

INVITATION TO THE ANNUAL GENERAL MEETING OF BANIJAY GROUP N.V.

Dear shareholder,

We have the pleasure of inviting you to the annual general meeting (“**General Meeting**”) of Banijay Group N.V. (the “**Company**”), to be held at 2:00 pm CET on Wednesday 27 May 2026 at MediArena 2, 1114 BC Amsterdam-Duivendrecht, the Netherlands.

The shareholders will have the option to attend the General Meeting physically or to attend by proxy.

This General Meeting is also a meeting of holders of special voting shares.

Management Board of Banijay Group N.V.

Paris, 15 April 2026

AGENDA

1. Opening
2. Report of the Financial Year 2025
3. Remuneration report 2025, which is included in the 2025 Universal Registration Document (*advisory vote*)
4. Discussion on the corporate governance chapter, which is included in the 2025 Universal Registration Document (*advisory vote*)
5. Annual accounts 2025
 - a. Adoption of the annual accounts 2025 that are included in the 2025 Universal Registration Document (*voting item*)
 - b. Distribution over Financial Year 2025 (*voting item*)
6. Approval pursuant to section 2:107a Dutch civil code for the All3Media Transaction (*voting item*)
7. Distribution at the charge of the Company's ordinary share premium reserves (*voting item*)
8. Discharge members of the Management Board
 - a. Discharge executive members of the Management Board (*voting item*)
 - b. Discharge non-executive members of the Management Board (*voting item*)
9. Re-appointment of Mr Stéphane Courbit as chairman of the Management Board ("Chairman") and Non-Executive Director (*voting item*)
10. Re-appointment of Mrs Sophie Kurinckx-Leclerc as Executive Director (*voting item*)
11. Re-appointment of Mr Pierre Cuilleret as Non-Executive Director (*voting item*)
12. Re-appointment of Mrs Cécile Lévi as Non-Executive Director (*voting item*)
13. Re-appointment of Mrs Marella Moretti as Non-Executive Director (*voting item*)
14. Appointment of Mrs Isabelle Seillier as Non-Executive Director (*voting item*)
15. Designation of the Management Board in relation to the issuance of shares
 - a. Designation of the Management Board as the competent body to issue shares and to grant rights to acquire shares (*voting item*)
 - b. Designation of the Management Board as the competent body to limit or exclude any pre-emptive rights (*voting item*)
16. Designation of the Management Board in relation to any long-term incentive plan(s)
 - a. Designation of the Management Board as the competent body to issue ordinary shares and to grant rights to acquire ordinary shares (*voting item*)
 - b. Designation of the Management Board as the competent body to limit or exclude any pre-emptive rights (*voting item*)
17. Designation of the Management Board in relation to convertible bonds and/or any debt instrument including warrants
 - a. Designation of the Management Board as the competent body to issue ordinary shares and to grant rights to acquire ordinary shares in relation to convertible bonds and/or any debt instrument including warrants (*voting item*)
 - b. Designation of the Management Board as the competent body to limit or exclude any pre-emptive rights (*voting item*)
18. Authorisation of the Management Board to repurchase shares in the Company (*voting item*)
19. Any other business
20. Closing

EXPLANATORY NOTES TO THE AGENDA

Agenda item 2: Report of the Financial Year 2025

Explanation on the report of the financial year 2025 (the “**Financial Year 2025**”) by the management board of the Company (the “**Management Board**”) (*bestuursverslag*) for the Financial Year 2025, and the results. The shareholders will then be invited to discuss the report of the Management Board for 2025.

Agenda item 3: Remuneration report 2025, which is included in the 2025 Universal Registration Document (*advisory vote*)

In accordance with statutory requirements and the Dutch Corporate Governance Code, the Company has drawn up the remuneration report for 2025 (the “**Remuneration report**”), which is included in the 2025 Universal registration document, available on the Company website: <https://group.banijay.com/universal-registration-document/>.

The Remuneration report 2025 can be found in section 4.5 of the 2025 Universal Registration Document.

In accordance with Dutch legislation, the Remuneration report 2025 will be discussed with the shareholders and submitted to the general meeting of the Company (the “**General Meeting**”) for an advisory vote.

Agenda item 4: Discussion on the corporate governance chapter, which is included in the 2025 Universal Registration Document (*advisory item*)

In accordance with the recommendation of the Monitoring Committee Corporate Governance Code, the chapter in the report of the Financial Year 2025 on the main aspects of the corporate governance structure and compliance with the Corporate Governance Code as updated in March 2025 (chapter 4) are tabled for discussion.

Agenda item 5 (a): Adoption of the annual accounts 2025 that are included in the 2025 Universal Registration Document (*voting item*)

It is proposed to adopt the annual accounts 2025 (“**2025 Annual Accounts**”). EY Accountants B.V. (Ernst & Young) has audited the annual accounts and has issued an auditor’s report thereon.

The 2025 Annual Accounts can be found in Chapter 6 of the 2025 Universal Registration Document.

Agenda item 5 (b): Distribution over Financial Year 2025 (*voting item*)

In accordance with article 28.2 of the articles of association of the Company (the “**Articles of Association**”) it is proposed to reserve €5 of the profits over the Financial Year 2025 and to distribute the profits remaining after this reservation in accordance with article 28.3 of the Articles of Association; being a total amount of €0.35 per ordinary share, to the extent possible at the charge of the profits over the Financial Year 2025 and the remaining part thereof at the charge of the share premium reserve of the ordinary shares (the “**2025 Distribution**”). No distribution shall be made on shares held by the Company, unless those shares are subject to a right of pledge on such shares if the pledgee is entitled to the distributions on the shares.

The 2025 Distribution will be distributed evenly to holders of ordinary shares, pro rata the number of ordinary

shares held on the dividend record date set on 1st June 2026. In accordance with the dividend policy of the Company, this 2025 Distribution represents a pay-out ratio of 35% of the net income, adjusted for restructuring costs and other non-core items, costs associated with the LTIP and employment related earn-out and option expenses and other financial income.

If adopted, the ordinary shares will trade ex-dividend as from 29 May 2026, the dividend record date will be on 1st June 2026, and payment of the 2025 Distribution will take place on 3 June 2026.

This agenda item is without prejudice to the additional distribution proposed under agenda item 7.

Agenda item 6: Approval pursuant to section 2:107a Dutch civil code for the All3Media Transaction (voting item)

On 3 March 2026, the Company and RedBird IMI entered into a strategic combination with All3Media pursuant to a contribution and purchase agreement dated as of 3 March 2026 by and among in particular the Company and Gold Rush Topco Limited to create a global media and entertainment powerhouse (the "**All3Media Transaction**"). The All3Media Transaction is expected to close before fall 2026, subject to the satisfaction of customary conditions precedent.

For further information, reference is made to the 2025 Universal Registration Document, in particular: section 1.6 for a description of the All3Media Transaction, section 3.1.2.2. for the Risks relating to All3Media and the combination, section 5.4 for a description of the shareholders agreement proposed to be entered into in connection with the All3Media Transaction and section 5.6 for the pro forma financial information.

The Management Board has thoroughly considered the proposed All3Media Transaction and, to the extent necessary, recommend approving the All3Media Transaction.

Agenda item 7: Distribution at the charge of the Company's ordinary share premium reserves (voting item)

In accordance with article 28.6 of the Articles of Association and in connection with the All3Media Transaction, it is proposed to resolve to an additional distribution at the charge of the Company's ordinary share premium reserves with a total amount of EUR400,000,000 (the "**Additional Distribution**"). This is proposed in addition to the 2025 Distribution as referred to in agenda item 5 (b). This resolution is adopted under the condition precedent that the relevant conditions of the All3Media Transaction have been satisfied and the All3Media Transaction has been completed.

It is proposed to grant the Management Board the authority to determine the exact dividend record date and to verify whether the relevant conditions have been satisfied. The Additional Distribution will be distributed evenly to holders of ordinary shares, pro rata the number of ordinary shares held on the dividend record date set by the Management Board. No distribution shall be made on shares held by the Company, unless those shares are subject to a right of pledge on such shares if the pledgee is entitled to the distributions on the shares.

In connection with the contemplated All3Media Transaction and the related Additional Distribution, the Management Board may decide to take any Capital Adjustment Measures referred to under article 1.1 sub g of the Articles of Association, as the Management Board deems fit, all in accordance with the Articles of Association. In addition, as a result of the Additional Distribution, the warrant price of the founder warrants and the public

warrants that have been issued by the Company will be amended in accordance with the warrant terms and conditions.

For further details on the All3Media Transaction and the conditions referred to above, reference is made to section 1.6 of the 2025 Universal Registration Document.

Agenda item 8 (a): Discharge executive members of the Management Board (*voting item*)

It is proposed to grant discharge to F.F. Riahi and S.M. Kurinckx-Leclerc for the management performed as executive member of the Management Board in the Financial Year 2025.

Agenda item 8 (b): Discharge non-executive members of the Management Board (*voting item*)

It is proposed to grant discharge to S.P. Courbit, P.M.J. Cuilleret, E. Ladreit de Lacharrière-Katzner, C.R. Mayer, A.J.R. Minc, M. Moretti, A. Manzone, F. Laroze and I. Seillier for the management performed as non-executive member of the Management Board in the Financial Year 2025.

Agenda item 9: Re-appointment of Mr Stéphane Courbit as chairman of the Management Board ("Chairman") and Non-Executive Director (*voting item*)

Mr Stéphane Courbit has been appointed as a Chairman and a Non-Executive Director for a period until the end of the annual General Meeting to be held in 2026.

Mr Stéphane Courbit, 60 years old, is the founder and President of Lov Group Invest SAS. He began his career working in the TV Production industry. In 1998, Mr Stéphane Courbit was appointed Chief Executive Officer of Endemol France. In 2007, he founded Lov Group Invest, a holding company that invested notably in entertainment and especially audiovisual production (creation of Banijay which then merged notably with Zodiak and acquired Endemol Shine Group) and online sports betting and gaming (Betclix), luxury hotels and lifestyle. He is considered a Non-Independent member of the Management Board for purposes of the Code. This appointment is in accordance with the profile of the Management Board (the "**Profile**").

Due to his knowledge as founder of the Company and Banijay Group as a whole, his continued involvement as Chairman, his key skills, his immense experience of the markets where the Company and Banijay Group operate and the recommendation of the HR&ESG Committee, the Management Board has made a non-binding nomination for the re-appointment of Mr Stéphane Courbit as Chairman and Non-Executive Director for a period of four years until the end of the annual General Meeting to be held in 2030 and proposed that the General Meeting so re-appoints Mr Stéphane Courbit.

Mr Stéphane Courbit is a majority shareholder of Financière Lov, which is holding 73.13% of the share capital of the Company and 71.37% of the Company's voting rights.

Agenda item 10: Re-appointment of Mrs Sophie Kurinckx-Leclerc as Executive Director (*voting item*)

Mrs Sophie Kurinckx-Leclerc has been appointed as an Executive Director for a period until the end of the annual General Meeting to be held in 2026.

Mrs Sophie Kurinckx-Leclerc, 47 years old, is Chief Financial Officer of the Company since 2022 after having held

the position of Chief Financial Officer of Banijay between 2013 and 2022 and Head of Financial Control for Banijay from 2011 to 2012. Before joining Banijay, she was an auditor at KPMG and later the Deputy Head of Group Consolidation and Group IFRS Specialist at JCDecaux. Since 2024, she also acts as Chief Financial Officer of Financière Lov SAS.

Due to her skills and highly satisfying track record and at the recommendation of the HR & ESG Committee, the Management Board has made a non-binding nomination for the re-appointment of Mrs Sophie Kurinckx-Leclerc as Executive Director for a period of three years until the end of the annual General Meeting to be held in 2029 and proposed that the General Meeting so re-appoints Mrs Sophie Kurinckx-Leclerc.

Mrs Sophie Kurinckx-Leclerc holds 500 ordinary shares of the Company.

Agenda item 11: Re-appointment of Mr Pierre Cuilleret as Non-Executive Director (voting item)

Mr Pierre Cuilleret has been appointed as a Non-Executive Director for a period until the end of the annual General Meeting to be held in 2026.

Mr Pierre Cuilleret, 59 years old, was a sponsor and chief executive officer of Pegasus Entrepreneurs, which merged with the Company on 1 July 2022. He has 30 years of professional experience growing companies and creating value for shareholders as a serial entrepreneur, investor and Board member. After studying in France, Sweden and California, he started his career in strategy consulting. He then created and successfully ran two fast-growing specialist retailers which quickly became market leaders - in mobile phones and video games. As a chief executive officer, he experienced a full range of financing phases, from selling his car in 1996 to start up The Phone House, to the IPO of The Carphone Warehouse Group on the LSE in 2000, and the minority to majority LBO of Micromania with L-Catterton in 2005, before Micromania was sold to GameStop in 2008. He has also been an early investor in innovative platforms like Facebook, Uber, Royalty Pharma and Moderna. He is considered an Independent member of the Management Board for purposes of the Code. This appointment is in accordance with the Profile. Mr Pierre Cuilleret is a member of the HR&ESG Committee.

Due to his various skills and extensive experience as an entrepreneur, investor and Board member and at the recommendation of the HR&ESG Committee, the Management Board has made a non-binding nomination for the re-appointment of Mr Pierre Cuilleret as Non-Executive Director for a period of four years until the end of the annual General Meeting to be held in 2030 and proposed that the General Meeting so re-appoints Mr Pierre Cuilleret.

Mr Pierre Cuilleret indirectly holds 0,16% of the Company's issued share capital.

Agenda item 12: Re-appointment of Mrs Cécile Levi as Non-Executive Director (voting item)

Mrs Cécile Levi has been appointed as a Non-Executive Director for a period until the end of the annual General Meeting to be held in 2026.

Mrs Cécile Lévi, 61 years old, is employed by Tikehau Investment Management SAS, a wholly-owned subsidiary of Tikehau Capital. She has been appointed as statutory director to represent both Financière Agache and Tikehau Capital. She serves as Head of Private Debt activity of Tikehau since 2013. Previously, she was head of Private Debt at Ardian (previously AXA Private Equity) that she joined in 2005. She began her career in 1988 in Corporate Finance and M&A at Merrill Lynch in Paris and New York. In 1991, she joined Elig, a pioneer private equity fund in France. She is considered an Independent member of the Management Board for purposes of the Code and does

not own any shares in the Company. This appointment is in accordance with the Profile.

Mrs Cécile Lévi is a Chairperson of the Audit Committee.

Due to her financial skills, her international experience, and her strong involvement as Chairperson of the Audit Committee and at the recommendation of the HR & ESG Committee, the Management Board has made a non-binding nomination for the re-appointment of Mrs Cécile Lévi as Non-Executive Director for a period of four years until the end of the annual General Meeting to be held in 2030 and proposed that the General Meeting so re-appoints Mrs Cécile Lévi.

Agenda item 13: Re-appointment of Mrs Marella Moretti as Non-Executive Director (voting item)

Mrs Marella Moretti has been appointed as a Non-Executive Director for a period until the end of the annual General Meeting to be held in 2026.

Mrs Marella Moretti, 60 years old, holds a degree in Business Administration from the SAA Business School of the University of Turin. She started her career as International Corporate Finance Analyst at Fiat SpA's headquarters in Turin. She then worked as Head of Financial Planning and Control at Fiat France, in Paris, and from 1996 to 2005 she went on to hold successive positions at Fiat France: Head of Corporate Finance; Deputy CFO and CFO. From 2005 to 2020 she was CFO of Fiat Chrysler Finance in Paris. From 2020 to 2023 she served as Director of Global Investor Relations at Stellantis (formerly Fiat Chrysler Automobiles). She has also held senior executive positions within Iveco and CNH Industrial: from 2009 to 2022 she was Managing Director and still serves as a Board member of the captive finance company IC Financial Services; from 2011 to 2022 she was CEO and Board member of CNH Industrial Finance France. She served, for three consecutive mandates (2017-2024), as an independent non-executive director, member of the Control and Risk Committee and the Related Parties Committee of Telecom Italia SpA. In 2023, she was non-executive director and Chair of the Human Resources Committee of Autogrill SpA. Previously (2011-2014), she served as an independent member of the Supervisory Board and a member of the Audit Committee of Unibail-Rodamco. She was a member of the MEDEF Europe commission, the NGO Care France and the Women Corporate Directors organisation (international chapter). Since December 2024, she has served as an independent non-executive director of Havas NV, Chair of the Audit Committee and member of the Nomination and Remuneration Committee. She is considered an Independent member of the Management Board for purposes of the Code and does not own any shares in the Company. This appointment is in accordance with the Profile. Mrs Marella Moretti is a member of the Audit Committee.

Due to her international expertise and her extensive experience across various sectors and at the recommendation of the HR & ESG Committee, the Management Board has made a non-binding nomination for the re-appointment of Mrs Marella Moretti as Non-Executive Director for a period of four years until the end of the annual General Meeting to be held in 2030 and proposed that the General Meeting so re-appoints Mrs Marella Moretti.

Agenda item 14: Appointment of Mrs Isabelle Seillier as Non-Executive Director (voting item)

On 31 July 2025 and in accordance with article 14.4 of the Articles of Association, Mrs Isabelle Seillier was elected temporarily to fill the vacancy as a result of the resignation of Mrs Susana Gallardo Torrededia. Consequently, Mrs Isabelle Seillier acted as Non-Executive Director (Vice-Chairman) since this election and therefore it is proposed to appoint Mrs Isabelle Seillier as non-executive member of the Board (Vice-Chairman) in accordance with article 15 of the Articles of Association.

Mrs Isabelle Seillier, 66 years old, is a Senior Adviser to Warburg Pincus for France, a Director of L'Oréal Group, Chairwoman of the French Foundation for Medical Research, a director of the French-American Foundation and chair of the Young Leaders jury. During the course of her career, Mrs Isabelle Seillier served as the Global Chair of Investment Banking at J.P. Morgan. She is a member of the Global Banking management team and has been a member of the EMEA IB Inclusive Leadership Council (Diversity Council). Based in London, she has over 30 years' investment banking experience. Mrs Isabelle Seillier is a leader in investment banking and has been an integral part of J.P. Morgan's business since joining the firm in Paris as Head of Derivatives Sales in 1993 before becoming co-Head and then Head of Investment Banking for France in 2005. In 2008, she was appointed President of J.P. Morgan for France and North Africa, a role she held until late 2012. She was then made Head of EMEA Financial Institutions Group, based on London, a position she held until 2016 when she became Vice Chairman of EMEA Investment Banking. Mrs Isabelle Seillier was appointed as the Global Chair of Investment Banking in January 2019. Mrs Isabelle Seillier has been an adviser on several key topics for both financial institutions (banks, insurance companies and asset management firms) and corporate players (consumer, renewable energy, telecom, hospitality, healthcare, aeronautics and defense sectors). Prior to joining J.P. Morgan, Mrs Isabelle Seillier spent six years at Société Générale as European Head of Derivatives Sales. Mrs Isabelle Seillier was also a Board Member at Danone (member of the strategic committee) and Club Med. She holds a Master's degree in Business Law from Université Paris II Panthéon Assas and is a graduate of Institut d'Études Politiques de Paris (Economic & Finance section). She is considered an Independent member of the Management Board for purposes of the Code and does not own any shares in the Company. This appointment is in accordance with the Profile.

Mrs Isabelle Seillier is a Chairperson of the HR & ESG Committee and a Vice-Chairman of the Management Board.

Due to her financial skills, her experience in several executive leadership roles, and her strong involvement as Chairperson of the HR&ESG Committee, the Management Board has made a non-binding nomination for the appointment of Mrs Isabelle Seillier as Non-Executive Director for a period of three years until the end of the annual General Meeting to be held in 2029 and proposed that the General Meeting so appoints Mrs Isabelle Seillier.

Agenda item 15 (a): Designation of the Management Board as the competent body to issue shares and to grant rights to acquire shares (*voting item*)

In accordance with Article 8.2 of the Articles of Association, it is proposed that the General Meeting designate the Management Board for an 18-month period, to be calculated from the date of the General Meeting, as the body of the Company which is authorised to issue shares and to grant rights to acquire shares up to 10% of the issued share capital at the time of issuance, at such a price, and on such conditions as determined for each issue or grant by the Management Board.

This resolution shall also be deemed to include the revocation of the designation as previously given by the General Meeting as of the moment of the adoption of this resolution.

This designation can be revoked by the General Meeting.

Agenda item 15 (b): Designation of the Management Board as the competent body to limit or exclude any pre-emptive rights (*voting item*)

In accordance with Article 9.3 of the Articles of Association, it is proposed that the General Meeting designate the Management Board for an 18-month period, to be calculated from the date of the General Meeting, as the body of the Company which is authorised to limit or exclude any pre-emptive rights of existing shareholders if shares

are issued or rights to acquire shares are granted on the basis of the designation as referred to in agenda item 15 (a).

This resolution shall also be deemed to include the revocation of the designation as previously given by the General Meeting as of the moment of the adoption of this resolution.

This designation can be revoked by the General Meeting.

Agenda item 16 (a): Designation of the Management Board as the competent body to issue ordinary shares and to grant rights to acquire ordinary shares (*voting item*)

In accordance with Article 8.2 of the Articles of Association, it is proposed that the General Meeting designate the Management Board for an 18-month period, to be calculated from the date of the General Meeting, as the body of the Company which is authorised to issue ordinary shares and to grant rights to acquire shares up to 3% of the issued share capital at the time of issuance, in connection with any long term incentive plan(s), at such a price, and on such conditions as determined for each issue or grant by the Management Board.

This resolution shall also be deemed to include the revocation of the designation as previously given by the General Meeting as of the moment of the adoption of this resolution.

This designation can be revoked by the General Meeting.

Agenda item 16 (b): Designation of the Management Board as the competent body to limit or exclude any pre-emptive rights (*voting item*)

In accordance with Article 9.3 of the Articles of Association, it is proposed that the General Meeting designate the Management Board for an 18-month period, to be calculated from the date of the General Meeting, as the body of the Company which is authorised to limit or exclude any pre-emptive rights of existing shareholders if ordinary shares are issued or rights to acquire shares are granted in connection with any long term incentive plan(s) on the basis of the designation as referred to in agenda item 16 (a).

This resolution shall also be deemed to include the revocation of the designation as previously given by the General Meeting as of the moment of the adoption of this resolution.

This designation can be revoked by the General Meeting.

Agenda item 17 (a): Designation of the Management Board as the competent body to issue ordinary shares and to grant rights to acquire ordinary shares in relation to convertible bonds and/or any debt instrument including warrants (*voting item*)

In accordance with Article 8.2 of the Articles of Association, it is proposed that the General Meeting designate the Management Board for an 18-month period, to be calculated from the date of the General Meeting, as the body of the Company which is authorised to issue ordinary shares and to grant rights to acquire shares and/or warrants up to 10% of the issued share capital at the time of issuance, in connection with any convertible bonds and/or any debt instrument including warrants, at such a price, and on such conditions as determined for each issue or grant by the Management Board.

This resolution shall also be deemed to include the revocation of the designation as previously given by the

General Meeting as of the moment of the adoption of this resolution.

This designation can be revoked by the General Meeting.

Agenda item 17 (b): Designation of the Management Board as the competent body to limit or exclude any pre-emptive rights (*voting item*)

In accordance with Article 9.3 of the Articles of Association, it is proposed that the General Meeting designate the Management Board for an 18-month period, to be calculated from the date of the General Meeting, as the body of the Company which is authorised to limit or exclude any pre-emptive rights of existing shareholders if ordinary shares are issued or rights to acquire shares are granted in connection with any convertible bonds and/or any debt instrument including warrants on the basis of the designation as referred to in agenda item 17 (a).

This resolution shall also be deemed to include the revocation of the designation as previously given by the General Meeting as of the moment of the adoption of this resolution.

This designation can be revoked by the General Meeting.

