



AROUNDTOWN SA
Société Anonyme
40, Rue du Curé
L-1368 Luxembourg
R.C.S. Luxembourg: B217868
(the “Company”)

VOTING AND PROXY FORM

for the

ANNUAL GENERAL MEETING 2021 OF THE COMPANY

(the “AGM” or “General Meeting”)


to be held on 30 June 2021, at 1:30 p.m. (Central European Summer Time, “CEST”)

Important information:

In accordance with article 1 (1) of the Luxembourg law of 23 September 2020 on measures concerning the holding of meetings in companies and other legal entities, as amended, the Company will not hold a physical meeting. Shareholders may participate at the AGM by voting remotely in writing or by appointing the secretary of the AGM or a proxyholder acting as their proxyholder at the AGM. Shareholders may optionally follow the AGM remotely via an audio webcast, which will be available on 30 June 2021 at <https://www.webcast-egs.com/aroundtown20210630> starting at 1.30 p.m. CEST.

In order to participate in the AGM 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 24 June 2021 at midnight (CEST).

SHAREHOLDER IDENTIFICATION

Name:	NUMBER OF SHARES HELD ON THE RECORD DATE AND TO BE CAST FOR VOTING AT THE AGM:  <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. 16 June 2021) at midnight CEST, 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>
Address:	
	
Country:	
Email:	
Telephone:	

I shall have the right to participate in and vote remotely by writing or by proxy at the AGM 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 (14th) day prior to the AGM at midnight, *i.e.* on 16 June 2021 at midnight CEST (the "**Record Date**"). This Voting and Proxy Form and the Record Date Confirmation must be sent by e-mail to generalmeeting@aroundtown.de or by postal services to Aroundtown SA, Attn. AGM 2021/ 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 AGM by appointing the secretary of the AGM or a proxyholder, if one is named below, to vote in my name and on my behalf as such person deems fit on the resolutions of the agenda of the AGM.

I appoint the following person to participate at the AGM and to vote in my name and on my behalf <u>without voting instructions</u> as such person may deem fit on the resolutions of the agenda of the AGM:	
Name:	Address:
E-mail:
Telephone:	Country:
<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 AGM instead. Such person, in turn, can participate at the AGM 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 24 June 2021 at midnight (24:00) (CEST).</i>	

OR

2 Participation by Voting Remotely in Writing

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

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

Voting instructions for the AGM	Vote in favor:	Vote against:	Abstention
Agenda Item 1: Presentation of the management report of the Board of Directors in respect of the statutory financial statements of the Company and the consolidated financial statements of the Company and its group for the financial year ended on 31 December 2020.	NO VOTE REQUIRED		
Agenda Item 2: Presentation of the reports of the independent auditor of the Company in respect of the statutory financial statements of the Company and the consolidated financial statements of the Company and its group for the financial year ended on 31 December 2020.	NO VOTE REQUIRED		
Agenda Item 3: The General Meeting, after having reviewed the management report of the Board of Directors and the report of the independent auditor of the Company, approves the statutory financial statements of the Company for the financial year ended on 31 December 2020 in their entirety.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 4: The General Meeting, after having reviewed the management report of the Board of Directors and the report of the independent auditor of the Company, approves the consolidated financial statements of the Company and its group for the financial year ended on 31 December 2020 in their entirety.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 5: The General Meeting notes and acknowledges the statutory net profit of the Company in the amount of EUR 65,174,392 for the financial year ended on 31 December 2020 and resolves to carry it forward to the next financial year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 6: The General Meeting resolves to grant discharge to each of the members of the Board of Directors (current and former) in respect of the performance of their duties during the financial year ended on 31 December 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 7: The General Meeting resolves to renew the mandate of KPMG Luxembourg, <i>société coopérative</i> , having its registered office at 39, avenue John F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg, registered with the RCSL under number B149133, as independent auditor of the Company in relation to the statutory financial statements of the Company and the consolidated financial statements of the Company and its group for a term which will expire at the end of the annual general meeting of the shareholders of the Company called to approve the statutory financial statements of the Company and the consolidated financial statements of the Company and its group for the financial year ending on 31 December 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 8: The General Meeting, upon the proposal of the Board of Directors, resolves to approve the distribution of a dividend from the share premium account of the Company relating to the financial year ended on 31 December 2020 in the amount of EUR 0.22 (gross) per share for the holders of record in the security settlement systems on 2 July 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 9: The General Meeting approves on an advisory non-binding basis the remuneration report of the Company for the financial year ended on 31 December 2020 in its entirety.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 10: The General Meeting approves on an advisory non-binding basis the remuneration policy established by the Board of Directors of the Company in its entirety.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Voting instructions for the AGM	Vote in favor:	Vote against:	Abstention
<p>Agenda Item 11: The General Meeting resolves to:</p> <p>(i) increase the maximum aggregate nominal amount of the shares of the Company which may be acquired under the Company's existing buy-back programme, as approved by the ordinary general meeting of the shareholders of the Company on 6 May 2020, by 10% of the aggregate nominal amount of the issued share capital of the Company from time to time; and</p> <p>(ii) amend the first paragraph of the buy-back programme resolution taken on 6 May 2020 to read as follows: <i>"The General Meeting grants all powers to the Board of Directors, with option to delegate, to buy-back, either directly or through a subsidiary of the Company, shares of the Company for a period of five (5) years following the date of the present General Meeting. In particular, the General Meeting resolves that the aggregate nominal amount of the shares of the Company which may be acquired may not exceed 30% of the aggregate nominal amount of the issued share capital of the Company from time to time, at the date of exercise of the present authorisation."</i></p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxyholder may represent the shareholder at the AGM 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 AGM, 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 shareholders 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 AGM and the vote on the resolutions and that the data submitted may be transmitted to entities involved in the organization of the AGM.

Signed in on 2021

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Name:

Title: