



AROUNDTOWN SA

Société Anonyme

40, Rue du Curé

L-1368 Luxembourg

R.C.S. Luxembourg: B 217868

(the “Company”)

PROXY FORM

for the

ANNUAL GENERAL MEETING 2020 OF THE COMPANY

(the “AGM”)

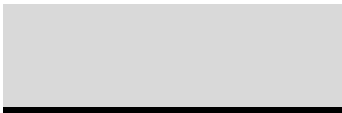
to be held on 24 June 2020, at 1.30 p.m. (Central European Summer Time, “CEST”)

Important information:

In accordance with article 1 (1) of the Grand Ducal Regulation of 20 March 2020 introducing measures concerning meetings in companies and other legal entities, the Company will not hold a physical meeting. Shareholders may participate at the AGM only by appointing the secretary of the AGM acting as their proxyholder at the AGM. Shareholders may optionally follow the AGM remotely via the live audio-webcast of the AGM, which will be available on 24 June 2020 at <https://webcasts.egs.com/aroundtown20200624> starting at 1.30 p.m. CEST.

In order to participate in and vote by proxy at the AGM, a duly filled in and signed copy of this Proxy Form together with the Record Date Confirmation (as described below) must be returned to the Company at the latest until 18 June 2020 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. 10 June 2020) 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 by proxy at the AGM only if I have timely submitted to the Company this 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 10 June 2020 at midnight CEST (the "**Record Date**"). This 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 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 AGM by appointing the secretary of the AGM to vote in my name and on my behalf as such person deems fit on all resolutions of the agenda of the AGM:

2

Participation by Proxy with Voting Instructions

- I will participate at the AGM by appointing the secretary of the AGM, who shall vote at the AGM in my name and on my behalf in accordance **with the voting instructions given below:**

I tick with an « X » the appropriate below boxes how I wish to vote on each of the relevant items 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 2019.	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 2019.	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 2019 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 2019 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 115,334,000 for the financial year ended on 31 December 2019 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 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 7: The General Meeting resolves to renew the mandate of KPMG Luxembourg, société coopérative, having its registered office at 39, avenue John F. Kennedy, L-1855 Luxembourg, registered with the RCSL under number B 149133, 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 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 8: The General Meeting approves on an advisory non-binding basis the remuneration report of the Company for the financial year ended on 31 December 2019 in its entirety.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Agenda Item 9: 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"/>

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 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 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 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 2020

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Name:

Title: