EXTRAORDINARY GENERAL MEETING OF SUSE S.A.
(the “Extraordinary General Meeting”)

To be held on 13 November 2023 at 12:00 am CET at Elvinger Hoss located at 5, Place Winston Churchill, 1340 Ville-Haute Luxembourg, Grand Duchy of Luxembourg

PROXY FORM

Please return this form no later than on 8 November 2023 at 18:00 CET
• By mail to: SUSE S.A.
c/o Banque Internationale à Luxembourg S.A.
Attn: Agency Services Team
69, route d’Esch
L-2953 Luxembourg (Grand Duchy of Luxembourg)
• OR by email to: AS_AGM@BIL.COM
• OR in any other form and in particular electronically, for example via a banking communication system such as SWIFT

Shareholder’s identification

First Name and Family Name / Corporate name: .......................................................... ..........................................................
Address / Registered office: ..........................................................................................................................
.................................................................................................................................................................
Number of identification of register of commerce (for companies): ...........................................................
E-mail address: ............................................................................................................................................


The Extraordinary General Meeting will be held at Elvinger Hoss located at 5, Place Winston Churchill, 1340 Ville-Haute Luxembourg, Grand Duchy of Luxembourg and will be accessible to all shareholders of the Company registered as such on the Record Date (i.e. 30 October 2023 at 24:00 (midnight) CET).

Shareholders who will not be able to attend the Extraordinary General Meeting in person may appoint a proxy representative nominated by SUSE S.A. or a proxy of their choice, by using this proxy form (available on the Company’s website or upon request to the Centralizing Agent) to be returned by 18:00 CET on 8 November 2023 at the latest.

I (the “Undersigned”), being the holder of …………………………………………………………………………………………………* share(s) in dematerialized form (ISIN code: LU2333210958) of SUSE S.A., a public limited liability company (société anonyme), incorporated under the laws of Luxembourg, having its registered office at 11-13, Boulevard de la Foire, L- 1528 Luxembourg, registered with the Luxembourg register of commerce and companies under number B225816 (the “Company”).

* If it is left blank, it is deemed that the undersigned wishes to cast all of her/his/its votes which is equal to all the shares s/he/it holds on the Record Date, as indicated in the certificate (the “Certificate”) evidencing the shareholding on the Record Date. If it is indicated a number of votes to cast and that number exceeds the number of shares indicated in the shareholder’s Certificate, it is deemed that the undersigned wants to cast that number of votes which is equal to the number of shares indicated on the aforementioned Certificate.

Please tick the appropriate(s) box(es):

☐ 1. Hereby irrevocably gives power to Ms. Laura Martin, Banque Internationale à Luxembourg S.A., 69, route d’Esch, L-2953 Luxembourg (the “Centralizing Agent”), with full power of substitution, to vote in my name and on my behalf in the manner subsequently described in section 3 below*.

* Please tick with a cross the appropriate boxes in section 3 indicating how you wish to vote on each of the relevant items of the agenda of the Extraordinary General Meeting. The omission to tick any box with respect to any resolution shall allow the Centralizing Agent to vote at its full discretion on the proposed resolutions.

OR

☐ 2. Hereby irrevocably gives power to:

First name: ............................................................................. Family name:.................................................................
Date of birth: ................................................................. Place of birth: .................................................................

Address: .............................................................................................................................................................

In the event of legal entity:

Corporate Name: ...............................................................................................................................................  

Registered Office: ...............................................................................................................................................  

Number of identification of register of commerce: .........................................................................................  

[to vote in my name and on my behalf and as he/she/it deems fit on all resolutions on the entire agenda in addition to all amendments or new resolutions that would be validly presented to the Extraordinary General Meeting.

* If you do not wish to grant proxy to the Centralizing Agent, please note that the proxyholder will need to provide a voting form in your name and on your behalf available on the Company’s website, in accordance with the instructions set out in the convening notice.

The persons appointed as proxy in accordance with this section 2 must bring with them on the date of the Extraordinary General Meeting a valid identity card or passport. In case the proxy is a legal entity, the representatives of such proxy must bring with them on the date of the Extraordinary General Meeting a valid identity card or passport and evidence of the powers to represent such proxy.

3. Individual instructions for the proxy to the Centralizing Agent pursuant to section 1 above:

Please mark your decision by a cross in the corresponding box reserved to that effect below.

<table>
<thead>
<tr>
<th>Agenda Item n°</th>
<th>Proposed resolutions</th>
<th>VOTE FOR</th>
<th>VOTE AGAINST</th>
<th>ABSTENTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>First resolution</td>
<td>☐</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>2</td>
<td>Second resolution</td>
<td>☐</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>3</td>
<td>Third resolution</td>
<td>☐</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>4</td>
<td>Fourth resolution</td>
<td>☐</td>
<td>☐</td>
<td>☐</td>
</tr>
</tbody>
</table>
Any blank form will be considered as an irrevocable proxy to the Centralizing Agent, to vote in the name and on behalf of the Undersigned and as the Centralizing Agent deems fit.

Executed in ................................................................., on .................................................... 2023.

