

PROXY AND VOTING INSTRUCTION

for the

EXTRAORDINARY GENERAL ASSEMBLY

on 28 February 2024

of

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

Shareholders' name: _____

Address: _____

I/We hereby empower and instruct the independent proxy holder

Thiliv GmbH, represented by Pascal Bucher, business domiciled Haldenstrasse 16, CH-6300 Zug to represent me/us at the extraordinary general meeting of the Company on February 28, 2024, 14.00 p.m., held at Poststrasse 14, 6302 Zug (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
I. Proposal of the Board of Directors: The Board of Directors refers to the resignation letter of Mr. Tobias	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Mayer, member of the Board of Directors. Mr. Tobias Mayer will be no longer member of the board. He is granted discharge from liability during the next ordinary general meeting.

II. Proposal of the Board of Directors: Election of Dr. Joachim Damasky, born August 9, 1961, German citizen, resident Gauting, Germany, as new member of the board for the term of office that ends at the conclusion of the next ordinary general meeting.

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 extraordinary general assembly February 28, 2024.

Note: LION E-Mobility AG kindly requests that you mail this proxy and voting instruction duly signed to the independent proxy holder Pascal Bucher, Thiliv GmbH, Haldenstrasse 16, CH-6300 Zug, **in advance by email** to thilivgmbh@gmail.com **and by post** by no later than **February 27, 2024, 11.59 MESZ (receipt).**

Place, date: _____

Signature