

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to the action you should take, you should consult a financial adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom, or, if not, another appropriately authorised financial adviser, without delay.

If you have sold or transferred all your ordinary shares (“Shares”) of no-par value in the capital of Marble Point Loan Financing Limited (the “Company”), please forward this document together with any accompanying documents, as soon as possible to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was affected, for onward transmission to the purchaser or transferee. The distribution of this document in certain jurisdictions may be restricted by law. No action has been taken by the Company or Stifel Nicolaus Europe Limited that would permit an offer of the Shares or possession or distribution of this document or any other offering or publicity material in any jurisdiction where action for that purpose is required, other than in the United Kingdom and Ireland. Persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This Form of Election should be read in conjunction with, and is subject to, the detailed provisions contained in the circular to Shareholders dated 26 October 2022 (the “Circular”), which can be found on the Company’s website: www.mplflimited.com. Please contact the Company’s Administrator if you would like to receive a hard copy. Terms used in this Form of Election and not otherwise defined herein have the same meanings as set out in the Circular.

MARBLE POINT LOAN FINANCING LIMITED

(a registered closed-ended investment company incorporated in Guernsey with limited liability and with registered number 61898)

CREST Form of Election

for use by the holders of Shares in certificated form electing for the 2022 Liquidating Share Class

ONLY COMPLETE THIS FORM OF ELECTION IF YOU WISH TO ELECT TO REDESIGNATE YOUR INVESTMENT IN RESPECT OF ALL OR PART OF YOUR REGISTERED SHARES TO LIQUIDATING SHARES AS DEFINED IN THE CIRCULAR.

SHAREHOLDERS WHO WISH TO RETAIN THEIR CURRENT INVESTMENT NEED NOT COMPLETE THIS FORM OF ELECTION.

ACTION TO BE TAKEN IF YOU WISH TO ELECT FOR THE 2022 LIQUIDATING SHARE CLASS IN RESPECT OF ALL OR PART OF YOUR HOLDING OF SHARES.

- The Company has issued this Form of Election to all Qualifying Nominee Shareholders in order to enable Qualifying Shareholders to elect to redesignate all or a portion of their investment in Shares.
- Please read pages 2 and 4 of this Form of Election which contain detailed instructions on how to complete this Form of Election and then complete and sign this Form of Election where indicated on page 3.
- Please return this Form of Election, duly completed, and signed as well as submitting a TTE instruction. Please return this Form of Election, duly completed and signed, via email to marblepointloanfin@computershare.co.uk, so as to arrive by no later than the deadline for election noted in the Circular. Elections, once made, will be irrevocable. If you do not wish to elect for redesignation into Liquidating Shares, then you should not complete this Form of Election or submit a TTE instruction.
- Please ensure this form is signed by the two authorised signatories or one signatory and stamped with a Company seal, as applicable.

Please note:

- If you hold Shares in uncertificated form, you should complete this CREST Form of Election and also submit a TTE instruction via CREST. You should complete a separate CREST Form of Election for Shares held under different designations. Further Forms of Election can be obtained by contacting the Company’s Receiving Agent on the telephone number above.
- Please read the entire Circular, the terms of which are incorporated in and form part of this Form of Election.
- If you have any questions on how to complete this Form of Election, please contact Computershare Investor Services PLC on 0370 707 4040 or, if calling from outside the United Kingdom, on +44 (0) 370 707 4040.
- Please read this Form of Election and the Circular carefully.
- The Company reserves the right to treat redesignation Elections as valid if received at any place or in any manner determined by it otherwise than as set out in this Form of Election or in the Circular.
- The provisions of this Form of Election and any other terms of the 2022 Liquidating Share Class may be waived, varied or modified as regards specific holders of Shares on a general basis by the Company in its absolute and sole discretion.

Further copies of the Circular and this Form of Election are available from the Company’s Receiving Agent and, on the Company’s, website at www.mplflimited.com.

PLEASE READ THESE INSTRUCTIONS AND THE NOTES ON PAGE 4 CAREFULLY BEFORE COMPLETING THIS FORM OF ELECTION.

PLEASE COMPLETE IN ACCORDANCE WITH THE INSTRUCTIONS ON PAGE 2. PLEASE ENSURE THAT YOUR FORM OF ELECTION IS RETURNED EITHER VIA EMAIL TO marblepntloanfin@computershare.co.uk OR BY MAIL SO AS TO BE RECEIVED BY THE COMPANY'S RECEIVING AGENT AT THE ADDRESS SHOWN ON PAGE 1, BY NO LATER THAN THE ELECTION DATE AS DESCRIBED IN THE CIRCULAR. PLEASE NOTE THAT IF ELECTING A TTE INSTRUCTION MUST ALSO BE PLACED.

1 You may elect to redesignate all or part of your holding of Shares in CREST to the 2022 Liquidating Share Class. If you wish to elect to redesignate part of your Shares in CREST form to the 2022 Liquidating Share Class, please write the number of Shares which you wish to redesignate in box 3. If you wish to elect to redesignate all of your Shares in CREST form to the 2022 Liquidating Share Class write the word "ALL" in box 3 and the number of Shares in CREST form registered in your name(s) as at close of business on 1 January 2022 will be redesignated to the 2022 Liquidating Share Class **subject to a limit of 25% of the total outstanding Shares of the Company as at the Election Date as described in the Circular**. If you wish to retain your Shares, you do not need to complete and return this Form of Election.

Complete here (if appropriate)

2 To be eligible to elect to receive Liquidating Shares, you must either:

1. be (i) outside the United States, (ii) not a US Person, (iii) not acting for the account or benefit of a US Person or any person located in the United States, and (iii) acquiring or will acquire any Liquidating Shares in an "offshore transaction" in compliance with Regulation S under the Securities Act, or
2. be (and any account on whose behalf you are acting must be) (i) both (A) a Qualified Purchaser or a Knowledgeable Employee, and (B) a Qualified Institutional Buyer or an Accredited Investor, and (ii) acquiring or will acquire any Liquidating Shares pursuant to an exemption from the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States.

You must indicate in box 2 under which category you are eligible to elect to receive Liquidating Shares by ticking the appropriate box. If you do not fall into either category, you are not eligible to elect to receive Liquidating Shares and you should not complete this Form of Election.

3 You must sign in box 4 and insert the date of the signature. In the case of a body corporate or other non-natural person, this Form of Election may be executed under the common seal, the common seal being affixed and witnessed in accordance with its articles of association or other regulations, as applicable, or under the hand of an authorized signatory or attorney duly authorised.

Please also insert a daytime telephone number where you may be contacted in the event of a query regarding your Form of Election.

Complete here (if appropriate)

4 By signing and delivering this Form of Election, and in consideration of the Company agreeing to process this Form of Election, you agree that: (i) the redesignation Election(s) made on this Form of Election shall be irrevocable and you warrant that your redesignation Election(s) is/are valid and binding and is/are made in accordance with any applicable legal requirements; (ii) redesignation Election(s) do not provide for any redemption of Shares in cash, or by way of redemption or repurchase or purchase by the Company, or purchased under a tender offer or by a market maker (iii) any Shares elected to be redesignated to the 2022 Liquidating Share Class will not be listed on the Specialist Fund Segment of the London Stock Exchange as are the Shares, nor will they be listed on any stock exchange as they are non-public, illiquid securities as more fully described in the Circular; (iv) save for the failure by the Company to comply with the terms of the 2022 Liquidating Share Class, your sole remedy in respect of any breach by the Company of its obligations hereunder will be for the transfer of the cash to you; (v) it shall be for you to satisfy yourself as to your ability to receive the cash to be transferred to you and as to any regulatory or compliance matters (including any disclosure requirements or requirements of the Financial Conduct Authority) affecting you or any of your connected parties. You hereby warrant that you are not aware of any legal or other restriction on you participating in the 2022 Liquidating Share Class. The Company shall not have any liability to you for any of these matters. This paragraph shall constitute a contract between you and the Company.

Complete here (if appropriate)

PLEASE COMPLETE IN ACCORDANCE WITH THE INSTRUCTIONS ON PAGE 2. PLEASE ENSURE THAT YOUR FORM OF ELECTION IS RETURNED EITHER VIA EMAIL TO marblepntloanfin@computershare.co.uk OR BY MAIL SO AS TO BE RECEIVED BY THE COMPANY'S RECEIVING AGENT AT THE ADDRESS SHOWN ON PAGE 1, BY NO LATER THAN THE ELECTION DATE AS DESCRIBED IN THE CIRCULAR.

