

**CHAIR'S LETTER,
NOTICE OF MEETING
AND POWER OF
ATTORNEY**

2026

Prosus
is a global
technology
group with
businesses and
investments in
growth markets
around the world.

Contents

1	Chair's letter
2	Notice of hybrid annual general meeting
2	Meeting documents
2	Record date
2	Registration
3	Physical attending and voting
3	Virtual attending and voting
3	Voting by proxy
3	Written questions and information
3	Agenda and explanatory notes
8	Power of attorney
10	Administration and corporate information

Chair's letter

Dear Shareholder

I am pleased to invite you to the annual general meeting (AGM) of Prosus N.V. (the company or Prosus). This will be held at 10:00 (Central European time) on Wednesday, 26 August 2026, at AI House, Prosus, Gustav Mahlerplein 5, 1082 MS Amsterdam, the Netherlands. We will also ensure virtual access to the AGM in a manner consistent with the arrangements for a hybrid meeting. Virtual participation will be subject to our terms and conditions for hybrid general meetings.

At the AGM, we will review challenges and opportunities the past year imposed upon or offered to the group. Fabricio Bloisi, the chief executive, will update you on the progress of the business. Some presentations regarding other items on the agenda will follow. Then we will have a full Q&A session on matters tabled, before we vote on the relevant resolutions.

Full explanations of all proposed resolutions are set out in the notes to follow. The board believes that all proposals to be put to you at the AGM are in the best interest of Prosus and all its shareholders. Accordingly, the directors unanimously recommend that you vote in favour of the resolutions, as they intend to do themselves in respect of their own shares.

The AGM is an important opportunity for all shareholders to ask questions on the above matters, and on any other topic relevant to our business and these resolutions. Shareholders attending the AGM are kindly invited to submit questions addressed to the AGM in advance to generalmeeting@prosus.com. Alternatively, you may already find the answer to your question on our website at www.prosus.com.

Enclosed with this letter you will find a notice of the AGM being convened, together with an agenda and explanatory notes. Year-end documents are available on our website at www.prosus.com/investors.

If you would like to electronically grant a proxy with voting instructions to Joyce Leemrijse, civil law notary with Allen Overy Shearman Sterling LLP in Amsterdam, you are welcome to do so. Please advise her no later than 17:30 (CET) on Wednesday, 19 August 2026.

Please refer to the information provided in the notice. All your votes are important to us, and I would urge you to cast your vote. For those who are registered in Prosus' register of shareholders, we are enclosing a proxy form with voting instructions. You may also cast your vote electronically in real time during the AGM. Requirements are set out in the notice.

The results of the AGM will be announced at the end of the meeting. Subsequently, also via a press release, as well as on the Prosus website at www.prosus.com/news.

Our board looks forward to engaging with you on Wednesday, 26 August 2026.

Yours sincerely

Koos Bekker
Chair

29 June 2026

Notice of hybrid annual general meeting

Notice is hereby given that the hybrid annual general meeting of Prosus N.V. (the company or Prosus), will be held at 10:00 (Central European time) on Wednesday, 26 August 2026, for the purposes of considering the following business:

1. To discuss the Prosus annual report (including the sustainability statements) submitted by the board of directors (non-voting item).
2. To discuss the corporate governance chapter of the Prosus annual report (non-voting item).
3. To approve the directors' remuneration report (advisory vote).
4. To adopt the annual accounts (voting item).
5. To make a distribution in relation to the financial year ended 31 March 2026 (voting item).
6. To discharge the executive directors from liability (voting item).
7. To discharge the non-executive directors from liability (voting item).
8. To adopt the remuneration policy of the executive and non-executive directors (voting item).
9. To approve the remuneration of the non-executive directors (voting item).
10. To appoint Arnold Goldberg as a non-executive director of Prosus (voting item).
11. To reappoint the following non-executive directors (voting items):
 - 11.1. Rachel Jafta
 - 11.2. Mark Sorour
 - 11.3. Manisha Girotra
 - 11.4. Ying Xu.
12. To reappoint Deloitte Accountants B.V. as the auditor charged with the auditing of the annual accounts and the sustainability statements for the year ending 31 March 2028 (voting item).
13. To designate the board of directors as the company body authorised to issue shares (voting item).
14. To authorise the board of directors to resolve that the company acquires shares in its own capital (voting item).
15. To reduce the share capital by cancelling own shares (voting item).
16. Voting results.
17. Closing.

The AGM of Prosus will be held at 10:00 (Central European time) on Wednesday, 26 August 2026, at AI House, Prosus, Gustav Mahlerplein 5, 1082 MS Amsterdam, the Netherlands. We will also ensure virtual access to the AGM in a manner consistent

with the arrangements for a hybrid meeting. Virtual participation will be subject to our terms and conditions for hybrid general meetings.

Meeting documents

The agenda, including explanatory notes, and the 2026 annual report, including sustainability statements, and including financial statements, the remuneration report, the proposed amendment to the articles of association for agenda item 5, as well as the other meeting documents, are available upon request and free of charge at the office of Prosus, Gustav Mahlerplein 5, 1082 MS Amsterdam; on email at: generalmeeting@prosus.com; or on our website at www.prosus.com/investors/shareholdercentre/shareholder-meetings.

These documents can also be obtained digitally from ING Bank N.V. via their online portal, Evote by ING (evote.ingwb.com), or by request to the email address agm.pas@ing.com.

Record date

In accordance with the statutory provisions, eligible meeting participants and persons entitled to vote at the AGM are those persons who on Wednesday, 29 July 2026 (the record date), after processing of all entries and deletions as of that date, are recorded in the (sub)registers designated by the board of directors.

Registration

Holders of shares (or their authorised representatives) who wish to attend the annual general meeting must register electronically with ING Bank N.V. via the Evote by ING online portal (evote.ingwb.com) via their intermediaries at which their shares are administered, following the record date and no later than Wednesday, 19 August 2026, at 17:30 CET. Not later than Thursday, 20 August 2026 (before 12:00 noon CET) the intermediaries are to provide ING Bank N.V. via agm.pas@ing.com with an electronic statement that includes the number of shares held on the record date by the shareholder concerned and applied for registration. In addition, the intermediaries are requested to include the full address details of the relevant shareholder, as well as their valid email address, securities account and (for virtual access) mobile phone number which are required for authentication purposes in order to provide access. The receipt (of registration) to be supplied by ING Bank N.V. via the relevant intermediary will serve as an admission ticket to the meeting for those attending the meeting in person, or will contain login details for attending the meeting and/or to vote for those attending the meeting virtually. Holders of shares registered in Prosus' shareholders register (or their authorised representatives) who wish to attend the AGM and/or to vote must register in writing with ING Bank Issuer Services by email at agm.pas@ing.com not later than Wednesday, 19 August 2026, at 17:30 CET.

Notice of hybrid annual general meeting continued

Physical attending and voting

Registration for admission to the annual general meeting will take place on the day of the annual general meeting from 09:00 CET until the commencement of the annual general meeting at 10:00 CET. After this time, registration for admission is no longer possible. Persons entitled to attend the meeting must present a valid admission ticket for the meeting and may be asked for identification prior to being admitted and are therefore requested to carry a valid identity document. Proxy holders must present a copy of their proxy.

Virtual attending and voting

Shareholders can attend and vote at the meeting on all resolutions virtually, therefore, online and remotely, with their own smartphone, tablet or personal computer, unless the shareholder's intermediary does not accommodate online attending and voting.

Shareholders who wish to attend the AGM and/or vote virtually may, following the application, access the online platform of the AGM via Evote by ING at evote.ingwb.com. Certain details of the shareholder may be required for verification purposes. On the day of the AGM, you will be able to log in for virtual admission to the meeting, via Evote by ING at evote.ingwb.com from 09:00 CET until the commencement of the meeting at 10:00 CET. You must log in and complete the virtual admission procedure for the meeting before 10:00 CET. After this time, registration is no longer possible. Shareholders who log in afterwards will only have access to the webcast to follow the meeting, but will not be able to ask questions and will not be able to vote.

The Prosus policy regarding general meetings of shareholders can be found at www.prosus.com (with the meeting documents). Virtual voting entails risks. If you wish to avoid such risks, you should choose to give a proxy with voting instructions or attend the meeting physically.

Voting by proxy

Shareholders who are unable to attend the meeting and/or do not wish to vote during the meeting can render a proxy with their voting instructions electronically via evote.ingwb.com. By doing so, voting instructions are given to Ms Joyce Leemrijse, civil law notary with Allen Overy Shearman Sterling LLP, in Amsterdam, or her deputy, to cast their vote at the annual general meeting. If a shareholder is unable to give their voting instructions electronically, these may also be given in writing. The proxy form can be found on the Prosus website at www.prosus.com/investors/shareholder-centre/shareholder-meetings. The written proxy form must be received by ING Bank N.V. (attention of Issuer Services TRC 02.039, Foppingadreef 7, 1102 BD, Amsterdam, the Netherlands, or via agm.pas@ing.com) on Wednesday, 19 August 2026, at 17:30 CET at the latest.

Written questions and information

Shareholders are encouraged to submit questions prior to the meeting by sending them to generalmeeting@prosus.com before 23 August 2026, at 10:00 CET. The relevant questions and answers will be published on the company's website (www.prosus.com/investors/shareholder-centre/shareholdermeetings).

Agenda and explanatory notes

- To discuss the Prosus annual report (including the sustainability statements) submitted by the board of directors (non-voting item)**
- To discuss the corporate governance chapter of the Prosus annual report (non-voting item)**

At this combined agenda item 1 and 2, the chief executive will update you on the progress of the business in the financial year ended 31 March 2026. The sustainability statements form part of the annual report and are included on → [pages 236 to 247](#). In addition, an update will be provided on the corporate governance structure of the company and the compliance of the company with the Dutch Corporate Governance Code 2025. Reference is made to the corporate governance chapter of the Prosus annual report on → [pages 40 to 65](#).

A full Q&A session will be held on all matters tabled for this meeting during this agenda item.

- To approve the directors' remuneration report (advisory vote)**

Prosus has drawn up the directors' remuneration report, including an overview of remuneration to individual members of the board in accordance with the statutory requirements.

The directors' remuneration report is put to the general meeting of shareholders for a non-binding advisory vote. It is proposed to approve the directors' remuneration report. Please refer to the directors' remuneration report that is included in the Prosus annual report on → [pages 66 to 92](#). A copy of the remuneration policy, which was approved by shareholders at the annual general meeting in 2025, is available on our website at www.prosus.com.

- To adopt the annual accounts (voting item)**

To consider and adopt the annual accounts for the twelve (12) months ended 31 March 2026 as included in the Prosus annual report on → [pages 138 to 217](#).

- To make a distribution in relation to the financial year ended 31 March 2026 (voting item)**

Prosus does not have a defined dividend policy and, as such, there are no restrictions on, or a target range for, the payment of dividends. The board generally considers dividend declarations annually during the month of June when it finalises the annual accounts.

Notice of hybrid annual general meeting continued

The ability and intention of Prosus to declare and pay dividends in the future:

- i. will mainly depend on its financial position, results of operations, capital requirements, investment prospects, the existence of distributable reserves and available liquidity and such other factors as the board may deem relevant; and
- ii. are subject to numerous assumptions, risks and uncertainties, many of which are beyond Prosus' control.

In accordance with the articles of association, the board proposes that a distribution be made to holders of ordinary shares as follows:

- i. 28 euro cents per share to the holders of ordinary shares N;
- ii. 0.000028 euro cents per share to the holders of ordinary shares B; and
- iii. an amount per share equal to the outcome of the formula set forth in article 30.3 of the articles of association to the holders of ordinary shares A1, in each case in accordance with articles 30.2 through 30.3 of the articles of association.

Holders of ordinary shares N can elect whether they want to receive their distribution in the form of a regular dividend out of net profit, or whether they prefer to receive an equal amount in the form of repaid capital instead. Holders of ordinary shares N that do not make a choice participate in the distribution of repaid capital. In addition, a choice for one option implies an opt-out of the other option.

Thereto, this proposal to make a distribution in relation to the financial year ended 31 March 2026 consists of two elements, being the distribution of a dividend out of net profit and the distribution of repaid capital. The latter implies a resolution to formally reduce the capital of the company (*kapitaalvermindering*) to be effectuated after the conclusion of a formal capital reduction process, including a two-month opposition period for creditors. To be able to make a distribution in the form of repaid capital, two subsequent changes to the articles of association have to be made by:

- i. increasing the nominal value of the ordinary shares N with 28 euro cents, thus increasing the issued share capital of the company at the charge of the share premium reserve; and
- ii. subsequently, by decreasing the nominal value of the ordinary shares N back to the current nominal value, thus decreasing the issued share capital of the company, which decrease is partly paid to the shareholders who have opted for the repaid capital option. The balance will be added (back) to the share premium reserve of the company.

Consequently, the proposal consists of three parts:

- i. the proposal to distribute a dividend as set out above;
- ii. the proposal to amend the articles of association of the company by an increase of the nominal value of the ordinary shares N from €0.05 to €0.33, thus increasing the issued share capital of the company at the charge of the share premium reserve; and

- iii. the proposal to decrease the issued share capital of the company and to amend the articles of association of the company by a decrease of the nominal value of the ordinary shares N back from €0.33 to the current nominal value of €0.05, thus decreasing the issued share capital of the company, which decrease is partly paid to the shareholders who have opted (or implicitly opted) for the repaid capital option, and the balance is added to the share premium reserve of the company.

The proposed changes (in English and Dutch) are set out in the proposed amendments 2026 to the articles of association available at www.prosus.com.

The proposal to amend the articles of association includes authorising each member of the board, the company secretary, as well as each (deputy) civil law notary and notarial assistant of Allen Overy Shearman Sterling LLP (Amsterdam office), attorneys at law, civil law notaries and tax advisers, each of them separately, to have the two deeds of amendment of the articles of association executed.

For those holders holding their shares in South Africa via Strate, the proposed distribution, as denominated in euro, will be translated to South African rand at the exchange rate prevailing on the date of approval at the 2026 annual general meeting.

6. To discharge the executive directors from liability (voting item)

It is proposed that the executive directors in office for the year ended 31 March 2026 be discharged from liability for the fulfilment of their tasks in the 2026 financial year.

7. To discharge the non-executive directors from liability (voting item)

It is proposed that the non-executive directors for the year ended 31 March 2026 be discharged from liability for the fulfilment of their tasks in the 2026 financial year.

8. To adopt the remuneration policy of the executive and non-executive directors (voting item)

In accordance with sections 2:135, 2:135a and 2:145(2) of the Dutch Civil Code, the non-executive directors have drawn up a remuneration policy of the executives and non-executives, setting out the combined remuneration for Naspers and Prosus. The remuneration policy is available on Prosus' website at www.prosus.com/investors. The remuneration policy has been approved by the board on recommendation from the human resources and remuneration committee.

