

## I. Proxy

for the 133<sup>rd</sup> Annual General Meeting of  
Semperit Aktiengesellschaft Holding, 27 April 2022, 10:00 a.m., at Novotel Wien Hauptbahnhof  
in 1100 Vienna, Canettistraße 6

**IMPORTANT NOTE:** This proxy does not entitle you to attend the Annual General Meeting in person.  
Please contact your custodian bank and ensure that the shares listed below are duly registered for participation in the Annual General Meeting by means of a deposit confirmation (Record date: 17 April 2022).  
**Deadline for registration:** 22 April 2022, 12:00 a.m. Vienna Time (receipt of deposit confirmations)

By granting this power of attorney, I confirm that I have read the information published by the Company on its website or contained in the invitation. I declare my consent to the use of my personal data (name, address, date of birth, share deposit number, number of shares, voting card number and E-mail address) to enable the exercise of shareholders' rights at the Annual General Meeting.

### Principal (Shareholder)

\_\_\_\_\_  
Name / Company

\_\_\_\_\_  
Address (postcode, city, street, house number)

\_\_\_\_\_  
Date of birth / Register Nr.

\_\_\_\_\_  
Custodian account number

\_\_\_\_\_  
Name of custodian bank

\_\_\_\_\_  
E-mail-address (the granting of a proxy confirms that only the party granting the proxy has access to this E-mail address)

If you grant this power of attorney not as a shareholder but as a representative of a shareholder, please enclose proof of your power of attorney (power of attorney issued by the shareholder, court order, etc.).

### Power of attorney

I/We authorize the following independent proxy to

- exercise the right to vote
- as well as exercise the right to submit motions and objection

with the right to grant sub-proxies and with exemption from the restrictions for multiple representation. The right to vote, the right to submit motions and the right to object are only exercised by means of instructions. If there are no instructions for a proposed resolution, the representative will abstain from voting. If more than one independent proxy is ticked, the power of attorney is deemed to have been granted to the first named among those ticked:

- Florian Beckermann, Dipl. VW, Dipl. Jur., LL.M., IVA**  
1130 Vienna, Feldmühlgasse 22  
Tel: +43 1 876 33 43-30  
E-Mail-Adresse: [vollmacht.semperit.beckermann@computershare.de](mailto:vollmacht.semperit.beckermann@computershare.de)
- or Attorney at Law Dr. Verena Brauner, IVA**  
1120 Vienna, Hetzendorfer Straße 71  
Tel +43 1 3050291  
E-Mail-Adresse: [vollmacht.semperit.brauner@computershare.de](mailto:vollmacht.semperit.brauner@computershare.de)
- or Attorney at Law Dr. Paul Fussenegger**  
1010 Vienna, Rotenturmstraße 12/6  
Tel: + 43 1 2351001  
E-Mail-Adresse: [vollmacht.semperit.fussenegger@computershare.de](mailto:vollmacht.semperit.fussenegger@computershare.de)
- or Attorney at Law Dr. Ulla Reisch**  
c/o Urbanek, Lind, Schmied, Reisch Rechtsanwälte OG  
1030 Vienna, Landstraßer Hauptstraße 1a, Ebene 7/Top 09  
Tel +43 1 212 55 00  
E-Mail-Adresse: [vollmacht.semperit.reisch@computershare.de](mailto:vollmacht.semperit.reisch@computershare.de)

## for the following shares

**Semperit-Shares (ISIN 0000785555)**  
 Number of shares (If this field is left blank, the proxy will apply to all shares covered by the deposit confirmation from the custodian bank.)

## II. Instructions

for the 133<sup>rd</sup> Annual General Meeting of  
 Semperit Aktiengesellschaft Holding, 27 April 2022, 10:00 a.m., at Novotel Wien Hauptbahnhof in 1100  
 Vienna, Canettistraße 6

### Voting instructions for the proposed resolutions of the agenda items

The proxy is instructed to exercise my (our) voting right(s) in respect of the management's (Management Board's and Supervisory Board's) proposals for resolutions made available on the Company's website as follows:

| (Please tick within the box <input checked="" type="checkbox"/> ; do not use a red pen) |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | YES                      | NO                       | ABSTAIN                  |
|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|--------------------------|
| <b>Proposals for resolutions by the management</b>                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                          |                          |                          |
| 1.                                                                                      | Presentation of the adopted annual financial statements including the management report and the corporate governance report, of the consolidated financial statements including the group management report, each as of 31 December 2021, of the presentation of the proposal for the use of profit and of the report of the Supervisory Board on the business year 2021                                                                                                                                                                                                                                           |                          |                          | No resolution required.  |
| 2.                                                                                      | Adopting a resolution on the use of the net profit shown in the 2021 annual financial statements                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3.                                                                                      | Adopting a resolution on the discharge of the Members of the Management Board for the business year 2021                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4.                                                                                      | Adopting a resolution on the discharge of the Members of the Supervisory Board for the business year 2021                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5.                                                                                      | Election of the auditor of the annual financial statements and consolidated financial statements for the business year 2022                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6.                                                                                      | Elections to the Supervisory Board                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                          |                          |                          |
|                                                                                         | Reduction in the number of members of the Supervisory Board from eight to six                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|                                                                                         | Election of Dipl. Ing. Herbert Ortner                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7.                                                                                      | Adopting a resolution on the remuneration report                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8.                                                                                      | Adopting a resolution on the remuneration policy                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9.                                                                                      | Adopting a resolution on the compensation of Members of the Supervisory Board for the business year 2022 in advance                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10a.                                                                                    | Adopting a resolution on the further authorization (valid up to not more than 30 months of the resolution date) of the Management Board to purchase, with the consent by the Supervisory Board, own shares of up to 10 % of the share capital pursuant to section 65 para 1 rec. 8 of the Austrian Stock Corporations Act (AktG), if necessary for the redemption of own shares, and on the determination of the repurchase terms and conditions by revocation of the corresponding authorization to purchase own shares granted by the Annual General Meeting resolution of 27 July 2020 on item 8a of the agenda | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10b.                                                                                    | Adopting a resolution on the renewed authorization of the Management Board pursuant to section 65 para 1b of the Stock Corporations Act (AktG), with the consent by the Supervisory Board, to sell the shares in a manner other than via the stock exchange or by means of a public offer and to decide on any exclusion of shareholders' right to repurchase (subscription rights) by revocation of the corresponding authorization to sell own shares granted by the Annual General Meeting resolution of 22 July 2020 on item 8b of the agenda                                                                  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

| (Please tick within the box <input checked="" type="checkbox"/> ; do not use a red pen)      |                                                                                 | YES                      | NO                       | ABSTAIN                  |
|----------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|--------------------------|--------------------------|--------------------------|
| <b>Proposals for resolutions by the shareholder B&amp;C KB Holding GmbH on agenda item 6</b> |                                                                                 |                          |                          |                          |
| 6.                                                                                           | Elections to the Supervisory Board                                              |                          |                          |                          |
|                                                                                              | Reduction in the number of members of the Supervisory Board from eight to seven | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|                                                                                              | Election of Dipl. Ing. Herbert Ortner                                           | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|                                                                                              | Election of Mag. Stephan Büttner                                                | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

| <b>Other items for resolution</b>                                                                                                                                                                        | <b>For the proposed resolutions</b> | <b>Against the proposed resolutions</b> | <b>Abstention</b>        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|-----------------------------------------|--------------------------|
| (Please tick within the box <input checked="" type="checkbox"/> ; do not use a red pen)                                                                                                                  |                                     |                                         |                          |
| In the event of <b>new or amended motions by one or more shareholders</b> at the General Meeting I instruct the proxy to vote in accordance with the following instructions.                             | <input type="checkbox"/>            | <input type="checkbox"/>                | <input type="checkbox"/> |
| In the event of <b>new or amended motions by the Board of Management and/or the Supervisory Board</b> at the General Meeting I instruct the proxy to vote in accordance with the following instructions. | <input type="checkbox"/>            | <input type="checkbox"/>                | <input type="checkbox"/> |

If a separate vote is taken on a proposal for a resolution on individual items, an instruction issued on this proposal shall apply accordingly to each individual voting procedure.

In the case of proposed resolutions for which no or unclear instructions (e.g. simultaneously YES or NO regarding the same proposal for a resolution), the proxy will abstain from voting.

If additional or amended instructions are issued after this form has been sent, the instructions issued here will remain valid unless they are amended or revoked.

**Other instructions (e.g. for motions and objections):**

\_\_\_\_\_ Date

\_\_\_\_\_ Signature / company signature

\_\_\_\_\_ Signature of all co-owners, if applicable

**Please complete and return by 22 April 2022, 4:00 p.m. Vienna Time (time of receipt)**

- by **mail** to Semperit Aktiengesellschaft Holding, Att. Judit Helenyi, Am Belvedere 10, 1100 Vienna
- by **E-mail** to the E-mail address provided with your independent proxy selected above (as scanned attachment; TIF, PDF, etc.)

Also possible from credit institutions **via SWIFT** in accordance with Section 114 para 1 sentence 4 of the Austrian Stock Corporations Act - AktG:

BIC COMRGB2L  
(Message Type 598, please state ISIN AT0000785555 in the text)

Additional information can be found on the homepage: [www.semperitgroup.com](http://www.semperitgroup.com)