



Limited company (*société anonyme*) with a Board of Directors
and with a share capital of 343,749.98 euros
Registered office: 12 rue François 1er – 75008 Paris
898 969 852 RCS Paris

(the “Company”)

NOTICE OF MEETING

The Company’s shareholders are convened on first call to a Combined General Meeting to be held on Thursday, June 30, 2022 at 1:30 P.M., which will be held at Les Salons de l'Aéro-Club de France, 6 rue Galilée, 75016 Paris.

In the context of the health crisis tied to the Covid-19 pandemic, the Company may be required to change the methods for participating in the Combined General Meeting depending on developments in the public health situation and/or regulations occurring after the date this notice is published.

Shareholders are invited to regularly consult the Business Combination section of the Company’s website (www.i2po.com), which may be updated as necessary to identify the final methods for participating in the Combined General Meeting.

The Combined General Meeting is called to deliberate on the following agenda and resolutions being specified that the resolutions have been amended since the notice of meeting.

AGENDA

On an ordinary basis

1. Approval of the financial statements for the year ended December 31, 2021
2. Allocation of the result
3. Acknowledgment that the Company's equity capital has been restored
4. Special report of the statutory auditors on regulated agreements and approval of new regulated agreements
5. Approval of the information referred to in Article L. 22-10-9, I of the French Commercial Code relating to the compensation of corporate officers - general ex-post say on pay
6. Approval of the compensation and benefits of any kind paid or granted in respect of the financial year ended December 31, 2021 to Mr. Alban Gréget, Chairman and Chief Executive Officer, from May 15, 2021 to June 22, 2021 - individual ex-post say on pay
7. Approval of the compensation and benefits of any kind paid or granted in respect of the financial year ending December 31, 2021 to Mrs. Iris Knobloch, Chairman and Chief Executive Officer with effect from June 22, 2021 - individual ex-post say on pay
8. Approval of the compensation policy for the Chairman of the Board of Directors for the financial year beginning January 1, 2022 and until the completion of a Business Combination (as such term is defined in the Company's articles of association) - ex ante say on pay
9. Approval of the compensation policy for the Chief Executive Officer and/or any other executive corporate officer for the financial year beginning January 1, 2022 and until the completion of a Business Combination (as such term is defined in the Company's articles of association) - ex ante say on pay

10. Approval of the compensation policy applicable to members of the Board of Directors for the financial year beginning January 1, 2022 and until the completion of a Business Combination (as such term is defined in the Company's articles of association) - say on pay ex ante
11. Acknowledgement of Ms. Mercedes Erra's resignation from her position as a member of the Board of Directors
12. Acknowledgement of Ms. Patricia Fili-Krushel's resignation from her position as member of the Board of Directors
13. Acknowledgement of Ms. Fleur Pellerin's resignation from her position as member of the Board of Directors
14. Acknowledgement of Mr. Carlo d'Asaro-Biondo's resignation from his position as member of the Board of Directors
15. Acknowledgement of the resignation of Artémis 80 SAS as a member of the Board of Directors
16. Appointment of Mr. Guillaume d'Hauteville as member of the Board of Directors
17. Appointment of Mr. Jeronimo Folgueira as member of the Board of Directors
18. Appointment of Mr. Hans-Holger Albrecht as member of the Board of Directors
19. Appointment of Ms. Amanda Cameron as member of the Board of Directors
20. Appointment of Ms. Sophie Guyesse as member of the Board of Directors
21. Appointment of Ms. Valérie Accary as member of the Board of Directors
22. Appointment of Ms. Mari Thjømøe as member of the Board of Directors
23. Appointment of Ernst & Young Audit S.A.S. as joint statutory auditor of the Company
24. Approval of the compensation to be paid to Mrs. Iris Knobloch, Chairman and Chief Executive Officer, under Article L. 22-10-8 III of the French Commercial Code
25. Approval of the compensation policy applicable to members of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company
26. Determination of the maximum annual aggregate amount allocated to members of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company
27. Approval of the compensation policy applicable to the Chairman of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company
28. Approval of the compensation policy applicable to the Chief Executive Officer and/or any other executive corporate officer with effect from the date of the final completion of the merger by absorption of Deezer by the Company
29. Authorization granted to the Board of Directors for a period of 18 months to trade in the Company's ordinary shares at a maximum purchase price of 20 euros per share

On an extraordinary basis

30. Authorization granted to the Board of Directors to reduce the share capital by cancelling treasury shares
31. Approval of the merger by absorption of Deezer by the Company; Approval of the terms and conditions of the merger agreement; Approval of the contributions, their valuation and the compensation therefor
32. Increase in the Company's share capital as compensation for the merger by absorption of Deezer by the Company and delegation of powers granted to the Board of Directors for such purpose
33. Delegation of authority granted to the Board of Directors to increase the share capital in cash by a maximum nominal amount of 119,000 euros through the issuance of ordinary shares with shareholders' preferential subscription rights cancelled to the benefit of specifically designated persons
34. Cancellation of preferential subscription rights to the benefit of AI European Holdings Sàrl
35. Cancellation of preferential subscription rights to the benefit of Artémis SAS
36. Cancellation of preferential subscription rights to the benefit of Bpifrance Capital I FPS

37. Cancellation of preferential subscription rights to the benefit of CDC Euro Croissance
38. Cancellation of preferential subscription rights to the benefit of CDC PME Croissance
39. Cancellation of preferential subscription rights to the benefit of Universal International Music BV
40. Cancellation of preferential subscription rights to the benefit of Media Participations Paris SA
41. Cancellation of preferential subscription rights to the benefit of WEA International Inc.
42. Cancellation of preferential subscription rights to the benefit of Sony Music Entertainment Netherlands BV
43. Cancellation of preferential subscription rights to the benefit of Orange Participations SA
44. Cancellation of preferential subscription rights to the benefit of Merit France Finance SAS
45. Cancellation of preferential subscription rights to the benefit of Abdulmajid Abdulaziz Alhokair
46. Cancellation of preferential subscription rights to the benefit of Salman Abdulaziz Alhokair
47. Cancellation of preferential subscription rights to the benefit of Le Pac SRL
48. Cancellation of preferential subscription rights to the benefit of Idinvest Growth Secondary SLP
49. Cancellation of preferential subscription rights to the benefit of Kingdom 5-KR-272, Ltd
50. Cancellation of preferential subscription rights to the benefit of Xavier Niel
51. Cancellation of preferential subscription rights to the benefit of Rychstone Inversiones SA
52. Cancellation of preferential subscription rights to the benefit of Manzat Inversiones AUU SA
53. Delegation of authority granted to the Board of Directors to increase the share capital in cash by a maximum nominal amount of 31,000 euros through the issuance of ordinary shares with shareholders' preferential subscription rights cancelled to the benefit of a category of persons meeting specific characteristics
54. Modification of the Company's corporate purpose with effect from the date of the final completion of the merger by absorption of Deezer by the Company
55. Modification of the Company's corporate name with effect from the date of the final completion of the merger by absorption of Deezer by the Company
56. Transfer of the Company's registered office with effect from the date of the final completion of the merger by absorption of Deezer by the Company
57. Modification of the rights attached to the class A2 and class A3 preference shares issued by the Company, with effect from the date of the final completion of the merger by absorption of Deezer by the Company
58. Harmonization of the Company's articles of association with effect from the date of the final completion of the merger by absorption of Deezer by the Company
59. Introduction of a double voting right into the Company's articles of association with effect from the date of the final completion of the merger by absorption of Deezer by the Company
60. Delegation of authority to the Board of Directors to decide on the issuance of shares of the Company and/or any securities, with preferential subscription rights maintained
61. Delegation of authority to the Board of Directors to decide on the issuance with cancellation of preferential subscription rights of shares of the Company and/or securities by way of public offerings other than those referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code
62. Delegation of authority to the Board of Directors to decide on the issuance with preferential subscription rights cancelled of ordinary shares of the Company and/or securities by way of public offerings referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code
63. Delegation of authority to the Board of Directors to decide on the issuance with preferential subscription rights cancelled of shares and/or securities as compensation for contributions in kind of equity securities or securities giving access to the capital of third parties, other than in connection with a public exchange offer
64. Authorization to be granted to the Board of Directors, in the event of the issuance of shares or any other securities giving access to the capital with shareholders' preferential subscription rights cancelled, to set the issue price within the limit of 10% of the share capital and within the limits provided for by the General Meeting

- 65. Delegation of authority to the Board of Directors to issue ordinary shares and securities giving access to the Company's capital in the event of a public offer with an exchange component initiated by the Company
- 66. Delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any other securities with shareholders' preferential subscription rights cancelled to the benefit of a category of persons meeting specific characteristics
- 67. Delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any securities with shareholders' preferential subscription rights cancelled to the benefit of a category of persons meeting specified characteristics
- 68. Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without cancellation of preferential subscription rights
- 69. Maximum aggregate amount of capital increases
- 70. Delegation of authority to the Board of Directors to increase the share capital by incorporating premiums, reserves, profits or other
- 71. Authorization for the Board of Directors to grant ordinary shares of the Company free of charge, in accordance with articles L. 225-197-1 *et seq.* of the French Commercial Code, with or without performance conditions attached, to officers and employees of the Company and of its subsidiaries, entailing the waiver by shareholders of their preferential subscription rights
- 72. Authorization for the Board of Directors to grant stock options to eligible employees or corporate officers of the Company and/or related companies
- 73. Delegation of authority to the Board of Directors to issue and grant share warrants to a category of persons meeting defined characteristics
- 74. Delegation of authority to the Board of Directors to issue and grant share warrants to partners
- 75. Delegation of authority to the Board of Directors to carry out capital increases through the issuance of ordinary shares or other securities giving immediate or future access to the Company's capital, reserved for members of a company savings plan

On an ordinary basis

- 76. Powers for legal formalities

DRAFT RESOLUTIONS FOR THE COMBINED GENERAL MEETING OF JUNE 30, 2022

On an ordinary basis

1st. RESOLUTION

Approval of the financial statements for the year ended December 31, 2021

Voting under the quorum and majority conditions required for ordinary general meetings and having reviewed the management report of the Board of Directors and the report of the statutory auditors on the statutory financial statements, the General Meeting,

approves all parts of the Company's statutory financial statements for the year ended December 31, 2021 as presented to it, indicating a loss of 1,591,472.66 euros, and

acknowledges pursuant to the provisions of Article 223 *quarter* of the French Tax Code that there are no expenditures or charges that cannot be deducted from the results for the year ended December 31, 2021 in accordance with article 39(4) of the French Tax Code.

2nd. RESOLUTION

Allocation of the result

Voting under the quorum and majority conditions required for ordinary general meetings, upon the proposal made by the Board of Directors, the General Meeting,

decides to allocate the entirety of the result for the financial year ended December 31, 2021, constituting a loss of 1,591,472.66 euros, to the retained earnings account, which will consequently be carried from (23,677.23) euros to (1,615,149.89) euros,

acknowledges in accordance with the provisions of Article 243 *bis* of the French Tax Code that the Company has not distributed any dividends or revenues since it was formed.

3rd. RESOLUTION

Acknowledgment that the Company's equity capital has been restored

Voting under the quorum and majority conditions required for ordinary general meetings, upon the proposal made by the Board of Directors, the General Meeting,

acknowledges that the Company's equity capital has been restored as provided for in Article 225-248 of the French Commercial Code.

4th. RESOLUTION

Special reports of the statutory auditors on regulated agreements and approval of new regulated agreements

Voting under the quorum and majority conditions required for ordinary general meetings and having reviewed the special reports of the statutory auditors referred to in articles 225-38 *et seq.* of the French Commercial Code, the General Meeting **approves** the new agreements referred to in such reports.

5th. RESOLUTION

Approval of the information referred to in Article L. 22-10-9, I of the French Commercial Code relating to the compensation of corporate officers - general ex-post say on pay

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of Article L. 22-10-34, I of the French Commercial Code, after having reviewed the corporate governance report prepared pursuant to Article L. 225-37 of the French Commercial Code and included in the Company's annual financial report filed with the French Financial Markets Authority, the General Meeting **approves** the information referred to in Article L. 22-10-9, I of the French Commercial Code presented therein.

6th. RESOLUTION

Approval of the compensation and benefits of any kind paid or granted in respect of the financial year ended December 31, 2021 to Mr. Alban Gréget, Chairman and Chief Executive Officer, from May 15, 2021 to June 22, 2021 - individual ex-post say on pay

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of Article L. 22-10-34, II of the French Commercial Code, the General Meeting **approves** the compensation and benefits of any kind paid or granted in respect of the financial year ended December 31, 2021 to Mr. Alban Gréget, Chairman and Chief Executive Officer, from May 15, 2021 to June 22, 2021 as set forth in the corporate governance report included in the Company's annual financial report filed with the French Financial Markets Authority.

7th. RESOLUTION

Approval of the compensation and benefits of any kind paid or granted in respect of the financial year ended December 31, 2021 to Ms. Iris Knobloch, Chairman and Chief Executive Officer with effect from June 22, 2021 - individual ex-post say on pay

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of Article L. 22-10-34, II of the French Commercial Code, the General Meeting **approves** the compensation and benefits of any kind paid or granted in respect of the financial year ended December 31, 2021 to Ms. Iris Knobloch, Chairman and Chief Executive Officer, as from June 22, 2021 as set forth in the corporate governance report included in the Company's annual financial report filed with the French Financial Markets Authority and as presented in section 15.2 of the merger prospectus.

8th. RESOLUTION

Approval of the compensation policy for the Chairman of the Board of Directors for the financial year beginning January 1, 2022 and until the completion of a Business Combination (as such term is defined in the Company's articles of association) - ex ante say on pay

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of Article L. 22-10-8 of the French Commercial Code and having reviewed the corporate governance report established pursuant to article L. 225-37 of the French Commercial Code included in the Company's annual financial report filed with the French Financial Markets Authority, the General Meeting **approves** the compensation policy applicable to the Chairman of the Board of Directors for the financial year beginning January 1, 2022 and up until the completion of a Business Combination (as such term is defined in the Company's articles of association) presented therein.

9th. RESOLUTION

Approval of the compensation policy for the Chief Executive Officer and/or any other executive

corporate officer for the financial year beginning January 1, 2022 and until the completion of a Business Combination (as such term is defined in the Company's articles of association) - ex ante say on pay

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of Article L. 22-10-8 of the French Commercial Code and having reviewed the corporate governance report established pursuant to article L. 225-37 of the French Commercial Code included in the Company's annual financial report filed with the French Financial Markets Authority, the General Meeting **approves** the compensation policy applicable to the Chief Executive Officer and/or to any other executive corporate officer for the financial year beginning January 1, 2022 and up until the completion of a Business Combination (as such term is defined in the Company's articles of association) presented therein.

10th. RESOLUTION

Approval of the compensation policy applicable to members of the Board of Directors for the financial year beginning January 1, 2022 and until the completion of a Business Combination (as such term is defined in the Company's articles of association) - say on pay ex ante

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of Article L. 22-10-8 of the French Commercial Code and having reviewed the corporate governance report established pursuant to article L. 225-37 of the French Commercial Code included in the Company's annual financial report filed with the French Financial Markets Authority, the General Meeting **approves** the compensation policy applicable to members of the Board of Directors for the financial year beginning January 1, 2022 and up until the completion of a Business Combination (as such term is defined in the Company's articles of association) presented therein.

11th. RESOLUTION

Acknowledgement of Ms. Mercedes Erra's resignation from her position as a member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer, a limited company (*société anonyme*) with a board of directors whose registered office is located at 24, rue de Calais, 75009 Paris and which is registered in the Paris Trade and Companies Register under no. 511 716 573 ("**Deezer**"), by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

acknowledges Ms. Mercedes Erra's resignation from her position as a member of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting.

12th. RESOLUTION

Acknowledgement of Ms. Patricia Fili-Krushel's resignation from her position as a member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

acknowledges Ms. Patricia Fili-Krushel's resignation from her position as a member of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting.

13th. RESOLUTION

Acknowledgement of Ms. Fleur Pellerin's resignation from her position as a member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

acknowledges Ms. Fleur Pellerin's resignation from her position as a member of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting.

14th. RESOLUTION

Acknowledgement of Mr. Carlo d'Asaro-Biondo's resignation from his position as a member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

acknowledges Mr. Carlo d'Asaro-Biondo's resignation from his position as a member of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting.

15th. RESOLUTION

Acknowledgement of the resignation of Art  mis 80 SAS as a member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

acknowledges the resignation of Artémis 80 SAS from its position as a member of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting.

16th. RESOLUTION

Appointment of Mr. Guillaume d'Hauteville as member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to appoint as a new director of the Company:

Mr. Guillaume d'Hauteville

Born on June 12, 1963,

Of French nationality,

Residing Flat 3, 47 South Street, London W1K 2XQ, United Kingdom,

with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, for a period of three (3) years, i.e., until the close of the annual general shareholders' meeting called to approve in 2025 the financial statements for the year ended December 31, 2024.

Mr. Guillaume d'Hauteville has declared in advance that he would accept this position should he be appointed and that he was not subject to any incompatibility, prohibition or disqualification that could prohibit him from accessing or carrying out this position.

17th. RESOLUTION

Appointment of Mr. Jeronimo Folgueira as member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to appoint as a new director of the Company:

Mr. Jeronimo Folgueira

Born on February 12, 1982 in Buenos Aires (Argentina),

Of Spanish nationality,

Residing 20, rue du bassin, 92190 Meudon,

with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, for a period of three (3) years, i.e., until the close of the

annual general shareholders' meeting called to approve in 2025 the financial statements for the year ended December 31, 2024.

Mr. Jeronimo Folgueira has declared in advance that he would accept this position should he be appointed and that he was not subject to any incompatibility, prohibition or disqualification that could prohibit him from accessing or carrying out this position.

18th. RESOLUTION

Appointment of Mr. Hans-Holger Albrecht as member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to appoint as a new director of the Company:

Mr. Hans-Holger Albrecht

Born on July 29, 1963 in Brussels (Belgium),
Of French nationality,
Residing Niederthai 64, 6441 Umhausen, Austria,

with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, for a period of three (3) years, i.e., until the close of the annual general shareholders' meeting called to approve in 2025 the financial statements for the year ended December 31, 2024.

Mr. Hans-Holder Albrecht has declared in advance that he would accept this position should he be appointed and that he was not subject to any incompatibility, prohibition or disqualification that could prohibit him from accessing or carrying out this position.

19th. RESOLUTION

Appointment of Ms. Amanda Cameron as member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to appoint as a new director of the Company:

Ms. Amanda Cameron

Born on July 10, 1974 in London (United Kingdom),
Of French nationality
Residing 125 St Marks Road, London W10 6NP, United Kingdom

with effect from the date of the final completion of the merger by absorption of Deezer by the

Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, for a period of three (3) years, i.e., until the close of the annual general shareholders' meeting called to approve in 2025 the financial statements for the year ended December 31, 2024.

Ms. Amanda Cameron has declared in advance that she would accept this position should she be appointed and that she was not subject to any incompatibility, prohibition or disqualification that could prohibit her from accessing or carrying out this position.

20th. RESOLUTION

Appointment of Ms. Sophie Guiyesse as member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to appoint as a new director of the Company:

Ms. Sophie Guiyesse

Born on February 19, in Paris,
Of French nationality,
Residing 22, avenue des Mimosas, 92100 Boulogne,

with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, for a period of three (3) years, i.e., until the close of the annual general shareholders' meeting called to approve in 2025 the financial statements for the year ended December 31, 2024.

Ms. Sophie Guiyesse has declared in advance that she would accept this position should she be appointed and that she was not subject to any incompatibility, prohibition or disqualification that could prohibit her from accessing or carrying out this position.

21st. RESOLUTION

Appointment of Ms. Valérie Accary as member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to appoint as a new director of the Company:

Ms. Valérie Accary

Born on May 27, 1965 in Strasbourg,
Of French nationality,
Residing 50, rue Cortambert, 75116 Paris,

with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, for a period of three (3) years, i.e., until the close of the annual general shareholders' meeting called to approve in 2025 the financial statements for the year ended December 31, 2024.

Ms. Valérie Accary has declared in advance that she would accept this position should she be appointed and that she was not subject to any incompatibility, prohibition or disqualification that could prohibit her from accessing or carrying out this position.

22nd. RESOLUTION

Appointment of Ms. Mari Thjømøe as member of the Board of Directors

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to appoint as a new director of the Company:

Ms. Mari Thjømøe

Born on November 23, 1962 in Oslo (Norway),
Of French nationality,
Residing at Myrhaugen 20, 0752 Oslo,

with effect from the date of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, for a period of three (3) years, i.e., until the close of the annual general shareholders' meeting called to approve in 2025 the financial statements for the year ended December 31, 2024.

Ms. Mari Thjømøe has declared in advance that she would accept this position should she be appointed and that she was not subject to any incompatibility, prohibition or disqualification that could prohibit her from accessing or carrying out this position.

23rd. RESOLUTION

Appointment of Ernst & Young Audit S.A.S. as joint statutory auditor of the Company

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

resolves to appoint as joint statutory auditor of the Company:

Ernst & Young Audit S.A.S.

1-2, Place des Saisons, Paris la Défense 1, 92400 Courbevoie
344 366 315 RCS Nanterre

for a term of six financial years, which shall expire at the close of the general shareholders' meeting called to approve the financial statements for the financial year ended December 31, 2027.

24th. RESOLUTION

Approval of the compensation to be paid to Mrs. Iris Knobloch, Chairman and Chief Executive Officer, under Article L. 22-10-8 III of the French Commercial Code

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors and the merger prospectus relating to the merger by absorption of Deezer by the Company describing the compensation policy, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

approves, in accordance with the provisions of article L. 22-10-8 III of the French Commercial Code, the exceptional compensation of Ms. Iris Knobloch, as Chairman and Chief Executive Officer, in respect of the financial year ended December 31, 2021, as presented in section 15.1(i) of the above-cited merger prospectus, as a result of the final completion of the Merger.

25th. RESOLUTION

Approval of the compensation policy applicable to members of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors and the merger prospectus relating to the merger by absorption of Deezer by the Company describing the compensation policy applicable to directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

approves, in accordance with the provisions of article L. 22-10-8 of the French Commercial Code, the compensation policy applicable to directors as presented in section 15.2 of the above-cited merger prospectus as from the date of the final completion of the merger by absorption of Deezer by the Company and up until December 31, 2022.

26th. RESOLUTION

Determination of the maximum annual aggregate amount allocated to members of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors and the merger prospectus relating to the merger by absorption of Deezer by the Company describing the compensation policy applicable to directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

decides to set the maximum annual aggregate amount allocated to directors as compensation for their

mandate at 352,000 euros as from the date of the final completion of the merger by absorption of Deezer by the Company and for each of the subsequent financial years until a new decision is taken by the General Meeting.

27th. RESOLUTION

Approval of the compensation policy applicable to the Chairman of the Board of Directors with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of article L. 22-10-8 of the French Commercial Code and after having reviewed the report of the Board of Directors and the merger prospectus relating to the merger by absorption of Deezer by the Company describing the compensation policy applicable to the Chairman of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

approves the compensation policy applicable to the Chairman of the Board of Directors as presented in section 15.2 of the above-cited merger prospectus as from the date of the final completion of the merger by absorption of Deezer by the Company.

28th. RESOLUTION

Approval of the compensation policy applicable to the Chief Executive Officer and/or any other executive corporate officer with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for ordinary general meetings, in accordance with the provisions of article L. 22-10-8 of the French Commercial Code and after having reviewed the report of the Board of Directors and the merger prospectus relating to the merger by absorption of Deezer by the Company describing the compensation policy applicable to the Chief Executive Officer and/or any other executive corporate officer, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

approves the compensation policy applicable to the Chief Executive Officer and/or any other executive corporate officer as presented in section 15.2 of the above-cited merger prospectus as from the date of the final completion of the merger by absorption of Deezer by the Company.

29th. RESOLUTION

Authorization granted to the Board of Directors for a period of 18 months to trade in the Company's ordinary shares at a maximum purchase price of 20 euros per share

Voting under the quorum and majority conditions required for ordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

authorizes the Board of Directors (with the ability to sub-delegate as provided for by legal and regulatory provisions) in accordance with the provisions of articles L. 22-10-62 *et seq.* of the French Commercial Code and Regulation (EU) No. 596/2014 of April 16, 2014 on market abuse, to cause the Company to purchase its own ordinary shares,

resolves that the acquisitions of ordinary shares may be carried out for any purpose that is consistent with applicable texts then in force, and in particular:

- supporting the market or the liquidity of the shares (by purchase or sale) through an investment services provider acting independently under the framework of a liquidity contract put in place by the Company;
- allocating them to cover stock option plans, free share grants and any other forms of share grants or compensation tied to the trading price of the shares in favor of employees or corporate officers of the Company or of a company related to the Company as provided for by the French Commercial Code and in particular Articles L. 225-180 and L. 225-197-2 thereof;
- allocating them to cover debt instruments exchangeable for Company shares and, more generally, securities granting rights to securities of the Company, including by conversion, presentation of a warrant, redemption or exchange,
- their cancellation subject to the adoption of the 30th resolution of this General Meeting;
- their retention and subsequent delivery in exchange or as payment in the context of possible external growth transactions, within the limit of 5% of the share capital, and
- more generally, the realization of any transaction that is accepted or comes to be authorized by applicable regulations or that falls within the scope of accepted market practice or a practice that comes to be accepted by the French Financial Markets Authority;

resolves that the maximum price the Company can pay for its own ordinary shares is set at 20 euros per ordinary share excluding acquisition expenses (or the equivalent value of this amount at the same date in any other currency or monetary unit established with reference to several currencies). However, in the event of transactions involving the Company's share capital, including a change in the nominal value of the ordinary shares, a capital increase through the capitalization of reserves followed by the creation and free grant of Company shares, a stock split, or reverse stock split, the Board of Directors may adjust the maximum purchase price referred to above in order to take the impact of such transactions on the value of the ordinary shares into account,

resolves that the maximum number of ordinary shares that may be acquired during the term of the buy-back program cannot exceed 10% of the share capital, as adjusted for transactions impacting the share capital subsequent to this General Meeting, it being specified that in the context of the use of this authorization, (i) regarding the specific situation of ordinary shares bought back under a liquidity agreement, in accordance with paragraph 2 of Article L. 22-10-62 of the French Commercial Code, the number of ordinary shares taken into account when calculating the 10% limit shall correspond to the number of ordinary shares purchased less the number of ordinary shares resold during the authorization period, and (ii) the number of ordinary shares held in treasury to be delivered as payment or in exchange in the context of a merger, spin-off or contribution transaction cannot exceed 5% of the capital as of the date of the transaction,

resolves that the total maximum amount devoted to acquisitions cannot exceed 6 million euros (or the equivalent value of such amount at the same date in any other currency or monetary unit established with reference to several currencies) excluding acquisition expenses,

resolves that the ordinary shares bought back and retained by the Company shall not carry voting rights or an entitlement to the payment of dividends,

grants all powers to the Board of Directors (with the ability to sub-delegate as provided for by legal

and regulatory provisions) for the purpose of implementing this authorization and in particular:

- deciding to implement this authorization,
- adjusting the maximum purchase price referred to above to take into account, in the event of a change in the nominal value of the ordinary shares, a capital increase by capitalization of reserves and grant of free shares, a stock split, reverse stock split, distribution of reserves or any other assets, redemption of capital or any other transactions concerning equity, the impact of such transactions on the value of the ordinary shares,
- setting the terms and conditions pursuant to which the rights of holders of securities granting access to the capital, subscription or purchase options, or rights to the attribution of free shares are protected in accordance with legal, regulatory or contractual provisions,
- placing any stock market orders, entering into any contracts, signing any instruments, entering into any agreements in view of, in particular, the maintenance of share purchase and sale registers, in accordance with applicable regulations,
- making all filings, carrying out all formalities and, more generally, doing what is necessary,

resolves that the acquisition, disposal, exchange or transfer of the ordinary shares may be realized at any time (except as from the filing of a public bid covering the Company's securities and up to the end of the offering period) in accordance with applicable legal and regulatory provisions, on one or more occasions, by any means that are consistent with applicable laws and regulations, including within the context of negotiated transactions,

resolves that this authorization cancels as from the date hereof any unused portion of any previous authorization having the same purpose, i.e., any authorization to trade in the Company's shares.

This authorization is granted for a period of eighteen (18) months as from this General Meeting.

On an extraordinary basis

30th. RESOLUTION

Authorization granted to the Board of Directors to reduce the share capital by cancelling treasury shares

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, the General Meeting,

authorizes the Board of Directors to reduce the share capital on one or more occasions (except as from the filing of a public bid covering the Company's securities and up to the end of the offering period), in the amounts and at the times it shall determine, through the cancellation of any quantity of treasury shares it may decide within the limit authorized by law, in accordance with the provisions of Articles L. 22-10-62 *et seq.* of the French Commercial Code and Article L. 225-213 of such Code,

resolves that the maximum number of ordinary shares the Company may cancel pursuant to this authorization stands at 10% of the shares making up the Company's share capital at any time and by 24-month period, it being noted that this limit applies to an amount of the Company's share capital that shall be adjusted, as appropriate, to take into account transactions impacting the share capital subsequent to this General Meeting,

resolves that the difference between the book value of the cancelled shares and their nominal amount may be applied to any available reserve or premium account,

grants all powers to the Board of Directors (with the option to sub-delegate as provided for by legal

and regulatory provisions) to carry out the cancellation and capital decrease transactions that may be realized under this authorization, amend the articles of association accordingly and carry out all formalities.

This authorization is granted for an eighteen (18) month period as from this General Meeting.

31st. RESOLUTION

Approval of the merger by absorption of Deezer by the Company; Approval of the terms and conditions of the merger agreement; Approval of the contributions, their valuation and the compensation therefor

Voting under the quorum and majority conditions required for extraordinary general meetings and in accordance with the provisions of Articles L. 236-1 to L. 236-6 of the French Commercial Code in particular, the General Meeting,

subject to the condition precedent of the approval by this General Meeting of the 33rd to 52nd resolutions hereafter and the completion of one or more capital increases under the delegations granted to the Board of Directors by such resolutions,

after having reviewed:

- the report of the Board of Directors,
- the reports on the terms of the merger, the value of the contributions, the valuation thereof and the compensation therefor drawn up by Ms. Sonia Bonnet-Bernard and Mr. Alain Abergel, merger appraisers appointed by order of the president of the Paris Commercial Court dated April 28, 2022,
- the merger agreement and the schedules thereto (the “**Merger Agreement**”) established by a private deed dated May 24, 2022 between the Company and Deezer relating to the proposed merger by absorption of Deezer by the Company (the “**Merger**”), and
 - the merger prospectus in view of the admission to trading on the professional segment (*compartiment professionnel*) of the Euronext Paris market of the ordinary shares of the Company to be issued as consideration for the Merger approved by the French Financial Markets Authority on May 31st 2022 under number 22-184 (the “**Prospectus**”),

approves without restriction or reservation all provisions of the Merger Agreement pursuant to which it has been agreed, subject to the satisfaction or waiver of the conditions precedent contained in article 6 of the Merger Agreement, that Deezer contribute to the Company all of its assets and liabilities in a merger by absorption,

approves the universal transfer of Deezer’s assets and liabilities (*transmission universelle du patrimoine de Deezer*) in favor of the Company in the framework of the Merger,

approves Deezer’s contribution of all of its assets, rights and obligations, and in particular approves the valuation of such contribution, which, in accordance with the provisions of regulation no. 2014-03 of June 5, 2014 of the Autorité des Normes Comptables (ANC) relating to the general accounting plan, as amended by ANC regulation no. 2017-01 of May 5, 2017 approved by the order of December 26, 2017, amounts to its actual value, i.e., the amount of 1,050,000,000 euros,

approves the aggregate actual value of the net assets contributed by Deezer, which amounts to 1,050,000,000 euros, it being specified that this actual value was contractually defined by the parties to the Merger on the basis of the multi-criteria method described in Schedule 7 of the Merger Agreement, for a total number of 32,600,203 Deezer shares (all share categories combined) at July 4,

2022, which corresponds to the expected completion date of the Merger, i.e., an actual value defined by mutual agreement per class of shares as follows:

- 43.48 euros per class A12 preference share,
- 29.42 euros per class A16_{Tranche1} preference share,
- 29.42 euros per class A16_{Tranche2} preference share,
- 39.23 euros per class A18 preference share, and
- 29.42 euros per class B preference share,

approves the actual value of the Company applied in the Merger Agreement, amounting to 92,418,170 euros for a total number of 9,241,817 existing shares (all share categories combined and by taking into account the cancellation of the class B preference shares of the Company for which their holders notified the Company of their desire for such shares to be redeemed) and the actual value per ordinary share, defined by mutual agreement, at 10 euros,

approves the fact that the exchange ratio, which was defined by mutual agreement, therefore stands as follows:

- 4.348 ordinary shares of the Company for 1 class A12 preference share,
- 2,942 ordinary shares of the Company for 1 class A16_{Tranche1} preference share,
- 2,942 ordinary shares of the Company for 1 class A16_{Tranche2} preference share,
- 3.923 ordinary shares of the Company for 1 class A18 preference share, and
- 2.942 ordinary shares of the Company for 1 class B preference share,

approves the terms for the remuneration of the contribution-merger consisting of the assumption by the Company of Deezer's liabilities, including in particular those listed in the Merger Agreement, and the allocation to Deezer's shareholders of a total number of 96,440,617 ordinary shares of the Company of a nominal value of 0.01 per share, fully paid up, to be created by an increase in the Company's share capital,

approves the fact that the Company will not pay any indemnity with respect to any fractional shares or any balancing cash payment (*soulte*) to Deezer's shareholders,

approves the fact that the new ordinary shares issued by the Company will be, as of the date of the final completion of the Merger, fully paid up and fungible with the preexisting shares, will enjoy the same rights and will be subject to all provisions of the Company's articles of association and will be issued with immediate dividend rights and will grant rights to any distribution paid as from their issue date,

acknowledges that the difference between the net value of the assets contributed by Deezer (i.e., 1,050,000,000) and the nominal value of the ordinary shares issued by the Company in exchange for such contribution (i.e., 964,406.17 euros), i.e., the amount of 1,049,035,593.83 euros, will be recorded in a "Merger Premium" account over which the Company's existing and new shareholders will have rights,

approves the fact that, for legal purposes, the final completion of the merger shall occur on the date on which the last of the conditions precedent referred to in article 6 of the Merger Agreement have been finally completed,

approves the fact that for tax and accounting purposes, the Merger will take effect as of January 1,

2022;

acknowledges the obligations that result for the Company due to assumption of, in accordance with the provisions of Article L. 228-101 of the French Commercial Code and the Merger Agreement, Deezer's commitments with respect to the warrants issued by Deezer prior to the final completion of the Merger (the "**Deezer Warrants**") and in particular:

- acknowledges that as from the date of the final completion of the Merger, the Company will be automatically substituted for Deezer with respect to Deezer's obligations to the Deezer Warrant holders,
- decides to apply the exchange ratio used in the Merger Agreement for Deezer's class B preference shares to the 1,684,284 Deezer class B preference shares the Deezer Warrant holders can claim, it being specified that (i) the application of the exchange ratio will not give rise to any fractional shares for such holders, as the number of ordinary shares of the Company to which they will respectively be entitled are rounded down to the lower whole number, and (ii) the other terms and conditions of the Deezer Warrants, including their exercise price, remain unchanged, and
- consequently:
 - formally notes that, if exercised, the Deezer Warrants will grant rights to the subscription for a maximum number of 4,955,160 ordinary shares of the Company,
 - acknowledges that the merger appraisers have issued an opinion on this maximum number of ordinary shares of the Company,
 - acknowledges that the approval of the proposed Merger by the Company's shareholders pursuant to this resolution entails the waiver by such shareholders of their preferential right to subscribe for the shares that may be issued upon the exercise of the Deezer Warrants, in favor of the Deezer Warrant holders,
 - consequently authorizes the issuance of 4,955,160 ordinary shares of the Company that may result from the exercise of the Deezer Warrants in favor of the Deezer Warrant beneficiaries, representing a capital increase of a maximum total nominal amount of 49,551.60 euros, and
 - grants all powers to the Board of Directors in view of officially acknowledging the final completion of the resulting capital increases of the Company and, to this end (i) receiving subscriptions for the new ordinary shares and the corresponding payments and depositing such payments with the Company's bank, and (ii) more generally, taking all useful measures and carrying out all formalities that are necessary for the final completion of and publicity about such share capital increases of the Company resulting from the exercise of the Deezer Warrants and making the corresponding amendments to the articles of association,

acknowledges the obligations that result for the Company due to its assumption of, in accordance with the Merger Agreement, Deezer's commitments under the subscription option plans in force on the date of the final completion of the Merger (the "**SO Plans**") and, in particular:

