

VIRBAC

« *société anonyme* » with capital of 10 572 500 €
Registered address: 1ère avenue 2065M, L.I.D. 06516 Carros
417 350 311 RCS GRASSE

Additional information to the convening notice

Combined ordinary and extraordinary shareholder's meeting of June 21, 2021

It is recalled that the meeting notice comprising the agenda and the text of the resolutions presented by the Board of Directors to this Meeting was published in the *Bulletin des Annonces Légales Obligatoires (BALO)* no.53 of May 3, 2021.

The shareholders were informed by an amending notice included in the brochure that the Board of Directors of the Company, meeting on May 5, 2021, validated and added 2 agendas and two additional resolutions and amended the 18th resolution, on a proposal from the shareholder, the company Investec.

You will find below the numbering of the resolutions corresponding to the voting form:

Ordinaire business

1. Approval of the statutory accounts for the 2020 financial year,
2. approval of the 2020 consolidated accounts,
3. allocation of profit,
4. Agreements and commitments known as "regulated", pursuant to article L225-38 et seq. of the French commercial code,
5. Renewal of the term of office of Marie-Hélène Dick-Madelpuech as a member of the board of directors,
6. Renewal of the term of office of Solène Madelpuech as a member of the board of directors,
7. Renewal of the term of office of the company Xavier Yon Consulting Unipessoal Lda as a non-voting advisor,
8. Approval of the information mentioned in article L22-10-9 I. of the French commercial code relating to the compensation of members of the supervisory board in office until December 15, 2020,
9. Approval of the information mentioned in article L22-10-9 I. of the French commercial code relating to the compensation of members of the executive board in office until December 15, 2020,
10. Approval of the elements comprising compensation and benefits of any nature paid or awarded in the 2020 financial year to Marie-Hélène Dick-Madelpuech, chairwoman of the supervisory board, in office until December 15, 2020,
11. Approval of the elements comprising compensation and benefits of any nature paid or awarded during the 2020 financial year to Sébastien Huron, chairman of the executive board, in office until December 15, 2020,
12. Approval of the elements comprising compensation and benefits of any nature paid or awarded during the 2020 financial year to Christian Karst, member of the executive board, in office until December 15, 2020,
13. Approval of the elements comprising compensation and benefits of any nature paid or awarded during the 2020 financial year to Habib Ramdani, member of the executive board, in office until December 15, 2020,
14. Approval of the compensation policy of the chairwoman of the board of directors for the 2021 financial year,
15. Approval of the compensation policy of the members of the board of directors for the 2021 financial year,
16. Approval of the compensation policy of the chief executive officer for the 2021 financial year,

17. Approval of the compensation policy of the deputy chief executive officers for the 2021 financial year,
18. Setting the amount of compensation allocated to the members of the board of directors and the non-voting advisors,
19. Authorization to be granted to the board of directors to buy back shares of the company,

On extraordinary business

20. Authorization to be granted to the board of directors for the purpose of reducing the share capital by cancelling treasury shares held by the company,
21. Authorization to be granted to the board of directors to proceed with allocations of bonus performance-related stock grants.

On ordinary business

22. Powers.

23. First new resolution: appointment of Rodolphe Durand as non-voting advisor.

The shareholder's meeting, in accordance with quorum and majority requirements for ordinary shareholder's meetings, subject to the adoption of the second new resolutions below, decides to appoint Rodolphe Durand, as non-voting advisor, for a term expiring at the end of the shareholder's meeting called to approve the accounts for the financial year ending on December 31, 2021.

On extraordinary business

24. Second new resolution: amendment of the article 16 of the articles of association (non-voting advisor).

The shareholder's meeting, in accordance with quorum and majority requirements for extraordinary shareholder's meetings, decides to amend the company's articles of association in order to include the provisions relating to the possibility to appoint a second non-voting advisor, as follows:

ARTICLE 16 – NON-VOTING ADVISORS

16.1. *The ordinary shareholders meeting may appoint two non-voting advisors, natural persons or legal entities chosen from among the shareholders or outside of them.*

16.2. *The board of directors may also, on a provisional basis, appoint two non-voting advisors, a natural persons or legal entities chosen from among the shareholders or outside of them. This appointment is subject to ratification by the next ordinary general meeting.*

Furthermore, in the event of vacancy due to death or resignation of the non-voting advisors or to the termination of the duties of this particular position for any other reason, the board of directors may also make appointments on a provisional basis, with ratification by the next shareholder's meeting. A non-voting advisor appointed to replace another shall remain in office only for the time remaining in their predecessor's term of office.

16.3. *A non-voting advisor that is a legal entity must, at the time of its appointment, designate a permanent representative who is a natural person. If no permanent representative is appointed, the non-voting advisor that is a legal entity shall be represented by its legal representative.*

16.4. *Each non-voting advisor is appointed for a one-year term that expires at the end of the general meeting of shareholders that is called to approve the accounts for the past financial year and held in the year during which their term expires.*

The non-voting advisor may be reappointed indefinitely.

They may be revoked at any time by a decision of the general meeting.

16.5. *The non-voting advisors are at the disposal of the board of directors and its chairman to provide their opinion on matters of all kinds that are submitted to them. They can make any observations they deem necessary during meetings of the board of directors. They ensure, in particular, that the articles of association are properly followed.*

They have access to the same information as the members of the board of directors and are bound by the same obligations of discretion as the members of the board of directors.

The non-voting advisors do not have the capacity of corporate officer. They have no decision-making power. They only have an advisory and non-deliberative vote at the meetings of the board of directors, which they are invited to attend.

16.6. The agreements entered into with the company are subject to the same conditions as the agreements concluded with the members of the board of directors, covered by the legal and regulatory provisions in force.

16.7. The board of directors can compensate the non-voting advisors out of the attendance fees allocated by the shareholder's meeting to its members.

The board of directors