Notice of hybrid annual general meeting continued

9. To approve the remuneration of the non-executive directors (voting item)

The approval of the remuneration of non-executive directors for the year ending 31 March 2028, as follows:

31 March 2028 ^{1, 2}	Capacity	Total proposed fee payable by Naspers and Prosus US\$	Proposed amount payable by Prosus US\$
Board	Chair ³	946 193	662 335
	Member	378 477	264 934
Audit committee	Chair	164 533	115 173
	Member	65 813	46 069
Risk committee	Chair	97 729	68 410
	Member	39 092	27 364
Human resources and remuneration committee	Chair	115 619	80 933
	Member	46 247	32 373
Nomination committee	Chair	62 312	43 619
	Member	24 925	17 447
Sustainability committee	Chair	85 528	59 869
	Member	34 211	23 948
All members: Daily fees when travelling to and attending meetings outside home country or attended meeting virtually		3 500	2 450
Trustee of group share schemes/other personnel funds		R72 044	R50 431

¹ Following the listing of Prosus on Euronext Amsterdam, Prosus non-executive directors serve on the boards of both Naspers Limited and Prosus N.V. As a result of the non-executive directors assuming these dual responsibilities, the proposed fees will be split between Naspers and Prosus on a 30/70 basis.

² The remuneration report on → pages 66 to 92 of the annual report sets out details of the shareholders' advisory vote on the remuneration report for FY25 as well as information on stakeholder engagement on remuneration.

³ The chair of Prosus does not receive additional remuneration for attending meetings or being a member of or chairing any committee of the board or serving as a board member of Tencent.

10. To appoint Arnold Goldberg as a non-executive director of Prosus (voting item)

In accordance with the articles of association, the board of directors proposes to appoint Arnold Goldberg as an independent non-executive director of Prosus.

Arnold Goldberg (58, male) earned a BS in Computer Engineering from the University of Florida in 1990 and began his career as a Software Engineer at Harris Corporation and ABB Limited, later contributing to IBM's WebSphere Application Server. From 2000 to 2008, he held leadership roles at Hyperion Solutions and eBay, building infrastructure teams and setting technology standards. Between 2008 and 2012, he scaled startups like LinkedIn, launching platform initiatives, and Box, growing the engineering team 20 times. At PayPal (2013 to 2021), he has led agile transformations, rebuilt merchant products, and oversaw +2 000 employees and a US\$400m budget,

driving significant growth in revenue and market cap. Arnold joined Google in January 2022 as VP and GM of Payments, leading teams for Google Pay, Google Wallet and the Payments Platform, serving billions of users. He drove an open ecosystem strategy, tripling growth rates, and expanded Google's financial services into new technologies. Arnold stepped down in June 2025.

Due to his wealth of experience and insights in technology companies, the board unanimously recommends that Arnold be appointed as an independent non-executive director of Prosus for a period of three years, ending at the close of the annual general meeting to be held in 2029.

As at the date of this notice, he does not hold any shares in the capital of the company.

Notice of hybrid annual general meeting continued

11. To reappoint the following non-executive directors (voting items)

It is proposed to reappoint the following non-executive directors for a period of three years, thus ending at the close of the annual general meeting to be held in 2029.

11.1 Rachel Jafta

Rachel Jafta (65, female) is an independent non-executive director. She is a research associate at the Centre for Competition Law and Economics at Stellenbosch University. She joined Naspers as a director in 2003 and was appointed a director of Media24 in 2007. She is a member of the South African Economic Society, chair of the Cape Town Carnival Trust, member of the management committee of the Bureau for Economic Research at Stellenbosch University and member of the international advisory board of Fundação Dom Cabral Business School, Brazil. She was appointed chair of the Media24 board in April 2013 and chairs its nominations committee. She is also a director of Naspers Beleggings (RF) Limited. She completed the International Board Directors' Program (2024) at SDA Bocconi School of Management, Milan and St Gallan University, Switzerland. In 2025, she completed the Prosus 10x programme at Stanford Graduate School of Business. She holds an MEcon and a PhD from Stellenbosch University.