Agenda item 18: Authorisation of the Management Board to repurchase shares in the Company (*voting item*)

It is proposed that the General Meeting authorise the Management Board for an 18-month period, to be calculated from the date of the General Meeting to cause the Company to repurchase shares in the Company up to a maximum of 10% of the total issued capital on the date of this General Meeting at a price at least equal to the shares' nominal value and at most equal to 110% of the share's average closing price according to the listing on the Euronext Amsterdam stock exchange during the five trading days preceding the purchase date.

This proposal includes the replacement of the authorisation of the Management Board as previously given by the General Meeting as of the moment of the adoption of this resolution.

Agenda item 19: Any other business

GENERAL INFORMATION

Meeting documents

The Company is an international company and its corporate language is English. The General Meeting will therefore be conducted in English.

The agenda and the explanatory notes to the agenda, the 2025 Universal Registration Document (which includes the report of the Management Board and the annual accounts for the Financial Year 2025) are available on the website of the Company: <https://group.banijay.com/>.

These documents are also available for inspection at the office of the Company, 8, rue François 1^{er}, 75008 Paris, France. Please send an email should you want to obtain a copy free of charge (email: investors@group.banijay.com).

Attendance instructions

Registration date

Shareholders may exercise voting rights if they hold shares in the share capital of the Company on 29 April 2026 (the “**Registration Date**”) and are registered as such in the administrations held by the banks and brokers that are intermediaries (the “**Intermediaries**”).

Attending in person

Shareholders who wish to attend the General Meeting in person or wish to authorise others to represent them at the General Meeting and are entitled to attend the General Meeting must register themselves at ABN AMRO via www.abnamro.com/shareholder or through the Intermediary in whose administration the shareholder is registered as holder of shares of the Company, no later than 5:00 pm CET on 20 May 2026.

The Intermediaries must provide to ABN AMRO, via www.abnamro.com/intermediary, no later than 1:00 pm CET on 21 May 2026 a statement identifying the number of shares held by the shareholder on the Registration Date and presented for registration, as well as the full address details of the shareholder concerned in order to be able to verify the shareholding on the Registration Date in an efficient manner.

The shareholder will receive from ABN AMRO directly or via the Intermediary, proof of registration (the “**Registration Card**”) with a registration number by e-mail. This Registration Card will serve as an admission ticket to the General Meeting and should be brought to the General Meeting in order to gain admission in person.

Proxy and voting instructions

A shareholder who does not wish to attend the General Meeting in person may, without prejudice to the above with regard to registration, grant an electronic proxy with voting instructions via the evoting system of ABN AMRO (www.abnamro.com/shareholder) no later than 5:00 pm CET on 20 May 2026. This electronic proxy with voting instructions in the ABN AMRO evoting system is granted to M.A.J. Cremers, civil-law notary in Amsterdam, the Netherlands, and/or her legal substitute and/or each civil-law notary of Stibbe.¹

A proxy can be granted with or without voting instructions. In case a proxy is granted without voting instructions it shall be deemed to include a voting instruction in favour of all proposals made by the Management Board. M.A.J. Cremers is authorised to share the voting instructions given by a Shareholder with the Management Board of the Company, unless the Shareholder explicitly states by email to manon.cremers@stibbe.com no later than 5:00 pm CET on 20 May 2026 that he/she does not consent to the sharing of the voting instructions given by him/her.

Admission on the day of the General Meeting

Admission will take place at the registration desk at the venue of the General Meeting between 1:30 pm CET and 1:50 pm CET, with 2:00 pm CET being the start of the General Meeting on 27 May 2026.

It is not possible to be admitted after this time. Attendees may be asked to identify themselves prior to being admitted to the meeting and are therefore requested to bring a valid identity document. Access may be declined in case no proof of registration or identification can be provided.

¹ Alternatively, a shareholder may also grant a proxy in writing to a third party or to M.A.J. Cremers. For this a form is available free of charge at the offices of the Company and on the website: <https://group.banijay.com/shareholders-annual-meeting/>. The form must be completed and be received by M.A.J. Cremers, civil-law notary in Amsterdam, the Netherlands, by e-mail via manon.cremers@stibbe.com no later than 5:00 pm CET on 20 May 2026.