

**EXTRAORDINARY GENERAL MEETING
OF THE SHAREHOLDERS OF THE COMPANY**
(the “General Meeting”)

TO BE HELD ON MONDAY, AUGUST 17, 2026
AT 25C, BOULEVARD ROYAL, L-2449 LUXEMBOURG
THE GRAND DUCHY OF LUXEMBOURG
AT 11.00 A.M. (CET)

PROXY

The undersigned _____, a company organised and existing under the laws of _____, having its registered office at _____,

being a holder of _____ shares of **O’KEY GROUP S.A.**, a public limited company (*société anonyme*) incorporated under the laws of the Grand Duchy of Luxembourg, having its registered office 25C, Boulevard Royal, L-2449 Luxembourg, the Grand Duchy of Luxembourg, registered with the *Registre de Commerce et des Sociétés* in Luxembourg under number B 80.533 (the “**Company**”),

hereby appoints _____ (the “**Proxyholder**”),

with full power to act alone, and with full power of substitution:

- to appear in the name of, and represent the undersigned at the General Meeting to vote on the following agenda with any such amendments or changes as the Proxyholder may deem appropriate as well as on such other items as may be brought before such meeting, in accordance with the voting instructions stated below, in connection with the exercise of certain options, and to waive any right to any convening notice or formality (to the extent necessary):

Agenda of the General Meeting

1. *Guided by paragraph 20.5(g) of the Consolidated Articles of Association of the Company dated 27 September 2024:*
 - (i) *to liquidate (dissolve) the Company’s subsidiary O’KEY MA S.à r.l., a private limited liability company (société à responsabilité limitée) having its registered office at 25C, Boulevard Royal, L-2449 Luxembourg, the Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies’ Register (Registre de Commerce et des Sociétés de Luxembourg) under number B240557;*
 - (ii) *to authorize the Board of the Directors of the Company to determine and take all appropriate steps and actions required or useful and make any resolutions necessary to implement the decision on liquidation (dissolution) of O’KEY MA S.à r.l. as specified in point (i) above.*

Voting instructions:

Resolutions	For	Against	Abstention
Item 1			

If amendments or new items were to be presented, the undersigned irrevocably gives power to the Proxyholder, to vote in his name and as he or she deems fit, unless the undersigned ticks the box below:

“I abstain” ☐

- in general to do anything which is necessary or useful in the accomplishment of the above proxy and to accept any amendment to the above agenda or the items therein as the Proxyholder deems appropriate, so long as such amendment complies with the above voting instructions.

The undersigned further hereby expressly agrees to fully indemnify each Proxyholder, and shall keep each Proxyholder fully indemnified, against any costs, claims, expenses, losses, liabilities and damages suffered by such Proxyholder in connection with the powers granted to him/her in the present proxy or in the exercise of any of the powers conferred, or purported to be conferred, on him/her by this proxy. The undersigned further hereby expressly confirms that the undersigned agrees to ratify and confirm all documents, deeds, acts and things which

any of the Proxyholders execute, do, or purport to do in the exercise of any of the powers conferred, or purported to be conferred, by the present proxy.

The present proxy shall be valid until August 30, 2026.

Dated _____ 2026

Signed _____

Name:

Title: