

The Grounds Real Estate Development AG

Voting without a meeting regarding the Corporate Convertible Note 2021 / 2024

ISIN: DE000A3H3FH2

Power of Attorney to Third Parties

Details of the principal / noteholder

(surname, first name, company name of the
noteholder, if applicable)

(nominal value of partial notes)

(address)

Proof of proxy authorisation must be submitted to the voting manager at the following address by the end of the voting period at the latest, i.e. **by 24:00 p.m. on 18 December 2023:**

Notary Christoph Wagner with registered office in Berlin

- Voting manager (*Abstimmungsleiter*) -

Reference: "The Ground Real Estate Development AG Corporate Convertible Note 2021/2024"

c/o

HEUKING KÜHN LÜER WOJTEK

Partnership with limited professional liability

of lawyers and tax consultants

Kurfürstendamm 32, 10719 Berlin

Germany

or by fax to the fax number +49 (0) 30 88 00 97-99

or by e-mail to thegrounds@heuking.de.

Note: Even when voting by authorized representatives, timely proof of the noteholder status of the principal is required in the form of special proof together with a blocking notice.

Power of Attorney

I / We authorise Mr / Mrs

Name

First name

Place of residence

to represent me/us with the right to grant sub-authorisation in the above-mentioned voting without a meeting of the noteholders and to exercise the voting right for me/us.

Place / Date / Signature(s)
(text form Section 126b of the German Civil Code is sufficient)

Sub-authorisation

I / We authorise Mr / Mrs

Name

First name

Place of residence

Sub-authorisation to represent me in the above-mentioned voting without a meeting of the noteholders and to exercise the voting right for me/us.

Place / Date / Signature
(text form Section 126b of the German Civil Code is sufficient)