



Global Fashion Group S.A., *société anonyme*  
Registered office: 5, Heienhaff, L-1736 Senningerberg, Grand Duchy of Luxembourg  
RCS Luxembourg B 190.907

## VOTING FORM FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Important instructions regarding the attendance and exercise of your voting rights at the Annual General Meeting (“AGM”) of the shareholders of Global Fashion Group S.A. (the “Company”) to be held in person on Wednesday 12 June 2024 at 9:00 AM (Central European Summer Time, “CEST”).**

**The AGM will be held at the offices of Arendt & Medernach SA. (41A, Avenue John F. Kennedy, L-2082 Luxembourg, Grand Duchy of Luxembourg). Shareholders may attend and vote at the meeting in person. Shareholders who do not wish to participate in person in the Annual General Meeting or appoint a proxy, and duly appointed proxy holders may exercise their voting rights by casting their votes by correspondence using this form.**

**These instructions shall be read together with the information set out in the convening notice to the AGM published on 26 April 2024 on the Company’s website, <https://ir.global-fashion-group.com/annual-general-meeting/>, including but not limited to the information relating to the Certificate of Holdings and the In-Person Attendance Declaration.**

The undersigned,

---

(If an individual: please indicate First and Family Name, Address and Email Address)

(If a company: please indicate Name or Company Name, Registered Office, Registration Authority and Number, Address and Email Address)

holding

\_\_\_\_\_ common shares in dematerialised form, as shown on the attached copy of the certificate evidencing the shareholding on the Record Date, of **29 May 2024 at 23:59 CEST**, being the date that is 14 calendar days before the date of the Meeting (the “**Record Date**”).

### **Global Fashion Group S.A.**

a *société anonyme*, incorporated and existing under the laws of the Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B 190.907, having its registered office at 5, Heienhaff, L-1736 Senningerberg (the “**Company**”),

hereby declares that he/she/it shall not attend in person the AGM of the Company to be held on **Wednesday 12 June 2024 at 9:00 AM (CEST)**, with the following agenda:

### **AGENDA**

1. Presentation of the combined consolidated management report of the management board of the Company (the “**Management Board**”) and of the report of the independent auditor (*réviseur d’entreprises agréé*) on the Company’s consolidated accounts for the financial year ended 31 December 2023 prepared in accordance with the International Financial Reporting Standards as adopted by the European Union (“**IFRS**”) and on the Company’s annual accounts for the financial year ended 31 December 2023 prepared in accordance with Luxembourg Generally Accepted Accounting Principles (“**Luxembourg GAAP**”).

2. Approval of the Company's consolidated accounts for the financial year ended 31 December 2023.
3. Approval of the Company's annual accounts for the financial year ended 31 December 2023.
4. Allocation of results for the financial year ended 31 December 2023.
5. Granting of discharge to Christoph Barchewitz, member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2023.
6. Granting of discharge to Gunjan Soni, member of the Management Board, for the exercise of her mandate during the financial year ended 31 December 2023.
7. Granting of discharge to Matthew Price, former member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2023.
8. Granting of discharge to Patrick Schmidt, former member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2023.
9. Granting of discharge to Cynthia Gordon, member of the supervisory board of the Company (the "**Supervisory Board**"), for the exercise of his mandate during the financial year ended 31 December 2023.
10. Granting of discharge to Georgi Ganev, member of the Supervisory Board, for the exercise of his mandate during the financial year ended 31 December 2023.
11. Granting of discharge to Carol Shen, member of the Supervisory Board, for the exercise of her mandate during the financial year ended 31 December 2023.
12. Granting of discharge to Laura Weil, member of the Supervisory Board, for the exercise of her mandate during the financial year ended 31 December 2023.
13. Granting of discharge to John Baker, member of the Supervisory Board, for the exercise of his mandate during the financial year ended 31 December 2023.
14. Renewal of the appointment of Ernst & Young as independent auditor of the Company for a period ending at the general meeting of shareholders approving the annual accounts for the financial year ending on 31 December 2024.
15. Presentation of, and advisory vote on, the remuneration report for the members of the Management Board and the Supervisory Board for the financial year ended 31 December 2023.
16. Presentation of and advisory vote on the revised remuneration policy for the members of the Management Board and the Supervisory Board.
17. Approval and, to the extent necessary, ratification of the remuneration of the members of the Supervisory Board, payable annually and for the period of their mandate.

