-0.8	-0.5
Argentinian peso	-0.9	-1.3
Canadian dollar	-1.1	-1.0
Norwegian krone	-1.4	-1.9
Turkish lira	-1.8	-1.4
Danish krone	-1.8	-1.9
Indian rupee	-3.2	-9.5
Czech koruna	-3.5	3.9
Swedish krona	-4.1	-3.8
Egyptian pound	-5.1	-2.1
Swiss franc	-5.4	-5.8
Pound sterling	-5.9	-6.3
Russian ruble	-7.3	-9.9
South African rand	-7.5	-8.2
Australian dollar	-20.2	-10.9
US dollar	-295.5	-523.8
Other currencies	-0.6	-1.5
TOTAL	**166.4**	**-47.1**

16.9 Loan guarantees

None of the Group's assets have been pledged as collateral to a bank.

For subsidiaries using external funding, bioMérieux SA may be required to issue a first call guarantee to banks granting these facilities.

Hedging agreements are discussed in Note 27.

NOTE 17 Trade and other payables

In millions of euros	12/31/2023	12/31/2022
Trade payables	**265.1**	**269.4**
Advances and deposits	12.1	22.1
Tax and social-security debts	378.7	372.6
Deferred income	80.1	88.5
Other payables	25.1	24.6
Other operating payables	**495.9**	**507.9**
Current tax payables [(a)]	**52.8**	**49.0**
Debt to suppliers of non-current assets	33.6	40.7
Other	35.0	35.1
NON-OPERATING PAYABLES	**68.5**	**75.8**

(a) Current tax payables include the valuation of tax risks according to IFRIC 23. In accordance with this interpretation, the liabilities related to tax disputes and risks (excluding penalties and late-payment interest) are recorded in "Current tax payables" (see Note 15.4.2).

Details of other liabilities related to customer contracts (advances, prepayments and deferred income) are presented in Note 10.

Operating and non-operating payables generally fall due within one year, except for certain deferred income. Other non-operating payables relate mainly to the fair value of derivative instruments carried in liabilities (€11.9 million in 2023 versus €9.5 million in 2022, see Note 27.2).

NOTE 18 Share-based payments

18.1 Share-based payment and free share grant plans

The transactions paid in shares concern the bioMérieux SA free share grant plans approved by the Combined Annual General Meetings of May 23, 2019; June 30, 2020; May 23, 2021; May 23, 2022; and May 23, 2023.

A summary of these plans is presented below.

In accordance with IFRS 2 "Share-based Payment," the fair value of the benefits granted is expensed over the vesting period, with a corresponding increase in equity. The expense is based on the value of the underlying shares or options at the grant date, i.e. the date on which the list of beneficiaries was approved by the Board of Directors. The probability that the rights will vest is reviewed at the end of each reporting period and until the vesting date, to take into account whether the continuous employment and performance conditions have been met. Any changes are taken to income. At the end of the vesting period, the amount of the cumulative expense is adjusted on the amount effectively vested and held in a specific reserve account. This account is liquidated if the rights are exercised or lapse.

When the share-based payment plan is settled in cash and cash equivalents, the fair value of the plan is updated at each balance sheet date during the vesting period. The counterparty of the expense recognized during the vesting period is recorded as a debt.

In accordance with IFRS 2 "Share-based Payment," the corresponding tax savings recognized in the parent company financial statements is allocated in the consolidated financial statements to the fiscal year during which the share-based payment expense is recognized.

18.2 Free share grant plans

	Date on which plans opened				
Number of shares	**2020**	**2021**	**2022**	**2023**	**Total**
Initial number of options granted	126,103	175,315	272,218	287,538	861,174
Options canceled	-19,383	-19,128	-27,146	-40,567	-106,225
Number of shares remitted in FY 2023	-106,720	-	-	-	-106,720
Number of shares to be remitted as of December 31, 2023	-	156,187	245,072	246,971	648,229

Between 2020 and 2023, the Board of Directors granted restricted stock (out of existing shares) to certain employees and corporate officers.

These plans specify that shares will only be definitively assigned after a vesting period of three years and over. The conditions for the acquisition of rights are related to presence conditions, and, for certain plans, the definitive acquisition of performance shares is subject to achieving objectives based on revenue and operating income or the achievement of specific objectives. The performance shares are no longer subject to a lock-up period if the vesting period is at least two years. The lock-up period may be waived for shares granted to non-French tax residents provided that the shares concerned are subject to a three-year vesting period.

In 2023, a net expense of €19.7 million was recognized in personnel costs due to compensation in shares, excluding the expenses related to employer contributions (against a net expense of €13.0 million in 2022).

At December 31, 2023:

- regarding 703,766 free shares, the Company considered that the performance criteria were achieved;
- regarding 55,537 free shares, the Company considered that the performance criteria were not achieved.

At December 31, 2023, bioMérieux SA held 155,418 of its own shares for allocation under the above-described free share grant plans. The Company would have to purchase a maximum of 548,348 additional shares at a cost of €55.2 million based on the share price at December 31, 2023.

The fair value of shares corresponds to the market price on the date of assignment of the plans.

NOTE 19 Other operating income and expenses

In millions of euros	2023	2022
Net royalties received	3.4	3.3
Research tax credits	24.6	30.4
Research grants	2.0	1.8
Other	3.0	20.9
TOTAL	**33.0**	**56.4**

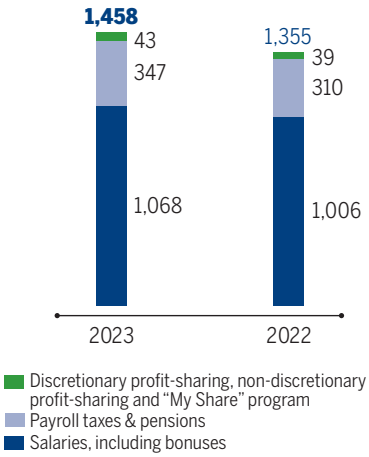
The other income related to customer contracts mainly corresponds to license fees received.

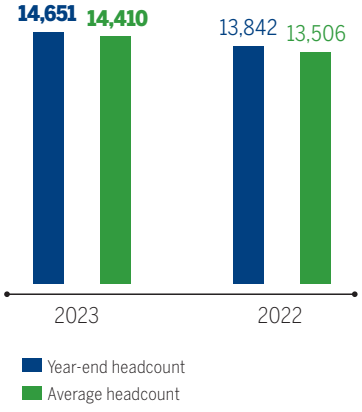
Research grants are up and include subsidies received by bioMérieux SA and Hybiome.

Other income mainly includes rental income from the Durham site in the United States at December 31, 2023. At December 31, 2022, it mainly included disposal gains realized on the sale of two buildings in the United States for a total of €12.8 million, rents in Durham in the United States for €6.2 million and the settlement of a provision reversal in Italy for €2.9 million.

In accordance with IAS 20, bioMérieux presents research tax credits as a subsidy within other operating income.

NOTE 20 Personnel costs





At a constant exchange rate, personnel costs were up compared to fiscal 2022.

Payroll taxes include amounts paid into defined contribution plans for €8.9 million.

It should be remembered that in 2023, a "MySHARE" employee shareholding plan was set up, with an impact of around €10 million (see Note 1.2.1).

The discretionary profit sharing only concerns bioMérieux SA.

NOTE 21 Impairment, net additions to amortization and depreciation and provisions

In millions of euros	2023	2022
Amortization, depreciation and impairment of non-current assets	218.4	210.0
Amortization and impairment of intangible assets related to acquisitions	170.1	66.9
Provisions	5.8	-17.0
Impairment of current assets	10.7	3.0
Impairment of non-current financial assets	5.0	
TOTAL	**409.9**	**262.9**

Since fiscal year 2022, to improve the understanding of the profit & loss statement, amortization and impairment of intangible assets related to acquisitions and acquisition-related costs have been presented on a separate line from operating income (see Notes 2.4 and 23).

NOTE 22 Net financial expense

22.1 Accounting principles

Financial income and expenses are shown on two separate lines:

- "**Cost of net financial debt**," which includes interest expense, fees and foreign exchange gains and losses arising on borrowings, as well as income generated by cash and cash equivalents.
- "**Other financial income and expenses**", include interest income on instruments sold under leasing agreement arrangements, the impact of disposals and impairment of investments in non-consolidated companies, late-payment interest charged to customers, gains and losses on the net monetary situation linked to hyperinflation, and the ineffective portion of currency hedges on commercial transactions.

22.2 Cost of net financial debt

In millions of euros	2023	2022
Financial expenses	-0.1	-1.3
Currency hedging derivatives	4.9	3.1
Foreign exchange gains and losses	1.0	3.0
Interest on leasing debt	-4.3	-2.8
TOTAL COST OF DEBT	**1.4**	**2.0**

The rise in interest on leasing debt is due to the increase in the number of contracts in 2023.

22.3 Other financial income and expenses

In millions of euros	2023	2022
Interest income on leased assets	1.1	1.2
Disposals and writedowns of non-consolidated companies	-3.4	0.0
Currency hedging derivatives[(a)]	-1.2	-7.5
Other	0.5	-2.3
TOTAL OTHER FINANCIAL INCOME AND EXPENSES	**-3.1**	**-8.6**

(a) Corresponds to the swap point effect of forward sales and the effect of the time value of currency options, for which the Group has not left itself the option to treat them as hedging cost.

The currency hedging derivatives mainly correspond to the ineffective portion on commercial transactions.

22.4 Foreign exchange gains and losses

Foreign exchange gains and losses result from differences between the transaction exchange rate and the settlement rate (or the year-end rate if the payment has not yet been made). These differences only partially reflect the impact of currency fluctuations.

The transaction exchange rate is the rate prevailing on the date the transaction takes place. The settlement exchange rate is either the rate in effect on the date of payment or the hedging rate (excluding time value) if a currency hedge was set up for the transaction.

Foreign exchange gains and losses on commercial transactions are recognized under the relevant headings in the profit & loss statement. The foreign exchange gains and losses impacted the profit & loss statement in the following manner:

In millions of euros	2023	2022
Revenue	0.0	-0.9
Cost of sales	-9.7	-16.1
Financial items	1.0	3.0
TOTAL	**-8.7**	**-14.1**

NOTE 23 Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs

To improve the understanding of the profit & loss statement, amortization and impairment of intangible assets related to acquisitions and acquisition-related costs have been presented on a separate line from operating income since 2022 (see Note 2.5).

In millions of euros	2023	2022
Amortization of intangible assets	40.5	38.0
Impairment of intangible assets	129.6	29.0
Acquisition-related costs	0.3	9.6
Other	0.2	0.0
TOTAL	**170.6**	**76.6**

Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs in 2023 amounted to €170.6 million compared with €76.6 million in 2022.

In 2023, they mainly include:

- Impairment of the CLIA CGU for €122.1 million, including €94.9 million for goodwill impairment loss and €27.2 million for technology loss;
- amortization of assets valued as part of purchase price allocation for acquisitions, especially those for BioFire for €17.6 million and Specific Diagnostics for €11.9 million.

NOTE 24 Other non-recurring income and expenses from operations

24.1 Accounting principles

Other non-recurring income and expenses from operations, include items that are "material, extraordinary and non-recurring." They are presented on a separate line of the income statement in order to give a clearer picture of the Group's routine business performance. They especially include restructuring costs when these are significant.

Restructuring costs (which include the cost of severance payments) correspond to the expenses recognized when the Group officially announces the closure of a facility or a scaling down of operations in the ordinary course of business, as well as subsequent adjustments made to reflect the actual costs incurred.

24.2 Change

As at December 31, 2023, non-recurring income and expenses from operations were not material, just like the previous year.

NOTE 25 Current and deferred income tax

25.1 Accounting principles

The income tax expense for the period comprises current and deferred tax.

Tax credits (excluding research tax credits (see Note 3.2) are presented as a reduction from income tax expense.

Deferred taxes are recognized using the liability method for all temporary differences arising between the tax bases of assets and liabilities. These differences arise in particular from:

- temporary differences between the recognition of certain income and expense items for financial reporting and tax purposes (e.g. non-deductible provisions, employee profit-sharing, etc.);
- consolidation adjustments (e.g. accelerated depreciation, provisions, elimination of internal gains included in inventories and non-current assets, etc.);
- forecast withholding tax on dividend payments planned for the following year;
- calculation of the fair value of assets and liabilities relating to companies acquired.

Changes in deferred tax are recognized in profit/loss or in other comprehensive income, according to the recognition of the underlying restatement.

Deferred taxes are calculated using the liability method based on the probable dates of payment. They are recognized at the enacted tax rate (or nearly enacted rate) for their nominal value without discounting.

Deferred tax assets arising from temporary differences are only recognized to the extent that they can be utilized against future deductible temporary differences, or where there is a reasonable probability of their utilization or recovery against future taxable income. In practice, and notably in the case of tax loss carryforwards, this rule is applied based on budget forecasts approved by management using a maximum time horizon of two years. The calculation of deferred taxes takes account of tax provisions applicable for tax loss carryforwards (utilization ceilings, etc.).

Deferred taxes on the balance sheet are presented as a net position by tax entity, on both sides of the consolidated balance sheet. Deferred tax assets and liabilities are offset only to the extent that bioMérieux has a legally enforceable right to offset current tax assets and liabilities, and to the extent that the deferred tax assets and liabilities relate to taxes in the same tax jurisdiction.

25.2 Analysis of income tax expense

	2023		2022	
In millions of euros	Tax	Rate	Tax	Rate
Theoretical tax at standard French tax rate	**113.0**	**25.8%**	**150.0**	**25.8%**
• Impact of income tax at reduced tax rates and foreign tax rates	7.5	1.7%	-0.9	-0.2%
• Impact of FDII in the United States	-20.0	-4.6%	-13.3	-2.3%
• Impact of recurring permanent differences	4.0	0.9%	7.0	1.2%
• Impact of tax on the payment of dividends	4.1	0.9%	0.7	0.1%
• Deferred tax assets not recognized on tax losses carried forward	3.5	0.8%	1.0	0.2%
• Impact of research tax credits presented in operating income	-5.9	-1.3%	-7.3	-1.3%
• Tax credits (other than research tax credits)	-3.9	-0.9%	-1.0	-0.2%
• Use of previously unrecognized tax assets	0.0	0.0%	-0.4	-0.1%
Actual income tax expense, excluding non-recurring effects	**102.2**	**23.4%**	**135.8**	**23.4%**
• Impact of non-recurring permanent differences	12.2	2.8%	4.3	0.7%
ACTUAL INCOME TAX EXPENSE	**114.5**	**26.2%**	**140.1**	**24.1%**

The basic corporate income tax rate in France is 25.83%, unchanged from 2022.

The Group's effective tax rate at December 31, 2023 stood at 26.2%, as against 24.1% at end-2022.

In 2023, the Group's effective tax rate continued to benefit from the Foreign-Derived Intangible Income (FDII) deduction in the United States, which represented a tax saving of €20 million in 2023. It was also impacted by the following other permanent non-recurring differences:

- the negative effects related to the impairment loss of the CLIA CGU for €14.2 million and tax risks for €2.6 million;
- the positive effects related to a tax deduction for local goodwill of €2.5 million and adjustments to prior years of €2.0 million.

Restated for these non-recurring effects, the effective tax rate of the Group was 23.4% in 2023.

As previously reported, the Group's effective tax rate in 2022 benefited from the Foreign-Derived Intangible Income (FDII) deduction in the United States, which represented a tax saving of €13.3 million.

It was also impacted by the impairment loss of the CLIA CGU recognized in 2022. Restated for this non-recurring effect, the effective tax rate of the Group was 23.4% in 2022.

The income tax expense breaks down as follows:

In millions of euros	2023	2022
Current tax	195.4	208.0
Deferred tax	-81.0	-67.9
TOTAL	**114.5**	**140.1**

25.3 Change in deferred tax

In millions of euros	2023	2022
Total net deferred tax assets/(liabilities) at beginning of year	**5.6**	**-28.3**
Translation differences	-4.8	-4.7
Changes in the scope of consolidation	0.0	-16.7
Movements recognized in income	81.0	67.9
Other comprehensive income	3.8	-8.5
Other movements	-3.9	-4.0
TOTAL NET DEFERRED TAX ASSETS/(LIABILITIES) AT YEAR END	**81.6**	**5.6**

The increase in deferred tax assets between the two year ends is mainly explained by the increase in the (tax) capitalization of research & development expenses in the United States.

Furthermore, entries relating to other comprehensive income correspond to deferred tax for actuarial gains and losses related to post-employment benefit obligations (+€1.8 million in 2023), as well as entries in the fair value of financial instruments (+€2.0 million in 2023).

Unrecognized deferred tax assets amounted to €16.9 million at December 31, 2023, compared with €16.4 million at December 31, 2022.

NOTE 26 Fees of Statutory Auditors

	2023							2022						
In thousands of euros	Ernst & Young		Grant Thornton		Other		Total	Ernst & Young		Grant Thornton		Other		Total
Certification of the financial statements	**1,367**	**92%**	**748**	**99%**	**199**	**62%**	**2,314**	**1,378**	**91%**	**695**	**99%**	**253**	**46%**	**2,326**
• bioMérieux SA	236	16%	211	28%			447	237	16%	199	28%			436
• fully consolidated subsidiaries	1,131	76%	537	71%	199	62%	1,868	1,141	76%	496	71%	253	46%	1,890
Services other than statutory audit	**118**	**8%**	**5**	**1%**	**0**	**0%**	**123**	**131**	**9%**	**4**	**1%**	**0**	**0%**	**136**
Audit	**1,484**	**100%**	**753**	**100%**	**199**	**62%**	**2,437**	**1,509**	**100%**	**699**	**100%**	**253**	**95%**	**2,462**
Legal, tax, labor-related services	0	0%	0	0%	121	38%	121	0	0%	0	0%	282	5%	282
Other	7	0%	0	0%	0	0%	7	0	0%	0	0%	19		19
Other services	**7**	**0%**	**0**	**0%**	**121**	**38%**	**128**	**0**	**0%**	**0**	**0%**	**301**	**54%**	**301**
TOTAL	**1,491**	**100%**	**753**	**100%**	**321**	**100%**	**2,565**	**1,509**	**100%**	**699**	**100%**	**554**	**100%**	**2,763**

NOTE 27 Financial instruments: financial assets and liabilities

27.1 Recognition and measurement of financial instruments

Financial instruments include financial assets, financial liabilities, and derivatives (swaps, forward contracts, etc.).

Financial instruments appear under several headings in the balance sheet: non-current financial assets, other non-current assets, trade receivables, other receivables and other payables (e.g. changes in the fair value of derivatives), short-term and long-term borrowings, trade payables, cash and cash equivalents.

FINANCIAL ASSETS

IFRS 9 breaks down the financial assets into three categories. These categories are described in Note 7 "Non-current financial assets."

Current financial assets (excluding assets related to derivatives) are only assets valued at amortized cost.

FINANCIAL LIABILITIES

Borrowings are recognized at amortized cost, with the exception of debts on price supplements, revalued at each closure at their fair value as defined contractually.

Other financial liabilities included in the other sections of current and non-current liabilities mainly concern trade payables, and are recognized at amortized cost, which in practice corresponds to their cost.

For information, the only liabilities having a material financing component are the commitments for retirement benefits and liabilities related to termination benefits in Italy.

RECLASSIFICATIONS OF FINANCIAL ASSETS AND LIABILITIES

There were no reclassifications of financial assets and liabilities over the fiscal years presented between the various categories presented above.

DERIVATIVE INSTRUMENTS

The Group has set up interest-rate and foreign exchange hedging instruments that meet the definition of hedges as specified in IFRS 9 and coherent with its general policy on risk management (hedging relationship clearly defined and documented at the date of establishment of the hedge, demonstrated efficiency, eligible hedging instrument, and no dominant credit risks, etc.).

In practice, the hedging instruments mainly correspond to simple products covering a single risk (swaps, forward sales, options, etc.), for which the main characteristics (reference rates, interest payment dates, etc.) back the items covered.

The hedging instruments are recognized originally at their fair value. They are subsequently remeasured to fair value at year-end and are recorded in the balance sheet under "Non-operating receivables" and "Non-operating payables." Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (IFRS 13). The fair value of currency derivatives is determined using standard market valuation techniques based on observable market data (interest rates, exchange rates, observable implied volatility). Fair value generally corresponds to a level 2 of fair value.

Accounting for changes in their fair value depends on the type of derivative concerned and whether there is a hedging relationship, and if so what type of hedge is involved:

- fair value gains and losses on derivatives not qualifying as hedging instruments are recognized in the consolidated income statement. Fair value gains and losses on derivatives qualifying and used as cash flow hedges (i.e. hedges of foreign currency receivables and payables) are recognized in full in the consolidated income statement on a symmetrical basis with the loss or gain on the hedged item;
- fair value gains and losses on derivatives qualifying and used as cash flow hedges (i.e. hedges of future commercial transactions in foreign currencies, mainly in the form of forward transactions) are recognized directly in other comprehensive income for the effective portion, and in the income statement for the non-effective portion (mainly the time value of money in the case of currency forward transactions). Amounts recognized under other comprehensive income are reclassified to income in the same period(s) during which the hedged forecast cash flows affect income.

PRESENTATION OF FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH INCOME

In accordance with IFRS 13, financial instruments are presented in one of the three levels (see Note 27.2) of the fair value hierarchy:

- level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- level 2: market inputs for the asset or liability that are observable either directly (e.g., adjusted level 1 quoted prices), or indirectly (e.g., inputs derived from quoted prices);
- level 3: non-market inputs for the asset or liability that are not observable (e.g. price on an inactive market or valuation based on multiples for unlisted securities).

27.2 Change

The breakdown of financial assets and liabilities according to the categories specified by the IFRS 9 "non-accounted" categories (see Note appendix 27.1), and the comparison between the accounting values and fair values, are given in the table below (excluding tax and social-security debts or receivables):

	December 31, 2023						
In millions of euros	Financial assets at fair value through profit or loss (excl. derivatives)	Shares in non-consolidated companies with change in fair value by other components of comprehensive income	Receivables and borrowings at amortized cost	Derivative instruments	Book value	Fair value	Level
Financial assets							
Shares in non-consolidated companies		207.1			207.1	207.1	1 – 3
Other non-current financial assets			12.3		12.3	12.3	-
Other non-current assets			7.7		7.7	7.7	
Derivative instruments (positive fair value)				5.2	5.2	5.2	2
Trade receivables			728.6		728.6	728.6	-
Other receivables			40.2		40.2	40.2	-
Cash and cash investments	352.4				352.4	352.4	1
TOTAL FINANCIAL ASSETS	**352.4**	**207.1**	**788.8**	**5.2**	**1,353.5**	**1,353.5**	
Financial liabilities							
Bond issue[(a)]			199.7		199.7	199.7	1
Other financing facilities			155.7		155.7	155.7	2
Derivative instruments (negative fair value)				11.9	11.9	11.9	2
Borrowings – current portion			163.4		163.4	163.4	2
Trade payables			263.2		263.2	263.2	-
Other current liabilities			152.8		152.8	152.8	-
TOTAL FINANCIAL LIABILITIES	**-**	**-**	**934.8**	**11.9**	**946.7**	**946.7**	

(a) The book value of the bond issue is shown net of issue fees and premiums.

Levels 1 to 3 correspond to the fair value hierarchy as defined by IFRS 13 (see Note 27.1).

In practice, financial assets and liabilities at fair value essentially concern certain securities, cash investments and derivative instruments. In other cases, fair value is shown in the table above for information purposes only.

No level in the fair value hierarchy is shown when the net book value approximates fair value.

No reclassification among the different categories was done in 2023 except for the reclassification from category 2 to 1 of the bond issue in the absence of an exchange listing.

None of the Group's financial assets has been pledged as collateral.

Impairment losses recorded against financial assets primarily relate to impairment of trade receivables (see Note 9) and non-current financial assets (see Note 7).

In millions of euros	December 31, 2022						
	Financial assets at fair value through profit or loss (excl. derivatives)	Shares in non-consolidated companies with change in fair value by other components of comprehensive income	Receivables and borrowings at amortized cost	Derivative instruments	Book value	Fair value	Level
Financial assets							
Shares in non-consolidated companies		70.3			70.3	70.3	1 – 3
Other non-current financial assets			19.8		19.8	19.8	-
Other non-current assets			12.9		12.9	12.9	
Derivative instruments (positive fair value)				8.5	8.5	8.5	2
Trade receivables			740.1		740.1	740.1	-
Other receivables			30.3		30.3	30.3	-
Cash and cash investments	552.6				552.6	552.6	1
Total financial assets	**552.6**	**70.3**	**803.1**	**8.5**	**1,434.5**	**1,434.5**	
Financial liabilities							
Bond issue[(a)]			199.7		199.7	199.7	1
Other financing facilities			118.7		118.7	118.7	2
Derivative instruments (negative fair value)				9.5	9.5	9.5	2
Borrowings – current portion			187.0		187.0	187.0	2
Trade payables			269.4		269.4	269.4	-
Other current liabilities			175.9		175.9	175.9	-
Total financial liabilities	**-**	**-**	**950.7**	**9.5**	**960.2**	**960.2**	

(a) The book value of the bond issue is shown net of issue fees and premiums.

Movements in financial instruments whose fair value was determined using level 3 inputs under IFRS 13 (see Note 27.1) at December 31, 2023 were as follows:

In millions of euros	
December 31, 2022	**69.9**
Change from level 3 to 2	
Gains and losses recognized in income	
Gains and losses recognized in other comprehensive income	-6.9
Acquisitions	2.0
Disposals	
Changes in Group structure, translation adjustments	-2.0
DECEMBER 31, 2023	**63.0**

NOTE 28 Risk management

28.1 Exchange rate risk

28.1.1 Group policy

Since more than two-thirds of the Group's operations are conducted outside the eurozone, its revenue, results and balance sheet may be affected by fluctuations in exchange rates between the euro and other currencies. Revenue is particularly affected by movements in exchange rates between the euro and the US dollar (about 45% of revenue in 2023) and, more occasionally, other currencies.

However, given the Group's significant presence in the United States, certain operating expenses are settled in dollars, thereby mitigating the impact of fluctuations in the dollar on operating income.

Currencies other than the euro and the dollar represent 30% of the Group's revenue. However, as costs incurred in these other occurrences are limited, the Group's operating income is greatly exposed to fluctuations in these currencies. This exposure is spread over approximately 20 currencies, none of which accounts for more than 7% of the Group's revenue. This exposure thus becomes significant only if several of the currencies concerned fluctuate against the euro in the same direction, without any set-off.

The Group's current policy is to seek to hedge the impact of exchange rate fluctuations on budgeted net income. According to their availability and cost, the Group may make use of hedging instruments to limit the risks related to the fluctuation of exchange rates. Its current practice is to set up global hedges covering similar risks. Hedging contracts are purchased to cover transactions included in the budget and not for speculative purposes.

Distribution subsidiaries are currently mainly billed in their local currencies by manufacturing entities (except where prohibited by law), so that currency risks can be managed at Corporate level for these latter.

Whenever possible, the Group hedges currency risks arising on debt denominated in currencies other than those of the country in which operations are located, so as to offset any foreign currency translation risks. However, when these hedges are extended during the loan transaction, the Group recognizes foreign exchange gains or losses when the hedges are unwound and simultaneously re-contracted. These gains and losses cancel each other out over the term of the loan, but may be material in a given fiscal year.

In addition to having an impact on the Group's net income, exchange rate fluctuations can affect its equity: due to its worldwide presence, many of its assets and liabilities are recorded in US dollars or in other foreign currencies. To date, the Group does not hedge these exchange rate risks on its net assets.

Hedges consist mainly of forward currency sales and purchases and options (maturing within 12 months at December 31, 2023). Detailed information on hedging transactions is provided in Note 28.1.3.

28.1.2 Exposure of revenue to exchange rate risk

In millions of euros	2023		2022	
Eurozone	**908**	**25%**	**858**	**24%**
Other currencies				
Dollars[(a)]	1,662	45%	1,664	46%
Renminbi	231	6%	237	7%
Indian rupee	102	3%	90	2%
Pound sterling	79	2%	73	2%
Japanese yen	80	2%	97	3%
Canadian dollar	58	2%	61	2%
South Korean won	51	1%	46	1%
Australian dollar	36	1%	37	1%
Brazilian real	44	1%	41	1%
Other currencies	423	11%	386	11%
Sub-total	**2,767**	**75%**	**2,731**	**76%**
TOTAL	**3,675**	**100%**	**3,589**	**100%**
Sensitivity	**-37**		**-36**	

(a) U.S. and Hong Kong dollars.

The sensitivity analyzed above shows the impact on revenue of a 1% increase in the euro exchange rate against all currencies.

Consolidated equity

A 10% increase in the euro exchange rate against all currencies would have had the following effect:

In millions of euros	2023	2022
Net income	-56.7	-67.6
Equity[(a)]	-270.9	-281.2

(a) Translated at the year-end (closing) exchange rate.

