

Your vote matters!



Have your ballot ready and please use one of the methods below for **easy voting**:

Your control number

Have the 12 digit control number located in the box above available when you access the website and follow the instructions.

Sequans Communications

Annual General Meeting of Shareholders

For Shareholders of record as of May 16, 2025
Monday, June 30, 2025 11:00 AM, Local Time

YOUR VOTE IS IMPORTANT!

PLEASE VOTE BY: 12:00 P.M. (Noon) Eastern time on June 26, 2025.



Internet:

www.proxypush.com/SQNS

- Cast your vote online
- **Have your Proxy Card ready**
- Follow the simple instructions to record your vote



Phone:

1-866-858-9176

- Use any touch-tone telephone
- **Have your Proxy Card ready**
- Follow the simple recorded instructions



Mail:

- Mark, sign and date your Proxy Card
- Fold and return your Proxy Card in the postage-paid envelope provided

Sequans Communications

Instructions to The Bank of New York Mellon, as Depositary
(Must be received prior to 12:00 P.M. Eastern time on June 26, 2025)

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 May 16, 2025 at the Annual Meeting of the Shareholders to be held on June 30, 2025, 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.

PLEASE BE SURE TO SIGN AND DATE THIS PROXY CARD AND MARK ON THE REVERSE SIDE

Please mark vote
as indicated in this
example



PROPOSAL	YOUR VOTE			PROPOSAL	FOR	AGAINST	ABSTAIN
Ordinary Matters							
1. Approval of the statutory financial statements for the year ended December 31, 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. Authorization granted to the Board of Directors to issue restricted free shares to employees and management of the Company and of its subsidiaries, and revocation of shareholders' preemptive subscription rights in favor of the holders of such restricted free shares; conditions attached to such authorization; powers to be granted to the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of the consolidated financial statements for the year ended December 31, 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. Setting an overall ceiling of 12,000,000 ordinary shares (representing, to date, 1,200,000 ADS) for issues of stock subscription options, stock subscription warrants and restricted free shares granted pursuant to resolutions 11, 12 and 13 of this general shareholders' meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Allocation of net profit for the year ended December 31, 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. Authority delegated to the Board of Directors to carry out a capital increase up to a maximum nominal amount of €70,000,000 by issuing shares and/or securities that confer rights to the Company's equity and/or to securities that confer the right to an allotment of debt securities, reserved to specific classes of persons and revocation of preemptive subscription rights in favor of such classes, and to amend the terms of any debt securities issued under this or prior delegations authorized by the shareholders.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Related-party agreements.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16. Delegation of authority to the Board of Directors to proceed to a reduction of the share capital by buying back shares in view of their cancellation, with terms and timing to be decided by the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Approval of the compensation plan for non-executive directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17. Authority delegated to the Board of Directors to decide to increase the share capital by issuing shares reserved for employees and revocation of preemptive subscription rights in favor of such employees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Renewal of Mr. Richard Nottenburg as director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18. Amendment to article 3 ("Corporate Purpose") of the Company by-laws.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Acknowledgement of end of term of Mr. Dominique Pitteloud and nomination of Mr. Jason Cohenour as director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19. Powers and formalities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Extraordinary Matters							
8. Acknowledgment of the reconstitution of equity to be more than half of the share capital at December 31, 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
9. Setting of the age limit of the chairman of the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
10. Issuance of stock subscription warrants to subscribe up to 2,520,000 ordinary shares (representing, to date, 252,000 ADS); establishing the conditions for exercising the stock warrants and adoption of an issuance agreement; revocation of shareholders' preemptive subscription rights in favor of Ms. Maria Marced Martin and Messrs. Jason Cohenour, Wesley Cummins, Yves Maitre, Richard Nottenburg, Hubert de Pesquidoux, and Zvi Slonimsky; powers to be granted to the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
11. Authorization granted to the Board of Directors to grant stock subscription options to employees and management of the Company and of its subsidiaries, and revocation of shareholders' preemptive subscription rights in favor of the beneficiaries of such options; conditions attached to such authorization; powers to be granted to the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
12. Authority delegated to the Board of Directors to issue stock subscription warrants reserved to a specific class of persons and revocation of shareholders' preemptive subscription rights in favor of such class.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

The Board of Directors recommends that you vote "FOR" proposals 1-16 and 18-19 and "AGAINST" proposal 17 reflected in the agenda items listed above.

Authorized Signatures - Must be completed for your instructions to be executed.

Please sign exactly as your name(s) appears on your account. If held in joint tenancy, all persons should sign. Trustees, administrators, etc., should include title and authority. Corporations should provide full name of corporation and title of authorized officer signing the Proxy/Vote Form.

Signature (and Title if applicable)

Date

Signature (if held jointly)

Date