

## VOTING PROXY AND INSTRUCTION

Proxy for the annual general meeting (the "**AGM**") of Azerion Group N.V. (the "**Company**"), to be held at 14.00 CET on Thursday 20 June 2024 at Azerion Group N.V., Boeing Avenue 30, 1119 PE Schiphol-Rijk, the Netherlands.

The undersigned:

*If shareholder is a private person:*

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Holder of a [Dutch] / \_\_\_\_\_ passport with number<sup>1</sup> \_\_\_\_\_

Number of shares held on the registration date (23 May 2024 at 17.30 CET): \_\_\_\_\_

(the "**Shareholder**")

*If the shareholder is a legal entity:*

Company name: \_\_\_\_\_

Office address: \_\_\_\_\_

Legal representative(s)<sup>2</sup>: \_\_\_\_\_

Holder of a [Dutch] / \_\_\_\_\_ passport with number<sup>3</sup> \_\_\_\_\_

Number of shares held on the registration date (23 May 2024 at 17.30 CET): \_\_\_\_\_

(the "**Shareholder**")

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<sup>1</sup> Please attach copy of passport.

<sup>2</sup> Please attach document evidencing that the representative/signatory is hereby authorized to represent the company or legal entity (e.g. by means of an extract of the Trade Register evidencing the authority).

<sup>3</sup> Please attach copy passport.

herewith:

1) grants a proxy 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 ("**M.A.J. Cremers**") (Beethovenplein 10, 1077 WM, Amsterdam, manon.cremers@stibbe.com)

OR

.....,  
to be present at the abovementioned AGM on behalf of the undersigned, to sign the presence registration forms, participate in deliberations, speak, exercise voting rights that are connected to all the shares held by the undersigned in accordance with the instructions below, and do whatever the proxy holder may deem necessary, all with the authority of substitution.<sup>4</sup>

2) agrees to indemnify and to hold harmless the proxy holder against any claims, actions or proceedings made against the proxy holder and against any damages, costs and expenses that the proxy holder might incur in connection with this proxy.

This proxy is governed by Dutch law. Disputes, if any, with respect to this proxy shall be exclusively submitted to the competent Court in Amsterdam. This proxy and voting instruction form must have been received by M.A.J. Cremers, civil-law notary in Amsterdam, the Netherlands, at the offices of Stibbe (Beethovenplein 10, 1077 WM, Amsterdam) or, if sent in pdf-form electronically at her e-mail address manon.cremers@stibbe.com no later than 17.30 CET on 13 June 2024.

In the event the Shareholder later decides to attend the meeting he/she has the possibility to withdraw his/her proxy and voting instruction prior to the meeting, at the reception desk of the venue of the AGM.

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<sup>4</sup> The proxyholder M.A.J. Cremers is authorized to share the voting instructions given by a shareholder with the Management Board and Supervisory Board of the Company, unless the shareholder explicitly states by email to manon.cremers@stibbe.com no later than 17.30 CET on 13 June 2024 that he/she does not consent to the sharing of the voting instructions given by him/her.

## Voting instruction

*In case this 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 and/or Supervisory Board where no voting instruction was given.*

	<b>Agenda item</b>	<b>In favour</b>	<b>Against</b>	<b>Abstain</b>
1	Opening	n.a.	n.a.	n.a.
2	Report of the financial year 2023	n.a.	n.a.	n.a.
3	Remuneration report 2023			
4.a	Adoption annual accounts 2023			
4.b	Profit appropriation over financial year 2023	n.a.	n.a.	n.a.
4.c	Discussion on the corporate governance chapter of the Annual Report 2023	n.a.	n.a.	n.a.
5.a	Discharge from liability of members of the Management Board for the performance of their duties in financial year 2023			
5.b	Discharge from liability of members of the Supervisory Board for the performance of their duties in financial year 2023			
6	Appointment of Mr. Benjamin van der Vrie as member of the Supervisory Board for a term of 4 years			
7	Appointment of the external auditor			
8.a	Delegation of the authority to resolve to issue shares and to grant rights to acquire shares to the Management Board			
8.b	Delegation of the authority to resolve to restrict or exclude pre-emptive rights upon the issue of shares or the right to acquire shares as described under 8.a to the Management Board			
9.a	Delegation of the authority to resolve to issue shares and to grant rights to acquire shares to the Management Board in connection with any long term incentive plan(s)			

9.b	Delegation of the authority to resolve to restrict or exclude pre-emptive rights upon the issue of shares or the right to acquire shares as described under 9.a to the Management Board			
10	Renewal of the authorization for the Management Board to repurchase the Company's own ordinary shares			
11	Any other business	n.a.	n.a.	n.a.
12	Closing	n.a.	n.a.	n.a.

*Please complete this voting proxy and instruction and send it on a timely basis to your bank or intermediary or the notary (M.A.J. Cremers) taking into account the deadline for registration. Your bank or intermediary must notify your presence at the meeting to ABN AMRO and state the number of shares held by you at the registration date of 23 May 2024 at 17.30 CET. Please instruct your bank or intermediary on a timely basis. If we have not received such confirmation via ABN AMRO, your vote will not be valid.*

Signed at \_\_\_\_\_ Date \_\_\_\_\_

Signature (legal representative) shareholder \_\_\_\_\_