

## PROXY

The undersigned (the "Appointer"), being the holder of ..... shares of Blue Marlin Holdings S.A., having its registered office at 56 rue Charles Martel, L-2134 Luxembourg (the "Company"), hereby appoints the duly appointed Chairman of the meeting or, failing him, any director of the Company to represent him and vote for him at the Extraordinary General Meeting to be held before Notary Wersandt, a Luxembourg notary public of 12, rue Jean Engling L-1466 Luxembourg at 14:00h (CET) on 6 March 2020 or on a later date as soon as possible thereafter;

for the purpose of deliberation and voting in favor upon the following agenda items:

### Agenda for Extraordinary General Meeting

1. To approve the reduction of the issued share capital of the Company from 1,949,572 shares of EUR 2.00 each to 487,393 shares of EUR 2.00 each via the redemption of 3 (three) shares for every 4 (four) shares held at an amount of EUR 9.50 per share redeemed, and cancellation of the shares redeemed.
2. To empower the directors of the Company to determine and implement the re-imbursement of the redemption of 1.462,179 shares pursuant to resolution above including the payment to shareholders of EUR 9.50 per share redeemed in the form of a reduction of capital out of which EUR 2.00 will be funded out of share capital and the remainder of EUR 7.50 will be funded out of distributable reserves.
3. To approve the reduction of the legal reserve of the Company from EUR 389,914 to EUR 97,479.
4. To approve the amendment of article 5.1 of the articles of association of the Company to reflect the amendment which was resolved upon pursuant to resolution 1 above.
5. Miscellaneous.

Made in \_\_\_\_\_ on \_\_\_\_\_, 2020

By \_\_\_\_\_

### Notes:

The Proxy is specially authorised to vote in favor on the items of the above agenda.

All powers are given to the Proxy to make any statement, cast all votes, sign all minutes of meetings and other documents, do everything which is lawful, necessary or simply useful in view of the accomplishment and fulfilment of the present proxy and the incorporation of the above named Company and to proceed, in accordance with the requirements of Luxembourg law, to any registration with the Trade and Companies' Register and to any publication in the *Recueil Electronique des Sociétés et Associations*, while the Appointer promises to ratify all said actions taken by the Proxy whenever requested.

This proxy, and the rights, obligations and liabilities of the Appointer and the Proxy hereunder, shall be governed by the laws 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 shall be brought by the Appointer and the Proxy in the courts of Luxembourg-City, and each of the Appointer and the Proxy 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.