

**AUTHORIZING AND INSTRUCTING
COMPANY PROXIES
for the Annual General Meeting of
secunet Security Networks AG on 25 May 2022
(virtual Annual General Meeting)**



We kindly ask you to fill in this form and send it **together with your voting card or specifying your voting card number** directly to the following address by 24 May 2022, 24:00 hours (CEST) (time of receipt by the Company is decisive):

| | | |
|-------------|---|---|
| By post to: | secunet Security Networks AG c/o Link Market Services GmbH Landshuter Allee 10 80637 Munich Germany | or by e-mail to: inhaberaktien@linkmarketservices.de or by fax to: +49 89 210 27 289 |
|-------------|---|---|

Note:

In addition, it is also possible to authorize and instruct the Company-appointed proxies bound by instructions (Company Proxies) via the access restricted AGM Portal at www.secunet.com/ueber-uns/investoren/hauptversammlung before and during the virtual Annual General Meeting, but such declarations must be received by the beginning of the voting at the latest. You will receive the access data required for the access restricted AGM Portal with your voting card.

Authorization of Company Proxies appointed by secunet Security Networks AG

(Please fill out)

| | |
|---------------|--------------------|
| First name(s) | Name(s) or company |
|---------------|--------------------|

| | |
|-----------------|------------------|
| Voting card no. | Number of shares |
|-----------------|------------------|

I/We authorize the **Company Proxies appointed by secunet Security Networks AG**, Mrs Claudia Eisenblätter, Mülheim, and Mr Michael Werneke, Düsseldorf, each of them individually with the right to issue sub power of attorney, to represent me/us at the virtual Annual General Meeting of secunet Security Networks AG on 25 May 2022 with disclosure of my/our name(s) in the list of participants and to exercise my/our voting right(s), or have such voting right(s) exercised, with the instructions included overleaf. I/We hereby confirm to have read and accept the information on authorizing and instructing Company Proxies.

Place, Date

Signature or different conclusion to the declaration in accordance with section 126b of the German Civil Code (*Bürgerliches Gesetzbuch*, BGB)

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Vote instructions for the Company Proxies appointed by secunet Security Networks AG

Instructions relate to the proposals by the Management Board and/or Supervisory Board as published in the German Federal Gazette (*Bundesanzeiger*). In case of issuing separate instructions YES means approval to the proposed resolution, NO means rejection of the proposed resolution. When you issue separate instructions and make no mark at a certain agenda item this will be regarded as abstention. Double marks are not valid.

Separate instructions (please issue only **one instructions** regarding each agenda item)

| Item on the agenda | Yes | No | Abstention |
|--|--------------------------|--------------------------|--------------------------|
| 2. Resolution on the appropriation of the balance sheet profit | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Resolution on approving the discharge from responsibility of the members of the Management Board for the 2021 financial year | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. Resolution on approving the discharge from responsibility of the members of the Supervisory Board for the 2021 financial year | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. Election of the auditors for the 2022 financial year and for the audit review of the Condensed Financial Statements and the Interim Management Report | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. Resolution on approving the remuneration report prepared pursuant to Section 162 of the German Stock Corporation Act for the 2021 financial year | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Countermotions and election proposals received by the Company no later than the end of 10 Mai 2022 (24:00 hours (CEST)) with proof of shareholder status will be made available without undue delay on the Company's website at www.secunet.com/ueber-uns/investoren/hauptversammlung subject to the further requirements of Sections 126, 127 of the German Stock Corporation Act (*Aktiengesetz, AktG*). There you will also find information on how to join countermotions and election proposals and in this regard may also use this form for exercising voting rights.

| | Yes | No | Abstention | | Yes | No | Abstention |
|---------------------------------|--------------------------|--------------------------|--------------------------|---------------------------------|--------------------------|--------------------------|--------------------------|
| Motion / Election proposal A | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | Motion / Election proposal D | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Motion / Election proposal B | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | Motion / Election proposal E | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Motion / Election proposal C | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | Motion / Election proposal F | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

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**INFORMATION ON AUTHORIZING AND INSTRUCTING COMPANY PROXIES OF
SECUNET SECURITY NETWORKS AG**

The Company is offering the option to authorize proxies, each of them being authorized individually, appointed by secunet Security Networks AG and bound by instructions (Company Proxies), Mrs Claudia Eisenblätter, Mülheim, and Mr Michael Werneke, Düsseldorf. The Company Proxies are entitled to vote on your behalf only if and to the extent you have given them specific instructions regarding the individual resolution proposals of the Management for the items on the agenda. The Company Proxies are bound by your instructions when voting on the resolution proposals of the Management published with the agenda as announced in the German Federal Gazette. This also applies to proposals made later by the Management Board and/or the Supervisory Board in accordance with Section 124 (3) AktG or by shareholders in the case of Section 124 (1) AktG or to proposals made available in accordance with Sections 126 and 127 AktG.

You have the following possibilities for authorizing and instructing the Company Proxies using the form "Authorizing and Instructing Company Proxies appointed by secunet Security Networks AG" or using the access restricted AGM Portal at www.secunet.com/ueber-uns/investoren/hauptversammlung.

Submitting Authorization and Instructions to the Company Proxies of secunet Security Networks AG:

Please use the form "Authorizing and Instructing Company Proxies appointed by secunet Security Networks AG". With this form, you may authorize the above-mentioned Company Proxies appointed by secunet Security Networks AG and instruct them how your voting right(s) on the resolutions proposed by the Management is/are to be exercised.

Please send (by post, fax or e-mail) your filled-out form "Authorizing and Instructing Company Proxies appointed by secunet Security Networks AG" together with your voting card or specifying your voting card number directly to the following address:

| | | |
|-------------|---|--|
| By post to: | secunet Security Networks AG c/o Link Market Services GmbH Landshuter Allee 10 80637 Munich Germany | or by e-mail to: inhaberaktien@linkmarketservices.de |
| | | or by fax to: +49 89 210 27 289 |

In addition, it is also possible to authorize and instruct the Company Proxies via the access restricted AGM Portal at www.secunet.com/ueber-uns/investoren/hauptversammlung. You will receive the access data required for the access restricted AGM Portal with your voting card.

Important information:

Please note that only shareholders who have registered in due time and who are entitled to participate and to vote are entitled to grant authorization and issue instructions for exercising their voting right(s) to the Company Proxies appointed by secunet Security Networks AG. This form does not replace the proper registration for the Annual General Meeting. Authorizations and instructions of the Company Proxies via post, fax or e-mail must reach secunet Security Networks AG at the address mentioned above no later than 24 May 2022, 24:00 hours (CEST). Authorizations and instructions that arrive via post, fax or e-mail after 24 May 2022, 24:00 hours (CEST) will not be accepted due to organizational reasons. In addition, it is also possible to authorize and instruct the Company Proxies via the access restricted AGM Portal at www.secunet.com/ueber-uns/investoren/hauptversammlung before and during the virtual Annual General Meeting, but such declarations must be received by the beginning of the voting at the latest.

If the Company Proxies receive authorizations and instructions by several means of transmission (post, fax, e-mail or by using the access protected AGM Portal), the most recent authorization and instruction received shall be deemed binding irrespective of the means of transmission. If the Company receives divergent declarations via different transmission channels and it is not possible to determine which was last submitted, the declarations will be considered in the following order, whereby the earlier stated alternative will be decisive: (1) via AGM Portal, (2) via e-mail, (3) via fax, (4) by post.

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If instructions are not properly filled in or not clearly given they or a clear appropriation is not possible due to incomplete or unreadable information, the Company Proxies, depending on the voting procedure, will either abstain or not participate in the voting for the respective agenda items.

If motions from shareholders that are to be made available (countermotion) or election proposals have been received for the agenda of our Annual General Meeting, you will have access to their wording on the Internet at www.secunet.com/ueber-uns/investoren/hauptversammlung. A countermotion which is aimed exclusively at the rejection of a proposed resolution may be supported by voting against the Management's proposal. Please note that the Company Proxies are only entitled to vote on such motions and election proposals announced with this convocation or later for which there are proposals of the Management Board and/or Supervisory Board according to Section 124 (3) AktG or by shareholders in the case of Section 124 (1) AktG or which are made available in accordance with Sections 126, 127 AktG.

The Company Proxies are bound to vote in accordance with your instructions. You cannot instruct the Company Proxies to raise an objection, file a motion, ask questions or submit a statement.

If separate votes are held on an agenda item instead of collective voting, the instructions given to the Company Proxies on this agenda item will apply accordingly to each item of the separate votes.

You are not obliged to use this form to issue authorizations and instructions. You also may give any explanation via text form (section 126b *Bürgerliches Gesetzbuch*, BGB). The above statements regarding completeness and legibility apply accordingly.

In accordance with the statutory provisions, secunet Security Networks AG shall in particular not assume any warranty or liability for the possibility of transmission by e-mail or via the AGM Portal, unless intent is involved.

**If you have any questions please call our General Shareholders' Meeting hotline
under the phone number +49-89-210-27-220
Mondays to Fridays – except public holidays - between 9:00 hours and 17:00 hours (CEST)**