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<b>DESCRIPTIVE TABLE OF THE RESOLUTIONS TO BE SUBMITTED TO THE EXTRAORDINARY SHAREHOLDERS' MEETING OF MAY 19, 2020</b>
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The table below summarizes the key elements of each of the financial resolutions to be submitted to the Extraordinary Shareholders' Meeting of Innate Pharma (the "Company") to be held on May 19, 2020.

Resolution N°	SUBJECT MATTER OF THE RESOLUTION	DESCRIPTION
19	Authorization granted to the Executive Board to allocate share subscription and/or share purchase options for the benefit of employees of the subsidiary of the Company, Innate Pharma Inc.	<ul style="list-style-type: none"><li>• Allocation of stock options to executive employees of Innate Pharma Inc, a subsidiary of the Company in the United States</li><li>• Total nominal amount of share capital increase that can be decided under this resolution: €6,500</li><li>• Maximum number of shares that can be issued under this resolution: 130,000 ordinary shares</li><li>• Vesting by one-third each year as from the date of allocation subject to presence condition</li><li>• Retention of the option for two years from the date of allocation or retention of the shares resulting from the exercise for one year from the date of exercise</li><li>• The use of this delegation by the Executive board requires the prior approval of the Supervisory board</li><li>• Validity period: 38 months</li></ul>

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20	<b>Authorization granted to the Executive Board to allocate existing or new free shares for the benefit of employed members of the Executive Committee, employed senior executives and/or corporate officers of the Company or its subsidiaries as part of their variable annual compensation</b>	<ul style="list-style-type: none"><li>• Free allocation of shares for the benefit of employed members of the Executive Committee, employed senior executives and/or corporate officers of the Company or its eligible consolidated subsidiaries under Article L. 225-197-1 et seq. of the French Commercial code (list or relevant members established by the Executive board) as part of their annual variable compensation</li><li>• Total nominal amount of the share capital increase that can be decided under this resolution: €10 000</li><li>• Maximum number of shares that can be issued under this resolution: 200,000 ordinary shares</li><li>• Acquisition period: one year as from the allocation, subject to performance conditions decided by the Executive board and subject to the beneficiary(ies)' presence in the Company or its subsidiaries.</li><li>• Lock-up period: one year as from the end of the one-year acquisition period, if the vesting period is one year or no retention period if the vesting period is two years.</li><li>• The use of this delegation by the Executive board requires the prior approval of the Supervisory board</li><li>• Voids the authorization granted by the 24<sup>th</sup> resolution of the Shareholders' Meeting held on May 22, 2019</li><li>• Validity period : 38 months</li></ul>
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21 and 22	<p><b>Authorization granted to the Executive Board to allocate existing or new free shares on the basis of the performance criteria for the benefit of executive officers, employed members of the Executive Committee, employed senior executives and/or corporate officers and employees of the Company or its subsidiaries</b></p>	<ul style="list-style-type: none"><li>• Free allocation of performance shares (the “<b>Performance Free Shares</b>”) for the benefit of (i) employed members of the Executive Committee, employed senior executives and/or corporate officers (resolution n°21) and (ii) employees (resolution n°22) of the Company and its consolidated subsidiaries under Article L. 225-197-1 et seq. of the French Commercial code (list or relevant beneficiaries established by the Executive board)</li><li>• Total nominal amount of share capital increases that can be decided under this resolution resulting from the allocation and definitive acquisition of all the Performance Free Shares:<ul style="list-style-type: none"><li>(i) for the benefit of employed members of the Executive Committee, employed senior executives and/or corporate officers (resolution n°21): €38,500</li><li>(ii) for the benefit of employees (resolution n°22): €45,500</li></ul></li><li>• Maximum number of shares that can be issued under these resolutions:<ul style="list-style-type: none"><li>(i) for the benefit of employed members of the Executive Committee, employed senior executives and/or corporate officers (resolution n°21): 770,000</li><li>(ii) for the benefit of employees (resolution n°22): 910,000</li></ul></li></ul> <p>The maximum number of Free Performance Shares that may be definitely acquired shall depend on the achievement of performance criteria as defined by the Supervisory board, upon recommendation of the Compensation and nomination committee.</p> <ul style="list-style-type: none"><li>• Acquisition period: at least three years as from the allocation, subject to presence condition</li><li>• No lock-up period</li><li>• The use of this delegation by the Executive board requires the prior approval of the Supervisory board</li><li>• Voids the authorizations granted by the 25<sup>th</sup> and 26<sup>th</sup> resolution of the Shareholders’ Meeting held on May 22, 2019</li><li>• Validity period: 38 months</li></ul>
