

**ABSENTEE VOTING OR AUTHORIZING AND INSTRUCTING  
COMPANY-NOMINATED PROXIES**



**for the Annual General Meeting of Knorr-Bremse AG on 24 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 Monday, 23 May 2022, 24:00 hours (CEST) (time of receipt):

By post to: Knorr-Bremse AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich  
Germany

**Note:**

In addition, it is also possible to cast absentee votes or to authorize and instruct the company-nominated proxies bound by instructions via the AGM Portal at [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm) before and during the Annual General Meeting, but such votes or authorizations/instructions must be received by the beginning of the voting at the latest. You will receive the login details for the AGM Portal with your voting card.

**Absentee Voting or Authorization of Company-nominated Proxies of Knorr-Bremse AG**

(Please complete and mark appropriate box)

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First name \_\_\_\_\_ Name \_\_\_\_\_

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Voting card no. \_\_\_\_\_ Number of shares \_\_\_\_\_

I/We exercise my/our voting right(s) to the above-mentioned Annual General Meeting by **absentee vote** as listed overleaf.

I/We authorize the **company-nominated proxies of Knorr-Bremse AG**, Dr. Moritz Schuler and Andreas Spitzauer, both c/o Knorr-Bremse AG, each of them individually and with the right to issue a sub-power of attorney, to represent me/us at the above-mentioned Annual General Meeting by disclosing my/our name(s) in the list of participants and to exercise my/our voting right(s), or have such voting right(s) exercised, in compliance with the instructions set out overleaf.

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Place, Date

Signature(s)/person(s) issuing the declaration in accordance with  
Sec. 126b of the German Civil Code (*Bürgerliches Gesetzbuch*, BGB)

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**Absentee Vote or Instructions to Company-nominated Proxies**

The instructions relate to the resolution proposals by the management as published in the German Federal Gazette (*Bundesanzeiger*).

Agenda item	Yes	No	Abst.
2. Appropriation of retained earnings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the acts of the members of the Executive Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the acts of the members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the appointment of the auditor for the annual financial statements and the consolidated financial statements as well as the auditor for the review of the half-yearly financial report for the fiscal year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the approval of the compensation report for the fiscal year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Elections to the Supervisory Board			
a. Dr. Reinhard Ploss, Unterhaching, CEO of Infineon Technologies AG, retired	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Dr. Sigrid Evelyn Nikutta, Berlin, management board member of Deutsche Bahn AG	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Adjustment of the remuneration and approval of the remuneration system for the Supervisory Board members; Amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Amendment of the Articles of Association regarding the attendance of Supervisory Board members at the Annual General Meeting by means of video and audio transmission	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In case the company receives any counter-motions and election proposals from shareholders by Monday, 9 May 2022, 24:00 hours (CEST), such counter-motions and election proposals will be published on the internet at [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm) in accordance with applicable law. There you will also find information on how to support counter-motions and election proposals.

	Yes	No	Abst.		Yes	No	Abst.
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"/>

## **ABSENTEE VOTING OR AUTHORIZING AND INSTRUCTING COMPANY-NOMINATED PROXIES**



**for the Annual General Meeting of Knorr-Bremse AG on 24 May 2022  
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### **INFORMATION ON ABSENTEE VOTING OR AUTHORIZING AND INSTRUCTING COMPANY-NOMINATED PROXIES**

In addition to the possibility of exercising your voting rights by absentee vote, the company offers the option to authorize – individually – the proxies nominated by Knorr-Bremse AG and bound by your instructions (company-nominated proxies), Dr. Moritz Schuler and Andreas Spitzauer, both c/o Knorr-Bremse AG. The company-nominated Proxies can only exercise the voting right for those items on the agenda for which you have given them specific instructions. The company-nominated proxies are bound by your instructions when voting on the resolution proposals made by the management as announced in the German Federal Gazette. This also applies to proposals announced later by the Executive Board and/or the Supervisory Board in accordance with Sec. 124 (3) of the German Stock Corporation Act (*Aktiengesetz, AktG*) or by shareholders in the case of Sec. 124 (1) AktG or to proposals made available in accordance with Secs. 126 and 127 AktG.

#### **Submitting Absentee Votes or the Authorization and Instructions to the Company-Nominated Proxies of Knorr-Bremse AG:**

For postal submission, please use the "Absentee Voting or Authorizing and Instructing Company-Nominated Proxies" form. With this form, you may cast your absentee vote or authorize the above-mentioned company-nominated proxies of Knorr-Bremse AG and instruct them how your voting right(s) on the resolutions proposals made by the management is/are to be exercised.

Please send your completed "Absentee Voting or Authorizing and Instructing Company-Nominated Proxies" form (by post) by Monday, 23 May 2022, 24:00 hours (CEST) (time of receipt), together with your voting card or specifying your voting card number, directly to the following address:

By post to:                      Knorr-Bremse AG  
   c/o Link Market Services GmbH  
   Landshuter Allee 10  
   80637 Munich  
   Germany

In addition, it is also possible to send the absentee votes or to authorize and instruct the company-nominated proxies via the AGM Portal at [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm) until the beginning of the voting on the day of the Annual General Meeting. You will receive the login details for the AGM Portal with your voting card.

The above applies accordingly to any revocations or amendments of previously submitted absentee votes or any power of attorney and instructions issued to the company-nominated proxies.

#### **Important information:**

Please note that proper registration for the Annual General Meeting is required in order to cast votes by absentee vote or to authorize and instruct the company-nominated proxies of Knorr-Bremse AG.

If a vote is cast by absentee vote or if the company-nominated proxies receive powers of attorney or instructions by several means of transmission (post or by using the AGM Portal), the last formally valid absentee vote received or the last formally valid power of attorney or instruction received will be given priority in each case irrespective of the means of transmission. If the company receives differing declarations via different transmission channels and if it is not possible to determine which declaration was last submitted, the declarations submitted via the AGM Portal will be given priority.

If votes are not cast in a proper manner or not clear, they will be treated as invalid under the corresponding agenda item. If instructions are not filled in in proper manner or not given in a clear manner, the company-nominated proxies, depending on the voting procedure, will either abstain from voting or not participate in the voting for the respective agenda items.

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If we receive notifiable motions of shareholders (counter-motions) or election proposals regarding individual items of the agenda, the wording of such motions/election proposals will be made available on the internet at [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm). A counter-motion which is aimed solely at the rejection of a resolution proposal may be supported by voting against the management's proposal. Please note that the company-nominated proxies are only entitled to vote on such motions and election proposals and that absentee voting is only possible for those motions and election proposals for which there are proposals announced either with this invitation or later by the Executive Board and/or Supervisory Board according to Sec. 124 (3) AktG or by shareholders in the case of Sec. 124 (1) AktG or which are made available in accordance with Secs. 126, 127 AktG.

The company-nominated proxies are bound by instructions. You cannot instruct the company-nominated proxies to raise objections, file motions, ask questions or submit statements.

If, instead of a collective vote, individual votes are held on an agenda item, the instructions given to the company-nominated proxies or the submitted absentee vote for that agenda item will apply correspondingly to each item of the individual votes.

Knorr-Bremse AG accepts, in particular, no responsibility or liability for the possibility of transmitting absentee votes via the AGM Portal, unless in case of willful intent (*Vorsatz*).

**If you have any questions, please call our Annual General Meeting hotline**

**under the phone number +49-89-210-27-220**

**Monday through Friday – except public holidays – between 9:00 hours and 17:00 hours (CEST).**