VusionGroup

Société anonyme

55, place Nelson Mandela

92000 Nanterre

Statutory Auditors' report on the issue of shares and marketable securities with retention and/or cancellation of preferential subscription rights

Combined Shareholders' Meeting of June 4, 2026
18th, 19th, 20th, 21st and 22nd resolutions

KPMG S.A.

Tour EQHO
2, avenue Gambetta
92066 Paris-La Défense Cedex

S.A. au capital de 5.497.100 €
775 726 417 RCS Nanterre

Société de Commissariat aux Comptes inscrite
à la Compagnie Régionale de Versailles et du Centre

Deloitte & Associés

6, place de la Pyramide
92908 Paris-La Défense Cedex

S.A.S. au capital de 2 201 424 €
572 028 041 RCS Nanterre

Société de Commissariat aux Comptes inscrite
à la Compagnie Régionale de Versailles et du Centre

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This is a free translation into English of the statutory auditors' report issued in French and is provided solely for the convenience of English-speaking users. This report should be read in conjunction with, and construed in accordance with, French law and professional standards applicable in France.

To the VusionGroup Shareholders' Meeting,

In our capacity as Statutory Auditors of your company (hereinafter the "Company") and pursuant to the procedures provided for in Articles L. 228-92 and L. 225-135 *et seq.* of the French Commercial Code (*code de commerce*), we hereby present our report on the proposed delegations of authority to the Board of Directors to issue shares and/or marketable securities, transactions on which your are asked to vote.

Based on its report, the Board of Directors asks that you delegate to it, with the option to sub-delegate, for a period of 26 months commencing the date of this Shareholders' Meeting, the authority to decide the following transactions and set the definitive issue terms and conditions and proposes, where necessary, that you cancel your preferential subscription rights:

- the issue of shares of the Company and/or marketable securities granting access to equity securities to be issued, with retention of preferential subscription rights (18th resolution);

- the issue, with cancellation of preferential subscription rights, via a public offering other than public offerings referred to in Article L. 411-2 1° of the French Monetary and Financial Code (*code monétaire et financier*), with a mandatory priority subscription period granted to shareholders (19th resolution), of shares of the Company and/or marketable securities granting access to equity securities to be issued, it being specified that these securities may be issued in consideration of securities contributed as part of a public exchange offer (or a mixed or alternative public offer of purchase or exchange, or any other offer including an exchange component), pursuant to the provisions of Article L. 22-10-54 of the French Commercial Code;
- the issue, with cancellation of preferential subscription rights, via a public offering other than public offerings referred to in Article L. 411-2 1° of the French Monetary and Financial Code (*code monétaire et financier*), with an optional priority subscription period granted to shareholders (20th resolution), of shares of the Company and/or marketable securities granting access to equity securities to be issued, it being specified that these securities may notably be issued in consideration of securities contributed to the Company as part of a public exchange offer performed in France and/or another country in accordance with local rules (for example in the context of a reverse merger), on securities satisfying the conditions set forth in Article L. 22-10-54 of the French Commercial Code;
- the issue with cancellation of preferential subscription rights, via a public offering referred to in Article L. 411-2 1° of the French Monetary and Financial Code (*code monétaire et financier*), up to the legal maximum of 30% of the share capital per year (21st resolution), of shares of the Company and/or marketable securities granting access to equity securities to be issued:
- the issue, in consideration of contributions in kind transferred to the Company and comprised of equity securities or marketable securities granting access to the share capital (22nd resolution) of shares of the Company and/or marketable securities granting access to equity securities to be issued, up to a maximum of 10% of the share capital (as at the date of the Board of Directors' decision to perform the issue).

The total par value amount of share capital increases that may be carried out, immediately or in the future, pursuant to the 18th, 19th, 20th, 21st, 22nd and 23rd resolutions, may not, according to the 18th resolution, exceed €16,873,000, it being specified that the total par value amount of share capital increases that may be carried out may not exceed:

- €6,749,000 for issues performed pursuant to the 19th resolution;
- €3,374,000 for issues performed pursuant to each of the 20th and 21st resolutions, this amount also representing, according to the 20th resolution, a ceiling for all issues performed pursuant to the 20th, 21st and 22nd resolutions.

The total nominal amount of debt securities that may be issued pursuant to the 18th, 19th, 20th, 21st and 22nd resolutions, may not, according to the 18th resolution, exceed €250,000,000, it being specified that this amount is also the individual ceiling for each of these resolutions.

The Board of Directors is responsible for preparing a report in accordance with Articles R. 225-113 *et seq.* of the French Commercial Code. Our role is to express an opinion on the fair presentation of the quantified information extracted from the accounts, on the proposed cancellation of preferential subscription rights, and on certain other information concerning these transactions, as presented in this report.

We performed the procedures that we deemed necessary in accordance with the professional guidelines of the French National Institute of Statutory Auditors (*Compagnie Nationale des Commissaires aux Comptes*) relating to this engagement. These procedures consisted in verifying the content of the Board of Directors' report in respect of these transactions and the methods used to determine the issue price of the equity securities to be issued.

Subject to a subsequent review of the terms and conditions of any issues that may be decided, we have no comments to make on the methods used to determine the issue price of the equity securities to be issued, as presented in the Board of Directors' report in respect of the 19th, 20th and 21st resolutions.

Moreover, as this report does not specify the rules for determining the issue price of the equity securities to be issued pursuant to the 18th and 22nd resolutions, we cannot express an opinion on the selected items used to calculate this issue price.

As the final terms and conditions of the issues have not been determined, we do not express an opinion thereon and, as such, on the proposed cancellation of preferential subscription rights on which you are asked to vote in the 19th, 20th and 21st resolutions.

Pursuant to Article R. 225-116 of the French Commercial Code, we will prepare an additional report, as required, when this delegation is used by your Board of Directors, in the event of issues of marketable securities granting access to equity securities to be issued and issues of ordinary shares with cancellation of preferential subscription rights.

Paris-La Défense, May 13, 2026

The Statutory Auditors

KPMG S.A. Deloitte & Associés

Mathilde Fimayer Hélène de Bie