

**Certification of Person Acquiring American Depositary Shares upon Deposit of Shares
Pursuant to Section 2.2 of the Deposit Agreement**

We refer to the Deposit Agreement, dated as of July 9, 2020 (the “**Deposit Agreement**”), among Inventiva S.A. (the “**Issuer**”), The Bank of New York Mellon, as Depositary, and Owners and Holders of American Depositary Shares (the “**ADSs**”) issued thereunder. Capitalized terms used but not defined herein shall have the meanings given them in the Deposit Agreement.

This certification is furnished in connection with a deposit of ordinary shares of the Issuer (the “**Shares**”) and issuance of ADSs pursuant to Section 2.2 of the Deposit Agreement.

We/I certify that either [check one paragraph that applies]:

☐ We are/I am, or at the time the Shares are deposited and at the time the ADSs are issued will be, the beneficial owner of the Shares and (i) we are/I am not an “affiliate” of the Issuer as that term is defined in Rule 144(a)(1) and have not been an affiliate of the Issuer for a period of three months prior to the date thereof; (ii) (a) none of the Shares were purchased by us/me in any of the tranches of the structured equity financing of up to €348 million announced by the Issuer on October 14, 2024 (the “**Structured Financing**”), or (b) if the Shares were purchased by us/me in any of the tranches of the Structured Financing, one year has lapsed since the date the Shares were acquired from the Issuer, or (iii) (a) none of the Shares were acquired by exercise of any warrant or pre-funded warrant acquired in any of the tranches of the Structured Financing, or (b) if the Shares were acquired by exercise of any warrant or pre-funded warrant acquired in any of the tranches of the Structured Financing, one year has elapsed since the exercise of such warrant or pre-funded warrant, (iv) the Shares are not otherwise “restricted securities” within the meaning of Rule 144 under the Securities Act of 1933, as amended, and (v) we/I have not borrowed the Shares with the intention of replacing them with shares purchased in the Structured Financing; or

☐ We are a broker-dealer acting on behalf of our customer (the “**Customer**”); the Customer has confirmed to us that it is, or at the time the Shares are deposited and at the time the ADSs are issued will be, the beneficial owner of the Shares and (i) the Customer is not an “affiliate” of the Issuer as that term is defined in Rule 144(a)(1) and has not been an affiliate of the Issuer for a period of three months prior to the date thereof; (ii) (a) none of the Shares were purchased by the Customer in any of the tranches of the structured equity financing of up to €348 million announced by the Issuer on October 14, 2024 (the “**Structured Financing**”), or (b) if the Shares were purchased by the Customer in any of the tranches of the Structured Financing, one year has lapsed since the date the Shares were acquired from the Issuer, or (iii) (a) none of the Shares were acquired by the Customer by exercise of any warrant or pre-funded warrant acquired in any of the tranches of the Structured Financing, or (b) if the Shares were acquired by the Customer by exercise of any warrant or pre-funded warrant acquired in any of the tranches of the Structured Financing, one year has elapsed since the exercise of such warrant or pre-funded warrant, (iv) the Shares are not otherwise “restricted securities” within the meaning of Rule 144 under the Securities Act of 1933, as amended, and (v) the Customer has not borrowed the Shares with the intention of replacing them with shares purchased in the Structured Financing.

Very truly yours,

[NAME OF CERTIFYING ENTITY/PERSON]

By: _____

Name:

Title:

Dated: _____

Amount of ADSs Issued: _____ DTC Participant #: _____
