

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

A General 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 9.30 a.m.

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

Shareholder reference number:

Perivian.com 269583



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

Please use a black pen

Shareholder Reference Number

Please read carefully the Notice convening the General Meeting set out at Part IX 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 18 overleaf).

I/We being a member of the Company hereby appoint the Chairman of the Meeting or the following person (see Note 4 overleaf):

Name of proxy:

Number of shares proxy is appointed over  
(complete only if less than entire shareholding)  
(see Notes 2 and 5 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 General Meeting of the Company to be held at 9.30 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 5).

### Special Resolutions

For the purpose of giving effect to the Scheme:

- To authorise the Company's directors to take all such actions as they may consider necessary or appropriate for carrying the Scheme into effect; and
- To amend the articles association of the Company as set out in the Notice of General Meeting.

For Against Vote Withheld

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It is helpful for organisational purposes for the Company to gauge the number of attendees at the General Meeting. Therefore, if you intend to attend the General Meeting please tick here: ☐

Signature:

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. Terms defined in the Shareholder Circular shall have the same meanings when used in this Form of Proxy, unless the context otherwise requires.
2. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
3. Appointment of a proxy does not preclude you from attending the General 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.
4. A proxy does not need to be a member of the Company but must attend the General Meeting to represent you. To appoint as your proxy a person other than the Chairman of the Meeting, please strike out the words 'the Chairman of the Meeting' overleaf and insert the full name of your chosen proxy in the box (see reverse). If you sign and return this Form of Proxy with no name inserted in the box, the Chairman of the Meeting will be deemed to be your proxy. 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. 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.
5. 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 (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 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.
6. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote Withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the relevant resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
7. 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 9.30 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).
8. 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 to request a change of address form.
9. Any alterations made to this Form of Proxy should be initialled.
10. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the General 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 such 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 General Meeting.

11. In the case of joint holders, any one such joint holder may tender a vote, whether in person, or by proxy. However, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's Register of Members in respect of the joint holding (the first-named being the most senior).
12. 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.
13. To change your proxy instructions simply submit a new proxy appointment using the method set out in Note 5 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.
14. 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 9.30 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 3 above, your proxy appointment will remain valid.
15. 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.
16. Copies of the Company's existing articles of association and the articles of association as proposed to be amended by the special resolution set out in the Notice of General Meeting are available for inspection at the offices of First Floor, One Stockport Exchange, Railway Road, Stockport, SK1 3SW during normal business hours on weekdays until the date of the General Meeting and during the General Meeting.
17. 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 9.30 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.
18. Alternatively, you may appoint a proxy or proxies electronically by creating a new portfolio using your 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 9.30 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)).

**PLEASE USE REPLY-PAID ENVELOPE PROVIDED**