1	Name(s) and address of registered holder(s)	No. of Shares in certificated form held in Marble Point Loan Financing Limited as at close of business on 15 December 2022
	Shareholder Reference Number:	<div style="border: 1px solid black; width: 100%; height: 20px;"></div>

2	<input type="checkbox"/> I am (i) outside the United States, (ii) not a US Person, (iii) not acting for the account or benefit of a US Person or any person located in the United States, and (iii) acquiring or will acquire any Liquidating Shares in an "Offshore transaction" in compliance with Regulation S under the Securities Act.	<input type="checkbox"/> I am (and my account on whose behalf I am acting is) (i) both (A) a Qualified Purchaser or a Knowledgeable Employee, and (B) a Qualified Institutional Buyer or an Accredited Investor, and (ii) acquiring or will acquire any Liquidating Shares pursuant to an exemption from the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States.
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3	If you wish to elect to redesignate part of the holding of Shares in CREST to the 2022 Liquidating Share Class, insert the number of Shares in respect of which you wish to elect for redesignation in box 3. Please note if you enter a number of Shares which exceeds the total holding the election will be invalid. If you wish to elect to redesignate all of your Shares to the 2022 Liquidating Share Class, write the word "ALL" in box 3. Number of Shares	Election for Realisation Opportunity (Insert Number of Shares) <div style="border: 1px solid black; width: 100%; height: 20px;"></div>
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4 Execution by a Company (e.g. LLC, Limited Partnership, or Corporation).	
The Common seal, if applicable, was affixed/executed as a deed on behalf of the company named above in the presence of:	
Name of Company:	If relevant affix company seal here:
<div style="border: 1px solid black; width: 100%; height: 20px;"></div>	
Name of Director/Authorized Signatory:	Name of Director/Authorized Signatory:
<div style="border: 1px solid black; width: 100%; height: 20px;"></div>	<div style="border: 1px solid black; width: 100%; height: 20px;"></div>
Signature:	
<div style="border: 1px solid black; width: 100%; height: 20px;"></div>	<div style="border: 1px solid black; width: 100%; height: 20px;"></div>
Please give your contact details for where you may be contacted in the event of a query.	
Telephone Number	Email Address:
<div style="border: 1px solid black; width: 100%; height: 20px;"></div>	

PLEASE NOTE that by signing this box 4 you are deemed to declare that, if you are not resident in, or a citizen or citizens of, the United Kingdom your election as set out on this Form of Election is not made in violation of any applicable law or the requirements or any jurisdiction or government authority including without limitation, any exchange control regulations.

FURTHER NOTES ON COMPLETING AND LODGING THIS FORM OF ELECTION

In order to be effective, this Form of Election must, except as mentioned below, be signed personally by the registered Shareholder or, in the case of a joint holding, by ALL of the joint holders. If the holder is a body corporate, this Form of Election may be executed under common seal, the common seal being affixed and witnessed in accordance with the articles of association or other regulations of the body corporate, or under the hand of an authorized signatory or attorney duly authorised who should state his/her capacity. No other signatures are acceptable.

In order to avoid delay and inconvenience to yourself, the following points may help you:

1. If a holder is away from home (e.g. abroad or on holiday)

Send this Form of Election by the quickest means (e.g. air mail) to the holder for execution or, if he or she has executed a power of attorney, arrange for this Form of Election to be signed by the attorney. In the latter case, the power of attorney (or a copy thereof duly certified) should be sent to the Company's Receiving Agent, at the appropriate address on page 1.

2. If the sole holder has died

If grant of probate, confirmation or letters of administration (or equivalent) has/have been registered with the Company's Receiving Agent, this Form of Election must be signed by the personal representative(s) of the deceased (stating the name of the deceased) and lodged with the Company's Receiving Agent, at the address shown on page 1. If grant of probate, confirmation or letters of administration (or equivalent) has/have not been registered with the Company's Receiving Agent, the personal representative(s) or prospective personal representative(s) should sign this Form of Election and forward it to the Company's Receiving Agent, at the address shown on page 1. However, the grant of probate, confirmation or letters of administration (or equivalent) must be lodged before the Shareholder's entitlement to elect to redesignate Shares to the 2022 Liquidating Share Class can be forwarded to the personal representative(s).

3. If one of the holders in a joint account has died

The surviving holder(s) should complete and sign this Form of Election and lodge it with the Company's Receiving Agent, at the appropriate address shown on page 1, accompanied by the death certificate, grant of probate, confirmation or letters of administration (or equivalent) in respect of the deceased holder.