- acknowledges that as from the date of the final completion of the Merger, the Company will be substituted for Deezer with respect to the commitments made by Deezer to the SO Plan beneficiaries,
- decides to apply the exchange ratio used in the Merger Agreement for Deezer's class B preference shares to the 702,572 Deezer class B preference shares to which the SO Plans grant rights, it being specified that (i) the application of the exchange ratio will not give rise to any fractional shares for the SO Plan beneficiaries, as the number of ordinary shares of the Company to which they will respectively have rights are rounded down to the lower whole number, and (ii) the other terms and conditions of the SO Plan, including the exercise price for the stock options issued by Deezer that are the subject matter of the SO Plan, remain unchanged, and
- consequently:

- formally notes that, if exercised, the stock options issued by Deezer that are the subject matter of the SO Plans will grant rights to the subscription for a maximum number of 2,066,963 ordinary shares of the Company, representing a capital increase of a nominal amount of 20,669.63 euros,
- waives, as may be necessary, the preferential right to subscribe for the ordinary shares that may be issued by the Company as a result of the exercise of these options, and
- grants all powers to the Board of Directors in view of officially acknowledging the final completion of the resulting capital increases of the Company and, to this end (i) receiving subscriptions for the new ordinary shares and the corresponding payments and depositing such payments with the Company's bank, and (ii) more generally, taking all useful measures and carrying out all formalities that are necessary for the final completion of and publicity about such share capital increases of the Company and making the corresponding amendments to the articles of association,

acknowledges the obligations that result for the Company, pursuant to the provisions of Article L. 225-297-1, III and the Merger Agreement, due to assumption of Deezer's commitments under the free share grant plans in force on the date of the final completion of the Merger (the "**FSG Plans**") and, in particular:

- acknowledges that as from the date of the final completion of the Merger, the Company will be substituted for Deezer with respect to the beneficiaries of the FSG Plans,
- decides to apply the exchange ratio used in the Merger Agreement for Deezer's class B preference shares to the 520,656 Deezer class B preference shares granted free of charge to the beneficiaries of the FSG Plans and not yet vested as of the completion of the Merger, it being specified that (i) in accordance with the doctrine of the tax administration, the application of the exchange ratio will not give rise to any fractional shares for the FSG Plan beneficiaries, as the number of ordinary shares of the Company to which they will respectively have rights are rounded down to the lower whole number, and (ii) the other terms and conditions of the FSG Plans remain unchanged, and
- consequently:
 - formally notes that such 520,656 class B preference shares granted free of charge to the beneficiaries of the FSG Plans that have not yet vested as of the completion of the Merger will grant rights upon vesting to a maximum number of 1,531,761 ordinary shares of the Company,
 - waives, as may be necessary, the preferential right to subscribe for the ordinary shares that may be issued by the Company as a result of the vesting of these instruments in accordance with the terms of the FSG Plans, it being specified that this decision entails, as may be necessary, the shareholders' waiver in favor of the beneficiaries of the FSG Plans to the share of the reserves, profits or premiums that will be used in the event new shares are issued upon the expiration of the vesting period, for the completion of which all powers are granted to the Board of Directors,
 - grants all powers to the Board of Directors for the purpose of officially acknowledging the vesting of the ordinary shares of the Company in question upon the expiration of the vesting period with respect to the beneficiaries of the FSG Plans, and

grants all powers to the Board of Directors in view of officially acknowledging the final completion of the resulting capital increases of the Company and, to this end, taking all useful measures and carrying out all formalities that are necessary for the final completion of and publicity about such share capital increases of the Company and making the corresponding amendments to the articles of association.

32nd. RESOLUTION

Increase in the Company's share capital as compensation for the merger by absorption of Deezer by

the Company and delegation of powers granted to the Board of Directors for such purpose

Voting under the quorum and majority conditions required for extraordinary general meetings and in accordance with the provisions of Articles L. 236-1 to L. 236-6 of the French Commercial Code in particular, the General Meeting,

subject to the condition precedent of the approval by this General Meeting of (i) the preceding resolution, and (ii) the 33rd to 52nd resolutions hereafter and the completion of one or more capital increases under the delegations granted to the Board of Directors by such resolutions,

subject to the satisfaction or the waiver of the conditions precedent set out in article 6 of the Merger Agreement,

after having reviewed:

- the report of the Board of Directors,
- the reports on the terms of the merger, the value of the contributions, the valuation thereof and the consideration therefor drawn up by Ms. Sonia Bonnet-Bernard and Mr. Alain Abergel, merger appraisers appointed by order of the president of the Paris Commercial Court dated April 28, 2022,
- the Merger Agreement relating to the Merger, and
- the Prospectus,

decides

- the issuance, as consideration for the Merger, of a total of 96,440,617 new ordinary shares of a nominal value of 0.01 per share, fully paid up and fungible with the pre-existing ordinary shares, granting rights as from their issue date to any distribution made and which are subject to all of the provisions of the Company's articles of association,
- that the difference between the net value of assets contributed by Deezer (i.e., 1,050,000,000) and the nominal value of the ordinary shares issued by the Company in exchange for such contribution (i.e., 964,406.17 euros), i.e., the amount of 1,049,035,593.83 euros, will be credited to the "Merger Premium" account in the Company's balance sheet,

authorizes the Board of Directors to:

- deduct from the amount of the merger premium the amounts necessary to fund the legal reserve,
- charge against the merger premium account all the expenses and charges of any kind whatsoever resulting from the completion of the Merger, including any amounts necessary for the Company's assumption of Deezer's commitments, it being specified that the balance of the merger premium may be at any time allocated in accordance with the rules in force decided by the general meeting,
- as appropriate, deduct from the merger premium any omitted or unrevealed liability concerning the transferred assets,

grants all powers to the Company's Board of Directors (with the ability to sub-delegate as provided for by legal and regulatory provisions) for the purpose of implementing this resolution and in particular:

- acknowledging that the conditions precedent provided for in article 6 of the Merger Agreement have been satisfied (or that such conditions precedent have been waived) and, consequently, officially acknowledging the final completion of the Merger,
- acknowledging the final completion of the capital increase and deciding the amendments to the articles of association resulting from the final completion of the Merger,
- signing the statement of regularity and compliance provided for by Article L. 236-6 of the French Commercial Code,

- carrying out all required formalities in view of admitting the new ordinary shares of the Company to trading on the professional segment of the Euronext Paris market, and
- more generally, proceeding with any findings, declarations or communications, drawing up any reiterative, confirming, corrective or supplementing deed, and taking any measure, signing any document, deed or contract and carrying out any formality or step that is useful or necessary to the final completion of the Merger.

33rd. RESOLUTION

Delegation of authority granted to the Board of Directors to increase the share capital in cash by a maximum nominal amount of 119,000 euros through the issuance of ordinary shares with shareholders' preferential subscription rights cancelled to the benefit of specifically designated persons

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors prepared in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code and in accordance with, in particular, Articles L. 225-127 to L. 225-129-1 of the French Commercial Code and Articles L. 225-135 and L. 225-128 of such code, the General Meeting,

subject to the condition precedent of the adoption of the following resolutions relating to the cancellation of shareholders' preferential subscription rights in favor of designated persons in accordance with the provisions of Article L. 225-138 of the French Commercial Code,

delegates to the Board of Directors (with the ability to sub-delegate as provided for by legal and regulatory provisions) its authority to decide on the issuance, on one or more occasions, with shareholders' preferential rights cancelled, of a maximum number of eleven million nine hundred thousand (11,900,000) ordinary shares of the Company with a nominal value of one euro cent (€0.01) per share to be issued at a subscription price of ten (10) euros, i.e., one euro cent (€0.01) in nominal value and nine euros and ninety-nine cents (€9.99) of issue premium for each ordinary share issued, representing a capital increase of a maximum total amount of one hundred and nineteen million (119,000,000) euros,

decides to set the terms and conditions applicable to the issuance of the ordinary shares as follows:

- the ordinary shares shall bear rights as from their issue date and will be subject to all of the provisions of the Company's articles of association and to the resolutions of the Company's general shareholders' meetings as from such date,
- the subscription price for the ordinary shares must be paid in cash only, including, as the case may be, by setting off receivables, at the time of subscription,
- the date of the final completion of any capital increase resulting from the subscription and payment of the subscription price for the ordinary shares will correspond to the date of certificate of the funds depositary recording the subscriptions and payments drawn up at the time the funds are deposited, in accordance with the provisions of Article L. 225-146 of the French Commercial Code,

notes that the ordinary shares to be issued under this resolution will be the subject of an application for admission to trading on the professional segment of the Euronext Paris regulated market and an application for admission to a central depositary's operations,

resolves that if the subscriptions do not entirely cover the capital increase decided by this resolution, the Board of Directors may limit the amount of such capital increase to the amount of the subscriptions

received, provided that such capital increase amounts to at least three-quarters of the decided issuance,

delegates all powers and authority to the Board of Directors (with the ability to sub-delegate as provided for by legal and regulatory provisions) as from the date of this General Meeting and until September 30, 2022 to take as the case may be all decisions necessary and/or useful for (i) the issuance and (ii) the completion of the capital increase provided for by this resolution, and in particular to:

- determine the nominal amount of the capital increase that is the subject of this resolution,
- determine the number of ordinary shares to be issued,
- determine the total amount of the capital increase that is the subject of this resolution, including the issue premium,
- determine the date or the subscription period for the ordinary shares,
- collect subscriptions for ordinary shares and the related payments from the beneficiaries designated hereafter,
- close early or extend the duration of the period for subscribing for the ordinary shares,
- acknowledge the full payment of the subscription price for the ordinary shares on the basis of the certificate of the funds depositary recording subscriptions and payments in accordance with the provisions of Article L. 225-146 of the French Commercial Code and acknowledge the final completion of the resulting capital increase,
- proceed with amending the Company's articles of association and with the publicity and filing formalities correlated to the completion of the capital increase decided by this resolution,
- as appropriate, charge the expenses of the capital increase against the amount of the related premiums and deduct the necessary amounts to fund the legal reserve, and
- more generally, enter into any agreement and carry out all formalities that are useful to the issuance of the ordinary shares and the capital increase of the Company that is the subject of this resolution.

34th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of AI European Holdings Sàrl

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
AI European Holdings Sàrl	2,000,000	20,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

35th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Art  mis SAS

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in ��)
Artemis SAS	1,500,000	15,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

36th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Bpifrance Capital I FPS

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in ��)
Bpifrance Capital I FPS	1,500,000	15,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

37th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of a CDC Euro Croissance

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
CDC Euro Croissance	686,659	6,866,590

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

38th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of CDC PME Croissance

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
CDC Euro S.A.	713,341	7,133,410

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

39th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Universal International Music BV

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French

Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Universal International Music B.V.	1,000,000	10,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

40th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Média-Participations Paris SA

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Média-Participations Paris S.A.	1,000,000	10,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

41st. RESOLUTION

Cancellation of preferential subscription rights to the benefit of WEA International Inc.

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the

Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
WEA International Inc.	900,000	9,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

42nd. RESOLUTION

*Cancellation of preferential subscription rights to the benefit of
Sony Music Entertainment
Netherlands BV*

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Sony Music Entertainment Netherlands B.V.	500,000	5,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

43rd. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Orange Participations SA

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the

benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Orange Participations S.A.	500,000	5,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

44th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Merit France Finance SAS

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Merit France Finance S.A.S.	500,000	5,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

45th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Abdulmajid Abdulaziz Alhokair

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to

the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Abdulmajid Abdulaziz Alhokair	250,000	2,500,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

46th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Salman Abdulaziz Alhokair

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Salman Abdulaziz Alhokair	250,000	2,500,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

47th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Le Pac SRL

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Le Pac SRL	100,000	1,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

48th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Idinvest Growth Secondary SLP

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Idinvest Growth Secondary S.L.P.	100,000	1,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

49th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Kingdom 5-KR-272, Ltd

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
-------------	------------------	-------------------------------

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

50th. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Xavier Niel

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Xavier Niel	100,000	1,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

51st. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Rychstone Inversiones SA

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Rychstone Inversiones S.A.	100,000	1,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be

issued in favor of the person designated hereabove within the above-defined limit.

52nd. RESOLUTION

Cancellation of preferential subscription rights to the benefit of Manzat Inversiones AUU SA

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors established in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the adoption of the 33rd resolution relating to the delegation of authority to grant to the Board of Directors to increase the share capital in cash through the issuance of ordinary shares to the benefit of specifically designated persons,

resolves to cancel the preferential subscription rights of shareholders reserved for them pursuant to the provisions of Article L. 225-132 of the French Commercial Code and to grant to the following person pursuant to the provisions of Article L. 225-138 of the French Commercial Code the right to subscribe for the number of ordinary shares set forth opposite such person's name below:

Beneficiary	Number of shares	Subscription amount (in €)
Manzat Inversiones AUU S.A.	100,000	1,000,000

delegates all powers to the Board of Directors for the purpose of setting the number of shares to be issued in favor of the person designated hereabove within the above-defined limit.

53rd. RESOLUTION

Delegation of authority granted to the Board of Directors to increase the share capital in cash by a maximum nominal amount of 31,000 euros through the issuance of ordinary shares with shareholders' preferential subscription rights cancelled to the benefit of a category of persons meeting specific characteristics

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the special report of the Statutory Auditors prepared in accordance with the provisions of Articles L. 225-135 *et seq.* of the French Commercial Code and in accordance with, in particular, Articles L. 225-127 to L. 225-129-1 of the French Commercial Code and Articles L. 225-135 and L. 225-128 of such code, the General Meeting,

delegates to the Board of Directors its authority (with the ability to sub-delegate as provided for by legal and regulatory provisions) to decide on the issuance, on one or more occasions, with shareholders' preferential rights cancelled, of a maximum number of three million one hundred thousand (3,100,000) ordinary shares of the Company with a nominal value of one euro cent (€0.01) per share to be issued at a subscription price of ten (10) euros, i.e., one euro cent (€0.01) in nominal value and nine euros and ninety-nine cents (€9.99) of issue premium for each ordinary share issued, representing a capital increase of a maximum total amount of thirty-one million euros (31,000,000) euros,

decides to set the terms and conditions applicable to the issuance of the ordinary shares as follows:

- the ordinary shares shall bear rights as from their issue date and will be subject to all of the provisions of the Company's articles of association and to the resolutions of the Company's general shareholders' meetings as from such date,

- the subscription price for the ordinary shares must be paid in cash only, including, as the case may be, by setting off receivables, at the time of subscription,
- the date of the final completion of any capital increase resulting from the subscription and payment of the subscription price for the ordinary shares will correspond to the date of certificate of the funds depository recording the subscriptions and payments drawn up at the time the funds are deposited, in accordance with the provisions of paragraph 1 of Article L. 225-146 of the French Commercial Code,

notes that the ordinary shares to be issued under this resolution will be the subject of an application for admission to trading on the professional segment of the Euronext Paris regulated market and an application for admission to a central depository's operations,

resolves that if the subscriptions do not entirely cover the capital increase decided by this resolution, the Board of Directors may limit the amount of such capital increase to the amount of the subscriptions received, provided that such capital increase amounts to at least three-quarters of the decided issuance,

resolves to cancel shareholders' preferential subscription rights with respect to the ordinary shares to be issued under this resolution and to reserve this capital increase of the Company to the following category of persons responding to defined characteristics within the meaning of article L. 225-138 of the French Commercial Code:

- (i) natural or legal persons, including companies, trusts or investment funds, or other investment vehicles regardless of their form, whether French or foreign, that regularly invest in the music, streaming, entertainment or digital sectors; and/or
- (ii) companies, institutions or entities, regardless of their form and whether French or foreign, that exercise a significant part of their activities in the music, streaming, entertainment or digital sector or in research in such areas; and/or
- (iii) French or foreign investment services providers and any foreign establishment having equivalent status that are liable to guarantee the completion of an investment to be placed with the persons referred to in (i) and/or (ii) above and, in such context, subscribe for the issued securities,

delegates all powers and authority to the Board of Directors (with the ability to sub-delegate as provided for by legal and regulatory provisions) as from the date of this General Meeting and until September 30, 2022 to take as the case may be all decisions necessary and/or useful for (i) the issuance and (ii) the completion of the capital increase provided for by this resolution, and in particular to:

- determine the nominal amount of the capital increase that is the subject of this resolution,
- determine the number of ordinary shares to be issued,
- determine the total amount of the capital increase that is the subject of this resolution, including the issue premium,
- determine the date or the subscription period for the ordinary shares,
- collect subscriptions for ordinary shares and the related payments from the beneficiaries designated hereafter,
- close early or extend the duration of the period for subscribing for the ordinary shares,
- acknowledge the full payment of the subscription price for the ordinary shares on the basis of the certificate of the funds depository recording subscriptions and payments in accordance with the provisions of Article L. 225-146 of the French Commercial Code and acknowledge the final completion of the resulting capital increase,
- proceed with amending the Company's articles of association and with the publicity and filing formalities correlated to the completion of the capital increase decided by this resolution,
- as appropriate, charge the expenses of the capital increase against the amount of the related premiums and deduct the necessary amounts to fund the legal reserve, and

- more generally, enter into any agreement and carry out all formalities that are useful to the issuance of the ordinary shares and the capital increase of the Company that is the subject of this resolution.

54th. RESOLUTION

Modification of the Company's corporate purpose with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to modify the Company's corporate purpose to include Deezer's activities,

consequently **decides** to amend article 2 of the Company's articles of association, which will now be drafted as follows:

"Article 2. PURPOSE

The purpose of the Company is to directly or indirectly, both in France and abroad:

- (i) design, create, develop, publish and exploit websites and computer or mobile applications;*
- (ii) develop software, patents, intellectual and industrial property rights and any other technological solutions;*
- (iii) produce, direct, publish, broadcast, distribute, promote, exploit, commercialize all types of audiovisual content, including in particular any type of audio content, regardless of how such content is disseminated, its format, and the domain concerned, by any means and on all existing or future media;*
- (iv) all activities related to the production, direction, publishing, broadcasting, distribution, promotion, exploitation, commercialization of such content,*
- (v) the resale and maintenance of computer equipment;*
- (vi) the sale of advertising space on all types of existing or future media;*
- (vii) the acquisition and management of securities and equity interests;*
- (viii) the acquisition by any means of any interests and shareholdings in any company or enterprise that is existing or that is to be formed;*
- (ix) the technical, commercial, administrative and financial management, in France or abroad, of any company or enterprise; the study and structuring of all types of financial, industrial or commercial transactions; the acquisition, management, promotion and exploitation of any industrial property rights and any processes; and*
- (x) more generally, all financial, commercial, industrial, real estate, moveable property transactions that may be directly or indirectly related to the above purpose or to any similar or connected*

purposes so as to foster or extend its development."

55th. RESOLUTION

Modification of the Company's corporate name with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to modify the Company's corporate name to "Deezer",

consequently **resolves** to amend article 3 of the Company's articles of association, which shall now be drafted as follows:

"Article 3. CORPORATE NAME

The Company's corporate name is:

Deezer

In all instruments and documents issued by the Company and intended for third parties, the Company's corporate name must always be immediately preceded or followed by the words: "Société anonyme à Conseil d'administration" or the initials "SA", the trade and companies register number and a statement of the amount of the share capital."

56th. RESOLUTION

Transfer of the Company's registered office with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to transfer the Company's registered office to Deezer's current registered office, which is located at **24, rue de Calais, 75009 Paris**,

consequently **resolves** to amend article 4 of the Company's articles of association, which shall now be drafted as follows:

"ARTICLE 4. REGISTERED OFFICE

*The registered office is located at: **24, rue de Calais, 75009 Paris**.*

The registered office may be transferred to any other place in France by decision of the Board of

Directors, subject to this decision being ratified by the next ordinary general meeting.

In the event of a transfer decided by the Board of Directors, the Board of Directors is authorized to amend the articles of association and to carry out the resulting publicity and filing formalities, provided that it is indicated that the transfer is subject to ratification by the ordinary general meeting.”

57th. RESOLUTION

Modification of the rights attached to the class A2 and class A3 preference shares issued by the Company, with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors, the special report of the Company's Statutory Auditors and the report of the special benefits appraiser appointed by the president of the Paris Commercial Court, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

subject to the condition precedent, in accordance with articles L. 225-99 *et seq.* of the French Commercial Code, that the special meeting of the holders of class A2 preference shares and the special meeting of the holders of class A3 shares authorize the modification of the rights attached to such class A2 preference shares and class A3 preference shares,

resolves to modify the rights attached to the class A2 and class A3 preference shares for the purpose of limiting the period within which they can be converted into ordinary shares of the Company to five (5) years as from the completion of a Business Combination (as such term is defined in the Company's articles of association) and to provide for the automatic conversion of such shares if the Company is restructured under certain conditions,

consequently **resolves** to amend article 11.5 of the Company's articles of association, which will now be drafted as follows:

“11.5 Conversion of the Class A Shares and the Class B Shares into Ordinary Shares

If a Business Combination is completed by the Business Combination Completion Deadline, the Class B Shares, other than Class B Shares to be redeemed by the Company pursuant to Article 11.4 of the Articles of Association, are automatically and as of right converted into Ordinary Shares on the basis of one (1) Ordinary Share for one (1) Class B Share solely as a result and by the sole effect of the completion of the Business Combination.

For a period of five years commencing from the completion of a Business Combination, the Class A2 Shares will be automatically and as of right converted into Ordinary Shares on the basis of one (1) Ordinary Share for one (1) Class A2 Share if and only if:

- (i) the closing price for the Company's ordinary shares equals or exceeds twelve (12) euros for ten (10) trading days within a period of thirty (30) consecutive trading days (such ten (10) trading days need not necessarily be consecutive), or*
- (ii) a merger, tender offer, exchange offer or squeeze-out offer is made to, or a mandatory squeeze-out is initiated for all the Company's shareholders at a price that is at least equal to twelve (12)*

euros, with the conversion taking effect in such a case on the opening date of the offer, subject to its being actually completed (the conversion being subject to the condition subsequent that the offer in question is not cancelled) or, as the case may be, on the date the mandatory squeeze-out is implemented.

For a period of five years commencing from the completion of a Business Combination, the Class A3 Shares will be automatically and as of right converted into Ordinary Shares on the basis of one (1) Ordinary Share for one (1) Class A3 Share if and only if:

- (iii) the closing price for the Company's ordinary shares equals or exceeds twelve (14) euros for ten (10) trading days within a period of thirty (30) consecutive trading days (such ten (10) trading days need not necessarily be consecutive), or
- (iv) a merger, tender offer, exchange offer or squeeze-out offer is made to, or a mandatory squeeze-out is initiated for all the Company's shareholders at a price that is at least equal to twelve (14) euros, with the conversion taking effect in such a case on the opening date of the offer, subject to its being actually completed (the conversion being subject to the condition subsequent that the offer in question is not cancelled) or, as the case may be, on the date the mandatory squeeze-out is implemented.

The conversion of the Class A2 Shares, Class A3 Shares and the Class B Shares (other than the Class B Shares that are to be redeemed by the Company in accordance with Article 11.4 of the Articles of Association) into Ordinary Shares does not require any payment on the part of the shareholders and automatically takes effect under the conditions provided for in this Article.

After the Business Combination Completion Date, any Class B Share held by a shareholder who has notified the Company of its intention to have its Class B Shares redeemed and that, before the redemption date set by the Board of Directors in accordance with Article 11.4.2, is the subject of any request for conversion into an Ordinary Share by such shareholder or that is transferred to a third party by such shareholder, is automatically and as of right converted into an Ordinary Share solely as a result and by the sole effect of the conversion request or its transfer with immediate effect.

On the date the Class B Shares are redeemed by the Company pursuant to Article 11.4 of the Articles of Association, any Class B Share that is not owned in full ownership (*pleine propriété*) under pure registered form will not be redeemed by the Company and will be automatically and as of right converted into an Ordinary Share.

The Ordinary Shares resulting from the conversion of the Class A Shares and the Class B Shares are all of the same class and have the same rights as from the effective date of their conversion as specified above.

The Board of Directors shall note the number and nominal value of the Ordinary Shares resulting from the conversion of the Class A Shares and the Class B Shares and shall make the necessary amendments to the relevant Articles in the Articles of Association resulting from the conversion of such Shares, in accordance with the conditions provided for by applicable laws and regulations.

A supplemental report of the Board of Directors and the statutory auditors relating to the conversion of the Class A Shares and the Class B Shares into Ordinary Shares shall be made available to the shareholders no later than fifteen (15) calendar days before the next General Meeting following the conversion, in accordance with the Articles of Association."

58th. RESOLUTION

Harmonization of the Company's articles of association with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the draft new articles of association of the Company, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

decides the harmonization of the Company's articles of association and **adopts** their new drafting as a whole and then article by article, the new version of the Company's articles of association having been made available to the shareholders as provided for by law and regulations.

The draft articles of association as harmonized are available without charge from the registered office and may be consulted on the Company's website. These modifications shall take effect as from the final completion of the merger by absorption of Deezer by the Company, in accordance with the terms of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting, which will be acknowledged by a decision of the Company's Board of Directors or any other competent person to whom the Board of Directors has sub-delegated the power to acknowledge such completion.

59th. RESOLUTION

Introduction of a double voting right into the Company's articles of association with effect from the date of the final completion of the merger by absorption of Deezer by the Company

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the draft new articles of association of the Company, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

resolves to introduce a double voting right in favor of all of the Company's fully paid-up shares for which there is evidence of a registered entry in the name of the same shareholder for at least two years as from the date of the final completion of the merger by absorption of Deezer by the Company,

consequently **resolves** to amend article 18.6 of the Company's harmonized articles of association, which will now be drafted as follows:

"18.6 Voting rights

The voting rights attached to the Shares are proportional to the percentage of the share capital they represent and each Share grants rights to a single vote at General Meetings, regardless of how long and in what manner such Shares have been held.

However, Class A2 Shares and Class A3 Shares do not carry voting rights at General Meetings.

Moreover, as from the Business Combination Completion Date, in accordance with the provisions of the third paragraph of Article L. 225-123 of the French Commercial Code, a double voting right will be granted to all fully paid-up Shares for which there is evidence of a registered entry in the name of the

same shareholder for at least two years as from such date.

In the event of a capital increase by capitalization of reserves, profits or issue premiums, this double voting right shall benefit the new registered Shares granted free of charge to a shareholder on the basis of existing Shares for which it already benefits from such right as from the issuance thereof.

Any Share converted into a bearer share or transferred in ownership loses the double voting right granted pursuant to Article L. 225-123. However, a transfer resulting from inheritance, liquidation of community property between spouses or an inter vivos gift to a spouse or a relative entitled to inherit does not result in the loss of this acquired right and does not interrupt the above-mentioned period. The same applies in the event of a transfer following a merger or spin-off of a shareholder company.

The merger or spin-off of the Company has no effect on the double voting right that may be exercised within the beneficiary company(ies) to the extent they benefit from it.

In the event of a merger or a spin-off, the double voting rights in third-party companies from which the absorbed or spun-off company benefit shall be maintained in favor of the absorbing company or the company benefiting from the spin-off or, as the case may be, in favor of the new company resulting from the merger or spin-off transaction.

Any shareholder may, by registered letter with advice of receipt sent to the Company, temporarily or permanently renounce all or part of its double voting rights. Such renunciation shall take effect on the third working day following the Company's receipt of the renunciation letter."

60th. RESOLUTION

Delegation of authority to the Board of Directors to decide on the issuance of shares of the Company and/or any securities, with preferential subscription rights maintained

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, voting in accordance with articles L. 225-129 *et seq.* of the French Commercial Code and L. 228-91 *et seq.* of such Code, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates to the Board of Directors its authority (with the ability to sub-delegate as provided for by legal and regulatory provisions) to, on one or more occasions, in the amounts and at the times it determines, in France or abroad, in euros or in any other currency or monetary unit established with reference to several currencies, decide on the issuance with shareholders' preferential subscription rights maintained:

- of ordinary shares of the Company (excluding any preference shares), and/or
- of any other securities that are (i) equity interests giving access to other equity interests of the Company or of a company of which the Company directly or indirectly holds over 50% of the share capital (a "**Subsidiary**") and/or granting rights to the allocation of debt securities of the Company or of a Subsidiary, and/or (b) debt securities that may give access or that give access to Company or Subsidiary equity interests that are to be issued,

it being specified that the subscription can be paid for in cash or by the offsetting of receivables,

resolves to set as follows the amounts of the authorized issuances if the Board of Directors uses this delegation as follows:

- the upper limit on the total nominal amount of the share capital increases that may be carried out, immediately and/or in the future, pursuant to this delegation may not exceed 293,956 euros (or its equivalent in any other currency or unit of account established by reference to several currencies), representing approximately 25% of the Company's share capital (immediately after the final completion of the merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed), it being specified that (a) as applicable this maximum nominal amount will be increased by the amount of additional shares to be issued to protect the rights of the holders of securities giving access to the Company's share capital, in accordance with legal or regulatory provisions and applicable contractual stipulations, as the case may be, and that (b) the nominal amount of any share capital increase that may be so carried out shall be counted against the overall limit provided for in the 69th resolution below,
- the total nominal amount of the issues of securities representing debt instruments that may be carried out pursuant to this delegation cannot exceed 200,000,000 euros (or the equivalent value on issue date), it being specified that the maximum total nominal amount of the issuances of debt instruments that may be carried out under this delegation and those granted under the 61st, 62nd, 63th, 65th, 66th and 67th resolutions of this General Meeting is set at 200,000,000 euros (or the equivalent value on the issue date), it being specified that:
 - such amount shall be increased by any redemption premium in excess of the nominal amount, as the case may be,
 - this limit does not apply to the debt instruments referred to in Articles L. 228-40, L. 228-36-A and paragraph 3 of Article L. 228-92 of French Commercial Code, the issuance of which is decided or authorized by the Board of Directors under the circumstances provided for by Article L. 228-40 of the French Commercial Code or, in the other cases, under the conditions the Company may determine in accordance with the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that the shareholders may exercise their preferential subscription rights on an irreducible basis as provided for by law and that the Board of Directors shall have the option of granting shareholders the right to subscribe for on an reducible basis a greater number of shares and/or securities than the number they could subscribe for on an irreducible basis, proportionally to the subscription rights they hold and, in any event, up to the number they request,

resolves that if the subscriptions made on an irreducible basis and, as applicable, a reducible basis, do not cover the entire issuance under this resolution, the Board of Directors may use, in the order it shall determine, any of the options offered by Article L. 225-134 of the French Commercial Code, or only some of them, and in particular the option of offering to the public some or all of the shares that were not subscribed for,

resolves that without the prior authorization of the General Meeting, the Board of Directors may not make use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

notes that this delegation of authority automatically entails the shareholders' express waiver of their preferential subscription rights to the shares of the Company to which the securities issued on the basis of this delegation of authority may grant immediate and/or future rights,

resolves that the issuance of warrants to subscribe for shares of the Company may be carried out by subscription offer as well as by free allocation to the owners of the existing shares, it being specified

that the Board of Directors shall have the option to decide that allocation rights forming fractional shares cannot be traded and that the corresponding securities will be sold,

resolves that the Board of Directors shall have all powers (with the ability to sub-delegate as provided for by legal and regulatory provisions) to implement this delegation of authority under the conditions provided for by law and the articles of association for the purpose of, in particular:

- setting the dates, terms and conditions of any issuance, as well as the form and characteristics of the shares or securities granting access to the capital to be issued, with or without a premium,
- setting the amounts to be issued, the dividend entitlement date (which may be retroactive) of the shares or securities granting access to the capital to be issued, the method for paying for the securities and, as appropriate, the terms applicable to the exercise of rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital,
- making all adjustments required by law or regulation and, as the case may be, by applicable contractual provisions to protect the rights of holders of securities granting access to the Company's capital
- suspending as necessary the exercise of the rights attached to such securities, in accordance with legal and regulatory provisions,
- at its sole discretion and when it deems it appropriate, charging the expenses, duties and fees incurred in connection with the capital increases carried out by virtue of the delegation referred to in this resolution against the amount of the premiums relating to such transactions and deducting from the amount of these premiums the amounts necessary to carry the legal reserve to one tenth of the new share capital after each transaction,
- taking any decision in view of admitting the shares and securities thus issued to trading on the regulated market of Euronext Paris,
- acknowledging the completion of each capital increase and making the corresponding amendments to the articles of association, and, more generally,
- taking all measures, entering into any commitment and carrying out all formalities that are useful to the successful completion of the proposed issuance and for making the resulting capital increase final, and making the corresponding amendments to the articles of association,

notes that should the Board of Directors use the delegation of authority granted to it by this resolution, it will report thereon at the next ordinary general meeting in accordance applicable laws and regulations,

resolves that this delegation is valid for a period of twenty-six (26) months as from the date of this General Meeting and cancels the unused portion of any previous delegation having the same effect.

61st. RESOLUTION

Delegation of authority to the Board of Directors to decide on the issuance with cancellation of preferential subscription rights of shares of the Company and/or securities by way of public offerings other than those referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, voting in accordance with articles L. 225-129 *et seq.* of the French Commercial Code and L. 228-91 *et seq.* of such Code, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates to the Board of Directors its authority to (with the ability to sub-delegate as provided for by

legal and regulatory provisions), on one or more occasions, in the amounts and at the times it determines, in France or abroad, in euros or in any other currency or monetary unit established with reference to several currencies, decide on the issuance with shareholders' preferential subscription rights cancelled and by way of public offers other than those referred to in article L. 411-2 of the French Monetary and Financial Code:

- of ordinary shares of the Company (excluding any preference shares), and/or
- of any other securities that are (i) equity interests giving access to other equity interests of the Company or as Subsidiary and/or granting rights to the allocation of debt securities of the Company or of a Subsidiary, and/or (b) debt securities that may give access or that give access to Company or Subsidiary equity interests that are to be issued,

resolves to cancel shareholders' preferential subscription rights to subscribe for the shares and/or other securities that may be issued under this authorization, all while giving the Board of Directors the option to, pursuant to the application of Article L. 22-10-51 of the French Commercial Code, grant to the Company's shareholders for a period of time and pursuant to terms it will determine in accordance with applicable laws and regulations and in respect of all or part of any issuance carried out, a priority subscription period not giving rise to the creation of tradeable rights, which must be exercised in proportion to the number of shares held by each shareholder and that may be supplemented by a reducible subscription,

resolves that the shares and/or securities may be issued for the purpose of paying for shares and/or securities and/or other financial instruments contributed to the Company in the framework of a public exchange offer carried out in France or abroad pursuant to local rules (in the framework of an Anglo-Saxon-type triangular merger or a scheme of arrangement, for instance) responding to the conditions set by Article L. 22-10-54 of the Commercial Code,

acknowledges that, in accordance with Article L. 225-132 of the French Commercial Code, this delegation of authority automatically entails the express waiver by the Company's shareholders of their preferential subscription rights to the shares to which such securities may grant rights in favor of the holders of securities granting access to new shares of the Company that may be issued pursuant to this delegation of authority,

notes that the Board of Directors may sub-delegate as provided for by law and regulations all powers necessary to decide the issuances that may be carried out pursuant to this delegation and to defer it,

resolves to set as follows the amounts of the authorized issuances if the Board of Directors uses this delegation:

- the total nominal amount of the share capital increases that may be carried out, immediately and/or in the future, pursuant to this delegation may not exceed 235,165 euros (or its equivalent in any other currency or unit of account established by reference to several currencies), representing approximately 20% of the Company's share capital (immediately after the final completion of the merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed), it being specified that (a) the nominal amount of any share capital increase that may be so carried out shall be counted against the overall limit provided for in the 69th resolution below, and (b) as applicable, this maximum nominal amount will be increased by the amount of additional shares to be issued to protect the rights of the holders of securities giving access to the Company's share capital, in accordance with legal or regulatory provisions and applicable contractual stipulations, as the case may be,
- the total nominal amount of the issues of securities representing debt instruments that may be carried out pursuant to this delegation cannot exceed 200,000,000 euros (or the equivalent

value on issue date), it being specified that the maximum total nominal amount of the issuances of debt instruments that may be carried out under this delegation and those granted under the 60st, 62nd, 63rd, 65th, 66th and 67th resolutions of this General Meeting is set at 200,000,000 euros (or the equivalent value on the issue date), it being specified that:

- such amount shall be increased by any redemption premium in excess of the nominal amount, as the case may be,
- this limit does not apply to the debt instruments referred to in Articles L. 228-40, L. 228-36-A and paragraph 3 of Article L. 228-92 of French Commercial Code, the issuance of which is decided or authorized by the Board of Directors under the circumstances provided for by Article L. 228-40 of the French Commercial Code or, in the other cases, under the conditions the Company may determine in accordance with the provisions of Article L. 228-36-A of the French Commercial Code

resolves that public offerings of securities decided under this delegation of authority may be combined with, in the context of a single issuance or several issuances of securities, public offerings referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code,

resolves that if the subscriptions do not cover the entirety of such an issuance under this resolution, the Board of Directors may use, in the order it shall determine, one of the following options:

- limiting the issuance to the amount of the subscriptions, subject to such subscriptions amounting to at least three quarters of the initially decided issuance,
- freely allocating among the persons of its choice some or all of the securities that have been issued but not subscribed for,
- offering to the public on the French or international market some or all of the shares that were not subscribed for,

resolves that, without the prior authorization of the General Meeting, the Board of Directors may not make use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

acknowledges the fact that:

- the issue price for the shares shall be at least equal to the minimum provided for by legal and regulatory provisions applicable at the time this delegation is used (for informational purposes, as of the date of this General Meeting, the issue price for the shares must be at least equal to the weighted average of the trading prices for the three trading days that precede the public offering within the meaning of Regulation (EU) No. 2017/1129 of June 14, 2017, which may be decreased by a discount of up to 10%) after correcting this amount to take into account different dividend entitlement dates, and
- the issue price for these securities will be such that the amount immediately received by the Company (as increased, as the case may be, by the amount the Company may receive later) is, for each ordinary share issued as a result of the issue of such securities, at least equal to the minimum price referred to in the preceding paragraph,

resolves that the Board of Directors shall have all powers (with the ability to sub-delegate as provided for by legal and regulatory provisions) to implement this delegation of authority under the conditions provided for by law and the articles of association for the purpose of, in particular:

- setting the dates, terms and conditions of any issuance, as well as the form and characteristics of the shares or securities granting access to the capital to be issued, with or without a premium,
- setting the amounts of the issuance(s) that will be carried out pursuant to this delegation, the dividend entitlement date (which may be retroactive) of the shares or securities granting access to the capital to be issued, the method for paying for the securities and, as appropriate, the terms applicable to the exercise of rights to exchange, convert, redeem or otherwise allocate

- equity securities or securities giving access to the capital, including through the delivery of assets of the Company, such as securities already issued by the Company,
- collecting the subscriptions and corresponding payments and acknowledging the completion of the capital increase to the extent of the amount of shares that will be subscribed for and making the corresponding amendments to the articles of association,
 - determining and making all adjustments intended to take into account the impact of transactions on the Company's share capital, including changes to the nominal amount of shares, capital increases through the capitalization of reserves, free share grants, stock splits and reverse stock splits, the distribution of reserves or any other assets, redemption of capital or any other equity transactions, and setting the terms pursuant to which the rights of holders of securities granting access to the capital will be protected, as the case may be,
 - suspend as appropriate the exercise of the rights attached to these securities for a period of up to three months,
 - at its sole discretion, charging the expenses, duties and fees incurred relating to the capital increase(s) against the amount of the premiums relating to such transactions and deducting from such amount the amounts necessary to carry the legal reserve to one-tenth of the new share capital after each share capital increase,
 - taking any decision in view of admitting the shares and securities thus issued to trading on the regulated market of Euronext Paris,
 - more generally, taking all measures and carrying out all formalities that are useful to the issuance and for making the resulting capital increase final, and making the corresponding amendments to the articles of association,

notes that should the Board of Directors use the delegation of authority granted to it by this resolution, it will report thereon to the next ordinary general meeting in accordance applicable laws and regulations,

resolves that this delegation is valid for a period of twenty-six (26) months as from the date of this General Meeting,

resolves that this delegation cancels the unused portion of any previous delegation having the same effect.

62nd. RESOLUTION

Delegation of authority to the Board of Directors to decide on the issuance with preferential subscription rights cancelled of ordinary shares of the Company and/or securities by way of public offerings referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, voting in accordance with articles L. 225-129 *et seq.* and L. 225-135, L. 225-136 and Article L. 411-2 (1) of the French Monetary and Financial Code, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates to the Board of Directors its authority to (with the ability to sub-delegate as provided for by legal and regulatory provisions), on one or more occasions, in the amounts and at the times it determines, in France or abroad, in euros or in any other currency or monetary unit established with reference to several currencies, decide on the issuance with shareholders' preferential subscription rights cancelled:

- of ordinary shares of the Company (excluding any preference shares), and/or
- of any other securities that are (i) equity interests giving access to other equity interests of the Company or as Subsidiary and/or granting rights to the allocation of debt securities of the Company or of a Subsidiary, and/or (b) debt securities that may give access or that give access to Company or Subsidiary equity interests that are to be issued,

within the framework of public offers to qualified investors or to a small circle of investors referred to in Article L. 411-2, 1° of the French Monetary and Financial Code, the subscription for which may be made in cash, by off-setting receivables against the Company that are of a fixed amount and due (*liquide et exigible*), or, in part, by the capitalization of reserves, profits or premiums,

notes that the Board of Directors may sub-delegate as provided for by law and regulations all powers necessary to decide the issuances that may be carried out pursuant to this delegation and to defer it,

resolves to set as follows the amounts of the authorized issuances if the Board of Directors uses this delegation:

- the total nominal amount of the share capital increases that may be carried out, immediately and/or in the future, pursuant to this delegation may not exceed 235,165 euros (or its equivalent in any other currency or unit of account established by reference to several currencies), representing approximately 20% of the Company's share capital (immediately after the final completion of the merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed), it being specified that (a) the nominal amount of any share capital increase that may be so carried out shall be counted against the overall limit provided for in the 69th resolution below, and (b) as applicable, this maximum nominal amount will be increased by the amount of additional shares to be issued to preserve the rights of the holders of securities giving access to the Company's share capital, in accordance with legal or regulatory provisions and applicable contractual stipulations, as the case may be,
- the total nominal amount of the issues of securities representing debt instruments that may be carried out pursuant to this delegation cannot exceed 200,000,000 euros (or the equivalent value on issue date), it being specified that the maximum total nominal amount of the issuances of debt instruments that may be carried out under this delegation and those granted under the 60th, 61st, 63rd, 65th, 66th and 67th resolutions of this General Meeting is set at 200,000,000 euros (or the equivalent value on the issue date), it being specified that:
 - such amount shall be increased by any redemption premium in excess of the nominal amount, as the case may be,
 - this limit does not apply to the debt instruments referred to in Articles L. 228-40, L. 228-36-A and paragraph 3 of Article L. 228-92 of French Commercial Code, the issuance of which is decided or authorized by the Board of Directors under the circumstances provided for by Article L. 228-40 of the French Commercial Code or, in the other cases, under the conditions the Company may determine in accordance with the provisions of Article L. 228-36-A of the French Commercial Code,

in any event, the total nominal amount of the share capital increases that may be carried out under this delegation cannot exceed the maximum set by applicable laws and regulations (for informational purposes, as of the date of this general meeting, the issuance of equity securities carried out through an offering referred to in paragraph 1° of Article L. 411-2 of the French Monetary and Financial Code is limited to 20% of the Company's share capital per 12-month period, with such capital being assessed on the date of the Board of Directors decides to use this delegation),

resolves that public offerings of securities decided under this delegation of authority may be combined with, in the context of a single issuance or several issuances of securities, public offerings referred to

in 1° of Article L. 411-2 of the French Monetary and Financial Code decided pursuant to the next resolution submitted to this General Meeting,

resolves to cancel the shareholders' preferential right to subscribe to the shares and securities to be issued pursuant to this delegation,

resolves that if the subscriptions do not cover the entirety of an issuance under this resolution, the Board of Directors may use, in the order it shall determine, any of the options offered by Article L. 225-134 of the French Commercial Code, or only some of them,

resolves that without the prior authorization of the General Meeting, the Board of Directors may not make use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

acknowledges that, in accordance with Article L. 225-132 of the French Commercial Code, this delegation of authority automatically entails the express waiver by the Company's shareholders their of their preferential rights to subscribe for the shares to which such securities may grant rights in favor of the holders of securities granting access to new shares of the Company that may be issued pursuant to this delegation of authority,

acknowledges the fact that:

- the issue price for the shares shall be at least equal to the minimum provided for by legal and regulatory provisions applicable at the time this delegation is used (for informational purposes, as of the date of this General Meeting, the issue price for the shares must be at least equal to the weighted average of the trading prices for the three trading days that precede the public offering within the meaning of Regulation (EU) No. 2017/1129 of June 14, 2017, which may be decreased by a discount of up to 10%) after correcting this amount to take into account different dividend entitlement dates, and
- the issue price for these securities will be such that the amount immediately received by the Company (as increased, as the case may be, by the amount the Company may receive later) is, for each ordinary share issued as a result of the issue of such securities, at least equal to the minimum price referred to in the preceding paragraph,

resolves that the Board of Directors shall have all powers to implement this delegation (with the ability to sub-delegate as provided for by legal and regulatory provisions) under the conditions provided for by law and the articles of association for the purpose of, in particular:

- setting the dates, terms and conditions of any issuance, as well as the form and characteristics of the shares or securities granting access to the capital to be issued, with or without a premium,
- setting the amounts of the issuance(s) that will be carried out pursuant to this delegation, the dividend entitlement date (which may be retroactive) of the shares or securities granting access to the capital to be issued, the method for paying for the securities and, as appropriate, the terms applicable to the exercise of rights to exchange, convert, redeem or otherwise allocate equity securities or securities giving access to the capital, including through the delivery of assets of the Company, such as securities already issued by the Company,
- collecting the subscriptions and corresponding payments and acknowledging the completion of the capital increase to the extent of the amount of shares that will be subscribed for and making the corresponding amendments to the articles of association,
- determining and making all adjustments intended to take into account the impact of transactions on the Company's share capital, including changes to the nominal amount of shares, capital increases through the capitalization of reserves, free share grants, stock splits and reverse stock splits, the distribution of reserves or any other assets, redemption of capital or any other equity transactions, and setting the terms pursuant to which the rights of holders

- of securities granting access to the capital will be protected, as the case may be,
- suspend as appropriate the exercise of the rights attached to these securities for a period of up to three months,
- at its sole discretion, charging the expenses, duties and fees incurred relating to the capital increase(s) against the amount of the premiums relating to such transactions and deducting from such amount the amounts necessary to carry the legal reserve to one tenth of the new share capital after each share capital increase,
- taking any decision in view of admitting the shares and securities thus issued to trading on the regulated market of Euronext Paris,
- more generally, taking all measures and carrying out all formalities that are useful to the issuance and for making the resulting capital increase final, and making the corresponding amendments to the articles of association,

notes that should the Board of Directors use the delegation of authority granted to it by this resolution, it will report thereon to the next ordinary general meeting in accordance applicable laws and regulations,

resolves that this delegation is valid for a period of twenty-six (26) months as from the date of this General Meeting,

resolves that this delegation cancels the unused portion of any previous delegation having the same effect.

63rd. RESOLUTION

Delegation of authority to the Board of Directors to decide on the issuance with preferential subscription rights cancelled of shares and/or securities as compensation for contributions in kind of equity securities or securities giving access to the capital of third parties, other than in connection with a public exchange offer

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, and voting in accordance with articles L. 225-129 *et seq.* of the French Commercial Code and Articles L. 225-147, L. 22-10-53 and L. 228-91 *et seq.* of such Code, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates to the Board of Directors its authority to (with the ability to sub-delegate as provided for by legal and regulatory provisions), on one or more occasions, in the amounts and at the times it determines, decide on the issuance of:

- of ordinary shares of the Company (excluding any preference shares), and/or
- securities that are equity securities granting access by any means, immediately or in the future, to other equity securities of the Company, and/or
- any other securities granting access by any means, immediately or in the future, to ordinary shares of the Company,

in view of providing consideration for contributions in kind granted to the Company and made up of equity securities or securities granting access to capital when the provisions of Article L. 22-10-54 of the French Commercial Code do not apply, with such shares granting the same rights as existing shares

(other than with respect to the dividend entitlement date),

resolves to set as follows the amounts of the authorized issuances if the Board of Directors uses this delegation:

- the total nominal amount of the share capital increases that may be carried out, immediately and/or in the future, pursuant to this delegation may not in any case exceed 10% of the Company's share capital (as of the date of the transaction), it being specified that (a) the nominal amount of any share capital increase that may be so carried out shall be counted against the overall limit provided for in the 69th resolution below, and (b) as applicable, this maximum nominal amount will be increased by the amount of additional shares to be issued to protect the rights of the holders of securities giving access to the Company's share capital, in accordance with legal or regulatory provisions and applicable contractual stipulations, as the case may be,
- the total nominal amount of the issues of securities representing debt instruments that may be carried out pursuant to this delegation cannot exceed 200,000,000 euros (or the equivalent value on issue date), it being specified that the maximum total nominal amount of the issuances of debt instruments that may be carried out under this delegation and those granted under the 60th, 61st, 62nd, 65th, 66th and 67th resolutions of this General Meeting is set at 200,000,000 euros (or the equivalent value on the issue date), it being specified that:
 - such amount shall be increased by any redemption premium in excess of the nominal amount, as the case may be,
 - this limit does not apply to the debt instruments referred to in Articles L. 228-40, L. 228-36-A and paragraph 3 of Article L. 228-92 of French Commercial Code, the issuance of which is decided or authorized by the Board of Directors under the circumstances provided for by Article L. 228-40 of the French Commercial Code or, in the other cases, under the conditions the Company may determine in accordance with the provisions of Article L. 228-36-A of the French Commercial Code,

resolves to cancel, as may be necessary and in favor of the holders of such securities, the shareholders' preferential right to subscribe to these ordinary shares and/or securities to be issued pursuant to this delegation,

resolves that without the prior authorization of the General Meeting, the Board of Directors may not make use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

acknowledges that, in accordance with Article L. 225-132 of the French Commercial Code, this delegation of authority automatically entails the express waiver by the Company's shareholders of their preferential rights to subscribe to the shares to which such securities may grant rights in favor of the holders of securities granting access to new shares of the Company that may be issued pursuant to this delegation of authority,

resolves that the Board of Directors shall have all powers to implement this delegation (with the ability to sub-delegate as provided for by legal and regulatory provisions) under the conditions provided for by law and the articles of association for the purpose of, in particular:

- approving the evaluation of the contributions and the grant of special benefits, as the case may be,
- drawing up the list of the contributed securities, approving the evaluation of the contributions, setting the terms for the issuance of securities as compensation for the contributions, and, as the case may be, the amount of the balancing cash payment (*soulte*) to be paid,
- setting the terms according to which the rights of holders of securities granting access to the capital will be protected, in accordance with legal and regulatory provisions and, as the case may be, contractual provisions,

- deciding and acknowledging the completion of the capital increase providing consideration for the contribution transaction,
- charging all expenses and duties incurred in connection with the capital increase to the issue premium, as the case may be,
- if deemed necessary, deducting from the issue premium the amounts necessary to fund the legal reserve,
- making the corresponding amendments to the articles of association,
- taking any decision in view of admitting the shares and securities so issued to trading on the regulated market of Euronext Paris, and
- more generally, do all that is necessary.

notes that should the Board of Directors use the delegation of authority granted to it by this resolution, it will report thereon to the next ordinary general meeting in accordance applicable laws and regulations,

resolves that this delegation is valid for a period of twenty-six (26) months as from the date of this General Meeting,

resolves that this delegation cancels the unused portion of any previous delegation having the same effect.

64th. RESOLUTION

Authorization to be granted to the Board of Directors, in the event of the issuance of shares or any other securities giving access to the capital with shareholders' preferential subscription rights cancelled, to set the issue price within the limit of 10% of the share capital and within the limits provided for by the General Meeting

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

in accordance with the provisions of Article L. 22-10-52 of the French Commercial Code,

authorizes the Board of Directors (with the ability to sub-delegate as provided for by legal and regulatory provisions) for a period of twenty-six (26) as months from the date of this General Meeting, for each of the issues decided within the framework of the delegations granted in the foregoing 60th to 63rd resolutions and up to a limit of 10% of the Company's share capital (as existing on the date of the transaction) per 12-month period, to stray from the conditions for setting the price provided for in the aforementioned resolutions and to set the issue price for the ordinary shares and/or securities granting immediate or future access to the capital issued, as follows

- the issue price of the ordinary shares shall be at least equal to the volume-weighted average of the trading prices on the regulated market of Euronext in Paris over the last three trading days preceding the setting of the issue price, less (as the case may be) a maximum discount of 15%, it being noted that such price may in no case be less than the nominal value of the Company's shares on the date the relevant shares are issued, and it being specified that in the event securities granting access to the capital are issued, the issue price of the shares that may result from their being exercised, converted or

exchanged may be set, at the Board of Directors' discretion, by reference to a calculation formula defined by the Board of Directors and applicable after the issue of such securities (for example, at the time they are exercised, converted or exchanged), in which case the maximum discount referred to above may be assessed, if deemed appropriate by the Board of Directors, on the date such formula is applied (and not on the date on which the issue price is set), and

- the issue price of the securities granting access to the capital shall be such that the amount the Company immediately receives plus any amount it may subsequently receive, shall be, for each share issued as a result of the issuance of such securities, at least equal to the issue price defined in the foregoing paragraph,

resolves that the Board of Directors shall have all powers to implement this resolution as provided for in the resolution pursuant to which the issuance is decided,

specifies that this authorization cancels any prior authorization having the same subject.

65th. RESOLUTION

Delegation of authority to the Board of Directors to issue ordinary shares and securities giving access to the Company's capital in the event of a public offer with an exchange component initiated by the Company

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

in accordance with the provisions of Article L. 22-10-49, L. 22-10-54, L. 225-129 to L. 225-129-6, L. 228-91 and L. 228-92 of the French Commercial Code in particular,

delegates to the Board of Directors its authority to decide to issue, on one or more occasions, ordinary shares of the Company and/or securities granting immediate or future access by any means to ordinary shares of the Company in consideration for securities contributed to a public offer with an exchange component initiated by the Company in France or abroad, under local rules, for the shares of any other company admitted to trading on one of the markets referred to in Article L. 22-10-54 of the French Commercial Code, with such shares granting the same rights as existing shares other than with respect to their dividend entitlement date,

resolves that the securities thus issued can be debt securities, can be associated with the issuance of such securities or allow the issuance thereof as interim securities,

resolves as necessary to cancel in favor of the holders of such securities shareholders' preferential rights to subscribe to such ordinary shares and securities to be issued,

notes that this delegation of authority automatically entails the shareholders' express waiver of their preferential rights to subscribe for the shares to which these securities will grant rights, in favor of the holders the securities that may be issued,

resolves that the total nominal amount of the share capital increases that may be carried out,

immediately and/or in the future, pursuant to this delegation may not exceed 235,165 euros, representing approximately 20% of the Company's share capital (immediately after the final completion of the Merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed), to which amount will be added, as the case may be, the amount of the additional shares to be issued to protect the rights of the holders of securities and other rights granting access to the Company's share capital, in accordance with legal or regulatory provisions and any contractual provisions,

also **resolves** that the nominal amount of any capital increase that may thus be carried out will count against the overall limit provided for by the 69th resolution below,

resolves to set at 200,000,000 euros (or a value equivalent to such amount in the event of an issuance in another currency) the maximum nominal amount of the debt securities that may be issued under this resolution, it being specified that:

- such amount shall be increased by any redemption premium in excess of the nominal amount, as the case may be,
- this maximum total nominal amount of issues of debt securities that may be carried out under this delegation and the delegations conferred by the 60th, 61st, 62nd, 63th, 66th and 67th resolutions of this General Meeting is set at 200,000,000 (or the equivalent value on the issue date),
- this limit does not apply to the debt instruments referred to in Articles L. 228-40, L. 228-36-A and paragraph 3 of Article L. 228-92 of French Commercial Code, the issuance of which is decided or authorized by the Board of Directors under the circumstances provided for by Article L. 228-40 of the French Commercial Code or, in the other cases, under the conditions the Company may determine in accordance with the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that the delegation so granted to the Board of Directors is valid for a period of twenty-six (26) months as from the date of this General Meeting and cancels any prior delegation having the same subject,

resolves that the Board of Directors shall have all powers (with the ability to sub-delegate as provided for by law) to implement this delegation and in particular for:

- drawing up the list of the securities tendered for exchange and the form and characteristics of the shares or securities granting access to the capital that are to be issued, with or without a premium,
- setting the terms of the issuance, the exchange ratio and, as the case may be, the amount of the cash balancing payment (*soulte*) to be paid,
- determining the terms and conditions of the issue in the context of, notably, a public exchange offer, an alternative purchase or exchange offer, on a principal basis, combined with a public exchange or purchase offer on a subsidiary basis,
- officially noting the number of securities submitted for exchange,
- setting the dividend entitlement date (which may be retroactive) of the shares or securities granting access to the capital that are to be issued, the method of paying for such securities and, as appropriate, the method for exercising rights to an exchange, conversion, redemption or allocation in any other way of equity securities or securities granting access to the capital,
- recording the difference between the issue price for the new ordinary shares and their nominal value in the "contribution premium" account of the balance sheet, over which all the shareholders will have rights,
- making all adjustments to protect the rights of holders of securities and other rights granting access to the Company's share capital in accordance with legal and regulatory provisions and,

- as the case may be, contractual provisions, and suspend as necessary the exercise of the rights attached to such securities for a period of up to three months,

resolves that the Board of Directors may:

- at its sole discretion and when it deems it appropriate, charge the expenses, duties and fees incurred in connection with the capital increases carried out by virtue of the delegation referred to in this resolution against the amount of the premiums relating to such transactions and deduct from the amount of these premiums the amounts necessary to carry the legal reserve to one-tenth of the new share capital after each transaction,
- take any decision in view of admitting to trading the shares and securities so issued on the professional segment of the Euronext Paris market, and
- more generally, take all measures, enter into any commitment and carry out any formalities that are useful to the successful completion of the proposed issuance and to make the resulting capital increase final, and to make the corresponding changes to the articles of association;

resolves, that notwithstanding the foregoing, the Board of Directors may not, without the prior authorization of the General Meeting, use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

resolves that this delegation cancels the unused portion of any prior delegation having the same effect.

66th. RESOLUTION

Delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any other securities with shareholders' preferential subscription rights cancelled to the benefit of a category of persons meeting specific characteristics

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

in accordance with the provisions of Articles L. 225-129 *et seq.* of the French Commercial Code, and in particular its articles L. 225-129-2, L. 225-135, L. 225-138, and L. 228-91 *et seq.* of the French Commercial Code and Article L. 22-10-49 of the French Commercial Code,

delegates to the Board of Directors its authority to decide (with the ability to sub-delegate as provided for by legal and regulatory provisions), in the amounts and at the times it determines, one or more capital increases through the issuance, in France or abroad, of ordinary shares of the Company or equity securities granting access to other equity securities or granting rights to the allocation of debt instruments and/or securities (including in particular, all debt instruments) granting access to equity securities of the Company, which securities may be issued in euros, in a foreign currency or any monetary unit established by reference to several currencies at the Board of Directors' option,

resolves that the securities thus issued can be debt securities, can be associated with the issuance of such securities or allow the issuance thereof as interim securities,

resolves to cancel shareholders' preferential rights to subscribe to ordinary shares of the Company and securities that may be issued on the basis of this delegation to the benefit of the following categories of beneficiaries:

- (i) all natural or legal persons (including all companies), trusts and investment funds, and other investment vehicles, irrespective of their form (including, without limitation, any investment fund or venture capital company, and in particular any professional private equity fund (FPCI), mutual fund investing in innovation (FCPI) or local investment fund (FIP)), governed by French or foreign law, which may or may not be shareholders of the Company, and which regularly invest or which have invested at least one million euros in the past 36 months in the fields of music, content, entertainment or digital, and/or
- (ii) any French or foreign credit institution, investment services provider or member of a placement syndicate that has undertaken to guarantee the completion of the capital increase or any issuance that may lead to a capital increase in the future that may be carried out pursuant to this delegation and placed with the persons referred to in (i) above and, in this context, to subscribe for the securities issued,

notes as may be necessary that this delegation automatically entails the shareholders' express waiver in favor of the holders of securities so issued (if any) of their preferential rights to subscribe for the shares of the Company to which such securities grant rights,

resolves that the total nominal amount of the share capital increases that may be carried out immediately and/or in the future pursuant to this delegation may not exceed 235,165 euros (or its equivalent in any other currency or unit of account established by reference to several currencies), representing approximately 20% of the Company's share capital (immediately after the final completion of the merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed), which maximum amount shall be increased by, as appropriate, the additional amount of the shares to be issued to protect the rights of the holders of securities and other rights granting access to shares, in accordance with legal or regulatory provisions and applicable contractual stipulations, as the case may be,

resolves that the nominal amount of any share capital increase that may be so carried out shall be counted against the overall limit provided for in the 69th resolution below,

resolves to set at 200,000,000 euros (or the equivalent value in the case the issuance is carried out in another currency) the maximum nominal amount of the debt securities that may be carried out pursuant to this delegation, it being specified that:

- such amount shall be increased by any redemption premium in excess of the nominal amount, as the case may be,
- this maximum total nominal amount of the issuances of debt instruments that may be carried out under this delegation and those granted under the 60th, 61st, 62nd, 63rd, 65th, and 67th resolutions of this General Meeting is set at 200,000,000 euros (or the equivalent value on the issue date),
- this limit does not apply to the debt instruments referred to in Articles L. 228-40, L. 228-36-A and paragraph 3 of Article L. 228-92 of French Commercial Code, the issuance of which is decided or authorized by the Board of Directors under the circumstances provided for by Article L. 228-40 of the French Commercial Code or, in the other cases, under the conditions the Company may determine in accordance with the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that if the subscriptions do cover the entirety of an issuance of shares or securities granting access to the share capital issued under this resolution, the Board of Directors may limit the amount

of the issuance to the amount of the subscriptions, provided that the subscriptions reach least-three quarters of the decided issuance,

resolves that the issue price for the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the volume-weighted average of the trading prices on the regulated market of Euronext in Paris over the last three trading days preceding the setting of the issue price, less (as the case may be) a maximum discount of 15%, by taking into account as appropriate their dividend entitlement date; it being specified that (i) in the case of the issuance of securities granting access to the share capital, the issue price of the shares that may result from the exercise, conversion or exchange of such securities may be set, at the Board of Director's discretion, by reference to a calculation formula defined by the Board of Directors and applicable after the issue of such securities (for example, at the time they are exercised, converted or exchanged), in which case the maximum discount referred to above may be assessed, if deemed appropriate by the Board of Directors, on the date such formula is applied (and not on the date on which the issue price is set), and (ii) the issue price of the securities granting access to the share capital that may be issued under this resolution will be such that the amount immediately received by the Company, as increased by the amount the Company may receive at the time of the exercise or conversion of such securities, is at least equal to the minimum price referred to above in respect of each ordinary share issued as a result of the issue of such securities,

notes that the delegation so granted to the Board of Directors is valid for a period of eighteen (18) months as from the date of this General Meeting,

resolves that the Board of Directors shall have all powers to implement this delegation (with the ability to sub-delegate as provided for by law) under the conditions set by law and the articles of association for the purpose of, in particular:

- deciding the amount of the capital increase, the issue price (it being specified that such price will be defined in accordance with the determination conditions set above) and the amount of the premium that may be requested upon issuance, as the case may be;
- setting the dates and terms and conditions of any issuance and the form and characteristics of the shares or securities granting access to the capital that are to be issued;
- setting the dividend entitlement date (which may be retroactive) of the shares or securities granting access to the capital that are to be issued, their subscription price (with or without premium), the method of paying for such securities (which may be in cash and/or by off-setting receivables against the Company that are of a fixed amount and due (*liquide et exigible*) or partly in cash and partly by the capitalization of reserves, profits or issue premiums);
- setting the list of beneficiaries within the category(ies) of persons referred to above the number of securities to grant to each of them;
- at its sole discretion and when it deems it appropriate, charging the expenses, duties and fees incurred in connection with the capital increases carried out by virtue of this resolution against the amount of the premiums relating to such transactions and deducting from the amount of these premiums the amounts necessary to carry the legal reserve to one-tenth of the new share capital after each transaction,
- officially acknowledging the completion of each capital increase and making the corresponding changes to the articles of association;
- in general, entering into any commitment or agreement, in particular to achieve the successful completion of the contemplated issuances, to proceed with the issuances referred to above, on one or more occasions, in the amounts and at the times it deems appropriate, in France and/or abroad, as the case may be, or to defer such issuances, as appropriate, taking all measures and carrying out all formalities that are useful to the issuance, listing and financial servicing of the securities issued under this delegation and to the exercise of the rights attached thereto;
- taking any decision in view of the admission of the shares and securities so issued to the

regulated market of Euronext Paris or any other regulated or unregulated market, in France or abroad, on which the Company's shares are listed for trading,

notes that should the Board of Directors use the delegation of authority granted to it by this resolution, it will report on the use made of the authorizations granted in this resolution at the next ordinary general meeting in accordance applicable laws and regulations,

resolves, that notwithstanding the foregoing, the Board of Directors may not, without the prior authorization of the General Meeting, use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

resolves that this delegation cancels the unused portion of any prior delegation having the same effect.

67th. RESOLUTION

Delegation of authority to be granted to the Board of Directors to increase the capital by issuing ordinary shares and/or any securities with shareholders' preferential subscription rights cancelled to the benefit of a category of persons meeting specified characteristics

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

in accordance with the provisions of Articles L. 225-129 *et seq.* of the French Commercial Code, and in particular its articles L. 225-129-2, L. 225-135, L. 225-138, and L. 228-91 *et seq.* of the French Commercial Code and Article L. 22-10-49 of the French Commercial Code,

delegates to the Board of Directors its authority to decide (with the ability to sub-delegate as provided for by law), in the amounts and at the times it determines, one or more capital increases through the issuance, in France or abroad, of ordinary shares of the Company or equity securities granting access to other equity securities or granting rights to the allocation of debt instruments and/or securities (including in particular, all debt instruments) granting access to equity securities of the Company, which securities may be issued in euros, in a foreign currency or any monetary unit established by reference to several currencies at the Board of Directors' option,

resolves that the securities thus issued can be debt securities, can be associated with the issuance of such securities or allow the issuance thereof as interim securities,

resolves to cancel shareholders' preferential rights to subscribe to ordinary shares of the Company and securities that may be issued on the basis of this delegation to the benefit of the following categories of beneficiaries:

any industrial companies, institutions or entities regardless of their form, French or foreign, that are active in the areas of music, content, entertainment or digital, directly or through a company that is controlled or through which they are controlled within the meaning of article L. 233-3, I of the French Commercial Code, at the time of the entry into a commercial agreement or partnership with the Company, as the case may be,

notes as may be necessary that this delegation automatically entails the shareholders' express waiver

in favor of the holders of securities so issued (if any) of their preferential rights to subscribe for the shares of the Company to which such securities grant rights,

resolves that the total nominal amount of the share capital increases that may be carried out immediately and/or in the future pursuant to this delegation may not exceed 235,165 euros (or its equivalent in any other currency or unit of account established by reference to several currencies), representing approximately 20% of the Company's share capital (immediately after the final completion of the merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed), which maximum amount shall be increased by, as appropriate, the additional amount of the shares to be issued to protect the rights of the holders of securities and other rights granting access to shares, in accordance with legal or regulatory provisions and applicable contractual stipulations, as the case may be,

resolves that the nominal amount of any share capital increase that may be so carried out shall be counted against the overall limit provided for in the 69th resolution below,

resolves to set at 200,000,000 euros (or the equivalent value in the case the issuance is carried out in another currency) the maximum nominal amount of the debt securities that may be carried out pursuant to this delegation, it being specified that:

- such amount shall be increased by any redemption premium in excess of the nominal amount, as the case may be,
- this maximum total nominal amount of the issuances of debt instruments that may be carried out under this delegation and those granted under the 60th, 61st, 62nd, 63th, 65th and 66th resolutions of this General Meeting is set at 200,000,000 euros (or the equivalent value on the issue date),
- this limit does not apply to the debt instruments referred to in Articles L. 228-40, L. 228-36-A and paragraph 3 of Article L. 228-92 of French Commercial Code, the issuance of which is decided or authorized by the Board of Directors under the circumstances provided for by Article L. 228-40 of the French Commercial Code or, in the other cases, under the conditions the Company may determine in accordance with the provisions of Article L. 228-36-A of the French Commercial Code,

resolves that if the subscriptions do cover the entirety of an issuance of shares or securities granting access to the share capital issued under this resolution, the Board of Directors may limit the amount of the issuance to the amount of the subscriptions, provided that the subscriptions reach least three-quarters of the decided issuance,

resolves that the issue price for the shares issued pursuant to this delegation shall be determined by the Board of Directors and shall be at least equal to the volume-weighted average of the trading prices on the regulated market of Euronext in Paris over the last three trading days preceding the setting of the issue price, less (as the case may be) a maximum discount of 15%, by taking into account as appropriate their dividend entitlement date; it being specified that (i) in the case of the issuance of securities granting access to the share capital, the issue price of the shares that may result from the exercise, conversion or exchange of such securities may be set, at the Board of Director's discretion, by reference to a calculation formula defined by the Board of Directors and applicable after the issue of such securities (for example, at the time they are exercised, converted or exchanged), in which case the maximum discount referred to above may be assessed, if deemed appropriate by the Board of Directors, on the date such formula is applied (and not on the date on which the issue price is set), and (ii) the issue price of the securities granting access to the share capital that may be issued under this resolution will be such that the amount immediately received by the Company, as increased by the amount the Company may receive at the time of the exercise or conversion of such securities, is at

least equal to the minimum price referred to above in respect of each ordinary share issued as a result of the issue of such securities,

notes that the delegation so granted to the Board of Directors is valid for a period of eighteen (18) months as from the date of this General Meeting,

resolves that the Board of Directors shall have all powers to implement this delegation (with the ability to sub-delegate as provided for by law) under the conditions set by law and the articles of association for the purpose of, in particular:

- deciding the amount of the capital increase, the issue price (it being specified that such price will be defined in accordance with the determination conditions set above) and the amount of the premium that may be requested upon issuance, as the case may be;
- setting the dates and terms and conditions of any issuance and the form and characteristics of the shares or securities granting access to the capital that are to be issued;
- setting the dividend entitlement date (which may be retroactive) of the shares or securities granting access to the capital that are to be issued, their subscription price (with or without premium), the method of paying for such securities (which may be in cash and/or by off-setting receivables against the Company that are of a fixed amount and due (*liquide et exigible*) or partly in cash and partly by the capitalization of reserves, profits or issue premiums);
- setting the list of beneficiaries within the category(ies) of persons referred to above and the number of securities to grant to each of them;
- at its sole discretion and when it deems it appropriate, charging the expenses, duties and fees incurred in connection with the capital increases carried out by virtue of this resolution against the amount of the premiums relating to such transactions and deducting from the amount of these premiums the amounts necessary to carry the legal reserve to one tenth of the new share capital after each transaction,
- officially acknowledging the completion of each capital increase and making the corresponding changes to the articles of association;
- in general, entering into any commitment or agreement, in particular to achieve the successful completion of the contemplated issuances, to proceed with the issuances referred to above, on one or more occasions, in the amounts and at the times it deems appropriate, in France and/or abroad, as the case may be, or to defer such issuances, as appropriate, taking all measures and carrying out all formalities that are useful to the issuance, listing and financial servicing of the securities issued under this delegation and to the exercise of the rights attached thereto;
- taking any decision in view of the admission of the shares and securities so issued to the regulated market of Euronext Paris or any other regulated or unregulated market, in France or abroad, on which the Company's shares are listed for trading,

notes that should the Board of Directors use the delegation of authority granted to it by this resolution, it will report on the use made of the authorizations granted in this resolution at the next ordinary general meeting in accordance applicable laws and regulations,

resolves, that notwithstanding the foregoing, the Board of Directors may not, without the prior authorization of the General Meeting, use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

resolves that this delegation cancels the unused portion of any prior delegation having the same effect.

68th. RESOLUTION

Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without cancellation of preferential subscription rights

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, and voting in accordance with the provisions of articles L. 225-135 *et seq.* of the French Commercial Code, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates its authority to the Board of Directors for the purpose of increasing the number of shares to be issued in the context of increases in the Company's share capital with or without preferential subscription rights maintained decided pursuant to the 60th, 61st, 62nd, 63th, 65th, 66th and 67th resolutions under the conditions provided for in Articles L. 225-135-1 and R. 225-118 of the French Commercial Code (that is, on the date hereof, within thirty (30) days of the end of the subscription period, at the same price as the price decided for the initial issuance and within the limit of 15% of the initial issuance), such shares granting the same rights as the existing shares other than with respect to their dividend entitlement date,

specifies that if one more of the 60th, 61st, 62nd, 63rd, 65th, 66th and 67th resolutions are not adopted, the delegation provided for under this resolution would apply to the cases corresponding to the adopted resolutions,

specifies that the maximum nominal amount of the capital increases that may be carried out under this delegation shall count against the nominal capital increase limit set by each of the resolutions under which the initial issuance was decided,

resolves that this delegation is valid for a period of twenty-six (26) months as from this General Meeting,

resolves that this delegation cancels the unused portion of any prior delegation having the same effect.

69th. RESOLUTION

Maximum aggregate amount of capital increases

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

sets, in accordance with Article L. 225-129-2 of the French Commercial Code, the overall limit of the capital increase that can result from, immediately or in the future, the issuances carried out under the delegations of authority provided for by the 60th, 61st, 62nd, 63th, 65th, 66th, 67th and 70th resolutions of this General Meeting to a nominal amount that cannot in any event exceed 293,956 euros, representing approximately 25% of the Company's share capital (immediately after the final completion of the merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed),

it being specified that the above amount does not take into account the nominal value of the equity securities to be issued, as the case may be, in connection with adjustments made to protect the rights

of holders of securities granting access to the Company's share capital in accordance with the law and applicable contractual provisions.

70th. RESOLUTION

Delegation of authority to the Board of Directors to increase the share capital by incorporating premiums, reserves, profits or other

Voting under the quorum and majority conditions provided for by Article L. 225-130 of the French Commercial Code and after having reviewed the report of the Board of Directors, the General Meeting,

in accordance with the provisions of Articles L. 225-129, L. 225-129-2, and L. 225-130 of the French Commercial Code in particular,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates to the Board of Directors the authority (with the ability to sub-delegate as provided for by law) to decide one or more capital increases through the capitalization of premiums, reserves, profits or other amounts the capitalization of which would be possibly legally and under the articles of association and in the form of the grant of new free shares, an increase in the nominal value of the existing shares or the use of both of these processes at once, which shares would grant the same rights as existing shares other than their dividend entitlement date,

resolves that the total nominal amount of the capital increases that are liable to thus be realized immediately and/or in the future cannot exceed 117,582 euros, representing approximately 10% of the Company's share capital (immediately after the final completion of the merger by absorption of Deezer by the Company and taking into account the cancellation of the Company's class B preference shares whose holders have notified the Company of their wish to have such shares redeemed), which maximum amount shall be increased by, as appropriate, the additional amount of the shares to be issued to protect the rights of the holders of securities and other rights granting access to shares, in accordance with legal or regulatory provisions and applicable contractual stipulations, as the case may be, it being specified that this limit is set independently and separately from the limit set out in the 69th resolution hereabove,

resolves in accordance with the provisions of Article L. 225-130 of the French Commercial Code that if the Board of Directors uses this delegation, rights forming fractional shares will not be tradeable and the corresponding shares will be sold, with the amounts generated by the sale being allocated to right holders within the period provided for by regulation,

resolves, that notwithstanding the foregoing, the Board of Directors may not, without the prior authorization of the General Meeting, use of this delegation of authority as from the date a third party files a public offering proposal for the Company's securities and until the end of the offer period,

resolves that this delegation granted to the Board of Directors is valid for a period of twenty-six (26) months as from this General Meeting and cancels the unused portion of any previous delegation having the same effect.

71st. RESOLUTION

Authorization for the Board of Directors to grant ordinary shares of the Company free of charge, in accordance with articles L. 225-197-1 et seq. of the French Commercial Code, with or without

performance conditions attached, to officers and employees of the Company and of its subsidiaries, entailing the waiver by shareholders of their preferential subscription rights

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors and voting in accordance with the provisions of Articles L. 225-197-1 *et seq.* of the French Commercial Code and with Articles L. 22-10-59 *et seq.* of such Code:

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

authorizes the Board of Directors to carry out, on one or more occasions, in accordance with Articles L. 225-197-1 and L. 225-197-2 of the French Commercial Code, free grants of ordinary shares that are existing or to be issued to the benefit of salaried employees of the Company or to certain categories of such employees and/or its corporate officers who respond to the conditions set by Article L. 225-197-1, II of the French Commercial Code, and to members of the salaried personnel of companies or economic interest groupings of which the Company directly or indirectly holds at least 10% of the capital or voting rights on the date the relevant shares are awarded,

resolves that the nominal amount of each ordinary share so granted free of charge under this resolution and this authorization shall be 0.01 euro,

resolves that the maximum number of ordinary shares that may be issued on the basis of this authorization cannot relate to more than 2,500,000 existing or new ordinary shares, it being specified that (a) this number does not take into account any adjustments made to protect the rights of beneficiaries of ordinary shares in accordance with legal and regulatory provisions and, as appropriate, applicable contractual provisions and (b) that this limit is the same as the limit provided for in the 72nd resolution and the 73rd resolution hereafter, to which it will be counted against,

resolves in respect of the free grant of shares that:

- the grant of shares to their beneficiaries will vest at the end of a vesting period, the duration of which will be set by the Board of Directors, it being understood that this period cannot be less than 1 year and the Board of Directors can set a period during which the beneficiaries must hold their shares, it being specified that the cumulative duration of the vesting period and holding period cannot be less than two years, and the Board of Directors may provide for vesting and holding periods lasting longer than such minimum periods,
- as an exception to the foregoing, in the event of a beneficiary disability corresponding to a classification in the second or third categories provided for in Article L. 341-4 of the French Social Security Code, or within the meaning of the law applicable to the beneficiary or any equivalent provision of foreign law, and in the event of death, the award of the ordinary shares may take place before the end of the vesting period at the beneficiary's request and the ordinary shares will be freely transferable,

decides that the free grants of shares made under this authorization may benefit the Company's corporate executive officers, provided that the free shares allocated to said corporate officers do not represent a percentage greater than 16% of the total maximum number that may be allocated free of charge under this authorization, i.e. a maximum of 400,000 ordinary shares of the Company,

acknowledges that, in accordance with the foregoing, this delegation of authority automatically entails the waiver by the Company's other shareholders of their preferential rights to subscribe to the shares that may be issued under this authorization, in favor of the beneficiaries of the ordinary shares,

resolves that the Board of Directors shall have all powers for the purpose of implementing this authorization and in particular to:

- determine the precise identity of the beneficiaries, the number of ordinary shares to be granted to each beneficiary and their dividend entitlement date,
- set the terms of the issuance of the ordinary shares, including any current employment condition,
- set the dates on which free grants of ordinary shares will take place in accordance with legal conditions and limits, and also make all necessary arrangements and enter into any agreement to achieve the successful completion of the contemplated awards,
- create a special reserve for the purpose of paying up the nominal value of the ordinary shares,
- determine the identity of the beneficiaries in the above-mentioned categories of beneficiaries and the number of ordinary shares granted to each of them,
- determine the conditions and final allocation criteria applicable to the ordinary shares granted free of charge,
- determine in a free ordinary share grant plan the final duration of the vesting and holding periods for the ordinary shares,
- provide for the ability to temporarily suspend rights to allocation,
- acknowledge the final grant dates and the dates as from which the shares may be freely transferred, in light of legal restrictions,
- acknowledge the completion of the issuances of the ordinary shares and make the corresponding changes to the articles of association,
- if new shares are issued, charge against reserves, profits or issue premiums the amounts necessary to pay up such shares, and officially acknowledge as appropriate the completion of the related capital increase(s) and make the corresponding amendments to the articles of association,
- carry out any transaction or formality made necessary for the completion of the capital increase(s) carried out pursuant to this authorization and, more generally, carry out any necessary act or formality,
- as appropriate:
 - acknowledge the existence of sufficient reserves and transfer to, at the time of each grant, a blocked reserve account the amounts necessary to pay up the new ordinary shares to be granted,
 - decide when appropriate on the capital increase(s) through the capitalization of reserves, premiums or profits corresponding to the issuance of the new ordinary shares allocated free of charge,
 - acquire the necessary shares under the share buyback program and allocate them to the grant plan,
 - take all necessary measures to ensure compliance with the holding obligation required of the beneficiaries,
 - and generally, do all that implementing this authorization requires, in accordance with applicable law,

notes the fact that, should the Board of Directors use the delegation of authority granted to it by this resolution, it will inform the ordinary general meeting each year of the transactions carried out under the provisions provided for in Articles L. 225-197-1 to L. 225-197-3 and L. 22-10-59 to L. 22-10-60 of the French Commercial Code, as provided for by Article L. 225-197-4 of such Code,

resolves that this authorization is granted for a period of 38 months as from this General Meeting and cancels the unused portion of any prior delegation having the same effect.

72nd. RESOLUTION

Authorization for the Board of Directors to grant stock options to eligible employees or corporate officers of the Company and/or related companies

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors and in accordance with the provisions of Articles L. 225-177 *et seq.* of the French Commercial Code and with Articles L. 22-10-56 *et seq.* of such Code, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

authorizes the Board of Directors to grant, on one or more occasions to beneficiaries or categories of beneficiaries that it will determine from among any future members of the Company's salaried personnel or of companies or groupings that are related to the Company as provided for in Article L. 225-180 of the French Commercial Code and the eligible corporate officers of the Company or of companies or groupings that are related to it, options granting rights to subscribe for new shares of the Company to be issued in a capital increase, as well as options granting rights to purchase shares of the Company originating from buybacks carried out by the Company as provided for by law,

resolves that the subscription or purchase options granted under this authorization cannot grant rights to a total number of ordinary shares in excess of 2,500,000, it being specified that (a) this number will be increased as appropriate by the number of additional ordinary shares to be issued in order to protect the rights of beneficiaries of holders of financial instruments granting access to the Company's capital, in accordance with the law and applicable contractual provisions, and (b) that this limit is the same as the limit provided for in the 71st resolution and the 73rd resolution hereafter to which it will be counted against, and (c) the total number of shares that can be subscribed for upon exercise of the subscription options that have been granted but not yet exercised can never exceed one-third of the share capital,

decides that the stock options granted under this authorization may benefit the Company's corporate officers, provided that the number of ordinary shares of the Company to which the stock options granted to the said corporate officers would entitle them does not represent a percentage greater than 16% of the total maximum number of ordinary shares to which all the options that may be granted under this authorization would entitle, i.e. a maximum of 400,000 ordinary shares of the Company

acknowledges that, in accordance with the provisions of Article L. 225-178 of the French Commercial Code, this delegation of authority automatically entails the express waiver by the Company's shareholders, in favor of the beneficiaries of the subscription options, of their preferential subscription rights to the new shares that may be issued as and when options are exercised,

sets at 10 years as from the date they were granted the period during which the options must be exercised, it being noted that the Board of Directors will have the ability to provide for a holding period during which the options cannot be exercised and a period during which the shares resulting from the exercise of the options cannot be transferred,

resolves that in the event new equity securities or new securities granting access to the capital are issued or in the event of a merger or spin-off of the Company, the Board of Directors may suspend the exercise of the options, as appropriate,

decides that the Board of Directors shall have all powers (with the ability to subdelegate as provided

for by legal and regulatory provisions) to implement this authorization and in particular to:

- determine the nature of the options granted (subscription options or purchase options),
- set the prices and terms and conditions (notably, the exercise periods) under which the options will be granted, it being specified that the price cannot be less than the value resulting from the application of regulations in force,
- determine the list of beneficiaries and the number of options granted to each of them,
- adjust the number of and the subscription and purchase prices for the shares to account for any financial transactions that may take place before the options are exercised,
- determine the terms and conditions of the stock purchase or subscription plan and to set the conditions under which the options will be granted, including, in particular, the exercise schedule applicable to the options granted, which may vary according to the holders; it being specified that these conditions may include clauses prohibiting the immediate resale of some or all of the shares issued upon the exercise of the options, within the limits set by law;
- purchase shares of the Company that may be necessary for the transfer of any shares to which the stock options grant rights;
- at its sole discretion and if it deems it appropriate, charge the expenses arising from the capital increases against the amount of the premiums relating to these increases and deduct from such amount the amount necessary to carry the legal reserve to one-tenth of the new capital after each increase, and
- carry out or cause to be carried out of all acts and formalities for the purpose of finalizing the capital increases that may be carried out under the authorization granted in this resolution, amend the bylaws accordingly and, more generally, to do all that is necessary,

notes the fact that, should the Board of Directors use the delegation of authority granted to it by this resolution, it will inform the ordinary general meeting each year of the transactions carried out under the provisions provided for in Articles L. 225-197-1 to L. 225-197-3 and L. 22-10-59 to L. 22-10-60 of the French Commercial Code, as provided for by Article L. 225-197-4 of such Code,

resolves that this authorization is granted for a period of 38 months as from this General Meeting and cancels the unused portion of any prior delegation having the same effect.

73rd. RESOLUTION

Delegation of authority to the Board of Directors to issue and grant share warrants to a category of persons meeting defined characteristics

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates to the Board of Directors the authority to grant, on one or more occasions, up to 2,500,000 warrants to subscribe for ordinary shares (the “**Warrants**”) each granting rights to subscribe for one ordinary share of the Company with a nominal value of 0.01 euro, it being specified that this limit is the same as the limit provided for in the 71st and 72nd resolutions above, to which it will be counted against,

decides that the issue price of a Warrant shall be determined by the Board of Directors on the day it is issued according to the Warrant’s characteristics and will be equal to at least 5% of the volume-weighted average of the trading price on the regulated market of Euronext in Paris over the last five

(5) stock market sessions preceding the date such Warrant is granted by the Board of Directors,

resolves to cancel shareholders' preferential subscription rights in respect of these Warrants, as such Warrants may only be allocated to the following categories of beneficiaries: (i) members and observers (*censeur*) of the Company's Board of Directors in office on the Warrant grant date who are not employees or officers of the Company or of one of its Subsidiaries, or (ii) persons connected to the Company by a service or consultancy agreement, or (iii) members of any committee that the Board of Directors has set up or may set up and who are not employees or officers of the Company or of one of its Subsidiaries (the "**Beneficiaries**"),

resolves, in accordance with the provisions of Article L. 225-138-I of the French Commercial Code, to delegate to the Board of Directors the task of determining the list of Beneficiaries and the number of Warrants allocated to each Beneficiary so designated,

consequently **authorizes** the Board of Directors to issue and allocate the Warrants on one or more occasions for each Beneficiary, within the limits of the foregoing,

resolves to delegate to the Board of Directors the task of defining for each Beneficiary the terms and conditions applicable to the exercise of the Warrants and, in particular, the issue price of the Warrants, the subscription price (including the issue premium) for the share to which each Warrant will grant a right (the "Exercise Price") as set by the Board of Directors under the conditions specified below, and the term of the Warrants, it being specified that this term may not exceed ten (10) years,

resolves that each Warrant will allow one ordinary share with a nominal value of 0.01 euro to be subscribed for under the conditions defined hereafter at an Exercise Price determined by the Board of Directors on the date the Warrants are allocated that is at least equal to the volume-weighted average of the trading prices on the regulated market of Euronext in Paris over the last twenty (20) stock market sessions preceding the day of the Board of Directors' decision to allocate the warrants,

resolves that the ordinary shares thus subscribed for must be fully paid up at the time of their subscription, either by payment in cash or by offsetting receivables that are of a fixed amount and due (*liquide et exigible*),

resolves that the new shares delivered to the Beneficiary upon the exercise of their Warrants will be subject to all the provisions of the articles of association and will carry dividend rights as of the first day of the financial year in which they were issued,

resolves that the Warrants will be issued in registered form and will be recorded in an account,

resolves to issue up to 2,500,000 ordinary shares to which the exercise of the Warrants issued will grant rights,

specifies that, pursuant to the provisions of Articles L. 228-91 and L. 225-132 of the French Commercial Code, this decision entails in favor of the Warrant holders the shareholders' waiver of their preferential rights to subscribe for the ordinary shares to which the Warrants grant rights,

notes that in accordance with Article L. 228-98 of the French Commercial Code:

- in the event of a capital reduction driven by losses by way of a reduction in the number of shares, the rights of Warrant holders with regard to the number of shares to be received upon exercise of the Warrants will be reduced accordingly as if such holders had been shareholders as from the Warrant issue date;
- in the event of a capital reduction driven by losses by way of a reduction in the nominal value of

the shares, the subscription price for the shares to which the Warrants grant rights will remain unchanged, the issue premium being increased by the amount of the reduction in nominal value;

further **decides** that:

- in the event of a capital reduction not driven by losses by way of a reduction in the nominal value of the shares, the subscription price of the shares to which the Warrants grant rights will be reduced accordingly;
- in the event of a capital reduction not driven by losses by way of a reduction in the number of shares, if they exercise their Warrants, the Warrant holders may request that their shares be repurchased under the same conditions as would have applied had they been shareholders at the time the Company bought back its own shares,

resolves, as provided for in Article L. 228-98 of the French Commercial Code, that the Company is authorized to change its corporate form and purpose without having to seek the Warrant holders' consent,

notes that, pursuant to the provisions of Article L. 228-98 of the French Commercial Code, the Company may not modify the rules for the allocation of its profits, redeem its share capital, nor create preference shares leading to such a modification or redemption unless it is authorized to do so by the issuance agreement or under the conditions provided for in Article L. 228-103 of the French Commercial Code and subject to taking the necessary measures to maintain the rights of the holders of securities granting access to the capital in the conditions defined in Article L. 228-99 of the French Commercial Code,

authorizes the Company to impose upon Warrant holders the repurchase or redemption of their rights as provided for by Article L. 208-102 of the French Commercial Code,

resolves that if it becomes necessary to make the adjustment provided for in paragraph 3 of Article L. 228-99 of the French Commercial Code, the adjustment will be carried out by applying the method provided for in Article R. 228-91 of the French Commercial Code, it being specified that the value of the preferential subscription right and the value of the share before the subscription rights become detached would be, if necessary, determined by the Board of Directors on the basis of the subscription, exchange or sale price per share applied at the time of the last transaction involving the Company's share capital (capital increase, contribution of securities, sale of shares, etc.) during the six (6) months preceding the meeting of the Board of Directors, or, in the absence of such a transaction during such period, on the basis of any other financial parameter that appears relevant to the Board of Directors (and which will be validated by the Company's auditors),

resolves to give full powers to the Board of Directors to implement this delegation, and for the purposes of:

- issuing and allocating the Warrants and determining the subscription price, the terms of exercise and the final terms of the Warrants in accordance with the provisions of this resolution and within the limits set in this resolution;
- determining the identity of the Beneficiaries of the Warrants as well as the number of Warrants to be allocated to each of them;
- setting the price of the shares that may be subscribed for upon exercise of a Warrant under the conditions described above;
- noting the number of ordinary shares issued following the exercise of the Warrants, carrying out the formalities arising from the corresponding capital increases and making the corresponding amendments to the articles of association;
- taking all measures to ensure that Warrant holders are protected in the event of a financial transaction involving the Company, in each case in accordance with applicable legal and

- regulatory provisions;
- in general, taking any measure and carrying out any formality that is useful for the present issuance,

decides that this delegation is granted for a period of eighteen (18) months as from the date hereof and terminates any prior delegation having the same subject and that it cancels the unused portion of any previous delegation having the same effect.

74th. RESOLUTION

Delegation of authority to the Board of Directors to issue and grant share warrants to partners

Voting under the quorum and majority conditions required for extraordinary general meetings and after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, the General Meeting,

subject to the condition precedent of the final completion of the merger by absorption of Deezer by the Company in accordance with the provisions of the Merger Agreement dated May 24, 2022 referred to in the 31st resolution of this General Meeting,

delegates to the Board of Directors the authority to grant, on one or more occasions, up to 2,500,000 warrants to subscribe for ordinary shares (the “**Partner Warrants**”) each granting rights to subscribe for one ordinary share of the Company with a nominal value of 0.01 euro,

decides that the issue price of the Partner Warrants shall be determined by the Board of Directors on the day they are issued, according to such Partner Warrant’s characteristics,

resolves to cancel shareholders’ preferential subscription rights in respect of these Partner Warrants, as such Partner Warrants may only be allocated to the following category of beneficiaries:

any natural or legal person (or their Affiliated Companies as such term is defined below) connected to the Company or to one of its subsidiaries by a partnership agreement or other commercial agreement, it being specified that the term “**Affiliated Company**” means, with respect to any person, any company that directly or indirectly controls such person, or is controlled by such person or is controlled by any company controlling such person (the term “control” means the holding of over 50% of the voting rights of a company or other entity (the “**Beneficiaries**”)),

resolves, in accordance with the provisions of Article L. 225-138-I of the French Commercial Code, to delegate to the Board of Directors the task of determining the list of Beneficiaries and the number of Partner Warrants allocated to each Beneficiary so designated,

consequently **authorizes** the Board of Directors to issue and allocate the Partner Warrants on one or more occasions for each Beneficiary, within the limits of the foregoing,

resolves to delegate to the Board of Directors the task of defining for each Beneficiary the terms and conditions applicable to the exercise of the Partner Warrants and, in particular, the issue price of the Partner Warrants, the subscription price (including the issue premium) for the share to which each Partner Warrant will grant a right (the “**Exercise Price**”) under the conditions specified below, and the term of the Partner Warrants, it being specified that this term may not exceed ten (10) years,

resolves that each Partner Warrant will allow one ordinary share with a nominal value of 0.01 euro to be subscribed for under the conditions defined hereafter at an Exercise Price determined by the Board of Directors on the date the Partner Warrants are allocated that is at least equal to, unless the Board

of Directors duly decides otherwise, (i) the lowest subscription price applied in the context of any capital increase of more than 5 million euros (issue premium included) carried out by the Company during the 12 months preceding the grant of such Partner Warrants, or (ii) if there has not been any such capital increase in the 12 months preceding the grant of such Partner Warrants, the subscription price applied in the latest capital increase of over 5 million euros (issue premium included) carried out by the Company on the date such Partner Warrants are granted, in each case adjusted, as the case may be, to take account of the characteristics of the Partner Warrants in question, it being specified that the Board of Directors shall not take account capital increases resulting from the exercise of share warrants or share subscription options or from the grant of free shares,

resolves that the ordinary shares thus subscribed for must be fully paid up at the time of their subscription, either by payment in cash or by offsetting receivables that are of a fixed amount and due (*liquide et exigible*),

resolves that the new shares delivered to the Beneficiary upon the exercise of their Partner Warrants will be subject to all the provisions of the articles of association and will carry dividend rights as of the first day of the financial year in which they were issued,

resolves that the Partner Warrants will be issued in registered form and will be recorded in an account,

resolves to issue up to 2,500,000 ordinary shares to which the exercise of the Warrants issued will grant rights,

specifies that, pursuant to the provisions of Articles L. 228-91 and L. 225-132 of the French Commercial Code, this decision entails in favor of the holders of Partner Warrants the shareholders' waiver of their preferential rights to subscribe for the ordinary shares to which the Partner Warrants grant rights,

notes that in accordance with Article L. 228-98 of the French Commercial Code:

- in the event of a capital reduction driven by losses by way of a reduction in the number of shares, the rights of Partner Warrant holders with regard to the number of shares to be received upon exercise of the Partner Warrants will be reduced accordingly as if such holders had been shareholders as from the Partner Warrant issue date;
- in the event of a capital reduction driven by losses by way of a reduction in the nominal value of the shares, the subscription price for the shares to which the Partner Warrants grant rights will remain unchanged, the issue premium being increased by the amount of the reduction in nominal value;

further **decides** that:

- in the event of a capital reduction not driven by losses by way of a reduction in the nominal value of the shares, the subscription price of the shares to which the Partner Warrants grant rights will be reduced accordingly;
- in the event of a capital reduction not driven by losses by way of a reduction in the number of shares, if they exercise their Partner Warrants, the Partner Warrant holders may request that their shares be repurchased under the same conditions as would have applied had they been shareholders at the time the Company bought back its own shares,

resolves, as provided for in Article L. 228-98 of the French Commercial Code, that the Company is authorized to change its corporate form and purpose without having to seek the Partner Warrant holders' consent,

notes that, pursuant to the provisions of Article L. 228-98 of the French Commercial Code, the Company may not modify the rules for the allocation of its profits, redeem its share capital, nor create

preference shares leading to such a modification or redemption unless it is authorized to do so by the issuance agreement or under the conditions provided for in Article L. 228-103 of the French Commercial Code and subject to taking the necessary measures to maintain the rights of the holders of securities granting access to the capital in the conditions defined in Article L. 228-99 of the French Commercial Code,

authorizes the Company to impose upon Partner Warrant holders the repurchase or redemption of their rights as provided for by Article L. 208-102 of the French Commercial Code,

resolves that if it becomes necessary to make the adjustment provided for in paragraph 3 of Article L. 228-99 of the French Commercial Code, the adjustment will be carried out by applying the method provided for in Article R. 228-91 of the French Commercial Code, it being specified that the value of the preferential subscription right and the value of the share before the subscription rights become detached would, if necessary, be determined by the Board of Directors on the basis of the subscription, exchange or sale price per share applied at the time of the last transaction involving the Company's share capital (capital increase, contribution of securities, sale of shares, etc.) during the six (6) months preceding the meeting of the Board of Directors, or, in the absence of such a transaction during such period, on the basis of any other financial parameter that appears relevant to the Board of Directors (and which will be validated by the Company's auditors),

resolves to give full powers to the Board of Directors to implement this delegation, and for the purposes of:

- issuing and allocating the Partner Warrants and determining the subscription price, the terms of exercise and the final terms of the Partner Warrants in accordance with the provisions of this resolution and within the limits set in this resolution;
- determining the identity of the Beneficiaries of the Partner Warrants as well as the number of Partner Warrants to be allocated to each of them;
- setting the price of the shares that may be subscribed for upon exercise of a Partner Warrant under the conditions described above;
- noting the number of ordinary shares issued following the exercise of the Partner Warrants, carrying out the formalities arising from the corresponding capital increases and making the corresponding amendments to the articles of association;
- taking all measures to ensure that Partner Warrant holders are protected in the event of a financial transaction involving the Company, in each case in accordance with applicable legal and regulatory provisions;
- in general, taking any measure and carrying out any formality that is useful for the present issuance,

decides that this delegation is granted for a period of eighteen (18) months as from the date hereof and terminates any prior delegation having the same subject and that it cancels the unused portion of any previous delegation having the same effect.

75th. RESOLUTION

Delegation of authority to the Board of Directors to carry out capital increases through the issuance of ordinary shares or other securities giving immediate or future access to the Company's capital, reserved for members of a company savings plan

Voting under the quorum and majority conditions required for extraordinary general meetings, after having reviewed the report of the Board of Directors and the report of the Statutory Auditors, the General Meeting, within the framework of the provisions of Article L. 3332-18 *et seq.* of the French Labor Code and Article L. 225-138-1 of the French Commercial Code and in accordance with Article L.

225-129-6 of the French Commercial Code:

delegates to the Board of Directors its authority to decide (with the ability to sub-delegate as provided for by legal and regulatory provisions) to increase the share capital, on one or more occasions, within the limit of 3% of the share capital on the date of the Board of Director's decision, through the issuance of ordinary shares or securities granting access to capital, reserved for members of a saving plan of the Company and of French and foreign companies related to it under the conditions of Article L. 225-180 of the French Commercial Code and Article L. 3344-2 of the French Labor Code,

resolves that the subscription price for the shares shall be set in accordance with the provisions of Articles L. 3332-18 *et seq.* of the French Labor Code,

resolves to cancel in favor of the beneficiaries indicated above shareholders' preferential rights to subscribe for the new shares to be issued or other securities granting access to the capital and to the securities to which the securities issued pursuant to this resolution will grant rights,

resolves that the characteristics of the other securities granting access to the Company's capital will be determined by the Board of Directors in accordance with the conditions set by regulations,

resolves that the Board of Directors shall have all powers (with the ability to subdelegate as provided by legal and regulatory provisions) for the purpose of implementing this resolution and notably to:

- set up a company savings plan for the Company and the French or foreign companies that are related to it in accordance with Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labor Code, in accordance with the provisions of Article L. 3332-1 *et seq.* of the French Labor Code,
- set the terms and conditions of the transactions and set the dates and terms of the issuances carried out pursuant to this authorization,
- set the opening and closing dates for subscriptions, the dates from which the securities issued will carry dividend rights, and the terms for paying up the shares and the other securities granting access to the Company's capital,
- grant extensions for the paying up of shares and, if applicable, other securities granting access to the Company's share capital,
- request the listing of the securities created on a stock exchange wherever it sees fit, to acknowledge the completion of the capital increases in the amount of the shares actually subscribed for,
- carry out, directly or through an agent, all transactions and formalities tied to the capital increases and at its sole discretion, and if it deems it appropriate,
- charge the expenses arising from the capital increases against the amount of the premiums of such increases and to deduct from such amount the amounts necessary to carry the legal reserve up one-tenth of the new capital after each increase,

sets the period during which the issuance delegation covered by this authorization is valid at twenty-six (26) months as from the date of this General Meeting.

On an ordinary basis

76th. RESOLUTION

Powers for legal formalities

Voting under the quorum and majority conditions required for ordinary general meetings, the General Meeting **grants** all powers to the holder of a copy or excerpt of these minutes in view of carrying out

legal formalities.

METHODS OF PARTICIPATING IN THE COMBINED GENERAL MEETING OF JUNE 30, 2022

1. Preliminary formalities to carry out in order to participate in the General Meeting

Any shareholder, regardless of the number of shares they hold, may participate in the General Meeting in accordance with legal and regulatory conditions. This right is subject to the shares being registered in an account in the shareholder's name or in the name of the intermediary registered on the shareholder's behalf on the second business day preceding the Meeting, i.e., Tuesday, June 28, 2022 at midnight, Paris time:

- or in the registered share accounts held for the Company by its agent, Société Générale, CS 30812, 44308 Nantes Cedex 3,
- or in the bearer share accounts held by the authorized intermediary.

2. How to participate in the General Meeting

Any shareholder wishing to attend the General Meeting in person must have an admission card, which can be obtained as follows:

Registered shareholders will receive the documents for the General Meeting by post, or electronically if they have so requested, and will be able to obtain their admission card by returning (using the prepaid envelope) the single participation form attached to the meeting notice, which also includes a request for an admission card, after having ticked the corresponding box on the form, inserted their last name, first name and address, or having checked their name and address if such information is already included, and dated and signed the form.

Bearer shareholders should contact the financial intermediary who holds their securities account, who will forward the request to Société Générale Securities Services.

If the shareholder has not received their admission card by the second business day before the General Meeting, i.e., Tuesday, June 28, 2022, (i) registered shareholders may go directly in person to the meeting, and (ii) bearer shareholders must request a certificate of shareholding from the organization that holds their account.

Regardless of the number of shares they own, shareholders who are unable to attend the General Meeting may choose one of the following voting methods (by post or electronically):

- postal voting;
- giving a proxy to the Chairman;
- giving a proxy to any natural or legal person of their choice
- sending a proxy to the Company without indicating an agent

In any event, shareholders can facilitate their vote being taken into account by opting to vote by internet.

For this same reason, shareholders who prefer to vote by post are invited to return their paper forms as soon as possible after the publication of the notice of the General Meeting.

3. Voting by post or by proxy

3.1. Voting by post or by proxy through the mail

Shareholders may vote by post or can cause themselves to be represented by granting a proxy to a person referred to in Article L. 225-106, I of the French Commercial Code (spouse, the partner with

whom the shareholder has entered into a civil solidarity pact, or any other natural or legal person) or to the Chairman of the General Meeting, using the voting form provided for that purpose.

Registered shareholders can vote by returning the duly completed single participation form attached to the meeting notice using the prepaid envelope.

Bearer shareholders should contact the financial intermediary with whom their shares are registered in an account in order to obtain the single postal voting form or proxy form. To be honored, requests for forms must be received at least six days before the date of the General Meeting, i.e., Friday, June 24, 2022. Once completed by the shareholder, this form will be returned to the authorized intermediary who will be responsible for sending this single form along with the certificate of shareholding to Société Générale, Service des Assemblées, CS 30812, 44308 Nantes Cedex 3 (assemblees.generales@sgss.socgen.com).

To be considered, the single forms must be received by the bank designated above no later than the third calendar day preceding the General Meeting, i.e., Monday, June 27, 2022.

The form for voting by post or by proxy will also be available on the Company's website.

In accordance with the provisions of Article R. 225-79 of the French Commercial Code, the proxy granted by a shareholder to be represented must be signed by the shareholder. The shareholder must indicate their last name, usual first name and address, and may appoint an agent by specifying the agent's last name, first name and address or, in the case of a legal person, the name or corporate name and registered office. The proxy is not entitled to substitute another person for itself.

It is specified that, with respect to any proxy that does not indicate the name of the agent, the Chairman of the General Meeting will vote in favor of the adoption of the draft resolutions presented or approved by the Board of Directors and against the adoption of all other draft resolutions. To cast any other vote, the shareholder must choose an agent who agrees to vote in the manner indicated by the principal.

The shareholder may revoke their agent, it being specified that the revocation must be made in writing and sent to the Company in the same manner as the appointment.

When a shareholder has already cast their vote by post, sent a proxy or requested an admission card, they may no longer choose another method of participation in the meeting.

The mandate given for the meeting shall be valid for successive general meetings convened with the same agenda.

3.2. Vote by correspondence or by proxy via the internet

Shareholders are invited to give precedence to using the VOTACCESS internet voting platform. This platform enables shareholders to send their voting instructions electronically or to appoint or revoke a proxy simply and rapidly prior to the General Meeting.

Registered shareholders will connect to the www.sharinbox.societegenerale.com website using their usual access code for holders of pure registered shares and the identification number found at the top right of their paper voting form for holders of administered registered shares.

Once logged into Sharinbox, registered shareholders should follow the instructions in their personal area. On the home page, click on the “Reply” button in the “General Meetings” box and then click on “Participate”. You will then be automatically redirected to the VOTACCESS voting site.

Bearer shareholders should contact their institution holding their account holder to find out whether it is connected to the VOTACCESS site and, if so, whether this access is subject to specific terms of use.

If the bearer shareholder’s account-holding institution is connected to the VOTACCESS website, the shareholder must identify themselves on the web portal of their account-holding institution using their usual access codes. They must then click on the icon that appears on the line corresponding to their shares and follow the on-screen instructions in order to access VOTACCESS and vote or designate or revoke a proxy.

If the shareholder’s account-holding institution is not connected to the VOTACCESS website, the notification of the appointment or the revocation of a proxy may nevertheless be carried out electronically in accordance with the provisions of Article R. 22-10-24 of the French Commercial Code, as follows: the shareholder must send an e-mail to the following e-mail address: assemblees.generales@sgss.socgen.com. This e-mail must contain the following information: the last name, first name, address and bank details of the principal and the last name, first name and address of the appointed or revoked proxy. The shareholder must then ask their financial intermediary who manages their securities account to send a confirmation to the Société Générale *Assemblées* department.

The VOTACCESS website will be open from 9:00 A.M. June 13, 2022 to 3:00 P.M. June 29, 2022, the day before the Meeting (Paris time).

Shareholders who have their access codes are advised not to wait until the last few days to express how they wish to participate in the meeting, in order to avoid possible bottlenecks on the website.

4. Requests for inclusion of items or draft resolutions on the agenda

Requests by shareholders for the inclusion of items or draft resolutions on the agenda must be sent preferably by electronic means to the following address contact@i2po.com (or by registered letter with advice of receipt requested addressed to the registered office (12, rue François 1^{er}, 75008 Paris) to the attention of the Chairman of the Board of Directors), so as to be received no later than the twenty-fifth calendar day that precedes the date of the General Meeting (i.e., Sunday, June 5, 2022), and may not be sent more than twenty days after the date of this notice.

Requests for the inclusion of items on the agenda must be duly justified.

Requests for the inclusion of draft resolutions must be accompanied by the text of the draft resolutions, together with a brief explanation of the reasons for the inclusion, as the case may be, and the information provided for in Article R. 225-83 of the French Commercial Code if the draft resolution relates to the appointment of a candidate for the Board of Directors.

These requests must be accompanied by a certificate of account registration.

It should also be noted that consideration by the General Meeting of the presented items or resolutions is subject to the interested persons sending a new certificate proving the account registration of their shares under the same conditions as those indicated above, no later than the second business day preceding the General Meeting, i.e., no later than Tuesday, June 28, 2022 at midnight (Paris time).

The text of draft resolutions presented by shareholders and the list of items added to the agenda at their request will be posted on the Company's website without delay when they meet the above-mentioned conditions.

5. Shareholders' right of communication

The preparatory documents for the General Meeting provided for in Article R. 225-73-1 of the French Commercial Code will be loaded onto the Company's website no later than the twenty-first day prior to the General Meeting, i.e., Thursday, June 9, 2022, and may be consulted at the Company's registered office (12, rue François 1^{er}, 75008 Paris).

The full text of the documents to be presented to the General Meeting in accordance with Articles L. 225-115 and R. 225-83 of the French Commercial Code in particular will be made available on the Company's website or sent to shareholders upon request to the following e-mail address: contact@i2po.com.

6. Written Questions

In accordance with paragraph 3 of Article L. 225-108 paragraph 3 and R. 225-84 of the French Commercial Code, any shareholder may ask the Company written questions. These questions should preferably be sent electronically to the following address: contact@i2po.com (or by registered letter with advice of receipt requested addressed to the Company's registered office (12, rue François 1^{er}, 75008 Paris) to the attention of the Chairman of the Board of Directors).

They must be accompanied by a certificate of account registration. The Company will accept written questions received up to the fourth business day preceding the date of the General Meeting, i.e., Friday, June 24, 2022.

In accordance with Article L. 225-108 of the French Commercial Code, the reply will be deemed to have been given as soon as it appears on the Company's website.