

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 proxy for the Extraordinary General Meeting of **Photon Energy N.V.**, a company incorporated under the laws of the Netherlands, with its registered address at Barbara Strozziilaan 201, 1083 HN Amsterdam, The Netherlands, registered with the Chamber of Commerce in Amsterdam under number 51447126 (the “Company”) which will be held on **5 August, 2021** 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.

Date: _____

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 **29 July, 2021 at 17:00 CET**. It can be sent by mail to the Company’s registered office or by email to kd@photonenergy.com.*
- 2. In addition to this proxy, you must also send the depository certificate as of the **Record Date (8 July, 2021)** as required by the notice of the general meeting. 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.*

Please indicate with „x“ whether you are voting For, Against or Abstain from voting

Agenda Item	Resolution	For	Against	Abstain
2	<ol style="list-style-type: none"> 1. to amend the articles of association of the Company as set out in a draft deed of amendment (ref. 20210279.01\JMPH\AACB\1), prepared by Dentons Europe LLP, lawyers and notaries (hereinafter referred to as: Deed of Amendment); 2. to authorise each Managing Director of the Company and each of the lawyers, civil-law notaries and notarial employees (<i>advocaten, (kandidaat)-notarissen en notariële medewerkers</i>) of Dentons Europe LLP (the Attorney(s)), acting jointly or individually, to do any and all of the following acts or things: <ol style="list-style-type: none"> (a) to cause the Deed of Amendment to be executed and to sign the Deed of Amendment; and (b) to do all such other things as may, at the sole and absolute discretion of the Attorney(s), be required to be signed, executed or delivered, or done in connection with the legal act(s) described under (a), or be appropriate or necessary for effectively or expeditiously carrying out the objects herein authorised; 3. to undertake to irrevocably and unconditionally indemnify Dentons Europe LLP and the Attorney(s) against all costs, claims, expenses and liabilities in whichever way incurred by any of them as a result of the exercise or purported exercise in good faith of this authorisation. 			