

PROXY AND INSTRUCTIONS TO THE COMPANY PROXIES

for the general meeting of home24 SE on June 3, 2020

We kindly ask you to fill out this form and, **together with your voting card**, directly send it to the following address by Tuesday, June 2, 2020, 24:00 CEST (time of receipt):

home24 SE
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany
E-Mail: inhaberaktien@linkmarketservices.de

Please complete:

Principal: first name, surname

Voting card

Number of shares

I/We authorize **the proxies designated by home24 SE**, Mr. Bernhard Orlik and Mr. Jörg Engmann, with their business address at Link Market Services GmbH, Munich, who are bound by instructions, each of them individually with the right to issue substitute powers of attorney, to represent me/us at the aforementioned general meeting while disclosing my/our name in the list of participants, and to exercise my/our voting right(s) or have such voting right(s) exercised with the following instructions:

Instructions to the company proxies

These instructions refer to the proposals by the management board and/or the supervisory board of home24 SE as published in the German Federal Gazette (*Bundesanzeiger*) on May 11, 2020.

Agenda Item	Yes	No	Abstention
2. Resolution on the ratification of the members of the management board for the fiscal year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the ratification of the members of the supervisory board for the fiscal year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the appointment of the annual auditor and group auditor as well as the auditor for the audit review, if any, of the condensed financial statements and the interim management report and for the audit review, if any, of additional interim financial information	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the cancellation of the Authorized Capital 2017 as well as a corresponding amendment of the articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the cancellation of the Authorized Capital 2018 and creation of a new authorized capital with the possibility of excluding subscription rights (Authorized Capital 2020) as well as a corresponding amendment of the articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

<p>7. Resolution on the amendment of the authorization by the general meeting on March 10, 2017, as amended by the resolutions of the general meetings on July 28, 2017, May 24, 2018 and June 19, 2019, to issue performance shares as virtual stock options and to deliver shares of the company to service subscription rights from performance shares to members of the management board and employees of the company as well as to employees of affiliated companies of the company (Long Term Incentive Plan 2019 ("LTIP 2019")) and on the adjustment of the Conditional Capital 2019 to service subscription rights from performance shares issued on the basis of the authorization of the general meeting on March 10, 2017, as amended by the resolutions of the general meetings on July 28, 2017, May 24, 2018, and June 19, 2019, as well as the corresponding amendment of the articles of association</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>8. Resolution on the cancellation of the authorization of the general meeting on June 13, 2018 to issue convertible bonds, option bonds, profit participation rights and/or profit participation bonds (or combinations of these instruments) with the option of excluding subscription rights, on the granting of a new authorization to issue convertible bonds, option bonds, profit participation rights and/or profit participation bonds (or combinations of these instruments) with the option of excluding subscription rights, creation of a new conditional capital 2020 as well as on the cancellation of the Conditional Capital 2018 and corresponding amendment of the articles of association</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>9. Resolution on the revision of Section 16 para. 3 sentence 1 of the articles of association</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If, within the statutory period, the company were to receive motions from shareholders that have to be made available, these will be made available on the website of home24 SE at

<https://www.home24.com/websites/homevierundzwanzig/English/4300/publications.html>

under the “General Meeting” section. You may also issue voting instructions for such motions. To this end, please enter the name of the shareholder and, if applicable, the request in the table below. Do not forget to give your instructions by ticking the appropriate box.

Motions of Shareholders	Yes	No	Abstention
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place, Date

Signature(s) or other completion of the
declaration in accordance with Section 126b of
the German Civil Code

Information on Authorizing and Instructing the Company Proxies

Shareholders can individually authorize the proxies designated by home24 SE, Mr. Bernhard Orlik and Mr. Jörg Engmann, each with their business address at Link Market Services GmbH, Munich, who are bound by instructions. The company proxies are only authorized to vote on your behalf if you have given them specific instructions regarding individual motions proposed by the management for the agenda items. The company proxies must follow your instructions when voting on the motions proposed by the management that were announced in the agenda.

You have the following options for authorizing the company proxies by using the form “Proxy and Instructions to the Company Proxies”.

Alternatively, proxy can be issued using the password-protected Online Portal on the company's website at

<https://www.home24.com/websites/homevierundzwanzig/English/4300/publications.html>

under the “General Meeting” section.

Transmission of proxy and instructions to the company proxies of home24 SE by mail or e-mail:

Please use the form “Proxy and Instructions to the Company Proxies”. With this form, you authorize the aforementioned company proxies of home24 SE and instruct them how your voting rights on the motions proposed by the management are to be exercised.

Then send (by mail or e-mail) your filled out form “Proxy and Instructions to the Company Proxies”, together with the voting card, directly to the following address:

By mail to:

home24 SE
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

Or by e-mail to:

inhaberaktien@linkmarketservices.de

Important information:

Please note that only shareholders who have registered in good time and who have the right to vote are entitled to authorize and instruct the company proxies of home24 SE. Please transmission the filled out form, together with your voting card, by Tuesday, June 2, 2020, 24:00 CEST (time of receipt).

If the company receives authorizations and instructions for company proxies by several means of transmission (mail, e-mail or Online Portal), the last formally valid proxy to the company proxies with the corresponding instructions received will be considered binding, irrespective of the means of transmission.

If instructions are not filled out properly or not given clearly, the company proxies, depending on the voting procedure for the respective agenda item, will either abstain or not participate in the voting.

The company proxies are bound by instructions and are not permitted to voting rights on votes that were not announced prior to the general meeting (e.g., procedural motions). Depending on the voting procedure, the company proxies will either abstain or not participate in the voting in these cases. The company proxies cannot be instructed to raise objections, file motions or ask questions.

If you have any questions about the proxies, please call our

General Meeting Hotline

+49 (0)89 210 27 222

between 9.00 and 17.00 CEST, Monday to Friday (except for public holidays).