

*This English version has been prepared for the convenience of English-speaking readers. It is a translation of the original French Avis de reunion published on 24 April 2026 at the Bulletin des Annonces Legales Obligatoires (BALO) for the Company's General Meeting. It is intended for general information only and in case of discrepancies the French original shall prevail.*

## **CANAL+ SA**

Limited company (*société anonyme*) with a share capital of 247.989.873,50 euros  
Registered office : 50, rue Camille Desmoulins 92863 Issy-les-Moulineaux CEDEX 9 France  
R.C.S. Nanterre 835 150 434  
(the "**Company**")

### **NOTICE OF MEETING**

Shareholders are hereby informed that they are invited to attend a Combined General Meeting on Friday 29 May 2026 at 9.30 a.m., at Olympia, 28 boulevard des Capucines, 75009 Paris, France, to consider the following agenda and draft resolutions:

#### **Ordinary resolutions**

1. Approval of the Annual Financial Statements for financial year 2025;
2. Approval of the Consolidated Financial Statements for financial year 2025;
3. Allocation of the distributable profit;
4. Approval of the Special Report of the Statutory Auditors on Related-Party Agreements;
5. Renewal of the term of office of Mr. Xavier Mayer as a member of the Supervisory Board;
6. Renewal of the term of office of Ms. Martine Studer as a member of the Supervisory Board;
7. Renewal of the term of office of Mr. Jean-Christophe Thiery as a member of the Supervisory Board;
8. Appointment of Ms. Mercedes Erra as a member of the Supervisory Board;
9. Appointment of Mr. Elias Masilela as a member of the Supervisory Board;
10. Authorisation granted to the Management Board to proceed with share buybacks pursuant to Article L. 225-209-2 of the French Commercial Code;

#### **Extraordinary resolutions**

11. Amendment to the articles of association to set the terms and conditions for appointing the members of the Supervisory Board representing employees;
12. Delegation of authority granted to the Management Board to increase the Company's share capital by issuing shares and/or securities giving immediate or future access to the share capital, with cancellation of the shareholders' preemptive subscription right, reserved for members of a company or group savings plan;
13. Delegation of authority to the Management Board to increase the Company's share capital through the incorporation of premiums, reserves, earnings, or other amounts;
14. Delegation of authority granted to the Management Board to increase the Company's share capital by issuing shares and/or securities giving immediate or future access to the share capital, with maintenance of the shareholders' preemptive subscription right;
15. Delegation of authority granted to the Management Board to increase the number of securities to be issued in the event of a share capital increase with maintenance of the shareholders' preemptive subscription right;

#### **Ordinary resolution**

16. Power to carry out formalities.

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**Ordinary resolutions****First resolution (Approval of the Annual Financial Statements for financial year 2025)**

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, having reviewed the report of the Management Board, the absence of observations by the Supervisory Board on the Management Board's report and on the Company's annual financial statements, and the Statutory Auditors' report on the annual financial statements for financial year 2025, **approves** the annual financial statements for financial year 2025, as presented to them, showing a net profit amounting to EUR 21,451,416.78, as well as the transactions reflected in those financial statements or summarised in those reports.

**Second resolution (Approval of the Consolidated Financial Statements for financial year 2025)**

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, and having reviewed the report of the Management Board, the absence of observations by the Supervisory Board on the Management Board's report and on the Company's consolidated financial statements and the Statutory Auditors' report on the consolidated financial statements for financial year 2025, **approves** the consolidated financial statements for financial year 2025 as well as the transactions reflected in those financial statements or summarised in those reports.

**Third resolution (Allocation of the distributable profit)**

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, and on the recommendation of the Management Board, **resolves** to allocate the distributable profit for financial year 2025 as follows:

**Allocation of profit**

Net Profit for the financial year	€ 21,451,416.78
Former Retained Earnings	€-10,260,277.51
Allocation Legal Reserve	€-559,556.96
Distributable Profit	€ 10,631,582.31
Dividend distribution	€ 10,631,582.31
<b>Retained Earnings after allocation<sup>1</sup></b>	<b>€ 0.00</b>

**Share Premium distribution**

Deduction from Share Premium <sup>2</sup>	<b>€ 10,940,545.35</b>
Total amount distributed <sup>3</sup>	€ 21,572,127.66

- 1) The Retained Earnings account, which amounted to EUR (10,260,277.51) as of 31 December 2025, is reduced to EUR 0.00 following the allocation.
- 2) The "Share Premium" account recorded under liabilities on the balance sheet as of 31 December 2025, amounts to EUR 6,583,341,343.17 and will be reduced to EUR 6,572,400,797.82 following the distribution of EUR 10,940,545.35 charged to the "Share Premium" account (based on the number of shares entitled to dividend as of 31 December 2025).
- 3) A distribution of EUR 0.022 per share, corresponding to a total amount of EUR 21,572,127.66, which will be deducted from the "Retained Earnings" account and "Share Premium" account recorded under liabilities on the balance sheet as of 31 December 2025. This amount will be adjusted, if necessary, to reflect the number of shares entitled to dividends on the ex-dividend date.



#### Taxation of distributable profit

The Shareholders' Meeting notes that the amount distributed constitutes distributed income within the meaning of Article 112 1° of the French Tax Code (*Code Général des Impôts*), up to the amount of distributable profit of EUR 10,631,582.31.

With respect to shareholders who are individual French tax residents, this dividend is eligible for the 40% allowance referred to in Article 158-3-2° of the French Tax Code.

It is however recalled that, for these same shareholders and barring specific circumstances, this dividend will be subject in full to the flat-rate withholding tax (*prélèvement forfaitaire unique*) at the overall rate of 31.4%, and will only be subject to the progressive income tax scale – with potential application of the aforementioned 40% allowance – where an election to that effect is made by certain shareholders when filing their annual income tax return.

#### Taxation of the share premium reimbursement

The Shareholders' Meeting specifies that the amount distributed constitutes a reimbursement of share premium within the meaning of Article 112 1° of the French Tax Code, in an amount of EUR 10,940,545.35.

In accordance with the provisions of that article, amounts received by shareholders that qualify as a reimbursement of share premium are not treated as distributed income and are therefore not subject to tax, provided that all profits and reserves other than the statutory reserve have been previously distributed.

With respect to shareholders who are individual French tax residents, this distribution is not subject to income tax but reduces the tax cost basis of the shares. In this regard, individual shareholders whose tax cost basis in the Company's shares is lower than the total amount of the distribution attributable to the share premium reimbursement, or who benefit from a tax deferral or rollover relief (*report d'imposition or sursis d'imposition*) in respect of such shares or of Vivendi shares<sup>1</sup>, should consult their usual tax advisor in order to determine the tax consequences arising from their particular circumstances.

#### Payment of the distributed amount

The ex-dividend date is set at 11 June 2026, the record date set at 12 June 2026 and the payment date of the distributed amount is set at 15 June 2026. Should the number of treasury shares held by the Company change compared to the number held as at 31 December 2025, the portion of the dividend corresponding to such change will increase or reduce the "Share Premium" account accordingly.

In accordance with legal provisions, the Shareholders' Meeting **acknowledges** that no dividend has been distributed for the last three financial years, but notes that a distribution from the share premium, amounting to EUR 0.02 per share, was paid to shareholders on 27 June 2025.

#### **Fourth resolution (Approval of the Special Report of the Statutory Auditors on Related-Party Agreements)**

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, and having reviewed the Statutory Auditors' special report on agreements referred to in Articles L. 225-88 et seq. of the French Commercial Code, **approves** said report.

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<sup>1</sup> Relating to the spin-off which occurred in December 2024 and further detailed on the Company's website page: [Spin-off](#).

***Fifth resolution (Renewal of the term of office of Mr. Xavier Mayer as a member of the Supervisory Board)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, **acknowledges** that the term of office of Mr. Xavier Mayer as a member of the Supervisory Board expires at the end of this Meeting, and **resolves** to renew the term of office of Mr. Xavier Mayer as a member of the Supervisory Board for a period of three years, i.e., until the Shareholders' Meeting called to approve the financial statements for financial year ending 31 December 2028.

***Sixth resolution (Renewal of the term of office of Ms. Martine Studer as a member of the Supervisory Board)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, **acknowledges** that the term of office of Ms. Martine Studer as a member of the Supervisory Board expires at the end of this Meeting, and **resolves** to renew the term of office of Ms. Martine Studer as a member of the Supervisory Board for a period of three years, i.e., until the Shareholders' Meeting called to approve the financial statements for financial year ending 31 December 2028.

***Seventh resolution (Renewal of the term of office of Mr. Jean-Christophe Thiery as a member of the Supervisory Board)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, **acknowledges** that the term of office of Mr. Jean-Christophe Thiery as a member of the Supervisory Board expires at the end of this Meeting, and **resolves** to renew the term of office of Mr. Jean-Christophe Thiery as a member of the Supervisory Board for a period of three years, i.e., until the Shareholders' Meeting called to approve the financial statements for financial year ending 31 December 2028.

***Eighth resolution (Appointment of Ms. Mercedes Erra as a member of the Supervisory Board)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, appoints Ms. Mercedes Erra as a member of the Supervisory Board for a term of three years. Her term of office will expire at the end of the Shareholders' Meeting called to approve the financial statements for financial year ending 31 December 2028.

***Ninth resolution (Appointment of Mr. Elias Masilela as a member of the Supervisory Board)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, appoints Mr. Elias Masilela as a member of the Supervisory Board for a term of three years. His term of office will expire at the end of the Shareholders' Meeting called to approve the financial statements for financial year ending 31 December 2028.

***Tenth resolution (Authorisation granted to the Management Board to proceed with share buybacks pursuant to Article L. 225-209-2 of the French Commercial Code)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for ordinary shareholders' meetings, having considered the report of the Management Board, the report of the independent expert (*expert indépendant*) appointed pursuant to the provisions of Articles R. 225-160-1 et seq. of the French Commercial Code, and the Statutory Auditors' special report, in accordance with the provisions of article L. 225-209-2 of the French Commercial Code,

**authorises** the Management Board to acquire shares of the Company, under the conditions provided for in Article L. 225-209-2 of the French Commercial Code,

**resolves** that the acquisition of these shares may be carried out, on or off the stock exchange, including, without limitation, by means of a public share buyback offer, an accelerated bookbuilding procedure or a block sale, on one or more occasions, and may not take place in the event of a takeover offer filed by a third party for the Company's securities, during the entire period during which the securities may be tendered to such an offer,

**resolves** that the authorisation may be used and the shares thus acquired may be allocated:

- in the year of their repurchase, to the beneficiaries of a transaction referred to in Article L. 225-208 of the French Commercial Code or carried out within the framework of Articles L. 3332-1 et seq. of the French Labour Code; or
- within two years of their repurchase, in payment or in exchange for assets acquired by the Company in the context of an external growth transaction, merger, demerger, or partial asset contribution,

**acknowledges** that the maximum number of shares that may be purchased pursuant to a transaction provided for in this resolution may not, at any time, exceed 10% of the total number of shares forming the Company's share capital, it being specified, on the one hand, that when they are purchased for use in payment or exchange for assets acquired by the Company in the context of an external growth operation, merger, demerger or partial asset contribution, the number of shares acquired shall not exceed 5% of the total number of shares forming the Company's share capital, and on the other hand, in accordance with the law, the Company shall not at any time hold a number of shares representing more than 10% of its share capital;

**acknowledges** that if the repurchased shares are not used for one of the purposes and within the time limits mentioned above, they shall be automatically cancelled, it being specified that the Management Board shall be authorised to use the repurchased shares for another of the purposes set out above (and in accordance with the above time limits),

**resolves** to set the minimum purchase price per share (excluding fees and commissions) at GBP 1.50 (in accordance with the report prepared by the independent expert pursuant to Article L. 225-209-2 of the French Commercial Code), or its equivalent value in euros on the date of use of this authorisation, and the maximum purchase price per share (excluding fees and commissions) at the lower of the following two values:

- GBP 3.30, or its equivalent value in euros on the date of use of this authorisation, in accordance with the report prepared by the independent expert pursuant to Article L. 225-209-2 of the French Commercial Code; and
- the higher of the following two amounts:
  - 105% of the average mid-market quotation for one ordinary share of the Company, as derived from the London Stock Exchange Daily Official List, over the five business days preceding the day on which the ordinary share of the Company is purchased; and
  - the higher of the last independent transaction price of an ordinary share of the Company and the current highest independent offer price for an ordinary share of the Company on the trading venue where the purchase is made,

subject, for both the minimum and maximum purchase price, to adjustments related, where applicable, to securities transactions (in particular in the event of a capitalisation of reserves and a free share award, or a share split or share consolidation) occurring during the term of this authorisation,

**resolves** that the purchase price per share under this authorisation will be set by the Management Board,

**acknowledges** that the price of the repurchased shares will be paid by drawing on any available reserve or premium account,

**grants full powers** to the Management Board, with the option of sub-delegation to the Chairman of the Management Board or, in agreement with the latter, to one or more of its members, for the purpose of implementing this authorisation and in particular:

- place all stock exchange orders, enter into all agreements authorised by law, carry out all formalities, delegations and filings with the competent stock exchange authorities and any other competent body and, generally, do whatever is necessary;
- where applicable, acknowledge the cancellation of the repurchased shares when they are not used for one of the purposes and within the time limits mentioned above, and the definitive completion of the resulting share capital reduction, and ensure the completion of all acts, operations and legal formalities, including registration with the tax authorities, relating to the share capital reduction; and
- amend the Company's articles of association accordingly.

This authorisation is granted for a period of twelve (12) months from the date of this Shareholders' Meeting, it being specified that if, during the term of this authorisation, the Company's shares are admitted to trading on a regulated market or on a multilateral trading facility in accordance with French law, this authorisation shall automatically terminate without retroactive effect.

This authorisation is granted from the day of this Shareholders' Meeting and renders ineffective from that day onwards the unused portion of any prior authorisation for the same purpose.

## **Extraordinary resolutions**

### **Eleventh resolution (Amendment to the articles of association to set the terms and conditions for appointing the members of the Supervisory Board representing employees)**

The Shareholders' Meeting, voting under the quorum and majority conditions required for extraordinary shareholders' meetings, having reviewed the report of the Management Board and in accordance with Article L. 225-79-2 of the French Commercial Code, **resolves** to insert a new paragraph 5 after paragraph 4 of Article 10 of the Company's articles of association "Composition of the Supervisory Board" drafted as follows:

*"5. To the extent that the Company meets the applicable legal and regulatory requirements, the Supervisory Board shall include, as the case may be, one or more directors representing the employees:*

- *one director representing the employees where the Supervisory Board is composed of eight members or fewer;*
- *two directors representing the employees where the Supervisory Board is composed of more than eight members.*

*The number of members of the Supervisory Board shall be assessed as of the date of appointment of the directors representing the employees. Directors representing the employees shall not be taken into account for the purposes of this calculation.*

Pursuant to applicable statutory provisions, the director representing the employees shall be designated by the trade union having obtained the highest number of votes in the first round of the elections referred to in Articles L. 2122-1 and L. 2122-4 of the French Labour Code within the Company and its direct or indirect subsidiaries having their registered office in France, in accordance with the procedures set out in Section III-3 of Article L. 225-27-1 of the French Commercial Code.

Provided that, as of the date of such designation, the Supervisory Board comprises at least eight members appointed by the Shareholders' Meeting, the Supervisory Board shall also include a second director representing the employees designated by the trade union having obtained the second highest number of votes in the first round of the elections referred to in Articles L. 2122-1 and L. 2122-4 of the French Labour Code within the Company and its direct or indirect subsidiaries having their registered office in France.

In the event that, as of the date of renewal of the terms of office of the Supervisory Board's directors representing the employees:

- a Group Committee has been established (but no European Works Council), both directors representing the employees shall be designated by the Group Committee (rather than by the trade unions); or
- both a Group Committee and a European Works Council have been established, the first director representing the employees shall be designated by the Group Committee and the second director representing the employees by the European Works Council; or
- a European Works Council has been established (but no Group Committee), the first director representing the employees shall be designated by the most representative trade union and the second director representing the employees by the European Works Council.

Where the number of members of the Supervisory Board appointed by the Shareholders' Meeting falls to eight or below, the number of directors representing the employees shall be reduced to one, and the term of office of the director representing the employees designated by the trade union having obtained the second highest number of votes in the aforementioned elections shall expire at the close of the Management Board meeting at which such reduction in the number of Supervisory Board members is recorded.

Directors representing the employees must hold an employment contract with the Company or one of its direct or indirect subsidiaries having their registered office in France, entered into at least two years prior to the date of their appointment and corresponding to actual employment. The term of office of a director representing the employees shall be subject to the incompatibilities provided for by law.

The term of office of directors representing the employees of the Supervisory Board shall be four years and shall expire at the close of the ordinary Shareholders' Meeting called to approve the financial statements for the last financial year of their term.

The conditions relating to eligibility, training, exercise of the term of office, replacement, removal, and cases of early termination of the term of office of Supervisory Board's directors representing the employees shall be governed by the rules set out in Articles L. 225-28 to L. 225-34 of the French Commercial Code.

In the event of a vacancy, for any reason whatsoever, of a director representing the employees, the vacant seat shall be filled in accordance with the conditions set out in Article L. 225-34 of the French Commercial Code. The term of office of the newly designated employee representative member shall expire at the end of the normal term of office of the other employee representative members. Pending the designation of a replacement, the Supervisory Board may validly convene and deliberate.

*In addition to the provisions of Article L. 225-29, paragraph 2, of the French Commercial Code, it is specified, to the extent necessary, that the failure to designate a director representing the employees, where such failure is not attributable to the Company, shall not affect the validity of the resolutions of the Supervisory Board.*

*Save as otherwise provided in this Article or by applicable law, directors representing the employees shall have the same status, powers and responsibilities as the other members appointed by the Shareholders' Meeting.*

*Directors representing the employees shall not be required to hold a minimum number of shares.*

*Directors representing the employees, designated in accordance with the conditions set out in paragraph 5 of this Article, shall not be taken into account in determining the minimum or maximum number of members of the Supervisory Board."*

and **acknowledges** that the remaining articles of association are unchanged.

**Twelfth resolution (Delegation of authority granted to the Management Board to increase the Company's share capital by issuing shares and/or securities giving immediate or future access to the share capital, with cancellation of the shareholders' preemptive subscription right, reserved for members of a company or group savings plan)**

The Shareholders' Meeting, voting under the quorum and majority conditions required for extraordinary shareholders' meetings, having reviewed the report of the Management Board and the special report of the Statutory Auditor, in accordance with the provisions, firstly, of Articles L. 225-129-2, L. 225-129-6, L. 225-138-1 and L. 228-91 et seq. of the French Commercial Code, and, secondly, Articles L. 3332-18 to L. 3332-24 of the French Labour Code:

1. **delegates** its authority to the Management Board, with the option of sub-delegation within the limitations provided for by law, for the purpose of deciding on a share capital increase with cancellation of the shareholders' preemptive subscription right, on one or more occasions, in France or abroad, in the proportion and at the periods that it shall see fit, either in euros or in any other currency or monetary unit established by reference to several currencies, with or without a premium, whether or not in return for payment, through the issue of (i) shares of the Company (excluding preferred shares) and/or (ii) securities governed by Articles L. 228-91 et seq. of the French Commercial Code giving access, immediately or in the future, at any time or on a fixed date, through subscription, conversion, exchange, redemption, presentation of a voucher or in any other manner, to the Company's share capital (including equity securities entitling the holder to the allocation of debt securities), reserved for members of one or more company or group savings plans (or any other plan whose members are entitled under Articles L. 3332-1 et seq. of the French Labour Code or any similar law or regulation that would allow a share capital increase to be reserved under equivalent conditions) set up within a French or foreign company or group of companies falling within the scope of consolidation or combination of the Company's accounts pursuant to Article L. 3344-1 of the French Labour Code; it being specified that this resolution may be used to implement leverage formulas;
2. **resolves** to set the limits on the amounts of the share capital increases authorised, in the event that the Management Board uses this delegation of authority, as follows:
  - the maximum nominal amount of share capital increases that may be carried out immediately or in the future pursuant to this delegation is set at 1% of the share capital outstanding on the date of the Management Board's decision, it being specified that this amount shall be charged against the aggregate ceiling provided for in paragraph 2 of the

14<sup>th</sup> resolution of this Shareholder's Meeting or, as the case may be, against the ceiling provided by a resolution of the same kind that may succeed the said resolution during the validity period of this delegation;

- to these ceilings shall be added, where applicable, the nominal amount of the shares to be issued to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of holders of securities giving access to the share capital or other rights giving access to the share capital;

**resolves** that the subscription price for the new shares or securities giving access to the share capital will be determined under the conditions provided for in Articles L. 3332-18 et seq. of the French Labour Code and will be at least equal to 70% of the Reference Price (as defined below) or 60% of the Reference Price when the lock-up period provided for in the plan pursuant to Articles L. 3332-25 and L. 3332-26 of the French Labour Code is greater than or equal to ten (10) years (it being specified that the discount levels mentioned in this paragraph may be modified in the event of changes in the regulations in force). For the purposes of this paragraph, the Reference Price means a price determined in accordance with objective methods used for the valuation of shares, taking into account, with appropriate weighting in each case, the net book value, profitability, and business prospects of the company, these criteria being assessed on a consolidated basis or, failing that, determined by dividing the amount of net assets revalued according to the most recent balance sheet by the number of outstanding shares, in both cases under the conditions provided for in Article L. 3332-20 of the French Labour Code.