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23	<b>Delegation of authority to the Executive Board for the purpose of issuing ordinary Company shares and/or of securities giving access to the share capital of the Company, with shareholders' preferential subscription rights ("Rights Issue")</b>	<ul style="list-style-type: none"><li>• Share capital increase with shareholders' preferential subscription rights : shareholders have a preferential subscription right to subscribe on an irreducible basis (in proportion to the rights they hold) and as the case may be, on a reducible basis</li><li>• Total nominal amount of share capital increases that can be decided under this resolution: €1,183,691.55</li><li>• Maximum number of shares that can be issued under this resolution: 23,673,831 shares</li><li>• Deduction of each share capital increase decided under this resolution from the overall capped amount of €1,183,691.55 (resolution n°31)</li><li>• Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution: €150,000,000</li><li>• The Executive board can limit the amount of share capital increase to at least <math>\frac{3}{4}</math> of the total decided amount, if the entire share capital increase is not subscribed</li><li>• The use of this delegation by the Executive board is subject to the prior approval of the Supervisory board</li><li>• Voids the 27<sup>nd</sup> resolution of the Shareholders' Meeting of May 22, 2019</li><li>• Validity period: 26 months</li></ul>
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24	<b>Delegation of authority to the Executive Board for the purpose of issuing ordinary Company shares and/or of securities giving access to the share capital of the Company, without shareholders' preferential subscription rights, through a public offering</b>	<ul style="list-style-type: none"><li>• Share capital increase without shareholders' preferential subscription rights: shareholders do not have preferential subscription rights and all investors may subscribe. However, the Executive board may grant shareholders a priority right (exercised on an irreducible or reducible basis)</li><li>• Total nominal amount of the capital increases that can be decided under this resolution: 1,183,691.55 euros.</li><li>• Maximum number of shares that can be issued under this resolution: 23,673,831 shares.</li><li>• Deduction of the amount of each capital increase decided under this resolution from the overall ceiling of 1,183,691.55 euros ( resolution n°31).</li><li>• Minimum issuing price: weighted average of share price during the last 3 stock market trading days preceding the date of the launch of the public offering with a maximum discount of 10%</li><li>• Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution: €150,000,000</li><li>• The use of this delegation by the Executive board is subject to the prior approval of the Supervisory board</li><li>• Voids the resolution n°28 of the Shareholders' Meeting of May 22, 2019</li><li>• Validity period: 26 months</li></ul>
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25	<b>Delegation of authority to the Executive Board for the purpose of issuing, without shareholder's preferential subscription rights, ordinary shares of the Company and/or securities giving access to the share capital of the Company, within the framework of an offering as described in paragraph 1° of Article L.411-2 of the French Monetary and Financial Code</b>	<ul style="list-style-type: none"><li>• Possibility to carry out a share capital increase without shareholders' preferential subscription rights by way of a private placement reserved for the benefit of qualified investors or restricted to a limited circle of investors pursuant to paragraph 1° of Article L. 411-2 of the French Monetary and Financial Code</li><li>• Total nominal amount of share capital increases that can be decided under this resolution : €1,183,091.55</li><li>• Maximum number of shares that can be issued under this resolution: 23,673,831 shares</li><li>• Deduction of each share capital increase decided under this resolution from the overall capped amount of €1,183,691.55 (resolution n°31)</li><li>• Minimum issuing price: weighted average of share price during the last 3 stock market trading days preceding the date of launch of the public offering with a maximum discount of 10%</li><li>• Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution: €150,000,000</li><li>• The use of this delegation by the Executive board is subject to the prior approval of the Supervisory board</li><li>• Voids the 29<sup>th</sup> resolution of the Shareholders' Meeting of May 22, 2019</li><li>• Validity period: 26 months</li></ul>
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26	<b>Determination of the issuance price, up to the limit of 10% of the share capital per annum, of the ordinary shares and/or of securities giving access to the share capital of the Company, in the event of the suppression of shareholders' preferential subscription rights</b>	<ul style="list-style-type: none"><li>• Possibility to carry out a share capital increase without shareholders' preferential subscription rights coupled with a minimum price formula different from the legal price formula: price at least equal to the volume-weighted average of the prices of the Company's share on Euronext during the last 5 stock market trading days preceding the date upon which the issuance price is set with a maximum discount of 15%</li><li>• Limitation: 10% of the share capital per year</li><li>• Application to share capital increases without shareholders' preferential subscription rights (resolutions n°24 and 25)</li><li>• Validity period: 26 months</li></ul>
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<p align="center">27</p>	<p><b>Delegation of authority to the Executive Board for the purpose of issuing of ordinary Company shares and /or of securities giving access to the share capital of the Company, without shareholders' preferential subscription rights and reserved for certain categories of investors</b></p>	<p>Possibility to carry out a share capital increase without shareholders' preferential subscription rights and to reserve the right to subscribe:</p> <p>(a) as part of an industrial or strategic agreement with the Company, to:</p> <ul style="list-style-type: none"> <li>— industrial or commercial companies involved in the pharmaceutical / biotechnological sector, or</li> <li>— investment companies or investment funds' management companies or to investment funds, governed by French or foreign law, or</li> <li>— any other legal person (including a trust) or natural person that invests on a regular basis, in the pharmaceutical / biotechnological sector, and</li> </ul> <p>(b) in the context of an offer pursuant to article L.411-2 1° of the French Monetary and Financial Code for French investors and pursuant to the equivalent provisions for foreign investors to:</p> <ul style="list-style-type: none"> <li>— industrial or commercial companies involved in the pharmaceutical / biotechnological sector, or</li> <li>— investment companies or investment funds' management companies or to investment funds, governed by French or foreign law, or</li> <li>— any other legal person (including a trust) or natural person that invests on a regular basis, in the pharmaceutical / biotechnological sector,</li> </ul> <p>meeting, in each of the cases referred to above, the criteria for participating in such an offer, or</p> <ul style="list-style-type: none"> <li>— investment services providers, governed by French or foreign law, able to underwrite the completion of such an offer;</li> </ul> <ul style="list-style-type: none"> <li>• Total nominal amount of share capital increases that can be decided under this resolution : €1,183,691.55</li> <li>• Maximum number of shares that can be issued under this resolution: 23,673,831 shares</li> <li>• Deduction of each share capital increase decided under this resolution from the overall capped amount of €1,183,691.55 (resolution n°31)</li> <li>• Minimum issuing price: weighted average of share price for the last 5 stock market trading days preceding the date on which the issuance price is set with a maximum discount of 15%</li> <li>• Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution: €150,000,000</li> </ul>
		<ul style="list-style-type: none"> <li>• The use of this delegation by the Executive board is subject to the prior approval of the Supervisory board</li> <li>• Voids the 31<sup>th</sup> resolution of the Shareholders' Meeting of May 22, 2019</li> </ul>



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28	<b>Authorization granted to the Executive board to increase the number of securities to be issued in the event of a share capital increase, with or without shareholders' preferential subscription rights</b>	<ul style="list-style-type: none"><li>• Overallotment option: possibility to increase the number of securities to be issued at the same price:<ul style="list-style-type: none"><li>- Within the 30 days following the closing of the subscription, and</li><li>- Within the limit of 15% of the initial issuance and at the same initial issuance price</li></ul></li><li>• Deduction of each share capital increase decided under this resolution from the capped amount of €1,183,691.55</li><li>• Application to share capital increases with or without shareholders' preferential subscription rights (resolutions n°23, 24, 25 and 27)</li><li>• Validity period: 26 months</li></ul>
29	<b>Delegation of authority to the Executive Board for the purpose of issuing ordinary shares and/or securities giving access to the share capital of the Company, as compensation for contributions in kind comprised of equity securities or securities giving access to the share capital</b>	<ul style="list-style-type: none"><li>• Possibility to carry out share capital increase to remunerate contributions in kind comprised of equity securities or securities giving access to the share capital without further approval of the Shareholders' Meeting</li><li>• Limitation: 10% of share capital</li><li>• Maximum nominal amount of debt securities giving access to share capital that can be issued under this resolution: €150,000,000</li><li>• Deduction of each share capital increase decided under this resolution from the overall capped amount of €1,183,691.55 (resolution n°31)</li><li>• The use of this delegation by the Executive board is subject to the prior approval of the Supervisory board</li><li>• Voids the 33<sup>th</sup> resolution of the Shareholders' Meeting of May 22, 2019</li><li>• Validity period: 26 months</li></ul>

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30	<b>Delegation of authority to the Executive Board for the purpose of issuing ordinary shares and/or securities giving access to the share capital of the Company, in the event of a public exchange offer initiated by the Company</b>	<ul style="list-style-type: none"><li>• Share capital increase carried out by way of a public exchange offer</li><li>• Total nominal amount of share capital increases that can be decided under this resolution: €1,183,691.55</li><li>• Maximum number of shares that can be issued under this resolution: 23,673,831 ordinary shares</li><li>• Deduction of each share capital increase decided under this resolution from the overall capped amount of €1,183,691.55 (resolution n°31)</li><li>• The use of this delegation by the Executive board is subject to the prior approval of the Supervisory board</li><li>• Voids the 34<sup>th</sup> resolution of the Shareholders' Meeting of May 22, 2019</li><li>• Validity period: 26 months</li></ul>
31	<b>Overall limitation on authorisations</b>	<ul style="list-style-type: none"><li>• Overall capped amount applicable to resolutions n°23 to 25 and 27 to 30 of €1,183,691.55</li></ul>

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32	<p><b>Delegation of authority to the Executive Board for the purpose of issuing ordinary shares and/or securities giving access to the share capital of the Company for the benefit of the members of a company savings plan (CSP)</b></p>	<ul style="list-style-type: none"> <li>• Share capital increase reserved for the benefit of employed members of a CSP</li> <li>• Total nominal amount of share capital increases that can be decided under this resolution: €10,000</li> <li>• Maximum number of shares that can be issued under this resolution: 200,000 shares</li> <li>• Minimum issuance price:             <ul style="list-style-type: none"> <li>- when the duration of the lock-up period stipulated by the savings plan is less than 10 years: 80% of the average of the first listed prices of the Company's share on the Euronext Paris stock exchange during the twenty stock market trading days preceding the date of the decision setting the opening date for subscription</li> <li>- when said lock-up period is greater than or equal to 10 years: to 70% of the average of the first listed prices of the Company's share on the Euronext Paris stock exchange during the twenty stock market trading days preceding the date of the decision setting the opening date for subscription</li> </ul> </li> <li>• The use of this delegation by the Executive board requires the prior approval of the Supervisory board</li> <li>• Voids the resolution n°31 of the Shareholder's Meeting of May 29, 2018</li> <li>• Validity period: 26 months</li> </ul>
33	<p><b>Delegation of power to the Executive board for the purpose of cancelling all or part of the treasury share of the Company, acquired pursuant to the authorization to repurchase shares</b></p>	<ul style="list-style-type: none"> <li>• Limitation: 10% of share capital over a period of 24 months</li> <li>• Voids the resolution n°37 of the Shareholder's Meeting of May 22, 2019</li> <li>• Validity period : 18 months</li> </ul>