



**AROUNDTOWN SA**

*Société Anonyme*

40, Rue du Curé

L-1368 Luxembourg

R.C.S. Luxembourg: B 217868

(the “Company”)

**VOTING AND PROXY FORM**

for the

**ORDINARY GENERAL MEETING OF THE COMPANY**

(the “OGM”)

to be held on 15 December 2020, at 1.30 p.m. (Central European Time, “CET”)

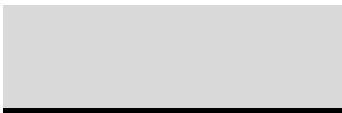
**Important information:**

In accordance with article 1 (1) of the law of 23 September 2020 on measures concerning meetings in companies and other legal entities, the Company will not hold a physical meeting.

Shareholders may participate at the OGM by voting remotely in writing or by appointing the secretary of the OGM or a proxyholder acting as their proxyholder at the OGM. Shareholders may optionally follow the OGM remotely via an audio webcast, which will be available on 15 December 2020 at <https://www.webcast-egs.com/aroundtown20201215ogm/en> starting at 1.30 p.m. CET.

**In order to participate in the OGM and vote remotely in writing or by proxy a duly filled in and signed copy of this Voting and Proxy Form together with the Record Date Confirmation (as described below) must be returned to the Company at the latest until 10 December 2020 at midnight (CET).**

**SHAREHOLDER IDENTIFICATION**

Name:	.....	<b>NUMBER OF SHARES HELD ON THE RECORD DATE AND TO BE CAST FOR VOTING AT THE OGM:</b>  
Address:	..... ..... .....	
Country:	.....	
Email:	.....	
Telephone:	.....	
		<i>If this box is left blank, it is deemed that the shareholder wishes to cast all of its votes equal to all the shares held on the Record Date (i.e. 1 December 2020) at midnight CET, as indicated on the Record Date Confirmation. If this box is completed indicating a number of votes to cast and that number exceeds the number of shares indicated in the Record Date Confirmation, it is deemed that the shareholder wants to cast the number of shares as indicated on the Record Date Confirmation.</i>

I shall have the right to participate in and vote remotely by writing or by proxy at the OGM only if I have timely submitted to the Company this Voting and Proxy Form **and** the Record Date Confirmation. The Record Date Confirmation is a confirmation letter issued by the depository bank that is safe-keeping the shareholder's shares in the Company stating the number of shares held by the shareholder on the fourteenth (14<sup>th</sup>) day prior to the OGM at midnight, i.e. on 1 December 2020 at midnight CET (the "**Record Date**"). This Voting and Proxy Form and the Record Date Confirmation must be sent by e-mail to [generalmeeting@aroundtown.de](mailto:generalmeeting@aroundtown.de) or by postal services to Aroundtown SA, Attn. OGM 2020/ Jelena Afxentiou, 40, Rue du Curé, L-1368 Luxembourg, Grand Duchy of Luxembourg.

Please choose **one** of the two options below by ticking the corresponding box.

## 1 Participation by Proxy without Voting Instructions

- I will participate at the OGM by appointing the secretary of the OGM or a proxyholder, if one is named below, to vote in my name and on my behalf as such person deems fit on the sole resolution of the agenda of the OGM.

I appoint the following person to participate at the OGM and to vote in my name and on my behalf <u>without voting instructions</u> as such person may deem fit on the sole resolution of the agenda of the OGM:	
Name: .....	Address: .....
E-mail: .....	.....
Telephone: .....	Country: .....
<p><i>*I indicate the last name, first name, address, e-mail address, telephone number and country of residency of the proxyholder whom I appoint. If the information provided hereto is not complete, the appointment will be deemed given to the secretary of the OGM instead. Such person, in turn, can participate at the OGM only either (i) by proxy without voting instructions or (ii) by voting remotely in writing and must therefore duly fill in and sign a copy of this Voting and Proxy Form <u>together</u> with the Record Date Confirmation (as described herein) and return it to the Company at the latest until 10 December 2020 at midnight (CET).</i></p>	

OR

## 2 Participation by Voting Remotely in Writing

- I will participate at the OGM by voting remotely in writing and cast my shares as follows:

*I tick with an « X » the appropriate below box how I wish to vote on the relevant item of the agenda of the OGM. The omission to tick any box with respect to the sole resolution shall allow the secretary of the OGM to vote at his/her full discretion on the proposed resolution.*

Voting instruction for the OGM	Vote in favor:	Vote against:	Abstention
<b>Agenda Item:</b> The General Meeting, upon the proposal of the Board of Directors, resolves to approve the distribution of a dividend in the amount of EUR 0.14 (gross) per share for the holders of record in the security settlement systems on 17 December 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxyholder may represent the shareholder at the OGM as well as any other adjourned or re-convened meeting of the general meeting of shareholders convened for the purpose of resolving on the agenda of the OGM, and vote in the name and on behalf of the shareholder.

This Voting and Proxy Form, and the rights, obligations and liabilities of the shareholder and the proxyholder hereunder, shall be governed by the laws of the Grand Duchy of Luxembourg, to the exclusion of its rules of conflict of laws. Any claims, disputes or disagreements arising under, in connection with or by reason of this Voting and Proxy Form shall be brought by the shareholder and the proxyholder in the courts of Luxembourg-City, and each of the shareholder and the proxyholder 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.

By signing this Voting and Proxy Form, the shareholder hereby consents that the submitted data is collected, processed and used for the purpose of the OGM and the vote on the resolution and that the data submitted may be transmitted to entities involved in the organization of the OGM.

Signed in ..... on ..... 2020

.....

Name:

Title: