

# PROXY AND VOTING INSTRUCTION

for the

## GENERAL ASSEMBLY 2021

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, 2021, 2:30 p.m., held at Poststrasse 14, 6300 Zug/Switzerland (the "**AGM**") and

to exercise my/our voting rights in line with the proposals of the administrative board 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 administrative board 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 administrative board set forth in the invitation]:

<b>Agenda Item</b>	<b>In Favor</b>	<b>Against</b>	<b>Abstention</b>
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II. Minutes of the shareholders' meetings:

- Minutes of the ordinary shareholders' meeting from June 30, 2020

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|-------|--|--------------------------|--------------------------|--------------------------|
| -     | Minutes of the extraordinary shareholders' meeting from February 4, 2021   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| III.  | Annual Report 2020.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| IV.   | Annual accounts 2020.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|       | Use of the balance sheet result: Carry forward the annual loss of CHF 487.870 (EUR 455.760) to the new balance sheet.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| V.    | Discharge of the members of the board of directors and the management for 2020.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| VI.   | Re-election of members of the board of directors until the conclusion of the next ordinary general meeting:  |                          |                          |                          |
| -     | Alessio Basteri (as member and president)  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| -     | Ian Mukherjee (as member)  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| -     | Thomas Hetmann (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.  | New 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 previous art. 3a of the articles of association regarding the extension of the scope and duration limits of the authorized capital stock to CHF 302'900.- (issuing a maximum of 2'330'000 new registered shares with a nominal value of CHF 0.13 each) until June 30, 2023 (previous: June 30, 2022). | <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 2020 according to the remuneration report.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b.    | Compensation of the management in 2020 according to the remuneration report.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
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- |  |   |                          |                          |                          |
|--|---|--------------------------|--------------------------|--------------------------|
| c.   | Proposal of the remuneration committee regarding the compensation for the board of directors in 2021.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| d.   | Proposal of the remuneration committee regarding the compensation for the management in 2021.   | <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.   | Thomas Hetmann  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| c.   | Ian Mukherjee   | <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 administrative board]**:

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

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**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 2021.**

**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, 2021, 11.59 MESZ (receipt)**.

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

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Signature

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