

Proxy and Voting Instructions

for the 46th General Meeting of
Zumtobel Group AG, 29 July 2022, 10:00 am,
in the Lichtforum Höchsterrasse, Höchsterrasse 8, A-6850 Dornbirn

**IMPORTANT NOTE: This power of attorney 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 deposit receipt (record date: 19 July 2022).
Deadline: 26 July 2022, 24:00 CEST, local time in Vienna.**

By signing this power of attorney, I confirm that I have read the information published by the company on its website or, if applicable, contained in the invitation to the general meeting and that I agree with the explained procedure for the general meeting. This includes, in particular, the processing of personal data in accordance with § 10a (2) Austrian Stock Corporation Act, i.e. name, address, date of birth, number of the securities account, number of shares, class of shares, if applicable, number of the voting card and, furthermore, the email address, in order to enable the exercise of the shareholders' rights within the framework of the general meeting.

Principal (Shareholder)

First and last name / company name

Street, postal code, place of residence

Date of birth / register no.

Depository number

Credit institution

E Email address (the signature confirms that only the principal has access to this email address)

Granting of proxy

I/We hereby authorize the following independent representative to

- exercise the participation and voting rights in accordance with the following instructions
- and, where appropriate, to exercise the right of application and opposition

with the right to grant sub-proxies and with exemption from the prohibition of double representation and self-contracting:

Michael Knap
IVA, Feldmühlgasse 22, 1130 Vienna; knap.zumtobel@hauptversammlung.at

for the following securities

_____ **Common shares (ISIN: AT0000837307)**
Number of shares (if not specified, the number of shares designated by the deposit confirmation is covered by the proxy)

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Voting instructions for the proposed resolutions to the points of the agenda (summary)

If a specific name is not included, the following proposed resolutions were submitted by the Management Board and/or the Supervisory Board in accordance with § 108 (1) of the Austrian Stock Corporation Act. 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 tick within the box <input checked="" type="checkbox"/> and do not use a red pen.)		IN FAVOUR	AGAINST	ABSTENTION
2.	Resolution on the use of profit for the 2021/2022 financial year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Release of the members of the Management Board from liability for the 2021/2022 financial year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Release of the members of the Supervisory Board from liability for the 2021/2022 financial year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Remuneration for the members of the Supervisory Board for the 2022/2023 financial year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Resolution on the compensation report for 2021/2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Resolution on the compensation policy for the members of the Management Board.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Elections to the Supervisory Board			
a)	Volkhard HOFMANN	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b)	Christian BEER	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Election of the auditor for the 2022/2023 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

New / amended resolution proposals:

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

Any other instructions:

Date

Signature / for companies, authorised signature

Signatures of all co-owners, if applicable

Please complete and return by 28 July 2022, 12:00 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 knap.zumtobel@hauptversammlung.at (as a scanned attachment; TIF, PDF, etc.)

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