

PROXY FORM FOR PRINCESS PRIVATE EQUITY HOLDING LIMITED MEETING

For use in connection with the Annual General Meeting of Princess Private Equity Holding Limited (the “Company”), to be held on 23 June 2023 at 9.00 a.m. and at any adjournment thereof.

Registered Name of the first named Shareholder:
 Address:
 Account Designation (if any):
 Account Number (if known):
 I/We

being a Shareholder of the Company hereby appoint the Chairman of the Annual General Meeting or (See Note 4) to act as my/our proxy at the Annual General Meeting of the holders of Ordinary Shares in the Company to be held on 23 June 2023 (and at any adjournment thereof) and to vote for me/us and in my/our name(s) on the Resolutions set out in the Notice of Annual General Meeting dated 19 May 2023 as indicated below. To allow effective constitution of the Annual General Meeting, if it is apparent to the Chairman that no Shareholders will be present in person or by proxy, other than by proxy in the Chairman’s favour, then the Chairman may appoint a substitute to act as proxy in his stead for any Shareholder, provided that such substitute proxy shall vote on the same basis as the Chairman.

Voting Instructions (See Note 5)	For	Against	Vote Withheld
Ordinary Resolutions			
(1) THAT the financial reports of the Company for the year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon be received and adopted.			
(2) THAT the appointment of PricewaterhouseCoopers CI LLP as Auditors of the Company for the year ending 31 December 2023 be and is hereby approved and that the Directors be authorised to fix their remuneration.			
(3) THAT Mr Felix Haldner be re-elected as a Director of the Company.			
(4) THAT Ms Fionnuala Carvill be re-elected as a Director of the Company.			
(5) THAT Mr Henning von der Forst be re-elected as a Director of the Company.			
(6) THAT Ms Merise Wheatley be re-elected as a Director of the Company.			
(7) THAT Mr Steve Le Page be re-elected as a Director of the Company.			
(8) THAT the Company’s dividend policy for the year ending 31 December 2023 be approved.			
SPECIAL BUSINESS			
Special Resolution			
(9) THAT the Directors be given the general power to allot equity securities for cash or sell treasury shares for cash, as if article 5 of the Articles of Incorporation did not apply to any such allotment.			
Ordinary Resolution			
(10) THAT the Company be and is hereby authorised in accordance with section 315 of the Companies (Guernsey) Law, 2008, as amended, to make market acquisitions of Ordinary Shares in the Company.			

(SEE NOTES 2 AND 8)

Signed

Dated:2023

Notes:

1. Please indicate with a cross in the appropriate box above how you wish your votes to be cast in respect of the Resolutions. If you do not do so your proxy may vote or abstain at his discretion.
2. In the case of a body corporate the Proxy Forms must be executed under seal or under the hand of an officer or attorney authorised in writing.
3. In the case of joint Shareholders any such Shareholder may sign but, in the event of more than one tendering votes, the votes of the Shareholder whose name stands first in the Register of Shareholders will be accepted to the exclusion of the others.
4. If you wish to appoint someone other than the Chairman of the Annual General Meeting please delete “the Chairman of the Annual General Meeting, or” and insert in the place provided the name and address of your appointee, who need not be a Shareholder. Any such amendment must be initialled.
5. The Proxy Forms and any power of attorney or other authority (if any) under which it is signed (or a copy thereof certified by a solicitor) to be valid, must be received at the address printed below not later than 48 hours (excluding all or any part of a day that is a non-working day) before the time appointed for the Annual General Meeting.
6. To be effective this Proxy Form, duly completed together with any power of attorney or other, if any, authority under which it is signed, or a notarially certified copy of such power of attorney or other authority, must be completed, signed and returned to the Company’s Transfer Agent, Link Group, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL, as soon as possible but in any event, so as to arrive no later than 9.00 a.m. on the 21 June 2023.
7. The lodging of a completed Proxy Form does not preclude a member from attending the AGM and voting.
8. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for or against a Resolution.

PRINCESS PRIVATE EQUITY HOLDING LIMITED