

# BLACKSTONE / GSO LOAN FINANCING LIMITED

## PROXY APPOINTMENT FORM

I/We\*..... (name or name of the corporation you are executing this form on behalf of and account designation) being a member of the above named Company, hereby appoint ..... or failing him/her, the Chair of the meeting (delete as applicable) as my/our proxy to attend and vote instead of me/us on the Resolutions to be proposed, including, in the absence of any directors of the Company choosing a member present, including himself/herself, to be Chair of the Extraordinary General Meeting, at the Extraordinary General Meeting of the Company to be held at 10.00 a.m. (Jersey time) on 12 December 2018 and at any adjournment thereof.

Defined terms shall have the meanings given to them in the shareholder circular published by the Company on 23 November 2018.

I/We wish this proxy to be used as shown below (see Notes).

Resolution	For	Against	Withheld
<b>Special Resolution:</b>			
1. To adopt the New Articles in substitution for, and to the exclusion of, the Existing Articles, with immediate effect.			
<b>Special Resolution:</b>			
2. Conditional on the passing of Resolution 1, to grant authority to the Company to allot and issue up to 400 million Ordinary Shares pursuant to the Placing Programme, without having previously offered such Ordinary Shares to Shareholders on a pre-emptive basis.			

If you fail to select any of the given options, the proxy is authorised to vote (or abstain from voting) at his or her discretion on the specified resolutions. The proxy is also authorised to vote (or abstain from voting) on any other business which may properly come before the meeting.

The "Withheld" option is to enable you to abstain on any of the specified resolutions. Please note that a "Withheld" has no legal effect and will not be counted in the votes "For" and "Against" a resolution.

Please indicate here if you are appointing more than one proxy:  yes/no (delete as appropriate)

Number of Shares proxy is appointed over:

Signed: .....

Print name: .....

Date: .....

**PLEASE PRINT YOUR NAME OR THE NAME OF THE CORPORATION YOU ARE EXECUTING THIS FORM ON BEHALF OF AND YOUR ADDRESS UNDERNEATH**

..... (Print name)

..... (Print account designation)

..... (Print address)

**Notes:**

- To be valid, this form of proxy must be completed and lodged with Link Asset Services, The Registry, 34 Beckenham Road, Beckenham, BR3 4TUJ at least 48 hours (excluding non-business days) before the commencement of the meeting or any adjournment thereof.
- Members may appoint a proxy of their choice. If such an appointment is made, insert the name of the person appointed in the space provided. A proxy need not be a member of the Company.
- A member may appoint more than one proxy in relation to the Extraordinary General Meeting provided that each proxy is appointed to exercise the rights attached to different shares held by a member. You may not appoint more than one proxy to exercise rights attached to any one share. Where multiple proxies have been appointed to exercise rights attached to different shares, on a show of hands those proxy holders taken together will collectively have the same number of votes as the Shareholder who appointed them would have on a show of hands if he were present at the meeting. On a poll, all or any of the rights of the Shareholder may be exercised by one or more duly appointed proxies. To appoint more than one proxy you may photocopy this Proxy Appointment Form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
- For omnibus/nominee shareholders who, without going to underlying investors, do not have the authority to vote, please indicate how the underlying investors wish the proxy/representative to vote by inserting the aggregate number of underlying investor votes "for" and/or "against" and/or "withheld" in the relevant box.
- In the case of joint holders, the vote of the senior holder who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of votes of the other joint holders and for this purpose seniority should be determined by the order in which the names stand in the register of members in respect of the joint holding.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or in the case of a corporation this proxy form must be executed under common seal or under the hand of a director or secretary of the corporation duly authorised in writing.
- Indicate, by inserting X in the appropriate space, the manner in which the proxy is to vote. Unless so indicated, the proxy shall vote as he/she sees fit.
- If a proxy is returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his/her discretion as to whether, and if so how, he/she votes.
- Defined terms not defined in this Proxy Appointment Form shall have the same meaning given to them in the shareholder circular published by the Company on 23 November 2018.
- Upon completion please return this Proxy Appointment Form to the following address to arrive no later than 48 hours (excluding non-business days) before the scheduled start of the Extraordinary General Meeting: Link Asset Services, The Registry, 34 Beckenham Road, Beckenham, BR3 4TUJ.

Business Reply Plus  
Licence Number  
RLUB-TBUX-EGUC



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34 Beckenham Road  
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