Signature: ..............................................................................................................

Name / Corporate name: .....................................................................................

Title / Represented by: ...........................................................................................
INSTRUCTIONS FOR COMPLETION OF THIS FORM

IDENTIFICATION OF SHAREHOLDERS

1. The signatory is requested to accurately enter his/her surname (in capital letters), his/her first name, address and e-mail address. In case of legal entities, the corporate name, registered office and number of identification of register of commerce must be indicated as well as the surname, first name, title and e-mail address of the signatory. If the signatory is not the shareholder (for example: a receiver, guardian, etc.), he/she must mention his/her surname, first name, e-mail address and the capacity in which he/she signs the form.

2. A shareholder can be represented by a proxy of his choice who does not need to be a shareholder. Subject to compliance with the threshold notification obligations set out in the law of 11 January 2008 on transparency requirements in relation to information about issuers whose securities are admitted to trading on a regulated market, there is no limit to the maximum number of votes that may be exercised by the same person, whether in his own name or as proxy.

3. Capitalized terms used herein and not otherwise defined shall have the meaning as defined in the convening notice including the proposed resolutions.

4. This proxy form is governed by, and shall be construed in accordance with Luxembourg law. Luxembourg courts have exclusive jurisdiction to hear any dispute or controversy arising out of or in connection with this proxy form.

PERSONAL DATA

In connection with the Extraordinary General Meeting, the Company is required to collect certain data including personal data in order to confirm the identity of individual shareholders or shareholder representatives. By signing this form, I consent that this data is collected, processed and used for the purpose of the organisation of the Extraordinary General Meeting and the voting on the resolutions. The Company is the data controller for any personal data that is collected in connection with the Extraordinary General Meeting. The data may be transmitted to entities involved in the organisation of the Extraordinary General Meeting. I have a right of access to and the right to rectify the data that concerns me. Data may be stored for thirty years.

RIGHT TO PARTICIPATE

The right to participate in the Extraordinary General Meeting and exercise voting rights is determined on the basis of share ownership on the fourteenth (14th) day at midnight (24:00) (Luxembourg time) before the date of the Extraordinary General Meeting (the “Record Date”). The Record Date is 30 October 2023 at 24:00 CET (midnight). All shareholders holding shares on the Record Date have the right to participate in the Extraordinary General Meeting regardless of the number of shares held.
Shareholders wishing to participate in the Extraordinary General Meeting need to arrange with their respective financial intermediary (brokerage house or custodian bank) holding the shares on their accounts to obtain a certificate evidencing the identity of the shareholder and the number of shares held by such shareholder on the Record Date (the “Certificate”) or confirm such holding in any other form and in particular electronically, for example through a banking communication system such as SWIFT, to the Centralizing Agent. The duly completed and signed Certificate, needs to be sent by mail, e-mail or in any other form, and in particular by any other electronic means to Banque Internationale à Luxembourg S.A. (referred to as the “Centralizing Agent”) at the address referred to below by 30 October 2023 at 24:00 CET (midnight). Similarly any confirmation in another form and in particular electronically, for example through a banking communication system such as SWIFT, shall also reach the Centralizing Agent 30 October 2023 at 24:00 CET (midnight). A template form of Certificate, which may be used by shareholders is available on the Company’s website https://ir.suse.com in the EQT Purchase Offer section.

Shareholders wishing to participate in the Extraordinary General Meeting must indicate their intention to participate by the Record Date. This confirmation of participation at the Extraordinary General Meeting must be sent in writing to the Centralizing Agent at the address referred to below by mail, e-mail or in any other form, and in particular by any other electronic means, to be received by 30 October 2023 at 24:00 CET (midnight) at the latest. Registration forms, which may be used for this purpose, are available on the Company’s website https://ir.suse.com in the EQT Purchase Offer section.

The Extraordinary General Meeting will be accessible to all shareholders registered as such on the Record Date (i.e. 30 October 2023 at 24:00 CET (midnight)).

For shareholders who wish to appoint a proxy to represent them at the Extraordinary General Meeting (either the Centralizing Agent or a third party), this proxy form must be returned duly signed and completed to the Centralizing Agent by 18:00 CET on 8 November 2023 at the latest with a Certificate or alternative evidence confirming the shareholding, as indicated below:

- By mail to: SUSE S.A.
c/o Banque Internationale à Luxembourg S.A.
Attn: Agency Services Team
69, route d’Esch
L-2953 Luxembourg (Grand Duchy of Luxembourg)
- OR by email to: AS_AGM@BIL.COM
- OR in any other form and in particular electronically, for example via a banking communication system such as SWIFT

Shareholders having submitted a proxy form and registered in due time but who wish to revoke such proxy form may do so by timely providing a later dated proxy form or by cancelling the proxy form in writing to the Centralizing Agent of the Company at the address referred to above. Only the last proxy form received by the Centralizing Agent before 18:00 CET on 8 November 2023 will be considered.

Please note that only the shareholders owning shares of the Company on the Record Date and having announced their intention to participate in the Extraordinary General Meeting as described here above will be entitled to participate in the said Extraordinary General Meeting.