

# PROXY AND VOTING INSTRUCTION

for the

## GENERAL ASSEMBLY 2022

of

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

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Shareholders' name: \_\_\_\_\_

Address: \_\_\_\_\_

I/We hereby empower and instruct the independent proxy holder

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

to represent me/us at the annual general meeting of the Company on June 30, 2022, 13.00 p.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]:

<b>Agenda Item</b>	<b>In Favor</b>	<b>Against</b>	<b>Abstention</b>
II. Minutes of the shareholders' meetings:			
- Minutes of the ordinary shareholders' meeting from June 30, 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- |       |  |                          |                          |                          |
|-------|--|--------------------------|--------------------------|--------------------------|
| III.  | Annual Report 2021.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| IV.   | Annual accounts 2021 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 2021.  | <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:   |                          |                          |                          |
|       | A. Proposals of the Board of Directors:  |                          |                          |                          |
|       | - 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"/> |
|       | B. Proposals of minority shareholder:  |                          |                          |                          |
|       | - Roland Klose (as member)   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|       | - Rodolphe Mamez (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. | Amendment to the previous art. 3a of the articles of association regarding the extension of the amount, scope and duration limits of the authorized capital stock to CHF 390,000.00 (issuing a maximum of 3,000,000 new registered shares with a nominal value of CHF 0.13 each) until June 30, 2024 (previous: authorized capital stock CHF 302,900 until June 30, 2023). | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| IX.   | Compensation of the board of directors and management:   |                          |                          |                          |
|       | a. Compensation of the board of directors in 2021 according to the remuneration report.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

- |  |   |                          |                          |                          |
|--|---|--------------------------|--------------------------|--------------------------|
| b.   | Compensation of the management in 2021 according to the remuneration report.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c.   | Proposal of the remuneration committee regarding the compensation for the board of directors in 2022.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d.   | Proposal of the remuneration committee regarding the compensation for the management in 2022.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| X. 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.   | Christian Kalusa  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| XI.  | Election of Pascal Bucher 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:

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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 2022.**

**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](mailto:pascal.bucher@finaport.com) **and by post** by no later than **June 29, 2022, 11.59 MESZ (receipt)**.

Place, date: \_\_\_\_\_

\_\_\_\_\_  
Signature