

## **BIGBEN INTERACTIVE**

Société anonyme au capital de 37.399.466 euros  
Siège social : 396/466, Rue de la Voyette – CRT 2 – 59273 Fretin  
320 992 977 R.C.S. Lille Métropole

### **Combined General Meeting (ordinary and extraordinary)**

22 July 2022

## **AGENDA**

### **Ordinary resolutions**

1. *Approval of the parent company financial statements for the year ended 31 March 2022;*
2. *Approval of the consolidated financial statements for the year ended 31 March 2022;*
3. *Allocation of the result for the financial year ending 31 March 2022;*
4. *Distribution in kind of Nacon shares;*
5. *Approval of the regulated agreements referred to in Articles L. 225-38 of the Commercial Code;*
6. *Approval of the report on the remuneration of corporate officers issued pursuant to Article L. 225-37-3 I. of the Commercial Code;*
7. *Approval of the components of the total compensation and benefits in kind paid or granted to the Chairman;*
8. *Approval of the components of the total compensation and benefits in kind paid or granted to the Chief Executive Officer;*
9. *Approval of the components of the total remuneration and benefits in kind paid or granted to the Chief Operating Officer;*
10. *Approval of the Chairman's remuneration policy;*
11. *Approval of the remuneration policy for the Chief Executive Officer;*
12. *Approval of the remuneration policy for the Chief Operating Officer;*
13. *Approval of the remuneration policy of the Directors;*
14. *Determination of the maximum global annual amount of remuneration which may be allocated to the members of the Board of Directors;*
15. *Renewal of the appointment of Mr. Sébastien Bolloré as a Director;*
16. *Renewal of the appointment of KPMG SA as Statutory Auditor;*
17. *Renewal of the appointment of Salustro Reydel as deputy Statutory Auditor;*
18. *Authorisation to be given to the Board of Directors to buy back the Company's own shares in accordance with the provisions of Article L. 22-10-62 of the Commercial Code;*
19. *Powers for legal formalities.*

### **Extraordinary resolutions**

20. *Delegation of authority to the Board of Directors to issue ordinary shares of the Company and securities giving access to the Company's capital, with preferential subscription rights for shareholders;*
21. *Delegation of authority to the Board of Directors to issue, without preferential subscription rights for shareholders, ordinary shares of the Company and securities giving access to the Company's capital within the framework of an offer referred to in I of Article L.411-2 of the Monetary and Financial Code;*
22. *Authorisation given to the Board of Directors, in the event of a capital increase with or without shareholders' preferential subscription rights, to increase the number of securities to be issued;*
23. *Authorisation to be granted to the Board of Directors, in the event of an issue of ordinary shares or any other securities with cancellation of the shareholders' preferential subscription right, to set the issue price within the limit of 10% of the share capital;*
24. *Delegation of authority to the Board of Directors to issue ordinary shares and securities giving access to the Company's capital, as consideration for contributions in kind consisting of equity securities or securities giving access to the capital of third-party companies outside a public exchange offer;*

25. *Delegation of authority to the Board of Directors to decide on one or more capital increase(s) by capitalisation of premiums, reserves, profits or other items;*
26. *Delegation of authority to the Board of Directors to issue ordinary shares and securities giving access to the Company's capital in the event of a public offer with an exchange component initiated by the Company;*
27. *Delegation of authority to the Board of Directors to increase the share capital through the issue of shares reserved for members of a savings plan;*
28. *Aggregate limit on issues carried out pursuant to the twentieth, twenty-one, twenty-third, twenty-fourth, twenty-fifth, twenty-sixth and twenty-seventh resolutions;*
29. *Authorisation to be granted to the Board of Directors for the purpose of making allocations of bonus shares (existing or new shares) of the Company to employees and directors of the Company and its subsidiaries within the meaning of Article L. 233-3 of the French Commercial Code, or to certain of them;*
30. *Authorisation to be granted to the Board of Directors to cancel all or part of the shares held by the Company under the share buyback authorisation;*
31. *Amendment of Article 3 of the Company's Articles of Association;*
32. *Powers for legal formalities.*