

PROXY AND VOTING INSTRUCTION

for the

GENERAL ASSEMBLY 2023

of

LION E-Mobility AG (the "**Company**")

Shareholders' name: _____

Address: _____

I/We hereby empower and instruct the independent proxy holder

Pascal Bucher, business domiciled Haldenstrasse 16, CH-6300 Zug

to represent me/us at the annual general meeting of the Company on June 28, 2023, 11.00 a.m., held at Lindenstrasse 16, 6340 Baar/Switzerland (the "**AGM**") and

to exercise my/our voting rights in line with the proposals of the Board of Directors set forth in the invitation to the AGM;

or [please select, if no cross is selected, the voting rights are to be exercised in line with the proposals of the Board of Directors set forth in the invitation].

to exercise my/our voting rights as follows [if no cross is selected, the voting rights are to be exercised in line with the proposals of the Board of Directors set forth in the invitation]:

Agenda Item	In Favor	Against	Abstention
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II. Minutes of the shareholders' meetings:

- Minutes of the ordinary shareholders' meeting from June 30, 2022

- | | | | | |
|-------|--|--------------------------|--------------------------|--------------------------|
| III. | Annual Report 2022. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| IV. | Financial statements 2022 and use of the balance sheet result. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| V. | Discharge of the members of the board of directors and the management for 2022. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| VI. | Re-election / Election of members of the board of directors until the conclusion of the next ordinary general meeting: | | | |
| | - Alessio Basteri (as member and chairman) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | - Ian Mukherjee (as member) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | - Tobias Mayer (as member) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| VII. | Re-election of Deloitte AG (CHE-101.377.666), in Zurich, as external auditor. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| VIII. | Relocation of the registered office of LION E-Mobility AG to 6300, Zug, Switzerland | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| IX. | Article 31 regarding shall be deleted. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| X. | The existing article 3a regarding authorised capital shall be replaced by a new capital band according the new law pas per 1.1.2023. The Board of Directors may be authorised to increase the share capital at any time until 28.6.2028, once or several times up to CHF 1'997'142.20 by issuing up to 3'000'000 fully paid-in registered shares with a par value of CHF 0.13 each. The lower limit of this capital band is CHF 1'607'142.29. Other regulations are described in the new article 3a. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| XI. | Proposal of the Board of Directors: Amendment of the existing Articles of Association according the new law as per 1.1.2023. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| XII. | Compensation of the board of directors and management: | | | |

- | | | | | |
|---|---|--------------------------|--------------------------|--------------------------|
| a. | Compensation of the board of directors in 2022 according to the remuneration report. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b. | Proposal of the remuneration committee regarding the compensation for the board of directors in 2023. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| XIII. Election of remuneration committee for a term of office that ends at the conclusion of the next ordinary general meeting: | | | | |
| a. | Alessio Basteri | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b. | Ian Mukherjee | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c. | Dr. Christian Kalusa | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| XIV. | Election of Thiliv GmbH as Independent Proxy Holder with faculty of substitution for a term of office that ends at the conclusion of the next annual general meeting. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Comments on the aforementioned items, motions to the Proxy, exercise of requests for information or other shareholder rights, if any:

In case of new agenda items, the independent proxy holder shall **[please select, if no cross is selected, the voting rights are to be exercised in line with the proposals of the Board of Directors]**:

- vote in line with the proposals of the Board of Directors
- vote in favor of the new agenda item
- vote against the new agenda item
- abstain from voting

I/We hereby expressly confirm and guarantee to the independent proxy to not dispose of my/our shares until the conclusion of the annual general assembly 2023.

Note: LION E-Mobility AG kindly requests that you mail this proxy and voting instruction duly signed to the independent proxy holder Pascal Bucher, Finaport, Haldenstrasse 16, CH-6300 Zug, **in advance by email** to pascal.bucher@finaport.com **and by post** by no later than **June 27, 2023, 11.59 MESZ (receipt)**.

Place, date: _____

Signature