

Ordinary General Meeting and
Extraordinary Meeting of Shareholders
of Sequans Communications

Date: February 12, 2024
See Voting Instruction On Reverse Side.

Please make your marks like this: ☒ Use pen only

Ordinary Matters

1. To approve the appointment of Stéphanie SESSLER as director (the "Appointment") subject to a condition precedent described herein (the "Governance Resolution").

Extraordinary Matters

2. To review and approve a draft partial asset contribution agreement and to approve the contribution subject thereof, governed by the demerger legal regime (apport partiel d'actifs soumis au régime des scissions), granted by the Company to Sequans Communications SAS, a wholly-owned subsidiary of the Company, of all of its assets and liabilities, rights and obligations of any kind and other legal relationships in relation to its business in accordance with the terms of the Demerger Agreement (as this term is defined herein) subject to the fulfillment or waiver of certain conditions precedent (the "Demerger"), and delegation of powers to the board of directors (the "Board") to implement such contribution (the "Demerger Resolution").
3. To review and approve a draft cross-border merger plan by absorption and to approve the merger by absorption subject thereof, of the Company by Renesas Sting Merger AG, a stock corporation (Aktiengesellschaft) organized under the laws of Germany, in accordance with the terms of the Merger Agreement (as this term is defined herein) subject to the fulfillment or waiver of certain conditions precedent (the "Merger") and delegation of powers to the Board to implement such cross-border merger (the "Merger Resolution" and, together with the Governance Resolution and the Demerger Resolution, the "Post-Offer Reorganization Resolutions").
4. To delegate their authority to the Board for the purpose of carrying out, on one or several occasions, a share capital increase in cash for a maximum nominal amount of 500,000 euros, with cancellation of the shareholders' preferential subscription right in favour of a designated person, subject to the success of the tender offer by Renesas Electronics Europe GmbH launched on September 11, 2023 (the "Share Capital Increase Resolution 1").
5. To cancel their shareholders' preferential subscription right in favor of a designated person (the "Preferential Subscription Right Cancellation Resolution").
6. To delegate their authority to the Board for the purpose of carrying out, on one or several occasions, a share capital increase of a maximum nominal amount of 500,000 euros, with the shareholders' preferential subscription right maintained, subject to the success of the Offer (the "Share Capital Increase Resolution 2" and, together with the Share Capital Increase Resolution 1 and the Preferential Subscription Right Cancellation Resolution, the "Share Capital Increases Resolutions").
7. To delegate their authority to the Board for the purpose of carrying out a share capital increase under the conditions set out in Articles L. 3332-18 et seq. of the French Labor Code, with cancellation of the shareholders' preferential subscription right in accordance with Article L. 225-129-6 of the French Commercial Code (the "Employees Share Capital Increase Resolution").

Ordinary Matters

8. To give powers to carry out all filing and publication formalities required by law (the "Powers Resolution").

Authorized Signatures - This section must be
completed for your instructions to be executed.

Please Sign Here

Please Date Above

Please Sign Here

Please Date Above

Ordinary General Meeting and Extraordinary Meeting
of Shareholders of Sequans Communications
to be held Febraury 12, 2024
For Holders as of January 9, 2024



INTERNET

www.proxypush.com/SQNS

- Use internet to log in.
- View Meeting Documents.
- Follow online instructions to cast your vote.

OR



TELEPHONE

1-866-858-9176

- Use any touch-tone telephone.
- Have your ADS Voting Card at hand.
- Follow the simple recorded instructions.



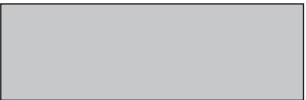
MAIL

OR

- Mark, sign and date your ADS Voting Card.
- Detach your ADS Voting Card.
- Return your ADS Voting Card in the postage-paid envelope provided.

All votes must be received by 12:00 P.M. Eastern time on February 5, 2024.

PROXY TABULATOR FOR
SEQUANS COMMUNICATIONS
P.O. BOX 8016
CARY, NC 27512-9903



EVENT #

CLIENT #

Sequans Communications

Instructions to The Bank of New York Mellon, as Depositary (Must be received prior to 12:00 P.M. Eastern time on February 5, 2024)

The undersigned registered holder of Depositary Shares hereby requests and instructs The Bank of New York Mellon, as Depositary, to endeavor, in so far as practicable, to vote or cause to be voted the number of Deposited Securities underlying the Depositary Shares evidenced by Receipts registered in the name of the undersigned on the books of the Depositary as of the close of business January 9, 2024 at the Ordinary General Meeting and Extraordinary Meeting of the Shareholders to be held on February 12, 2024, and any adjournments thereafter, in respect of the resolutions specified on the reverse side.

NOTE:

1. Instructions as to voting on the specified resolutions should be indicated by an "X" in the appropriate box. If no instruction is received, to the Depositary to give a discretionary proxy to a person designated by the Company.
2. The Depositary to give a discretionary proxy to a person designated by the Company with respect to that matter and the amount of deposited Shares represented by that amount of American Depositary Shares and the Depositary shall give a discretionary proxy to a person designated by the Company to vote that amount of deposited Shares as to that matter.

(Continued and to be marked, dated and signed, on the other side)

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CARY, NC 27512-9903