



Corestate Capital Holding S.A.
4, rue Jean Monnet, 2180 Luxembourg, Luxembourg
Registered with the Luxembourg Trade and Companies Register
under registration number B 199780

Important instructions regarding the exercise of your voting rights at the Annual General Meeting of the shareholders of Corestate Capital Holding S.A. to be held on 5 June 2020 at 10:00 a.m. (CEST) (the Meeting)

You may exercise your voting rights at the Meeting by appointing the proxy representative nominated by Corestate Capital Holding S.A.

Each shareholder shall, **on or before the Record Date (as defined below)** indicate to the Company his/her/its intention to participate at the Meeting in any form. Such indication must be received by Corestate Capital Holding S.A. by fax (+49 (0) 89 210 27-289) or e-mail (agm@linkmarketservices.de) on 22 May 2020 at 11:59 p.m. CEST at the latest.

In order to exercise your voting rights at the Meeting, these instructions shall be read together with the information set out in the convening notice to the Meeting

1. Authorisation and instructions for the proxy nominated by Corestate Capital Holding S.A.

Corestate Capital Holding S.A. nominates as solely authorised proxy with the right of delegating the authorisation to another person, Mr. Andreas Wahl-Ulm, employee of Corestate Capital Holding S.A., Luxembourg. The proxy is authorised to execute the voting rights only as far as you have given explicit instructions on the proposed resolutions made by the Management Board of Corestate Capital Holding S.A. on the agenda items of the Meeting, as applicable. The assignment of Corestate Capital Holding S.A.'s proxy for entering an objection as well as filing a petition and asking questions is excluded.

If you want to benefit from this service, please **tick the box** in section 2. of the Form, **sign** the Form and **fill out** and sign section 3. of the Form.

To benefit from this service, please return the completed and duly signed Form to Corestate Capital Holding S.A., c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany, by fax (+49 (0) 89 210 27-289) or e-mail (agm@linkmarketservices.de) by 11:59 p.m. (CEST) on 30 May 2020 - receipt by Corestate Capital Holding S.A. - at the latest, followed by the original by regular mail.

Attestation

In all instances, you **must** request and **obtain an attestation** from your depository bank which is safe-keeping your shares in Corestate Capital Holding S.A. stating the number of shares held by you as shareholder 14 calendar days before the date of the Meeting (the **Record Date**), i.e. on 22 May 2020 at 11:59 p.m. CEST. You may wish to provide your depository bank with the enclosed form of attestation, which has to **be filled out and signed by your depository bank**. Alternatively, your depository bank may use its own form, provided that the number of shares held by you as shareholder at the Record Date is indicated in such form. Please note that the attestation must be provided in text form in the German or English language. Attestations must be received by Corestate Capital Holding S.A. by fax (+49 (0) 89 210 27-289) or e-mail (agm@linkmarketservices.de) on 30 May 2020 at 11:59 p.m. (CEST) at the latest, followed by the original by regular mail to:

Corestate Capital Holding S.A.
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

Please note that exercise of voting rights of shares in connection with late attestations, and/or Forms will not be possible at the Meeting, as applicable.

**Data Protection Notice**

Since the European Data Protection Act came into effect, new data protection laws and regulations apply throughout Europe from 25 May 2018 onwards.

The protection of your data and the legally compliant processing of your data have a high priority for us. In our data protection notice for shareholders, we have summarized all information regarding the processing of personal data of our shareholders in a clear and structured way.

The data protection notice for shareholders can be retrieved and is available for viewing and downloading on the Company's website under www.corestate-capital.com in the segment "Shareholders" > "Annual General Meeting".

The direct link is: <https://corestate-capital.com/wp-content/uploads/2019/05/data-protection.pdf>



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FORM FOR THE
ANNUAL GENERAL MEETING
TO BE HELD

on 5 June 2020 at 10.00 a.m. (CEST) (the “Meeting”)

2. Authorisation and instructions to the proxy of Corestate Capital Holding S.A.

☐ **By ticking this box for the MEETING**

I/We,

First Name, Surname, Street, No., Postal Code / City / Country

herewith grant authorisation to the proxy representative of Corestate Capital Holding S.A., Mr. Andreas Wahl-Ulm, employee of Corestate Capital Holding S.A., Luxembourg, to hold the power of attorney, together with the right to delegate the authority to another person, to represent me/us at the Meeting, as applicable, of Corestate Capital Holding S.A. on 5 June 2020 and to execute my/our voting rights in my/our name and on my/our behalf in the manner subsequently described in section 3. below (please mark with a cross).

