



SPAFID CONNECT

Informazione Regolamentata n. 2083-20-2018	Data/Ora Ricezione 21 Giugno 2018 18:29:49	MIV - Azioni
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Societa' : NB AURORA SA SICAF-RAIF

Identificativo : 105436

Informazione
Regolamentata

Nome utilizzatore : NBAURORAN03 - FRANCESCO MOGLIA

Tipologia : REGEM

Data/Ora Ricezione : 21 Giugno 2018 18:29:49

Data/Ora Inizio : 21 Giugno 2018 18:29:50

Diffusione presunta

Oggetto : NB Aurora SA SICAF-RAIF - GM
Shareholders - SH Proxy GM

Testo del comunicato

Vedi allegato.

PROXY

The undersigned,

(i) in the case of a company: [name], a [form of company] [incorporated and] existing under the laws of [*], registered with [name of the registration authority] under number [***], having its registered office at [***],**

or

(ii) in the case of a physical person: [first name] [name], born in [*] on [***], residing in [***],**

being the holder of [***] ([***]) shares of

NB Aurora S.A. SICAF-RAIF

a *société anonyme*, organized as a *société d'investissement à capital fixe*, qualifying as a *fonds d'investissement alternatif reserve*, [incorporated and existing under the laws of the Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies' Register under number B 218101, having its registered office at 28-32, Place de la Gare, L-1616 Luxembourg, Grand Duchy of Luxembourg (hereinafter the "**Company**")],

hereby gives irrevocable proxy to Sebastien Schaack, failing him to Grégory Beltrame, failing him to Owen Rowlands, failing him to Florie-Anne Gonera, failing her to Dorian Retali, failing him to any lawyer or employee of Arendt & Medernach SA, all professionally residing in Luxembourg, each acting individually and with full power of substitution (each a "**Proxyholder**"),

to represent the undersigned at the general meeting of shareholders of the Company to be held at the registered office of the Company on 23rd July, 2018 in order to deliberate and to vote on the items of the following agenda:

AGENDA

1. Acknowledgment and acceptance of the resignation of Roberto Timo from his mandate as director of the Company with immediate effect;
2. Acknowledgement and to the extent necessary, approval of the candidates for the appointment of directors of the Company in accordance with article 26.1 of the articles of association of the Company;
3. Appointment of the directors of the Company;
4. Miscellaneous

The undersigned hereby confirms that (i) he has not waived all or part of his voting rights, (ii) none of his voting rights have been suspended and (iii) the exercise of any voting rights pursuant to this proxy does not result in a breach of any voting agreements to which he is a party.

All powers are given to the Proxyholder to make any statement, cast all votes, sign all minutes of meetings and other documents, do everything which is lawful, necessary or simply useful in view of the accomplishment and fulfilment of the present proxy and to proceed, in accordance with the requirements of Luxembourg law, to any registration with the Luxembourg Trade and Companies' Register and to any publication, in particular on the *Recueil électronique des sociétés et associations*, while the undersigned promise(s) to ratify all said actions taken by the Proxyholder whenever requested.

The present proxy will remain in force if the general meeting is, for whatsoever reason, to be adjourned or postponed or if a second general meeting is to be convened in order to decide on the same agenda.

The Proxyholder is entitled to vote at his discretion on any item added to the agenda and tabled to the shareholders meeting subsequently to the signing of this proxy.

The undersigned undertakes to indemnify the proxyholder against any claims, losses, costs, expenses, damages or liability sustained or incurred by the proxyholder as a result of any action taken in good faith pursuant to the present proxy.

This proxy shall be governed by and construed in accordance with the laws of the Grand Duchy of Luxembourg. The parties irrevocably agree that any disputes arising out of or in connection with this proxy shall be submitted exclusively to the courts of the city of Luxembourg, Grand Duchy of Luxembourg.

Done in _____ on _____ 2018.

In case of a company:

[Name]

By: **[Name]**

Title:

In case of a physical person:

[First name] [Name]

Fine Comunicato n.2083-20

Numero di Pagine: 4