3. however, the Shareholders' Meeting expressly **authorises** the Management Board, if it deems it appropriate, to reduce or eliminate the aforementioned discount relative to the Reference Price, within legal and regulatory limits, in order to take into account, in particular, the legal, accounting, tax, and labour regulations applicable locally;
4. **authorises** the Management Board to award for free, to the beneficiaries indicated above, in addition to the shares or securities giving access to the share capital, shares or securities giving access to the share capital to be issued or already issued, as a substitute for all or part of the discount on the Reference Price and/or as a matching contribution, it being understood that the benefit resulting from this award shall not exceed the legal or regulatory limits pursuant to Articles L. 3332-10 et seq. of the French Labour Code;
5. **resolves** to cancel, in favour of the beneficiaries mentioned above, the shareholders' preemptive subscription rights for the securities covered by this resolution, with shareholders also waiving, in the case of a free share award or a free grant of securities giving access to the share capital to the above-mentioned beneficiaries, any right to the said shares or securities giving access to the share capital, including part of the reserves, earnings or premiums which would be incorporated into the capital, on the basis of the free grant of said securities made on the basis of this resolution;
6. **authorises** the Management Board, under the terms of this delegation, to sell shares to members of a company or group savings plan (or similar plan) as provided for in Article L. 3332-24 of the French Labour Code, it being specified that share transfers made at a discount to members of one or more employee savings plans referred to in this resolution will be charged against from the nominal amount of the shares thus transferred from the ceilings provided for in paragraph 2 above;
7. **resolves** that the Management Board shall have full powers to implement this delegation of authority, with the option of sub-delegation, within the limitations provided for by law, in particular to:

- decide on the issue of shares and/or securities giving immediate or future access to the Company's share capital;
- decide on the amount of the issue, the issue price and the amount of the premium that may be requested at the time of issue or, where applicable, the amount of reserves, earnings or premiums which would be incorporated into the capital;
- set the dates, terms and conditions of the issue, the nature, number and characteristics of the shares and/or securities to be created;
- draw up, in accordance with the law, the list of companies whose beneficiaries, as indicated above, may subscribe to the shares or securities giving access to the share capital thus issued and, where applicable, benefit from the shares or securities giving access to the share capital awarded for free;
- decide that subscriptions may be made directly by beneficiaries who are members of a company or group savings plan (or similar plan), or through company mutual funds or other structures or entities permitted by applicable legal or regulatory provisions;
- set the conditions, particularly in terms of seniority, that beneficiaries of the share capital increases must meet;
- in the event of the issuance of debt securities, set the terms and conditions of such securities (in particular, whether they are fixed-term or not, whether they are subordinated or not, and their remuneration) and modify, during the life of such securities, the terms and conditions referred to above, in accordance with the applicable formalities;
- set, where applicable, the terms and conditions for exercising rights (where applicable, conversion rights, exchange, redemption, including through the transfer of Company assets such as treasury shares or securities already issued by the Company) attached to the shares or securities giving access to the share capital and, in particular, set the dividend entitlement date of the shares issued (even retroactively), as well as any other terms and conditions for carrying out the share capital increase;
- set the terms and conditions under which the Company shall, where applicable, have the option to purchase or exchange on the stock exchange, at any time or during specified periods, the securities giving access to the share capital with a view to cancelling them or not, taking into account the legal provisions;
- provide for the possibility of suspending the exercise of rights attached to shares or securities giving access to the share capital in accordance with legal and regulatory provisions;
- set the amounts of the issues to be carried out pursuant to this delegation and set, in particular, the issue prices, dates, deadlines, terms and conditions of subscription, payment, delivery and dividend entitlement of the securities (even retroactively), the reduction rules applicable in the event of oversubscription, and the other terms and conditions of the issues, within the legal and regulatory limits in force;
- determine and make any adjustments intended to consider the impact of transactions on the Company's share capital or shareholders' equity, in particular in the event of a change in the par value of the share, a share capital increase through the incorporation of reserves, earnings, or premiums, a free share award, a split or consolidation of securities, the distribution of dividends, reserves or premiums or any other assets, capital amortisation, or any other transaction involving the share capital or shareholders' equity (including in the event of a takeover offer and/or change of control), and set, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other preservation measures, any terms and conditions to ensure, where applicable, the preservation of the rights of holders of securities or other rights giving access to the share capital (including through cash adjustments);
- in the event of a free share award or a free grant of securities giving access to the share capital, set the nature and number of shares or securities giving access to the share capital to be issued, as well as their terms and conditions, the number to be allocated to each

beneficiary, and set the dates, deadlines, terms and conditions for the allocation of these shares or securities giving access to the share capital within the legal and regulatory limits in force and, in particular, choose either to replace, in whole or in part, the allocation of these shares or securities giving access to the share capital with the discounts on the Reference Price provided for above, or to charge the countervalue of these shares or securities against the total amount of the matching contribution, or to combine these two options;

- in the event of the issue of new shares, allocate, where applicable, the sums necessary for the payment of said shares to reserves, earnings, or issue premiums;
  - acknowledge the completion of the share capital increases and amend the articles of association accordingly;
  - charge, if it deems it appropriate, issuance-related expenses against the corresponding premium amount and deduct from this amount the sums necessary to fund the legal reserve;
  - more generally, enter into all agreements, in particular to achieve the successful completion of the planned issues, take all measures and carry out all formalities necessary for the issue, admission for trading, and financial servicing of the securities issued pursuant to this delegation, as well as for the exercise of the rights attached thereto;
8. **sets** the term of validity of the delegation of authority covered by this resolution at twenty-six (26) months from the date of this Meeting;
9. **acknowledges** that this delegation renders ineffective, as of its effective date, to the extent applicable, up to the unused part, any previous delegation having the same purpose, i.e., any delegation of authority relating to the increase of the Company's share capital through the issuance of shares and/or securities giving immediate or future access to the share capital, with cancellation of the shareholders' preemptive subscription right, reserved for members of company or group savings plans.

