

**PlusPlus Capital Financial S.à r.l.
(in Judicial Reorganisation)**

(“Issuer”)

Proxy Form for the

HOLDERS’ MEETING

on 12 July 2024

(the “Meeting”)

AND

the Court Hearing on 6 August 2024

(the “Hearing”)

relating to the

EUR 100,000,000.00 11 % Senior Secured Bonds 2022/2026

International Securities Identification Number (ISIN): XS2502401552

Common Code: 250240155

(the “Bonds”)

INFORMATION ABOUT THE HOLDER

Name:

Company Name:

Residence / Registered Office (Country):

Number of Bonds:

Name of the custodian bank where the
Bonds are held:

Current account number of the Holder with
the custodian bank (IBAN):

Name of the clearing system (Euroclear /
Clearstream):

Securities account number of the custodian
bank held with Euroclear or Clearstream:

Instruction to the Proxyholder for the Meeting with respect to the consideration on the Uniform Proposal, as further set out under the convening notice dated 27 June 2024 (the “**Convening Notice**”):

AGENDA ITEM	UNIFORM PROPOSAL BY THE ISSUER	YES
2.1. (a)	To vote in favour of the Reorganisation Plan and opt for the Option A described thereunder for the settlement of the outstanding principal amount of the claim due to the relevant Holder which will be reduced by 65%. The relevant Holder will therefore be entitled to receive 35% of the outstanding principal amount of its claim under the Bonds.	○
OR		
2.1. (b)	To vote in favour of the Reorganisation Plan and opt for the Option B described thereunder for the settlement of the outstanding principal amount of the claim due to the relevant Holder which will be reduced by 50%, the relevant Holder will be entitled to receive 50% of the outstanding principal amount of its claim under the Bonds.	○
OR		
2.1 (c)	To vote in favour of the Reorganisation Plan and opt for the Option C described thereunder for the settlement of the outstanding principal amount of the claim due to the relevant Holder which will not be reduced but the terms for the repayment of the claims will be extended to a maximum period of 5 years from the effective date of the Reorganisation Plan, as approved by the creditors of the Issuer and homologated by the Court.	○
OR		
2.1 (d)	To vote against Reorganisation Plan	○
AND		
2.2.	To agree with the Connected Amendments, subject to, as the case may be, the results of the vote on the Uniform Proposal, and the approval and further homologation of the Reorganisation Plan.	NO VOTE REQUIRED

Voting Instructions:

Please cast your vote for only **ONE** of the agenda items under point 2.1. Only one vote may be issued under the agenda items under point 2.1. If you cast your vote on several options proposed in the agenda items under point 2.1 or do not explicitly cast a vote in respect of an individual agenda item under point 2.1, no vote shall be taken into account.

To cast your vote for only **ONE** of the agenda items under the Uniform Proposal Please, tick **only** within the relevant small box .

If the Holder votes "YES" on **ONE** of the agenda items under point 2.1, the Holder is deemed to have voted "YES" on the agenda item under points 2.2. and no further action will be required from it in that regard.

I am aware of and understand from the provisions of the Reorganisation Plan provided to me/us that, if the Reorganisation Plan is approved by a majority of Holders, claims of Holders who voted against the Reorganisation Plan (including Holders who did not cast their vote) will be satisfied according to Option B thereunder which will be applied to such Holders by default.

Terms defined in the Convening Notice shall have the same meaning in this proxy form, unless otherwise defined herein.

I. POWER OF ATTORNEY FOR THE MEETING

Power of Attorney

I/We hereby authorise

Proxyholder for the Meeting

Name: Mr. Rüdiger Sailer

Professional Address: 24, rue Jean l'Aveugle, L-1148 Luxembourg

("Proxyholder for the Meeting")

to represent the Holder in the aforementioned Meeting, as defined in the Convening Notice – with the right to grant substitute power of attorney within the same scope as this power of attorney – and to exercise Holder's rights as a holder of the Bonds in connection with such Meeting, including, but not limited to, the voting right from the Bonds held by the Holder, for the Holder under disclosure of the Holder's name or company name in the attendance list.

The present power of attorney will remain in force until and if the Meeting for whatsoever reason, is to be continued or postponed with the same agenda.

II. POWER OF ATTORNEY FOR THE HEARING

Power of Attorney

I/We hereby authorise

Proxyholder for the Hearing

Name: Mr. Pierre-Nicolas Koch

Professional Address: 24, rue Jean l'Aveugle, L-1148 Luxembourg

("Proxyholder for the Hearing")

to represent the Holder in the aforementioned Hearing, as defined in the Convening Notice – with the right to grant substitute power of attorney within the same scope as this power of attorney – and to exercise Holder's rights as a holder of the Bonds for all purposes of and in all matters in connection with the judicial reorganisation proceedings of the Issuer, including, but not limited to, the representation of the Holder for the purposes of receiving communication from the court in Luxembourg on behalf of the Holder in accordance with article 48 of the Luxembourg Law of 7 August 2023 on business preservation and modernising of bankruptcy proceedings (the "**Reorganisation Law**") and the voting right from the Bonds held by the Holder at the Hearing, with respect to the vote on the Uniform Proposal at the Hearing, such vote shall reflect the voting instructions provided for the Meeting as further set out under the Convening Notice dated 27 June 2024.

The present power of attorney will remain in force until and if the Hearing for whatsoever reason, is to be continued or postponed with the same agenda.

In case of doubt, this power of attorney shall be interpreted extensively.

This power of attorney is governed by Luxembourg law and shall be construed and interpreted in accordance with Luxembourg law.

Place:

Signature:

Name in block letters:

Title/Position (in case of legal entity):

Please send the completed Proxy Form (only once!) to:

Aalto Capital AG
For the attention of Mr. Steinbeisser
“PlusPlus Capital Financial-Eurobonds: Meeting”
e-mail: manfred.steinbeisser@aaltocapital.com
telephone: +49 175 266 89 01

INFORMATION ON THE PROXY FORM

Please note the explanations to the voting procedure in the convening notice published on 27 June 2024 on the Issuer's website (<https://pluspluscapital.eu/investor-relations>) (the "**Convening Notice**"). **The information in the Convening Notice is solely authoritative.**

In connection with the vote submission, the following must be observed (please note this is not a complete reproduction of all information contained in the Convening Notice):

1. REPRESENTATION THROUGH PROXY

Each holder of the Bonds (respectively one "**Holder**" and together the "**Holders**") may be represented at the Meeting and/or the Hearing by a proxy. The Holder may choose the person to serve as a proxy; the Proxyholder for the Meeting, the Proxyholder for the Hearing, or any other third party may be considered at the respectively, the Meeting and/or the Hearing.

The proof regarding the granting of proxy must be submitted by the end of the Submission Period at the latest, i.e. until 10 July 2024; at 12:00 noon CET, by email in English to:

Aalto Capital AG
For the attention of Mr. Steinbeisser
"PlusPlus Capital Financial-Eurobonds: Meeting"
e-mail: manfred.steinbeisser@aaltocapital.com
telephone: +49 175 266 89 01

2. SPECIAL CONFIRMATION, BLOCKING NOTICE AND ALTERNATIVE PROOF

In addition, the proxy must, unless these documents have already been transmitted, provide Aalto Capital AG with the proof of the eligibility of the Holder represented by him/her in the form of a **Special Confirmation** and a **Blocking Notice** from the depository bank within the meaning of sections 2.1 and 2.2 below.

Holders should contact their depository bank in good time regarding the formalities of the Special Confirmation and the Blocking Notice.

A Special Confirmation with Blocking Notice form is available on the website of the Issuer (<https://pluspluscapital.eu/investor-relations>).

2.1 Special Confirmation

A special confirmation is a certification of the depository bank which states the aggregate nominal value and/or the number of the Bonds which were credited on the day of the issuance of this certification to the securities account of the respective Holder at this depository bank and in which Holder actually holds the account ("**Special Confirmation**").

(see section 5.3 of the Convening Notice)

2.2 Blocking Notice

A blocking notice from the depository bank is a notice according to which the Bonds held by the Holder are blocked by the depository bank until the completion of the Restructuring (i.e. until Wednesday, 12 February 2025 at 23:59 hrs (CET)) (“**Blocking Notice**”).

(see section 5.3 of the Convening Notice)

Note:

This Proxy Form must be submitted during or before the Submission Period to Aalto Capital AG.
