

Proxy card for a Court Meeting of musicMagpie PLC to be held at  
9.15 a.m. on Wednesday, 20 November 2024

A Court Meeting of musicMagpie PLC is to be held at First Floor, One Stockport Exchange, Railway Road, Stockport,  
Cheshire, SK1 3SW on Wednesday, 20 November 2024 at 9.15 a.m.

Please detach and retain this attendance card and bring it with you if you attend the Court Meeting to show as  
evidence of your right to be admitted. Do not post this section with the Form of Proxy.

Shareholder Reference Number:

Perivan.com 269582



## Form of Proxy – musicMagpie PLC (the “Company”)

Please use a black pen

Shareholder Reference Number:

Please read carefully the Notice convening the Court Meeting set out at Part VIII of the circular sent to musicMagpie PLC shareholders dated 28 October 2024 (the “Shareholder Circular”) and the explanatory notes set out herein before completing this Form of Proxy.

You may submit your proxy electronically by visiting the website: [www.shareview.co.uk](http://www.shareview.co.uk). You will need to create an online portfolio using your Shareholder Reference Number shown above on this Form of Proxy (see Note 14 overleaf).

I/We being a member of the Company hereby appoint the Chairman of the Meeting OR the following person  
(see Note 1 overleaf):

Name of proxy:

Number of Scheme Shares proxy is appointed  
over (complete only if less than entire  
shareholding) (see Notes 1 and 2 overleaf):

as my/our proxy to exercise all or any of my/our rights to attend, speak and vote in respect of my/our ordinary shares  
on my/our behalf at the Court Meeting of the Company to be held at 9.15 a.m. on Wednesday, 20 November 2024 and  
at any adjournment thereof. I/We appoint my/our proxy to attend, speak and vote in the manner indicated below.

Please tick here if this proxy appointment is one of multiple appointments being made ☐ (see Note 2).

If you wish to vote for the Scheme, please sign your name in the box marked “FOR the Scheme” and date the  
box opposite. If you wish to vote against the Scheme, sign your name in the box marked “AGAINST the Scheme”  
and date the box opposite. Only insert your signature once. If you sign in both boxes, or if you do not sign in  
either box, then this Form of Proxy will be invalid. Joint shareholders should refer to Note 7 overleaf.

FOR the Scheme:

Date:

AGAINST the Scheme:

Date:

Please ensure when posting this Form of Proxy that both the admittance card and proxy notes are detached and  
retained for your use.

Please see Notes on completion and use overleaf.

#### Explanatory Notes

1. Every Scheme Shareholder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on his behalf at the Court Meeting. If you wish to appoint a person other than the Chairman, please strike out the words 'the Chairman of the Meeting' overleaf and insert the full name of your chosen proxy holder in the box (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on the matter, this Form of Proxy shall be invalid. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. For any other business arising at the Court Meeting (including any proper procedural resolution not listed in the notice of the Court Meeting) your proxy will vote at his discretion. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
2. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on +44 (0) 371 384 2050 from the UK (please use the country code if calling from outside the UK), or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see overleaf) the number of Scheme Shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All Forms of Proxy must be signed and should be returned together in the same envelope.
3. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the Court Meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 6.30 p.m. on Monday 18 November 2024 or in the case of an adjourned meeting, 6.30 p.m. on the day which is two Business Days before the date of such the adjourned meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the Court Meeting.
4. The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on +44 (0) 371 384 2050 from the UK or to request a change of address form.
5. Any alterations made to this Form of Proxy should be initialled.
6. The completion and return of this Form of Proxy will not preclude a member from attending the Court Meeting and voting in person. You are advised to arrive at least 15 minutes before the start of the meeting to allow time for registration.
7. In the case of joint holders of Scheme Shares, any one such joint holder may tender a vote, whether in person, or by proxy. However, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members of the Company in respect of the joint holding.
8. Terms defined in the Shareholder Circular shall have the same meanings when used in this Form of Proxy, unless the context otherwise requires.

9. To appoint a proxy using this Form of Proxy, the form must be:
  - (a) completed and signed;
  - (b) sent or delivered to Equiniti at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA; and
  - (c) received by Equiniti not later than 9.15 a.m. on Monday 18 November 2024 (or, in the case of an adjourned meeting, not later than 48 hours before the time fixed for the holding of the adjourned meeting).
10. To change your proxy instructions simply submit a new proxy appointment using the method set out in Note 2 above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If you submit more than one valid proxy appointment in respect of the same shares, the appointment received last before the latest time for the receipt of proxies will take precedence.
11. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Equiniti at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA. The revocation notice must be received by Equiniti no later than 9.15 a.m. on Monday 18 November 2024. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to Note 6 above, your proxy appointment will remain valid.
12. In the case of a member which is a company, any Form of Proxy and subsequent revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the Form of Proxy or revocation notice is signed (or a duly certified copy of such power or authority) must be included with the Form of Proxy or revocation notice (as applicable).
13. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the Registrar (ID number RA19) by not later than 9.15 a.m. on Monday 18 November 2024. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the Registrar is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
14. Alternatively, musicMagpie Shareholders may appoint a proxy or proxies electronically by creating a new portfolio using their Shareholder Reference Number at [www.shareview.co.uk](http://www.shareview.co.uk). Shareholders who have already registered for a Shareview portfolio can vote electronically by logging in with their usual user ID and password. Full instructions are given on the website. For an electronic proxy appointment to be valid, the appointment must be received by Equiniti no later than 9.15 a.m. on Monday 18 November 2024 (or in the case of adjournments, no later than 48 hours before the start of the adjourned meeting (excluding any part of such 48-hour period that is not a Business Day)). If the blue Form of Proxy is not returned by this specified time, it may be (i) scanned and emailed to Equiniti at the following address: [proxyvotes@equiniti.com](mailto:proxyvotes@equiniti.com) prior to the start of the Court Meeting; or (ii) handed to the Chair of the Court Meeting or Equiniti before the start of the Court Meeting (or any adjournment thereof).

**PLEASE USE REPLY-PAID ENVELOPE PROVIDED**