***Thirteenth resolution (Delegation of authority to the Management Board to increase the Company's share capital through the incorporation of premiums, reserves, earnings, or other amounts)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for extraordinary shareholders' meetings, having reviewed the report of the Management Board and in accordance with the provisions of Articles L. 225-129-2 and L. 225-130 of the French Commercial Code:

**delegates** to the Management Board, with the option of sub-delegation within the limitations provided for by law, the authority to decide and carry out one or more share capital increases, in the proportion and at the times it deems appropriate, by incorporation of premiums, reserves, earnings, or other amounts, the capitalisation of which is permitted under applicable law and the Company's articles of association, and in the form of an issue of new equity securities or an increase in the par value of existing equity securities, or by using both of these methods in combination,

**resolves** to set the limits on the amounts of the authorised share capital increases in the event that the Management Board uses this delegation of authority as follows:

- the maximum nominal amount of the share capital increases that may be carried out under this delegation shall not exceed EUR 100 million or the equivalent in any other currency or monetary unit established by reference to several currencies, it being specified that this maximum amount is autonomous and shall not be charged against the overall ceiling provided for in the 14<sup>th</sup> resolution of this Meeting or, where applicable, against the ceilings provided for in resolutions of the same kind that may succeed the said resolution during the validity period of this delegation;

- to this ceiling shall be added, where applicable, the nominal amount of the shares to be issued necessary to preserve, in accordance with legal or regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of holders of securities giving access to the share capital or other rights giving access to the share capital;

in the event that the Management Board uses this delegation of authority, **delegates** to the latter all powers to implement this delegation, with the option of sub-delegation within the limitations provided for by law, in particular to:

- set the amount and nature of the sums to be incorporated into the capital, set the number of new equity securities to be issued and/or the amount by which the par value of existing equity securities will be increased, set the dividend entitlement date of the shares issued (even retroactively) or the date on which the increase in the par value of existing equity securities will take effect;
- decide, in the event of a free share award, that fractional rights shall not be negotiable or transferable and the corresponding equity securities shall be sold in accordance with the terms and conditions set by the Management Board, it being specified that the sale and the allocation of the sums resulting from the sale shall take place within the period provided for by Article R. 225-130 of the French Commercial Code;
- make any adjustments intended to consider the impact of transactions on the Company's share capital or shareholders' equity, in particular in the event of a change in the par value of the share, a share capital increase through the incorporation of reserves, a free share award, a split or consolidation of securities, the distribution of dividends, reserves or premiums or any other assets, capital amortisation, or any other transaction involving the share capital or shareholders' equity (including in the event of a takeover offer and/or change of control);
- set, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other preservation measures, any terms and conditions to ensure, where applicable, the preservation of the rights of holders of securities giving access to the share capital or other rights giving access to the share capital (including through cash adjustments);
- acknowledge the completion of each share capital increase and amend the articles of association accordingly;
- more generally, enter into all agreements, take all measures and carry out all formalities necessary for the issue, admission for trading and financial servicing of the securities issued pursuant to this delegation, as well as for the exercise of the rights attached thereto;

**sets** the term of validity of the delegation of authority covered by this resolution at twenty-six (26) months from the date of this Meeting;

**acknowledges** that this delegation renders ineffective, as of today, to the extent applicable, up to the unused part, any previous delegation having the same purpose, i.e., any delegation of authority relating to the increase of the Company's share capital through the incorporation of premiums, reserves, earnings, or other amounts.

***Fourteenth resolution (Delegation of authority granted to the Management Board to increase the Company's share capital by issuing shares and/or securities giving immediate or future access to the share capital, with maintenance of the shareholders' preemptive subscription right)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for extraordinary shareholders' meetings, having reviewed the report of the Management Board and the special report of the Statutory Auditor, in accordance with the provisions of Articles L. 225-129 et seq. of the French Commercial Code, in particular Articles L. 225-129, L. 225-129-2, L. 225-132 to L. 225-134 and L. 228-91 et seq. of the French Commercial Code:

**delegates** its authority to the Management Board, with the option of sub-delegation in accordance with the conditions provided for by law, for the purpose of deciding on a share capital increase with maintenance of the shareholders' preemptive subscription right, on one or more occasions, in France or abroad, in the proportion and at the periods that it shall see fit, either in euros or in any other currency or monetary unit established by reference to several currencies, with or without a premium, whether or not in return for payment, through the issue of (i) shares of the Company (excluding preferred shares) and/or (ii) securities governed by Articles L. 228-92 al 1 of the French Commercial Code giving access, immediately or in the future, at any time or on a fixed date, through subscription, conversion, exchange, redemption, presentation of a voucher or in any other manner, to the Company's share capital, it being specified that the share release may be carried out in cash, by offsetting receivables and/or by incorporating reserves, earnings, or premiums;

**resolves** to set the limits on the amounts of the share capital increases authorised, in the event that the Management Board uses this delegation of authority, as follows:

- the maximum nominal amount of the share capital increases that may be carried out immediately or in the future pursuant to this delegation shall not exceed EUR 82 million or the equivalent in any other currency or monetary unit established by reference to several currencies, it being specified that this maximum overall nominal amount of the share capital increases that may be carried out pursuant to this delegation and those granted pursuant to the 12<sup>th</sup> and 15<sup>th</sup> resolutions of this meeting is set at EUR 82 million or the equivalent in any other currency or monetary unit established by reference to several currencies;
- to these ceilings shall be added, where applicable, the nominal amount of the shares to be issued to preserve, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other cases of adjustment, the rights of holders of securities giving access to capital or other rights giving access to capital;

in the event that the Management Board uses this delegation of authority:

- **resolves** that the issue(s) will be reserved preferentially for shareholders, who will be able to subscribe on an irreducible basis in proportion to the number of shares they own;
- **acknowledges** that the Management Board will have the option of implementing a reducible subscription right;
- **acknowledges** that this delegation of authority automatically entails, for the benefit of the holders of securities issued giving access to the Company's capital, the waiver by shareholders of their preemptive subscription rights to the shares to which these securities will give entitlement immediately or in the future;
- **acknowledges** that, in accordance with Article L. 225-134 of the French Commercial Code, if the subscriptions made on an irreducible basis and, where applicable, reducible basis, have not absorbed the total share capital increase, the Management Board may use, under the conditions provided for by law and in the order it determines, one and/or more of the following options:
  - allocate at its discretion all or some of the shares or, in the case of securities giving access to capital, the said securities whose issue has been decided but which have not been subscribed;
  - offer to the public all or part of the shares or, in the case of securities giving access to capital, the said unsubscribed securities, on the French market or abroad;
  - more generally, limit the share capital increase to the amount of subscriptions received, provided that, in the event of the issue of shares or securities whose primary underlying

security is a share, the amount of such issue represents, after the use, where applicable, of the two options referred to above, at least three-quarters of the increase decided upon;

- **resolves** that issues of share warrants of the Company may also be carried out by way of a free grant to existing shareholders, it being specified that any fractional allocation rights and the corresponding securities will be sold in accordance with the applicable laws and regulations,

**resolves** that the Management Board shall have full powers to implement this delegation of authority, with the option of sub-delegation, within the limitations provided for by law, in particular to:

- decide on the issue of shares and/or securities giving immediate or future access to the share capital of the Company or another company;
- decide on the amount of the issue, the issue price and the amount of the premium that may be requested at the time of issue or, where applicable, the amount of reserves, earnings or premiums which would be incorporated into the capital;
- set the dates, terms and conditions of the issue, the nature, number and characteristics of the shares and/or securities to be created;
- in the event of the issuance of debt securities, decide whether they are subordinated or not (and, where applicable, their subordination rank, in accordance with the provisions of Article L. 228-97 of the French Commercial Code), set their interest rate (in particular, fixed or variable interest, zero coupon or indexed) and, where applicable, provide for mandatory or optional cases of suspension or non-payment of interest, specifying their duration (fixed or indefinite); where applicable, mandatory or optional cases of suspension or non-payment of interest, determine their term (fixed or indefinite), the possibility of reducing or increasing the nominal value of the securities and other terms and conditions of issue (including the provision of guarantees or collateral) and amortisation (including repayment through the transfer of Company assets); as the case may be, these securities may provide for the Company's option to issue debt securities (whether or not they are assimilated) in payment of interest whose payment has been suspended by the Company, or take the form of complex obligations as defined by the stock exchange authorities (for example, due to their repayment or remuneration terms or other rights such as indexation, option rights); modify, during the term of the securities concerned, the terms and conditions referred to above, in accordance with the applicable formalities;
- set the share release method;
- set, where applicable, the terms and conditions for exercising rights (where applicable, conversion rights, exchange, redemption, including through the transfer of Company assets, within the limits provided for by law, or securities already issued by the Company) attached to the shares or securities giving access to the share capital and, in particular, set the dividend entitlement date of the shares issued (even retroactively), as well as any other terms and conditions for carrying out the share capital increase;
- set the terms and conditions under which the Company shall, where applicable, have the option to purchase or exchange on the stock exchange, at any time or during specified periods, the securities giving access to the share capital with a view to cancelling them or not, considering the legal provisions;
- provide for the possibility of suspending the exercise of rights attached to shares or securities giving access to the share capital in accordance with legal and regulatory provisions;
- charge, if it deems it appropriate, issuance-related expenses against the corresponding premium amount and deduct from this amount the sums necessary to fund the legal reserve;
- determine and make any adjustments intended to consider the impact of transactions on the Company's share capital or shareholders' equity, in particular in the event of a change in the par value of the share, a share capital increase through the incorporation of reserves, earnings, or premiums, a free share award, a split or consolidation of securities, the distribution of dividends, reserves or premiums or any other assets, capital amortisation, or any other transaction involving

the share capital or shareholders' equity (including in the event of a takeover offer and/or change of control), and set, in accordance with legal and regulatory provisions and, where applicable, contractual provisions providing for other preservation measures, any terms and conditions to ensure, where applicable, the preservation of the rights of holders of securities or other rights giving access to the share capital (including through cash adjustments);

- acknowledge the completion of each share capital increase and amend the articles of association accordingly;
- more generally, enter into all agreements, in particular to achieve the successful completion of the planned issues, take all measures and carry out all formalities necessary for the issue, admission for trading, and financial servicing of the securities issued pursuant to this delegation, as well as for the exercise of the rights attached thereto;
- acknowledges of the fact that, in the event that the Management Board exercises the powers granted in this resolution, the Management Board will report to the next ordinary Shareholders' Meeting, in accordance with the law and regulations, on the use made of the authorisations granted in this resolution;

**resolves** that the Management Board may not, without prior authorisation from the Shareholders' Meeting, use this delegation from the date on which a third-party files a takeover offer for the Company's securities until the end of the offer period;

**sets** the term of validity of the delegation of authority covered by this resolution at twenty-six (26) months from the date of this Meeting;

**acknowledges** that this delegation renders ineffective, as of today, to the extent applicable, up to the unused part, any previous delegation having the same purpose, i.e., any delegation of authority relating to the increase of the share capital of the Company or another company through the issuance of shares and/or securities giving immediate or future access to the share capital, with maintenance of the shareholders' preemptive subscription right.

***Fifteenth resolution (Delegation of authority granted to the Management Board to increase the number of securities to be issued in the event of a share capital increase with maintenance of the shareholders' preemptive subscription right)***

The Shareholders' Meeting, voting under the quorum and majority conditions required for extraordinary shareholders' meetings, having reviewed the report of the Management Board and the special report of the Statutory Auditor, in accordance with the provisions of Articles L. 225-129-2 and L. 225-135-1 of the French Commercial Code:

**delegates** its authority to the Management Board, with the option of sub-delegation in accordance with the conditions provided for by law, for the purpose of deciding to increase the number of securities to be issued in the event of an increase of the Company's share capital, with maintenance of the shareholders' preemptive subscription right, at the same price as that used for the initial issue, within the time limits and limitations provided for by the applicable regulations on the date of issue (to date, within thirty days of the closing of the subscription period and within the limit of 15% of the initial issue), in particular with a view to granting an over-allocation option in accordance with market practices,

**resolves** that the nominal amount of the share capital increases decided by this resolution shall be charged against the ceiling set in the resolution under which the initial issue is decided and against the overall ceiling provided for in the 14<sup>th</sup> resolution of this Meeting or, where applicable, against the ceilings provided for in resolutions of the same kind that may succeed the said resolution during the validity period of this delegation,

**resolves** that the Management Board may not, without prior authorisation from the Shareholders' Meeting, use this delegation from the date on which a third-party files a takeover offer for the Company's securities until the end of the offer period;

**sets** the term of validity of the delegation of authority covered by this resolution at twenty-six (26) months from the date of this Meeting;

**acknowledges** that this delegation renders ineffective, as of today, to the extent applicable, up to the unused part, any previous delegation having the same purpose, i.e., any delegation of authority relating to the increase of the number of securities to be issued in the event of a share capital increase with maintenance of the shareholders' preemptive subscription right.

## **Ordinary resolutions**

### **Sixteenth resolution (Power to carry out formalities)**

The Shareholders' Meeting **grants** full powers to the bearer of an original, copy, or extract of the minutes of this Shareholders' Meeting to carry out all legal formalities.

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## **PARTICIPATION AT THE GENERAL MEETING – NON-CDI HOLDERS**

*Information for registered shareholders ("actionnaires au nominatif") and bearer shareholders ("actionnaires au porteur")*

### **I. Preliminary formalities**

Each shareholder, irrespective of the number of shares held, is entitled to participate or be represented at the General Meeting under the legal and regulatory conditions in force.

This is subject to the registration of the shares in an account held in the name of the shareholder or in the name of a registered intermediary acting on their behalf, on the fifth business day<sup>2</sup> preceding the General Meeting, i.e., by **Friday 22 May 2026 at 00:00 (Paris time)**:

- For registered shareholders: in the registered share accounts held by Canal+ SA through its agent Uptevia);
- For bearer shareholders: in the bearer share accounts held by an authorised intermediary. The recording or registration of shares in bearer share accounts maintained by authorised intermediaries is evidenced by means of a shareholding certificate delivered by such intermediaries or, when applicable, by electronic means, attached to:
  - the postal or proxy voting form (the "**Voting Form**"); or
  - the request for an admission card,established in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary.

Shareholders who have not received their admission card prior to the General Meeting are requested to:

- For registered shareholders: present themselves on the day of the General Meeting directly at the dedicated desk, bearing a valid proof of identity;

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<sup>2</sup> All references to business day within the document are defined by reference to business days in France.

- For bearer shareholders: request that their financial intermediary issue them an admission card establishing their status as a shareholder as of the fifth business day preceding the General Meeting.

Only shareholders satisfying these conditions shall be entitled to attend the General Meeting.

## II. Methods of participation and voting rights in the General Meeting

Please note that in accordance with the provisions of paragraph III. of Article R.22-10-28 of the French Commercial Code, when a shareholder has already sent a postal vote, a proxy or requested an admission card or certificate of participation, the shareholder may no longer choose another means of participating in the General Meeting.

