
I. Statement of reasons for the draft resolution

Dr. Ronald F. Sämman has been a long-standing shareholder of Rubis since 2006. He now holds more than 5% of the capital and voting rights. He decided to invest in the company because he believed that its project was ambitious and coherent.

In recent years, however, Dr. Sämman has deplored a disregard for the shareholders' voice in the strategic decisions taken by management, with direct consequences for Rubis' performance. The first of these was the acquisition of Photosol, which was made at a particularly high valuation level despite a very low profitability profile.

Dr. Sämman had raised his concerns at the 2023 Annual General Meeting, without being heard and without shareholders getting a satisfactory response. Rubis' latest disappointing figures confirm his fears about the company's performance and its future.

In light of the above and wanting the voice of the shareholders to be better heard, Dr. Sämman submitted, for a vote by the limited partners of Rubis, his candidacy as a member of the Supervisory Board in order to counterbalance the management within the limits provided for by the current provisions of the Articles of Association.

As an experienced businessman and as a long-standing and significant shareholder of Rubis concerned about the future of the company, as he expressed at the 2023 Annual General Meeting and to the management of Rubis, Dr. Ronald Sämman has the qualities required to become a member of the Supervisory Board.

II. Text of the draft resolution

New resolution - Appointment of Dr. Ronald Sämman as member of the Supervisory Board for a period of three years

The General Meeting appoints Dr. Ronald Sämman as a member of the Supervisory Board, for a period of three years, which will end at the end of the Ordinary General Meeting called to approve the financial statements for the 2026 financial year to be held in 2027.

Dr. Ronald Sämman has indicated that he accepts this mandate and that he does not hold any office and is not subject to any measure likely to prohibit him from exercising it.

III. Information concerning Dr. Sämänn required in accordance with the provisions of Article R. 225-83 5° of the French Commercial Code

- General information

Surname: Sämänn

First name: Ronald

Nationality: Swiss and Canadian

Date of birth: 4 June 1951

Number of Rubis shares held: 5,189,149

- Experience and expertise

Dr. Sämänn graduated with *summa cum laude* honours from the Faculty of Medicine of the University of Zurich (Switzerland) in 1977 and holds a PhD from the same faculty. Between 1980 and 1985, he worked as a general practitioner in a medical practice in Zurich.

Dr. Sämänn's entry into the business world began in 1986 as the owner of the family-owned Car-Freshner Corporation ("CFC"), of which he is still the owner to this day. CFC is an international manufacturer and distributor of consumer air freshener products based in Watertown (New York, USA) which specialises in the development of industrial fragrance compositions.

In 2001, Dr. Sämänn acquired the UK listed company H Young Holdings PLC, and has been its Chief Executive Officer ever since. H Young operates internationally in the sports and leisure and aftermarket automotive sectors, including the sale and distribution of its own brand and third-party brand products.

- Offices currently held

In France

- None

Abroad

o Listed companies

- None

o Unlisted companies, as corporate officer:

- H Young Holdings PLC and its subsidiaries
- Lakefield Holdings Limited
- Rinaldo Rinaldini Ltd.
- Julius Sämänn Ltd.
- Carissa Ltd.