

## Power of attorney form

This form does not replace due registration for the Annual General Meeting.  
Please note the information and explanations available on the Company's website and on the voting card.

### Person making the declaration

Last name or company\*

Number of shares\*

First name\*

Voting card No.\*

Postcode/Town\*

\* Mandatory fields (please insert the information as stated in your voting card for the Annual General Meeting). Please complete the form l e g i b l y using block capitals.

### Power of attorney/Instructions for voting proxies appointed by the Company

I/We hereby grant power of attorney to Ms. Christiane Konrad, Iserlohn, Germany, and Dr. Frederik Born, Düsseldorf, Germany (voting proxies appointed by the Company), each individually and with the right to grant sub-power of attorney, to represent myself/us in the virtual Annual General Meeting on May 19, 2021 and to exercise my/our voting rights pursuant to my/our instructions below, in each case under disclosure of my/our name.

#### Proposals for resolutions pursuant to the German Federal Gazette (*Bundesanzeiger*)

YES NO

2. Appropriation of net income .....
3. Ratification of the Executive Board members' acts and omissions .....
4. Ratification of the Supervisory Board members' acts and omissions .....
5. Election of the auditor for the financial year 2021 and for the review of the condensed financial statements and the interim management report for the first half of the financial year 2021 .....
6. Addition of a new paragraph to Article 18 (paragraph 5) and two new paragraphs to Article 19 (paragraphs 4 and 5) of the Articles of Incorporation – Broadcast of Annual General Meeting, virtual participation and absentee voting .....
7. Amendment of Article 13 paragraph 2 of the Articles of Incorporation – Modalities of convocation for Supervisory Board meetings .....
8. Remuneration system for members of the Executive Board .....
9. Remuneration system for the members of the Supervisory Board .....

Date, signature(s) and name of the person making the declaration  
pursuant to Section 126b of the German Civil Code (*Bürgerliches Gesetzbuch*, "BGB")

### Power of attorney for a third party

I/we hereby grant power of attorney to

Last name or company\*\*

First name\*\*

City\*\*

to represent me/us in the specified Annual General Meeting with disclosure of my/our name. This power of attorney encompasses the revocation of any previously issued power of attorney and the exercise of all rights pertaining to the Annual General Meeting, including the right to grant sub-power of attorney. Please expressly inform your authorized representative regarding the statements on data protection and the transfer of personal data.

Date, signature(s) of the person/company making the declaration  
pursuant to Section 126b of the BGB

\*\* Please complete the form l e g i b l y using block capitals

## Information regarding electronic access to the Annual General Meeting and proxy voting

### Information regarding the power of attorney form

The power of attorney form does not replace due registration for the Annual General Meeting. Please fill out this form legibly and in full. Please insert the information on the person/company issuing the declaration as stated in the voting card you receive upon due registration for the Annual General Meeting. Should it not be possible to reliably assign the form to a registration due to incomplete or illegible information in the form, the authorized representative will be unable to exercise the voting rights in the Annual General Meeting.

It is not mandatory to make use of this power of attorney form. You may also choose to use the form printed on the voting card or a different declaration in text form. In this case, the aforementioned information regarding completeness and legibility applies accordingly.

### Procedure for voting by proxy

You or a third party authorized by you can use the voting card that you were sent following due registration to exercise voting rights.

If you wish to grant power of attorney to a third party, you may use this form or the power of attorney printed on the top third of the voting card (reverse side) to do so. Fill in the form and give the voting card to your authorized representative or submit the power of attorney for your representative to the Company. If the power of attorney is not issued directly to the Company, proof of the power of attorney in text form (Section 126b of the BGB) must be submitted to the address below within the periods specified below (period depends on form of submission).

Please also note the information in the convocation regarding the issuance, amendment and revocation of declarations by post, by fax, by email and via the InvestorPortal, as well as regarding the timely exercise of your voting rights.

Please expressly instruct your authorized representative regarding these processes and circumstances.

