



I2PO Shareholders' Meeting of June 30, 2022

- **Approval of the merger of Deezer with and into I2PO**
- **Approval of the private placement conducted by I2PO for an amount of €119 million**
- **Implementation of a liquidity contract with Exane**

Paris, June 30, 2022 – The I2PO combined shareholders' meeting took place today in Paris under the chairmanship of Mrs. Iris Knobloch.

The I2PO combined shareholders' meeting adopted all the proposed resolutions, and in particular:

- approved the financial statements for the fiscal year 2021;
- approved the merger with Deezer, a French *société anonyme*, whose registered office is located at 24, rue de Calais, 75009 Paris, registered in the Paris Trade and Companies Register under number 511 716 573 ("**Deezer**"), with I2PO being the surviving entity (the "**Merger**");
- approved the share capital increase for a total amount (issuance premium included) of up to €150 million reserved to certain identified investors (for up to €119 million) and, potentially, to certain categories of investors (for up to €31 million) (the "**PIPE**");
- approved the modification of the governance of I2PO which will result from the completion of the Merger and from the amendments of I2PO's bylaws, in particular the appointment of Guillaume d'Hauteville, Jeronimo Folgueira, Hans-Holger Albrecht, Amanda Cameron, Sophie Guiyette, Valérie Accary and Mari Thjømøe as directors in replacement of Mercedes Erra, Patricia Fili-Krushel, Fleur Pellerin, Carlo d'Asaro-Biondo and Artémis 80.

The extraordinary shareholders' meeting of Deezer held on June 29, 2022 also approved the Merger.

The I2PO Board of Directors' meeting, held after the shareholders' meeting, decided to implement the PIPE and, accordingly, to carry out a share capital increase of €119 million (issuance premium included) by way of issuance of 11,900,000 new ordinary shares to be issued at a subscription price of €10.00 per share (issuance premium included) reserved to certain identified investors including Groupe Artémis, one of I2PO's founders, most of the existing shareholders of Deezer and in particular, Access Industries, UMG, Warner Music, Orange, Kingdom Holdings, Eurazeo and Xavier Niel, as well as a selected group of long-term French and international investors including Bpifrance and Média Participations.

The settlement and delivery of the PIPE is expected to take place on July 5, 2022 and will be immediately followed by the completion of the Merger.

Further details of the PIPE are described in the prospectus approved on June 15, 2022 under number 22-216 by the AMF and is available on the AMF's website (www.amf-france.org) and on I2PO's website (www.i2po.com) and obtainable free of charge from I2PO.

The prospectus prepared in the context of the Merger has been approved on May 31, 2022 under number 22-184 by the *Autorité des marchés financiers* ("AMF") and is available on the AMF's website (www.amf-france.org) and on I2PO's website (www.i2po.com) and obtainable free of charge from I2PO.

Investors should review the risks factors described in these abovementioned prospectuses.

The full results of all matters voted on at the combined shareholders' meeting will be made available on the Business Combination section of I2PO's website (www.i2po.com).

A liquidity agreement will be entered into on July 5th, 2022 among I2PO and Exane BNP Paribas, for an initial period ending December 31, 2022, tacitly renewable thereafter for additional 12 month-periods, in order to enhance the liquidity of its ordinary shares (ISIN: FR001400AYG6) as from such date.

The implementation of this liquidity agreement will be carried out in accordance within applicable regulation, and more particularly within the provisions of Regulation (EU) No. 596/2014 of April 16, 2014 on market abuse (MAR), as amended and supplemented by its delegated regulations, and the AMF decision no. 2021-01 of June 22, 2021.

This liquidity agreement will be entered into as part of the execution of the share buy-back program approved by I2PO combined shareholders' meeting held today. For more information on this program, see section 19.2.3 of the prospectus prepared in the context of the Merger.

The following cash resources have been allocated to the liquidity account: 800,000 euros.

The execution of operations under the liquidity contract may be suspended in accordance with the conditions set out in Article 5 of AMF Decision no. 2021-01 of June 22, 2021.

The execution of the liquidity agreement may also be suspended as follows:

- at any time by I2PO for any duration;
- in the event of a holding of a number of shares of I2PO equal to the maximum decided by the shareholders' meeting held today, taking into account in particular the shares already held by I2PO pursuant to Article L. 225-210 of the French Commercial Code;
- if the share is listed outside the thresholds authorized by the shareholders' meeting held today;
- in the event of the expiration or suspension of the authorization to purchase shares given by shareholders' meeting held today;

The liquidity contract may be terminated:

- - at any time by I2PO, without notice;
- - at any time by Exane BNP Paribas, subject to a one-month prior notice.

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European Economic Area – France

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*A copy of the prospectus issued in the context of the Merger (the "**Merger Prospectus**") and of the PIPE Prospectus are available on the AMF's website (www.amf-france.org) and on I2PO's website (www.i2po.com) and obtainable free of charge from I2PO. The Merger Prospectus includes and the PIPE Prospectus will include a detailed description of I2PO, including a section describing certain risk factors relating to I2PO and the Merger and the PIPE.*

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