

**AMREST HOLDINGS, SE
ANNUAL GENERAL SHAREHOLDERS' MEETING 2019**

Attendance, delegation and remote voting card for the Ordinary General Shareholders' Meeting of AMREST HOLDINGS, SE to be held at calle Enrique Granados, 6, 28224, Pozuelo de Alarcón, Madrid at 9:30 hours on 14 May 2019 on first call, or the following day on second call.

Holders		Address:	
		Number of Shares	
Minimum number of shares for assistance	No. of votes		
1			

ATTENDANCE IN PERSON

Any shareholder who wants to attend the General Meeting in person must sign below, present this card on the day and at the place where the General Meeting is held and certify its identity with its ID or any other equivalent and valid official document. Shareholders are advised to also bring the Ownership Certificate referred to in the notice of call and the Shareholders Guide.

Place, date and signature of the shareholder attending

In, on 2019

Proxy and remote voting are also available to the shareholders (by means of this attendance card or remote communication methods) as indicated by Law, the Statute, the General Shareholders' Meeting Regulations, the notice of the call to the General Meeting, as well as in the Shareholders' Guide and at the Company's website (www.amrest.eu) and in accordance with the two following sections.

In case the following sections of delegation and voting are signed, remote voting will prevail over proxies, which will be rendered without effect.

PROXY REPRESENTATION

Any shareholder who does not wish to attend the General Meeting may confer its vote to any other person via proxy. **The representative must also sign this proxy.** The holder of the shares included in this attendance card hereby confers its representation to:

(Mark only one of the following boxes and, if applicable, specify the representative. This proxy will only be valid if the shareholder signs in the appropriate place)

- 1 The Chairman of the Board of Directors or, in case of absence, of the General Meeting
 2 Mr/Ms..... with ID No.....

Any proxy that does not expressly specify the person to whom it has been granted shall be deemed to have been granted, indistinctly, jointly and severally and successively, in favour of the Chairman, Vice Chairman, the Secretary or the ViceSecretary of the Board of Directors. The same applies in cases no box of the proxy has been marked.

To confer voting instructions, mark the corresponding box in the table below with a cross.

If any of the boxes below are not marked, I grant precise voting instructions in favour of the proposals made by the Board of Directors in accordance with the Agenda attached below.

Item of the Agenda	1	2	3	4	5	6	7
For							
Against							
Abstention							
Blank							

Unless expressly indicated otherwise below, the proxy extends to the resolution proposals not made by the Board of Directors and to points not included in the attached Agenda, in which case, the representative shall vote as he/she may consider most appropriate in accordance with the interests of the Company and the grantor in the framework of social interest. Mark the following box "NO" only if you do not agree with this extension of the proxy. In this case, the shareholder shall be understood to instruct his/her representative to abstain. NO

For the purposes of Articles 523 and 526 of the Spanish Companies Law, it is hereby made known that (i) all or some members of the Board of Directors may have a conflict of interest with respect to items 4, and 5 of the Agenda ("Examination and approval, if appropriate, of the management of the Board of Directors of the Company during the fiscal year closed as of 31 December 2018", and "Examination and approval, if appropriate, of the maximum annual remuneration of the members of the Board of Directors in their capacity as such for the year 2019"); and (ii) all members of the Board of Directors may have a conflict of interest in relation to situations set forth in sections a), b), c) or d) of Article 526.1 of the Spanish Companies Act (appointment, re-election or ratification of Directors; replacement, removal or dismissal of Directors; filing of a derivative action; and approval or ratification of the Company's operations with a particular Director), which may be presented outside the Agenda under the said Act. If the grantor has not given precise voting instructions with respect to any of the above points, unless expressly stipulated otherwise below, the proxy shall be deemed to have been granted indistinctly, jointly and severally and successively, in favour of the Chairman, the ViceChairman, the Secretary or the ViceSecretary of the Board of Directors. Mark the following box "NO" only if you do not authorise the alternate proxy (in this case the shareholder shall be deemed to have instructed the representative to abstain): NO

Signature of the shareholder

Signature of the representative

In, 2019

In, 2019

REMOTE VOTING

In the case that the shareholder does not wish to attend the General Meeting nor delegate this right, it may exercise its right to vote through the remote voting system. It is not possible the remote voting regarding potential proposals not included in the Agenda. The shareholder holding this card in its own name exercises its right to vote in favour of all the Board of Directors' proposals with respect to the items on the attached Agenda published by the Company, unless a different vote is indicated below.

If, with respect to any item of the Agenda, the shareholder does not express its vote, it will be understood to be in favour of the Board of Director's proposal.

In any event, in addition to the provisions set forth by Law, the Statutes and the General Shareholders' Meeting Regulations, rules laid down in the notice of the call to the General Meeting, in the Shareholders' Guide and on the Company's website (www.amrest.eu) must be abided by.

(Mark the corresponding box(es) with a cross):

Item of the Agenda	1	2	3	4	5	6	7
For							
Against							
Abstention							
Blank							

Signature of the shareholder

In, 2019

PROTECTION OF PERSONAL DATA

AMREST HOLDINGS, SE is responsible for handling the personal data included on this Attendance Card and data provided to the general meeting of shareholders (and stored where appropriate in files owned by it), for the purpose of developing, managing and controlling the exercise of shareholders' rights (for which purpose this card has been issued) at the General Meeting, for managing and controlling the information and organization related to the General Meeting, and for complying with legal obligations. The data shall be accessible to the notary attending the General Meeting and may be made available to third parties in the exercise of the right to information under the law. The data may also be accessible to the public to the extent that such data appear in documents available via the website (www.amrest.eu) or are made known in the General Meeting, which may be video recorded and published on the said website. The person attending the general meeting hereby consents to this recording and publication. The owners of data of a personal nature may request, access, rectify and cancel their data or oppose certain handling of it, in accordance with Organic Law 15/1999, of 13 December, on the Protection of Data of a Personal Nature, by a submission in writing attaching an identifying document, addressed to the registered office of AMREST HOLDINGS SE, Company's LOPD Consultation Office (Calle Enrique Granados, 6, 28224, Pozuelo de Alarcón, Madrid).

AGENDA

Items relating to annual accounts and social management

1. Examination and approval, if applicable, of the individual annual accounts (balance sheet, income statement, statement of recognized income and expenses, statement of cash flows, statement of changes in equity and notes to the annual accounts) and Directors' report of the Company; of the consolidated statements of the Company with its subsidiaries (income statement, statement of comprehensive income, statement of financial position, statement of cash flows, statement of changes in equity and notes to the consolidated annual financial statements); and the consolidated Directors' report, all of them corresponding to the fiscal year ended on December 31, 2018.
2. Examination and approval, if applicable, of the non-financial information statement for the year ended December 31, 2018, which is part of the consolidated Directors' report.
3. Examination and approval, if applicable, of the proposal for the application of the individual result corresponding to the fiscal year closed on December 31, 2018.
4. Examination and approval, if applicable, of the management of the Board of Directors of the Company during the fiscal year closed as of December 31, 2018.

Item relating to the remuneration of the Directors

5. Examination and approval, if applicable, of the maximum annual remuneration of the members of the Board of Directors in their capacity as such for the year 2019.

General matters

6. Delegation of powers of attorney for the formalization and registration of the resolutions adopted by the Annual General Meeting and to carry out the mandatory deposit of the annual accounts.

Consultative vote

7. Consultative vote on the 2018 Annual Directors' Remuneration Report.

Informative item*

8. Amendment of the Regulations of the Board of Directors.

(* Informative item / no resolution will be passed -no voting required-)