



Unofficial translation, for convenience purposes only, in case of differences, the Dutch version will prevail.

**POWER OF ATTORNEY  
FOR THE GENERAL MEETING OF  
ACCELL GROUP N.V.  
TO BE HELD ON APRIL 21, 2021**

A voting power of attorney may only be granted for the number of shares which is evidenced by a statement deposited by a banking institution prior to the meeting to the effect that the number of ordinary shares mentioned in that statements forms part of the collective deposit of that banking institution and that the shareholder named in the statement is a joint owner in the collective deposit of the banking institution for that number of ordinary shares on the record date (March 24, 2021).

An application for such statement must be made to the banking institution prior to April 14, 2021 at 17.30 p.m. The statement of the banking institution is regarded to be an admission ticket for the General Meeting to be held by webcast.

The undersigned:

*(if the undersigning shareholder is a legal entity please give name of legal entity and name of the authorized representative of the legal entity); the undersigning shareholder guarantees towards the Company the authority of the representative to represent the undersigning shareholder with regard to the rights of the undersigned shareholder as stated in this power of attorney*

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\_\_\_\_\_  
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acting in his/her capacity as holder of \_\_\_\_\_ [number] common shares, each share having a nominal value of € 0.01, in the capital of the public limited liability company under the laws of the Netherlands:

Accell Group N.V., having its seat at Heerenveen, the Netherlands, office address 8444 AR Heerenveen, the Netherlands, Industrieweg 4, (registered with the Trade Register under nr. 01082289), hereinafter referred to as: the Company;

herewith grants power of attorney to:

Intertrust Financial Services B.V. or:

\_\_\_\_\_

to, on behalf of the undersigned:

attend the General Meeting of the Company on April 21, 2021, to be held by webcast, to ask questions and to exercise voting rights in accordance with the following instructions:



- 2.b. Remuneration Report Board of Management 2020  
(for advisory vote resolution)  in favour of the proposal  
 against the proposal  
 abstention from voting
- 2.c. Remuneration Report Supervisory Board 2020  
(for advisory vote resolution)  in favour of the proposal  
 against the proposal  
 abstention from voting
4. Adoption financial statements 2020  in favour of the proposal  
 against the proposal  
 abstention from voting
- 6.a. Granting discharge to the Board of Management  in favour of the proposal  
 against the proposal  
 abstention from voting
- 6.b. Granting discharge to the Supervisory Board  in favour of the proposal  
 against the proposal  
 abstention from voting
- 7.b. Appointment of Mr. L. Volatier as member of the  
Supervisory Board  in favour of the proposal  
 against the proposal  
 abstention from voting
- 7.c. Appointment of Ms. E.H. van Wiechen as member of  
the Supervisory Board  in favour of the proposal  
 against the proposal  
 abstention from voting
8. Appointment of the auditor 2022  in favour of the proposal  
 against the proposal  
 abstention from voting
9. Authorisation of the Board of Management to acquire  
shares in its own capital by Accell Group N.V.  in favour of the proposal  
 against the proposal  
 abstention from voting



- 10.a To authorise the Board of Management to issue ordinary shares (or grant rights to acquire ordinary shares)  in favour of the proposal  
 against the proposal  
 abstention from voting
- 10.b To authorise the Board of Management to restrict or exclude the pre-emptive rights upon issuing ordinary shares (or upon granting rights to acquire ordinary shares)  in favour of the proposal  
 against the proposal  
 abstention from voting

This Power of Attorney can only be revoked in writing.

In event this power of attorney form does not contain any voting instructions, the instructions are deemed to vote "in favor" on the agenda proposals of the Board of Management and Supervisory Board.

When executing his authorities in accordance with this Power of Attorney, the attorney is entitled to act also on behalf of one or more other shareholders of the Company.

The relation between the undersigned and the attorney pursuant to this Power of Attorney is exclusively subject to Dutch Law.

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2021

\_\_\_\_\_

[Name]