### **Option 1: Attending in person**

*(Shareholders who cannot attend in person, refer to Option 2)*

Shareholders wishing to attend the General Meeting in person should obtain an admission card prior to the meeting for ease of registration and to ensure voting can be undertaken at the General Meeting.

#### 1.1 Request an admission card by post

Shareholders wishing to attend the General Meeting in person may obtain an admission card by post as follows:

- For registered shareholders: complete the Voting Form enclosed with the notice of meeting, specify the intention to attend the General Meeting and obtain an admission card, then return it dated and signed using the prepaid envelope enclosed with the notice of meeting; or
- For bearer shareholders: request the authorised intermediary managing their securities account to send them an admission card.

Requests for admission cards by post must be received by Uptevia no later than **three days** before the General Meeting, in accordance with the above procedure.

Shareholders who have not received their admission card before the General Meeting are invited to:

- For registered shareholders: go directly to the designated counter on the day of the General Meeting, bringing a valid form of identification;
- For bearer shareholders: ask the authorised intermediary to provide a shareholding certificate, in order to prove the status as a shareholder, no later than the fifth business day before the General Meeting.

#### 1.2 Request an admission card online

Shareholders wishing to attend the meeting in person may also request an admission card online through the VOTACCESS platform as explained below.

The VOTACCESS platform will be open from **Monday 13 May 2026 at 12:00 p.m. (Paris time)**.

Online request for admission card must be submitted no later than the day before the General Meeting, i.e., on **Thursday 28 May 2026 at 3:00 p.m. (Paris time)**.

To avoid potential overloading of the VOTACCESS service, shareholders are strongly advised not to wait until the day before the General Meeting.

For registered shareholders:

- *Pure registered shareholders* should connect to the voting website via their Shareholder Area: <https://www.investors.uptevia.com/>, using the usual username and password. After connecting, follow the on-screen instructions to gain access to the VOTACCESS platform and request an admission card.
- *Administered registered shareholders* should connect to the voting website via the VoteAG website: <https://www.voteag.com>. These holders should connect to the VoteAG website using the temporary login credentials provided on the Voting Form or in the electronic notice of meeting. Once on the home page of the website, follow the on-screen instructions to access the VOTACCESS platform and request an admission card. If a shareholder no longer has their login ID and/or password, they may contact Uptevia at 0800 00 75 35 (from France) or +33 1 49 37 82 36 (from abroad).

For bearer shareholders:

Shareholders should check with the authorised intermediary managing their securities account to determine whether it is connected to the VOTACCESS platform and, if so, whether access is subject to specific conditions of use. If the authorised intermediary is connected to VOTACCESS, the shareholder must log in to the intermediary's online portal using their usual access credentials. They should then follow the on-screen instructions to access the VOTACCESS website and request an admission card.

## **Option 2: Shareholders unable to attend in person**

If a shareholder is unable to attend the General Meeting in person, they may choose one of the following options:

- be represented by the intermediary registered on their behalf;
- vote by mail;
- give a proxy to another shareholder or to their spouse or partner with whom a civil solidarity pact has been concluded; or
- give a proxy to the Company by giving a proxy to the Chairman of the General Meeting or without specifying a proxy pursuant to applicable laws and legislation. Note, for any proxy given by a shareholder without indication of a proxy, the Chairman of the General Meeting will vote in favour of the adoption of the draft resolutions presented or approved by the Management Board and against the adoption of all other draft resolutions.

### 2.1 Voting or granting a proxy by mail (post)

Shareholders not attending the General Meeting in person may choose one of the following three options:

- give proxy to the Chairman of the General Meeting;
- give proxy to any other individual or legal entity of their choice, in accordance with Articles L. 22-10-39 and L. 225-106 I of the French Commercial Code); or
- vote by mail.

Under the following conditions:

- Registered shareholders: complete the Voting Form enclosed with the notice of meeting, then return it dated and signed using the prepaid T envelope enclosed with the notice of meeting;

- Bearer shareholders: request the Voting Form from the intermediary managing their securities account, then return it dated and signed. Once completed by the shareholder, return it to the authorised intermediary, who will attach a shareholding certificate and send it to Uptevia.

To be taken into account, postal or proxy voting forms must be received by Uptevia – Service Assemblées Générales, no later than **Tuesday 26 May 2026**.

Appointments and revocations of proxies sent by post must be received by Uptevia – Services Assemblées Générales, no later than **Tuesday 26 May 2026**.

## 2.2 Voting or granting a proxy online

Shareholders also have the option to vote by proxy online prior to the General Meeting, through the VOTACCESS platform, under the conditions described below.

The VOTACCESS platform will be open from **Monday 13 May 2026 at 12:00 p.m. (Paris time)**.

The opportunity to vote online before the General Meeting will end on **Thursday 28 May 2026 at 3:00 p.m. (Paris time)**.

To avoid potential overloading of the VOTACCESS service, shareholders are strongly advised not to wait until the day before the General Meeting to cast their vote.

### Registered shareholders:

- *Pure registered shareholders* may access the voting website via their Shareholder Area at the following address: <https://www.investors.uptevia.com/>. The holders of pure registered shares must log in to their Shareholder Area using their usual access credentials. After logging in, they must follow the on-screen instructions to access the VOTACCESS site and vote or appoint or revoke a proxy.
- *Administered registered shareholders* may access the voting website via the VoteAG website at the following address: <https://www.voteag.com/>. Holders of administered registered shares must log in to VoteAG using the temporary login credentials provided on the Voting Form or in the electronic notice of meeting. After logging in, they must follow the on-screen instructions to access the VOTACCESS site and vote or appoint or revoke a proxy. If the shareholder no longer has their login ID and/or password, they may contact Uptevia at 0800 00 75 35 (from France) or +33 1 49 37 82 36 (from abroad).

### Bearer shareholders:

Shareholders should check with their authorised intermediary managing their securities account to determine whether it is connected to the secure VOTACCESS platform and, if so, whether access is subject to specific conditions of use.

If the shareholder's authorised intermediary is connected to the secure VOTACCESS platform, the shareholder must log in to the intermediary's online portal using their usual access credentials. They should then click on the icon displayed next to their shares and follow the on-screen instructions to access the VOTACCESS platform and vote, appoint, or revoke a proxy.

If the shareholder's authorised intermediary is not connected to the VOTACCESS platform, it should be noted that the notification of the appointment or revocation of a proxy may still be carried out electronically, under the following conditions:

- the bearer shareholder must send an email to [ct-mandataires-assemblees@uptevia.com](mailto:ct-mandataires-assemblees@uptevia.com). This email must include a scanned copy of the Voting Form, duly completed and signed.
- the bearer shareholder must also attach the shareholding certificate issued by their authorised intermediary.

The above email address should only be used for granting or revoking proxies. Requests or notifications made to this address for another purpose will not be taken into consideration and/or processed.

In order for appointments and revocations of proxies made online to be validly taken into account, confirmations must be received no later than **Thursday 28 May 2026 at 3:00 p.m. (Paris time)**.

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## **PARTICIPATION AT THE GENERAL MEETING – CDI HOLDERS**

*Information for holders of CREST DEPOSITARY INTERESTS*

### **How to participate at the General Meeting**

Holders of CREST Depositary Interests ("**CDIs**" or "**CDI Holders**") cannot give voting instructions directly to the Company. CDI Holders wishing to exercise their right to vote should liaise with their respective broker, intermediary or nominee account holder in CREST (the "**CREST Account Holder**") for further information on the processes and timelines for submitting voting instructions in respect of the General Meeting.

