



The following form for registration and issuing proxies and instructions will be sent to shareholders who are registered in the share register by the beginning of the 12th day prior to the Annual General Meeting at the latest. In the event that shareholders do not receive the registration documents without requesting them – e.g., because they were not yet registered in the share register as of the deadline relevant for sending – the documents will be sent to the respective shareholders upon request. Such requests are to be sent to the registration address provided.

This form will enable you, as a registered shareholder, to register for the Annual General Meeting already prior to receiving your postal invitation. Please follow carefully the instructions and guidance notes shown on the form, and please note that your registration will only be valid if you own shares in ProCredit Holding.

Notice about registration and proxies

When is the deadline to register for the Extraordinary General Meeting?

Your registration for the Extraordinary General Meeting must be received by 5 December 2020, 24:00 hours (CET) via the InvestorPortal or – if you are using the Registration/Proxy and Instructions Form – at the address given below.

Online registration on the InvestorPortal

Please register at www.procredit-holding.com (under “Investor Relations / General Meetings”) with your shareholder number and your password, which can be found in the documents sent out with the invitation.

Link to the InvestorPortal:

**Scan the QR code
and log in!**



When you register on the InvestorPortal (not later than 5 December 2020, 24:00 hours (CET)), you can choose between the following options:

- **cast your votes by electronic absentee vote**
- **issue proxy.**

Even after that, you can still change or revoke your votes via the InvestorPortal.

If you have any questions about the InvestorPortal, the staff will be glad to help at the e-mail address investorportal@computershare.de or the hotline-number +49 89 30903 6362.

Please kindly note the information in the invitation regarding the granting, amendment and revocation of declarations via the InvestorPortal as well as regarding the timely exercise of your voting rights. If you register via the InvestorPortal, it is not necessary to complete and return the Registration/Proxy and Instructions Form.

Please use the
InvestorPortal
to exercise your
voting rights

Registration by using the Registration/Proxy and Instructions Form

1. Proxies/instructions

1a To grant **proxies/instructions to the voting representatives appointed by the Company**, please tick the box under number 1a and issue instructions under number 3 with respect to all resolution proposals.

1b To grant **proxies/instructions to an intermediary/shareholders' association/professional representative**, please tick the box under number 1b and issue instructions under number 3 with respect to all resolution proposals.

2. Representation by an authorised party

Please mark the option under number 2 and enter the data of the authorised person.

If you do not place a cross with respect to resolution proposals, this will be considered, also in the case of a proxy issued to the voting representatives appointed by the Company, as abstention. Double markings will be deemed to be invalid. If there are individual votes on combined proposals for resolutions under one agenda item, your instruction applies accordingly to the individual proposals for resolutions. The voting representatives appointed by the Company can only exercise your voting rights in accordance with your instructions. The voting representatives appointed by the Company will not carry out any instructions beyond this.

Please do not forget to sign under number 4 or to insert another conclusion to the declaration. It is assumed that the declarant(s) is/are authorised to make the declaration.

Please return your completed registration documents to us in one of the following ways:

By regular mail to: ProCredit Holding AG & Co. KGaA
c/o Computershare Operations Center
80249 München

By fax to: +49 (0)89 30903-74675
By email to: anmeldestelle@computershare.de

If electronic absentee vote and proxies/instructions to the voting representatives appointed by the Company are received which relate to the same shareholder number, electronic absentee vote will prevail. If, via different means of communication, contradicting declarations are received, the declarations will be considered in the following order: 1. via InvestorPortal, 2. via email, 3. via fax, 4. via mail.

General Information

Change of address:

Is the data entered for you in the share register inaccurate, such as an incorrectly spelled name, a name change or a move? In these cases, please inform your custodian bank directly. Only this can lead to a correct entry in the share register.

Privacy policy:

Your personal data stored in the share register is used for the purpose of properly maintaining the share register and correctly conducting the meeting. Should you have given authorisation for additional use, for example for investor relations information, your data will also be used for this purpose.

For details on the handling of personal data and the rights under the General Data Protection Regulation (GDPR), please refer to the website of the Company at <https://www.procredit-holding.com/data-protection/>.

Registration/Proxy and Instructions Form

(virtual) Extraordinary General Meeting of ProCredit Holding AG & Co. KGaA on 10 December 2020



Please note the registration deadline for the Extraordinary General Meeting: **5 December 2020, 24:00 hours (CET)**. Please kindly note the information regarding registration and exercise of voting rights. **Due to current postal delays, we recommend that you register using the InvestorPortal.**

_____ Name, first name*	_____ Street*	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
_____ Postal code and City*	_____ Number of shares*	Shareholder Number*

* Mandatory fields

Your registration forms will be processed electronically; information written outside of the prescribed fields will not be considered.

My/Our share portfolio is hereby registered for the above Extraordinary General Meeting.

1 Proxy and instructions

I/We hereby grant proxy authorisation to following person(s) or institution, under disclosure of my/our name(s), to exercise the voting right as indicated below. This proxy includes the right to sub-authorise.

1a **Proxy and instruction to the voting representatives appointed by the Company**
 I/We authorise the voting representatives appointed by the Company (Mr Paul Keast, Frankfurt am Main, and Ms Nicole Kraft, Frankfurt am Main) under disclosure of my/our name(s) and including the right to sub-authorise, to vote in accordance with my/our instructions at no. 3.
Please turn over to provide instructions ►

or

1b **Proxy and instructions to an intermediary/shareholders' association/professional representative**
 I/We grant proxy authorisation to the following intermediary/shareholders' association/professional representative to vote in accordance with my/our instructions at no. 3. If I/we did not provide instructions, the voting right shall be exercised in accordance with the proposal of the intermediary/shareholders' association/professional representative.
 If this/these person(s) reject this authorisation or decline(s) representation, I/we hereby authorise the voting representatives appointed by the Company named at 1a to vote according to my/our instructions under the conditions mentioned at 1a (**please strike out this sentence if not desired**).
Please turn over to provide instructions ►

Name of intermediary/shareholders' association/professional representative

City or registered office

2 Representation by an authorised third party** (please use block letters)

First name***

Name or company name***

Street*** _____ **Number***** _____

_____ **Country** _____ **Postal code***** _____ **City***** _____

** Proxies are made under disclosure of the name(s) and include the exercise of all shareholder rights, including voting rights, and the right to sub-authorisation.

*** Mandatory fields

Please expressly draw your proxy's attention to the comments on data protection and passing on of personal data. A third party authorised by you can only exercise the voting rights by way of a electronic absentee vote or by (sub-)authorising the voting representatives appointed by the Company.

COCVHVDJ

Name, first name*

Street*

Postal code and City*

Number of shares*

□	□	□	□	□	□	□	□	□	□
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Shareholder Number*

* Mandatory fields

3 Power of attorney and instructions to voting representatives of the company or to intermediary/shareholder association/voting rights adviser

Proposed resolutions as published in the Federal Gazette

YES

NO

1. Adoption of a resolution on the appropriation of profit
2. Adoption of a resolution to approve the amendment of the Profit and Loss Transfer Agreement between the Company and ProCredit Bank AG

You can cast your votes on duly submitted, admissible counter motions, election proposals and requests for supplements via the InvestorPortal.

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Signature(s) or alternative conclusion of declaration