

I. Proxy

for the 134th Annual General Meeting of
Semperit Aktiengesellschaft Holding, 25 April 2023, 10:00 a.m. (CEST), 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: 15 April 2023).
Deadline for registration: 20 April 2023, 12:00 a.m. CEST (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 of proposal 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:

Dr. Verena Brauner
c/o IVA Interessenverband für Anleger,
1130 Wien, Feldmühlgasse 22

for the following shares

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

Limitations of the power of proxy:

II. Instructions

for the 134th Annual General Meeting of

Semperit Aktiengesellschaft Holding, 25 April 2023, 10:00 a.m. (CEST), 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 |
|---|--|--------------------------|--------------------------|--------------------------|
| Proposals for resolutions by the management | | | | |
| 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 2022, of the presentation of the proposal for the use of profit and of the report of the Supervisory Board on the business year 2022 | | | No resolution required. |
| 2. | Adopting a resolution on the use of the net profit shown in the 2022 annual financial statements | | | |
| | Proposal I: basic dividend EUR 1,50 and conditional supplementary dividend EUR 2,00 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | Proposal II: basic dividend EUR 1,50 and conditional supplementary dividend EUR 3,50 | <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 2022 | <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 2022 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. | Adopting a resolution on the compensation of the Members of the Supervisory Board for the business year 2023 in advance | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. | Elections to the Supervisory Board | | | |
| | Re-election of Dipl. Wirtschaftsingenieur Claus Möhlenkamp | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | Re-election of Dr. Klaus Erkes | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | Election of Thomas Cord Prinzhorn | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | Election of Univ-Prof. Dr. Marion Weissenberger-Eibl | <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. | Election of the auditor of the annual financial statements and consolidated financial statements for the business year 2023 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. | Adopting a resolution on the creation of a new "authorized capital" while safeguarding the statutory subscription right pursuant to Section 153 para 6 of the Austrian Stock Corporation Act (AktG), but also with the authorization of the Management Board to exclude subscription rights of shareholders in whole or in part with the consent of the Supervisory Board, including the possibility of issuing new shares against contributions in kind, with the cancellation of the "authorized capital" in accordance with the resolution of the General Meeting of 25 April 2018 on the 10 th agenda item and resolution on the corresponding amendment to Section 4 para 5 of the Articles of Association | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10a. | Adopting a resolution on the authorization of the Management Board to issue convertible bonds with the approval by the Supervisory Board and on the authorization of the Management Board with the approval of the Supervisory Board to exclude shareholders' subscription rights in full or in part, with the cancellation of the corresponding authorization of the Management Board with approval by the Supervisory Board to issue convertible bonds pursuant to the General Meeting Resolution of 25 April 2018 on agenda item 11a | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10b. | Adopting a resolution on the conditional increase of the Company's share capital in accordance with Section 159 para 2 rec. 1 Austrian Stock Corporation Act (AktG) for the issue of creditors of financial instruments (convertible bonds), with cancellation of the "conditional capital" in accordance with the General Meeting resolution of 25 April 2018 on agenda item 11b and corresponding amendment to Section 4 para 6 and 7 of the Articles of Association | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

| Other items for resolution | For the proposed resolutions | Against the proposed resolutions | Abstention |
|--|------------------------------|----------------------------------|--------------------------|
| (Please tick within the box <input checked="" type="checkbox"/> ; do not use a red pen) | | | |
| In the event of new or amended motions by one or more shareholders 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 new or amended motions by the Board of Management and/or the Supervisory Board 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 24 April 2023, 12:00 p.m. CEST (time of receipt)

by **E-mail** to brauner.semperitgroup@hauptversammlung (as scanned attachment; TIF, PDF, etc.)

by credit institutions pursuant to Section 114 para 1 sentence 4 of the Austrian Stock Corporation Act (AktG) also possible via **SWIFT**:
GIBAATWGGMS
(Message Type MT598 or MT599, stating ISIN AT 0000785555 in the text)

Additional information can be found on the homepage: www.semperitgroup.com