Due to the wealth of experience combined with her knowledge and experience in the field of economics, the board unanimously recommends that she be reappointed.

As at the date of this notice, she does not hold any shares in the capital of the company.

11.2 Mark Sorour

Mark Sorour (64, male) is a non-independent non-executive director. He joined the Naspers group in the mid-1990s, where he led business development and corporate finance activities on a global scale. Following international assignments in Hong Kong and Amsterdam, he returned to Cape Town as the Naspers group's chief investment officer, responsible for all global investment activities. After more than two decades with the group, he retired from his executive role some years ago but continued to serve on the Naspers board. He is a qualified South African chartered accountant, holding a BCom and DipAcc from the University of KwaZulu-Natal.

Due to the wealth of experience combined with his investment knowledge, the board unanimously recommends that he be reappointed.

As at the date of this notice, he holds 1 961 ordinary shares N directly and 463 ordinary shares N indirectly.

11.3 Manisha Girotra

Manisha Girotra (56, female) serves on the global boards of Naspers and Prosus, Mindspace Business Parks REIT, Sona BLW Precision Forgings Limited and Asia Society India Centre. In addition, Manisha is on the boards of Central Square Foundation and Neurology Foundation. Manisha is also a mentor for working women and aspiring working women at Aspire for Her, a start-up wanting to put one million women into the workforce by 2025. Manisha represents the banking industry's viewpoint on several panels of SEBI, CII, FICCI and other industry associations. Her contributions have been widely recognised through industry accolades by being named as one of the 50 Women to Watch by The Wall Street Journal and being nominated in the Top 50 Women in Business by Forbes & Fortune and being named Top 25 Most Powerful Women in Business in India by Business Today. Manisha graduated in Economics from St Stephen's College, Delhi and was awarded the Dr Manmohan Singh Gold Medal for academic excellence for her Master's Degree from the Delhi School of Economics.

Due to the wealth of experience and industry knowledge specifically related to India and the payments and fintech industry, the board unanimously recommends that she be reappointed.

As at the date of this notice, she does not hold any shares in the capital of the company.

11.4 Ying Xu

Ying Xu (62, female) is an independent non-executive director. She is the president of Wumei Technology Group (Wumei or Wumart), a technology-driven retailer in China. Deeply engaged in the retail business for 15 years, she has strong insight and knowledge of consumers in China, especially in online and offline retail. Before joining Wumei, she was vice president of LG (a joint venture) at Tianjin International Trust & Investment. She holds a BA in English from Tianjin University in China and an MBA from Meinders School of Business, Oklahoma City University.

Due to the wealth of experience and industry knowledge in the technology sector, the board unanimously recommends that she be reappointed.

As at the date of this notice, she does not hold any shares in the capital of the company.

Mrs Jafta and Mr Sorour were first appointed to the board of Prosus on 14 August 2019 and Mrs Girotra on 1 October 2019. They were reappointed on 18 August 2020 and reappointed on 23 August 2023 and retire by rotation and, being eligible, offer themselves for re-election as directors of Prosus. Mrs Xu was appointed for the first time on 18 August 2020 and reappointed on 23 August 2023, and retires by rotation, and, being eligible, offers herself for re-election as director of Prosus.

The board unanimously recommends that the re-election of directors in terms of this resolution be approved by shareholders of Prosus.

Notice of hybrid annual general meeting *continued*

12. To reappoint Deloitte Accountants B.V. as the auditor charged with the auditing of the annual accounts and the sustainability statements for the year ending 31 March 2028 (voting item)

To reappoint, on the recommendation of Prosus' audit committee, Deloitte Accountants B.V. as independent registered auditor of Prosus charged with the auditing of the annual accounts and of the sustainability statements for the financial year ending 31 March 2028.

The board annually reviews the performance of the auditor in June. The board is satisfied with the performance of the external auditor.