4. If this Form of Election is not received by the Company's Receiving Agent by the Election Date

If this Form of Election, correctly completed in all respects and duly executed is not received either by email or by post to the Company's Receiving Agent, Computershare Investor Services PLC, Corporate Actions Projects, Bristol, BS99 6AH or by hand (during normal business hours only) to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS13 8AE by the Election Date the relevant Shareholders will be deemed to have elected to retain their Shares.

5. Incomplete or illegible Forms of Election

In the event that any Form of Election is not fully completed or is completed incorrectly, inaccurately or illegibly, the Directors shall have absolute discretion as to whether the Form of Election is treated as invalid or interpreted in accordance with what they consider (in their absolute discretion) to be the wishes of the holder(s). You shall, by signing this Form of Election, agree, and be deemed to agree, that neither the Company's Receiving Agent nor the Directors shall have any liability arising out of the exercise of any such discretion.

The Directors cannot, and do not, offer any advice or recommendation to Shareholders on which elections (if any) they should make with respect to the 2022 Liquidating Share Class. If you need advice, you should consult your independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom, or, if not under another appropriately authorised financial adviser, without delay. You are strongly advised to consult your professional advisers regarding your own tax position.

Client Due Diligence ("CDD") Requirements

A correctly completed Form of Election cannot be processed until CDD has been satisfactorily completed on Qualifying Shareholders who elect to redesignate all or a portion of their investment in Shares.

In order to ascertain the CDD that will need to be provided for a Qualifying Shareholder, please arrange to send a structure chart which clearly reflects the beneficial ownership of the shares to CDD@wearecarey.com as soon as possible. Note: this must include detail up to and including the ultimate beneficial owner. Confirmation will be provided, by return, as to the CDD documentation that is required to process the Form of Election. **Any Qualifying Shareholders wishing to elect into the 2022 Liquidating Share Class must provide the Company's Administrator with all required CDD documentation in good order, and provide Computershare a Form of Election in good order, by the Election Date. Any Forms of Elections received for Qualifying Shareholders with outstanding CDD requirements will NOT be processed and such Shareholders will NOT participate in the 2022 Liquidating Share Class.**

SUBMITTING A TTE INSTRUCTION IN ORDER TO ELECT TO REDESIGNATE PART OR ALL OF YOUR SHAREHOLDING WITHIN CREST

Shareholders who hold their shares within CREST who wish to elect to redesignate part, or all of their shares should, as well as completing this Election Form submit a TTE instruction via CREST.

- Shareholders who hold their Shares directly or indirectly in uncertificated form (that is, through CREST) should transmit the appropriate TTE Instruction (or procure that their broker, dealer, commercial bank, trust company or other intermediary who ultimately holds their shares through CREST settlement system transmits the appropriate TTE Instruction) in CREST. Further details of the action you should take are set forth below.
- Shareholders who hold their Shares in Certificate form (that is, they do NOT hold Shares through CREST) should not fill out this form but complete the Certificated Election Form.

If you are a CREST sponsored member, you should refer to your CREST sponsor before taking any action. Your CREST sponsor will be able to confirm details of your participant ID and the member account ID under which your Shares are held. In addition, only your CREST sponsor will be able to send the TTE Instruction to CREST in relation to the Shares which you wish to Redesignate.

You should send (or, if you are a CREST sponsored member, procure that your CREST sponsor sends) a TTE Instruction to CREST, which must be properly authenticated in accordance with CREST's specification and which must contain, in addition to the other information that is required for the TTE Instruction to settle in CREST, the following details:

- the ISIN number for the Shares. This is GG00BF1Q4G54.
- the number of Shares to be transferred to an escrow balance.
- your member account ID;
- your participant ID;
- the participant ID of the escrow agent, being the Tender Agent, in its capacity as a CREST receiving agent. This is: 3RA43.
- the member account ID of the escrow agent, being the Agent, for the Redesignation of Shares. **LOANDESG**
- the Corporate Action Number for the Offer. This is allocated by Euroclear and can be found by viewing the relevant corporate action details in CREST;
- input with standard delivery instruction priority of 80;
- the intended settlement date for the transfer to escrow. This should be as soon as possible and in any event by no later than the Expiration Date; and
- a contact name and telephone number in the shared note field.

After settlement of the TTE Instruction, you will not be able to access the Shares concerned in CREST for any transaction or for charging purposes, notwithstanding that they will be held by the Receiving Agent as your escrow agent until completion or lapsing of the Offer. You cannot elect on more Shares than you own.

You are recommended to refer to the CREST Manual for further information on the CREST procedures outlined above.