

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**")

**PROOF OF HOLDING FORM
(RECORD OF SHARE OWNERSHIP)**

FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY TO BE HELD ON 21 JULY 2023 AT 10 A.M. CEST (THE "AGM") AND THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY TO BE HELD ON 21 JULY 2023 AT 10:30 A.M. CEST (THE "EGM") ON THE PREMISES OF ARENDT & MEDERNACH SA AT 41A, AVENUE JOHN F. KENNEDY, L-2082 LUXEMBOURG, GRAND DUCHY OF LUXEMBOURG

This proof of holding form is issued to the shareholders of the Company to take part in the AGM and the EGM.

We hereby confirm to *(please fill in)*

<Surname, First Name of the Shareholder / Shareholders>

<Street, No.>

<City, Postcode, Country>

that _____ shares of the Company; ISIN: LU _____

<No. of Shares>

are kept safe by us in a securities account 14 calendar days before the date of the annual general meeting of the Company (the "**Record Date**"), i.e., on 7 July 2023 at midnight CEST.

<City, Date>

<Signature and Stamp of the Depository Bank>

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Depository Bank Details:

<Name of the Depository Bank>

<Street, No.>

<City, Postcode, Country>

<Contact>

<Telephone Number for Queries>

Important:

This attestation must reach the Company by e-mail at the following address, as_agm@bil.com no later than 19 July 2023 at 6:00 p.m. CEST, followed by the original to:

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