

Proxy and instructions for the

47th General Meeting of
Zumtobel Group AG, 28 July 2023, 10:00 a.m.,
at the Lichtforum Höchsterrasse, Höchsterrasse 8, A-6850 Dornbirn

IMPORTANT NOTE: This proxy does not entitle you to attend the General Meeting. Please contact your custodian bank and ensure that the securities listed below are duly registered for participation in the General Meeting by means of a depository confirmation (record date: 18 July 2023).
Deadline for registration: 25 July 2023, 12:00 a.m. CEST, Vienna time.

In signing this proxy, I/we hereby confirm that I/we have read the information published by the company on its website or where appropriate contained in the invitation and hereby consent to the procedure set out for the conduct of the General Meeting. This includes in particular also the processing of personal data in accordance with § 10a (2) of the Austrian Stock Corporation Act (AktG), specifically name, address, date of birth, securities custody account number, number of shares, where applicable class of shares, voting card number and also email address in order to enable shareholder rights to be exercised at the General Meeting.

Principal (shareholder)

First name, last name / company name

Street, postal code, place of residence

Date of birth / register number

Depository number

Credit institution

Email address (the signatory hereby confirms that only the Principal has access to this email address)

Granting of proxy

I/we hereby authorise the following independent voting rights representative to

- exercise participation and voting rights in accordance with the following instructions
- and where applicable to exercise the right to propose motions and to object

including the right to grant sub-proxies and subject to a waiver of the prohibition on dual representation and self-contracting:



Michael Knap

IVA, Feldmühlgasse 22, A-1130 Vienna; knap.zumtobel@hauptversammlung.at

for the following securities

Common shares (ISIN: AT0000837307)

Number of shares (if not specified, the proxy shall be deemed to apply to the number indicated in the depository confirmation)

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Voting instructions for proposed resolutions concerning agenda items (summary)

Where no proposer is indicated, the following proposed resolutions will be submitted by the Management Board and/or of the Supervisory Board according to § 108 (1) of the Austrian Stock Corporation Act (AktG). If the individual items in a proposed resolution will be voted on separately, the instructions apply equally to all rounds of voting. The proxy will abstain from voting on a proposed resolution if the instructions are not clear (e.g. IN FAVOUR and AGAINST) or if no instructions were provided. The proxy will be declared invalid if no instructions were provided for any of the proposed resolutions.

(Please cross the appropriate <input checked="" type="checkbox"/> box; do not use a red pencil)		IN FAVOUR	AGAINST	ABSTENTION
2.	Resolution on the use of profit for the 2022/2023 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Release of the members of the Management Board from liability for the 2022/2023 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Release of the members of the Supervisory Board from liability for the 2022/2023 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Remuneration of the members of the Supervisory Board for the 2023/2024 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Resolution on the compensation report for 2022/2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Elections to the Supervisory Board			
	a) Karin Zumtobel-Chammah	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) Eva Kienle	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Election of the auditor for the 2023/2024 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Resolution granting authority to the Management Board to redeem the own shares purchased	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	Resolution granting authority to the Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	a) to acquire own shares pursuant to § 65 (1) no. 8 as well as (1a) and (1b) of the Austrian Stock Corporation Act (AktG) both on and off the stock exchange at an amount of up to 10% of the share capital, also excluding the right of sale on a quota basis, which may be associated with any such acquisition (reverse exclusion of subscription rights),			
	b) pursuant to § 65 (1b) of the Austrian Stock Corporation Act (AktG), to decide on a method of sale or use of own shares other than via the stock exchange or by means of a public offer, with analogous application of the regulations on the exclusion of subscription rights of the shareholders,			
	c) to reduce the share capital by redeeming these own shares without any further resolution of the General Meeting.			

New / amended resolution proposals:

from the administration (Management Board and/or Supervisory Board)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
from the shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Any other instructions:

Date

Signature / for companies, authorised signature

Where applicable, signatures of all co-owners

Please complete in full and return by 27 July 2023, 12:00 p.m. CET/CEST (time of receipt)

- by **mail** to Zumtobel Group AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, A-8242 St. Lorenzen am Wechsel
- by **fax** to +43 (0)1 8900 500 50
- by **email** to knapp.zumtobel@hauptversammlung.at (as a scanned attachment; TIF, PDF, etc.)

You can find additional information on the homepage: <https://z.lighting/>