

DECLARATION OF PARTICIPATION AND VOTING FORM

ANNUAL GENERAL MEETING OF SHAREHOLDERS OF EDIFY S.A. OF MAY 17, 2021

Important : To participate to the Annual General Meeting of Shareholders of EDIFY S.A. (the “**Meeting**”) which will take place on **Monday May 17, 2021**, fill out this **DECLARATION OF PARTICIPATION AND VOTING FORM** and send it **before May 14, 2020 - midnight** to the attention of Mrs. Ingrid Motch, Secretary General of EDIFY S.A., by email to the following address: imotch@edify-investmentpartner.com or by post to EDIFY, 6, boulevard d'Avranches, L-1160 Luxembourg , Grand Duchy of Luxembourg. A **certificate from the bank** which attests the number of shares must be attached to the form if you hold bearer shares.

The undersigned _____
Living in _____

being, as of today, holder of (*please fill in with the number of shares held*) :

Nominative holder in full ownership of : _____ shares.
Bare-owner of : _____ shares.
Holder of : _____ bearer shares

of the company EDIFY S.A., a public limited company governed by the laws of the Grand Duchy of Luxembourg, having its registered office 6, boulevard d'Avranches, L-1160 Luxembourg, Grand Duchy of Luxembourg and registered at the Luxembourg Trade and Companies Register under number B190500 (the “**Company**”),

declares, **the intention to participate** (*please also make sure to complete the proxy voting form below*) :

to the Annual General Meeting which will take place on Monday, May 17, 2021 at 11:00 a.m., at 43 Boulevard Prince Henri, 1724 Luxembourg, or to any other meeting convened on the same agenda with all the items appearing on the agenda detailed below, with the following agenda:

1. Mandatory conversion of all existing bearer shares of EDIFY S.A. into registered shares with effect from June 1, 2021 ;
2. Creation of a consent clause to govern the transfer of shares ;
3. Authorization of shares buyback for a period of eighteen months in accordance with the provisions of article 430-15 of the amended law of August 10, 1915 concerning commercial companies, with modification of the maximum and minimum prices fixed ;
4. Consequential amendment of the articles and concomitant revising of the Company's articles of association following the delisting of the shares, without changing the form and purpose of the Company ;
5. Delegations of power ;
6. Miscellaneous.

Shareholder signature : _____

Name and title (*where appropriate*)¹ :

Date :

¹ To be completed only if the Shareholder is a legal person or in the event of signature by the representative of a natural person or in the event of signature by the legal representative of the minor.

PROXY VOTING FORM

and **hereby assigns** Mrs. Ingrid Motch, Secretary General of EDIFY S.A.², with substitution option, to attend the Meeting or any meeting convened with the same agenda if the first is not able to deliberate validly, to take part in all deliberations, to vote according to the following voting instructions on his behalf on the resolutions on the agenda of the Meeting or if no voting instruction has been given, to vote on his behalf for the resolutions on the agenda of the Meeting, to sign all acts, attendance lists and minutes, and, in general, do whatever seems appropriate or useful and what the circumstances will require for the execution of this mandate, even not provided for herein, promising to ratify everything as necessary and on first request.

This mandate is governed and will be interpreted in accordance with the laws of the Grand Duchy of Luxembourg. The Luxembourg district court will have exclusive jurisdiction regarding any conflict or litigation arising from or in connection with this mandate.

Voting instructions (if applicable, please tick the following relevant boxes) :

Agenda	For	Against	Abstention
1. Mandatory conversion of all existing bearer shares of EDIFY S.A. into registered shares with effect from June 1, 2021 ;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Creation of a consent clause to govern the transfer of shares ;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Authorization of shares buyback for a period of eighteen months in accordance with the provisions of article 430-15 of the amended law of August 10, 1915 concerning commercial companies, with modification of the maximum and minimum prices fixed ;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Consequential amendment of the articles and concomitant revising of the Company's articles of association following the delisting of the shares, without changing the form and purpose of the Company ;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Delegations of power ;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Miscellaneous.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If no voting instruction has been given for an agenda item, the proxy holder will abstain from voting on this resolution. If no voting instruction has been given for any agenda item, the proxy holder will vote for all resolutions.

Shareholder signature :

By _____
Name :
Title (where appropriate)³ :
Date :

² In application of the grand ducal regulation of September 23, 2020 as amended authorizing companies and other legal entities to adopt resolutions without physical meetings, adopted within the framework of the fight against Covid-19, the Meeting will be held without physical meeting and the Shareholders may exercise their rights exclusively through a proxy holder designated by the Company.

³ To be completed only if the Shareholder is a legal person or in the event of signature by the representative of a natural person or in the event of signature by the legal representative of the minor.