Exposure of assets and liabilities

The table below shows the US dollar and the four main currencies to which the Group is exposed at December 31, 2023:

	USD	CNY	CAD	JPY	INR
In millions of currency units					
Assets denominated in foreign currencies	28	518	15	2,782	1,281
Liabilities denominated in foreign currencies	-17	-17	-1	-59	-46
Net exchange exposure before hedging	**11**	**501**	**14**	**2,723**	**1,235**
Impact of hedging	3	239	11	2,473	1,050
Net exchange exposure after hedging	**7**	**263**	**3**	**250**	**185**
In millions of euros					
Net exchange exposure after hedging	**7**	**33**	**2**	**2**	**2**
SENSITIVITY	**-0.6**	**-3.0**	**-0.2**	**-0.1**	**-0.2**

The sensitivity analyzed above shows the impact of a 10% increase in the exchange rate on the net foreign exchange exposure at December 31, 2023, taking into account hedging transactions.

Exposure of borrowings

The Group's borrowings to third parties are mostly denominated in euros.

The Group's policy is to prefer inter-company financing in the currency of the subsidiary; these loans are generally hedged by currency swap contracts. When it is difficult for the Group to grant loans to its foreign subsidiaries, the subsidiaries borrow from leading banks in their local currency.

28.1.3 Hedging instruments

As part of the currency hedging policy, the following currency hedging instruments were in effect at December 31, 2023:

Currency hedge at December 31, 2023 *In millions of euros*	Maturities		2023 market value[(a)]
	< 1 year	1 to 5 years	
Hedges of existing commercial transactions			
• currency forward contracts	251.2	0.0	-0.5
• options	0.0	0.0	0.0
TOTAL	**251.2**	**0.0**	**-0.5**
Hedges of future commercial transactions			
• currency forward contracts	737.7	0.0	-4.2
• options	5.4	0.0	0.1
TOTAL	**743.1**	**0.0**	**-4.2**
Derivatives not qualifying as hedges	20.0	0.0	0.0
TOTAL	**20.0**	**0.0**	**0.0**

(a) Difference between the hedging price and the market price at December 31, 2023.

Currency hedges in effect at December 31, 2022 were as follows:

Currency hedge at December 31, 2022 *In millions of euros*	Maturities		2022 market value[(a)]
	< 1 year	1 to 5 years	
Hedges of existing commercial transactions			
• currency forward contracts	152.3	0.0	-0.9
• options	0.0	0.0	0.0
TOTAL	**152.3**	**0.0**	**-0.9**
Hedges of future commercial transactions			
• currency forward contracts	566.2	0.0	0.6
• options	8.4	0.0	0.2
TOTAL	**574.5**	**0.0**	**0.7**
Derivatives not qualifying as hedges	4.9	0.0	0.0
TOTAL	**4.9**	**0.0**	**0.0**

(a) Difference between the hedging price and the market price at December 31, 2022.

There were no net investment hedges of foreign operations at December 31, 2023.

All of the currency forward contracts and options outstanding at December 31, 2023 had maturities of less than 12 months.

The table below gives the summary of hedging instruments held by the Group, and their variation in fair value:

			Fair value of the hedging instrument at closing		Change in the fair value of the hedging instrument over the fiscal year	
In millions of euros	Category of the hedge	Notional hedge amount at closing	assets	shareholders' equity and liabilities	of which portion recognized as net income	of which portion recognized in other comprehensive income
FAIR VALUE HEDGE						
EUR interest rate risk						
Debt in EUR	interest rate swap rate					
Debt in EUR	Rate options					
Exchange rate risk					**1.5**	**-7.3**
Trade receivables in currencies	forward sales	251.2		-0.5		
Trade debts in currencies	forward purchases					
Trade receivables in currencies	options					
Financial receivables in currencies	forward sales	105.8	0.5			
Borrowings in currencies	forward purchases	402.3		-3.0		
CASH FLOW HEDGING						
EUR interest rate risk						
Debt in EUR	interest rate swap rate					
USD interest rate risk						
Loan in $	cross currency swaps					
Exchange rate risk						
Future commercial sales in currencies	forward sales	737.7		-4.2		
Future commercial purchases in currencies	forward purchases					
Future commercial sales in currencies	options	5.4	0.1			
DERIVATIVES NOT QUALIFYING AS HEDGES						
	forward sales	20.0		0.0		

The Group does not hold any instruments that fall under the category of net investment hedges.

28.2 Credit risk

With revenue in more than 160 countries from government organizations and private customers, bioMérieux is exposed to a risk of non-payment of debts.

The management of credit risk includes the prior examination of the financial position to determine a credit limit, the establishment of specific guarantees or insurance, and monitoring of the payment deadline and late payments.

The Group's policy on the impairment of trade receivables is described in Note 9.

28.3 Liquidity risk

Financial liabilities due in less than one year and in more than one year are classified in the balance sheet as current and non-current liabilities, respectively.

The Group is not exposed to liquidity risk on its current financial assets and liabilities since its total current financial assets far exceed its total current financial liabilities.

Accordingly, the only maturity schedule disclosed pertains to net debt (see Note 16.4).

The table below shows the projected cash flows from the private placement (divided into two tranches), the property lease agreement and contractual interest payments at December 31, 2023:

In millions of euros	In less than one year	Due in 1 to 5 years	Due beyond 5 years
EuroPP 7 years[(a)]	2.2	151.5	0.0
EuroPP 10 years[(a)]	1.0	4.2	57.1
CBI (including VAT)	5.3	18.0	0.0

(a) Contractual flows of principal and interest.

28.4 Interest rate risk

28.4.1 Exposure to interest rate risks

As part of its interest rate risk management policy aimed primarily at managing the risk of an increase in interest rates, the Group splits its debt between fixed and floating interest rates (see Note 16.7).

A fixed-rate bond issue was set up in 2020 for €199.7 million, including €145 million redeemable in 2027 with an annual coupon of 1.50%, and €55 million redeemable in 2030 with an annual coupon of 1.902%. This financing is therefore not backed by any hedging mechanism.

An indexed variable-rate property leasing agreement for an original notional amount of €44.4 million was put in place in 2016 to finance Campus de l'Etoile. This financing is not backed by any hedging mechanism. The principal outstanding at December 31, 2023 was €18.0 million.

28.4.2 Hedging instruments and sensitivity

The impact on the cost of debt (calculated on a full-year basis) resulting from changes in net debt at year-end attributable to fluctuations in short-term interest rates, including the impact of interest rate hedging, was not significant.

28.5 Counterparty risk

At present, the Group is not exposed to any material credit risk. At December 31, 2023 as also at December 31, 2022, investments were solely in short-term instruments, with a net asset value calculated daily.

The Group's financial transactions (credit facilities, financial market transactions, financial investments, etc.) are with leading banks and are spread among all of its banking partners in order to limit counterparty risk.

No IFRS 13 adjustments were therefore applied to financial assets in respect of the risk of non-collection.

Also in the context of IFRS 13, an analysis was carried out to assess the credit risk related to the fair value of financial instruments. Counterparty risk was not considered material, given the short-term maturity (less than one year) of the Group's currency hedges at December 31, 2023, and the rating of bioMérieux's banking counterparties.

NOTE 29 Off-balance sheet commitments

The off-balance sheet commitments have not significantly changed since December 31, 2022 (see Note 29 of the appendix to the consolidated financial statements of December 31, 2022).

Outstanding commitments given or received at December 31, 2023 are described below:

29.1 Off-balance sheet commitments relating to Group companies

Following acquisition and sale transactions, the Group is subject to price adjustment clauses, the probability of application of which was not deemed sufficient at the closing date.

29.2 Off-balance sheet commitments relating to the Company's financing

- Commitments related to borrowings are described in Note 16.3.
- Commitments related to derivative instruments are described in Note 27.

29.2.1 Commitments given

- Bank guarantees given by the Group in connection with bids submitted totaled €174 million at December 31, 2023.

29.2.2 Commitments received

- bioMérieux SA also had an undrawn syndicated credit facility of €600 million at December 31, 2023. This syndicated credit facility replaced the previous one in March 2023 and matures in March 2028 (five years) with extension options for two additional years (See Note 16.3.).

29.3 Off-balance sheet commitments relating to the Group's operating activities

29.3.1 Commitments given

- bioMérieux SA has entered into various agreements with third parties that provide for payments based on progress in corresponding research projects or a minimum volume of sales (€1.3 million).
- Under the free share grant plans approved by the Board of Directors of bioMérieux SA, which holds 155,418 shares as coverage, would need to purchase 548,348 additional shares if all promised shares were allocated. This commitment represents an amount of €55.2 million based on the share price at December 31, 2023.
- In China, Hybiome has committed €40.2 million to banking institutions.
- Other commitments given (endorsements, deposits and guarantees excluding firm rental commitments) amounted to €2.1 million. bioMérieux SA committed to invest €0.1 million in a round of equity funding by ATI.

29.3.2 Commitments received

- Other commitments received amount to €5.9 million.

NOTE 30 Transactions with related parties

30.1 Gross compensation paid to members of the Executive Committee

Members of the Company's Executive Committee were paid an aggregate €12.2 million in compensation during the 2023 fiscal year.

In millions of euros	2023	2022
Fixed compensation	3.7	3.4
Variable compensation	4.0	3.3
Pensions	0.0	0.0
Benefits-in-kind	0.2	0.2
Free shares	4.2	2.8
Compensation to members of the Board of Directors[(a)]	0.0	0.0
TOTAL	**12.2**	**9.8**

(a) This line relates only to Alexandre Mérieux in respect of his directorship.

30.2 Other transactions with non-consolidated affiliates

- Institut Mérieux, which held 58.9% of bioMérieux SA at December 31, 2023, provided €13.2 million in services and research for the bioMérieux Group over the fiscal year, of which €4.3 million was rebilled to bioMérieux Inc., and €5.2 million to BioFire. bioMérieux SA rebilled €0.4 million to Institut Mérieux for expenses paid on its behalf.
- During 2023, the Group supplied €15.8 million worth of reagents and instruments to entities of the Mérieux NutriSciences Corporation Group, in which Institut Mérieux holds a majority interest.
- Théra Conseil, which became Ekno in 2023 and 35% owned by Institut Mérieux, billed bioMérieux SA €2.4 million for services in 2023.
- bioMérieux Inc. rebilled ABL Inc., 99.5% owned by Institut Mérieux, €2.8 million. In addition, at December 31, 2023 ABL received a $0.8 million loan from bioMérieux Inc.
- During financial 2023, bioMérieux SA invoiced €2.7 million of services to Mérieux Université, in which it held 40% ownership, the remaining 60% held by the Institut Mérieux (40%) and Mérieux NutriSciences Corporation (20%). Conversely, it paid €5.8 million to Mérieux Université for training fees.

NOTE 31 Subsequent events

Acquisition of Lumed Inc.

On January 4, 2024, bioMérieux acquired 100% of Lumed Inc., a Canadian company specialized in software, which created a clinical decision support system for hospitals to optimize antibiotic prescriptions and healthcare-associated infection monitoring.

This acquisition of the entire capital of Lumed Inc. followed the acquisition of a non-controlling interest of 16.2% of the capital in 2017 and 2019 for €0.7 million, giving rise to a close collaboration between the two companies. The acquisition of 83.8% of the capital in 2024 represents an investment of nearly €9 million.

The purchase of Lumed Inc. illustrates bioMérieux's intention to develop its portfolio of data analysis solutions while continuing to concentrate on, and commit to, antimicrobial stewardship and preventing and fighting infection.

Purchase of debt on minority interests

The stake in Suzhou Hybiome Biomedical Engineering Co. Ltd increased from 71.2% at December 31, 2023 to 87.4% at January 31, 2024. This €19 million additional interest was acquired in January 2024. These minority interests were included in the calculation of debt on minority interests at December 31, 2023.

NOTE 32 Consolidation

bioMérieux is a fully consolidated entity of Compagnie Mérieux Alliance (17, rue Bourgelat, 69002-Lyon, France).

NOTE 33 Alternative performance indicators

The Group uses alternative performance indicators not defined by accounting standards. These include organic growth, as defined in Note 3.5, EBITDA and free cash flow, as defined in Note 16, and contributive operating income before non-recurring items.

Contributive operating income before non-recurring items corresponds to operating income before non-recurring items (as defined in Note 3.3) excluding amortization and impairment of intangible assets related to acquisitions and acquisition-related costs (see Note 23).

In millions of euros	2023	2022
Operating income before non-recurring items	**439.0**	**587.2**
Amortization and impairment of intangible assets related to acquisitions and acquisition-related costs	170.6	76.6
CONTRIBUTIVE OPERATING INCOME BEFORE NON-RECURRING ITEMS	**609.6**	**663.8**

NOTE 34 List of consolidated companies at December 31, 2023

Changes in the scope of consolidation during the 2023 fiscal year are described in Note 1.1.

		2023[(a)]	2022	2021
bioMérieux SA	69280 Marcy l'Étoile – France R.C.S. Lyon B 673 620 399			
AB bioMérieux	Dalvägen 10 169 56 Solna, Stockholm – Sweden	100%	100%	100%
Applied Maths Inc.	11940 Jollyville Road, Suite 115N Austin, Texas 78759 – United States	100%	100%	100%
Applied Maths NV	Keistraat 120 9830 Sint-Martens-Latem – Belgium		100%	100%
Astute Medical Inc.	3550 General Atomics Court Building 02/620 San Diego, CA 92121 – United States	100%	100%	100%
Banyan Biomarkers Inc.	16470 West Bernardo Drive, Suite 100 San Diego, California 92127 – United States	100%	100%	100%
BioFire Defense Inc.	1209 Orange Street Wilmington, DE 19801 – U.S.	100%	100%	100%
BioFire Diagnostics LLC	1209 Orange Street Wilmington, DE 19801 – U.S.	100%	100%	100%
bioMérieux South Africa	1st Floor, 44 on Grand Central, 1 Bond Street, cnr Grand Central Boulevard, Midrand 1682 – South Africa	100%	100%	100%
bioMérieux West Africa	Avenue Joseph Blohorn – 08 BP 2634 – Abidjan 08 – Côte d'Ivoire	100%	100%	100%
bioMérieux Algeria	Bois des cars 2 – Lot 11 1st floor – 16302 Dely Ibrahim – Algiers – Algeria	100%	100%	100%
bioMérieux Germany	Weberstrasse 8 – D 72622 Nürtingen – Germany	100%	100%	100%
bioMérieux Argentina	EdificioIntecons – Arias 3751 3er piso – C1430CRG – Buenos Aires – Argentina	100%	100%	100%
bioMérieux Asia Pacific Pte Ltd.	11 – BiopolisWay, Helios, Unit #10-05 138667 – Singapore	100%	100%	100%
bioMérieux Australia	Unit 25B, Parkview Business Centre – 1 Maitland Place Baulkham Hills NSW 2153 – Australia	100%	100%	100%
bioMérieux Austria	Eduard-Kittenberger-Gasse 95-B, A-1230 Vienna – Austria	100%	100%	100%
bioMérieux Belgium	Media Square – 18–19 Place des Carabiniers – 1030 Brussels – Belgium	100%	100%	100%
bioMérieux Benelux BV	Regus – Amersfoort A1, Databankweg 26, 3821 AL Amersfoort – Netherlands	100%	100%	100%
bioMérieux Brazil	Estrada Do Mapuá, 491 Jacarepaguá – CEP 22713 320 Rio de Janeiro – RJ – Brazil	100%	100%	100%
bioMérieux Canada	7815 boulevard Henri Bourassa – West – H4S 1P7 Saint Laurent (Quebec) – Canada	100%	100%	100%
bioMérieux Chile	Seminario 131 – Providencia – Santiago – Chile	100%	100%	100%
bioMérieux China	19/Floor Billion Plaza 8 Cheung Yue Street – Kowloon – Hong Kong	100%	100%	100%
bioMérieux Colombia	Carrera 7N° 127-48 – Oficina 806 – Bogota DC – Colombia	100%	100%	100%
bioMérieux Korea	1st & 2nd floor Yoo Sung Building #830-67, Yeoksam-dong, Kangnamku – Seoul – South Korea	100%	100%	100%
bioMérieux CZ	Hvezdova 1716/2b – Praha 4 – 140 78 – Czech Republic	100%	100%	100%
bioMérieux Denmark	Lautruphøj 1–3, DK– 2750, Ballerup – Denmark	100%	100%	100%
bioMérieux Egypt	Room 2, Unit 23, 2nd Floor, Star Capital Tower A2, Citystars, Heliopolis, Cairo, Egypt	100%	100%	100%
bioMérieux Egypt Distribution Co. LLC	Room No. 2, Unit No. 23, 2nd Floor, Tower 2A, Star Capital, City Stars, Heliopolis, Cairo – Egypt	100%	100%	100%
bioMérieux Spain	Manuel Tovar 45 – 47 – 28034 Madrid – Spain	100%	100%	100%

(a) Percentage control is identical to percentage interest, except in the case of Suzhou Lianjian Anhua Biomedical Co. Ltd where it is 100%.

		2023[(a)]	2022	2021
bioMérieux Finland	Tekniikantie 14 FI-02150 Espoo – Finland	100%	100%	100%
bioMérieux Greece	Papanikoli 70 – 15232 Halandri – Athens – Greece	100%	100%	100%
bioMérieux Hong Kong Investment	19/Floor Billion Plaza 8 Cheung Yue Street – Kowloon – Hong Kong			100%
bioMérieux Hungary	Vaci ut 175 – 1138 Budapest – Hungary	100%	100%	100%
bioMérieux Inc.	100 Rodolphe Street – Durham NC 27712 – U.S.	100%	100%	100%
bioMérieux India	A-32, MohanCo-operativeInd. Estate – New Delhi 110 044 – India	100%	100%	100%
bioMérieux Italy	Bagno a Ripoli, Via di Campigliano, 58 – 50012 Ponte a Ema – Florence – Italy	100%	100%	100%
bioMérieux Japan Ltd	Akasaka Tameike Tower 2F, 2-17-7, Akasaka, Minato-ku, Tokyo	100%	100%	100%
bioMérieux Kazakhstan	14A Auezova street, Almaly district, Almaty, Republic of Kazakhstan, 050026	100%		
bioMérieux Kenya	Delta Office Suites, Land Reference No. 4393/27, Waiyaki Way, P. O. Box 30333 – 00100 – G.P.O Nairobi – Kenya	100%	100%	100%
bioMérieux Malaysia	A-15-13A Tower A, Menara Prima Avenue, Jalan PJU 1/39, Dataran Prima 47301 Petaling Jaya, Selangor darul Ehsan – Malaysia	100%	100%	100%
bioMérieux Mexico	Chihuahua 88, col. Progreso – Mexico 01080, DF – Mexico	100%	100%	100%
bioMérieux Middle East	DHCC Al Baker Building 26 – Office 107 – P.O. Box 505 201 Dubai – United Arab Emirates	100%	100%	100%
bioMérieux Nigeria	2nd Floor, Plot 100, Ajose Adeogun Street, Victoria Island, Lagos State, Nigeria	100%	100%	
bioMérieux Norway	Nydalsveien 28 P.B. 4814 Nydalen – N-0484 Oslo – Norway	100%	100%	100%
bioMérieux Philippines	1004, 20th Drive Corporate Center, McKinley Business Park, Bonifacio Global City, Taguig City Philippines Zip code 1634	100%	100%	100%
bioMérieux Poland	ul. Gen. J. Zajączka 9 – 01-518 Warsawa – Poland	100%	100%	100%
bioMérieux Portugal	Av. 25 de Abril de 1974, N°23-3° – 2795-197 LINDA A Velha Portugal	100%	100%	100%
bioMérieux United Kingdom	Chineham Gate, Crockford Lane, Hampshire RG24 8NA	100%	100%	100%
bioMérieux Russia	1st Nagatinskiy proezd, 10, str.1 business center "Newton Plaza" – Moscow 115 533 – Russia	100%	100%	100%
bioMérieux (Shanghai) Biotech Co. Ltd	N° 4633 Pusan Road, Kangqiao Industrial Park – Pudong New District – Shanghai – 201315 – China	100%	100%	100%
bioMérieux Shanghai Company Ltd.	N° 4633 Pusan Road, Kangqiao Industrial Park – Pudong New District – Shanghai – 201315 – China	100%	100%	100%
bioMérieux Singapore	11 – Biopolis Way – Helios – Unit # 10-04 – 138667 – Singapore	100%	100%	100%
bioMérieux Sweden	Hantverksvagen 15 – 43633 Askim – Sweden	100%	100%	100%
bioMérieux Suzhou Biotech Co. Ltd.	Jiangsu Suzhou New District County Township Hong Xi Rd Village No.148.	100%	100%	100%
bioMérieux SRB doo	Belgrade Office Park, Djordja Stanojevica 12/III, Nouveau Belgrade, 11070 Belgrade – Serbia	100%	100%	100%
bioMérieux Switzerland	51 Avenue Blanc – Case Postale 2150 – 1202 Genève – Switzerland	100%	100%	100%
bioMérieux Thailand	3195/9 Vibulthani Tower, 4th floor – Rama IV Road – Klongton – Klongtoey – Bangkok 10110 – Thailand	100%	100%	100%
bioMérieux Turkey	Isiklar Cad. N0 29, Atasehir – 34750 Istanbul – Turkey	100%	100%	100%
bioMérieux Vietnam	Floor 10, Vinaconex Tower, 34 Lang Ha, Lang Ha ward, Dong Da District, Hanoi – Vietnam	100%	100%	100%

(a) Percentage control is identical to percentage interest, except in the case of Suzhou Lianjian Anhua Biomedical Co. Ltd where it is 100%.

		2023[(a)]	2022	2021
BTF Pty Limited	PO Box 599 – North Ryde BC – NSW Australia 1670 – Australia	100%	100%	100%
Cambridge Biotech	365 Plantation Street One Biotech Park Worcester, MA 01605 – U.S.		100%	100%
Huilai	Room 8738, Building 1, No. 1758, Luchaogang Road, Nanhui New Town, Pudong New District – China	100%	100%	100%
Invisible Sentinel	3711 Market St., Suite. 910 Philadelphia, PA 19104 United States	100%	100%	100%
Mérieux Université	113 Route de Paris – 69160 Tassin-La-Demi-Lune – France	40%	40%	40%
Quercus Scientific NV	Keistraat 120 9830 Sint-Martens-Latem – Belgium		100%	100%
RAS Lifesciences	Plot No. 13, 4-7-18/13/2, Raghavendra Nagar – Nacharam, Hyderabad – 500 076 – India	100%	100%	100%
Specific Diagnostics (US)	130 Baytech Drive, 95134 San Jose, California, U.S.	100%	100%	
Specific Diagnostics (France)	3, boulevard de Sébastopol 75001 Paris – France	100%	100%	
Specific Diagnostics (Ireland)	10 Earlsfort Terrace, Dublin 2, D02 T380 – Ireland	100%	100%	
Specific Diagnostics (UK)	55 Baker Street, London, United Kingdom, W1U 7EU	100%	100%	
SSC Europe	ul. Gen. J. Zajączka 9 – 01-518 Warsawa – Poland	100%	100%	100%
Suzhou Hybiome Biomedical Engineering Co Ltd	Building 4, No. 8, Jinfeng Road, Suzhou High-tech Zone – China	71%	67%	67%
Suzhou Lianjian Anhua Biomedical Co. Ltd	Room 120, Building 1, No. 18 Madun Road, Suzhou New District, China	71%	67%	67%

(a) Percentage control is identical to percentage interest, except in the case of Suzhou Lianjian Anhua Biomedical Co. Ltd where it is 100%.

6.1.3 Statutory Auditors' report on the consolidated financial statements

This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. The Statutory Auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the opinion on the consolidated financial statements and includes an explanatory paragraph discussing the Auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the consolidated financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the consolidated financial statements. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

At the bioMérieux Annual General Meeting,

Opinion

In performing the duty assigned to us by your Annual General Meetings, we conducted an audit of the consolidated financial statements of bioMérieux for the fiscal year ended December 31, 2023, as appended to this report.

We hereby certify that the consolidated financial statements are in accordance with International Financial Reporting Standards as adopted by the European Union, are reliable and give a true and fair view of the results of the operations for the previous fiscal year as well as of the financial position and assets, at the end of the year, of the parties and entities included in the consolidation scope.

The opinion expressed above is consistent with the contents of our report to the Audit Committee.

Basis for opinion

Audit Standard

We conducted our audit according to generally accepted professional standards in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our responsibilities under these standards are stated in the section "Responsibilities of the Statutory Auditors relating to the audit of the consolidated financial statements" of this report.

Independence

We have conducted our audit in accordance with the rules of independence as set out in the French Commercial Code and in the French Code of Ethics for Statutory Auditors, over the period between January 1, 2023 to the date of issue of our report, and in particular we have not provided any services prohibited by Article 5(1) of EU Regulation No. 537/2014.

Justification for our assessments – Key points of the audit

Pursuant to the provisions of Articles L. 821-53 and R. 821-180 of the French Commercial Code relating to the justification of our assessments, we draw your attention to the key points of the audit relating to risks of material misstatements which, according to our professional judgment, were the most significant for the audit of the consolidated financial statements for the fiscal year, plus the answers we have provided to control these risks.

Our assessments on these matters are part of the audit approach of the consolidated financial statements taken as a whole and the formation of our opinion expressed above. We do not express an opinion on the elements of these consolidated financial statements taken separately.

Valuation of goodwill and intangible assets

Risk identified	Our response
At December 31, 2023, goodwill amounted to €698.8 million and intangible assets to €528.6 million. Together, they account for almost 23% of the Group's total assets. As described in Notes 4 and 5 to the consolidated financial statements, at the acquisition date, goodwill and intangible assets were allocated to a cash-generating unit (CGU) based on expected synergies for your Group. At each closure, your Group systematically tests cash-generating units (CGUs) for impairment and also determines whether there are any indications of impairment losses. Impairment testing is used to determine the recoverable amount of a CGU or group of CGUs, representing the higher of their value in use and fair value less costs to sell. In practice, the value in use of a CGU or group of CGUs is determined primarily on the basis of discounted operating cash flow projections covering a period of five years and based on the most recent business plan, and a terminal value. We consider the valuation of goodwill and intangible assets to be a key audit issue, given the uncertainties inherent in the likelihood of achieving forecasts in the current environment and the fact that the recoverable amount of goodwill relies heavily on management's judgment, particularly with regard to operating margin rates, growth rates used for cash flow projections and the discount rates applied to them.	We included assessment specialists in the audit team in order to examine the impairment tests performed by senior management. Our work consisted mainly in: • assessing the principles and methods for determining evidence of impairment losses and the recoverable amount of goodwill and intangible assets; • analyzing, most notably through interviews with senior management, the main data and assumptions on which the estimates are based (such as the discount rate and the perpetuity growth rate); • reviewing business forecasts and prospects of legal entities or ranges through interviews with senior management, and comparing the accounting estimates of cash flow projections of previous periods with the corresponding actual figures; • comparing, through random sampling, the accounts of the data used in carrying out impairment tests and testing the accuracy of the arithmetic calculations of the valuations used by your Group; • comparing with accounting records any impairment losses resulting from impairment test calculations prepared by management.

Specific verification

As required by the legal and regulatory provisions, and in accordance with the professional standards applicable in France, we have also verified the information presented in the Board of Directors' management report concerning the group.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

We hereby certify that the consolidated statement of non-financial performance set forth in Article L. 225-102-1 of the French Commercial Code is included in the information about the group presented in the management report, it being specified that, in accordance with the provisions of Article L. 823-10 of that Code, we have not verified the fairness of the information contained in this statement, nor its consistency with the consolidated financial statements.

Other verifications or information required by laws and regulations

Format of the consolidated financial statements to be included in the annual financial report

In accordance with the professional standard on the due diligence of statutory auditors in relation to the annual and consolidated financial statements presented in accordance with the single European electronic reporting format, we have also verified compliance with this format, as defined by European Delegated Regulation No. 2019/815 of December 17, 2018, as presented in the consolidated financial statements to be included in the annual financial report referred to in Article L. 451-1-2, I of the French Monetary and Financial Code. These have been prepared under the responsibility of the Chief Executive Officer. Our work with consolidated financial statements includes verifying that the markup of these financial statements complies with the format defined by the above-mentioned regulation.

Based on our work, we conclude that the presentation of the consolidated financial statements for inclusion in the annual financial report complies, in all material respects, with the single European electronic reporting format.

Due to the technical limitations inherent in the macro-tagging of consolidated financial statements in accordance with the European Single Electronic Format (ESEF), the content of certain tags in the notes to the financial statements may not be identical to the consolidated financial statements attached to this report.

Additionally, it is not our responsibility to verify that the consolidated financial statements that your entity will include in the annual financial report filed with the AMF correspond to those we have audited.

Appointment of Statutory Auditors

We were appointed Statutory Auditors of bioMérieux by your Annual General Meeting of May 30, 2017 for GRANT THORNTON and May 30, 2012 for ERNST & YOUNG et Autres.

At December 31, 2023, GRANT THORNTON was in the seventh continuous year of its audit engagement, while ERNST & YOUNG et Autres was in the 12th year.

Responsibilities of senior management and the persons constituting corporate governance for the consolidated financial statements

Senior management is responsible for the preparation of consolidated financial statements that present a true view in accordance with the IFRS standard adopted by the European Union, together with the implementation of the internal control it deems relevant to the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

When preparing the consolidated financial statements, senior management is responsible for assessing the Company's ability to continue as a going concern, to present in these financial statements, if necessary, information concerning the continuity of the Company's operations and to apply the accounting policy of going concern, unless there are plans to unwind the Company or discontinue the business.

The Audit Committee is responsible for monitoring the financial reporting preparation process and the effectiveness of internal control and risk management systems and, if necessary, the Internal Audit Department with respect to procedures relating to preparation and treatment of financial and accounting information.

These consolidated financial statements have been approved by the Board of Directors.

Responsibilities of the Statutory Auditors relating to the audit of the consolidated financial statements

Audit objective and procedure

It is our duty to draw up a report on the consolidated financial statements. Our objective is to obtain reasonable assurance that the consolidated financial statements as a whole are free from material misstatement. Reasonable assurance corresponds to a high level of assurance, without however guaranteeing that an audit conducted in accordance with professional standards will systematically detect any material misstatement. Misstatements may arise from fraud or result from errors and are considered as material when it can be reasonably expected that, taken singly or together, they can influence the economic decisions that users of the financial statements take based thereon.

As stated in Article L. 821-55 of the French Commercial Code, our engagement to certify the financial statements does not consist in guaranteeing the viability or quality of management of your Company.

Within the framework of an audit conducted in compliance with professional standards applicable in France, the statutory Auditor exercises his professional judgment throughout the audit. Furthermore:

- the statutory auditor identifies and assesses the risks whereby the consolidated financial statements may contain material misstatements, whether from fraud or errors; defines and implements audit procedures in view of those risks; and collects the elements they consider sufficient and appropriate on which to base their opinion. The risk of not detecting a material misstatement arising from fraud is higher than the risk of a material misstatement resulting from error, because fraud may imply collusion, falsification, voluntary omissions, false declarations or the circumvention of internal control;
- the statutory auditor reviews the relevant internal control for the audit in order to define the appropriate audit procedures for the circumstances and not to express an opinion on the effectiveness of internal control;
- he assesses the appropriateness of the accounting methods used and the reasonable nature of the accounting estimates made by senior management, as well as information concerning these methods provided in the consolidated financial statements;
- he assesses the appropriateness of the application by the management of the going concern concept and, according to the elements collected, whether or not there is a material uncertainty linked to events or circumstances likely to compromise the Company's ability to continue as a going concern. This assessment is based on the information collected until the date of his report. It is however pointed out that subsequent circumstances or events could jeopardize continuity as a going concern. If he concludes that there is a material uncertainty, the statutory auditor draws the attention of the readers of the report to the information provided in the consolidated financial statements about such uncertainty, or if this information is not provided or is not relevant, he issues a certification with reservations or a refusal to certify;
- they assess the overall presentation of the consolidated financial statements and whether these reflect underlying operations and events, so as to give a true view;
- concerning the financial information of the persons or entities included in the consolidation scope, he collects the information considered sufficient and appropriate to express an opinion on the consolidated financial statements. He is responsible for the management, supervision and performance of the audit of the consolidated financial statements as well as the opinion expressed thereafter.

Report to the Audit Committee

We submit a report to the Audit Committee that presents, in particular, the scope of the audit and the work schedule implemented as well as the conclusions of our audit. Our audit also informs the Audit Committee of any material weaknesses of internal control that we have identified with respect to the procedures relating to the preparation and treatment of financial and accounting information.

The points mentioned in the report to the Audit Committee include the risks of material misstatements that we consider to have been the most important for the audit of the consolidated financial statements of the fiscal year, which therefore constitute the key points of the audit, which it is our duty to describe in this report.

We also submit to the Audit Committee the declaration provided for in Article 6 of EU Regulation No. 537/2014 confirming our independence, within the meaning of the rules applicable in France as set out in Articles L. 821-27 to L. 821-34 of the French Commercial Code and in the Statutory Auditors' Professional Code of Ethics. If necessary, we will meet the Audit Committee to discuss the risks that threaten our independence and the safeguard measures applied.

Lyon, March 19, 2024

The Statutory Auditors

GRANT THORNTON	ERNST & YOUNG et Autres
French member of Grant Thornton International	
Jean Morier	Sylvain Lauria

6.2 Parent company financial statements

6.2.1 Parent company financial statements of bioMérieux SA for the fiscal years ended December 31, 2022 and 2023

Balance sheet

Assets

In millions of euros	Note	Net 12/31/2023	Net 12/31/2022
Non-current assets			
• Intangible assets	3.1	171.7	170.6
• Property, plant and equipment	3.2	345.7	319.8
• Investments and related receivables	3.3	889.8	906.9
• Other non-current financial assets	3.3	152.8	23.8
Total		**1,560.0**	**1,421.2**
Current assets:			
• Inventories and work-in-progress	4	259.2	207.6
• Trade receivables	5	482.6	453.3
• Other operating receivables	5	45.5	55.0
• Non-operating receivables		47.8	37.6
• Cash and cash pooling	6	450.2	531.8
Total		**1,285.2**	**1,285.3**
• Deferred charges spread over several years		0.4	0.5
• Bond redemption premiums		0.0	0.0
• Unrealized foreign exchange losses	7	12.4	7.8
TOTAL ASSETS		**2,858.1**	**2,714.8**

Shareholders' equity and liabilities

	Note	12/31/2023	12/31/2022
Shareholders' equity			
• Share capital		12.0	12.0
• Additional paid-in capital		74.0	74.0
• Reserves		1,016.7	1,030.0
• Statutory provisions and grants		80.6	76.0
• Net income for the year		279.3	87.0
Total	**8**	**1,462.7**	**1,279.0**
Provisions	**9**	**76.6**	**48.4**
Liabilities:			
• Borrowings and financial debt	10	818.4	895.7
• Trade payables	11	253.1	256.0
• Other operating payables	11	217.7	205.9
• Non-operating payables		29.2	29.6
Total		**1,318.4**	**1,387.1**
• Translation differences – gains	7	0.4	0.4
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		**2,858.1**	**2,714.8**

Profit & loss statement

In millions of euros	2023	2022
Sales of goods and finished products	1,228.1	1,171.4
Other income	318.7	292.2
Revenue	**1,546.8**	**1,463.6**
Production included in inventories (work-in-progress and finished products)	32.0	9.0
Capitalized production	14.1	12.2
Total production	**1,592.9**	**1,484.9**
Purchases	-678.6	-584.3
Change in raw material and instrument inventories	17.3	14.1
External expenses	-416.7	-412.5
Added value	**514.8**	**502.2**
Taxes other than income tax	-16.3	-18.3
Payroll and benefits	-407.9	-383.5
Gross operating income (EBITDA)	**90.6**	**100.4**
Depreciation, amortization and provisions	-90.8	-36.4
Other operating income (expense)	-12.4	-21.5
Operating income	**-12.6**	**42.5**
Financial income and expenses	-5.5	0.1
Net investment income	288.2	27.2
Net income before non-recurring items and tax	**270.1**	**69.8**
Non-recurring income	-5.8	0.1
Employee profit-sharing		-2.0
Income tax	15.1	19.0
NET INCOME	**279.3**	**87.0**

6.2.2 Notes to the Financial Statements

bioMérieux is a French joint stock company (société anonyme) with a Board of Directors, governed by the French Commercial Code (*Code de commerce*) and all other applicable laws and regulations, registered with the Lyon Trade and Companies Register under number 673 620 399. The Company has been established in France since its incorporation.

The Company's headquarters are located in Marcy l'Étoile (69280), France.

NOTE 1 General accounting principles

The financial statements have been prepared in accordance with Regulations 2015-06 and 2016-07 of the French accounting standards authority (*Autorité des normes comptables* – ANC).

The Company prepares consolidated financial statements which include the annual financial statements of its subsidiaries based on the full consolidation method whenever bioMérieux has effective control over those subsidiaries, or based on the equity method when the Company exercises significant influence over the entities concerned.

The Company's financial statements are fully consolidated in the financial statements of Compagnie Mérieux Alliance (17 rue Bourgelat, 69002 – Lyon, France).

NOTE 2 Significant events of the fiscal year

2.1 Financial investments

In 2023, bioMérieux SA subscribed to several equity investments and capital increases of securities in the portfolio for a total amount of €160.1 million, including the acquisition for €158 million (£137 million) of a stake in Oxford Nanopore Technologies PLC, a British company that offers innovative nanopore-based sequencing molecular detection technology to analyze long fragments of DNA or RNA. At December 31, 2023, bioMérieux SA owned 6.9% of this company.

These events are detailed in Note 3.3.

2.2 Employee share ownership plan

In 2023, eligible Group employees were able to participate in an employee share ownership plan, called "MySHARE." Employees benefited from a share subscription price of €77.31, a 20% discount compared to the reference price (€96.64) and a matching contribution of 100% of the subscription amount up to a limit of €750 for each employee. Group employees subscribed to 251,082 shares (including 166,853 shares by French employees), and the company delivered 299,465 shares (including 196,592 shares for French employees) taking into account the discount and the matching contribution. The cost of the plan recognized in the operating income amounted to €6.6 million. The cost of the plan for employees of other Group companies was rebilled, in full, to the subsidiaries and had no impact on the operating income. The difference between the share reference price (€96.64) and the cost price (€86,983) of 299,465 shares delivered to Group employees constitutes a bonus of €2.9 million in non-recurring income.

2.3 Governance

The Board of Directors decided on June 13, 2023, with effect from July 1, 2023, to change bioMérieux's corporate governance structure. Under this change, the functions of Chairman and Chief Executive Officer have been separated. Alexandre Mérieux is now Chairman of the Board of Directors while Pierre Boulud becomes Chief Executive Officer.

2.4 Significant subsequent events

On January 4, 2024, bioMérieux SA purchased all the capital of the innovative Canadian software company Lumen Inc., increasing its stake from 16% to 100%. The two companies have collaborated closely since 2017. The acquisition of 84% of the capital represents an additional investment of CA$13 million (€9 million).

NOTE 3 Non-current assets

3.1 Intangible assets

3.1.1 Accounting principles

Pursuant to ANC Regulation 2015-06, technical merger losses were allocated in January 2016 to specific intangible asset accounts relating to acquired goodwill, such as commercial goodwill, technology and customer relations.

Historical goodwill and assets originating from the allocation of technical merger losses are not stand-alone items able to generate cash flow on their own. They are intrinsically attached to production plants, to the R&D supporting the acquired product line, to technology and to the sales forces that help move products through all the Group's distribution channels.

Acquired goodwill is therefore grouped together with the other assets of the technological range to which they are linked in order to constitute a homogeneous and stand-alone range. In practice, tests are performed to group together assets that serve the same client typology (industrial microbiology laboratories) or health issue (pathology/detection of pathogens: microbiology, molecular biology or immunoassays). An impairment test is carried out systematically based on asset groups close to the groups identified at Group level (CGU) when analysis shows them to be fungible (monitoring and pooled management of acquired goodwill by technological product line and customer type).

At each year-end, the net value of the asset groups thus identified is compared with the current value of assets as determined from the discounted net cash flows generated by these assets (including acquired goodwill). An impairment is recorded if a loss of value is observed.

Intangible assets also include software applications acquired or developed in-house, amortized over periods of three to ten years based on their estimated useful lives, and patents and licenses amortized over the contractual or statutory term of use. In practice, a period of five years is usually applied. These assets are measured at cost (purchase price and incidental costs) or at their production cost.

Lastly, intangible assets acquired in exchange for the payment of indexed royalties are measured at the time of acquisition on the basis of estimated future royalties to be paid over the term of the contract. These estimates are subsequently adjusted based on royalties effectively paid.

3.1.2 Change

Gross value *In millions of euros*	Software	Business assets	Patents & Technology	Other intangible assets	Assets under construction	Total
December 31, 2022	**120.8**	**142.0**	**43.8**	**27.8**	**4.0**	**338.3**
Acquisitions/Increases	6.4	0.0	3.4	0.0	4.5	14.3
Disposals/Decreases	-5.1	0.0	0.0	0.0	0.0	-5.1
Reclassifications	3.5	0.0	0.0	0.0	-4.0	-0.5
DECEMBER 31, 2023	**125.5**	**142.0**	**47.2**	**27.8**	**4.5**	**346.9**

The increase in the gross value of intangible assets over the year primarily corresponds to the acquisition of software and the development costs of IT solutions for €10.9 million, and to the acquisition of intellectual property rights for the Mirrhia software for €3.4 million.

Amortization and impairment *In millions of euros*	Software	Business assets	Patents & Technology	Other intangible assets	Assets under construction	Total
December 31, 2022	**94.2**	**10.0**	**37.4**	**26.0**	**0.0**	**167.7**
Additions	9.8	0.0	1.7	1.9	0.0	13.3
Reversals	-4.3	0.0	0.0	-1.5	0.0	-5.8
DECEMBER 31, 2023	**99.7**	**10.0**	**39.1**	**26.4**	**0.0**	**175.2**

Net values *In millions of euros*	Software	Business assets	Patents & Technology	Other intangible assets	Assets under construction	Total
December 31, 2022	**26.5**	**131.9**	**6.3**	**1.8**	**4.0**	**170.6**
DECEMBER 31, 2023	**25.8**	**131.9**	**8.1**	**1.4**	**4.5**	**171.7**

Technical merger losses are allocated as follows:

In millions of euros	Gross value	Amortization	Net value
AES CHEMUNEX			
Goodwill	111.0	0.0	111.0
Technology	6.4	4.1	2.2
Customer relationships	5.4	4.0	1.4
Total	**122.8**	**8.1**	**114.6**
ARGÈNE			
Goodwill	19.4	0.0	19.4
Technology	11.5	9.5	2.0
Total	**30.9**	**9.5**	**21.4**
CEERAM			
Technology	2.4	2.2	0.3
Total	**2.4**	**2.2**	**0.3**
TOTAL	**156.1**	**19.8**	**136.3**

3.2 Property, plant and equipment

3.2.1 Accounting principles

Property, plant and equipment are shown on the balance sheet at purchase or production cost.

In accordance with the asset recognition rules in effect since January 1, 2005, components whose cost is significant in relation to the total cost of the main asset are recognized and depreciated separately if their useful life is not the same as that of the main asset.

The only property, plant and equipment to which this method applies are buildings.

For buildings, the depreciation periods are set for each group of components.

Depreciation period	Accounting	Tax
Shell	30 to 40 years	Straight line basis 30 years
Finishing work and fixtures and fittings	10 to 20 years	Straight line basis 15 years

The depreciation is calculated using the straight-line method over the estimated useful lives of the various asset categories. The main useful lives applied are:

Depreciation period	Accounting	Tax
Machinery and equipment	3 to 10 years	Accelerated 5-10 years
Instruments*	3 to 10 years	Accelerated 3-5 years

* *Instruments either installed at third-party sites or used in-house.*

Impairment tests are carried out for property, plant and equipment whenever events or market developments indicate that an asset may have declined in value. If the net book value exceeds the recoverable amount, an impairment loss is recognized to reduce the assets to their realizable value.

Most capitalized instruments are installed at customers' sites.

3.2.2 Change

Gross value *In millions of euros*	Land and buildings	Machinery and equipment	Capitalized instruments	Other assets	Assets under construction	Total
December 31, 2022	**341.8**	**272.7**	**67.5**	**53.3**	**57.2**	**792.5**
Acquisitions/Increases	9.0	6.8	12.5	1.6	38.3	68.1
Disposals/Decreases	-1.1	-3.9	-5.8	-0.5	0.0	-11.4
Reclassifications	14.2	10.2	0.0	2.0	-25.9	0.5
DECEMBER 31, 2023	**363.8**	**285.7**	**74.2**	**56.3**	**69.7**	**849.7**

The main capital expenditure for the fiscal year consists of instruments placed with customers or for internal use amounting to €12.5 million, investments related to the transfer of the tubes and bottles activity from Craponne to Combourg for €6.3 million, ongoing constructions at La Balme of an industrial building for plastic injection for €4.6 million and a research and development building for €4.5 million. The Company also acquired land in Grenoble adjacent to the current site for €2.8 million.

Depreciation and impairment *In millions of euros*	Land and buildings	Machinery and equipment	Capitalized instruments	Other assets	Assets under construction	Total
December 31, 2022	**202.0**	**191.5**	**38.1**	**41.1**	**0.0**	**472.7**
Additions	15.2	14.3	7.6	3.9	0.0	41.0
Reversals	-1.3	-3.9	-3.9	-0.5	0.0	-9.6
DECEMBER 31, 2023	**215.9**	**201.9**	**41.8**	**44.5**	**0.0**	**504.0**

Net values *In millions of euros*	Land and buildings	Machinery and equipment	Capitalized instruments	Other assets	Assets under construction	Total
December 31, 2022	**139.8**	**81.1**	**29.4**	**12.2**	**57.2**	**319.8**
DECEMBER 31, 2023	**147.9**	**83.8**	**32.5**	**11.9**	**69.7**	**345.7**

3.3 Non-current financial assets

3.3.1 Accounting principles

Non-current financial assets are recognized at their purchase price.

An impairment loss is recognized on equity investments whenever their value in use falls below their acquisition cost. Value in use is initially estimated at the net book value of the subsidiary's assets at the closing date. This may be adjusted to reflect the value of any unrecognized identifiable assets (particularly real estate or technologies). Depending on the economic and financial condition of the subsidiary, value in use may also be estimated taking account of sales, borrowings and any associated technological assets and real estate. Given the specific nature of certain investments, in some cases value in use may be measured by estimating the enterprise value based on discounted future cash flows or on observable market financial inputs.

Non-controlling interests held in unlisted companies are measured based on various criteria including the economic outlook, the net equity of the investment or the valuation used based on recent investments in these shares.

Other investments are subjected to impairment whenever their market value falls below cost. The market value of listed securities corresponds to the average trading price during the last month of the year.

Other non-current financial assets include treasury shares purchased under a liquidity agreement with an investment firm for the specific purpose of maintaining an orderly market in the Company's shares. Treasury stock is measured at its average trading price during the last month of the fiscal year.

3.3.2 Change

Gross value *In millions of euros*	Equity investments	Other financial assets	Related receivables	Other	Total
December 31, 2022	**1,013.1**	**22.7**	**19.8**	**5.4**	**1,061.0**
Acquisitions/Increases	0.1	160.2	1.2	0.1	161.6
Disposals/Decreases	-19.9	-0.2	-3.0	-0.2	-23.3
Reclassifications/Other	0.0	0.0	-1.3	0.0	-1.3
DECEMBER 31, 2023	**993.3**	**182.7**	**16.7**	**5.3**	**1,198.0**

In 2023, bioMérieux SA participated in the capital increase of its bioMérieux Kenya subsidiary for €0.1 million.

The company also purchased Specific France SAS shares with a value of €1 from the parent company, Specific Diagnostics Europe Limited, based in Ireland. A universal transfer of Specific France SAS assets will take place in January 2024 on bioMérieux SA's balance sheet.

Furthermore, the subsidiary Quercus Scientific NV was liquidated. The liquidation bonus amounts to €3.7 million. Shares with a value of €19.9 million were depreciated by €16.2 million; the liquidation had no impact on the 2023 results.

bioMérieux SA has also acquired stakes in other fixed assets, namely Oxford Nanopore Technologies for €158 million and the Supernova Innovation 3 investment fund for €2 million.

Finally, the ATI Supernova 1 and Cathay Innovation funds reduced their capital by €0.1 million each.

Amortization and impairment *In millions of euros*	Equity investments	Other financial assets	Related receivables	Other	Total
December 31, 2022	**126.0**	**4.2**	**0.0**	**0.0**	**130.2**
Additions	9.7	31.0	1.2	0.0	41.8
Reversals	-16.6	0.0	0.0	0.0	-16.6
DECEMBER 31, 2023	**119.0**	**35.2**	**1.2**	**0.0**	**155.4**

Net values *In millions of euros*	Equity investments	Other financial assets	Related receivables	Other	Total
December 31, 2022	**887.1**	**18.4**	**19.8**	**5.4**	**930.7**
DECEMBER 31, 2023	**874.3**	**147.5**	**15.5**	**5.3**	**1,042.6**

Allocations to impairment of equity investments amounted to €9.7 million over the fiscal year, and relate to the impairment of shares in Qvella for €7 million, the bioMérieux Nigeria subsidiary for €1.3 million, bioMérieux Argentina for €0.7 million and bioMérieux Brazil for €0.6 million. Reversals of impairment of equity investments concern the subsidiaries Quercus Scientific for €16.2 million and GNEH for €0.4 million.

Allocations to impairment of other fixed assets amounted to €31 million and relate to the impairment of Oxford Nanopore Technologies shares for €27 million (impairment loss calculated on the basis of the stock price for December 2023 compared to the acquisition price), of Qvella convertible bonds for €3.4 million, LTB innovations for €0.3 million and Pertinence Invest 2 for €0.3 million.

The loan given to bioMérieux Egypt was also impaired for €1.2 million.

3.3.3 List of subsidiaries and minority interests

See table below.

INFORMATION ABOUT SUBSIDIARIES AND MINORITY INTERESTS AT DECEMBER 31, 2023

		Share capital *(Currencies in millions)*	Equity other than share capital *(Currencies in millions)*	Share of ownership *(In %)*	Value of the securities held before impairment losses *(In millions of euros)*	Value of the securities held after impairment losses *(In millions of euros)*	Unrepaid loans and advances from the Company *(In millions of euros)*	Total revenue of the last fiscal year *(Currencies in millions)*	Net profit or net loss of the last fiscal year *(Currencies in millions)*	Dividends received by Company during the fiscal year *(In millions of euros)*	Notes
A – SUBSIDIARIES (OVER 50% OWNED BY BIOMÉRIEUX)											
AB bioMérieux	SEK	0.2	47.2	100.0%	74.2	4.3	0.0	0.0	0.0	0.0	01/01/2023-12/31/2023
bioMérieux West Africa	CFA	180.0	34.4	100.0%	0.3	0.3	0.0	0.0	20.5	0.0	01/01/2023-12/31/2023
bioMérieux Germany	EUR	3.5	21.9	100.0%	3.8	3.8	0.0	130.0	2.7	3.5	01/01/2023-12/31/2023
bioMérieux Algeria	DZD	58.0	130.0	100.0%	0.6	0.6	0.0	51.1	11.8	0.0	01/01/2023-12/31/2023
bioMérieux Argentina	ARS	15.4	1,095.8	99.1%	8.3	4.0	0.0	6,735.3	218.2	0.0	01/01/2023-12/31/2023
bioMérieux Asia Pacific	SGD	0.0	68.3	100.0%	0.0	0.0	21.5	646.8	27.5	6.9	01/01/2023-12/31/2023
bioMérieux Austria	EUR	0.1	1.3	100.0%	0.1	0.1	0.0	25.3	0.7	1.0	01/01/2023-12/31/2023
bioMérieux Australia	AUD	1.6	9.5	100.0%	23.8	23.8	0.0	59.4	2.0	0.0	01/01/2023-12/31/2023
bioMérieux Brazil	BRL	136.8	-96.4	100.0%	49.7	19.4	0.0	241.4	-10.1	0.0	01/01/2023-12/31/2023
bioMérieux Belgium	EUR	0.3	4.4	100.0%	0.3	0.3	0.0	33.7	2.0	0.0	01/01/2023-12/31/2023
bioMérieux Benelux	EUR	0.0	8.1	100.0%	0.1	0.1	6.1	127.8	1.8	1.0	01/01/2023-12/31/2023
bioMérieux Canada	CAD	1.3	6.6	100.0%	20.5	20.5	1.0	84.9	3.1	1.3	01/01/2023-12/31/2023
bioMérieux Chile	CLP	1,686.6	9,571.6	100.0%	3.1	3.1	0.0	28,572.0	521.4	0.4	01/01/2023-12/31/2023
bioMérieux China	HKD	971.6	187.4	100.0%	112.4	112.4	0.0	294.7	6.2	0.0	01/01/2023-12/31/2023
bioMérieux Colombia	COP	0.5	35.0	100.0%	2.2	2.2	0.0	164.5	6.1	0.0	01/01/2023-12/31/2023
bioMérieux Korea	KRW	1,000.0	21,328.9	100.0%	0.7	0.7	0.0	72,711.1	2,062.2	0.0	01/01/2023-12/31/2023
bioMérieux Denmark	DKK	0.5	7.9	100.0%	0.5	0.5	0.0	69.7	2.2	1.0	01/01/2023-12/31/2023
bioMérieux Spain	EUR	0.2	38.6	100.0%	0.6	0.6	0.0	115.4	4.4	4.0	01/01/2023-12/31/2023
bioMérieux Egypt	EGP	0.2	-132.8	100.0%	0.0	0.0	1.2	188.7	-45.5	0.0	01/01/2023-12/31/2023
bioMérieux Egypt Distribution	EGP	2.0	31.9	49.0%	0.1	0.1	0.0	143.6	13.4	0.0	01/01/2023-12/31/2023
bioMérieux Finland	EUR	0.0	1.8	100.0%	0.1	0.1	0.5	10.4	0.3	1.0	01/01/2023-12/31/2023
bioMérieux Greece	EUR	2.0	4.5	100.0%	4.1	4.1	0.0	23.9	0.9	0.5	01/01/2023-12/31/2023
bioMérieux Hungary	HUF	3.0	276.2	100.0%	0.0	0.0	0.3	2,303.7	75.3	0.2	01/01/2023-12/31/2023
bioMérieux India	INR	66.0	2,588.8	99.9%	2.9	2.9	0.0	9,135.3	295.0	0.0	01/01/2023-12/31/2023

		Share capital *(Currencies in millions)*	Equity other than share capital *(Currencies in millions)*	Share of ownership *(In %)*	Value of the securities held before impairment losses *(In millions of euros)*	Value of the securities held after impairment losses *(In millions of euros)*	Unrepaid loans and advances from the Company *(In millions of euros)*	Total revenue of the last fiscal year *(Currencies in millions)*	Net profit or net loss of the last fiscal year *(Currencies in millions)*	Dividends received by Company during the fiscal year *(In millions of euros)*	Notes
bioMérieux Inc.	USD	0.0	1,874.9	100.0%	524.9	524.9	176.9	2,238.5	414.0	285.1	01/01/2023-12/31/2023
bioMérieux Italy	EUR	9.0	37.9	100.0%	12.8	12.8	0.0	152.2	8.8	3.0	01/01/2023-12/31/2023
bioMérieux Japan	JPY	0.5	1.4	100.0%	15.4	15.4	5.1	12.2	0.3	2.0	01/01/2023-12/31/2023
bioMérieux Kazakhstan	KZT	0.0	0.0	100.0%	0.0	0.0	0.0	0.0	0.0	0.0	Subsidiary creation 06/06/2023
bioMérieux Kenya	KES	42.3	64.6	100.0%	0.3	0.3	0.0	0.0	20.0	0.0	01/01/2023-12/31/2023
bioMérieux Malaysia	MYR	0.1	0.4	100.0%	0.0	0.0	0.1	0.0	0.1	0.0	01/01/2023-12/31/2023
bioMérieux Middle East	AED	0.1	4.5	100.0%	0.0	0.0	0.8	0.0	1.2	0.0	01/01/2023-12/31/2023
bioMérieux Nigeria	NGN	601.0	-2,605.4	100.0%	1.3	0.0	0.0	1,192.4	-2,194.5	0.0	01/01/2023-12/31/2023
bioMérieux Norway	NOK	2.8	8.9	100.0%	0.3	0.3	0.0	65.0	4.2	0.9	01/01/2023-12/31/2023
bioMérieux Philippines	PHP	10.3	13.6	100.0%	0.2	0.2	0.0	1,014.9	5.3	0.0	01/01/2023-12/31/2023
bioMérieux Poland	PLN	0.4	38.1	100.0%	1.5	1.5	0.0	154.0	4.2	1.0	01/01/2023-12/31/2023
bioMérieux Portugal	EUR	1.6	6.7	100.0%	2.0	2.0	0.0	20.7	0.5	1.0	01/01/2023-12/31/2023
bioMérieux Czech Republic	CZK	0.2	8.3	100.0%	0.0	0.0	0.7	1,085.3	-0.6	0.0	01/01/2023-12/31/2023
bioMérieux Russia	RUB	55.7	850.6	100.0%	1.3	1.3	0.0	1,507.6	183.7	-0.4	01/01/2023-12/31/2023
bioMérieux Serbia	RSD	1.2	29.8	100.0%	0.0	0.0	0.0	0.0	4.4	0.0	01/01/2023-12/31/2023
bioMérieux South Africa	ZAR	50.0	112.3	100.0%	5.4	5.4	5.0	478.4	9.1	0.0	01/01/2023-12/31/2023
bioMérieux Sweden	SEK	0.5	24.5	100.0%	0.2	0.2	0.0	326.9	5.8	1.0	01/01/2023-12/31/2023
bioMérieux Switzerland	CHF	0.4	3.4	100.0%	0.6	0.6	0.0	45.7	1.7	2.5	01/01/2023-12/31/2023
bioMérieux Suzhou Biotech Co.	CNY	600.0	-194.4	100.0%	80.2	80.2	0.0	0.2	-79.7	0.0	01/01/2023-12/31/2023
bioMérieux Thailand	THB	35.0	72.7	100.0%	0.9	0.9	0.0	672.8	1.5	0.0	01/01/2023-12/31/2023
bioMérieux Turkey	TRY	23.3	234.2	100.0%	5.0	5.0	0.0	752.2	59.6	0.0	01/01/2023-12/31/2023
bioMérieux UK	GBP	0.0	14.0	100.0%	1.2	1.2	0.0	89.1	3.0	4.0	01/01/2023-12/31/2023
bioMérieux Vietnam	VND	6.3	3.9	100.0%	0.2	0.2	0.0	0.0	1.0	0.0	01/01/2023-12/31/2023
bioMérieux Singapore	SGD	0.1	2.8	100.0%	0.1	0.1	0.0	27.4	0.4	2.5	01/01/2023-12/31/2023
BTF	AUD	4.1	47.8	100.0%	13.6	13.6	0.0	47.8	24.8	9.3	01/01/2023-12/31/2023
Specific France SAS	EUR	2.2	-2.0	100.0%	0.0	0.0	0.0	0.0	-1.2	0.0	01/01/2023-12/31/2023
Total subsidiaries					**975.7**	**869.8**					

		Share capital (Currencies in millions)	Equity other than share capital (Currencies in millions)	Share of ownership (In %)	Value of the securities held before impairment losses (In millions of euros)	Value of the securities held after impairment losses (In millions of euros)	Unrepaid loans and advances from the Company (In millions of euros)	Total revenue of the last fiscal year (Currencies in millions)	Net profit or net loss of the last fiscal year (Currencies in millions)	Dividends received by Company during the fiscal year (In millions of euros)	Notes
B – MINORITY INVESTMENTS (5%-50% OWNED BY BIOMÉRIEUX)											
GNEH	EUR	22.5	-19.6	18.9%	4.2	0.5	1.5	0.0	-14.4	0.0	01/01/2022-12/31/2022
Lumed Inc.	CAD	0.9	-3.8	16.2%	0.7	0.7	0.0	1.3	-0.1	0.0	06/01/2022-05/31/2023
Mérieux Université	EUR	5.7	-3.6	40.0%	3.2	0.8	0.0	6.4	-0.1	0.0	01/01/2023-12/31/2023
Qvella	CAD	0.7	-112.9	5.8%	7.0	0.0	0.0	0.8	-112.9	0.0	01/01/2022-12/31/2022
Aurobac Therapeutics SAS	EUR	20.0	-0.6	12.5%	2.5	2.5	0.0	0.0	-0.6	0.0	01/01/2022-12/31/2022
Total equity investments					**17.6**	**4.5**					
C – OTHER SECURITIES											
Amorçage Technologique Investissement	EUR	30.8	-13.8	2.6%	0.7	0.7	0.0	0.0	-0.4	0.0	01/01/2022-12/31/2022
Avesthagen	INR	76.1	-165.7	3.5%	1.4	0.0	0.0	0.4	344.9	0.0	04/01/2022 03/31/2023
Innovaprep	USD	5.8	-3.2	3.5%	0.4	0.0	0.0	3.4	-1.7	0.0	01/01/2022-12/31/2022
Labtech system	AUD	47.0	-47.1	3.1%	1.3	0.1	0.0	2.1	-22.5	0.0	07/01/2022-06/30/2023
Lyon Biopôle	EUR	1.0	-0.9	0.0%	0.3	0.0	0.0	1.3	0.1	0.0	01/01/2022-12/31/2022
MyCartis	EUR	2.5	-2.3	1.6%	1.2	0.0	0.0	0.0	0.0	0.0	01/01/2022-12/31/2022
Oxford Nanopore Technologies	GBP	0.1	693.5	6.9%	158.0	131.0	0.0	198.6	-91.0	0.0	01/01/2022-12/31/2022
Pertinence Invest 2	EUR	19.6	-3.6	7.8%	4.0	3.8	0.0	0.0	-1.5	0.0	01/01/2022-12/31/2022
Sino French-Cathay Innovation II	EUR	481.4	279.8	0.8%	4.9	4.9	0.0	0.0	-12.1	0.0	01/01/2022-12/31/2022
Supernova 2	EUR	44.0	-2.9	1.3%	1.0	1.0	0.0	0.0	-1.2	0.0	01/01/2022-12/31/2022
Supernova Innovation 3	EUR	0.0	0.0	2.7%	2.0	2.0	0.0	0.0	0.0	0.0	Fund established 05/02/2023
Weezion	EUR	2.0	-0.1	4.3%	2.0	2.0	0.0	0.0	-0.1	0.0	01/01/2022-12/31/2022
EMSponsors	EUR	1.5	145.5	1.4%	2.0	2.0	0.0	0.0	0.0	0.0	07/01/2022-06/30/2023
Total other securities					**179.2**	**147.5**					
GRAND TOTAL					**1,172.5**	**1,021.7**					

NOTE 4 Inventories

4.1 Accounting principles

Inventories are measured at the lower of cost and net realizable value.

Inventories of raw materials, consumables and goods for resale are measured at their purchase price plus related expenses using the FIFO method. Work-in-progress and finished products are measured at their actual production cost.

Inventories are written down where necessary, taking into account selling prices, obsolescence, residual shelf life, product condition, sale prospects and, in the case of spare parts, changes in the corresponding instruments' installed base.

4.2 Change

Inventories *In millions of euros*	12/31/2023	12/31/2022
Raw materials	53.9	50.2
Work-in-progress	33.3	31.7
Finished products and goods held for resale	185.5	141.6
TOTAL GROSS VALUE	**272.7**	**223.5**
Impairment losses	-13.5	-15.8
TOTAL NET VALUE	**259.2**	**207.6**

Inventories show an increase in gross value of €49.2 million compared to December 31, 2022, mainly due to the increase in BioFire reagent inventory for €19 million and in inventory of instruments and related spare parts for €13.7 million.

NOTE 5 Trade and operating receivables

5.1 Accounting principles

Receivables are recognized at face value. An impairment loss is recognized when there is a risk of non-recovery.

5.2 Change

Trade receivables *In millions of euros*	12/31/2023	12/31/2022
Gross trade receivables	505.8	468.8
Impairment losses[(a)]	-23.2	-15.5
NET VALUE	**482.6**	**453.3**

(a) Including a €19.5 million writedown of export trade receivables at December 31, 2023 versus €12.4 million at December 31, 2022, due to the economic situation and risks encountered, particularly in Africa and the Middle East.

The increase in trade receivables was mainly due to the increase in intragroup receivables at December 31, 2023 of €24.8 million.

Other operating receivables *In millions of euros*	12/31/2023	12/31/2022
Advances and deposits	10.8[(a)]	21.5
Prepaid expenses	15.5[(b)]	12.3
Other operating receivables	19.3[(c)]	21.2
TOTAL GROSS VALUE	**45.5**	**55.0**

(a) Including a €13.7 million advance paid in 2020 and 2021 under a license agreement signed in 2020, of which €5.9 million was used as of December 31, 2023. This advance will be applied against future royalties for the next seven years, €6.3 million of which was due in more than one year as of December 31, 2023.
(b) Prepaid expenses primarily consist of external expenses. In 2022, they also included coverage for the retirement benefits scheme amounting to €1.4 million (see Note 9.3).
(c) Including VAT receivables of €16.7 million at December 31, 2023, against €16 million at December 31, 2022.

Maturities of trade and other receivables *Net value in millions of euros*	12/31/2023	12/31/2022
Customers	**482.6**	**453.3**
• Due in less than one year	482.6	453.3
Other operating receivables	**45.5**	**55.0**
• Due in less than one year	38.6	40.2
• Due in more than one year	6.9	14.8

NOTE 6 Cash

6.1 Accounting principles

Cash and cash equivalents include available cash and short-term investments.

Changes in the cash pool are valued at the average monthly exchange rate. Cash pooling accounts are remeasured at the end of the month at the closing rate. This remeasurement is offset by an entry to financial income and expense reflecting currency hedges related to these positions.

6.2 Change

Cash *In millions of euros*	12/31/2023	12/31/2022
Cash investments	78.1	174.1
Cash pooling	219.9[(a)]	123.3
Cash and financial instruments	152.2[(b)]	234.4
TOTAL	**450.2**	**531.8**

(a) Cash pooling changes are discussed in Note 10.4.
(b) The change in cash and cash equivalents is explained in the table of changes in net debt in Note 10.1.

Cash investments break down as follows:

	12/31/2023	12/31/2022
Investment	Treasury shares	Treasury shares
Amount	€14.0m	€30.8m
Classification	Equities	Equities
ISIN Code	FR0010096479	FR0010096479
Investment	BNP PARIBAS SIGNATURE CLASSIC money market fund	BNP PARIBAS SIGNATURE CLASSIC money market fund
Net amount	€13.5m	€13.0m
Classification	Euro money-market fund	Euro money-market fund
ISIN Code	FR0011046085	FR0011046085
Investment	BNP PARIBAS SIGNATURE R money market fund	BNP PARIBAS SIGNATURE R money market fund
Amount	€20.4m	€80.3m
Classification	Euro money-market fund	Euro money-market fund
ISIN Code	FR0013245651	FR0013245651
Investment	AMUNDI EURO LIQUIDITY money market fund	AMUNDI EURO LIQUIDITY money market fund
Net amount	€0.2m	€0.0m
Classification	Euro money-market fund	Euro money-market fund
ISIN Code	FR0010251660	FR0010251660
Investment	Time-deposit account	Time-deposit account
Amount	€30.0m	€50.0m
Classification	Euro money-market fund	Euro money-market fund
ISIN Code		

Among short-term investments are 155,418 shares purchased within the framework of the establishment of a hedging program intended to ensure the cost of the various free share grant plans.

NOTE 7 Translation differences

7.1 Accounting principles

In application of regulation ANC 2015-05, income and expenses in foreign currencies are recognized at their value in euros on the transaction date based on the average monthly exchange rate. Foreign exchange gains or losses on commercial transactions that result from differences in rates between the transaction date and the settlement date are recognized on the corresponding line in the profit & loss statement (sales and purchases).

Receivables and payables in foreign currencies are converted based on their exchange rate on the closing date of the fiscal year. Any differences resulting from this valuation are recognized under unrealized translation differences. Provisions are created for unrealized translation differences (losses) and are recognized in income (sales and purchases) whenever the receivable or payable is related to a business transaction.

When, for business transactions with relatively close maturities, unrealized foreign exchange gains and losses may be considered as contributing to an overall currency position, the amount added to the provision for exchange rate risks is capped at the excess of losses over gains. This estimate of losses factors in, when applicable, the hedge rate on the derivatives covering such transactions.

Foreign exchange gains and losses concerning financial flows are recognized in financial income and expenses. Translation differences concerning cash pooling are recognized in income, as are the hedging instrument, symmetrically with the hedged item.

7.2 Translation differences – losses

In millions of euros	12/31/2023	12/31/2022
On operating items	7.1	3.7
On borrowings and financial receivables	5.4	4.2
TOTAL	**12.4**	**7.8**

7.3 Translation differences – gains

In millions of euros	12/31/2023	12/31/2022
On operating items	0.4	0.4
TOTAL	**0.4**	**0.4**

NOTE 8 Equity and free share grant plans

8.1 Accounting principles

Capital expenditure subsidies are recognized in equity. The Company elected to spread a capital improvement subsidy financing a depreciable fixed asset over several periods. The capital expenditure subsidy is reversed over the same period in step with the value of the asset acquired or created as a result of the subsidy.

8.2 Change in equity

The Company's share capital amounted to €12,029,370 at December 31, 2023 and was divided into 118,361,220 shares with a total of 190,949,489 voting rights (of which 72,588,269 shares carry double voting rights). Following a decision taken by the Annual General Meeting of March 19, 2001, the Company's articles of association no longer refer to a par value for its shares. No rights or securities with a dilutive impact on capital were outstanding at December 31, 2023.

At December 31, 2023, the Company held:

- 51,569 treasury shares under a liquidity agreement with an outside firm. In 2023, the Company purchased 731,380 and sold 733,282 treasury shares;
- 155,418 treasury shares were purchased as part of a hedging program for the various free share grant plans and employee share ownership plans. At December 31, 2023, these shares were not specifically allocated to one plan. In 2023, the Company purchased 200,000 shares and awarded 406,185.

Change in shareholders' equity *In millions of euros*	Share capital	Additional paid-in capital	Reserves & Retained Earnings	Statutory provisions	Subsidies	Total
Equity at December 31, 2022	**12.0**	**74.0**	**1,116.9**	**74.4**	**1.6**	**1,279.0**
Net income for the year			279.3			279.3
Dividends paid			-100.2			-100.2
Changes in statutory provisions				4.6		4.6
EQUITY AT DECEMBER 31, 2023	**12.0**	**74.0**	**1,296.0**	**79.0**	**1.6**	**1,462.7**

The following table presents the Company's free share grant plans:

	Date on which plans opened			
Number of shares	2020	2021	2022	2023
Initial number of options granted	126,103	175,315	272,218	287,538
Allocations canceled in respect of departures and performance criteria	19,383	19,128	27,146	40,567
Number of shares remitted in FY 2023	106,720	0	0	0
Number of shares to be remitted as of December 31, 2023	0	156,187	245,072	246,971

Between 2020 and 2023, the Board of Directors awarded restricted stock to certain employees and corporate officers, subject to their continued employment and, where applicable, performance criteria. Under these plans, the free shares have a vesting period of three years. Furthermore, the performance shares only vest on the achievement of objectives based on operating income or other specific objectives. The performance shares are no longer subject to a lock-up period if the vesting period is at least two years. The lock-up period may be waived for shares granted to non-French tax residents provided that the shares concerned are subject to a four-year vesting period.

In 2023, after taking into account all free shares that were re-invoiced, a net expense of €9.7 million was recognized in operating income, compared to a net expense of €9.3 million the previous year.

With the 155,418 treasury shares held at December 31, 2023, the Company will have to purchase 492,812 additional shares at a cost of €49.6 million, based on the share price at December 31, 2023, to cover existing plans.

8.3 Change in regulated provisions and investment grants

In millions of euros	Accelerated depreciation and amortization	Provisions for price increases	Capital expenditure subsidies	Total
December 31, 2022	**68.9**	**5.5**	**1.6**	**76.0**
Additions	14.9	1.1	0.2	16.2
Reversals	-11.1	-0.3	-0.2	-11.6
DECEMBER 31, 2023	**72.7**	**6.3**	**1.6**	**80.6**

NOTE 9 Provisions for financial contingencies and losses

9.1 Accounting principles

Contingency and loss provisions are recognized in accordance with French accounting rules applicable to liabilities (C.R.C. 2000-06).

The Company is involved in a certain number of claims and litigation arising from the normal course of its business. It believes that these claims and litigation will not have a materially adverse impact on its ability to continue as a going concern. When a risk is identified, a provision is recognized as soon as it can be reliably estimated.

9.2 Change

Provisions *In millions of euros*	Other employee benefits[a]	Guarantees given[b]	Other provisions[c]	Total
December 31, 2022	**13.1**	**0.5**	**34.9**	**48.5**
Additions	*8.6*	*0.6*	*40.2*	*49.3*
Reversals (utilizations)		*-0.5*	*-18.5*	*-19.1*
Reversals (surplus)			*-2.1*	*-2.1*
Net additions (reversals)	8.6	0.0	19.6	28.1
DECEMBER 31, 2023	**21.7**	**0.6**	**54.3**	**76.6**

(a) Provisions for other employee benefits comprise retirement benefits and long-service awards and bonuses.
(b) Estimate of the costs of warranties on instruments sold that may be incurred over the remaining warranty period.
(c) Including, at December 31, 2023:
- *provision for free share grant of €29.4 million (addition of €19.2 million and reversal of €9.2 million in 2023);*
- *provision for foreign exchange losses of €12.4 million (addition of €12.4 million and reversal of €7.8 million in 2023);*
- *provision for financial risk for the bioMérieux Nigeria and bioMérieux Egypt subsidiaries for €2 million and €1.3 million, respectively (addition of €2.6 million in 2023);*
- *provision for commercial claims and litigation of €0.2 million (reversal of €1.7 million in 2023 during the year);*
- *and other provisions for financial contingencies and losses of €8.9 million (addition of €5.9 million and reversal of €1.9 million in 2023).*

9.3 Provisions for pensions and other post-employment benefits

9.3.1 Accounting principles

The Company applies Recommendation 2013-02 of November 7, 2013 of the French accounting standards authority (*Autorité des Normes Comptables* – ANC) and has adopted the principles of IAS 19 as amended in June 2011 for its statutory financial statements, with the exception of the option to recognize actuarial gains and losses in equity.

9.3.2 Change

Obligations in respect of pensions and other post-employment benefits are calculated using actuarial methods based on the following assumptions:

	Retirement benefits		Long-service awards	
	12/31/2023	12/31/2022	12/31/2023	12/31/2022
Salary increase rate	3.00%	2.70%	3.00%	2.70%
Discount rate	3.20%	3.90%	3.10%	3.85%
Employee mobility rate[a]	0 to 7%	0 to 5%	0 to 7%	0 to 5%
Average duration	13.5	12.3	9.2	8.7

(a) Depending on the age and status of the employee (managerial/non-managerial).

The actuarial valuation of employee benefit obligations is as follows:

	Retirement benefits		Long-service awards	
	12/31/2023	12/31/2022	12/31/2023	12/31/2022
Present value of obligation	39.4	33.1	15.2	13.1
Fair value of hedging assets	33.0	34.5		
NET SITUATION	**6.4**	**-1.4**	**15.2**	**13.1**

The Company's obligations relating to retirement benefits are prefinanced by means of an insurance contract. In 2023, the hedge fund repaid €2 million in retirement benefits. The retirement benefits scheme, which was over-covered by €1.4 million at December 31, 2022 (excess coverage recognized in prepaid expenses, see Note 5.2), constitutes a liability of €6.4 million at December 31, 2023.

NOTE 10 Net debt

10.1 Statement of changes in net debt

The statement of changes in net debt includes all changes in borrowings and financial debt, regardless of maturity, net of cash and short-term bank borrowings.

It lists separately:

- cash flows from operating activities;
- cash flows from investment activities;
- cash flow relating to shareholders' equity.

Cash flow from operating activities for the fiscal year corresponds to the aggregate of net income, depreciation and amortization, net additions to provisions (impairment and contingencies and losses), less capital gains or losses on disposals of fixed assets.

Net debt corresponds to the Company's financial situation with regard to financing third parties outside of operating payables. This aggregate is determined by the sum of bond and banking debt (short-, medium- and long-term) and current accounts in credit, less cash, investment securities and current accounts in debit.

In millions of euros	12/31/2023	12/31/2022
Net income	279.3	87.0
Depreciation, amortization and provisions, net	125.2[a]	27.8[b]
Gains and losses on Corporate actions	16.0	-0.3
Capital expenditure subsidies	-0.2	-0.2
Cash flow from operating activities	**420.3**	**114.3**
Change in inventories	-49.2[c]	-23.1
Change in trade receivables	-38.8[d]	21.0
Change in trade payables and other operating working capital	11.3[e]	36.0
Change in operating working capital requirement	**-76.7**	**33.9**
Change in receivables, net of tax	-10.3[f]	-26.4
Change in other non-operating working capital requirements		-0.1
Total change in working capital requirement	**-87.0**	**7.4**
Net cash from operating activities	**333.4**	**121.6**
Capital expenditures	-82.4[g]	-71.8
Income from sales of fixed assets	6.8[h]	2.4
Change in net trade payables on fixed assets	-1.4	3.3
Acquisition of equity investments, subscr. to capital increases net of reductions	-0.3	-159.5[i]
Net change in advances and loans to subsidiaries	1.8	-2.5
Net change in other non-current financial assets	-158.8[j]	-10.3[k]
Net cash flows from (used in) investment activities	**-234.2**	**-238.3**
Dividends paid	-100.2	-101.2
Capital transactions		10.5[l]
Capital expenditure subsidy	0.2	0.1
Net cash used in shareholders' equity	**-100.0**	**-90.6**
Change in net debt (excluding exchange rate impact)	**-0.9**	**-207.3**
Breakdown of change in net debt		
Net debt at beginning of year	363.8	159.1
Impact of changes in exchange rates on net debt	2.0	-2.5
Impact of impairments of cash and cash equivalents	1.5	
Change in net debt:	**0.9**	**207.3**
• Committed debt	-19.9	5.3
• Cash and bank overdrafts	20.8	201.9
NET DEBT AT END OF YEAR	**368.3**	**363.8**

(a) Including depreciation, amortization and impairment of property, plant and equipment and intangible assets of €52.6 million, additions for risk on securities of €29.3 million, net additions to provisions for contingencies and losses of €25.6 million, impairments of receivables of €15.4 million, net additions to regulated provisions of €4.6 million and net reversals for depreciation of inventories of -€2.3 million.

(b) Including depreciation, amortization and impairment of property, plant and equipment and intangible assets for €52.8 million, impairment of equity investments for €6.9 million, net additions to regulated provisions for €4 million and net reversals of provisions for liabilities and expenses for -€34.4 million.

(c) Inventory changes are described in Note 4.2.

(d) Including Group customers +€26.8 million, export customers +€6.7 million and domestic customers +€5.3 million.

(e) Including tax and social-security debts or receivables +€11.5 million, net trade payables +€2.9 million, creditors +€1.4 million, prepaid expenses -€3.2 million and other operating receivables and payables -€1.3 million.

(f) Including the 2023 research tax credit provision of -€16 million, offset by the repayment of the 2018 RTC of +€4.5 million.

(g) Including property, plant and equipment for -€68.1 million (see Note 3.2) and intangible assets for -€14.3 million (see Note 3.1).

(h) Including the liquidation bonus for Quercus Scientific shares of €3.7 million.

(i) Including a bioMérieux Inc. capital increase related to the acquisition of Specific Diagnostics of -€127.4 million, payment of the capital increase of bioMérieux Suzhou Biotech subscribed in 2021 of -€28.9 million (including -€1.5 million corresponding to the currency effect), acquisition of a stake in Aurobac Therapeutics SAS of -€2.5 million and equity investment in the bioMérieux Nigeria subsidiary for an amount paid up at December 31, 2022 of -€0.7 million.

(j) Including the equity investment in Oxford Nanopore Technologies of -€158 million and payments made to investment funds of -€0.8 million. The company subscribed to the Supernova Innovation 3 fund for €2 million, of which €0.1 million were paid up at December 31, 2023.

(k) Including net buyback of treasury shares under the liquidity contract of -€3.1 million, equity investment in Weezion of -€2 million, and EMSponsors of -€2 million, payment of Qvella convertible bonds of -€1.7 million, and payments made into funds of -€1.4 million (FCPI Sino French Innovation 2 for -€0.7 million and FCPI Pertinence Invest 2 for -€0.6 million).

(l) Issuance of 1,288,901 new shares as part of the acquisition of Specific Diagnostics, with a share premium of +€127.2 with no ultimate impact on indebtedness due to the increase in bioMérieux Inc. shares in consideration (see Note (i) above). Subsequent capital reduction by canceling treasury shares, i.e. -€116.7 million charged to the share premium. That is, an impact of €10.5 million on capital and share premium in 2022.

10.2 Debt refinancing

At December 31, 2023, bioMérieux SA had an undrawn syndicated credit facility of €600 million. This syndicated credit facility replaced the previous one in March 2023, and has a maturity date of March 2028 (five years). Following the exercise of an extension option in February 2024, its maturity was extended to March 2029. On February 12, 2024, bioMérieux amended this syndicated credit facility agreement to include a margin adjustment mechanism based on the achievement of four Environmental, Social and Governance indicators.

This syndicated credit facility has not been drawn on at December 31, 2023.

In 2020, bioMérieux issued a €200 million Euro PP bond with a top-tier European institutional investor. This private placement comprises two tranches: one seven-year €145 million tranche and one 10-year €55 million tranche, bearing a total annual coupon of 1.61%.

This syndicated credit facility and the Euro PP bond are subject to the following covenant: bioMérieux Group net debt may not exceed 3.5 times operating income before non-recurring items (EBITDA) before depreciation/amortization and acquisition-related costs. The Company complied with this covenant at December 31, 2023.

bioMérieux SA also had €10 million in negotiable debt securities at December 31, 2023, versus €30 million at December 31, 2022.

10.3 Change

Exposure of borrowings *In millions of euros*	**12/31/2023**	**12/31/2022**
Bond issues	201.6	201.6
Bank overdrafts and financial instruments	19.0	2.8
Cash pooling	582.9	656.5
Other borrowings	14.8[(a)]	34.7
TOTAL BORROWINGS	**818.4**	**895.7**

(a) Including negotiable debt securities of €10 million at December 31, 2023, versus €30 million at December 31, 2022.

10.4 Debt schedule

Maturities of borrowings *In millions of euros*	**12/31/2023**	**12/31/2022**
Due beyond 5 years	55.0	55.0
Due in 1 to 5 years	149.8[(a)]	149.7
Total due beyond 1 year	**204.8**	**204.7**
In less than one year	613.6[(b)]	690.9
Total borrowings	**818.4**	**895.7**
Cash investments	-78.1	-174.1
Cash and financial instruments	-372.0[(c)]	-357.7
NET DEBT	**368.3**	**363.8**

(a) Including a bond issue of €145 million, as at December 31, 2022.
(b) Including borrower cash pooling of €582.9 million, versus €656.5 million at December 31, 2022 (which included a debt owed to BioFire Diagnostics of €508.0 million, versus €586.4 million at December 31, 2022).
(c) Including lender cash pooling of €221.4 million, versus €123.3 million at December 31, 2022 (which included a receivable from bioMérieux Inc. of €176.9 million compared to €76.7 million at December 31, 2022).

NOTE 11 Trade and other operating payables

Composition of trade and other operating payables *In millions of euros*	**12/31/2023**	**12/31/2022**
Trade payables	**253.1**	**256.0**
Tax and social-security debts	199.5	187.4
Deferred income	4.3[(a)]	5.9
Other payables	13.8	12.6
OTHER OPERATING PAYABLES	**217.7**	**205.9**

(a) Including a rental and maintenance agreement for €4 million and the sale of reagents and instruments for €0.3 million.

Due dates of trade and other operating payables *In millions of euros*	12/31/2023	12/31/2022
Trade payables	**253.1**	**256.0**
• Due within one year	253.1	256.0
Other operating payables	**217.7**	**205.9**
• Due within one year	217.5	204.7
• Due beyond one year	0.2	1.2

NOTE 12 Accrued expenses and income

Accrued expenses and income *In millions of euros*	12/31/2023	12/31/2022
Miscellaneous borrowings and financial debt	1.7	1.8
Trade payables	43.7	66.9
Tax and social-security debts	182.9	171.6
Other operating payables	11.4	9.7
Other non-operating payables	12.2	10.8
TOTAL ACCRUED EXPENSES	**251.8**	**260.7**
TOTAL ACCRUED INCOME	**24.2[a]**	**19.7**

(a) Including unbilled customer payables (€17.9 million versus €12.5 million at December 31, 2022) and accrued interest on loans to subsidiaries (€3 million at December 31, 2022 versus €2.7 million at December 31, 2022).

NOTE 13 Sales

13.1 Accounting principles

Revenue from product sales (reagents and instruments) and related services (after-sales, training, delivery, etc.) are presented in "Sales" on the profit & loss statement.

Revenue arising from the sale of products is recognized when all of the following criteria have been satisfied:

- the significant risks and rewards of ownership have been transferred to the buyer;
- the Company no longer has a continuing involvement in the effective control over the goods sold;
- the revenue and the costs incurred or to be incurred in relation to the transaction can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company.

These criteria are satisfied when reagents are delivered and when sold instruments are installed.

In the case of services (training, after-sales service, etc), revenue is recognized only after the services have been rendered. Revenue from instrument maintenance contracts is deferred and recognized on the basis of the elapsed portion of the service contract.

Sales are measured at the fair value of the consideration received or receivable, net of any discounts and rebates granted to customers. Sales taxes and value-added taxes are not included in sales.

13.2 Change

Breakdown of sales *In millions of euros*	France	Export	Total 12/31/2023	Total 12/31/2022
Sales of goods for resale	13.3	152.8	166.1	149.2
Sold production (goods)	180.7	847.2	1,027.9	993.1
Sold production (services)	28.3	324.6	352.9	321.4
TOTAL	**222.3**	**1,324.6**	**1,546.8**	**1,463.6**

Revenue by geographic area *In millions of euros*	12/31/2023	12/31/2022
France & Overseas France	225.4	219.4
Europe, Africa, Middle East	710.8	631.5
South America	50.5	48.1
North America	131.5	164.7
Asia Pacific	147.1	154.8
Other related activities not broken down	281.6	245.1
TOTAL	**1,546.8**	**1,463.6**

NOTE 14 Research & Development expenses

Research & Development expenses are recognized as expenses in the fiscal year in which they are incurred.

Research & Development expenses in fiscal year 2023 amounted to €151.2 million, compared to €143.9 million the previous year.

NOTE 15 Personnel costs and employee benefits

15.1 Change

Personnel costs *In millions of euros*	12/31/2023 12 months	12/31/2022 12 months
Wages and salaries	256.3	239.7
Discretionary profit-sharing	26.8	28.5
Payroll taxes and other personnel costs	124.7	115.3
TOTAL	**407.9**	**383.5**

Pursuant to the statutory formula, the taxable net income for the 2023 fiscal year did not yield any amount in employee profit sharing.

Compensation allocated to members of administrative, management and supervisory bodies and senior management bodies (Company directors and members of the Executive Committee who are employees of the Company) in respect of their duties in 2023 consisted of directors' fees of €0.4 million and fixed and variable compensation of €10.5 million.

15.2 Headcount

Breakdown of headcount *In FTE*	12/31/2023 12 months	12/31/2022 12 months
Average headcount	**4,048**	**3,913**
• Managers	2,284	2,171
• Technicians and supervisors	1,235	1,209
• Employees and workers	529	533
HEADCOUNT AT YEAR-END	**4,120**	**3,982**

NOTE 16 Net financial expenses

16.1 Accounting principles

Dividends received are recognized net of withholding taxes applicable in the country of origin.

16.2 Change

In millions of euros	12/31/2023	12/31/2022
Net finance costs	-10.4[(a)]	-6.1
Impairment of investments	-40.2[(b)]	-6.1
Provisions for financial contingencies and losses	-2.6	-0.7
Depreciation on cash pooling and loan	-2.7	0.0
Revenue from securities	333.6[(c)]	34.1
Foreign exchange gains and losses	5.0	6.3
TOTAL	**282.7**	**27.4**

(a) Including a net financial expense of €16 million in interest on cash pooling (versus €6.1 million in 2022), and interest income of €6 million (versus €1.4 million in 2022).
(b) Including a net addition of €31 million for other fixed assets in 2023 (versus €0.2 million in 2022), and €7.3 million for equity investments in 2023 (versus €5.9 million in 2022).
(c) Including bioMérieux Inc. dividend payments of €285.1 million in 2023 (no payment in 2022). Dividends received from subsidiaries are described in the list of subsidiaries and minority interests in Note 3.3.

16.3 Foreign exchange gains and losses

Foreign exchange gains and losses result from differences between the transaction exchange rate and the settlement rate (or the year-end rate if the payment has not yet been made). These differences only partially reflect the impact of currency fluctuations.

Foreign exchange gains and losses on commercial transactions are recognized under the relevant headings in the profit & loss statement. The table below shows their profit & loss statement impact:

In millions of euros	12/31/2023	12/31/2022
Operation	-2.7	-18.0
Financial items	5.0	6.3
TOTAL	**2.2**	**-11.8**

NOTE 17 Non-recurring income

Non-recurring income *In millions of euros*	Income	Expenses	Net 12/31/2023	Net 12/31/2022
Exits and disposals of fixed assets	23.0	22.8	0.2	0.3
Statutory provisions	11.4	16.0	-4.6	-4.0
Other non-recurring income and expenses	12.1	13.5	-1.4	3.8
TOTAL	**46.5**	**52.3**	**-5.8**	**0.1**

In 2023, other non-recurring income includes the reversal of the provision for free shares of €8.3 million and other non-recurring expenses for the loss on withdrawal of treasury shares of €9.3 million.

Other non-recurring income also includes income from the sale of treasury shares generated by the MySHARE employee shareholding plan of €2.9 million.

NOTE 18 Corporate income tax

18.1 Change

Corporate income tax in 2023 showed net income of €15.1 million, versus a net income of €19 million the previous year.

In fiscal year 2023, the Company recognized various tax credits totaling €16 million, including a research tax credit of an estimated €16 million for 2023 and an adjustment on the 2019 research tax credit of -€1.4 million. These various tax credits represented the majority of non-operating receivables at December 31, 2023.

18.2 Breakdown of Corporate income tax

In millions of euros	Before tax	Tax	12/31/2023 After tax	12/31/2022
Recurring income	270.1	15.3	285.4	89.0
Non-recurring income	-5.8	0.4	-5.4	0.1
Employee profit-sharing		0.5	0.5	-1.5
Adjustments to prior years		-1.2	-1.2	-0.6
NET INCOME FOR THE YEAR	**264.3**	**15.1**	**279.3**	**87.0**

18.3 Net income for the year excluding provisions recognized for tax purposes

In millions of euros	12/31/2023	12/31/2022
Net income for the year	279.3	87.0
Income tax	15.1	19.0
Net income before tax	**264.3**	**67.9**
Accelerated depreciation, amortization and tax-regulated provisions	-4.6	-4.0
Total provisions recognized for tax purposes	**-4.6**	**-4.0**
Net income before tax and excluding provisions recognized for tax purposes	**268.9**	**71.9**
Income tax	15.1	19.0
Tax on provisions recognized for tax purposes	1.2	1.0
Net tax benefit (expense)	**13.9**	**18.0**
NET INCOME FOR THE FISCAL YEAR EXCLUDING PROVISIONS RECOGNIZED FOR TAX PURPOSES	**282.7**	**89.9**

18.4 Change in deferred taxes

In millions of euros	12/31/2023 Rate 25.83%	12/31/2022 Rate 25.83%
Accelerated depreciation, amortization and tax-regulated provisions	20.4	19.2
Depreciation of artwork	0.3	0.3
Total deferred tax liabilities	**20.7**	**19.6**
Non-deductible provisions and expenses	-10.1	-8.6
Unrealized translation differences (gains)	-0.1	-0.1
Total deferred tax assets	**-10.2**	**-8.7**
Tax credits carried forward[(a)]	-8.7	-14.8
TOTAL FUTURE TAX BENEFIT (-) OR EXPENSE (+)	**1.8**	**-3.9**

(a) According to the French Tax Code (Code général des impôts), charitable contributions made to non-profit organizations and eligible for a philanthropy tax credit in 2020 were capped at 0.5% of annual sales for the fiscal year. Excess amounts are partially carried forward over the following five years and will be eligible for tax credits after philanthropy expenses for the year have been deducted within the threshold limit. At December 31, 2023, tax credits carried forward were increased by the 2022 and 2023 tax reductions on charitable donations not charged and carried forward for tax purposes for the following five years.

NOTE 19 Hedging instruments

19.1 Accounting principles

The Company only uses financial instruments for hedging purposes, in order to limit risks stemming from changes in exchange rates and interest rates, whether related to assets and liabilities at the end of the period or to future transactions.

19.2 Exchange rate risk

In view of the significant proportion of bioMérieux SA's operations conducted outside the euro zone, its sales, earnings and assets and liabilities may be impacted by changes in exchange rates between the euro and other currencies. Sales are particularly affected by euro/US dollar exchange rate variations and, more occasionally, by fluctuations in the rate of the euro against other currencies.

bioMérieux SA's current policy is to seek to hedge the impact of exchange rate fluctuations on budgeted net income. It uses hedging instruments, when they are available at a reasonable cost, in order to mitigate risks relating to currency fluctuations. Hedging contracts are purchased to cover transactions included in the budget and not for speculative purposes.

Hedges consist mainly of forward currency sales and purchases (maturing within 18 months at December 31, 2023).

Hedging instruments used are backed against trade and financial receivables and payables.

Unrealized foreign exchange gains and losses on hedging instruments, related to the basis of trading prices at December 31, 2023 are recognized in the balance sheet whenever they are in a hedging relationship with receivables or payables.

Hedges in effect at December 31, 2023 were as follows:

- forward sales of €82.9 million to hedge trade receivables;
- forward sales of €105.8 million to hedge financial receivables;
- forward purchases of €402.3 million to hedge borrowings.

Currency hedges, initially allocated to receivables or borrowings, were disqualified at December 31, 2023. The net amount of these hedges is €19.4 million.

Furthermore, currency hedges were set up to cover the budget positions of the 2024 fiscal year. The net amount of these hedges is €301.3 million.

The market value at December 31, 2023 of all the budget hedges represented an unrealized loss of €0.3 million.

At December 31, 2023, the Company had no hedges covering the earnings of foreign subsidiaries.

The December 31, 2023 market value of financial hedges represented an unrealized loss of €2.5 million.

The table below shows the currencies in which sales were generated:

	12/31/2023		12/31/2022	
In millions of euros	12 months	%	12 months	%
Eurozone	**988.9**	**64%**	**916.6**	**63%**
Other				
US dollar	138.8	9%	152.1	10%
Singapore Dollar	140.7	9%	142.5	10%
Pound sterling	71.1	5%	57.6	4%
Czech koruna	44.1	3%	33.1	2%
Swiss franc	35.3	2%	29.1	2%
Swedish krona	24.9	2%	24.7	2%
Russian ruble	7.7	0%	17.0	1%
Turkish lira	21.3	1%	15.8	1%
South African rand	14.4	1%	13.0	1%
Mexican peso	14.0	1%	10.7	1%
Other currencies	45.5	3%	51.5	4%
TOTAL	**1,546.8**	**100%**	**1,463.6**	**100%**

19.3 Interest rate risk

19.3.1 Exposure to interest rate risks

A fixed-rate Euro PP bond was issued in June 2020. This bond comprises one seven-year €145 million tranche bearing an annual coupon of 1.50%, and one 10-year €55 million tranche, bearing an annual coupon of 1.902%.

The €45 million property leasing agreement set up in 2015 to finance Campus de l'Etoile is indexed to a variable rate. At December 31, 2023, there was no mechanism set up to back this financing.

19.3.2 Hedging instruments

At December 31, 2023, bioMérieux SA had no interest rate hedges.

NOTE 20 Off-balance sheet commitments

20.1 Financial commitments

20.1.1 Commitments given

In millions of euros	12/31/2023	12/31/2022
Endorsements and guarantees	158.0[(a)]	137.8
Leasing agreement and rent commitments	22.8	25.3
TOTAL	**180.8**	**163.1**

(a) Including related parties in the amount of €157.1 million.

In 2018, bioMérieux SA stood surety for a loan taken by bioMérieux Shanghai as part of the financing of the acquisition of the majority of the share capital of Suzhou Hybiome Biomedical Engineering Co. Ltd. This commitment amounted to €76.4 million at December 31, 2023, against €61.1 million at December 31, 2022.

The Company is also committed to various philanthropical activities for a total amount of €1.4 million and to an amount of €2 million to the Mérieux Foundation.

Leasing agreement *In millions of euros*		Royalties		Depreciation and amortization expense	
	Gross	fiscal year	cumulative	fiscal year	cumulative
Land	2.3	0.2	1.4		
Buildings	42.1	3.7	26.6	2.4	17.8
TOTAL	**44.4**	**3.9**	**28.0**	**2.4**	**17.8**

Leasing agreement *In millions of euros*	Outstanding royalties				
	Less than 1 year	1 to 5 years	More than 5 years	Total	Residual value
Land	0.2	0.7		0.9	
Buildings	3.7	13.7		17.4	
TOTAL	**3.9**	**14.4**		**18.3**	

20.1.2 Commitments received

In millions of euros	12/31/2023	12/31/2022
Credit facilities with a banking syndicate	600.0	500.0
TOTAL	**600.0**	**500.0**

20.2 Research & development commitments

At December 31, 2023, commitments given in respect of various research agreements amounted to €1.3 million.

20.3 Commitments related to other securities

bioMérieux SA has committed with Amorçage Technologique Investissement (ATI) to respond to new calls for funds up to an amount of €0.1 million.

NOTE 21 Related parties

21.1 Affiliated companies: balance sheet items

In millions of euros	12/31/2023	12/31/2022
TOTAL NON-CURRENT FINANCIAL ASSETS	**1,003.1**	**1,025.9**
Operating receivables	361.0	342.5
TOTAL RECEIVABLES	**361.0**	**342.5**
TOTAL CASH[(a)]	**219.9**	**123.3**
Operating payables	164.2	162.2
Non-operating payables	0.1	
Borrowings[(b)]	582.9	656.5
TOTAL PAYABLES	**747.2**	**818.8**

(a) Advances to subsidiaries for cash pooling.
(b) Advances from subsidiaries for cash pooling.

21.2 Affiliated companies: financial income and expenses

In millions of euros	12/31/2023	12/31/2022
Net impairments of equity investments	-2.3	-5.9
Revenue from equity investments	332.6[(a)]	34.1
Other financial income and expenses	-14.0[(b)]	-9.3
TOTAL	**316.4**	**18.9**

(a) Including bioMérieux Inc. dividend payments of €285.1 million (see Note 16.2).
(b) Other financial income and expenses take into account:
- *net interest paid on loans and the cash pool for -€16 million;*
- *additions net of unrealized losses on intra-group loans for -€1.2 million;*
- *net additions to provisions for financial risks on securities and other impairment of financial receivables from subsidiaries for -€5.2 million;*
- *currency exchange losses, net of hedging, realized on cash pooling and other intragroup financial transactions for +€8.5 million.*

21.3 Related party transactions

Institut Mérieux, which held 58.9% of bioMérieux SA at December 31, 2023, provided €13.2 million in services and research for bioMérieux SA over the fiscal year, rebilled to bioMérieux Inc. for €4.3 million, and to BioFire for €5.2 million. bioMérieux SA rebilled €0.4 million to Institut Mérieux for expenses paid on its behalf.

The Company rebilled €3.8 million, mainly for services and reagent sales, to entities of the Mérieux NutriSciences Corporation Group, in which Institut Mérieux holds a majority interest. Conversely, companies within the Mérieux NutriSciences Corporation group rebilled bioMérieux SA for €0.2 million for raw material purchases, services and fees.

Théra Conseil, which became Eckno in March 2023 and 35% owned by Institut Mérieux, billed bioMérieux SA for €2.4 million for services in 2023.

bioMérieux SA paid €5.8 million to Mérieux Université (in which bioMérieux SA and Institut Mérieux each hold a 40% interest, and Mérieux NutriSciences Corporation holds a 20% interest) in respect of training fees, and rebilled €2.7 million in other services.

bioMérieux SA contributed €2.4 million to the Mérieux Foundation for humanitarian projects. The company has also made personnel available, this philanthropy of skills amounting to €0.7 million. At the same time, bioMérieux SA rebilled the Mérieux Foundation for services for €0.1 million. The Mérieux Foundation rebilled €0.1 million for studies and research.

bioMérieux SA rebilled €0.4 million to Mérieux Equity Partners for expenses paid on its behalf.

bioMérieux SA rebilled other companies of the ABL group, almost fully owned indirectly by Institut Mérieux, for instruments and reagents amounting to €0.1 million. Furthermore, a $1.3 million advance on an order was paid in 2023. It was fully depreciated at December 31, 2023.

The companies of the Pierre Fabre Group were billed €0.4 million for services and reagent sales.

Bioaster billed bioMérieux SA €0.1 million for research expenses.

bioMérieux SA rebilled royalties for patent maintenance costs to Geneuro for €0.1 million.

Saint Gobain billed bioMérieux SA €0.1 million for raw materials and supplies.

Solvay repaid bioMérieux SA €0.1 million for raw materials and supplies.

Banyan repaid bioMérieux SA €0.1 million for raw materials.

bioMérieux SA rebilled GNEH for cash pooling interest of €0.1 million.

Lastly, Biofortis billed bioMérieux SA €0.1 million for services and fees. bioMérieux SA, in turn, rebilled Bioaster €0.2 million for reagents.

6.2.3 Analysis of the results and other financial information

6.2.3.1 Sales and financial position

Sales

During the fiscal year ended December 31, 2023, the Company's net sales amounted to €1,546.8 million, as compared to €1,463.6 million for the previous year, representing a year-on-year increase of 5.7%.

The growth in sales was a result of growth in sales at subsidiaries of €33 million (or 4.1% mainly due to the BioFire lines), export sales of €10 million (or 5.3%) and domestic sales of €6 million (or 2.7%). Rebilling of subsidiaries for services increased by €40 million, mainly due to management and IT services.

Gross operating income (EBITDA)

Gross operating income was €90.6 million, or 5.9% of sales. It shows a decrease of €9.8 million, or 9.7%, compared to the previous fiscal year, due to the increase in personnel costs of €24.4 million, which was greater than the increase in added value generated by sales of €12.6 million.

Operating income

After depreciation, amortization and provisions, operating income decreased by €55.1 million, from €42.5 million in 2022 to a loss of €12.6 million at December 31, 2023.

The change in operating income is explained by the decline in gross operating income of €9.8 million, combined with the increase in depreciation, amortization and provisions of €54.4 million, mainly due to the provision for retirement benefits and long-service awards generating income in 2022 of €18.8 million following the increase in the discount rate.

Net financial income

In 2023, net financial income was €282.7 million, versus €27.3 million the previous year.

This change was largely due to a €299.5 million increase in income from equity investments, €285.1 million of which came from bioMérieux Inc.

Recurring income

Net income before non-recurring items and tax totaled €270.1 million, versus €69.8 million one year earlier.

Non-recurring income

Non-recurring income at December 31, 2023 shows a loss of €5.8 million. It was zero at December 31, 2022.

Employee profit-sharing

Profit sharing to be paid to employees had been recognized for €2 million at December 31, 2022 for 2019 following an amended 2019 tax profit report.

No profit sharing was generated during the 2023 fiscal year.

Income tax and tax credits

Income tax amounted to net income of €15.1 million, versus €19 million at December 31, 2022.

In fiscal year 2023, the Company recognized various tax credits totaling €16 million (mainly research tax credits). Corporate income tax expense amounted to €0.9 million, versus €2 million at December 31, 2022.

Net income

Net income amounted to €279.3 million, versus €87 million the previous fiscal year, or an increase of €192.3 million. It represented 18.1% of sales, as compared to 5.9% at December 31, 2022.

Capital expenditures

Capital expenditure in intangible assets amounted to €14.3 million and primarily involved acquisition-related costs of software and the development of IT solutions.

Capital expenditure for property, plant and equipment of €68.1 million mainly involved instruments placed with customers or for internal use, amounting to €12.5 million, investment related to the transfer of the tubes and bottles activity from Craponne to Combourg for €6.3, ongoing construction at La Balme of an industrial building for plastic injection for €4.6 million and a research and development building for €4.5 million. The Company also acquired land in Grenoble adjacent to the current site for €2.8 million.

Non-current financial assets (acquisitions – disposals) increased by €137 million in gross value, mainly due to the acquisition of shares in Oxford Nanopore Technologies for €158 million and investment in the Supernova Innovation 3 investment fund for €2 million. Furthermore, the subsidiary Quercus Scientific NV was liquidated. The shares represented a value of €19.9 million.

6.2.3.2 Appropriation of net income and non-deductible expenses

Shareholders will be invited to appropriate distributable net income for the year ended December 31, 2023, totaling €408,803,807.80 and consisting of €279,345,021.89 in net income and €129,458,785.91 in retained earnings, as follows:

- €10,000,000 to be transferred to the General Reserve account, increasing the balance from €885,000,000.28 to €895,000,000.28;
- a sum of €0 will be wired to the Special Philanthropic Reserve account which will remain at €1,020,052.58;
- €100,607,037.00 to be distributed as dividends, representing a dividend of €0.85 for each of the 118,361,220 shares comprising the share capital; to be paid on June 11, 2024;
- the balance of €298,196,770.80 is to be paid to "Retained earnings."

In accordance with Article L. 225-210 of the French Commercial Code (Code de commerce), the Company will not receive any dividends on treasury shares held at the ex-dividend date. The corresponding dividend amount will be allocated to "Retained earnings."

Under current French tax legislation, the dividends distributed to individuals domiciled in France for tax purposes are taxed in two phases:

- upon payment, the gross amount is subject to a non-discharging levy (French acronym PFNL) of 12.8% for income tax (Article 117 *quater* of the French Tax Code [*Code général des impôts*]) and social security withholdings of 17.2%. Low-income taxpayers may request exemption from the PFNL;
- the following year, they are subject:
  - to tax at the flat rate of 12.8% (single flat-rate levy),
  - or, on option, to the progressive income tax schedule. In that case, an abatement of 40% applies (Article 158, 3 2° of the French Tax Code).

The PFNL of 12.8%, deducted during the payment year, is deducted in this case from income tax. The excess, if any, is refunded.

The dividends paid for each of the past three fiscal years are presented in Section 7.6.

Non-tax-deductible expenses

The financial statements of the previous fiscal year include non-tax-deductible expenses as provided for in Articles 223 *quater* and 223 *quinquies* of the French Tax Code (*Code général des impôts*), amounting to €753,790. These represent the non-deductible portion of rental payments and depreciation charges for vehicles leased and purchased by bioMérieux SA. Income tax at the base rate paid in this respect amounted to €188,447.50.

6.2.3.3 Five-year financial summary (Article R. 225-102 of the French Commercial Code)

	Fiscal year ended 12/31/2023	Fiscal year ended 12/31/2022	Fiscal year ended 12/31/2021	Fiscal year ended 12/31/2020	Fiscal year ended 12/31/2019
I. SHARE CAPITAL AT YEAR-END					
Share capital *(in euros)*	12,029,370	12,029,370	12,029,370	12,029,370	12,029,370
Number of existing ordinary shares	118,361,220	118,361,220	118,361,220	118,361,220	118,361,220
Number of preferred shares (without voting rights) outstanding	0	0	0	0	0
Maximum number of potential shares to be issued	0	0	0	0	0
By conversion of bonds	0	0	0	0	0
By exercise of subscription rights	0	0	0	0	0
II. TRANSACTIONS AND NET INCOME FOR THE FISCAL YEAR *(in euros)*					
Pre-tax sales	1,546,836,131	1,463,637,568	1,456,769,994	1,301,088,081	1,258,157,229
Income before tax, employee profit-sharing, depreciation, amortization and provisions	389,497,738	97,769,544	290,693,609	112,241,543	164,775,272
Income tax[(a)]	-15,053,148	-19,034,981	13,129,696	-18,444,155	1,139,111
Employee profit-sharing for the year	0	2,013,060	2,031,081	0	0
Income after tax, employee profit-sharing, depreciation, amortization and provisions	279,345,022	86,966,342	205,625,092	23,812,951	119,592,999
Dividends paid [(b)]	100,607,037	100,607,037	100,607,037	73,383,956	22,488,632
Special dividend paid from the general reserve	0	0	0	0	0
III. EARNINGS PER SHARE *(in euros)*					
Income after tax and employee profit-sharing, but before depreciation, amortization and provisions	3.42	0.97	2.33	1.10	1.38
Income after tax, employee profit-sharing, depreciation, amortization and provisions	2.36	0.73	1.73	0.20	1.01
Dividend per share	0.85	0.85	0.85	0.62	0.19
IV. EMPLOYEE DATA					
Average headcount during the fiscal year[(c)]	4,048	3,913	3,798	3,697	3,674
Total annual payroll *(in euros)*	283,171,106	268,158,102	245,899,960	228,271,773	215,921,602
Total employee benefits paid during the year (social security, charities) *(in euros)*	124,700,151	115,313,012	111,759,753	99,680,527	93,736,765

(a) The negative amounts signify tax income.
(b) Subject to the non-payment of dividends on treasury shares held on the ex-dividend date.
(c) Excluding interns and international work experience volunteers (VIE), data changed from that previously published in order to homogenize the headcount.

6.2.3.4 Information on payment periods

Trade payables at December 31, 2023 by due date

In accordance with Article D. 441-4 of the French Commercial Code (Code de commerce), invoices received and not paid at December 31, 2023 that are in arrears break down as follows:

SUPPLIER INVOICES (NON-GROUP)

	Invoices received that have not been settled on the closing date and are in arrears					
	0 days *(as a reference)*	1 to 30 days	31 to 60 days	61 to 90 days	91 days or more	Total (1 day or more)
(A) LATE PAYMENT RANGES						
Number of invoices concerned	69	25	34	11	66	136
Total amount of invoices concerned (inclusive of tax)	508,899	78,895	323,515	59,140	409,715	871,264
Percentage of total purchases for the fiscal year	0.08%	0.01%	0.05%	0.01%	0.07%	0.14%
(B) INVOICES EXCLUDED FROM (A) RELATING TO DISPUTED DEBTS OR UNRECOGNIZED DEBTS						
Number of invoices excluded			52			
Total amount of invoices excluded (inclusive of tax)			2,825,971			
(C) REFERENCE PAYMENT PERIOD USED (CONTRACTUAL OR STATUTORY PERIOD – ARTICLE L. 441-6 OR ARTICLE L. 443-1 OF THE FRENCH COMMERCIAL CODE)						
Payment schedules used in calculating late payments	Contractual period: 0 to 45 days from the end of the month, according to the contract					

SUPPLIER INVOICES (NON-GROUP AND GROUP)

	Invoices received that have not been settled on the closing date and are in arrears					
	0 days *(as a reference)*	1 to 30 days	31 to 60 days	61 to 90 days	91 days or more	Total (1 day or more)
(A) LATE PAYMENT RANGES						
Number of invoices concerned	69	39	39	11	83	172
Total amount of invoices concerned (inclusive of tax)	508,899	829,916	1,295,273	59,140	3,026,531	5,210,860
Percentage of total purchases for the fiscal year	0.04%	0.08%	0.12%	0.00%	0.28%	0.48%
(B) INVOICES EXCLUDED FROM (A) RELATING TO DISPUTED DEBTS OR UNRECOGNIZED DEBTS						
Number of invoices excluded			53			
Total amount of invoices excluded (inclusive of tax)			2,836,987			
(C) REFERENCE PAYMENT PERIOD USED (CONTRACTUAL OR STATUTORY PERIOD – ARTICLE L. 441-6 OR ARTICLE L. 443-1 OF THE FRENCH COMMERCIAL CODE)						
Payment schedules used in calculating late payments	Contractual period: 0 to 60 days from the end of the month, according to the contract for suppliers					

Trade receivables at December 31, 2023 by due date

In accordance with article D. 441-4 of the French Commercial Code (Code de commerce), invoices issued and not paid at December 31, 2023 that are in arrears break down as follows:

CLIENT INVOICES (NON-GROUP)

	Invoices issued that have not been settled on the closing date and are in arrears					
	0 days *(as a reference)*	1 to 30 days	31 to 60 days	61 to 90 days	91 days or more	Total (1 day or more)
(A) LATE PAYMENT RANGES						
Number of invoices concerned	2,799	2,467	1,386	607	2,806	7,266
Total amount of invoices concerned (inclusive of tax)	7,063,742	6,712,005	2,474,241	891,047	2,293,927	12,371,220
Percentage of sales for the fiscal year	1.51%	1.43%	0.53%	0.19%	0.49%	2.64%
(B) INVOICES EXCLUDED FROM (A) RELATING TO DISPUTED OR UNRECOGNIZED RECEIVABLES						
Number of invoices excluded			4,248			
Total amount of invoices excluded (inclusive of tax)			20,248,075			
(C) REFERENCE PAYMENT PERIODS USED						
Payment schedules used in calculating late payments	Contractual periods:					France: between 30 days from the end of the month and 60 clear days Export: between 30 clear days and 120 clear days

CLIENT INVOICES (NON-GROUP AND GROUP)

	Invoices issued that have not been settled on the closing date and are in arrears					
	0 days *(as a reference)*	1 to 30 days	31 to 60 days	61 to 90 days	91 days or more	Total (1 day or more)
(A) LATE PAYMENT RANGES						
Number of invoices concerned	2,799	2,801	1,556	679	3,199	8,235
Total amount of invoices concerned (inclusive of tax)	7,063,742	11,597,782	4,160,371	2,019,053	12,823,885	30,601,092
Percentage of sales for the fiscal year	0.44%	0.73%	0.26%	0.13%	0.80%	1.92%
(B) INVOICES EXCLUDED FROM (A) RELATING TO DISPUTED OR UNRECOGNIZED RECEIVABLES						
Number of invoices excluded			4,748			
Total amount of invoices excluded (inclusive of tax)			37,338,969			
(C) REFERENCE PAYMENT PERIODS USED (CONTRACTUAL OR STATUTORY PERIOD – ARTICLE L. 441-6 OR ARTICLE L. 443-1 OF THE FRENCH COMMERCIAL CODE)						
Payment schedules used in calculating late payments	Contractual periods:					France: between 30 days from the end of the month and 60 clear days Export: between 30 clear days and 120 clear days

6.2.4 Statutory Auditors' report on the parent company annual financial statements

This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. The Statutory Auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the opinion on the financial statements and includes an explanatory paragraph discussing the Auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the financial statements. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

At the bioMérieux Annual General Meeting,

Opinion

In performing the duty entrusted to us by your Annual General Meetings, we conducted an audit of the annual financial statements of bioMérieux for the fiscal year ended December 31, 2023, as appended to this report.

We certify that with regard to French accounting rules and principles, the annual financial statements are reliable and faithfully reflect the operating results of the previous fiscal year, as well as the financial position and assets of the Company at the close of the said fiscal year.

The opinion expressed above is consistent with the contents of our report to the Audit Committee.

Basis for opinion

Audit Standard

We conducted our audit according to generally accepted professional standards in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our responsibilities by virtue of these standards are stated in the section "Responsibilities of the Statutory Auditors relating to the audit of the annual financial statements" of this report.

Independence

We have conducted our audit in accordance with the rules of independence as set out in the French Commercial Code and in the French Code of Ethics for Statutory Auditors, over the period between January 1, 2023 to the date of issue of our report, and in particular we have not provided any services prohibited by Article 5(1) of EU Regulation No. 537/2014.

Justification for our assessments – Key points of the audit

Pursuant to the provisions of Articles L. 821-53 and R. 821-180 of the French Commercial Code relating to the justification of our assessments, we draw your attention to the key points of the audit relating to risks of material misstatements which, according to our professional judgment, were the most significant for the audit of the annual financial statements for the fiscal year, plus the answers we have provided to control these risks.

Our assessments on these matters are part of the audit approach of the annual financial statements taken as a whole and the formation of our opinion expressed above. We do not express an opinion on the elements of these annual financial statements taken separately.

Assessment of equity investments

Risk identified	Our response
Equity investments were recorded in the balance sheet in the net amount of €874.3 million at December 31, 2023, and represented 30.6% of total assets. They are recognized at their acquisition cost and impaired whenever their value in use falls below their acquisition cost. As stated in Note 3.3 of the notes to the annual financial statements, the value in use is estimated by the management either: • by taking into account the net book value of the subsidiary at the balance sheet date, potentially adjusted to reflect the value of any unrecognized identifiable assets (particularly real estate or technologies); • or, given the specific nature of certain investments, based on discounted future cash flows or on observable market financial inputs. The estimation of the value in use of these securities requires that the management exercise its judgment in selecting the elements to be considered depending on the investments concerned (cash flow, discount rate, etc.). Due to this and to the uncertainties inherent in some elements, such as the probability of achieving forecasts, we have considered the assessment of equity investments to be a key audit matter.	We analyzed the assessment method used and the figures on which it is based. For assessments based on historic elements, where appropriate adjusted to reflect the value of any unrecognized identifiable assets, our work consisted primarily in examining the consistency of the net assets used with the accounts of the entities that have been audited or subjected to analytical procedures, and in checking whether any adjustments made were supported by meaningful documentation. For assessments based on provisional data, our work consisted primarily in: • obtaining the cash flow and operating forecasts for the activities of the entities concerned and in assessing their consistency with the forecast data presented by senior management as part of the budgeting process; • analyzing the consistency of the assumptions used with the economic environment at the closing and preparation dates of the financial statements; • assessing the discount rate used for the discounting of cash flows.

Specific verification

In accordance with the professional standards applicable in France, we have also undertaken the specific verifications required by law and by regulations.

Information given in the management report and in the other documents sent to shareholders about the Company's financial position and annual financial statements

We have no matters to report as to the fair presentation and the consistency with the annual financial statements of the information given in the management report of the Board of Directors, and in the documents addressed to the shareholders with respect to the financial position and the annual financial statements.

We hereby certify the fairness and the consistency with the annual financial statements of the information regarding payment periods described in Article D. 441-6 of the French Commercial Code.

Report on corporate governance

We certify that the Board of Directors' report on corporate governance contains the information required by Articles L. 225-37-4, L. 22-10-10 and L. 22-10-9 of the French Commercial Code.

Concerning the information disclosed in accordance with the requirements of Article L. 22-10-9 of the French Commercial Code, relating to compensation and benefits received by corporate officers and any other commitments made in their favor, we have verified its consistency with the financial statements, or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by your Company from companies controlled by it and included in the scope of consolidation. Based on this work, we attest to the accuracy and fair presentation of this information.

Concerning the information on the elements that your Company considered likely to have an impact in the event of a takeover bid with stock purchase or exchange, provided pursuant to the provisions of Article L. 22-10-11 of the French Commercial Code, we verified their compliance with the documents from which they were created and that were forwarded to us. On the basis of these verifications, we have no observation to make with regard this information.

Other information

As required by law, we are satisfied that the various disclosures about the identity of those who hold equity and voting rights have been communicated to you in the management report.

Other verifications or information required by laws and regulations

Format of the annual financial statements to be included in the annual financial report

In accordance with the professional standard on the due diligence of statutory auditors in relation to the annual and consolidated financial statements presented in accordance with the single European electronic reporting format, we have also verified compliance with this format, as defined by European Delegated Regulation No. 2019/815 of December 17, 2018, as presented in the annual financial statements to be included in the annual financial report referred to in Article L. 451-1-2, I of the French Monetary and Financial Code. These have been prepared under the responsibility of the Chief Executive Officer.

Based on our work, we conclude that the presentation of the annual financial statements for inclusion in the annual financial report complies, in all material respects, with the single European electronic reporting format.

It is not our responsibility to verify that the annual financial statements that your company will include in the annual financial report filed with the AMF correspond to those we have audited.

Appointment of Statutory Auditors

We were appointed Statutory Auditors of bioMérieux by your Annual General Meeting of May 30, 2017 for GRANT THORNTON and May 30, 2012 for ERNST & YOUNG et Autres.

At December 31, 2023, GRANT THORNTON was in the seventh continuous year of its audit engagement, while ERNST & YOUNG et Autres was in the 12th year.

Responsibilities of senior management and the persons constituting corporate governance for the annual financial statements

Senior management is responsible for the preparation of annual financial statements that present a true view in compliance with French accounting rules and principles, together with the implementation of the internal control that it deems relevant to the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

When preparing the annual financial statements, senior management is responsible for assessing the Company's ability to continue as a going concern, to present in these financial statements, if necessary, information concerning the continuity of the Company's operations and to apply the accounting policy of going concern, unless there are plans to unwind the Company or discontinue the business.

The Audit Committee is responsible for monitoring the financial reporting preparation process and the effectiveness of internal control and risk management systems and, if necessary, the Internal Audit Department with respect to procedures relating to preparation and treatment of financial and accounting information.

The annual financial statements have been approved by the Board of Directors.

Responsibilities of the Statutory Auditors relating to the audit of the annual financial statements

Audit objective and procedure

It is our duty to draw up a report on the annual financial statements. Our objective is to obtain reasonable assurance that the annual financial statements, taken as a whole, are free from material misstatement. Reasonable assurance corresponds to a high level of assurance, without however guaranteeing that an audit conducted in accordance with professional standards will systematically detect any material misstatement. Misstatements may arise from fraud or result from errors and are considered as material when it can be reasonably expected that, taken singly or together, they can influence the economic decisions that users of the financial statements take based thereon.

As stated in Article L. 821-55 of the French Commercial Code, our engagement to certify the financial statements does not consist in guaranteeing the viability or quality of management of your Company.

Within the framework of an audit conducted in compliance with professional standards applicable in France, the statutory Auditor exercises his professional judgment throughout the audit. Furthermore:

- the statutory auditor identifies and assesses the risks whereby the annual financial statements may contain material misstatements, whether from fraud or errors; defines and implements audit procedures in view of those risks; and collects the elements they consider sufficient and appropriate on which to base their opinion. The risk of not detecting a material misstatement arising from fraud is higher than the risk of a material misstatement resulting from error, because fraud may imply collusion, falsification, voluntary omissions, false declarations or the circumvention of internal control;
- the statutory auditor reviews the relevant internal control for the audit in order to define the appropriate audit procedures for the circumstances and not to express an opinion on the effectiveness of internal control;
- he assesses the appropriateness of the accounting methods used and the reasonable nature of the accounting estimates made by the management, as well as information concerning these methods provided in the annual financial statements;
- he assesses the appropriateness of the application by the management of the going concern concept and, according to the elements collected, whether or not there is a material uncertainty linked to events or circumstances likely to compromise the Company's ability to continue as a going concern. This assessment is based on the information collected until the date of his report. It is however pointed out that subsequent circumstances or events could jeopardize continuity as a going concern. If he concludes that there is a material uncertainty, the statutory auditor draws the attention of the readers of the report to the information provided in the annual financial statements about such uncertainty, or if this information is not provided or is not relevant, he issues a certification with reservations or a refusal to certify;
- they assess the overall presentation of the annual financial statements and whether these reflect underlying operations and events, so as to give a true view.

Report to the Audit Committee

We submit a report to the Audit Committee that presents, in particular, the scope of the audit and the work schedule implemented as well as the conclusions of our audit. Our audit also informs the Audit Committee of any material weaknesses of internal control that we have identified with respect to the procedures relating to the preparation and treatment of financial and accounting information.

The points mentioned in the report to the Audit Committee include the risks of material misstatements that we consider to have been the most important for the audit of the annual financial statements of the fiscal year, which therefore constitute the key points of the audit, which it is our duty to describe in this report.

We also submit to the Audit Committee the declaration provided for in Article 6 of EU Regulation No. 537/2014 confirming our independence, within the meaning of the rules applicable in France as set out in Articles L. 821-27 to L. 821-34 of the French Commercial Code and in the Statutory Auditors' Professional Code of Ethics. If necessary, we will meet the Audit Committee to discuss the risks that threaten our independence and the safeguard measures applied.

Lyon, March 19, 2024

The Statutory Auditors

GRANT THORNTON	ERNST & YOUNG et Autres
French member of Grant Thornton International	
Jean Morier	Sylvain Lauria

7 Share capital and shareholding

7.1 Shareholder dialogue

In the interest of constant dialogue, bioMérieux strives to maintain and strengthen the trust of its shareholders by updating them on Company matters regularly, transparently and accessibly. bioMérieux pays particular attention to communicating with its shareholders. This dialogue enables it to better understand their expectations and to resolve any disagreements.

The Company has always been committed to continuous improvement. To meet the needs expressed, it regularly enriches its content whenever possible, in particular in terms of governance, compensation and preparation of the Annual General Meeting. Shareholders may find informational documents such as the Universal Registration Document, the annual report and financial publications in the investor area on the bioMérieux finance website (*www.biomerieux.com*).

Over and above formal dialogue in the form of votes in the Annual General Meeting, the Company holds numerous meetings with institutional investors, attesting to its commitment to interaction. These meetings allow shareholders or investors interested in the Company to interact with the management and to ask in-depth questions about its business, its strategy, its performance or its prospects (risks and opportunities).

The Investor Relations department holds around 250 to 300 discussions and meetings with investors and financial analysts every year (except during the pandemic), chiefly in Europe and the United States, where a large majority of its shareholders are located.

7.2 Key information about the articles of association

7.2.1 Corporate purpose

Article 2 of the articles of association stipulates that the Company's purpose, in France and elsewhere, is to:

- manufacture, produce, process, package, distribute, buy, sell, import and export any products and devices and any techniques and know-how used in particular for diagnosis, prevention and treatment, notably in the field of healthcare;
- carry out all studies and research and develop, acquire, grant, keep, control, use, improve, including through the use of licenses and sub-licenses, all trademarks, brand names, patents, techniques, inventions, improvements, formulas, designs, processes, etc. in any way related to the abovementioned products or to the manufacturing and trading of such products;
- participate, either directly or indirectly, in all business and manufacturing transactions related in any way whatsoever to the abovementioned purposes or likely to promote them, either through the creation of new companies, the contribution, subscription or purchase of securities or Company rights, through mergers, alliances, joint holdings, or by any other means;
- perform all transactions in its line of business, either alone and on its own behalf or on behalf of a third party, on commission, as a broker, for a fee, on a cost basis, as representative or proxy for any entity or in any other capacity;
- provide all services relating to the organization of bioMérieux's systems including lab automation, the purchase and assembly of equipment and specialized software; propose training courses for all healthcare professionals working within the key fields of industrial and medical biology;
- generally, perform all business, manufacturing, financial or other transactions directly or indirectly related to the above purposes or to any similar purposes, including the development of ways to expand, promote, advertise, trade or transport raw materials, semi-finished or finished products, as well as the ability to purchase, acquire, hold, transfer, lease, mortgage or dispose of goods, whether movable or immovable, tangible or intangible, related to the above purposes or likely to develop them.

7.2.2 Rights and privileges attached to shares

7.2.2.1 Appropriation of income

Article 10 of the articles of association stipulates that each share entitles its holder to a proportionate share of income corresponding to the percentage of capital it represents.

Article 22 specifies that the income for the year, less any accumulated losses, is subject to a deduction of (i) at least five per cent allocated to the legal reserve, a deduction which ceases to be mandatory once the reserve represents one tenth of the share capital but becomes mandatory again if the legal reserve falls to below one tenth of the share capital for any reason, and (ii) any amount to be set aside as reserves as required by law.

The balance, plus any retained earnings, represents distributable net income that the Annual General Meeting may, on recommendation of the Board of Directors, distribute in whole or in part as dividends, or allocate to reserve accounts, capital amortization or retained earnings.

The Annual General Meeting may allow shareholders the option to receive all or part of dividends or interim dividends distributed in either cash or shares, in accordance with the law. The reserves may be used, upon decision of the Annual General Meeting to which they are subject, to pay a dividend with shares. If this occurs, the relevant resolution must expressly state from which accounts funds are to be withdrawn.

In addition, the Annual General Meeting may resolve to use income or reserves, other than the legal reserve, to pay off some or all of the shares and to repay them up to their par value.

Article 23 of the articles of association specifies that the terms of payment of dividends are set by the Annual General Meeting or, failing that, by the Board of Directors. Dividends must be paid no more than nine months after the year-end, unless otherwise authorized by a court. The Board of Directors may, subject to the provisions of the law, distribute one or more interim dividends prior to the approval of the financial statements for the fiscal year.

7.2.2.2 Voting rights

Voting rights attached to shares are proportionate to the fraction of capital represented and each share entitles its holder to at least one vote (Article 20 of the articles of association).

All paid-up shares which have been held in registered form by the same shareholder for five years or more, based on the proportion of share capital they represent and irrespective of their class, carry double voting rights. The double voting right was approved by the Annual General Meeting in 1999. This policy aims to favor long-term shareholders who share the Company's long-term vision and its strategy.

Shares converted to bearer form or whose ownership changes, subject to the exceptions provided by law, automatically lose their double voting rights. However, registered shares are not stripped of voting rights and the five-year period continues to run in the event of transfers following an inheritance, the liquidation of community property between spouses and inter vivos gifts made to a spouse or relatives entitled to inherit.

The Company's merger or demerger would not affect double voting rights, which may be exercised within the successor entity(ies) if their articles of association so permit.

In the event of a capital increase through the capitalization of reserves, profit or paid-in capital, new shares allocated in respect of existing shares carrying double voting rights will also have double voting rights from the date of issue.

7.2.2.3 Form of shares and identification of shareholders

Fully paid-up shares may be held in registered or bearer form, at the shareholders' discretion, subject to applicable laws and regulations. Shares must be held in registered form until they are fully paid up (Article 8 of the articles of association).

The Company may apply statutory and regulatory provisions relating to the identification of holders of securities granting immediate or future voting rights at Annual General Meetings.

7.3 History of share capital

7.3.1 Amount of capital subscribed

On September 19, 2017, bioMérieux carried out a 3-for-1 stock split, dividing the par value per share by three, following a decision by the Board of Directors dated August 29, authorized by the Combined General Meeting of May 30 of the same year, which endorsed this decision (18th resolution). The number of shares accordingly rose from 39,453,740 to 118,361,220.

At December 31, 2023 the issued capital amounts to €12,029,370, fully paid up. The Annual General Meeting of March 19, 2001 eliminated reference to par value in the Company's articles of association.

On the date of filing of this Universal Registration Document:

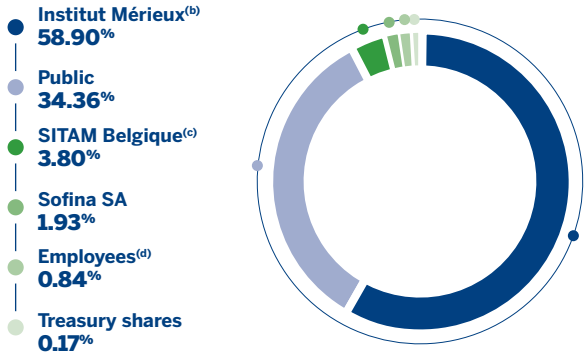
- there are no securities which do not represent share capital;
- the Company has not been informed of any pledging of shares;
- there are no other securities granting access to the Company's share capital;
- there are no options on the share capital of any Group member.

7.3.2 Ownership structure

The table below shows the Company's ownership structure on the dates indicated.

	Situation at 02/29/2024				Situation at 02/28/2023				Situation at 02/28/2022			
Share-holders[a]	Number of shares	% of capital	Number of theoretical voting rights[e]	% of voting rights	Number of shares	% of capital	Number of theoretical voting rights[e]	% of voting rights	Number of shares	% of capital	Number of theoretical voting rights[e]	% of voting rights
Institut Mérieux[b]	69,720,270	58.90	139,440,540	73.03	69,720,270	58.90	139,440,540	73.02	69,720,270	58.90	139,440,540	73.04
SITAM Belgique[c]	4,493,520	3.80	4,493,520	2.35	5,440,410	4.60	5,440,410	2.85	5,440,410	4.60	5,440,410	2.85
Sofina SA	2,282,513	1.93	4,329,370	2.27	2,046,857	1.73	4,093,714	2.14	2,046,857	1.73	4,093,714	2.15
Employees[d]	989,348	0.84	1,528,998	0.74	855,920	0.72	1,395,920	0.73	860,200	0.73	1,399,850	0.73
Treasury shares	201,318	0.17	0.00	0.00	439,225	0.37	0.00	0.00	113,809	0.10	0.00	0.00
Public	40,674,251	34.36	41,149,894	21.55	39,858,538	33.68	40,584,521	21.25	40,179,674	33.95	40,432,596	21.19
TOTAL	**118,361,220**	**100**	**190,942,322**	**100**	**118,361,220**	**100**	**190,955,105**	**100**	**118,361,220**	**100**	**190,807,110**	**100**

(a) Only shareholders representing more than 5% of the capital are named in this table, except for two other major shareholders: SITAM Belgique and Sofina SA (whose CEO, Harold Boël is a director of the Company). All other shareholders are included under Public.
(b) Institut Mérieux is the holding company of the Mérieux family.
(c) Formerly GIMD (Groupe Industriel Marcel Dassault), following the contribution by GIMD of its subsidiary SITAM Belgique (previously called Dassault Belgique Aviation).
(d) This line includes employee share ownership through the OPUS Classic Corporate mutual fund (FCPE).
(e) Theoretical voting rights are identical to actual voting rights.



Registered share ownership has not changed materially in the last three years. Differences between the number of shares and the number of voting rights reflect the existence of double voting rights. As at the date of this Registration Document, all shares held by Institut Mérieux have double voting rights. The new shares held by Sofina SA do not have double voting rights.

To the Company's best knowledge, no other shareholder directly or indirectly holds, alone or in concert, more than 5% of the Company's share capital or voting rights.

7.4 Description of shareholders

7.4.1 Control of the issuer by Institut Mérieux

Institut Mérieux, which is the holding company owned by the Mérieux family through Compagnie Mérieux Alliance, held 58.90% of the share capital and 73.03% of the voting rights of the Company at February 29, 2024 (see Section 1.1.2). Institut Mérieux is therefore able to adopt all the resolutions submitted for the approval of shareholders at Annual General Meetings.

Despite Institut Mérieux's position as the majority shareholder, the Company considers that there is no risk this control would be exercised in an abusive manner. This is because, as at December 31, 2023, the Board of Directors is made up of four independent members out of eight (see Section 4.2.5) and has assessed its own performance to be satisfactory (see Section 4.2.6.5).

To the best of the Company's knowledge, there are no shareholders' agreements, parties acting in concert and/or other joint actions, nor any other agreement whose implementation could result in a change of control of the Company.

7.4.2 Employee share ownership

At the last day of the fiscal year (December 31, 2023), employees held around 1,434,634 shares or around 1.21% of the share capital, including all of the shares held in an OPUS Classic Corporate Mutual Fund (FCPE).

At February 29, 2024, employees held around 1,404,355 shares or around 1.19% of the share capital, including all the shares held in an OPUS Classic Corporate Mutual Fund (FCPE).

In 2023, the Company launched a new share ownership plan (MySHARE 2023) which, with authorization from the Board of Directors, gave employees the opportunity to buy bioMérieux shares at a preferential price thanks to a discount and matching contribution.

An employee share ownership plan was also offered in 2021 and 2019.

7.4.3 Treasury shares – Description of the share buyback program

7.4.3.1 Information on the conduct of the share buyback program

The Annual General Meetings of May 20, 2021, May 23, 2022 and May 23, 2023 authorized the Board of Directors to buy back shares of the Company in accordance with Articles L. 22-10-62 et seq. of the French Commercial Code (Code de Commerce).

At December 31, 2023, the Company held 206,987 shares, i.e. 0.17% of the share capital.

Summary of transactions in treasury shares between January 1, 2023 and December 31, 2023

Pursuant to the authorizations given by the Annual General Meetings of May 20, 2021, May 23, 2022 and May 23, 2023:

- Under the liquidity agreement consistent with the AMAFI Code of Ethics, approved by the AMF and entered into between the Company and ODDO BHF, it performed the following transactions in its capacity as investment services provider.

Shares purchased	731,380
Average purchase price	€94.79
Shares sold	733,282
Average selling price	€95.55
Fees and commissions	0
Number of treasury shares held at December 31, 2023	51,569
Value of shares held at the end of the year based on their average purchase price	€4,888,305
Book value at December 31, 2023	€5,099,257
Nominal value of shares	/
Purpose of transactions	Regulation of prices
Percentage of treasury shares held at year-end	0.04%

The acquisition of the shares by ODDO BHF was undertaken exclusively to maintain a liquid market in the Company's shares through market-making transactions carried out by an independent investment services provider under a liquidity agreement that complies with the AMAFI Code of Ethics approved by the French financial markets authority (Autorité des marchés financiers – AMF).

- Agency contracts have been concluded with BNP PARIBAS EXANE and NATIXIS with the aim of returning the shares upon exercise of the rights related to the free allocation of shares to employees and corporate officers of the Company or companies of the Group, in accordance with the authorizations given by the Annual General Meeting.

Shares purchased	200,000
Average purchase price	€92.39
Shares sold	0
Average selling price	0
Number of treasury shares held at December 31, 2023	155,418
Value of shares held at the end of the year based on their average purchase price	€14,359,408
Book value at December 31, 2023	€13,952,041
Nominal value of shares	/
Purpose of transactions	Delivery of shares upon delivery of free shares
Percentage of treasury shares held at year-end	0.13%

Use of derivatives

The Company did not use derivatives as part of this share buyback program and there were no open positions to buy or sell derivatives at the date this Universal Registration Document was filed.

7.4.3.2 Description of the new share buyback program

Pursuant to Article 241-2 of the AMF General Regulations, this paragraph is a description of the buyback program to be put to the Combined General Meeting of May 23, 2024 for approval.

Buy-back program objectives

Under the share buyback program, purchases will be made based on the following objectives: (i) maintaining a buoyant secondary market or a liquid market in the bioMérieux shares through an independent investment service provider, operating under a liquidity agreement that complies with the decisions of the French financial markets authority (*Autorité des marchés financiers* – AMF); (ii) ensuring the hedging of stock option plans and/or free share grant or purchase plans (or similar) for Group employees and/or corporate officers as well as of any granting of shares under the Group's Employee Savings Plan (or similar plan), Company profit-sharing schemes and/or any other granting of shares to Group employees and/or corporate officers; (iii) reducing the Company's share capital by canceling shares within legal limits; (iv) hold shares purchased and use them subsequently as exchange or payment as part of any external expansion operations; and (v) implementing any market practice that is accepted or is to be accepted by market authorities.

Summary of the main features of the buy-back program

- Relevant securities: ordinary shares.
- Maximum stake proposed to the Combined General Meeting of May 23, 2024: 10% of the number of shares making up the Company's share capital (at any time, as this percentage applies to a share capital adjusted according to the transactions affecting it).
- Maximum buyback percentage of shares purchased by the Company to be held and subsequently delivered as payment or in exchange as part of a merger, spin-off or contribution: 5%.
- Maximum unit purchase price: the unit purchase price must not exceed €250 per share (excluding acquisition-related costs).
- Total cost of program: the maximum theoretical cost of implementing this program is €2,959,030,500.00 (maximum theoretical amount not taking into account the shares owned by the Company). However, the Board of Directors could adjust the aforementioned purchase price in the event of a change in the share's par value, of a capital increase through the capitalization of reserves and granting of free shares, of share splits or consolidation, of capital redemption or reduction, of the distribution of reserves or other assets, or of any other transactions affecting equity, in order to take into account the incidence of such transactions on the share value.

Breakdown per objective of shares held by the Company as of February 29, 2024

At February 29, 2024, the Company's share capital was made up of 118,361,220 shares. On this date, the Company held 201,318 shares, i.e. 0.17% of the share capital:

- of which 45,900 shares under the liquidity contract concluded with ODDO BHF. The shares purchased by ODDO BHF were acquired exclusively to maintain a liquid market in the Company's shares through market-making transactions carried out by an independent investment service provider under a liquidity agreement that complies with the AMAFI Code of Ethics approved by the AMF;
- including 155,418 shares under an agency agreement entered into with Uptevia with the sole objective of delivering shares upon the exercise of rights in connection with free share grants to employees and corporate officers of the Company or companies within the Group, as well as employee share ownership plans.

The purchase, sale and transfer of the aforementioned securities was carried out to meet two of the program's objectives approved by the Combined Annual General Meetings of May 23, 2022 and May 23, 2023, i.e. ensuring liquidity and stimulating the share market through an independent investment service provider under a liquidity agreement that complies with a Code of Ethics, approved by the AMF and delivering shares upon the exercise of rights in connection with free share grants to employees of the Company or companies within the Group.

Term of program

In compliance with the provisions of Article L. 22-10-62 of the French Commercial Code (Code de Commerce) and the draft motion to be put to the Combined General Meeting on May 23, 2024, this buyback program may be implemented over a period of no longer than 18 months from the Combined General Meeting on May 23, 2024, i.e. until November 22, 2025.

7.4.4 Other transactions carried out by shareholders

7.4.4.1 Crossing of thresholds

Obligations of the shareholders

Shareholders have a legal obligation to notify the Company and the French financial markets authority (*Autorité des marchés financiers* – AMF) by letter when a legal threshold is crossed, specifying in particular their fractional ownership of the Company's shares and voting rights, within the legal deadline.

Furthermore, Article 10 of the Company's articles of association requires individuals or legal entities, acting alone or in concert, who directly or indirectly own (within the meaning of Articles L. 233-7 et seq. of the French Commercial Code [Code de Commerce]) 1% of the Company's share capital or voting rights, and thereafter for each additional 1%, to report to the Company by registered letter with acknowledgment of receipt, within five trading days of the date the threshold was crossed, the total number of shares and voting rights held, as well as the number of securities carrying immediate or future entitlement to shares and the potential voting rights attached thereto.

The same obligation applies whenever ownership of shares or voting rights falls below each of the aforementioned thresholds.

In the event of failure to comply with these requirements, the shares in excess of the relevant threshold will be stripped of voting rights for all Annual General Meetings held within the two-year period from the date when the omission is remedied, at the request of one or more shareholders holding at least 5% of the Company's capital or voting rights, as evidenced in the minutes of the Annual General Meeting.

Intermediaries acting as holders of securities for non-resident shareholders, pursuant to Article L. 228-1 of the French Commercial Code (*Code de Commerce*), are required to report increases or decreases if their aggregate holdings exceed or fall below the above thresholds, without prejudice to the reporting obligations of the securities' holders.

Crossing of thresholds reported to the Company in fiscal year 2023

Shareholders	Date	Description of threshold crossed
Amundi	January 17, 2023	Disclosure threshold of 1% of voting rights exceeded
	February 02, 2023	Disclosure threshold of 1% of voting rights not reached
	March 22, 2023	Disclosure threshold of 1% of voting rights exceeded
	March 28, 2023	Disclosure threshold of 1% of voting rights not reached
	May 23, 2023	Disclosure threshold of 1% of voting rights exceeded
	May 29, 2023	Disclosure threshold of 1% of voting rights not reached
SITAM Belgique	March 31, 2023	disclosure threshold of 4% capital and voting rights not reached

7.4.4.2 Trading in the Company's shares by senior executives or by their close relations

The Company has been informed that the following securities transactions were carried out by senior executives in fiscal year 2023 and reported in accordance with the procedures set forth by the French financial markets authority (*Autorité des marchés financiers* – AMF):

Number of shares acquired	• François Lacoste
	  ◦ Acquisition of 26 FCPE units on June 23, 2023 as part of the MySHARE 2023 employee share ownership plan
	  ◦ Acquisition of 3,250 free shares on September 1, 2023
	• Guillaume Bouhours
	  ◦ Acquisition of 323 FCPE units on June 23, 2023 as part of the MySHARE 2023 employee share ownership plan
	  ◦ Acquisition of 3,750 free shares on September 1, 2023
	• Mark Miller
	  ◦ Acquisition of 300 shares on June 23, 2023 as part of the MySHARE 2023 employee share ownership plan
	  ◦ Acquisition of 3,625 free shares on September 1, 2023
	• Pierre Boulud
	  ◦ Acquisition of 323 FCPE units on June 23, 2023 as part of the MySHARE 2023 employee share ownership plan
	  ◦ Acquisition of 6,375 free shares on September 1, 2023
	• Valérie Leyldé
	  ◦ Acquisition of 323 FCPE units on June 23, 2023 as part of the MySHARE 2023 employee share ownership plan
	  ◦ Acquisition of 2,625 free shares on September 1, 2023
	• Yasha Mitrotti
	  ◦ Acquisition of 300 shares on June 23, 2023 as part of the MySHARE 2023 employee share ownership plan
	  ◦ Acquisition of 3,625 free shares on September 1, 2023
	• Pierre Charbonnier
	  ◦ Acquisition of 3,750 free shares on September 1, 2023

Number of shares sold	• Pierre Charbonnier
	  ◦ Disposal of 16,500 shares on March 23, 2023
	• Mark Miller
	  ◦ Disposal of 1,567 shares on September 04, 2023
	• Yasha Mitrotti
	  ◦ Disposal of 1,790 shares on September 04, 2023

Number of shares subscribed: N/A.	
Number of shares exchanged: N/A.	

7.4.5 Authorized unissued share capital

TABLE SUMMARIZING VALID AUTHORIZATIONS

Relevant securities	Date and duration of the authorization Expiration	Maximum nominal amount of capital increase *(in millions of euros)*	Use of authorizations
Share buyback by the Company *(16th resolution)*	AGM of May 23, 2023 18 months November 22, 2024	10% of capital per year	200,000 shares, i.e. 0.13% of the share capital
Authorization by the Board to reduce the share capital by canceling treasury shares *(17th resolution)*	AGM of May 23, 2023 18 months November 22, 2024	10% of share capital per 24-month period	N/A
Delegation of authority to the Board to increase the share capital with shareholders' pre-emptive subscription rights. *Capital increase by issuing shares and securities (18th resolution)*	AGM of May 23, 2023 26 months July 22, 2025	4,210 (capital increases)(a) 1,000 (issues of securities representing receivables)(b)	N/A
Delegation of authority to the Board to increase the capital with cancellation of the shareholders' pre-emptive subscription rights (other than the offers referred to in Article L. 411-2 of the French Monetary and Financial Code) *Capital increase by issuing shares and securities (19th resolution)*	AGM of May 23, 2023 26 months July 22, 2025	4,210 (capital increases)(a) 1,000 (issues of securities representing receivables)(b)	N/A

(a) This percentage/amount must be offset against the total authorized capital increase of €4,210,280 (nominal amount).
(b) This amount must be offset against the aggregate capital increase through the issue of debt securities of €1 billion (nominal amount).

Relevant securities	Date and duration of the authorization Expiration	Maximum nominal amount of capital increase *(in millions of euros)*	Use of authorizations
Delegation of authority to the Board to increase the share capital as part of an offer referred to in Article L. 411-2-1 of the French Monetary and Financial Code (Code monétaire et financier) *Capital increase by issuing ordinary shares and/or securities giving access to the capital of the Company or giving the right to the awarding of debt securities, without pre-emptive subscription rights, (20th resolution)*	AGM of May 23, 2023 26 months July 22, 2025	4,210 (capital increases)[a] 1,000 (issues of securities representing receivables)[b]	N/A
Delegation of authority to the Board to increase the number of shares in the event of a capital increase *Concerns shares and/or securities giving access to the Company's capital or giving the right to the awarding of debt securities to be issued (22nd resolution)*	AGM of May 23, 2023 26 months July 22, 2025	15% of the initial issue within the limit of the ceilings[a][b]	N/A
Delegation of authority to the Board to increase the capital as part of in-kind contributions granted to the Company, without the pre-emptive subscription rights *Capital increase by issuing shares and securities (23rd resolution)*	AGM of May 23, 2023 26 months July 22, 2025	10% of the capital (on the day of implementation of the delegation)[a]	N/A
Delegation of authority to the Board to increase the capital by incorporating additional paid-in capital, reserves, profits or other items *(24th resolution)*	AGM of May 23, 2023 26 months July 22, 2025	4,210 (capital increases)[a]	N/A
Delegation of authority to the Board to increase the capital without pre-emptive subscription rights as part of the issue by subsidiaries or by the parent company of securities giving access to the Company's securities *(25th resolution)*	AGM of May 23, 2023 26 months July 22, 2025	4,210 (capital increases)[a] 1,000 (issues of securities representing receivables)[b]	N/A
Delegation of authority to the Board to increase the capital for employees participating in the employee savings plan (PEE) **Issues reserved for employees** *(27th resolution)*	AGM of May 23, 2023 26 months July 22, 2025	3%[a] of the capital on the date of the AGM of May 23, 2023	N/A
Free share grants (existing or to be issued) *(29th resolution)*	AGM of May 20, 2021 38 months July 19, 2024	10% of the capital (on the day of the decision by the Board of Directors)	175,315 shares[c] 272,218 shares[d] 287,538 shares[e]
Delegation of authority to the Board to allocate options to purchase and/or subscribe to shares for the benefit of salaried staff members and/or executive corporate officers of the Company and of French and foreign companies affiliated with it, with cancellation of the shareholders' pre-emptive subscription rights *(26th resolution)*	AGM of May 23, 2023 38 months July 22, 2026	10% of the capital (on the day of the decision by the Board of Directors)	N/A

(a) This percentage/amount must be offset against the total authorized capital increase of €4,210,280 (nominal amount).
(b) This amount must be offset against the aggregate capital increase through the issue of debt securities of €1 billion (nominal amount).
(c) Meeting of the Board of Directors on August 31, 2021.
(d) Meeting of the Board of Directors on August 30, 2022.
(e) Meeting of the Board of Directors on August 31, 2023.

7.5 bioMérieux shares in 2023

7.5.1 bioMérieux equity market

bioMérieux shares have been traded publicly since July 6, 2004 in the CAC Mid 60®, SBF 120®, CAC Mid & Small®, CAC All-tradable® and CAC All-Share® French market indices. In addition, bioMérieux has been included in new indices since 2017, specifically MSCI France Index and STOXX ® Europe 600. The Company's shares are listed on compartment "A" of the Euronext market and are eligible for deferred settlement service (*Service de Règlement Différé* – SRD).

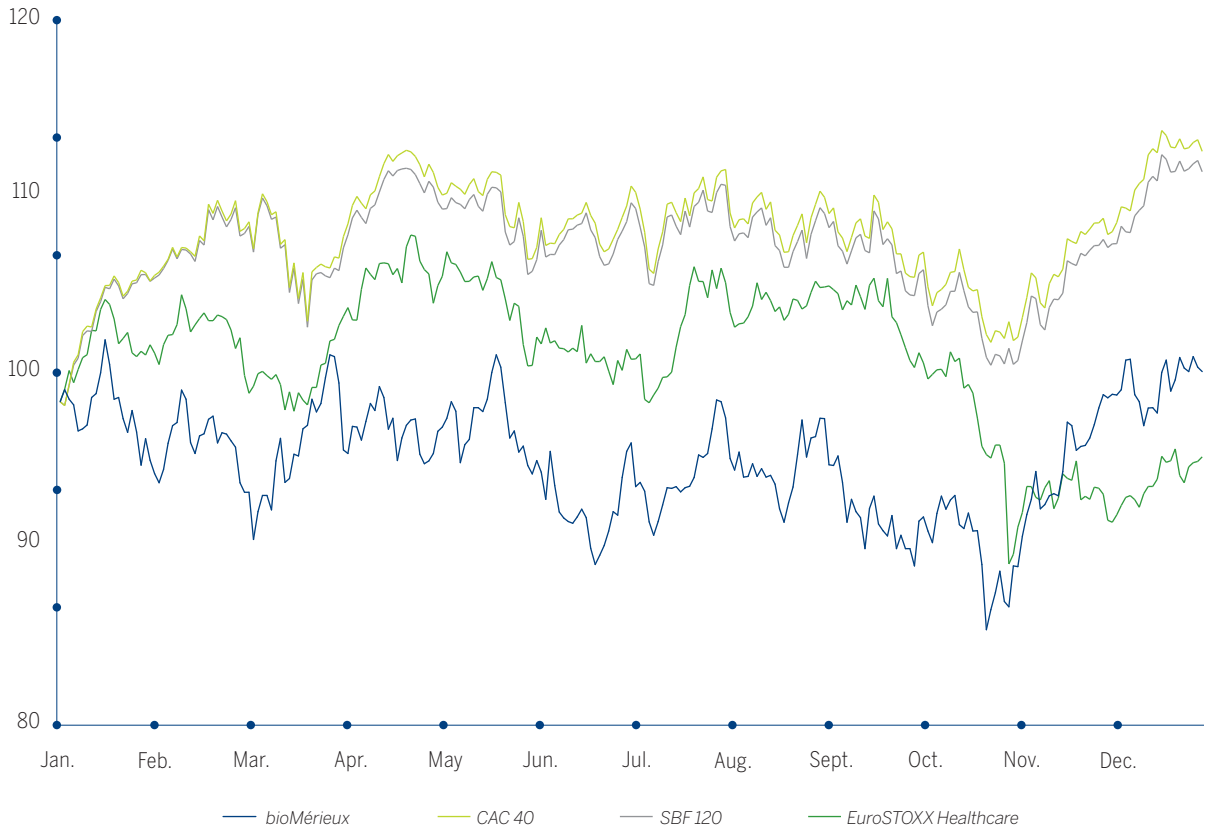
bioMérieux's social, Corporate and environmental commitment has been recognized for a number of years by non-financial rating agencies (see Section 3.1).

At the end of December 2023, the closing rate for the bioMérieux share was €100.60 (€97.92 at the end of December 2022), and bioMérieux's market capitalization was €11.9 billion. In 2023, 23,129,880 of the Company's shares were traded on Euronext compared with 30,086,616 in 2022.

During 2023, the average liquidity of the bioMérieux share was as follows (source: Euronext):

- average closing rate €95.08;
- average daily trading volume: 90,705 shares;
- average trading day: approximately €8.6 million.

7.5.2 Change in bioMérieux share price in euros during 2023 compared with benchmark indices



	Jan.	Feb.	Mar.	Apr.	May	Jun.	Jul.	Aug.	Sep.	Oct.	Nov.	Dec.
Low	92.98	92.00	90.04	91.66	92.70	88.64	89.90	91.12	88.22	84.54	89.64	96.22
High	102.60	99.80	101.80	99.98	101.50	96.46	99.70	97.98	96.70	93.98	99.60	101.65
Closing	93.36	92.74	97.00	94.90	93.64	96.12	97.56	95.60	91.82	90.50	98.76	100.60

Source: Thomson Reuters Eikon, data extracted on January 4, 2024.

7.5.3 bioMérieux historical share price performance

Period	High *(in euros)*	Low *(in euros)*	Closing *(in euros)*
2023	102.60	84.54	100.60
2022	125.55	79.66	97.92
2021	133.20	88.86	124.90
2020	144.8	75.00	115.40
2019	83.15	53.10	79.35

Source: Thomson Reuters Eikon, price recalculated after 3-for-1 stock split.

7.6 Dividend policy

The distribution policy is decided in light of the yearly analysis of the Company's profits, its financial position and other factors that the Board of Directors considers relevant.

Dividends that remain unclaimed five years after their payment date are time-barred and remitted to the French government.

At the Annual General Meeting to be held on May 23, 2024, the Board of Directors will recommend a dividend of €0.85 per share, representing a total of €100.6 million to be paid on June 11, 2024.

The table below presents the dividends (in euros) paid by the Company for each of the past three fiscal years.

Fiscal year ended	Dividend distributed *(in euros)**	Dividend per share *(in euros)**
12/31/2022	100,607,037.00	0.85
12/31/2021	101,702,602.85	0.85
12/31/2020	73,383,956.40	0.62

* *The Company did not receive any dividends on treasury shares held on the ex-dividend date. The corresponding dividend amount was allocated to "retained earnings." Individuals domiciled in France for tax purposes benefit from a tax deduction on the annual dividend in accordance with paragraph 2 of Article 158.3 of the French Tax Code (*Code général des impôts*).*

7.7 Special report on free share grants and stock options

This report was prepared in accordance with the provisions of Articles L. 225-184 and L. 225-197-4 of the French Commercial Code. The Company does not currently have any stock option plans. No stock options were granted to corporate officers or employees by the Company or Group companies in 2023. At the date of this report, no stock options are exercisable.

For the fiscal year ended December 31, 2023, the Board of Directors granted 287,538 free shares under free share grant plans set up by the Board – after consulting with the Human Resources, Compensation and CSR Committee – pursuant to the authority granted to it by the Combined General Meeting of May 20, 2021.

In this connection, the Company allocated free shares to a corporate officer in respect of his office held in the Company. The Board of Directors has allocated 11,500 free shares to Pierre Boulud, Chief Executive Officer (230831 EC plan).

The table below details the free shares granted at the end of the 2023 fiscal year:

Grant date	Number of shares granted	Share price *(in euros)*
August 31, 2023	287,538	95.60

The table below shows the number of free shares granted and not fully vested at the end of 2023:

Grant date	Share price *(in euros)*	Number of shares granted	Beneficiary category
August 31, 2023 Total 230831 EC plan	95.60	48,125	8 members of the Executive Committee, of which 1 corporate officer
August 31, 2023 Total 230831 plan	95.60	239,413	480 employees
GRAND TOTAL		**287,538**	**488**

Vesting period

In the 2023 free share grant plans, a three-year vesting period applies from the date of the decision to grant the shares before the beneficiary becomes the owner of the shares granted.

Eligibility and performance conditions

During the fiscal year, the Board of Directors decided, at the recommendation of the Human Resources, Compensation and CSR Committee, to grant free shares that are fully vested, (i) subject to a continuous employment condition and (ii) subject to performance conditions.

Delivery of shares

At the end of the vesting period and provided that the vesting conditions and criteria set by the Board of Directors are met, the Company will transfer to the beneficiary the number of free shares granted by the Board of Directors.

Lock-up period

Free share grant plans for 2023 have no lock-up period.

Beneficiaries' rights

If the shares are not transferable, like any other shareholder, the beneficiaries of vested shares are entitled to exercise all other rights attached to such shares during the lock-up period, including:

- pre-emptive subscription rights;
- right to information;
- right to attend Annual General Meetings;
- voting rights;
- right to dividends and, if applicable, distributed reserves.

History of free share grants (Table 10)

The table below summarizes, at December 31, 2023, all the terms and conditions of the free share grants and the performance share grants, subject to the fulfillment of the presence conditions and, for certain grants, the performance criteria laid down by the Company's Board of Directors:

Date of Annual General Meeting	Name of plan	Date of Board meeting	Total number of free shares granted	Number of beneficiaries	Of which a corporate officer	Vesting date of the shares	End date of the lock-up period	Cumulative number of forfeited or lapsed shares	Free shares granted during the fiscal year	Free shares remaining at the end of the fiscal year
May 20, 2021	230831 EC and 230831 plan	August 31, 2023	287,538	488	1	August 31, 2026	August 31, 2026	2,542	0	284,996
May 20, 2021	220830 EC and 220830 TPGL Plan	August 30, 2022	272,218	457	1	August 30, 2025	August 30, 2025	9,635	0	262,583
May 20, 2021	2021 EC and TPGL Plan	August 31, 2021	175,315	367	1	August 31, 2024	August 31, 2024	19,128	0	156,187
June 30, 2020	2020 EC Plan	September 1, 2020	29,000	8	1	September 1, 2023	September 1, 2023	2,000	27,000	0
June 30, 2020	2020 TPGL Plan	September 1, 2020	97,103	336	0	September 1, 2023	September 1, 2023	17,383	79,720	0

Performance share grants to employees during the 2023 fiscal year

In fiscal year 2023, the 10 non-corporate officer employees who were granted the most performance shares received a total of 45,362 shares.

7.8 Other securities issued by the Company

In addition to the shares issued by the Company as stated in Section 7.3.1 and the free share grants (see Section 7.7), the Company carried out a Euro PP bond issue of €200 million at the end of June 2020 with a leading European investor. This private placement comprises two tranches: one seven-year €145 million tranche and one 10-year €55 million tranche, bearing a total annual coupon of 1.61%. Issued on very favorable terms for bioMérieux, this private issue enabled the Group to extend the maturity of its debt and to pursue its strategy of diversifying its sources of financing. With this long-term financing, bioMérieux can meet the Company's general needs and continue its growth strategy. The proceeds of this issue were used to refinance the public debt of €300 million issued in 2013, which matured in October 2020.

7.9 Provisions delaying a change of control

The following factors contribute to delaying, if needed, a change of control:

- ownership structure: bioMérieux is a controlled company (see Sections 7.3.2 and 7.4.1);
- existence of double voting rights (see Section 7.2.2.2);
- restrictions in the articles of association on the exercise of voting rights and share transfers: crossing of thresholds (see Section 7.4.4.1);
- in addition, no restrictions on the exercise of voting rights and share transfers or clauses to agreements have been brought to the Company's attention;
- control mechanisms within the framework of an employee share ownership plan: a mutual fund, OPUS Classic, has been set up in connection with the share capital increase reserved for bioMérieux employees subsequent to the initial public offering of its shares; employee share ownership plans are regularly implemented (MySHARE – see Section 3.6.6);
- powers granted to the Board of Directors to buy back shares: the Annual General Meeting of May 23, 2023 granted the Board of Directors the necessary powers to launch a share buyback program. This authorization will be renewed subject to the approval of the Annual General Meeting of May 23, 2024 (see Section 7.4.3);
- authorizations and powers granted by the Annual General Meeting to the Board of Directors regarding the issuance of shares (see Section 7.4.5);
- change-of-control clauses: some of the agreements to which the Company is party may be amended or terminated in the event of a change of control.

PRINCIPAL AGREEMENTS INCLUDING A CHANGE-OF-CONTROL CLAUSE (AT 12/31/2023)

Nature of agreement	Contracting party	Purpose
Loan agreement	8 banks	Undrawn syndicated credit facility for an amount of €600 million, signed in March 2023. It matures in March 2029 (five-year loan initially with two options to extend for one year each. One of these options was exercised in February 2024).
EuroPP	1 investor	A bond issue of €200 million with a 7-year and 10-year maturity
Property leasing agreements	2 financial institutions	Financing of the extension of the Marcy l'Étoile site for €45 million for a period of 12 years
License agreement	Brahms	PCT raw materials supply
License agreement	Roche Diagnostics	NT-proBNP

bioMérieux is not aware of any other factors likely to have an impact in the event of a public offer of its securities.

7.10 Material contracts

The Company has not entered into any material contracts over the last two years other than those entered into in the ordinary course of business.

8 Additional information

8.1 General information on the Company

Company name	bioMérieux No trade name has been registered. In this Universal Registration Document, bioMérieux is referred to as the "Company," "bioMérieux" or the "Group."
Legal status	French joint stock company (*société anonyme*) with a Board of Directors, governed by the French Commercial Code (*Code de commerce*) and all other applicable laws and regulations.
Trade and Companies Registry	Lyon, number 673 620 399
Headquarters	Marcy l'Étoile (69280) – France
Incorporation	On December 13, 1967 for a period of 50 years from its registration with the Trade and Companies Registry, unless this period is extended or the Company is dissolved before the end of the period. The Combined General Meeting of April 16, 2004 resolved to extend the Company's duration (Article 5 of the articles of association) to 99 years, expiring April 15, 2103. The Company has been established in France since its incorporation.
Company fiscal year	From January 1 to December 31 each year
APE code	2059 Z
Identification	• Code: BIM • ISIN code: FR0013280286 • LEI code: 549300AK8Y0LBIQ4T071
Telephone	+33 (0)4 78 87 20 00
Website	www.biomerieux.com (the information appearing on the website is not part of the prospectus, unless that information is incorporated by reference into the prospectus).

MAIN SOCIAL MEDIA PAGES USED BY THE COMPANY

Facebook	https://www.facebook.com/biomerieux
X	https://twitter.com/biomerieux
YouTube	https://www.youtube.com/user/bioMerieuxTV
LinkedIn	https://www.linkedin.com/company/biomerieux
Instagram	https://www.instagram.com/life.at.biomerieux

8.2 Persons responsible for the Universal Registration Document

8.2.1 Name and function of the persons responsible

Pierre Boulud, bioMérieux Chief Executive Officer.

8.2.2 Statement by the persons responsible

"I hereby certify that having taken all reasonable care to ensure that such is the case, the information contained in this Universal Registration Document is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

I declare that, to the best of my knowledge, the annual financial statements have been prepared in accordance with applicable accounting standards and give a true and fair view of the assets, liabilities, financial position and results of the Company and all of the companies included in the consolidation, and that the management report included in this Universal Registration Document in accordance with the concordance table detailed in Appendix 1 presents a true picture of the development of the business, results and financial position of the Company and all companies included in the consolidation and that it describes the main risks and uncertainties to which they are exposed."

Marcy l'Étoile, March 27, 2024

Chief Executive Officer

Pierre Boulud

8.2.3 Name and function of the person responsible for financial information

Guillaume Bouhours, Chief Financial Officer, Executive Vice President, Purchasing & Information Systems.

bioMérieux – 69280 Marcy l'Étoile – France – Telephone: +33 (0)4 78 87 20 00

8.3 Responsible for auditing the financial statements

Cabinet Ernst & Young et Autres

Tour Oxygène – 10, boulevard Vivier-Merle 69003 Lyon

The Company was appointed by the Annual General Meeting of May 30, 2012, then renewed by the Annual General Meeting of May 17, 2018 for a term expiring at the end of the Annual General Meeting called to approve the financial statements for the year ending December 31, 2023.

Ernst & Young et Autres is registered as a statutory auditor with the Compagnie régionale des Commissaires aux comptes de Versailles.

Ernst & Young et Autres is represented by Sylvain Lauria.

Cabinet Grant Thornton

44, quai Charles-de-Gaulle 69006 Lyon

The Company was appointed by the Annual General Meeting of May 30, 2017, then renewed by the Annual General Meeting of May 23, 2023 for a term expiring at the end of the Annual General Meeting called to approve the financial statements for the year ending December 31, 2028.

Grant Thornton is registered as a statutory auditor with the Compagnie régionale des Commissaires aux comptes de Versailles.

Grant Thornton is represented by Jean Morier.

8.4 Documents available to the public

Pursuant to Article 19 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017, the following information is referenced in this Universal Registration Document:

- For fiscal year 2022:
  - the consolidated financial statements and the corresponding Statutory Auditors' report appear in Sections 6.1.1 and 6.1.2 (pages 212 to 275) and in Section 6.1.3 (pages 276 to 278), respectively,
  - the annual financial statements and the corresponding Statutory Auditors' report appear in Sections 6.2.1 and 6.2.2 (pages 279 to 307) and in Section 6.2.4 (pages 311 to 313), respectively,
  - the review of the financial position and results appear in Section 5.1 (pages 204 to 207),
  - capital expenditure (or capex) appears in Section 5.4 (page 208);

  of the Universal Registration Document of fiscal year 2022 filed with the AMF on March 22, 2023, under No. D. 23-0134.
- For fiscal year 2021:
  - the consolidated financial statements and the corresponding Statutory Auditors' report appear in Sections 6.1.1 and 6.1.2 (pages 194 to 257) and in Section 6.1.3 (pages 258 to 260), respectively,
  - the annual financial statements and the corresponding Statutory Auditors' report appear in Sections 6.2.1 and 6.2.2 (pages 261 to 288) and in Section 6.2.4 (pages 293 to 296), respectively,
  - the review of the financial position and results appear in Section 5.1 (pages 186 to 190),
  - capital expenditure (or capex) appears in Section 5.4 (page 191);

  of the Universal Registration Document of fiscal year 2021 filed with the AMF on March 17, 2022, under No. D. 22-0122.

Other information in these documents is irrelevant to investors or is covered by another section in the 2023 Universal Registration Document.

During the period of validity of this Universal Registration Document, the Company's articles of incorporation and articles of association, the minutes of the Annual General Meetings, the Company's historical financial information, the Statutory Auditors' reports and all other Company documents may be consulted at the Company's headquarters in Marcy l'Étoile, France.

In accordance with AMF Position-recommendation DOC-2016-08, the Company press releases and annual reports including historical financial information on the Company are available on the Company's website and kept on file for the required length of time.

More generally, and in accordance with Article 221-3 of the AMF's General Regulation, all of the regulatory information within the meaning of Article 221-1 of the aforementioned regulation, as well as the Company's updated articles of association, are available on the Company's website www.biomerieux.com.

8.5 Provisional investor calendar 2024

Date	Event
April 09, 2024	Capital Market Day and first-quarter 2024 sales
May 23, 2024	Annual General Meeting
September 05, 2024	Second-quarter 2024 sales and first-half results at June 30, 2024
October 24, 2024	Third-quarter 2024 sales

The Company reserves the right to modify this calendar at any time.

Appendices

Appendix 1. Concordance tables

CONCORDANCE TABLES FOR THE UNIVERSAL REGISTRATION DOCUMENT

This enables identification of the information specified by Appendices I and II to delegated regulation (EU) 2019/980 of March 14, 2019 (supplementing regulation (EU) 2017/1129 of June 14, 2017).

