



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

VOTING AND PROXY FORM

for the

ORDINARY GENERAL MEETING OF THE COMPANY

(the “OGM” or “General Meeting”)


to be held on 11 January 2022, at 1:30 p.m. (Central European Time, “CET”)

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 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 11 January 2022 at <https://www.webcast-egs.com/register/aroundtown20220111ogm> starting at 1.30 p.m. CET.

In order to participate in the General Meeting 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 6 January 2022 at midnight (CET).

SHAREHOLDER IDENTIFICATION

Name:	NUMBER OF SHARES HELD ON THE RECORD DATE AND TO BE CAST FOR VOTING AT THE OGM: 
Address:	
Country:	
Email:	
Telephone:	

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. 28 December 2021) 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 shall have the right to participate in and vote remotely by writing or by proxy at the General Meeting 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 General Meeting at midnight, *i.e.* on 28 December 2021 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 or by postal services to Aroundtown SA, Attn. General Meeting/ 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 resolutions 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 resolutions of the agenda of the OGM:	
Name:	Address:
E-mail:
Telephone:	Country:
<small><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 6 January 2022 at midnight (24:00) (CET).</i></small>	

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 instructions for the General Meeting	Vote in favor:	Vote against:	Abstention
<p>Agenda Sole Item: <i>The General Meeting resolves to:</i></p> <p>(i) <i>increase the maximum aggregate nominal amount of the shares of the Company which may be acquired under the Company's buy-back programme, as approved by the ordinary general meeting of the shareholders of the Company on 6 May 2020 and as approved and increased by the annual general meeting of the shareholders of the Company on 30 June 2021 (the "Buy-back Programme"), from 30% of the aggregate nominal amount of the issued share capital of the Company from time to time by 20% to 50% of the aggregate nominal amount of the issued share capital of the Company from time to time; and</i></p> <p>(ii) <i>amend the first paragraph of the Buy-back Programme to read as follows:</i></p> <p><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 50% 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 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 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 OGM and the vote on the resolutions and that the data submitted may be transmitted to entities involved in the organization of the OGM.

Signed in on 2022

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Name:
Title: