

DBV TECHNOLOGIES

Société anonyme (public limited company) with a Board of Directors and social capital of € 2,431,345,30.

Registered office: 177-181 avenue Pierre Brossolette – 92120 Montrouge, France

Nanterre Trade and Companies Register (RCS) 441 772 522.

NOTICE PRIOR TO THE 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 **June 21, 2016** at the registered office:

177-181 Avenue Pierre-Brossolette – 92120 Montrouge, France, to deliberate the following agenda:

Ordinary resolutions:

1. Approval of the annual financial statements for the period ended December 31, 2015,
2. Approval of the consolidated financial statements for the year ended December 31, 2015,
3. Allocation of income for the year
4. Special report by the Statutory Auditors on the regulated agreements and commitments and approval of these agreements,
5. Special report by the Statutory Auditors on regulated agreements and commitments and approval of a commitment made to Mr. Pierre-Henri Benhamou,
6. Appointment of Claire Giraut as Director,
7. Appointment of Maïlys Ferrere as Director, to replace Chahra LOUAFI
8. Renewal of the appointment of Pierre-Henri Benhamou as Director,
9. Renewal of the appointment of Torbjorn Bjerke as Director,
10. Renewal of the appointment of George Horner as Director,
11. Renewal of the appointment of Daniel Soland as Director,
12. Ratification of the temporary appointment of Michael Goller as Director,
13. Renewal of the appointment of Michael Goller as Director,
14. Ratification of the transfer of the registered office from 80/84 rue des Meuniers – 92220 Bagneux to 177-181 avenue Pierre Brossolette – 92120 Montrouge,
15. 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, duration of authorization, purpose(s), terms, maximum amount, suspension during public offering period,

Extraordinary resolutions:

16. Delegation of powers to be granted to the Board of Directors to increase the share capital through incorporation of reserves, profits and/or premiums, duration of the delegation, maximum nominal amount of the capital increase, policy for fractional shares, suspension during public offering period,
17. Delegation of powers to be granted to the Board of Directors to issue ordinary shares giving access, if applicable, to ordinary shares or to the allocation of debt securities and/or to securities giving access to ordinary shares with pre-emptive rights by public offering, duration of the delegation, maximum par value of the capital increase, and option to offer any non-subscribed shares to the public, and suspension during public offering period,
18. Delegation of powers to be granted to the Board of Directors to issue ordinary shares giving access, if applicable, to ordinary shares or to the allocation of debt securities and/or to securities giving access to ordinary shares to be issued without preferential subscription rights, by public

offering and/or in consideration of securities granted as part of a public exchange offer, duration of the delegation, maximum par value of the capital increase, issue price, option to limit the issue to the amount of subscriptions or redistribute non-subscribed securities, suspension during public offering periods,

19. Delegation of powers to be granted to the Board of Directors to issue ordinary shares giving access, if applicable, to ordinary shares or to the allocation of debt securities and/or to securities giving access to ordinary shares to be, without preferential subscription rights, via one of the offers set out in Section II, Article L. 411-2 of the French Monetary and Financial Code, duration of the delegation, maximum par value of the capital increase, issue price, option to limit the issue to the amount of subscriptions or redistribute non-subscribed securities,
20. Authorization, in the event of issue without pre-emptive rights, to set the issue price according to the terms set by the General Meeting, up to a maximum of 10% of the capital per year, suspension during public offering periods,
21. Authorization to increase the total amount of issues in the event of excess demand, suspension during public offering periods,
22. Delegation of powers to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to capital, up to the limit of 10% of the share capital in consideration for contributions in the form of equity securities and/or securities providing access to the capital, and duration of the delegation, suspension during public offering periods,
23. Overall limitation of the authorized amounts provided by the 17th, 18th, 19th and 22th resolutions of this Meeting,
24. Delegation of power to be granted to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to capital without pre-emptive rights for the benefit of members of an Employee Savings Plan pursuant to Articles L. 3332-18 et seq. of the French Labor Code, duration of the delegation, maximum nominal amount of the capital increase, issue price, option to award free shares pursuant to Article L. 3332-21 of the French Labor Code,
25. Delegation of powers to be granted to the Board of Directors to issue stock warrants (BSA: bons de souscription d'actions), warrants for subscription and/or acquisition of new and/or existing shares (BSAANE: bons de souscription et/ou d'acquisition d'actions nouvelles et/ou existantes) and/or warrants for subscription and/or acquisition of new and/or existing redeemable shares (BSAAR: bons de souscription et/ou d'acquisition d'actions nouvelles et/ou existantes remboursables) without pre-emptive rights, reserved for a category of persons, maximum par value amount of the capital increase, duration of the delegation, strike price, suspension during public offering periods,
26. Powers to complete formalities.

Draft text of the resolutions

Ordinary resolutions:

First resolution - Approval of the financial statements for the year ended December 31, 2015

Having reviewed the reports of the Board of Directors, the Chairman of the Board and the Statutory Auditors for the financial year ended December 31, 2015, the General Meeting approves the annual financial statements for the financial year ended on that date, as they were presented, which show a loss of 33,848,748 euros.

Second Resolution - Approval of the consolidated financial statements for the year ended December 31, 2015

Having reviewed the reports of the Board of Directors, the Chairman of the Board of Directors and the Statutory Auditors on the consolidated financial statements at December 31, 2015, the General Meeting approves these statements, as presented, showing a loss of 33,848,748 euros.

Third Resolution - Allocation of income for the financial year

The General Meeting, on the proposal of the Board of Directors, decides to allocate the whole of the loss for the financial year ended December 31, 2015, totaling 33,848,748 euros, to the balance of losses carried forward, which thus changes from 49,487,058 Euros to 83,335,806 Euros.

Pursuant to Article 243 bis of the French General Tax Code, the Meeting notes that it has been reminded that no dividends or income were distributed in the previous three financial years.

Fourth Resolution - Special report by the Statutory Auditors on the regulated agreements and commitments and approval of these agreements

Ruling on the special report of the Statutory Auditors on the regulated agreements and commitments presented to it, the General Meeting approves any new agreements that are mentioned therein.

Fifth Resolution - Special report of the Statutory Auditors on the regulated agreements and commitments and approval of a commitment made to Pierre-Henri Benhamou

Ruling on the special report of the Statutory Auditors on the regulated agreements and commitments that has been presented to it, the General Meeting, convening in the quorum and majority conditions required for ordinary meetings, approves a commitment made by the Company to Mr. Pierre-Henri Benhamou, Chairman and Chief Executive Officer, amended by the Board of Directors of 6th April 2016, corresponding to payments that may be due on account of the cessation of his duties.

The General Meeting notes that this approval of the amended commitment is also approval pursuant to Article L.225-42-1 paragraph 4 of the French Code of Commerce, on the condition precedent of the renewal of the term of Chairman and Chief Executive Officer of Pierre-Henri Benhamou at Meeting of the Board of Directors on this day.

Sixth resolution - Appointment of Claire Giraut as Director

The General Meeting decides to appoint Claire Giraut as Director for a period of two years, to expire at the end of the General Meeting that will be held in 2018 to approve the financial statements for the previous financial year.

Seventh Resolution - Appointment of Mailys Ferrere, as Director, to replace Chahra Louafi

The General Meeting decides, in place of Chahra Louafi whose term of office will expire at the conclusion of this Meeting, to appoint Mailys Ferrere as Director for a period of two years, to expire at the end of the General Meeting that will be held in 2018 to approve the financial statements for the previous financial year.

Eighth Resolution - Renewal of the appointment of Pierre-Henri Benhamou as Director

The General Meeting decides to reappoint Pierre-Henri Benhamou as Director for a period of two years, to expire at the end of the General Meeting that will be held in 2018 to approve the financial statements for the previous financial year.

Ninth Resolution - Renewal of the appointment of Torbjorn Bjerke as Director

The General Meeting decides to reappoint Torbjorn Bjerke as Director for a period of two years, to expire at the end of the General Meeting that will be held in 2018 to approve the financial statements for the previous financial year.

Tenth Resolution - Renewal of the appointment of George Horner as Director

The General Meeting decides to reappoint George Horner as Director for a period of two years, to expire at the end of the General Meeting that will be held in 2018 to approve the financial statements for the previous financial year.

Eleventh Resolution - Renewal of the appointment of Daniel Soland as Director

The General Meeting decides to reappoint Daniel Soland as Director for a period of two years, to expire at the end of the General Meeting that will be held in 2018 to approve the financial statements for the previous financial year.

Twelfth Resolution - Ratification of the temporary appointment of Michael Goller as Director

The Board of Directors ratifies the temporary appointment made by the Board of Directors at its meeting of October 21, 2015 of Michael Goller as Director, to replace SOFINNOVA PARTNERS, owing to the resignation of that Director.

Michael Goller will carry out his duties for the remainder of the term of his predecessor, i.e. until the end of the General Meeting in 2016 that will be held to approve the financial statements for the previous year.

Thirteenth Resolution - Renewal of the appointment of Michael Goller as Director

The General Meeting decides to reappoint Michael Goller as Director for a period of two years, to expire at the end of the General Meeting that will be held in 2018 to approve the financial statements for the previous financial year.

Fourteenth Resolution – Ratification of the transfer of the registered office from 80/84 rue des Meuniers – 92220 Bagneux to 177-181 avenue Pierre Brossolette – 921220 Montrouge

The General Meeting expressly ratifies the decision made by the Board of Directors in its meeting on December 15, 2015 to transfer the registered office from 80/84 rue des Meuniers – 92220 Bagneux to 177-181 avenue Pierre Brossolette – 921220 Montrouge, from January 4, 2016.

Fifteenth Resolution - 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

Having reviewed the report of the Board of Directors, the General Meeting grants authorization to the said Board, for a period of eighteen months, pursuant to Articles L. 225-209 et seq. of the French

Commercial Code, to buy back, on one or more occasions and at the times of its choosing, Company shares up to the limit of 10% of the number of shares comprising the share capital, adjusted, as necessary, to account for the potential increase or reduction of capital that could take place during the course of the program.

That authorization cancels the authorization granted to the Board of Directors by the General Meeting of June 23, 2015, in its Eighth Ordinary Resolution.

The shares may be bought back in an effort to:

- support the secondary market or liquidity of DBV TECHNOLOGIES shares through a liquidity agreement with an investment service provider, pursuant to the AMAFI Code of Ethics as allowed by regulations,
- keep the shares bought and use them later for exchange or as payment in future acquisition transactions,
- provide coverage to meet obligations arising from stock option plans and/or free share allocation plans (or similar plans) for the group's employees and/or corporate officers, as well as all share allocations arising under company or group employee savings plans (or similar plans), employee profit-sharing plans and/or any other form of share allocation arrangement for the group's employees and/or corporate officers
- hedge the securities giving access to the company's shares, pursuant to current regulations
- where applicable, cancel the shares acquired, in accordance with the authorization granted by the General Meeting of June 23, 2015 in its Ninth Extraordinary Resolution.

The share purchases may be enacted by any means whatsoever, including through the purchase of share blocks, at the time of the Board of Directors' choosing.

The Board cannot, unless authorized in advance by the General Meeting, use this authorization in a public offering initiated by a third party targeting the securities of the Company until the end of the offering period.

The company does not intend to use options or derivatives.

The maximum purchase price is set at 150 Euros per share. In the event of a capital transaction, in particular a stock split or reverse split, or the allocation of free shares to the shareholders, the above-mentioned amount will be adjusted in the same proportions (multiplier coefficient equal to the ratio between the number of shares comprising the capital before the transaction and the number of shares after the transaction).

The maximum transaction amount is therefore set at 150,000,000 Euros.

The General Meeting hereby authorizes the Board of Directors to carry out those transactions, set the terms and conditions and methods thereof, finalize all agreements and complete all formalities.

Extraordinary Resolutions:

Sixteenth resolution – Delegation to the Board of Directors of power to increase capital by incorporation of reserves, profits and/or premiums

Ruling under the quorum and required majority voting conditions for Ordinary General Meetings, the General Meeting, having reviewed the report of the Board of Directors and pursuant to the provisions of Articles L. 225-129-2 and L. 225-130 of the French Commercial Code:

- 1) Delegates to the Board of Directors, its power to decide to increase share capital, on one or more occasions, at the times and using the methods that it chooses, by incorporation in the capital any reserves, profits, premiums or other amounts which may be capitalized, by the issue and allocation of free shares or by increasing the par value amount of the existing ordinary shares, or of a combination of both those methods.
- 2) Decides that should the Board of Directors make use of this delegation of power, in compliance with the provisions of Article L. 225-130 of the French Commercial Code, in the event of an increase through an allocation of free shares, rights forming fractions will not be traded nor sold, and the corresponding equity securities will be sold; the sums obtained from the sale will be allocated to the rightsholders within the time frames set out in the regulation.
- 3) Sets the duration of the validity of this authorization at twenty six (26) months from the date of this General Meeting.
- 4) Decides that the par value amount of the capital increase resulting from the issues made pursuant to this resolution must not exceed 50% of the share capital on the date of the Board of Director's decision to increase the capital, not taking into consideration the amount needed to keep, in compliance with the law, the rights of holders of securities giving rights to shares.
- 5) This maximum amount is separate from all maximum amounts set under the other resolutions of this General Meeting.
- 6) Decides that the Board cannot, unless authorized in advance by the General Meeting, make use of this authorization in a period public offering initiated by a third party targeting the securities of the Company until the end of the offering period .
- 7) Gives the Board of Directors full powers to implement this resolution, and, generally, to take any steps and carry out any formalities required for the success of each capital increase, to record the completion of the capital increases and to amend the Bylaws as needed.
- 8) Acknowledges that this authorization cancels, starting from this day, as applicable, from the unused portion, all previous authorizations with the same purpose.

Seventeenth Resolution - Delegation to the Board of Directors of the power to issue ordinary shares giving, as applicable, access to ordinary shares or to the allocation of debt securities, and/or securities giving access to ordinary shares, with pre-emptive rights

Having reviewed the Board of Directors' report and the Statutory Auditors' special report and pursuant to the French Commercial Code, in particular Article L. L. 225-129-2, L. 228-92 and L. 225-132 et seq., the General Meeting:

- 1) Authorizes the Board of Directors to issue, on one or more occasions, in the proportions and at the times of its choosing, either in Euros or in foreign currencies or in any other accounting unit set with reference to a basket of currencies,

- ordinary shares,

- and/or ordinary shares that give access to the allocation of other ordinary shares or debt securities,

- and/or securities giving access to ordinary shares.

Pursuant to Article L. 228-93 of the French Commercial Code, the securities to be issued may give access to ordinary shares to be issued by any company that directly or indirectly owns more than half of its capital or of which the Company directly or indirectly owns over half of the capital.

2) Sets the term of validity of this authorization at twenty six (26) months from the date of this General Meeting.

3) Decides to set, as follows, the limits of the amounts of issues authorized in the case of use by the Board of Directors of this delegation of power:

The total par value amount of the ordinary shares that may be issued by virtue of this authorization may not exceed 30% of the share capital existing on the day of the Board's decision to increase the capital.

To this maximum amount will be added, as necessary, the par value of the ordinary shares to be issued to preserve the rights of the holders of securities giving access to the Company's capital, pursuant to the law, and where applicable, the contractual stipulations providing for other adjustments.

The above-mentioned ceiling applies to the total limit of the maximum par value amount of the shares that could be issued under the twenty-third resolution.

4) Decides that the Board cannot, unless authorized in advance by the General Meeting, make use of this authorization in a period of public offering initiated by a third party targeting the securities of the Company until the end of the offering period.

5) Should the Board of Directors make use of this delegation of power as part of the issues mentioned in 1) above:

a/ decides that the issue or issues of ordinary shares or securities giving access to capital will be preferentially reserved for the shareholders who are able to subscribe irreducibly,

b/ decides that if the irreducible subscriptions, and any reducible subscriptions, have not absorbed the entirety of an issue mentioned in 1), the Board of Directors may use the following options:

- limit the issue amount to the amount of subscriptions, as necessary within the limits allowed by regulations,

- freely allocate all or part of the non-subscribed shares,

- offer the public all or part of the non-subscribed shares,

6) Decides that the Board of Directors will be granted, within the limits set above, the powers required to set the terms for the issue(s), and if applicable, record the execution of the resulting capital increases, proceed to amend the Bylaws accordingly, levy, as it sees fit, the costs of the capital increase on the amount of related premiums and deduct the necessary sums from this amount to bring the statutory reserve to one tenth of the new share capital after each increase and, more generally, perform all tasks required in similar matters.

7) Notes that this authorization supersedes all previous authorizations for the same purpose.

Eighteenth Resolution - Delegation to the Board of Directors of the power to issue ordinary shares giving, as applicable, access to ordinary shares or to the allocation of debt securities, and/or securities giving access to ordinary shares, without pre-emptive rights by public offering

Having reviewed the report of the Board of Directors and the Statutory Auditors' special report and pursuant to the French Commercial Code, in particular Articles L.225-129-2, L.225-136, L.225-148 and L.228-92, the General Meeting:

1) Authorizes the Board of Directors to issue, on one or more occasions, in the proportions and at the times of its choosing, on the French and/or international market, by public issue, either in euros or in foreign currencies or in any other accounting unit set with reference to a basket of currencies:

- ordinary shares,

- and/or ordinary shares giving access to the allocation of other ordinary shares or debt securities,

- and/or securities giving access to ordinary shares.

The securities may be issued for the purpose of paying for securities contributed to the Company in a public exchange offer, pursuant to the conditions of Article L. 225-148 of the French Commercial Code.

Pursuant to Article L. 228-93 of the French Commercial Code, the securities to be issued may give access to ordinary shares to be issued by any company that directly or indirectly owns more than half of its capital or of which the Company directly or indirectly owns over half of the capital.

2) Sets the term of validity of this authorization at twenty six (26) months from the date of this General Meeting.

3) The total par value amount of the ordinary shares that may be issued by virtue of this authorization may not exceed 30% of the share capital existing on the day of the Board's decision to increase the capital.

To this maximum amount will be added, as necessary, the par value of the ordinary shares to be issued to preserve the rights of the holders of securities giving access to the Company's capital, pursuant to the law, and where applicable, the contractual stipulations providing for other adjustments.

This ceiling applies to the total limit of the maximum par value amount of the shares that could be issued under the twenty-third resolution.

4) Decides to cancel shareholders' pre-emptive rights to ordinary shares and securities giving access to the capital and/or to debt securities covered by this resolution, while retaining the Board of Directors' option to grant pre-emptive rights to shareholders, pursuant to the law.

5) Decides that the sum due or to be due to the company for each of the ordinary shares issued under this delegation of powers will be at least equal to the minimum required by the applicable legal and regulatory provisions at the time when the Board of Directors exercises the authorization, having taken into account, in the case of issuing autonomous stock warrants, the issue price of those warrants.

6) Decides, in the event that securities are issued in consideration of securities contributed to the company in a public exchange offer, pursuant to the conditions of Article L. 225-148 of the French Commercial Code, and within the limits set out above, to grant the powers required to set the list of securities for exchange, set the issue conditions, the share-for-share basis, and, if applicable, the amount of the equalization payment in cash, and to set the issue terms.

7) Decides that the Board cannot, unless authorized in advance by the General Meeting, make use of this authorization during a period of public offering initiated by a third party targeting the securities of the Company until the end of the offering period.

8) Decides that if subscriptions have not absorbed the entire issue mentioned in subparagraph 1), the Board of Directors may use the following options:

- limit the issue amount to the amount of subscriptions, as necessary within the limits allowed by regulations,

- freely allocate all or part of the non-subscribed shares,

9) Decides that the Board of Directors shall be granted, within the limits set above, the powers required to set the terms for the issue(s), and if applicable, record the execution of the resulting capital increases, proceed to amend the Bylaws accordingly, levy, as it sees fit, the costs of the capital increase on the amount of related premiums and deduct the necessary sums from this amount to bring the statutory reserve to one tenth of the new share capital after each increase and, more generally, perform all tasks required in similar matters.

10) Notes that this authorization supersedes all relevant previous authorizations.

Nineteenth Resolution - Delegation to the Board of Directors of power to issue ordinary shares giving, as applicable, access to ordinary shares or to the allocation of debt securities, and/or securities giving access to ordinary shares, without pre-emptive rights by an offering established under in part II of Article L.411-2 of the French Monetary and Financial Code

Having reviewed the Board of Directors' report and the Statutory Auditors' special report and pursuant to the French Commercial Code, in particular Articles L.225-129-2, L.225-136 and L.228-92, the General Meeting:

1) Delegates the Board of Directors the power to issue, on one or more occasions, in the proportions and at the times of its choosing, on the French and/or international market, by an offering established under paragraph II of Article L.411-2 of the French Monetary and Financial Code, either in Euros or in foreign currencies or in any other account unit set with reference to a basket of currencies:

- ordinary shares,

- and/or ordinary shares giving access to the allocation of other ordinary shares or debt securities,

- and/or securities giving access to ordinary shares,

Pursuant to Article L. 228-93 of the French Commercial Code, the securities to be issued may give access to ordinary shares to be issued by any company that directly or indirectly owns over half of its capital or of which the Company directly or indirectly owns over half of the capital.

2) Sets the term of validity of this authorization at twenty six (26) months from the date of this General Meeting.

3) The total par value amount of the ordinary shares that may be issued by virtue of this authorization may not exceed 30% of the share capital existing on the date of the Board of Director's decision to increase the capital, and, moreover, it will be limited to 20% of the share capital per year.

To this maximum amount will be added, as necessary, the par value of the ordinary shares to be issued to preserve the rights of the holders of securities giving access to the Company's capital, pursuant to the law, and where applicable, the contractual stipulations providing for other adjustments.

This ceiling applies to the total limit of the maximum par value amount of the shares that could be issued under the twenty-third resolution.

- 4) Decides to cancel shareholders' pre-emptive rights to ordinary shares and to securities giving access to capital and/or to debt securities covered by this resolution.
- 5) Decides that the sum due or to be due to the company for each of the ordinary shares issued under this delegation of powers shall be at least equal to the minimum required by the applicable legal and regulatory provisions at the time that the Board of Directors exercises the authorization, having taken into account, in the event of an issue of autonomous stock warrants, the issue price of those warrants.
- 6) Decides that the Board cannot, unless authorized in advance by the General Meeting, make use of this authorization during a period of public offering initiated by a third party targeting the securities of the Company until the end of the offering period.
- 7) Decides that if subscriptions have not absorbed the entire issue mentioned in subparagraph 1), the Board of Directors may use the following options:
 - limit the issue amount to the amount of subscriptions, as necessary within the limits provided for by regulations,
 - freely allocate all or part of the non-subscribed shares.
- 8) Decides that the Board of Directors shall be granted, within the limits set above, the powers required to set the terms for the issue(s), and if applicable, record the execution of the resulting capital increases, amend the Bylaws accordingly, impute, as it sees fit, the costs of the capital increase to the amount of the related premiums and deduct the necessary sums from this amount to bring the statutory reserve to one tenth of the new share capital after each increase and more generally, perform all tasks required in similar matters.
- 9) Notes that this authorization supersedes all relevant previous authorizations.

Twentieth Resolution - Determination of the terms for setting the subscription price in the event of an issue without pre-emptive rights, up to an annual maximum of 10% of the capital

Having reviewed the Board of Directors' report and the Statutory Auditors' special report and pursuant to the French Commercial Code, in particular Article L. 225-136-1, paragraph 2 thereof:

- 1) the General Meeting authorizes the Board of Directors, which decides to issue ordinary shares or securities giving access to capital, pursuant to the 18th and 19th Resolutions, to depart from the price-setting conditions set out in the above-mentioned resolutions, up to a maximum of 10% of the share capital per year, and to set the issue price of similar equity securities to be issued as follows:

The issue price of the equity securities to be issued immediately or at a later date may not be lower than either of the following, at the Board of Directors' discretion:

- either the weighted average trading price of the company's share on the trading day prior to the date on which the issue price is set, with a maximum discount of up to 15%,
 - or the average of five consecutive share trading prices selected from the last thirty trading days prior to the date on which the issue price is set, with a maximum discount of up to 15%.
- 2) Decide that, except with the prior authorization of the general meeting of shareholders, the Board of Directors may not use this authorization as from the filing by a third party of a proposed public offer concerning the company's securities and until the end of this period of public offer.

Twenty-one Resolution – Authorization to increase the total amount of issues in the event of excess demand

Having reviewed the report of the Board of Directors, the General Meeting:

- 1) decides that for each of the issues of ordinary shares or securities giving access to capital approved pursuant to the 17TH and 18th resolutions, the number of securities to be issued may be increased in the conditions specified in Articles L.225-135-1 and R.225-118 of the French Commercial Code and within the maximum amounts set by the General Meeting, should the Board of Directors confirm excess demand.
- 2) Decide that, except with the prior authorization of the general meeting of shareholders, the Board of Directors may not use this authorization as from the filing by a third party of a proposed public offer concerning the company's securities and until the end of this period of public offer.

Twenty-two Resolution - Delegation to the Board of Directors of power to increase capital by the issuance of ordinary shares and/or securities getting access to capital, up to the limit of 10% of the share capital with a view to compensating contributions in kind of capital or of securities giving access to capital

Having reviewed the reports of the Board of Directors and the Statutory Auditors, the General Meeting, in application of Articles L.225-147 and L.225-92 of the French Commercial Code:

- 1) Authorizes the Board of Directors to proceed, on the report of the contributions auditor, to issue ordinary shares or securities giving access to ordinary shares with a view to compensating the contributions in kind made to the Company of equity securities or securities giving access to capital when the provisions of Article L.225-148 of the French Commercial Code do not apply.
- 2) Sets the term of validity of this authorization at twenty-six (26) months from the date of this General Meeting.
- 3) Decides that the total par value amount of the ordinary shares that could be issued pursuant to this authorization may not exceed 10% of the capital existing on the day of this Meeting, not taking into account the par value of the ordinary shares to issue to preserve, pursuant to the law and any contractual stipulations specifying other cases of adjustment, the rights of holders of securities giving access to the Company's capital. This ceiling applies to the total limit of the maximum par value amount of the shares that could be issued under the twenty-third resolution.
- 4) Decides that the Board cannot, unless authorized in advance by the General Meeting, make use of this authorization during a period of public offering initiated by a third party targeting the securities of the Company until the end of the offering period.
- 5) Grants full powers to the Board of Directors to approve the valuation of the contributions, decide on the resulting capital increase, record its completion, levy as necessary all of the expenses and rights occasioned by the capital increase on the contribution premium, deduct from the contribution premium the amounts needed to bring the legal reserve to one tenth of the new share capital after each increase and modify as appropriate the Bylaws, and perform all tasks required in such matters.
- 6) Notes that this authorization supersedes all relevant previous authorizations.

Twenty-third Resolution - Overall limitation of the authorized amounts provided by the 17th, 18th, 19st and 22th resolutions of this Meeting,

Having reviewed the report of the Board of Directors, the General Meeting decides to set at 65 % of the share capital on the day of this meeting, the total par value amount of the shares that can be issued, by virtue of the Seventeenth, Eighteenth, Nineteenth and Twenty-second resolutions submitted to this Meeting. To this ceiling will be added, as necessary, the par value of the ordinary shares of the Company to be issued to preserve, in compliance with the law and, as necessary, any contractual stipulations specifying other adjustment cases, the rights of the holders of securities giving access to the capital of the Company.

Twenty-fourth Resolution - Delegation to the Board of Directors of power to increase capital by issuing ordinary shares and/or securities giving access to capital, without pre-emptive rights, for the benefit of members of an Employee Savings Plan, pursuant to Articles L. 3332-18 et seq. of the French Labor Code

Having reviewed the Board of Directors' report and the Statutory Auditors' special report, the General Meeting, ruling in application of Articles L.225-129-6 and L.225-138-1 and L.228-92 of the French Commercial Code and L.3332-18 et seq. of the French Labor Code:

- 1) Authorizes the Board of Directors, if it deems necessary, at its own discretion, to increase the share capital on one or more occasions by the issue of ordinary shares or securities giving access to equity securities of the Company to be issued to members of one or more Group or company employee savings plans which are established by the company and/or affiliated French or international companies under Article L.225-180 of the French Commercial Code and Article L.3344-1 of the French Labor Code.
- 2) Withdraws the pre-emptive rights to subscribe shares that could be issued to those persons subject to this authorization.
- 3) Sets the validity of this authorization at twenty-six months from the date of this General Meeting.
- 4) Limits the maximum par value amount of the increase or increases that may be enacted under this delegation to 2% of the share capital existing at the time of the Board of Director's decision to increase capital, with the understanding that this amount is separate from any other maximum amounts set by other capital increase authorizations. To this amount will be added, as necessary, the additional amount of ordinary shares to be issued to preserve the rights of the holders of securities giving access to the Company's equity securities, pursuant to the law and any contractual stipulations providing for other adjustments.
- 5) Decides that the price of shares to be issued subject to subparagraph 1) of this authorization may not be more than 20%, or 30% when the vesting period stipulated by the scheme pursuant to Articles L. 3332-25 and L. 3332-26 of the French Labor Code is greater than or equal to ten years, below the average share opening price on the 20 trading days prior to the Board of Directors' decision to enact the capital increase and the resulting share issue, nor higher than this average.
- 6) Decides, pursuant to Article L.3332-21 of the French Labor Code, that the Board of Directors may allocate to the beneficiaries defined in the first paragraph above, free shares already issued or to be issued, or other securities giving access to the Company's capital issued or to be issued (i) in respect of the contribution that may be paid pursuant to the regulations governing the group or company savings plans and/or (ii), where appropriate, as a discount;
- 7) Notes that this authorization supersedes all relevant previous authorizations.

The Board of Directors shall have the discretion to implement, or not implement, this authorization, take all measures and conduct all necessary formalities.

Twenty-fifth Resolution - Delegation to the Board of Directors of power to issue stock warrants (BSA: bons de souscription d'actions), warrants for subscription and/or acquisition of new and/or existing stock (BSAANE: bons de souscription et/ou d'acquisition d'actions nouvelles et/ou existantes) and/or warrants for subscription and/or acquisition of new and/or existing redeemable stock (BSAAR: bons de souscription et/ou d'acquisition d'actions nouvelles et/ou existantes remboursables) without pre-emptive rights, reserved for a category of persons

Having reviewed the Board of Directors' report and the Statutory Auditors' special report and pursuant to the provisions of Articles L. 225-129-2, L. 225-138 and L. 228-91 of the French Commercial Code, the General Meeting:

- 1) Grants the Board of Directors its powers to carry out, on one or more occasions, in the proportions and at the times of its choosing, in France and abroad, the issue of new stock warrants (BSA: bons de souscription d'actions), warrants for subscription and/or acquisition of new and/or existing stock (BSAANE: bons de souscription et/ou d'acquisition d'actions nouvelles et/ou existantes) and/or warrants subscription and/or acquisition of new and/or existing redeemable stock (BSAAR: bons de souscription et/ou d'acquisition d'actions nouvelles et/ou existantes remboursables) without pre-emptive rights, reserved for a category of persons as defined below.
- 2) Sets the term of validity of this authorization at eighteen months from the date of this Meeting.
- 3) Decides that the total par value amount of shares to which the warrants issued pursuant to this authorization give entitlement may not exceed 2% of the capital existing on the day of this Meeting. To this maximum amount will be added, as necessary, the par value of the ordinary shares to be issued to preserve the rights of the holders of BSAs and/or BSAANEs and/or BSAARs, pursuant to the law, and where applicable, the contractual stipulations providing for other adjustments. This maximum amount is separate from all maximum amounts set by the other resolutions of this General Meeting.
- 4) Decides that the subscription and/or acquisition price of the shares acquired by the exercise of the warrants, after taking into account the warrant issue price, shall be at least equal to the average closing price of the DBV TECHNOLOGIES share for the 20 trading days prior to the decision to issue the warrants.
- 5) Decides to withdraw the pre-emptive rights of shareholders to the BSAs, BSAANEs and BSAARs to be issued to the benefit of the following category of persons: the corporate officers, members of the scientific committee and employees of the Company as well as persons bound by a service contract or consultants of the Company and the affiliated French or international companies in the meaning of Article L.225-180 of the French Commercial Code.
- 6) Stipulates that this authorization means that the shareholders waive their pre-emptive rights to shares that may be issued by exercising warrants to the holders of BSAs, BSAANEs and/or BSAARs.
- 7) Decides that the Board cannot, unless authorized in advance by the General Meeting, make use of this authorization during a period of public offering initiated by a third party targeting the securities of the Company until the end of the offering period.
- 8) Decides that if the subscriptions have not absorbed the entire BSA, BSAANE and/or BSAAR issue, the Board of Directors may exercise the following options:
 - limit the issue amount to the amount of subscriptions, as necessary within the limits allowed by regulations,

- freely allocate all or part of the non-subscribed BSAs, BSAANEs and/or BSAARs to persons covered by the category defined above.

9) Decides that the Board of Directors shall be granted all necessary powers, under the terms set by the law and stipulated above, to issue BSAs, BSAANEs and/or BSAARs and in particular to:

- set the specific list of beneficiaries within the category of persons defined above, the nature and number of warrants to be allocated to each beneficiary, the number of shares to which each warrant shall give entitlement, the issue price of the warrants and the subscription and/or acquisition price of the shares to which the warrants give entitlement under the terms outlined above, the terms and deadlines for the subscription and exercise of the warrants, the associated adjustment mechanisms and, more generally, all terms and conditions with respect to the issue;
- prepare an additional report describing the final terms and conditions of the transaction;
- conduct the necessary share acquisitions within the framework of the share buyback program and allocate them via the allocation plan;
- record the completion of the capital increase resulting from the exercise of the BSAs, BSAANEs and/or BSAARs and amend the Bylaws accordingly;
- at its sole discretion, levy the cost of the capital increase on the amount of the associated premiums and deduct the necessary sums from this amount to bring the statutory reserve to one tenth of the new share capital after each increase;
- grant the Chief Executive Officer the powers required to carry out the capital increase, and to delay the capital increase, within the limits and according to the terms and conditions previously set by the Board of Directors;
- and more generally, perform all tasks required in similar matters.

The General Meeting notes that this authorization supersedes all relevant previous authorizations.

Twenty-sixth Resolution - Powers to complete formalities

The General Meeting grants all powers to the bearer of an original, a copy or an excerpt of these minutes to carry out all mandatory formalities with respect to registration and publication.

Terms and Conditions of Participation

The General Meeting is open to all shareholders independent of the number of shares they own.

To participate in the General Meeting, shareholders must provide proof of a registered account of shares in their name or in the name of an intermediary registered for their account on the second business day preceding the Meeting, in this case at 0:00 midnight of June 17, 2016, Paris time:

- either in the registered share accounts kept by the Company,
- or in the bearer share accounts kept by an authorized intermediary.

The registration of shares in a bearer account is proven by a certificate of ownership issued by the authorized intermediary. To be able to participate in the Meeting, the certificate of ownership must be

sent to Société Générale - Service Assemblées – 32, rue du Champ de Tir – CS30812 - 44 308 Nantes Cedex 3 to obtain an admission card, or must be presented on the day of the Meeting by shareholders who have not received an admission card.

Shareholders who cannot attend the Meeting in person may choose one of the following three options:

- a) Assign a proxy to a person of their choice in accordance with Article L.225-106 of the French Commercial Code;
- b) Send a proxy to the Company without naming an individual to act as proxy;
- c) Vote by mail.

After the twenty-first day preceding the 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 ask their financial intermediary in writing to send them said form. Requests must be received no later than six days before the date of the Meeting.

This form must be completed and sent, along with, for bearer shareholders, their certificate of ownership. The postal voting form must be received by Société Générale no later than June 18, 2016. If appointing a proxy, the shareholder may name the proxy by sending the signed form as a digital file electronically, along with a photocopy of the front and back of their identity card and, if applicable, their certificate of ownership, to the following address: investors@dbv-technologies.com or by fax to +33 (0)1.43.26.10.83. The proxy is rescindable in the same way.

Shareholders who requested that items or draft resolutions be included on the agenda must send to the Company, marked for the attention of Mr. Pierre-Henri Benhamou, a new certificate of ownership for the same accounts, by 0:00 midnight, Paris time, of the second business day preceding the Meeting.

The preparatory documents for the 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 General Meeting, in this case until June 15, 2016. 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