

**INSTRUCTIONS FOR GRANTING POWER OF ATTORNEY AND ISSUING INSTRUCTIONS  
TO THE VOTING PROXIES OF EQS GROUP AG**

EQS Group AG appoints Mr. Sebastian Lukas and Mr. Florian Zottmann, both employees of EQS Group AG, Munich, as proxies with individual power of representation.

The proxies are only authorized to vote by virtue of your power of attorney insofar as you have issued explicit instructions on the individual proposed resolutions on the agenda items. The proxies are obliged to vote on the management's proposed resolutions as published in the agenda in accordance with your instructions.

**Sending the power of attorney and instructions to the proxies of the company by letter or e-mail**

Please use the form "Authorization and instructions to proxies" for this purpose. Use it to authorize the above-mentioned proxies of EQS Group AG and instruct them how to exercise your voting rights on the proposed resolutions.

Then send your "Proxy and instructions" directly to the proxies, stating your shareholder number:

by mail: **EQS Group AG**  
**c/o Link Market Services GmbH**  
**Landshuter Allee 10**  
**80637 Munich**  
**Germany**

by e-mail: **namensaktien@linkmarketservices.de**

**Important notes:**

Please note that the instructions for exercising voting rights are only valid if you have duly registered with the company at the registration address by the registration deadline (May 7, 2021, 24:00 hours (CEST) (= 22:00 hours UTC)) and have completed the proxy and instruction form in full, stating your shareholder number, and submitted it to the proxies by Thursday, May 13, 2021, 24:00 hours (CEST) (= 22:00 hours UTC) (date of receipt) at the latest. In addition, authorizations and instructions to the company's proxies are possible via the AGM portal at <https://www.eqs.com/de/ueber-eqs/investoren/corporate-governance/> before and also during the virtual AGM, but must be received by the start of voting at the latest. You will receive the access data required for the AGM portal with your registration documents.

If the proxies receive multiple powers of attorney and instructions, the last formally valid power of attorney issued with the corresponding instructions will be deemed binding. In the event that proxies are not issued in a formally valid manner, the proxies will not represent the votes at the Annual General Meeting.

If instructions are not completed correctly or are not issued clearly, the proxies will abstain from voting on the relevant agenda items or not participate in the vote, depending on the voting procedure. The proxies are bound by instructions and may not exercise voting rights in the case of votes not known in advance of the Annual General Meeting (e.g. procedural motions). Depending on the voting procedure, the proxies will abstain or not participate in the vote in such cases. The same applies in the case of a vote on a counter-motion, an election proposal that deviates from the management proposal, and a resolution that deviates from the management proposal published in the agenda.

You may not authorize the company's proxies to vote on your behalf or to submit motions or questions. In the event of online participation or participation in the virtual Annual General Meeting by a third party authorized by you, the proxy and instructions issued by you to the company proxies in advance of the Annual General Meeting must be revoked.

If you have any questions about voting by proxy, please do not hesitate to contact our **Annual General Meeting hotline**.  
Monday to Friday (excluding public holidays) between 09:00 a.m. to 05:00 p.m. at **+49 (0) 89 / 210 27 333**

**„AUTHORIZATION AND INSTRUCTION TO THE PROXIES“  
OF EQS GROUP AG FOR THE ANNUAL GENERAL MEETING ON MAY 14, 2021**

We kindly ask you to complete this proxy and instruction form and send it directly to the Company's proxies, stating your shareholder number:

by mail:  
EQS Group AG, c/o Link Market Services GmbH  
Landshuter Allee 10, 80637 Munich, Germany

or by e-mail:  
namensaktien@linkmarketservices.de

**Power of Attorney** (please complete)

I/We \_\_\_\_\_ authorize the appointed proxies by EQS Group AG, Mr. Sebastian Lukas and Mr. Florian Zottmann,  
*shareholder's name*

both employees of EQS Group AG, Munich, also disclosing my/our name in the list of participants and with the right to grant sub-proxy to represent me/us at the Annual General Meeting of EQS Group AG on Friday, May 14, 2021, and to exercise the voting right of the \_\_\_\_\_ shares according to shareholder  
*(number of shares)*  
number \_\_\_\_\_ exercise or cause to be exercised for me/us in the manner **set forth below**.  
*(shareholder number)*

The proxies are authorized to represent other shareholders in addition to me/us at the Annual General Meeting.

**Voting instructions**

Issue instructions on the respective resolution proposal for all agenda items. Only one instruction\* may be issued for each agenda item at a time.

Item of the agenda	Yes	No	Abstain
1. Presentation of the adopted Financial Statements for the year ended on 31 Dec. 2020, the Management Report for the 2020 Financial Year, the approved Consolidated Financial Statements for the year ended on 31 Dec. 2020, the Group Management Report for the 2020 Financial Year and the Report of the Supervisory Board for the 2020 Financial Year.	no vote		
2. Resolution on Profit Appropriation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the Discharge of Members of the Executive Board for the 2020 Financial Year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the Discharge of Members of the Supervisory Board for the 2020 Financial Year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the Election of the Auditor of the Financial Statements and the Consolidated Financial Statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the Election of the Supervisory Board			
a.) Prof. Dr. Kerstin Lopatta	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b.) Robert Wirth	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Cancellation of the Authorised Capital 2020/I in Art. 4 (3) of the Articles of Association and Creation of a New Authorised Capital 2021 with the Option to Exclude the Subscription Right and Relevant Amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the Cancellation of the Authorisation of 18 May 2018 (Agenda Item 13) and Cancellation of the Contingent Capital 2018 in Article 4 (4) of the Articles of Association and Resolution on an Authorisation to Issue Convertible Bonds and/or Bonds with Warrants, to Exclude the Subscription Right and to Create a Contingent Capital 2021 and to Amend the Articles of Association accordingly	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the Authorisation to Acquire and Use Treasury Shares pursuant to Sec. 71 (1) no. 8 of the AktG and to Exclude the Subscription Right and the Right to Offer Shares; Cancellation of the Former Authorisation to Acquire Treasury Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on an Amendment of Article 14 (1) of the Articles of Association (Remuneration of the Supervisory Board)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* The instructions refer to the proposed resolutions of the Executive Board and/or Supervisory Board published in the Federal Gazette.

If the company receives motions/election proposals from shareholders requiring publication within the statutory period, these are published on the company's website at <https://www.eqs.com/de/ueber-eqs/investoren/corporate-governance/>. You can instruct the company's proxies to vote in favor of these motions. To do so, enter the name of the shareholder and, if applicable, the motion you support in the table below. Don't forget to tick the box "Yes" (For the proposal). If the space provided is not sufficient, please use a supplementary sheet.

motions/election proposals from shareholders	Yes	No	Abstain
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please note that the above instructions for exercising voting rights are only valid if you have duly registered with the company at the registration address by the registration deadline (May 7, 2021, 24:00 hours (CEST) (= 22:00 hours UTC)) and have submitted this proxy and instruction form, completed in full and stating your shareholder number, to the proxies appointed by EQS Group AG by May 13, 2021, 24:00 hours (CEST) (= 22:00 hours UTC) at the latest. I/we hereby confirm that I/we have read the "Instructions for granting power of attorney and issuing instructions to the company's proxies" and acknowledge the listed instructions on voting by proxy.

\_\_\_\_\_, the \_\_\_\_\_, the \_\_\_\_\_  
*(place)* *(date)* **person issuing the declaration in accordance with section 126b of German Civil Code (BGB), e.g. signature**