

[IMPORTANT NOTE: This document is a convenience translation only. Neither Opus – Chartered Issuances S.A. nor Andersen GmbH Rechtsberatung Steuerberatung or any of its employees accept any liability under or in connection with this document. In case of inconsistencies, the German version of this document shall prevail.]

Recipient:

Opus – Chartered Issuances S.A., CMP 58

c/o Andersen GmbH

Rechtsberatung Steuerberatung

Rudolfplatz 3, 50674 Cologne, Germany

fax: (+49) 221 88835 999

e-mail: comp58@de.andersen.com

**Opus – Chartered Issuances S.A.
Acting in respect of its Compartment 58**

MEZ Capital Basket Tracker Bonds
WKN: A2FTV1, ISIN: DE000A2FTV17

**VOTING PROXY
for a creditors' meeting
held on Friday, February 17, 2023 at 14:00**

Deadline: Please send this voting proxy (page 1) and your instructions (page 2) by no later than **Tuesday, February 14, 24:00 (CET) (incoming)** by post, fax, e-mail or otherwise in text form (sec. 126b BGB) to the above recipient.

I/We – the bondholder(s) -,

_____ (first name, surname / company)

_____ (address)

authorise the voting proxies appointed by Opus – Chartered Issuances S.A., acting in respect of its Compartment 58 ("**Issuer**"), Ms. **Olga Bergmann** and Mr. **David Eckner ("**Voting Proxies**")**, each individually with the right to sub-authorise and exempt from the restrictions of sec. 181 BGB, to represent me/us at the Issuer's creditors' meeting on **Friday, February 17, 2023 at 14:00** and to exercise the voting rights from

_____ **Bearer Bonds**
(amount of bearer bonds)

for me/us in accordance with my/our instructions below (at the creditors' meeting, each bondholder or its representative participates in accordance with the nominal value of the outstanding bearer bonds held by the bondholder. Each bearer bond with a nominal value of EUR 5,000.00 grants one vote). The following instructions also apply to sub-authorised voting proxies.

INSTRUCTIONS

Please give instructions below on how the Voting Proxies or any sub-authorised voting proxies shall vote. The Instructions refer in each case to the Issuer’s proposed resolutions on agenda item IV. published as part of the invitation to the creditors' meeting in the Federal Gazette (*Bundesanzeiger*) on Monday, January 30, 2023. Multiple markings render an instruction invalid.

Proposed Resolutions (please mark with a cross)	Yes	No
1. Consent to Early Redemption	<input type="checkbox"/>	<input type="checkbox"/>
2. Suspension of the liquidation procedure	<input type="checkbox"/>	<input type="checkbox"/>
3. Modification of the liquidation procedure and possibility for partial redemptions	<input type="checkbox"/>	<input type="checkbox"/>
4. Suspension and amendment of the obligation to replace Project Bonds	<input type="checkbox"/>	<input type="checkbox"/>
5. Possibility for future resolutions in a vote without a meeting	<input type="checkbox"/>	<input type="checkbox"/>
6. Possibility of publishing notices on the website	<input type="checkbox"/>	<input type="checkbox"/>
7. Updating the definitions and other conditions	<input type="checkbox"/>	<input type="checkbox"/>
8. Delisting of the Bonds	<input type="checkbox"/>	<input type="checkbox"/>

Please note that a Voting Proxy or a sub-authorised voting proxy will only vote in accordance with the above instructions but will not exercise any other voting rights on your behalf. The Voting Proxies or sub-authorised voting proxies are not available to exercise other creditors' rights.

(place, date)

(signature or naming of the person of the declarant according to sec. 126b BGB)

Name and position
of the signatory/declarant:

Important Information

Pursuant to Section 8a (b) of the Terms and Conditions of the Bonds, the prior **registration** of the bondholders is required for participation in the creditors' meeting and the exercise of voting rights.

The registration must be received no later than Tuesday, February 14, 24:00 (CET) (incoming) by post, fax, e-mail or otherwise in text form pursuant to Sec. 126b of the German Civil Code (*Bürgerliches Gesetzbuch* – "**BGB**") at the following address, fax number or e-mail address:

Opus – Chartered Issuances S.A., CMP 58

c/o Andersen GmbH

Rechtsberatung Steuerberatung

Rudolfplatz 3, 50674 Cologne, Germany

fax: (+49) 221 88835 999

e-mail: comp58@de.andersen.com

A form that can be used for registration can be downloaded from the Issuer's website at <https://chartered-opus.com/produkte/mitteilungen> in section "Compartment 58".

In addition to the registration, pursuant to section 8a (b) of the Terms and Conditions of the Bonds, a current proof of the registrant's status as bondholder from the custodian bank ("**Special Proof**") and a blocking certificate from the custodian bank ("**Blocking Certificate**") must be sent to the aforementioned address, fax number or e-mail address. Pursuant to section 10 (3) sentence 2 of the German Bond Act (*Schuldverschreibungsgesetz*), a Special Proof of the custodian bank issued in text form shall be sufficient for this purpose. The Special Proof is a certificate of the custodian bank of the relevant bondholder which contains the name and the registered office or place of residence of the bondholder and indicates the total nominal amount of the bearer bonds credited to the bondholder's securities account with the custodian bank. The Blocking Certificate shall contain the confirmation of the custodian bank that the bearer bonds held by the relevant bondholder will be kept blocked at the custodian bank at least from the date of issue of the Special Proof until the end of the day the creditors' meeting takes place.

Bondholders should contact their custodian bank regarding the issuance of the Special Proof and the Blocking Certificate. Bondholders who do not present the Special Proof and the Blocking Certificate are not entitled to participate in the creditors' meeting and to exercise their voting rights. Voting Proxies or sub-authorized voting proxies of the bondholder may also not exercise the voting right in these cases.

The exercise of voting rights by Voting Proxies or by sub-authorized voting proxies requires, in addition to their proper (sub-)authorisation, that the relevant bondholder has registered for the creditors' meeting in due time and has provided the Special Proof with the Blocking Certificate. In cases of representation, proof of authorization to represent the relevant bondholder must also be provided in accordance with Section D. (Representatives of the Bondholders) of the invitation to the creditors' meeting published in the Federal Gazette (*Bundesanzeiger*) on Monday, January 30, 2023.