Sections of Appendix I of the Delegated Regulation (EU) 2019/980	Section(s)	Page(s)
1. Persons responsible, information from third parties, expert reports, and approval of the competent authority		
1.1. Names and functions of the persons responsible	8.2.1	326
1.2. Statement by the persons responsible	8.2.2	326
1.3. Expert statement	NA	
1.4. Certifications relative to information from third parties	NA	
1.5. Statement by the competent authority	NA	
2. Statutory Auditors		
2.1. Person(s) responsible for auditing the financial statements Identity of the Statutory Auditors	8.3	327
2.2. Changes	NA	
3. Risk factors		
3.1. Description of significant risks	2.1/2.2	58/59
4. Information concerning the issuer		
4.1. Corporate purpose and trade name of the issuer	8.1	326
4.2. Registration place and number of the Company (and LEI)	8.1	326
4.3. Date of constitution and duration of the issuer	8.1	326
4.4. Headquarters, legal form, applicable legislation and website	8.1	326
5. Business overview		
5.1. Main activities		
5.1.1. Type of operations carried out by the issuer and its main activities	1.2.2	27
5.1.2. New products	1.2.3/5.1.3	29/208
5.2. Principal markets	1.2.1	24
5.3. Significant events in the issuer's business growth	NA	
5.4. Strategy and objectives	1.3/5.5.2	46/211
5.5. Dependence of the issuer on patents, licenses, industrial, commercial or financial contracts, or new manufacturing processes	1.5.2/2.2.2.4	54/68
5.6. Competitive position	1.2.2.4	29
5.7. Capital expenditures		
5.7.1. Significant capital expenditure completed	5.4.1	210
5.7.2. Significant capital expenditure in progress or firm commitments	5.4.2	210
5.7.3. Joint ventures and significant interests	1.2.4.2	45
5.7.4. Environmental aspects that may influence the use of property, plant and equipment	3.5.1/3.12	94/147
6. Organizational structure		
6.1. Group to which the issuer belongs	1.1.2	22
6.2. Important subsidiaries of the issuer	1.2.4.1	43
7. Review of financial position and result		
7.1. Financial position	5.1	206
7.1.1. Explanation of the development and result of activities	5.1/5.2	206/209
7.1.2. Future developments and research and development activities	1.5.1	50
7.2. Operating income		
7.2.1. Significant factors that have a material impact on the issuer's operating income	5.1.2	207
7.2.2. Explanation for significant changes in net revenue or net income	5.1.1	206

Sections of Appendix I of the Delegated Regulation (EU) 2019/980	Section(s)	Page(s)
8. Capital resources		
8.1. Information on the issuer's share capital	5.2.1	209
8.2. Sources, amount and description of the issuer's cash flows	5.2.2	209
8.3. Issuer's financing requirements and financing structure	5.2.3	209
8.4. Restrictions on the use of share capital	5.2.4	209
8.5. Expected financing sources necessary to honor commitments relative to future capital expenditure and property, plant and equipment	5.2.5	209
9. Regulatory environment		
9.1. Description of the regulatory environment and external factors affecting the issuer's business	1.4/2.2.3.2/ 3.7.5	47/73/126
10. Overview and current trends		
10.1. Information on:		
a) main recent trends that have affected production, sales and inventories, costs, and sales prices between the end of the last fiscal year and the date of the Universal Registration Document;	5.5.1	211
b) significant changes in the financial performance of the Group between the end of the last fiscal year and the date of the URD (or appropriate negative statement).	NA	
10.2. Known trends, uncertainties, demands, commitments or events that can reasonably be expected to significantly impact the issuer's outlook, at least during the current fiscal year	5.5.2	211
11. Profit forecasts or estimates		
11.1. Profit forecast or estimate	NA	
11.2. Statement of the main assumptions upon which the estimate or forecast is based	NA	
11.3. Profit forecasts or estimates calculated on a comparable basis to historical financial information and to the accounting methods of the issuer	NA	
12. Administrative, management and supervisory bodies and General Management		
12.1. Name, business address and function, within the issuing company, of the members of the administrative, management and supervisory bodies, stating their main activities carried out outside of the Company and their management expertise and experience	4.2.3/4.2.4/ 4.2.5	160/163/171
a) Other directorships		
b) Convictions for fraud pronounced during the past five or more years		
c) Bankruptcy, sequestration, receivership or liquidation in which one of the members of the administrative, management or supervisory bodies has been involved over the past five or more years		
d) Official public charges and/or disciplinary action pronounced against one of the members of the administrative, management or supervisory bodies by the statutory or regulatory authorities		
12.2. Conflicts of interest at the administrative, management and supervisory bodies and general management level	4.2.5	171
13. Compensation and benefits		
13.1. Amount of compensation paid and benefits-in-kind for members of the administrative, management and supervisory bodies	4.3.1/4.3.2/ 4.3.3	179/184/195
13.2. Total amounts provisioned or recognized by the issuer or its subsidiaries for the payment of pensions, retirement or other benefits	4.3.5	198
14. Functioning of the administrative, management and supervisory bodies		
14.1. Date of expiration of current directorships	4.2.2/4.2.3/ 4.2.4	158/160/163
14.2. Service agreements linking members of the issuer's administrative, management and supervisory bodies or those of any of its subsidiaries and providing for the payment of benefits	4.4.2/4.4.3/ 4.4.4	199/200/ 200
14.3. The Board Committees	4.2.2/4.2.3/ 4.2.6.7	158/160/176
14.4. Declaration of conformity with the Corporate Governance system in force in France	4.1	156
14.5. Significant potential impact on Corporate Governance, and future changes to the composition of the administrative, management and supervisory bodies and committees	4.2.3	160

Sections of Appendix I of the Delegated Regulation (EU) 2019/980	Section(s)	Page(s)
15. Employees		
15.1. Number of employees	Appendix 2	339
15.2. Equity investments and stock options	7.7	321
15.3. Agreements providing for employee profit-sharing in the issuer's share capital	3.6.6/7.4.2	118/315
16. Main shareholders		
16.1. Shareholders holding over 5% of capital on the date of the Universal Registration Document	7.3.2	314
16.2. Existence of different voting rights	7.2.2.2/7.3.2	313/314
16.3. Ownership or control of the issuer	7.4.1	315
16.4. Agreements whose implementation could result in a change of control	7.9	323
17. Transactions with related parties		
17.1. Details of transactions with related parties concluded by the issuer during the period covered by the historical financial information up to the date of the Universal Registration Document	4.4	199
18. Financial information concerning the issuer's assets and liabilities, financial position and results		
18.1. Historical financial information		
18.1.1. Audited historical financial information	8.4	327
18.1.2. Change of date of accounting reference	NA	
18.1.3. Accounting standards	6.1.2 (note 2)	219
18.1.4. Change of accounting standard	NA	
18.1.5. Minimum content of audited financial information	6.1.1/6.1.2/ 6.2.1/6.2.2	214/219/ 277/279
18.1.6. Consolidated financial statements	6.1.1/6.1.2	214/219
18.1.7. Age of latest financial information	5.1	206
18.2. Interim financial information and other		
18.2.1. Quarterly or half-yearly financial information, where applicable, including audit or examination report	NA	
18.3. Audit of annual historical financial information		
18.3.1. Audit report	6.1.3/6.2.4	274/308
18.3.2. Other audited information contained in the Universal Registration Document	NA	
18.3.3. Non-audited sources of financial information	NA	
18.4. Pro forma financial information		
18.4.1. Description of the influence of significant changes in gross values	NA	
18.5. Dividend policy		
18.5.1. Description of the dividend distribution policy and any applicable restrictions	7.6	321
18.5.2. Dividend amount per share	7.6	321
18.6. Legal and arbitration proceedings		
18.6.1. Administrative, judicial or arbitration procedure that may have significant effects on the financial position or profitability of the issuer	2.3	74
18.7. Significant change in financial position		
18.7.1. Description of any significant change in the financial position of the Group since the end of the last fiscal year for which financial statements were audited or published	5.3	210

Sections of Appendix I of the Delegated Regulation (EU) 2019/980	Section(s)	Page(s)
19. Additional information		
19.1. Share capital		
19.1.1. Shares not representing capital	7.3.1	314
19.1.2. Shares held by the issuer or its subsidiaries	7.4.3	315
19.1.3. Securities that are convertible, exchangeable or with subscription warrants	7.8	323
19.1.4. Conditions that govern all acquisition rights and/or obligations attached to authorized but unissued share capital, or all capital increases	7.4.5	318
19.1.5. The share capital of any Group member, which is subject to an option or a conditional or unconditional agreement	7.4.5	318
19.1.6. Changes in share capital for the period covered by the historical financial information	7.3	314
19.2. Articles of incorporation and articles of association		
19.2.1. Register, entry number in the register, and corporate purpose of the issuer	7.2.1	312
19.2.2. Rights, privileges and restrictions attached to each share category	7.2.2	313
19.2.3. Statutory or other provisions that may delay, defer or prevent a change of control	7.9	323
20.Material contracts	**7.10**	**323**
21. Documents available		
a) Articles of association	7.2/8.4	312/327
b) Expert reports, letters and other documents, historical financial information, assessments and statements	NA	
c) Indication of the website on which the documents may be consulted	8.1	326

CONCORDANCE TABLE FOR THE ANNUAL FINANCIAL REPORT

This enables identification of the main information stipulated by the financial report indicated in Article 451-1-2 of the French Monetary and Financial Code and Article 222-3 of the AMF general regulations.

Headings/Themes	Section(s)	Page(s)
Parent company annual financial statements	6.2.1/6.2.2	277/279
Consolidated annual financial statements	6.1.1/6.1.2	214/219
Management report	See concordance table between the Universal Registration Document and the management report	
Statement by the person responsible for the annual financial report	8.2.2	326
Statutory Auditors' report on the parent company annual financial statements	6.2.4	308
Statutory Auditors' report on the consolidated annual financial statements	6.1.3	274

CONCORDANCE TABLE FOR THE MANAGEMENT REPORT

This includes all of the information from the management report required by Articles L. 225-100 et seq., L. 232-1, II, L. 233-26 and R. 225-102 of the French Commercial Code.

1. Themes	Section(s)	Page(s)
I. Activity		
Objective and exhaustive review of the change in business, the results and financial position of the Company and the Group, in particular its indebtedness, in view of its volume and the complexity of its activities	5.1/5.2/6.2.3	206/209/303
Position of the Company and the Group during the previous fiscal year	5.1.2/5.4.1/5.4.2/6.2.3.1	207/210/210/303
Forecast changes for the Company and Group	5.5.2	211
Significant events for the Company and Group after the year end	5.5.1	211
Research & development activities of the Company and the Group	1.5.1	50
List of existing branches	1.2.4.2	45
Investments in companies with their headquarters on the French Republic's territory	1.2.4.2	45
Activities and results for the Company, its subsidiaries and companies over which it has control	5.1/6.2.2 (note 3.3.3)	206/285
Key performance indicators of a financial and, where relevant, non-financial nature, related to the Company's specific business, particularly information on environmental and staff issues with reference to the amounts in the annual financial statements and any additional relevant explanations	3/5.1	79/206
II. Risk factors		
Principal risks and uncertainties to which the Company and Group are exposed	2	57
Company and Group objectives and policy in terms of financial risk management, including the hedging policy	2.5	78
Indications about financial risks related to the effect of climate change and presentation of measures taken by the Company to reduce them while implementing a low-carbon strategy in all aspects of its activities	2.2.2.6/3.5	70/94
Main characteristics of the internal control and risk management procedures relating to the preparation and processing of financial and accounting information	2.4	74
Company and Group exposure to price, credit, liquidity and cash flow risks	6.1.2 (note 28)	265
III. Legal and shareholder information		
Identity of individuals or companies holding, directly or indirectly, over 5% of the share capital or voting rights	7.3.2	314
Modifications that have occurred during the fiscal year	7.3.2	314
Name of companies controlled and share of the Company's share capital that they hold (treasury shares)	1.2.4.1/6.2.2 (note 3.3.3)	43/285
Number of shares purchased and sold during the fiscal year, average purchase and sale price, level of fees and commissions, number of shares registered in the Company's name at the end of the fiscal year and their value at the purchase price and at nominal value, reasons for acquisitions carried out and fraction of the share capital that they represent	7.4.3	315
Calculation elements and results of any adjustments for conversion bases and conditions for subscribing or exercising securities giving access to the share capital or stock options or share buybacks for securities giving access to the share capital in the event of share buybacks or financial transactions	7.4.5	318
Status of employee profit-sharing (and any executives) in the share capital on the last day of the fiscal year and proportion of the share capital held by employees and managed collectively (PEE or FCPE) and registered shares owned directly by them under a free share grant plan or other schemes (share ownership plans, privatizations, etc.)	7.4.2/7.7	315/321
Special report on transactions carried out by the Company or companies connected to it related to the allocation of free shares to employees and executives	7.7	321
Special report on transactions by the Company or companies connected to it under stock option plans restricted to employees and executives	7.7	321

1. Themes	Section(s)	Page(s)
IV. Financial information		
Table indicating the Company's results over the last five fiscal years	6.2.3.3	305
Changes in the presentation of the annual financial statements and valuation methods used	NA	
Information on payment periods of trade payables and trade receivables of the Company, the annual financial statements of which are certified by a Statutory Auditor	6.2.3.4	306
Amount of dividends distributed during the last three fiscal years and the amount of net revenues distributed eligible for the deduction, as well as the amount of those that are not, broken down by share category	7.6	321
Amount of inter-company loans (loans with terms of less than two years to micro-companies, SMEs and ETIs with which the Company has economic links that justify them)	NA	
Information on the acquisition by the Company of treasury shares for the purpose of allocating them to employees or directors	7.4.3	315
Restrictions imposed by the Board of Directors on exercising options granted or the sale of shares allocated to executives free of charge	4.3.1.2.2/7.7	180/321
Conditions for the conservation of free shares granted to executive corporate officers	4.3.1.2.2/7.7	180/321
Breakdown of trading in the Company's shares by senior executives, senior managers or by their close relations	7.4.4.2	318
V. Social and environmental information		
Social information	3.6	108
Environmental information	2.2.2.6/3.5	70/94
Information on Corporate commitments to promote sustainable development	3.8.4	135
Information for companies operating at least one facility on the list stipulated in Article L. 515-36 of the French Environmental Code	NA	

CONCORDANCE TABLE FOR REPORTING NON-FINANCIAL PERFORMANCE

This contains the information required in application of Articles L. 225-102-1, L. 22-10-36, R. 22-10-29 and R. 225-105-1 of the French Commercial Code (Code de Commerce

Headings/Themes	Section(s)	Page(s)
1. Business model	**Introduction**	**8 and 9**
1.1. Organization and structure		
1.1.1. Organizational structures	1.1.2/1.2.4	22/43
1.1.2. Governance	4.2	157
1.2. Markets in which it operates		
1.2.1. The in vitro diagnostics industry	1.2.1	24
1.2.2. Areas of expertise	1.2.2.1	27
1.3. Main activities		
1.3.1. Research and development	1.5.1	50
1.3.2. Production	1.6.1	55
1.3.3. Commercial network	1.2.2.2	28
1.4. Market position		
1.4.1. Competition	1.2.2.4	29
1.4.2. Customers	1.2.2.3	28
1.4.3. Trade payables	3.8.1	132
1.4.4. Regulations	1.4	47
1.5. Products and services	1.2.3	29
1.6. Revenue and performance indicators	5.1	206
1.7. Objectives and strategies		
1.7.1. Market trends and growth prospects	1.2.1.4	25
1.7.2. bioMérieux's strategy	1.3	46
1.7.3. bioMérieux trends and objectives	5.5.2	211
2. Information on how the Company considers the social and environmental consequences of its activity, as well as the effects of this activity on the respect for human rights and combating corruption and tax evasion.		
2.1. Description of the main non-financial risks	3.3	85
2.2. Presentation of the policies applied with regard to those risks	3.4 à 3.8	90
2.3. Result of the policies, including key performance indicators	3.4 à 3.8	90
3. Other required information in accordance with the implementing decree for the transposition of the European directive (2017-1265)		
3.1. Consequences on climate change of the Company's business and the uses of the goods and services that it produces	3.5	94
3.2. Circular economy	3.5.2.3	102
3.3. Fighting food waste	3.5.2.5	105
3.4. Collective agreements within the Company and their impacts on the economic performance of the Company as well as employee working conditions	3.6.4	116
3.5. Actions to combat discrimination and promote diversity, and measures taken to support individuals with disabilities	3.6.3	112
3.6. Corporate commitments to promote sustainable development	3.8.4	135
4. Other information required in accordance with the Sustainable Food Law (Law no. 2018-938)		
4.1. Fighting food insecurity and respect for a responsible, fair and sustainable food supply	NA	
4.2. Respect for animal welfare	NA	
5. Other information required in accordance with the Anti-Fraud Law (Law no. 2018-898).	**3.8.3**	**134**

CONCORDANCE TABLE ON THE CORPORATE GOVERNANCE REPORT

This includes all information from the Corporate Governance report required by Articles L. 22-10-8 to L. 22-10-11 and L. 225-100 of the French Commercial Code (Code de Commerce).

Theme	Section(s)	Page(s)
I. Corporate Governance Code		
Declaration of conformity with the Corporate Governance system in force in France, where the code can be consulted and, where appropriate, any rules that exceed the minimum legal requirements	4.1	156
II. Composition and organization of the work of the Board of Directors		
Body chosen to exercise the Company's General Management functions	4.2.1	157
Any restrictions placed by the Board of Directors on the Chief Executive Officer's powers	4.2.1/4.2.6.2	157/173
List of all directorships and positions in any company exercised by all of these officers over the course of the fiscal year	4.2.4	163
Composition and conditions for the preparation and organization of the work of the Board		
Conflicts of interest at the administrative, management and supervisory bodies and general management level	4.2.5	171
Committees of the Board/composition and conditions for preparing and organizing the work of the Board	4.2.6.7	176
Application of the principle of diversity within the Board of Directors (gender equality, balanced representation by nationality, age, qualifications and professional experience)	4.2.6.3	173
Gender equality within governance bodies that regularly support General Management in carrying out their duties and with regard to achieving diversity in 10% of the highest responsibility positions	4.2.6.3	173
Service agreements linking members of the issuer's administrative, management and supervisory bodies or those of any of its subsidiaries and providing for the payment of benefits	4.4.3	200
Procedure put in place by the Board of Directors of listed companies to evaluate compliance with the conditions relating to agreements on routine operations concluded under normal conditions	4.4.1	199
Agreements made, directly or via an intermediary person, between corporate officers or a shareholder holding more than 10% of the voting rights of the Company and another company controlled by the first, with the exception of agreements on routine operations concluded under normal conditions	4.4.2/4.4.4/ 4.4.5	199/200/ 203
Summary table of valid delegations granted by the Annual General Meeting of shareholders to the Board of Directors or Management Board in the area of capital increases and the use made of these delegations during the fiscal year	7.4.5	318
Specific arrangements relating to shareholders' attendance at the Annual General Meeting or reference to the provisions in the articles of association that set out these arrangements	7.2.2	313
Factors likely to have an impact in the event of a public offer	7.9	323
III. Compensation of senior executives and corporate officers		
Total compensation and benefits-in-kind paid during the fiscal year to each corporate officer by the Company, the companies that it controls, or the company that controls it	4.3.2	184
Variable elements of the compensation of members of the administrative, management and supervisory bodies, based on application of the non-financial performance criterion	4.3.1.2.2/ 4.3.2.2/ 4.3.2.3	181/189/191
Commitments of all types made by the Company for the benefit of its corporate officers, corresponding to compensation, indemnities or benefits due or likely to be due in connection with their appointment, termination or change of office or subsequent thereto, particularly post-employment benefit obligations and other lifetime benefits	4.3.2.4	195
Principles and criteria for the determination, distribution and allocation of fixed, variable and exceptional items making up the total compensation and benefits-in-kind, due to the executive corporate officers	4.3.1	179
Level of compensation of the executive corporate officers in relation to the average compensation of employees of the Company other than corporate officers, and changes to this ratio over the last five fiscal years	4.3.2.1.1	184
Level of compensation of the executive corporate officers in relation to the median compensation of employees of the Company and corporate officers, as well as changes to this ratio over the last five fiscal years	4.3.2.1.1	184

Theme	Section(s)	Page(s)
Amount of the total compensation paid and benefits of any kind to the members of the administrative, management and supervisory bodies, including in the form of capital securities, debt securities or securities giving access to capital or giving entitlement to the assignment of debt securities	4.3.2	184
Draft resolutions drawn up by the Board of Directors for the approval of the principles and criteria for determining, distributing and awarding the fixed, variable and exceptional components that make up the total compensation and any benefits assignable to the chairmen, chief executive officers and chief operating officers by virtue of their office (say on pay)	4.3.1/4.3.2	179/184
Variable or exceptional compensation awarded over the course of the previous fiscal year to those executives	4.3.2.2/ 4.3.2.3	189/191
Total amounts provisioned or recognized by the issuer or its subsidiaries for the payment of pensions, retirement or other benefits	4.3.5	198

Appendix 2. Other non-financial indicators monitored by the Company[1]

	2023	2022	2021	2020	2019
HUMAN RESOURCES INDICATORS					
Overall change in headcount[a]					
End of period headcount (number of employees)	13,982	13,135	12,379	12,128	11,399
Headcount at the end of the period (in fulltime equivalent)	13,839	12,978	12,228	11,972	11,225
EMEA	41%	43%	43%	43%	45%
Americas	49%	47%	47%	47%	45%
Asia Pacific	10%	10%	10%	10%	10%
Headcount by gender and age					
Headcount – Women	49%	48%	48%	48%	48%
< 25	2%	2%	2%	2%	2%
25–34	13%	13%	13%	13%	13%
35–44	15%	15%	15%	14%	14%
45–54	11%	11%	11%	11%	12%
55 and over	7%	7%	7%	7%	7%
Headcount – Men	51%	52%	52%	52%	52%
< 25	2%	2%	2%	2%	2%
25–34	14%	14%	14%	15%	15%
35–44	18%	16%	15%	15%	16%
45–54	12%	12%	12%	12%	12%
55 and over	8%	8%	8%	8%	8%
Part-time headcount *(%)*					
Men	0.6%	0.6%	0.7%	0.7%	0.9%
Women	3.5%	3.8%	4.2%	4.4%	5.1%
Headcount on temporary contracts *(%)*	4%	4%	4%	4%	4%

(a) See Section 3.9 for the organizational scope covered

(1) See Section 3.9 for the organizational scope covered.

Appendix 3. Glossaries

Scientific terms

Acute coronary syndrome: decreased blood flow in the coronary arteries resulting in reduced circulation rate and inadequate oxygenation of the myocardial muscle.

Amplification: a technique, usually using enzymes, for multiplying nucleic acids in order to increase the sensitivity of detection methods.

AMR: antimicrobial resistance is the ability of bacteria to resist the effects of an antibiotic that was previously able to treat infections caused by these bacteria.

AMS: antimicrobial stewardship is the program to ensure that the right antibiotic is administered to the right patient at the right time, with the right dose and the right route, causing the least possible harm to the patient and future patients. In realistic terms, it is a multidisciplinary approach that seeks to ensure that patients receive the most effective antibiotic treatments, while limiting the side effects and costs of unnecessary treatments.

Antimicrobial susceptibility testing (AST): an analysis to determine the sensitivity of a bacterium to antibiotics.

Antibiotic: a substance of natural or synthetic origin capable of stopping the multiplication of bacteria.

Antibody: a complex protein molecule produced by the immune system to detect and neutralize pathogens, in particular viruses.

Antigen: a macromolecule recognized by an antibody or cells from an organism's immune system that triggers an immune response.

Antimicrobial: family of substances that kill or slow the growth of microbes such as bacteria (antibacterial activity), fungi (antimycotic activity), viruses (antiviral activity), or parasites (antiparasitic activity).

ANSM *(Agence nationale de sécurité du médicament et des produits de santé*): French regulatory agency that carries out assessments, provides expertise, and makes decisions regarding the safety of drugs and healthcare products.

Bacteremia: this is defined by the presence of a pathogenic bacterium in the bloodstream, authenticated by positive blood cultures. The presence of this bacterium may be transient or chronic and may or may not be accompanied by clinical signs.

Bacterium: a unicellular microorganism lacking chlorophyll and visible only under a microscope. Bacteria do not belong to either the plant or the animal kingdom.

Biochemistry: an area of science which studies the correlation between the structure of natural molecules and the consequences on their activity.

Blood culture: an essential blood test in infectious disease. It is carried out by taking a sample of venous blood which is then cultured to reveal the presence or absence of germs.

Chromogen: a substance that produces coloring under certain conditions. Related to an enzyme substrate and incorporated in a culture medium, it is used to reveal a particular enzyme metabolism and thereby assists in identifying the cultured bacterium.

Consumable: a single-use accessory, generally employed in an analysis instrument.

Contaminant: a substance present where it should not be.

Culture media: a simple or compound nutrient composition in liquid or solid form, used to maintain or increase the development of a microbial species under appropriate biological conditions.

Cytomegalovirus: a virus responsible for infections, usually undetected. It becomes pathogenic especially in patients with weak immune defenses. The virus is a member of the herpes virus family, which includes, inter alia, herpes simplex virus (HSV) or herpes virus hominis (HVH), cytomegalovirus (CMV), varicella zoster virus (VZV) and Epstein-Barr virus (EBV).

Cytometry: the counting of cells.

DNA: the acronym of "deoxyribonucleic acid." These nucleotides consist of a sugar (deoxyribose), a phosphate group, and one of the following nitrogen-containing bases: adenine (A), cytosine (C), guanine (G) or thymine (T), and serve as a medium for genetic information.

DNA sequencing: method used to determine the order of the nucleotide bases in a DNA molecule.

Enzyme: a protein macromolecule which speeds up a biochemical reaction.

Enterobacteria: a family of aerobic or anaerobic bacilli (bacteria), requiring or not requiring oxygen to live and reproduce, revealed by Gram-negative staining.

Extraction: a term applied to the steps to extract nucleic acids from the cells that contain them and process them so they can be used in molecular biology techniques such as amplification.

FDA (Food and Drug Administration): American agency responsible for regulating food and medical products.

Flow cytometry: a technique of passing a stream of cells, particles or molecules at high speed within a stream of liquid through a laser beam. The light re-emitted (by diffusion or fluorescence) enables the population to be classified and sorted according to several criteria.

Gram staining: a staining technique which reveals the properties of the bacterial wall so that they can be used to distinguish and classify bacteria. The main distinction is between Gram-positive and Gram-negative bacteria.

Healthcare-associated infection: a disease contracted in a hospital or other healthcare establishment by a patient who did not have this disease on admission.

Immunoassays: detection of pathology markers using an antigen-antibody reaction.

***In vitro* diagnostics:** tests performed outside the human body using diagnostic tools.

IVD: the abbreviation of *in vitro* diagnostics.

Listeria: a genus of bacteria which can cause listeriosis, an infectious disease which is potentially serious in new-born babies, pregnant women or individuals with low resistance.

Marker: a reagent used to detect the substance to which it is bound. A biological marker (biomarker) is a substance that is assayed to help diagnose a pathology.

Mass spectrometry: a technique used to identify and determine the chemical structure of multiple molecules simultaneously, analyzing the mass and charge of their ions.

Methicillin: a semi-synthetic penicillin used primarily against non-resistant Staphylococcus aureus.

Molecular biology: technology that analyses genetic sequences of DNA or RNA that are characteristic of a bacterium, virus, protein or cell.

Microbiology: the study of microorganisms including, inter alia, viruses, bacteria and fungi.

Microorganism: a living organism of microscopic size.

MRSA: methicillin-resistant Staphylococcus aureus bacterium.

Multiplex test: a test able to indicate a result for a large number of pathogens in the same test, in contrast with a monoplex test (which deals with a single pathogen) or a lowplex test (which deals with a small number of pathogens, in practice two to four targets).

Multi-resistant bacteria: bacteria are said to be multi-resistant to antibiotics when they are sensitive only to a small number of the antibiotics customarily used in therapy, as a consequence of the accumulation of natural and acquired resistances.

National Medical Products Administration (NMPA): the Chinese agency responsible for regulating food and medical products, formerly the China Food and Drug Administration (CFDA).

Nucleic acid: nucleic acid is a naturally occurring molecule found in most cells. It has the ability to hold and transmit coded hereditary instructions allowing for an organism's development. There are two types of nucleic acids: DNA and RNA.

Parasite: an organism that feeds off, lives or reproduces itself by establishing a lasting interaction with another organism (the host).

Pathogen: a biological agent responsible for infectious disease. Infectious agents can be viruses, bacteria or parasites.

Polymerase chain reaction (PCR): is molecular biology method of gene amplification *in vitro*, which makes it possible to duplicate in large quantities (with a multiplication factor of l billion), a known DNA or RNA sequence, starting from a small initial amount. This method is particularly appropriate for the detection of viruses.

Point-of-care (POC) – Point-of-care testing (POCT): services offered "at the bedside" including, in particular, analysis of the diagnosis.

Procalcitonin: a marker used to assist in the early detection of bacterial infections.

Protein: a basic constituent of all living cells. A biological macromolecule is composed of one or more amino acid chains linked by peptide bonds.

RNA: the acronym of "ribonucleic acid." A polymer similar to DNA which, like DNA, mainly has a role as a vector of genetic information. The sugar in RNA is a ribose.

Salmonella: a genus of enterobacteria. They cause two types of illness: gastrointestinal diseases through foodborne illnesses (salmonellosis) and typhoid and paratyphoid fevers.

Sepsis: an excessive reaction of an organism's immune system and coagulation system to an infection. This reaction is characterized by systemic inflammation and by blood coagulation problems, which can rapidly lead to organ failure (severe sepsis) and, in many cases, death.

Staphylococcus: a genus of Gram-positive bacteria, usually observed in clusters resembling bunches of grapes.

Substrate: a molecule used as a starting product which binds to the active site of an enzyme and is converted into one or more products.

Syndrome: a set of clinical signs and symptoms that a patient is likely to display when suffering from certain medical conditions.

Test panel: a set of predetermined medical tests used in the diagnosis and treatment of medical conditions.

Typing: a method which can help in the assessment of the compatibility between two individuals, their organs, tissues or blood. A technique used to characterize bacteria.

Virus: a rudimentary infectious microorganism, containing a single type of nucleic acid encaged in a protein capsid, which uses the materials of the cell that it parasitizes to synthesize its own constituents. It reproduces using just its own genetic material.

WHO (World Health Organization): executive authority in healthcare for international projects within the UN system.

Alternative performance indicators and financial terms

Net debt: sum of cash and cash equivalents less committed debt and bank overdrafts and other uncommitted borrowings. APM

Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA): sum of the contributive operating income before non-recurring items, depreciation and amortization. APM

Currency impact: currency impact is determined by converting the current period data to the average exchange rate of the previous year of the period being compared. In practice, the exchange rates used can be the average rates communicated by the ECB or the hedged rates when hedging instruments have been implemented. Since 2022, bioMérieux's accounts have deemed Argentina and Turkey to be in a state of hyperinflation.

FTE: Full Time Employee. APM

Free Cash Flow Generation: cash flow from operations plus cash flow from capital expenditure excluding net cash from acquisitions and disposal of subsidiaries. APM

Contributive operating income before non-recurring items (ROCC): operating income before non-recurring items, excluding items relating to the amortization and impairment of intangible assets related to acquisitions and acquisition-related costs. APM

Contributive operating income (ROC): recurring income less recurring expenses and amortization and impairment of intangible assets related to acquisitions and acquisition-related costs. Non-recurring expenses and income are not included.

Changes in the scope of consolidation:

The effects of changes in the scope of consolidation are determined:

- for acquisitions for the period, by deducting from sales and operating expenses for the period the amount of sales and operating expenses made during the period by the entities acquired from their entry into the scope of consolidation;
- for acquisitions of the previous period, by deducting from sales and operating expenses for the period the amount of sales and operating expenses made during the months in which the acquired entities were not consolidated during the previous period;
- for disposals for the period by adding to sales and operating expenses for the period the amount of sales and operating expenses made by the entities sold the previous period, during the months in which these entities are no longer consolidated over the current period;
- for disposals for the previous period, by adding to the sales and operating expenses of the period the sales and operating expenses made during the preceding period by the entities sold.

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