The undersigned hereby irrevocably votes on the resolutions to be proposed at the AGM as follows:

**First resolution:** Presentation of the combined consolidated management report of the Management Board and of the report of the independent auditor (*réviseur d'entreprises agréé*) on the Company's consolidated accounts for the financial year ended 31 December 2023 prepared in accordance with IFRS and on the Company's annual accounts for the financial year ended 31 December 2023 prepared in accordance with Luxembourg GAAP.

[No vote required]

**Second resolution:** Approval of the Company's consolidated accounts for the financial year ended on 31 December 2023, showing a balance sheet total of eight hundred sixty-two million fifteen thousand six hundred fifty-three euro and thirty-one cents (EUR 862,015,653.31), as presented by the Management Board.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Third resolution:** Approval of the Company's annual accounts for the financial year ended 31 December 2023 showing a balance sheet total of a balance sheet total of five hundred one million nine hundred thirty-five thousand eight hundred thirteen euro and fifteen cents (EUR 501,935,813.15), as presented by the Management Board.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Fourth resolution:** Allocation of the result. The general meeting of shareholders acknowledges a loss of three hundred eighty-two million four hundred thirty-eight thousand eight hundred eighty-six euro and fifty-seven cents (EUR 382,438,886.57) and resolves to allocate it as follows:

Loss of the financial year	EUR	(382,438,886.57)
Loss of the previous financial year	EUR	(2,867,968,202.08)
Loss to be carried forward to the following financial year	EUR	(3,250,407,088.65)

**Decision**

(please mark your decision by a cross in the corresponding space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Fifth resolution:** Granting of discharge to Christoph Barchewitz, member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision by a cross in the corresponding space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Sixth resolution:** Granting of discharge to Gunjan Soni, member of the Management Board, for the exercise of her mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Seventh resolution:** Granting of discharge to Matthew Price, former member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Eighth resolution:** Granting of discharge to Patrick Schmidt, former member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Ninth resolution:** Granting of discharge to Cynthia Gordon, member of the Supervisory Board, for the exercise of her mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Tenth resolution:** Granting of discharge to Georgi Ganev, member of the Supervisory Board, for the exercise of his mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Eleventh resolution:** Granting of discharge to Carol Shen, member of the Supervisory Board, for the exercise of her mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Twelfth resolution:** Granting of discharge to Laura Weil, member of the Supervisory Board, for the exercise of her mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Thirteenth resolution:** Granting of discharge to John Baker, member of the Supervisory Board, for the exercise of his mandate during the financial year ended 31 December 2023.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Fourteenth resolution:** Renewal of the appointment of Ernst & Young as independent auditor of the Company for a period ending at the general meeting of shareholders approving the annual accounts for the financial year ending on 31 December 2024.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Fifteenth resolution:** Presentation of, and advisory vote on, the remuneration report for the financial year ended 31 December 2023 for the members of the Management Board and the Supervisory Board.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Sixteenth resolution:** Presentation of, and advisory vote on, the revised remuneration policy for the members of the Management Board and the Supervisory Board.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**

**Seventeenth resolution:** Approval and, to the extent necessary, ratification of the remuneration of the members of the Supervisory Board, payable annually and for the period of their mandate.

**Decision**

(please mark your decision  
by a cross in the corresponding  
space reserved to that effect below)

**YES:**

**NO:**

**ABSTENTION:**





Global Fashion Group S.A., *société anonyme*  
Registered office: 5, Heienhaff, L-1736 Senningerberg, Grand Duchy of Luxembourg  
RCS Luxembourg B 190.907

Any lack of a clearly expressed choice in relation to one or more of the various voting options provided above on a signed voting form or any contradictory choice on such form will be considered as an abstention for the relevant resolution.

**Important:** The present voting form must be returned no later than **7 June 2024 at 18:00 CEST** by e-mail to:

**Global Fashion Group S.A.**  
c/o Computershare Operations Center  
E-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)

Only signed Voting Forms will be taken into account (including for the avoidance of doubt, signed pursuant to a valid, legal and binding power of attorney and/or signed electronically).

This voting form and the rights, obligations and liabilities of the undersigned hereunder shall be governed by the laws of Luxembourg.

Any claims, disputes or disagreements arising under, in connection with or by reason of this voting form shall be brought by the undersigned and the Company in the courts of the city of Luxembourg, and each of the undersigned and the Company hereby submits to the exclusive jurisdiction of such courts in any such actions or proceeding and waives any objection to the jurisdiction or venue of such courts.

This voting form shall remain valid if the above meeting is for any reason, postponed or rescheduled unless the agenda is modified.

Signed in \_\_\_\_\_, on \_\_\_\_\_ 2024.

Shareholder: \_\_\_\_\_

\_\_\_\_\_

By:

Title:

\_\_\_\_\_

By:

Title: