

DBV TECHNOLOGIES
Limited company with share capital of €3,615,777.70
Registered office: 177-181 avenue Pierre Brossolette – 92120 Montrouge.
Nanterre Trade and Companies Register (RCS) 441 772 522

NOTICE OF MEETING

The shareholders of the company are hereby invited to attend the Combined Ordinary and Extraordinary General Meeting of Shareholders to be held at **8:30 a.m. on May 24, 2019**, at the registered office: 177-181 avenue Pierre Brossolette – 92120 Montrouge, France, to deliberate on the following agenda:

Ordinary resolutions:

1. Approval of the annual financial statements for the year ended December 31, 2018
2. Approval of the consolidated financial statements for the year ended December 31, 2018
3. Allocation of income for the year
4. Special report by the Statutory Auditors on regulated agreements and commitments and approval of said agreements
5. Special report by the Statutory Auditors on regulated agreements and commitments and approval of the company's commitment made to Daniel TASSE
6. Renewal of Julie O'NEILL, as director
7. Ratification of the provisional appointment of Daniel TASSE, as director
8. Appointment of Viviane MONGES, as Board Member
9. Approval of the fixed, variable and extraordinary components of overall compensation and benefits of all types paid or assigned during the year ended to Pierre-Henri BENHAMOU, as Chairman and Chief Executive Officer until November 29, 2018 and Chairman of the Board of Directors thereafter until March 4, 2019
10. Approval of the fixed, variable and extraordinary components of overall compensation and benefits of all types paid or assigned during the year ended to Daniel TASSE as Chief Executive Officer since November 29, 2018
11. Approval of the fixed, variable and extraordinary components of overall compensation and benefits of all types paid or assigned during the year ended to David SCHILANSKY as Deputy Chief Executive Officer
12. Approval of the fixed, variable and extraordinary components of overall compensation and benefits of all types paid or assigned during the year ended to Laurent MARTIN as Deputy Chief Executive Officer
13. Approval of the principles and criteria for the determination, distribution and allocation of the fixed, variable and extraordinary components of overall compensation and benefits of all types to be attributed to the Chairman of the Board of Directors, because of his mandate
14. Approval of the principles and criteria for the determination, distribution and allocation of the fixed, variable and extraordinary components of overall compensation and benefits of all types to be attributed to the Chief Executive Officer and/or any other executive director, because of his mandate
15. Approval of the principles and criteria for the determination, distribution and allocation of the

fixed, variable and extraordinary components of overall compensation and benefits of all types to be attributed to Deputy Chief Executive Officers, because of their mandate;

16. Authorization to be granted to the Board of Directors for the company to buy back its own shares pursuant to Article L. 225-209 of the French Commercial Code, length of authorization, purpose, terms, and maximum amount, suspension during periods of public offering

Extraordinary resolutions:

17. Authorization to be granted to the Board of Directors for the company to cancel the shares bought back pursuant to Article L. 225-209 of the French Commercial Code, length of authorization, maximum amount, suspension during periods of public offering
18. Delegation of powers to the Board of Directors to issue ordinary shares, giving, as necessary, access to ordinary shares or to the allocation of debt securities and/or securities giving access to ordinary shares with pre-emptive rights, duration of delegation, maximum par value amount of the capital increase, option to offer non-subscribed shares to the public, suspension during periods of public offering,
19. Delegation of powers to the Board of Directors to issue ordinary shares, giving, as necessary, access to ordinary shares and/or to the allocation of debt securities and/or securities giving access to ordinary shares, without pre-emptive rights and/or in consideration of securities granted as part of a public exchange offer, duration of delegation, maximum par value of the capital increase, issue price, option to limit the total amount of subscriptions or redistribute non-subscribed securities, suspension during periods of public offering,
20. Delegation of powers to the Board of Directors to issue ordinary shares, giving, as necessary, access to ordinary shares and/or to the allocation of debt securities and/or securities giving access to ordinary shares, without pre-emptive rights by an offering covered by paragraph II of Article L.411-2 of the French Monetary and Financial Code, duration of the authorization, maximum par value amount of the capital increase, issue price, option to limit the total amount of subscriptions or redistribute non-subscribed securities, suspension during periods of public offering,
21. Authorization, in the event of issue without pre-emptive rights, to set the issue price according to the terms set by the General Meeting, within a limit of 10% of the capital per year,
22. Delegation of powers to the Board of Directors to issue ordinary shares, giving, if applicable, access to ordinary shares and/or the allocation of debt securities (of the company or a group company) and/or securities giving access to ordinary shares (of the company or a group company), with cancellation of preferential subscription rights reserved for categories of persons with certain characteristics, duration of the delegation, maximum nominal amount of the capital increase, issue price, option to limit the total amount of subscriptions or redistribute non-subscribed securities, suspension during periods of public offering
23. Authorization to increase the total amount of issues
24. Overall limitation of the maximum amounts of delegations envisaged under the Nineteenth, Twentieth and Twenty-second Resolutions of this Meeting,
25. Delegation of powers to the Board of Directors to issue stock warrants (BSA), subscription and/or acquisition of new and/or existing stock warrants (BSAANE) and/or subscription and/or acquisition of new and/or existing redeemable stock warrants (BSAAR) with cancellation of preferential subscription rights, reserved for a category of persons, maximum nominal amount of the capital increase, duration of the delegation, exercise price, suspension during periods of public offering
26. Delegation of powers to the Board of Directors to increase the share capital by the issue of