13. To designate the board of directors as the company body authorised to issue shares (voting item)

To designate the board as the company body authorised to resolve on the issue of shares in the capital of Prosus and the granting of rights to subscribe for shares, up to 10% (ten percent) of the issued capital in aggregate as at the date of the annual general meeting, with the power to the board to decide which class(es) of shares is/are issued and to restrict or exclude pre-emptive rights accruing to shareholders in relation to the issue of shares or rights to subscribe for shares, for a period of eighteen (18) months from the date of the annual general meeting for general purposes. This authority will allow the board to be flexible and react expediently, if and when deemed appropriate, including in situations in which the capital position of Prosus is at stake.

Upon adoption of this resolution, the current designation of the board, given on 20 August 2025, is cancelled.

14. To authorise the board of directors to resolve that the company acquires shares in its own capital (voting item)

It is proposed that the shareholders authorise the board, for a period of eighteen (18) months from the date of the annual general meeting, as the competent body of the company to acquire fully paid-up shares in its own capital, up to a maximum of 20% (twenty percent) of the total issued share capital as of the date of the annual general meeting. The repurchase can take place for a price, excluding expenses, not lower than the nominal value of the shares and not higher than the opening price on Euronext Amsterdam on the trading day of the repurchase or the agreement to acquire the shares is entered into plus 10% (ten percent).

Upon adoption of the resolution, the current authorisation to the board given on 20 August 2025 lapses.

15. To reduce the share capital by cancelling own shares (voting item)

It is proposed to cancel any or all shares in the share capital of the company held or repurchased by the company under the authorisation adopted under agenda item 14 or otherwise to the extent that such shares are not used to cover obligations under employee equity option plans. This cancellation may be executed in one or more tranches. The number and class of ordinary shares that will be cancelled (whether or not in a tranche) will be determined by the board. Pursuant to the relevant statutory provisions, cancellation will only be effected after the resolution of the board determining the number and class of shares has been adopted and publicly announced and, following the statutory capital reduction process, taking into account a mandatory two-month opposition period for creditors.

By order of the board

Lynelle Bagwandeem
Company secretary

Amsterdam
29 June 2026

Power of attorney

Prosus N.V.

Incorporated in the Netherlands

Registration number: 34099856

Euronext Amsterdam and JSE share code: PRX

ISIN: NL0013654783 (the company or Prosus)

Annual general meeting of shareholders

Annual general meeting of shareholders of the company to be held at AI House, Prosus, Gustav Mahlerplein 5, 1082 MS Amsterdam, the Netherlands at 10:00 (Central European time) on Wednesday, 26 August 2026.

Individual or company, trust or other association (shareholder)

Name	
Address	
Country and postal code	

Representative of a company, trust or other association

Name of representative	
Function of representative	

Hereinafter referred to as the principal, acting in their capacity as shareholder of:

Number of shares		ordinary shares N of €0.05 each
Number of shares		ordinary shares B of €0.05 each
Number of shares		ordinary shares A1 of €0.05 each

in Prosus N.V., hereby grants a power of attorney to:

Notary in Amsterdam	Joyce Leemrijse, civil law notary in Amsterdam or her deputy (with the right of substitution)
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to represent the principal at the annual general meeting 2026 and to vote in respect of the items on the agenda for the annual general meeting, in the manner set out below:

No.		In favour	Against	Abstain
	Item			
1.	To discuss the Prosus annual report submitted by the board of directors	N/A	N/A	N/A
2.	To discuss the corporate governance chapter of the Prosus annual report	N/A	N/A	N/A
3.	To approve the directors' remuneration report			
4.	To adopt the annual accounts			
5.	To make a distribution in relation to the financial year ended 31 March 2026			
6.	To discharge the executive directors from liability			
7.	To discharge the non-executive directors from liability			
8.	To adopt the remuneration policy of the executive and non-executive directors			
9.	To approve the remuneration of the non-executive directors			

Power of attorney continued

No.		In favour	Against	Abstain
Item				
10.	To appoint Arnold Goldberg as a non-executive director of Prosus			
11.	To reappoint the following non-executive directors:	N/A	N/A	N/A
11.1	Rachel Jaffa			
11.2	Mark Sorour			
11.3	Manisha Girotra			
11.4	Ying Xu			
12.	To reappoint Deloitte Accountants B.V. as the auditor charged with the auditing of the annual accounts and the sustainability statements for the year ending 31 March 2028			
13.	To designate the board of directors as the company body authorised to issue shares			
14.	To authorise the board of directors to resolve that the company acquires shares in its own capital			
15.	To reduce the share capital by cancelling own shares			
16.	Voting results	N/A	N/A	N/A
17.	Closing	N/A	N/A	N/A

and, generally, to act as my/our proxy at the said annual general meeting (tick whichever is applicable. If no indication is given, civil law notary Joyce Leemrijse will vote in favour of all resolutions).

Signed at _____ on _____ 2026

Signature _____ Assisted by (where applicable) _____

Please return, including a copy of your proof of registration, on or before Wednesday, 19 August 2026, at 17:30 (CET) to ING Bank N.V. (attention of Issuer Services TRC 02.039, Foppingadreef 7, 1102 BD, Amsterdam, the Netherlands, or via agm.pas@ing.com).

Administration and corporate information

Prosus N.V.

Incorporated in the Netherlands
(Registration number: 34099856)
(Prosus or the group)
Euronext Amsterdam and
JSE share code: PRX
ISIN: NL0013654783

Directors and management

JP Bekker (chair), F Bloisi (chief executive), NJ Marais (chief financial officer), S Dubey, HJ du Toit, CL Enenstein, M Girotra, RCC Jafta, AGZ Kemna, P Mahanyele-Dabengwa, D Meyer, R Oliveira de Lima, SJZ Pacak¹, MR Sorour, Y Xu

Company secretary

L Bagwandeem
Gustav Mahlerplein 5
Symphony Offices
1082 MS Amsterdam
The Netherlands

Registered office

Gustav Mahlerplein 5
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1082 MS Amsterdam
The Netherlands
Tel: +31 20 299 9777
www.prosus.com

Independent auditor

Deloitte Accountants B.V.
Gustav Mahlerlaan 2970, 1081 LA Amsterdam
The Netherlands

Euronext listing agent

ING Bank N.V.
Bijlmerplein 888, 1102 MG Amsterdam
The Netherlands

Euronext paying agent

ING Bank N.V.
Bijlmerplein 888, 1102 MG Amsterdam
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JSE transfer secretary

Computershare Investor Services Proprietary Limited
Rosebank Towers
15 Bierman Avenue, Rosebank
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Cross-border settlement agent

Citibank, N.A. South Africa Branch
145 West Street, Sandown
Johannesburg, 2196, South Africa

JSE sponsor

Investec Bank Limited
(Registration number: 1969/004763/06)
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Tel: +27 (0)11 286 7326
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ADR programme

Ticker symbol: PROSY
Exchange: OTC markets

Bank of New York Mellon

maintains a GlobalBuyDIRECTSM plan for Prosus N.V.
For additional information, visit
Bank of New York Mellon's website
at www.globalbuydirect.com or call
Shareholder Relations at 1-888-BNY-ADRS
or 1-800-345-1612 or write to:
Bank of New York Mellon
Shareholder Relations Department – GlobalBuyDIRECTSM
Church Street Station
PO Box 11258, New York
NY 10286-1258, USA

BDR programme

Ticker symbol: PRXB34
Exchange: B3 (Brasil, Bolsa, Balcão)

Itaú Unibanco S.A. maintains a sponsored

level 1 BDR programme for Prosus N.V.
For additional information, visit Itaú's Investment Services
website at www.itau.com.br/investmentservices or call
Shareholder Relations at +55 11 3003-9285 (capitals and
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