



LLAMA GROUP SA

Public limited company

Head office: Route de Lennik 451
1070 Brussels
Belgium

Company number (RPM Brussels, French-speaking section): 0473.699.203

VOTE BY MAIL

*This signed form must be submitted no later than **Tuesday, May 20, 2025** by email to legal@winamp.com*

The undersigned (name and surname/company name)

.....

Home / Head office

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Owner of registered shares and/or dematerialized shares of the public limited company Llama Group SA, having its registered office at Route de Lennik 451, 1070 Brussels, Belgium (Company No. (RPM Brussels): 0473.699.203) (the “**Company**”),

Vote by mail as follows for the extraordinary general meeting of shareholders of the Company, which will be held on **Wednesday, May 28, 2025** (at 11:30 a.m. (Belgian time)) from the registered office of the Company (the “Extraordinary Meeting”) with all the shares mentioned above.

Agenda and proposed decisions :

1. Authorized capital.

1.1. Review of the special report drawn up by the board of directors, in accordance with Article 7:199, paragraph 2 of the Companies and Associations Code, indicating the specific circumstances in which it may use the authorized capital and the objectives that, in doing so, it will pursue.

1.2. Proposal to renew the authorization granted to the board of directors, for a period of five (5) years from the publication in extracts in the Annexes to the Belgian Official Gazette of the minutes of the extraordinary general meeting of 28 May 2025 (or in the event of postponement if the required attendance quorum is not reached, of the minutes of the extraordinary general meeting of 19 June 2025), to increase the capital in one or more times up to a maximum amount of twenty-two million eight hundred forty-one thousand seven hundred forty-two euros and eighty-seven cents (EUR 22,841,742.87), an amount currently reduced to fourteen million six hundred sixty-five thousand six hundred ninety-nine euros and eighty cents (EUR 14,665,699.80). This authorization will be valid from the date of publication of this authorization.

Until the approval of this proposed decision and its publication in extracts in the Annexes to the Belgian Official Journal, the existing authorization will continue to apply.

Proposed decision: The general meeting decides to renew the authorization granted to the board of directors, for a period of five (5) years from the publication in extracts in the Annexes to the Belgian Official Gazette of the minutes of the extraordinary general meeting of May 28, 2025 (or in the event of postponement if the required attendance quorum is not reached, of the minutes of the extraordinary general meeting of June 19, 2025), to increase the capital in one or more times up to a maximum amount of twenty-two million, eight hundred forty-one thousand, seven hundred forty-two euros and eighty-seven cents (EUR 22,841,742.87), an amount currently reduced to fourteen million, six hundred sixty-five thousand, six hundred ninety-nine euros and eighty cents (EUR 14,665,699.80). This authorization will be valid from the date of publication of this authorization. Until that date, the existing authorization will continue to apply.

2. Decision to adapt Article 7 of the Company's Articles of Association to reflect the renewal and extension of the authorized capital.

Proposed decision: The general meeting decides to amend Article 7 of the statutes as follows:

“ Article 7 – Authorized capital

The board of directors is authorized to increase the capital in one or more times, up to a maximum amount of twenty-two million eight hundred and forty-one thousand seven hundred and forty-two euros and eighty-seven cents (EUR 22,841,742.87), an amount currently reduced to fourteen million six hundred and sixty-five thousand six hundred and ninety-nine euros and eighty cents (EUR 14,665,699.80) on the dates and in accordance with the terms and conditions to be set by the board of directors and for a period of five (5) years from the publication in extracts in the Annexes to the Belgian Official Gazette of the minutes of the extraordinary general meeting of May 28, 2025 (or in the event of postponement if the required attendance quorum is not reached, of the minutes of the extraordinary general meeting of June 19, 2025). This authorization is renewable under the conditions provided for by law.

The terms of use of the capital authorized by the board of directors will be identical to the terms of capital increase decided by a general meeting, without any other restriction and in accordance with the Companies and Associations Code.

Within the framework of this authorized capital, the board of directors may issue shares and, in general, securities that may eventually give entitlement to shares in the company. More specifically, this authorization will allow the board of directors to increase the subscribed capital in one or more installments within the limits provided for by Article 7:198 of the Companies and Associations Code, under the conditions it determines, and in particular:

- (i) by capital increase, by cash subscription, by contribution in kind within legal limits, by incorporation of available or unavailable reserves or issue premiums, with or without creation of new securities, with or without voting rights;*
- (ii) by issuing convertible bonds or bonds repayable in shares, subordinated or not;*
- (iii) by issuing subscription rights attached or not to bonds or other securities;*
- (iv) by any other security, including capital increases made in favor of one or more specific persons and in particular for the benefit of staff.*

Capital increases decided under this authorization may be carried out both by contributions in cash or in kind, within the limits permitted by the Companies and

Associations Code, and by incorporation of available or unavailable reserves or issue premiums, with or without creation of new shares.

The board of directors may, when using the authorized capital, limit or remove the preferential right of existing shareholders.

The board of directors may, generally and in cases authorized by law or the company's articles of association, remove or limit the preferential right of existing shareholders whenever it deems it necessary in the corporate interest.

Where applicable, the board of directors may also, if it deems it necessary, grant to the shares issued within the framework of the authorized capital a right to dividends allocated during the financial year in which these shares are issued.

The board of directors may, with the power of subdelegation, amend the articles of association to take into account capital increases resulting from the exercise of its powers under this article .

3. Powers.

Proposed decision: The meeting grants all powers (i) to each director, for the purpose of carrying out the administrative procedures subsequent to the meeting; and (ii) to the notary acting for the establishment and filing of a coordinated version of the statutes.

4. Approval of the fees of Maxximum SA related to the personal guarantee of EUR 7,000,000 provided by Maxximum SA to Patronale Life NV as security for the proper performance by the Company of its obligations under the *Debt Rescheduling and Security Restructuring Agreement* entered into on 18 February 2025 between the Company, Maxximum SA, Winamp SA and Patronale Life NV, as these fees appear in the draft *Compensation and Subrogation Agreement* to be entered into between the Company and Maxximum SA.

- a. *Review of the fees of Maxximum SA included in the draft Compensation and Subrogation Agreement to be concluded between the Company and Maxximum SA.*
- b. *Due to the potential conflict of interest that may exist between Mr. Alexandre Saboundjian and Ms. Pioch, directors of Maxximum SA and the Company, the Company's board has, in accordance with best practices and the spirit of Article 7:96 of the Companies and Associations Code, decided to submit this item to the Company's general meeting of shareholders for approval.*

Proposed decision: The general meeting decides to approve the fees of Maxximum SA related to the personal guarantee of EUR 7,000,000 provided by Maxximum SA to Patronale Life NV as security for the proper performance by the Company of its obligations under the Debt Rescheduling and Security Restructuring Agreement entered into on 18 February 2025 between the Company, Maxximum SA, Winamp SA and Patronale Life NV, as these fees appear in the draft Compensation and Subrogation Agreement to be entered into between the Company and Maxximum SA.

To be adopted, the proposals included in items 2 to 5 of the agenda of the extraordinary general meeting must obtain a simple majority of the votes present or validly represented participating in the vote.

The vote of the undersigned on each of the proposed decisions is as follows:

Instructions for exercising the right to vote

On the item on the agenda under number	Vote for	Vote against	Abstention
1			
2			
3			
4			

In the absence of instructions from the shareholder, the proxy will vote in favour of the relevant decision.

The shareholder who has expressed his vote by validly returning this form to the Company may no longer vote at the Meeting in person or by proxy for the number of votes thus expressed.

Done at _____

Name _____

Signature _____