

VOTING FORM

IN ACCORDANCE WITH THE LAW OF 23 SEPTEMBER 2020 RELATING TO MEASURES ON THE HOLDING OF MEETINGS IN COMPANIES AND OTHER LEGAL ENTITIES, AS EXTENDED, THE SHAREHOLDERS WILL NOT BE ABLE TO EXPRESS THEIR VOTE IN PERSON AT THE ANNUAL GENERAL MEETING. FOR THIS REASON, PLEASE EXERCISE YOUR VOTING RIGHTS BY EITHER USING THIS VOTING FORM OR BY SUBMITTING A PROXY (IN ACCORDANCE WITH SECTION “REPRESENTATION” OF THE CONVENING NOTICE).¹

IF A SHAREHOLDER HAS CHOSEN TO APPOINT A PROXYHOLDER OTHER THAN THE CENTRALIZING AGENT AS THEIR PROXYHOLDER, SUCH PROXYHOLDER CAN ONLY VOTE BY WAY OF THIS VOTING FORM.

Dear Shareholder,

You are holding shares of the Company (as defined below) on **16 June 2022 at 12:00 a.m. (midnight) CEST**. You are therefore entitled to participate in the annual general meeting of shareholders of:

Company name	GFJ ESG Acquisition I SE (the “Company”)
Nationality	Incorporated under the laws of the Grand Duchy of Luxembourg
Legal form	<i>Société européenne</i>
Registered office	55, avenue Pasteur, L-2311 Luxembourg
Registration number	R.C.S. Luxembourg B 255487

WHEN IS THE MEETING?

We invite you to participate in the annual general meeting of shareholders that will be held on:

Date and time	30 June 2022 at 09:00 a.m. CEST
Deadline to register	No later than on 16 June 2022 at 12:00 a.m. (midnight) CEST

HOW TO PARTICIPATE AND VOTE?

STEP 1 : Register for the meeting no later than 16 June 2022 at 12:00 a.m. (midnight) CEST

1 Submit your registration to the Centralizing Agent by any of the following means of communication:

✉ By postal mail to:
GFJ ESG Acquisition I SE,
c/o Banque Internationale à Luxembourg SA
Attn: Agency Services
Address: 69, route d'Esch, L-2953 Luxembourg
Tel: +352 4590 4597

@ By email to: as_agm@bil.com

¹ **NOTE:** If this voting form has been received no later than 16 June 2022 at 12:00 a.m. (midnight) CEST (“**Record Date**”), no additional registration is needed in order to participate to the annual general meeting.

STEP 2 : Vote by voting form

- 1 Fill in the “*Voting form*” in [Schedule 1](#)
- 2 Send the proxy form no later than 27 June 2022 at 6:00 p.m. CEST by any of the following means of communication:

✉ By postal mail to:
GFJ ESG Acquisition I SE,
c/o Banque Internationale à Luxembourg SA
Attn: Agency Services
Address: 69, route d'Esch, L-2953 Luxembourg
Tel: +352 4590 4597

@ By email to: as_agm@bil.com

WHAT IS ON THE AGENDA?

The shareholders will deliberate and vote on the following agenda.

Agenda	
1	Presentation of the combined consolidated management report of the management board of the Company regarding the annual accounts of the Company and the consolidated financial statements for the financial year ended December 31, 2021.
2	Presentation of the reports of the independent auditor (réviseur d'entreprises agréé) of the Company regarding the annual accounts and the consolidated financial statements of the Company for the financial year ended December 31, 2021.
3	Approval of the annual accounts of the Company for the financial year ended December 31, 2021.
4	Acknowledgement of the results of the Company made with respect to the financial year ended December 31, 2021, and resolution concerning the allocation of the results of the Company for the financial year ended December 31, 2021.
5	Approval of the consolidated financial statements of the Company for the financial year ended December 31, 2021.
6	Granting of discharge (<i>quitus</i>) to Josef Brunner, as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.
7	Granting of discharge (<i>quitus</i>) to Florian Fritsch, as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.
8	Granting of discharge (<i>quitus</i>) to Harald Mahrer as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.
9	Granting of discharge (<i>quitus</i>) to Anna-Katharina Alex-Smend, as member of the supervisory board, for the performance of her duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.
10	Granting of discharge (<i>quitus</i>) to Philipp von Hagen, as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.

- 11** Granting of discharge (*quitus*) to Edith Baggott, as member of the management board, for the performance of her duties as member of the management board for and in connection with the financial year ended December 31, 2021.
- 12** Granting of discharge (*quitus*) to Oliver Kaltner, as member of the management board, for the performance of his duties as member of the management board for and in connection with the financial year ended December 31, 2021.
- 13** Granting of discharge (*quitus*) to Gisbert Rühl, as member of the management board, for the performance of his duties as member of the management board for and in connection with the financial year ended December 31, 2021.
- 14** Renewal of the mandate of Mazars Luxembourg as independent auditor (*réviseur d'entreprises agréé*) of the Company in relation to the annual accounts and the financial statements for the financial year ending on 31 December 2022.
- 15** Approval of the remuneration of members of the supervisory board of the Company acting on committees.
- 16** Presentation of and advisory vote on the remuneration policy for the members of the management board and the supervisory board.

SCHEDULE 1

VOTING FORM

for the annual general meeting of shareholders of **GFJ ESG Acquisition I SE** to be held in Luxembourg on 30 June 2022 at 10:00 a.m. CEST



Please return this form no later than on 20 May 2022 at 6:00 p.m. CEST

✉ By postal mail to:
GFJ ESG Acquisition I SE,
c/o Banque Internationale à Luxembourg SA
Attn: Agency Services
Address: 69, route d'Esch, L-2953 Luxembourg
Tel: +352 4590 4597

@ By email to: as_agm@bil.com

I, THE UNDERSIGNED,

If you are an individual, please indicate:

First name(s)

Last name

Address

OR

If you are a company, please indicate:

Corporate name

Registered office
or principal place
of business

Registration
authority

Registration
number

HOLDER OF THE FOLLOWING SHARES

Please fill in the number of corresponding shares as shown in the attached certificate(s):

Number of shares:

HEREBY ACKNOWLEDGE

that in accordance with the law of 23 September 2020 relating to measures on the holding of meetings in companies and other legal entities, as extended, the Company has decided not to hold a physical meeting that shareholders can attend.

EXPRESSION OF VOTES

The undersigned hereby votes as follows:

Resolution	
1	The general meeting of shareholders acknowledges the combined consolidated management report of the management board of the Company regarding the annual accounts of the Company and the consolidated financial statements for the financial year ended December 31, 2021.
Resolution	
2	The general meeting of shareholders acknowledges the reports of the independent auditor (<i>cabinet de révision agréé</i>) of the Company regarding the annual accounts and the consolidated financial statements of the Company for the financial year ended December 31, 2021, as presented to it by Mazars, in its capacity as independent auditor (<i>cabinet de révision agréé</i>) of the Company.
Resolution	My vote
3	The management board proposes that the general meeting of shareholders approves the annual accounts of the Company for the financial year ended December 31, 2021. <input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain
Resolution	My vote
4	The general meeting of shareholders acknowledges the loss 5,856,918 of the Company for the financial year ended December 31, 2021, as presented to it by the management board of the Company. The management board proposes that the general meeting of shareholders carries forward the net loss of the financial year ended December 31, 2021 amounting to EUR 8,592,467 to the following financial year. <input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain
Resolution	My vote
5	The management board proposes that the general meeting of shareholders approves the consolidated financial statements of the Company for the financial year ended December 31, 2021. <input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain
Resolution	My vote
6	The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Josef Brunner, as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021. <input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
7 The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Florian Fritsch, as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
8 The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Harald Mahrer, as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
9 The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Anna-Katharina Alex-Smend, as member of the supervisory board, for the performance of her duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
10 The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Philipp von Hagen, as member of the supervisory board, for the performance of his duties as member of the supervisory board for and in connection with the financial year ended December 31, 2021.	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
11 The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Edith Baggott, as member of the management board, for the performance of her duties as member of the management board for and in connection with the financial year ended December 31, 2021.	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
12 The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Oliver Kaltner, as member of the management board, for the performance of his duties as member of the management board for and in connection with the financial year ended December 31, 2021.	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
13 The management board proposes that the general meeting of shareholders grants discharge (<i>quitus</i>) to Gisbert Rühl, as member of the management board, for the performance of his duties as member of the management board for and in connection with the financial year ended December 31, 2021.	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
<p>14 The management board proposes that the general meeting of shareholders renews the mandate of Mazars Luxembourg, represented by partner Fabien Delante, as independent auditor (<i>cabinet de révision agréé</i>) of the Company in relation to the annual accounts and the consolidated financial statements for the financial year ending on December 31, 2022, for a term which will expire at the end of the annual general meeting of the shareholders of the Company called to approve the annual accounts and the consolidated financial statements for the financial year ending on December 31, 2022.</p>	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
<p>15 The management board proposes that the general meeting of shareholders acknowledges the remuneration of the members of the supervisory board acting on the audit committee of the Company, which is comprised in the fixed annual compensation amounting to twenty-five thousand euro (EUR 25,000) paid to the members of the supervisory board of the Company.</p>	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

Resolution	My vote
<p>16 The management board proposes that the general meeting of shareholders pass an advisory vote on the remuneration policy for the members of the management board and the supervisory board.</p>	<input type="checkbox"/> I approve <input type="checkbox"/> I do not approve <input type="checkbox"/> I abstain

IMPORTANT NOTES

What happens if my vote is not clearly expressed?

Any lack of choice in one or more of the various voting options provided above on a signed voting form or any contradictory choice on such form will be considered as abstention for the relevant resolution.

Can I revoke this voting form?

Yes. The voting form can be revoked by timely delivering a properly executed later-dated proxy or voting form or a declaration to revoke the voting form to the Centralizing Agent no later than on 27 June 2022 at 6:00 p.m. CEST.

What is the applicable law to this voting form?

This voting form and the rights, obligations and liabilities of the undersigned hereunder shall be governed by the laws of Luxembourg, to the exclusion of its rules of conflict of laws.

Any claims, disputes or disagreements arising under, in connection with or by reason of this voting form shall be brought by the undersigned and the Company in the courts of the city of Luxembourg, and each of the undersigned and the Company hereby submits to the exclusive jurisdiction of such courts in any such actions or proceeding and waives any objection to the jurisdiction or venue of such courts.

SIGNATURES

Date of signature	<input type="text"/>	← Use the format day/month/year
Place of signature	<input type="text"/>	← Write the name of the city and the country

Signature	<input type="text"/>
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Name	<input type="text"/>	← Name of a company or the First and Last names of a natural person
Signed by	<input type="text"/>	← If signed by a company, First and Last names of a natural person
Title	<input type="text"/>	← If signed by a company, title of the natural person signing on behalf of the company