### Power of attorney/Instructions for voting proxies appointed by the Company

In lieu of granting a third party power of attorney, you may also grant power of attorney/issue instructions to a voting proxy appointed by the Company.

Please issue instructions for all of the proposed resolutions. Your instructions will pertain to each resolution as published in the German Federal Gazette (*Bundesanzeiger*). If you wish to vote in favor of a resolution, check the box for YES, to vote against a resolution, check the box for NO. If you do not check either box, you will be deemed to have abstained. If both boxes are checked, your vote on this resolution is deemed invalid.

If, under a particular agenda item, there should be individual votes on summarized resolution proposals, your instruction for the agenda item shall be deemed to apply to each of the individual resolution proposals. Please sign the power of attorney/instructions for the Company's voting proxy or legibly insert your name.

We ask that the powers of attorney/instructions for the Company's voting proxies, powers of attorney for third parties, and proof of powers of attorney, be submitted to the following address by no later than the close of **May 18, 2021**:

**Vossloh Aktiengesellschaft**  
**c/o Computershare Operations Center**  
**80249 Munich**  
**Germany**  
**Fax: +49 89 30903-74675**  
**Email: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

Authorizations and instructions to the voting proxies or to third parties or proof of authorization of third parties may still be submitted by email or fax (to the addresses mentioned above), or electronically via the InvestorPortal, on the day of the Annual General Meeting (received by the Company) until voting begins. To electronically join the Annual General Meeting via the InvestorPortal, the proxy requires the login data provided to the shareholder together with their voting card (and/or the user-generated password defined by the shareholder).

If conflicting declarations are received through different channels of submission and it is not possible to determine which declaration was most recently submitted, these declarations will be given precedence as follows: 1. via the InvestorPortal, 2. by email, 3. by fax and 4. in paper form.

You can view motions or appointment proposals (countermotions) submitted by shareholders that are required to be made accessible on the Internet at: [www.hauptversammlung.vossloh.com](http://www.hauptversammlung.vossloh.com)

Powers of attorney and instructions for the Company's voting proxies regarding votes on any other motions and appointment proposals can only be submitted through the InvestorPortal. If no instructions are issued, the related votes will be treated as abstentions.

Please note that the power of attorney/instructions for the Company's voting proxies solely concern the exercise of voting rights in accordance with the instructions. No further instructions, e.g. to propose motions, pose questions, or issue declarations, can be issued by means of a power of attorney or instructions to a voting proxy appointed by the Company.

Insofar as you would like to exercise your shareholder's rights in a manner that goes beyond the aforementioned scope, you can exercise your rights yourself or authorize a third party to do so for you.

You will find additional notes and information on the Internet at [www.hauptversammlung.vossloh.com](http://www.hauptversammlung.vossloh.com).

### Please note: Procedure for electronic absentee voting

Shareholders may also exercise their voting rights by means of electronic absentee voting. The InvestorPortal, which will be available from April 28, 2021 until the beginning of voting on the day of the Annual General Meeting and which can be accessed on the Company's website at [www.hauptversammlung.vossloh.com](http://www.hauptversammlung.vossloh.com), is the exclusive channel for casting electronic absentee votes. The InvestorPortal also offers shareholders the opportunity to change or revoke absentee votes cast via the portal beforehand until voting begins.

Further information on the electronic absentee voting procedure is contained in the voting card sent out to shareholders upon due registration for the Annual General Meeting.

If powers of attorney/instructions for voting proxies are received by post, email, or fax, and a decision is then made to utilize electronic absentee voting through the InvestorPortal, these powers of attorney/instructions must first be revoked. This revocation can also take place in the InvestorPortal.

### Privacy policy

You will find details on the treatment of personal data and rights pursuant to the EU General Data Protection Regulation (GDPR) on the website [www.hauptversammlung.vossloh.com](http://www.hauptversammlung.vossloh.com) and in the invitations to the Annual General Meeting in the German Federal Gazette (*Bundesanzeiger*).