Any voting instructions sent directly to the Company will not be accepted.

The detail provided below for CDI Holders is for information purposes only, has not been verified by the Company and accordingly should not be relied on by persons who hold their interests through CREST, and should not be treated or used as a substitute for enquiries by such persons or on their behalf. Persons who hold their interests through CREST should liaise directly with their CREST Account Holder or other intermediary to ensure they receive up to date information on the processes and timelines for submitting proxy votes for the General Meeting.

#### **Option 1: Attending in person**

*(CDI Holders unable to attend in person, refer to Option 2)*

If a CDI Holder wishes to attend the General Meeting and cast its votes in person, then the CDI Holder should liaise with its CREST Account Holder ahead of the General Meeting to enquire as to the process for attending the General Meeting in person, including whether an admission card may be obtained.

#### **Option 2: CDI Holders unable to attend in person**

CDI Holders who cannot attend the meeting in person should liaise with their **CREST Account Holder** for further information on the processes and timelines for submitting voting instructions in respect of the General Meeting. Further details in relation to proxy voting services may be accessible to CREST participants on the EUI "My Euroclear" website (<https://my.euroclear.com>).

The CDI Holder should consult with its CREST Account Holder at the earliest opportunity for further information on the processes and timelines for submitting its votes for the General Meeting. In particular, the CDI Holder will need to contact its CREST Account Holder for details of: (i) the means of communication

which can be used to send its voting instructions to them; and (ii) the latest deadline (date and time) to lodge its voting instructions with CREST Account Holder.

It is important to note that the voting deadline applicable to CDI Holders is likely to be earlier than, often **at least two business days prior to**, the Company's proxy appointment deadline (Thursday, 28 May 2026 at 3.00pm (Paris time)). For this reason, it is important that the CDI Holder confirm the precise voting deadline with its CREST Account Holder.

*CREST Account Holders or brokers holding CDI interests for clients in CREST are strongly encouraged to familiarise themselves with the applicable proxy voting arrangements, including the voting deadlines and procedures, and to take, as soon as possible, any further actions required before they can avail themselves of the proxy voting service.*

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## **ADDITIONAL INFORMATION**

### *Shareholders and CDI holders*

#### **1. Request for inclusion of points or draft resolutions**

##### *a) Shareholders (Non-CDI Holders)*

One or more shareholders fulfilling the conditions provided for in Article R. 225-71 of the French Commercial Code may request the inclusion of items on the agenda or draft resolutions.

These points or draft resolutions will be included on the agenda for the Meeting and communicated to the shareholders under the legal and regulatory conditions in force.

Request for inclusion of points or draft resolutions must, in accordance with the legal and regulatory conditions in force, be sent to the Company's registered office for the attention of the Chairman of the Management Board by registered letter with acknowledgment of receipt no later than the twenty-fifth day preceding the General Meeting (Article R. 225-73 of the French Commercial Code). The request must be accompanied by a share certificate attesting to the holding in an account which proves that the authors of the request hold or represent the fraction of the share capital required by the aforementioned Article R. 225-71, either from the registered share accounts maintained by the Company or from the bearer share accounts held by an intermediary mentioned in Article L. 211-3 of the French Monetary and Financial Code. Requests for inclusion of items on the agenda must be reasoned and requests for inclusion of draft resolutions must be accompanied by the text of the draft resolutions which may be accompanied by a brief explanatory statement.

The Company acknowledges receipt of requests for inclusion of points or draft resolutions, by registered letter, within five days of such receipt.

Consideration of the resolution is subject to the transmission, by the authors of the request, of a new certificate proving the registration of the shares in the same accounts on the fifth business day preceding the meeting at midnight, Paris time, i.e. **Friday 22 May 2026 at 00:00, Paris time.**

##### *b) CDI Holders*

To request the inclusion of items on the agenda or draft resolutions, the CDI Holder should contact its CREST Account Holder to check the requirements, process, and deadlines for sending such a request as a CDI Holder in compliance with French Commercial Code.

## **2. Written questions**

### *a) Shareholders (Non-CDI Holders)*

In accordance with Articles L. 225-108 and R. 225-84 of the French Commercial Code, every shareholder has the right to submit written questions to the Chairman of the Management Board from the date on which the necessary documents are made available to shareholders to enable them to make an informed decision on the management and running of the Company's business, by registered letter with acknowledgment of receipt, addressed to the Company's registered office for the attention of the Chairman of the Management Board no later than the fourth business day before the General Meeting (i.e., by **Friday 22 May 2026**).

In accordance with Article R. 225-84 of the French Commercial Code, these questions must be accompanied by a shareholding certificate, either from the registered share accounts maintained by the Company or from the bearer share accounts held by an intermediary mentioned in Article L. 211-3 of the French Monetary and Financial Code.

In accordance with applicable laws and regulations, a single response may be provided to questions that are similar in nature or relate to the same subject. A written question will be deemed answered if the response is posted on the Company's website in a dedicated questions and answers section.

### *b) CDI Holders*

If the CDI Holder wishes to submit written questions to the Chairman of the Management Board to enable him to make an informed decision on the management and running of the Company's business, then the CDI Holder should contact its CREST Account Holder to check the requirements, process, and deadlines for making such submissions as a CDI Holder.

## **3. Transfer by shareholders of their shares or CDI holding prior to the General Meeting**

### *a) Shareholders (Non-CDI Holders)*

Any shareholder who has already returned his or her single proxy or postal voting form may transfer all or some of his or her shares up to the date of the Meeting.

However, if the transfer takes place before 00:00 (Paris time) on the fifth business day preceding the date of the General Meeting, the authorised financial intermediary holding the account will notify the financial institution designated above of the transfer and provide the information needed to cancel the vote or modify the number of shares and votes corresponding to the vote.

No transfer of shares made after 00:00 (Paris time) on the fifth business day preceding the date of the General Meeting, by whatever means, will be notified or considered, notwithstanding any agreement to the contrary.

### *b) CDI Holders*

Limitations on the exercise of voting or attendance rights may apply in respect of CDI trades which are expected to settle after the applicable voting deadline but before the Company's record date. The CDI



Holder should therefore consult with its CREST Account Holder at the earliest opportunity for further information on the requirements, processes and timelines for submitting its votes (and on its eligibility to submit such votes) for the General Meeting.

#### **4. Information and documents made available to shareholders and CDI Holders**

The documents and information will be published on the Company's website on the General Meeting page within the legal deadlines: [GENERAL MEETING | CANAL+ Group](#).

To the extent that the documents and information referred to in Articles R. 225-81 and R. 225-83 of the French Commercial Code are made available on the Company's website and in accordance with the provisions of Article R. 225-88 of the French Commercial Code, the Company will not respond to any requests for the delivery of such documents that may be addressed to it.

The General Meeting will be broadcast in full via a live audiovisual webcast accessible at the following link: [GENERAL MEETING | CANAL+ Group](#). A recording of the General Meeting will be made available on the Company's website after the General Meeting.