ordinary shares and/or securities giving access to capital, with cancellation of preferential subscription rights to the members of a company savings plan pursuant to Articles L. 3332-18 et seq. of the Labor Code, duration of the delegation, maximum nominal amount of the capital increase, issue price, option to award bonus shares pursuant to Article L. 3332-21 of the Labor Code

27. Authorization to be granted to the Board of Directors to allocate free existing and/or future shares to members of staff and/or certain corporate officers of the company or related companies or economic interest groups, with shareholders waiving their preferential subscription rights, duration of the delegation, maximum amount, duration of vesting periods specifically in respect of invalidity and, if applicable, holding periods
28. Authorization to be granted to the Board of Directors to grant share subscription and/or purchase options (stock options) to members of staff and/or certain corporate officers of the company or related companies or economic interest groups, with shareholders waiving their preferential subscription rights, duration of the delegation, maximum amount, exercise price, maximum term of the option
29. Authorization to be granted to the Board of Directors to lift the attendance condition for the exercise of stock options assigned on the basis of the 31st extraordinary resolution of the Combined Ordinary and Extraordinary General Meeting held on June 22, 2018
30. Powers to complete formalities

Terms and Conditions of Participation

The Shareholders' Meeting is open to all shareholders regardless of the number of shares they hold.

The only shareholders who may participate in the Shareholders' Meeting are those who can demonstrate that they hold a registered account of shares in their name or in the name of the intermediary registered for their account on the second business day preceding the Shareholders' Meeting, in this case on **May 22, 2019**, at midnight Paris time:

- either in the registered share accounts kept by the company,
- or in the bearer share accounts kept by the authorized intermediate.

For registered shareholders, simply registering in a share account according to the terms set out above allows them to participate in the Shareholders' Meeting.

For bearer shareholders, the registration of the shares in the bearer share accounts is established by a shareholding certificate issued by the bookkeeper. To participate in the Shareholders' Meeting, this shareholding certificate must be sent by the bookkeeper to Société Générale - Shareholders' Meeting Department - 32, rue du Champ de Tir - CS30812 - 44 308 Nantes Cedex 3 in order to obtain an admission card. Alternatively, the certification may be presented on the day of the Shareholders' Meeting by shareholders who have not received their admission card.

Shareholders who are unable to personally attend the Shareholders' Meeting may choose one of the following options:

- a) Grant proxy to the person of their choice under the terms set out in Article L. 225-106 of the French Commercial Code;

- b) Send a form of proxy to the company without indicating a proxy;
- c) Vote by mail.

From the twenty-first day preceding the Shareholders' Meeting, the single form for voting by mail or by proxy is available online on the Company's website (www.dbv-technologies.com).

Bearer shareholders may send a written request to Société Générale to send them this form. Any requests received will be granted no later than six days before the Shareholders' Meeting.

This form must be returned along with the bearer shareholder's shareholding certificate. The postal vote form must be received by Société Générale's Shareholders' Meeting Department by **May 20, 2019**.

Shareholders who designate a proxy may provide notification of this delegation by e-mailing a signed, scanned copy of the form along with a photocopy of both sides of their ID card and, if applicable, of their shareholding certificate, to investors@dbv-technologies.com, or by faxing these documents to +33 (0)1.43.26.10.83. A proxy that is granted may also be revoked by the same procedures

Shareholders who requested that items or draft resolutions be included on the agenda must send to the Company, marked for the attention of Legal Department, a new certificate of ownership for the same accounts, by midnight, Paris time, of the second business day preceding Shareholders' Meeting.

The preparatory documents for the Shareholders' Meeting specified in Article R. 225-73-1 of the French Commercial Code are available online on the Company's website (www.dbv-technologies.com) for the twenty-one days preceding the Meeting.

Note that the full text of the documents to be presented at the Meeting in accordance with, in particular, Articles L. 225-115 and R. 225-83 of the French Commercial Code are available at the Company's registered office as well as online on the Company's website (www.dbv-technologies.com).

In accordance with Article R. 225-84 of the French Commercial Code, any shareholder may submit, to the Chairman of the Company's Board of Directors, questions in writing until the fourth business day preceding the date of the Shareholders' Meeting, in this case until **May 20, 2019**. Such written questions must be sent either by registered mail including a receipt confirmation form, addressed to the registered office, or electronically to the following address: investors@dbv-technologies.com or by fax to +33 (0)1.43.26.10.83. They must be accompanied by a certificate of account registration.

The Board of Directors