

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

IF YOU ARE IN ANY DOUBT ABOUT THE ACTION YOU SHOULD TAKE, YOU ARE RECOMMENDED TO SEEK IMMEDIATELY YOUR OWN PERSONAL FINANCIAL ADVICE FROM AN APPROPRIATELY QUALIFIED INDEPENDENT ADVISER AUTHORISED PURSUANT TO THE UK FINANCIAL SERVICES AND MARKETS ACT 2000 IF IN THE UNITED KINGDOM OR OTHERWISE REGULATED UNDER THE LAWS OF YOUR OWN COUNTRY.

If you have disposed of all of your Euro Shares and Sterling Shares, please contact the Registrar (address and telephone number below).

CVC CREDIT PARTNERS EUROPEAN OPPORTUNITIES LIMITED

(a closed-ended investment company limited by shares incorporated under the laws of Jersey with registered number 112635)

CVC Credit Partners European Opportunities Limited is regulated by the Jersey Financial Services Commission.

Mandate Form for Scrip Dividend Scheme

PART A

Your attention is drawn to the circular published by the Company on 24 October 2017 (the "**Circular**") which contains the terms and conditions of the Scrip Dividend Scheme and explains in detail how the Scrip Dividend Scheme operates. The Circular should be read in conjunction with this Mandate Form and the Notes overleaf. Copies of the Circular are available at www.ccpeol.com.

Actions

To elect to participate in the Scrip Dividend Scheme in respect of your entire holding of Euro Shares and/or Sterling Shares please complete, sign and return this form to the Registrar at:

Computershare Investor Services (Jersey) Limited, Queensway House, Hilgrove Street, St Helier, Jersey, JE1 1ES. (+44 (0) 370 707 4040)

Subject to the terms and conditions of the Scrip Dividend Scheme set out in the Circular, should you elect to participate in the Scrip Dividend Scheme you will receive Scrip Shares in lieu of all future cash dividends declared from time to time by the Company until such time as you revoke the mandate.

If you do not wish to receive Scrip Shares then no further action is required and you will continue to receive your dividends in cash.

All enquiries concerning this Mandate Form should be addressed to the Registrar.

This Mandate Form must be received by the Registrar **by no later than 5.00 p.m. (London time) on the Mandate Delivery Deadline.**

PART B

To be completed by holders of Sterling Shares:*

To the Directors of CVC Credit Partners European Opportunities Limited:

I/We being the registered holder(s) of Sterling Shares wish to participate in the Scrip Dividend Scheme, in accordance with the terms of the Circular and this Mandate Form.

Signed:	
1)	2)
3)	4)
Address:	
Investor Code (IVC):	

To be completed by holders of Euro Shares:*

To the Directors of CVC Credit Partners European Opportunities Limited:

I/We being the registered holder(s) of Euro Shares wish to participate in the Scrip Dividend Scheme, in accordance with the terms of the Circular and this Mandate Form.

Signed:	
1)	2)
3)	4)
Address:	
Investor Code (IVC):	

**please see Notes on next page*

NOTES TO THE MANDATE FORM

- 1) In the case of joint holders ALL must sign this Mandate Form. In the case of a corporation this Mandate Form should be executed under its common seal or be signed by a duly authorised official whose capacity should be stated. If this Mandate Form is not signed by the registered holder(s), insert the name(s) and capacity (e.g. executor or attorney) of the person(s) signing this Mandate Form and evidence of the authority under which such person(s) is/are signing on behalf of the registered holder(s) should be delivered with this Mandate Form.
- 2) The right to elect for Scrip Shares under the terms and conditions of the Scrip Dividend Scheme is strictly non-transferable.
- 3) Terms defined in the Circular shall have the same meaning in this Mandate Form, unless the context requires otherwise.
- 4) All references to times in this Mandate Form are to London time.
- 5) Shareholders will (subject to the terms and conditions of the Scrip Dividend Scheme) be automatically issued with such number of Scrip Shares in relation to each Relevant Dividend as will be calculated by the Company in accordance with the Articles at the relevant time.
- 6) Shareholders hereby give notice that in respect of the maximum number of Euro Shares and/or Sterling Shares registered in their name(s) from time to time, they elect to receive instead of any cash dividend declared by the Company from time to time to which they would otherwise have been entitled when the right to elect to receive a scrip dividend alternative is offered to Shareholders, an allotment of Scrip Shares, credited as fully paid. Such an allotment shall be on the same terms and conditions as any offer then being made to all other Shareholders subject, inter alia, to the Admission of such Euro Shares and/or Sterling Shares and the requirement that the Directors have not by such date withdrawn the Scrip Dividend Scheme. The allotment shall also be made in accordance with the Articles. This election shall remain valid until revoked or terminated in accordance with the terms and conditions of the Scrip Dividend Scheme, the provisions of which shall be deemed to be incorporated in the Mandate Form.
- 7) An election to participate in the Scrip Dividend Scheme may be cancelled at any time by writing to the Registrar, except that for a cancellation instruction to be effective for a Relevant Dividend, it must be received by not later than the Mandate Delivery Deadline in respect of such Relevant Dividend.
- 8) Shareholders that complete a Mandate Form authorise the Company to send at the Shareholder's risk by first-class post a definitive share certificate in respect of any Scrip Shares allotted to such Shareholders pursuant to this Mandate Form. Such certificates are expected to be posted to Shareholders on or around the relevant date of Admission.