_____ <small>Name(s)</small>	_____ <small>Admission card number (if available)</small>	_____ <small>number of shares on admission card (if available)</small>
_____, <small>(City)</small>	_____ <small>(Date)</small>	_____ <small>(Signature 1st Shareholder)</small>
		_____ <small>(if applicable Signature 2nd Shareholder)</small>

3. Individual instructions

Individual instructions for the proxy representative of Corestate Capital Holding S.A.

Please issue an instruction for each proposed resolution made by the Management Board of Corestate Capital Holding S.A. on the agenda items. Only one instruction may be issued for each item of the agenda. If you do not explicitly issue instructions in respect of the individual agenda items, the proxy representative of Corestate Capital Holding S.A. will abstain from voting for these items.

Please tick only within the small box ☐

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The data protection notice for shareholders can be retrieved and is available for viewing and downloading on the Company's website under www.corestate-capital.com in the segment “Investor Relations” > “Corporate Governance” > “Annual General Meeting”.

The direct link is: <https://corestate-capital.com/wp-content/uploads/2019/05/data-protection.pdf>

**VOTING INSTRUCTIONS OR VOTING BY CORRESPONDENCE,
AS APPLICABLE, FOR THE ANNUAL GENERAL MEETING 2020 (THE MEETING)**

AGENDA ITEM 1.

PROPOSED RESOLUTION	VOTE FOR	VOTE AGAINST	ABSTENTION
PRESENTATION OF THE STAND-ALONE ANNUAL ACCOUNTS OF THE COMPANY FOR THE FINANCIAL YEAR 2019, OF THE APPROVED CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2019, THE AUDITOR REPORT RELATING TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2019 AS WELL AS THE MANAGEMENT REPORT FOR THE FINANCIAL YEAR 2019			
The supervisory board of the Company (the Supervisory Board) has not made any comments to the stand-alone annual accounts, the consolidated financial statements for the financial year 2019 as drawn up by the Management Board (the Financial Statements), nor to the report prepared by the management board (the Management Report) and the report of the independent auditor relating to the Financial Statements (the Auditor Report).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Management Board and the Supervisory Board propose to the Meeting to approve the Financial Statements in accordance with article 461-7 of the Luxembourg act on commercial companies dated 10 August 1915, as amended (the Companies Act).			

AGENDA ITEM 2.

PROPOSED RESOLUTION	VOTE FOR	VOTE AGAINST	ABSTENTION
ACKNOWLEDGEMENT OF THE PROFIT OF THE COMPANY MADE WITH RESPECT TO THE FINANCIAL YEAR 2019 AND ALLOCATION TO THE LEGAL RESERVE			
The Management Board proposes that the Meeting acknowledges that the Company made a profit with respect to the financial year 2019 in an aggregate amount of EUR 80,646,721.13 (the Profit).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Management Board proposes that the Meeting resolves to not proceed with any dividend distribution and to carry forward the Profit to the next financial year.			

AGENDA ITEM 3.

PROPOSED RESOLUTION	VOTE FOR	VOTE AGAINST	ABSTENTION
DISCHARGE (QUITUS) TO EACH OF THE MEMBERS OF THE MANAGEMENT BOARD FOR THE FINANCIAL YEAR 2019			
The Management Board and the Supervisory Board propose to the Meeting to grant discharge (quitus) to the members of the Management Board for the performance of their duties as members of the Management Board for, and in connection with, the financial year 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

AGENDA ITEM 4.

PROPOSED RESOLUTION	VOTE FOR	VOTE AGAINST	ABSTENTION
DISCHARGE (QUITUS) TO EACH OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE FINANCIAL YEAR 2019			
The Management Board and the Supervisory Board further propose to the Meeting to grant discharge (quitus) to the members of the Supervisory Board for the performance of their duties as members of the Supervisory Board for, and in connection with, the financial year 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

AGENDA ITEM 5.

PROPOSED RESOLUTION	VOTE FOR	VOTE AGAINST	ABSTENTION
APPOINTMENT OF NEW MEMBERS OF THE SUPERVISORY BOARD <p>Following the expiration of the mandates of Mr Micha Blattmann, Mr Urs Felder and Mr Ulrich Plett as well as the resignation of Mr Jonathan Matthew Lurie as members of the Supervisory Board, all with effect after the holding of the Meeting, the Management Board and the Supervisory Board propose to the Meeting to appoint the following persons as new members of the Supervisory Board with effect as of the closing of the Meeting:</p> <ul style="list-style-type: none"> • Dr. Georg Allendorf, residing in Alzeyer Strasse 160c, 67592 Flörsheim-Dalsheim, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023; • Dr. Gabriele Apfelbacher, residing in Romanstraße 71, 80639 Munich, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023; • Timothy Blackwell, residing in Bändlerstrasse 61, 8802 Kilchberg/Zurich, Switzerland, for a term of office ending after the annual general meeting of the Company which will be held in 2023; • Marc Driessen, residing in Geibelstraße 46b, 2203 Hamburg, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023; and • Olaf Klinger, residing in Goseberg 30, 37603 Holzminden, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023. <p>The Board further proposes that the Meeting recommends that Dr. Georg Allendorf shall be designated by the Supervisory Board as chairman.</p> <p>Further information about the proposed candidates is available on the homepage at www.corestate-capital.com under “shareholders” and “Annual General Meeting” and will be available for inspection during the Meeting. Curricula vitae for the proposed candidates, providing information about their relevant knowledge, skills and experience, together with a list of relevant activities besides the Supervisory Board position forming the subject of these elections, are also available on the homepage at www.corestate-capital.com under “shareholders” and “Annual General Meeting”.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

AGENDA ITEM 6.

PROPOSED RESOLUTION	VOTE FOR	VOTE AGAINST	ABSTENTION
APPOINTMENT OF THE INDEPENDENT AUDITOR (CABINET DE RÉVISION AGRÉÉ) FOR THE FINANCIAL YEAR 2020 The Management Board and the Supervisory Board propose to the Meeting to appoint Ernst & Young SA, 35E Avenue John F. Kennedy, 1855 Luxembourg, represented by partner Pavel Nesvedov, as independent auditor (cabinet de révision agréé) for the stand-alone annual accounts and consolidated financial statements of the Company for the financial year 2020, and to grant power and authority to the Management Board and the Supervisory Board to enter into the relevant agreement (in accordance with market standards) with Ernst & Young SA.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

AGENDA ITEM 7.

PROPOSED RESOLUTION	VOTE FOR	VOTE AGAINST	ABSTENTION
ADVISORY NON-BINDING VOTE ON THE NEW REMUNERATION POLICY The Management Board proposes to the Meeting to approve on a non-binding basis the new remuneration policy in accordance with the requirements of Directive EU 2017/828 of 17 May 2017, as implemented under Luxembourg law by the law of 1st August 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Name(s)	Admission card number (if available)	number of shares on admission card (if available)
(City)	(Date)	(Signature 1 st Shareholder)
		(if applicable Signature 2 nd Shareholder)

- 4. If you wish to attend the AGM by telephone, please complete the information as set out below. If you do not wish to attend the AGM, please do not complete the section below.**

Surname, First Name of the Shareholder / Shareholders

Street, No.

City, Postcode, Country

E-mail Address

Based on the information set out above, the Company will send to shareholders dial-in details in order to attend the AGM as audio conferences.

Attestation
(Record of Share Ownership)

Annual General Meeting (Meeting) of the shareholders of Corestate Capital Holding S.A. on 5 June 2020 at 10:00 a.m. (CEST)

This Attestation is issued to shareholders to take part in the virtual Meeting.

We hereby confirm to *(please fill in)*

Surname, First Name of the Shareholder / Shareholders

Street, No.

City, Postcode, Country

that _____ shares of Corestate Capital Holding S.A.; ISIN: LU1296758029
No. of Shares

are kept safe by us in a securities account 14 calendar days before the date of the AGM (**Record Date**),
i.e. on 22 May 2020 at 11:59 p.m. (CEST).

City, Date

Signature and Stamp of the Depository Bank

Depository Bank Details:

Name of the Depository Bank

Street, No.

City, Postcode, Country

Contact

Telephone Number for Queries

Important:

**Please send the Attestation to the Company (by fax or e-mail) until
11:59 p.m. (CEST) on 30 May 2020, followed by the original by regular mail to:**

**Corestate Capital Holding S.A.
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany
Fax: +49 (0) 89 210 27 – 289
agm@linkmarketservices.de**