

**SMG European Recovery SPAC SE***Société européenne*

Registered office: 9, rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg

R.C.S. Luxembourg B 255839

(the "Company")

**VOTING RESULTS****OF THE ANNUAL GENERAL MEETING OF THE COMPANY****HELD ON 21 JULY 2023 AT 10 A.M. CEST**

ISIN LU2380749676

Votes: 10,394,326 of the voting rights

Agenda item	Votes validly cast	Votes validly cast % (issued share capital)	Votes validly cast % (share capital present or represented)	Yes votes	Yes votes in %	No votes	No votes in %	Abstention
1.Presentation of the management report of the management board of the Company (the " <b>Management Board</b> ") and of the report of the independent auditor ( <i>réviseur d'entreprises agréé</i> ) on the Company's consolidated accounts for the financial year ended 31 December 2022 and on the Company's annual accounts for the financial year ended 31 December 2022.	No voting required							
2.Approval of the Company's consolidated accounts for the financial year ended 31 December 2022.	9,890,446	68.80%	100.00%	9,890,446	100%	0	0.00%	503,880

Agenda item	Votes validly cast	Votes validly cast % (issued share capital)	Votes validly cast % (share capital present or represented)	Yes votes	Yes votes in %	No votes	No votes in %	Abstention
3.Approval of the Company's annual accounts for the financial year ended 31 December 2022.	9,890,446	68.80%	100.00%	9,890,446	100%	0	0.00%	503,880
4.Acknowledgement of the result of the Company made for the financial year ended 31 December 2022 and allocation of the results of the Company for the financial year ended 31 December 2022.	9,890,446	68.80%	100.00%	9,890,446	100%	0	0.00%	503,880
5.Granted of discharge ( <i>quitus</i> ) to Mr. George Aase, member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2022.	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000
6.Granted of discharge ( <i>quitus</i> ) to Mr. Liam Doyle, member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2022.	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000
7.Granted of discharge ( <i>quitus</i> ) to Mr. René Geppert, member of the Management Board, for the exercise of his mandate during the	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000

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financial year ended 31 December 2022.								
8. Granting of discharge ( <i>quitus</i> ) to Mr. Stefan Petrikovics, member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2022.	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000
9. Granting of discharge ( <i>quitus</i> ) to Mr. Werner Weynand, member of the Management Board, for the exercise of his mandate during the financial year ended 31 December 2022.	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000
10. Granting of discharge ( <i>quitus</i> ) to Mr. Benoit De Belder, member of the supervisory board of the Company (the " <b>Supervisory Board</b> "), for the exercise of his mandate during the financial year ended 31 December 2022.	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000
11. Granting of discharge ( <i>quitus</i> ) to Mr. Paul Johnson, member of the Supervisory Board, for the exercise of his	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000

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mandate during the financial year ended 31 December 2022.								
12. Granting of discharge ( <i>quitus</i> ) to Mr. Anand Tejani, member of the Supervisory Board, for the exercise of his mandate during the financial year ended 31 December 2022.	10,044,326	69.87%	100.00%	9,890,446	98.47%	153,880	1.53%	350,000
13. Acknowledgement of the resignation of Mr. George Aase as member of the Management Board with effect as of the date of this annual general meeting	9,890,446	68.80%	100.00%	9,890,446	100%	0	0.00%	503,880
14. Acknowledgement of the resignation of Mr. Paul Johnson as member of the Supervisory Board with effect as of the date of this annual general meeting and decision to appoint Mr. George Aase as member of the Supervisory Board with effect as of the date of this annual general meeting and for a period ending at the annual general meeting of shareholders of the Company to be held in 2024.	9,890,446	68.80%	100.00%	9,846,280	99.55%	44,166	0.45%	503,880
15. Renewal of the mandate of Mazars	9,890,446	68.80%	100.00%	9,890,446	100%	0	0.00%	503,880

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Luxembourg S.A. ( <i>société anonyme</i> ), having its registered office at 5, rue Guillaume Kroll, L-1882 Luxembourg, Grand-Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B159962, as independent auditor ( <i>réviseur d'entreprises agréé</i> ) of the Company for a period ending at the annual general meeting of shareholders of the Company to be held in 2024.								
16. Presentation of and advisory vote on the remuneration report for the financial year ended 31 December 2022.	9,890,446	68.80%	100.00%	9,890,446	100%	0	0.00%	503,880
17. Presentation of and advisory vote on the remuneration policy for the Company.	9,890,446	68.80%	100.00%	9,846,280	99.55%	44,166	0.45%	503,880
18. Ratification of the remuneration of the members of the Supervisory Board for the financial year ended 31 December 2022 and approval of the remuneration of the members of the Supervisory Board	9,890,446	68.80%	100.00%	9,890,446	100%	0	0.00%	503,880

Agenda item	Votes validly cast	Votes validly cast % (issued share capital)	Votes validly cast % (share capital present or represented)	Yes votes	Yes votes in %	No votes	No votes in %	Abstention
for the financial year ending on 31 December 2023.								