

Proxy Authorisation Form

This form is not a substitute for the provision of evidence of share ownership in due time. Please take note of the notices on the reverse of this page and the explanations on the website.

Proxy authorisation and instructions for the company proxy

I/we (person granting proxy authorisation)

Last name*

Number of shares*

First name*

Voting rights card no.*

Place of residence*

***Mandatory**

hereby authorise the company proxy of IVU Traffic Technologies AG, Dr Stefan Steck, business address: c/o IVU Traffic Technologies AG, Berlin, subject to the disclosure of my/our name individually and with the right to authorise sub-proxies, to represent me/us at the Annual General Meeting on 27 May 2021 and to exercise voting rights on my/our behalf in accordance with my/our instructions as specified in the following.

AGENDA ITEM	YES	NO	ABST.
2. Resolution on the appropriation of the net profits of IVU Traffic Technologies AG	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the discharge of the Executive Board for the 2020 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the discharge of the Supervisory Board for the 2020 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the selection of the statutory auditor and the auditor for the consolidated financial statements for the 2021 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the endorsement of the remuneration system for Executive Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the remuneration of Supervisory Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the creation of new 2021 authorised capital with authorisation to exclude subscription rights and on corresponding amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Date

Conclusion of the declaration granting authorisation (via signature, specification of name or other means)

Authorisation of a third-party proxy

I/we hereby authorise

Last name*

First name*

Place of residence*

to represent me/us at the aforementioned meeting subject to the disclosure of my/our name. The proxy authorisation encompasses the revocation of all meeting-related rights including the issuance of any further sub-proxy authorisations.

Date and conclusion of the declaration granting authorisation (via signature, specification of name or other means)

Authorisation of a third-party proxy

I/we hereby authorise

Last name*

First name*

Place of residence*

to represent me/us at the aforementioned meeting subject to the disclosure of my/our name. The proxy authorisation encompasses the exercise of any previously issued proxy authorisations and the exercise of all meeting-related rights including the issuance of any further sub-proxy authorisations.

Date and conclusion of the declaration granting authorisation (via signature, specification of name or other means)

In light of the ongoing COVID-19 pandemic, the Annual General Meeting on 27 May 2021 will be conducted as a virtual annual general meeting without the physical attendance of shareholders or their proxies but with the option of connecting electronically.

Important notices

[Authorisation of a third-party proxy to exercise voting rights](#)

You can authorise a third-party proxy with the “Authorisation of a third-party proxy” section. Fill out the proxy authorisation and send it back to the address below before the deadline. Please provide your proxy with your voting rights card to ensure that they can register on the day of the Annual General Meeting.

[Proxy authorisation and instructions for the company proxy](#)

You can issue a proxy authorisation and instructions for the company proxy on the voting rights card or via the AGM portal at <https://www.ivu.com/investors/general-meeting>. If shareholders authorise a proxy appointed by the company, they must issue instructions for exercising voting rights to the proxy. In cases where no instructions are given for individual proposed resolutions, this will be interpreted as abstention. Double-marked items will be treated as invalid. Company proxies are obligated to vote as instructed.

The company's AGM portal, which can be accessed at the URL <https://www.ivu.com/investors/general-meeting>, will also be available for the exercise of your voting rights via authorisation of a company proxy before and during the Annual General Meeting. Proxy authorisation via the AGM portal will be possible from 6 May 2021 until voting begins on the day of the Annual General Meeting. This can be carried out via the “Vollmacht und Weisung” (“Proxy Authorisation”) button in the AGM portal. You can also use the AGM portal to amend or revoke any previously issued proxy authorisations or instructions, including during the Annual General Meeting until voting begins.

Proxy authorisation and instructions for the company proxy must be sent by 26 May 2021, 24:00 hrs (CEST) (date of receipt), to the address

**IVU Traffic Technologies AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich, Germany
E-mail: inhaberaktien@linkmarketservices.de**

or issued via the AGM portal at <https://www.ivu.com/investors/general-meeting>. You can still view the livestream of the Annual General Meeting via the AGM portal even after issuing proxy authorisation and instructions to the company proxy.

[Exercising voting rights via absentee ballot](#)

The company's AGM portal, which can be accessed at the URL <https://www.ivu.com/investors/general-meeting>, will also be available for the exercise of your voting rights via electronic absentee ballot before and during the Annual General Meeting. Voting by electronic absentee ballot via the AGM portal will be possible from 6 May 2021 until voting begins on the day of the Annual General Meeting. This can be carried out via the “Briefwahl” (“Absentee Ballot”) button in the AGM portal. You can also use the AGM portal to amend or revoke any votes previously submitted via absentee ballot, including during the Annual General Meeting until voting begins.

In the event that the company receives declarations on the issuance of proxy authorisation and instructions for the company proxy with contradictory content via different channels of submission, the most recent declaration submitted via the AGM portal shall take precedence regardless of the time of receipt. If the AGM portal has not been used and it is not possible to determine which declaration was submitted most recently, contradictory declarations will be taken into consideration in accordance with the following order of priority:

1st: Via e-mail. 2nd: In paper form.

Motions and nominations by shareholders to be made accessible can be viewed online at: <https://www.ivu.com/investors/general-meeting>. Counter-motions which exclusively seek to reject a given proposal by the management can be supported by issuing instructions to vote against the management proposal in question.

Please also take note of the notices in the notice convening the Annual General Meeting.

If you have any questions, our Annual General Meeting hotline is available at +49 (0)89 21027-220 from Monday to Friday, 9:00–17:00 hrs (CEST), as well as on the day of the Annual General Meeting.