

PROXY/VOTING INSTRUCTIONS

The undersigned:

Name of shareholder	
Address	
Postal code, city and country	
Passport/ID number or ID number (<i>in case of an entity</i>)	
Represented by (<i>in case of an entity</i>)	

hereby issues its voting instructions for the Annual General Meeting of **Photon Energy N.V.**, a company incorporated under the laws of the Netherlands, with its registered address at Barbara Strozilaan 201, 1083 HN Amsterdam, The Netherlands, registered with the Chamber of Commerce in Amsterdam under number 51447126 (the “Company”) which will be held on 31st May, 2022, with respect to _____ [*insert number of shares*] shares in the share capital of the Company in accordance with the specific voting instructions attached hereto.

This proxy is governed by the laws of the Netherlands.

Signature

INSTRUCTION AND TERMS

- 1. Your proxy/voting instructions will be taken into account only if the full, completed, and duly signed document is received by the Company no later than on May 25, 2022, at 17:00 CET. It can be sent by mail to the Company’s registered office or by email to kd@photonenergy.com.*
- 2. The proxy/voting instructions must be unequivocal (in case of deletions and corrections, please use a new form). Proxies/voting instructions which do not comply with these requirements will be disregarded.*
- 3. If you submit more than one proxy/voting instruction with respect to the same securities, only the proxy with the most recent date of completion and which meets the requirements under 1 and 2 will be taken into account. If no order can be established, all such proxies/voting instructions will be disregarded.*
- 4. In addition to this proxy, you must also send the depository certificate as of the **Record Date (3rd May 2022)**, and a copy of your identity card/extract from companies register, as required by the notice of the general meeting.*

Agenda Item	Resolution	For	Against	Abstain
2a	Approval of the stand-alone financial statements for the financial year 2021 and transfer of profit in the amount of EUR 3,667 thousands to the retained earnings in the shareholders equity			
2b	Approval of the consolidated financial statements for the financial year 2021 and the transfer of the consolidated loss in the amount of EUR 6,433 thousands to the retained earnings in the shareholders equity			
3	Approval of the Remuneration Report (advisory vote) and adoption of Remuneration Policy			
4	Granting discharge and releasing the Management Board of the Company from liability for its conduct performed in and relating to the financial year of 2021			
5	Granting discharge and releasing the Supervisory Board of the Company from liability for its conduct performed in and relating to the financial year of 2021			
6	Extension of the Supervisory Board member to three members and appointment of Mr. Ariel Sergio Davidoff to the Supervisory Board of the Company			
7	Appointment of PriceWaterhouseCoopers to be the Company's auditor for the financial year 2022			
8	Authorization of the Management Board to acquire shares in the share capital of the Company for consideration, for a period of 18 months, commencing on this date and consequently ending on 30th November, 2023. The Management Board is authorized to acquire the maximum number of shares permitted by law and the Company's Articles of Association. The shares may be acquired by purchase on public markets on which the shares are traded, or through a private contractual transaction between the Company on one side, and a selling shareholder on the other side. The price for the shares must be at least equal to the nominal value of shares and may not exceed the average of closing prices of shares during the five trading days prior to the date of the purchase, published by Warsaw Stock Exchange, increased by ten percent.			
9	Designation of the Management board of the Company for a period of five years, commencing on this date and consequently ending on 31 st May, 2027, as competent to issue shares and to grant rights to subscribe for shares; this authorization to issue shares and to grant rights to subscribe shares is granted with respect to a maximum of 10 million shares of the authorized share capital of the Company.			
10	Designation of the Management board of the Company for a period of five years, commencing on this date and consequently ending on 31 st May, 2027, as competent to limit or exclude pre-emption rights with respect to the issue of shares referred to under 9			