

CECONOMY

Virtual General Meeting of CECONOMY AG on 9 February 2022

PROXY AND INSTRUCTIONS TO THE PROXIES NOMINATED BY THE COMPANY

Note: Preference shareholders are also entitled to vote at this General Meeting.

CECONOMY AG
c/o Computershare Operations Center
80249 München
or by fax to: +49 (0)89 30903-74675
or by e-mail to: anmeldestelle@computershare.de

Proxy Voting

If you wish to authorise the proxies nominated by the Company at the above mentioned address, by fax or by e-mail, proxies and instructions may be granted in text form

- until **Friday, 4 February 2022, 12:00 CET**, at the above mentioned address or
- until **Tuesday, 8 February 2022, 12:00 CET**, by fax or by e-mail at the above mentioned fax number or the above mentioned e-mail address.

In each case, receipt by the Company will be relevant.

For this purpose, please use this form and enclose the confirmation(s) of registration received from your depository institution(s).

Proxy

I/We

(First name, surname and/or company name)

(Street name and street number and/or P.O. box)

(Postcode and town)

Authorise

the proxies nominated by the Company, Mrs. Claudia Bischoff, Mrs. Jasmin Labas and Mrs. Hannah Roericht – each of them individually and with the right to delegate authority –,

to represent me/us – under disclosure of my/our name(s) or of the company name – at the Annual General Meeting of CECONOMY AG, Düsseldorf, on 9 February 2022

and to exercise the voting right for _____ (no. of share(s)) ordinary/preference bearer share(s),

for which the confirmation of registration with the no. _____ (please indicate if possible) has been issued

in accordance with the instructions on the next page.

Instructions

Please note:

To issue an instruction, please check the Yes box or the No box for the relevant subject matter of the ballot. If you wish to refrain from voting with regard to a subject matter of the ballot, please do not check any box for this subject matter of the ballot.

The proxies nominated by the Company will exercise the voting right only on the basis of express and unambiguous instructions. Therefore, the shareholders have to issue express and unambiguous instructions in respect of the items of the agenda with regard to which they wish the voting right to be exercised. The proxies nominated by the Company are obliged to vote in accordance with the instructions given to them. In the event that individual ballots are conducted in respect of an item of the agenda, an instruction must be issued in respect of each individual sub-item. To the extent that no express and unambiguous instruction was given, the proxies nominated by the Company will refrain from voting with regard to the respective subject matter of the ballot.

The proxies nominated by the Company do not accept any instructions to submit a request to address the General Meeting, to lodge an objection to General Meeting resolutions or to ask questions or table motions.

The possibility of shareholders to exercise their shareholder rights themselves is, of course, not affected by this offer to exercise voting rights through the proxies nominated by the Company.

Agenda Items*	Yes	No
2. Appropriation of balance sheet profits	<input type="checkbox"/>	<input type="checkbox"/>
3. Formal approval of the actions of the members of the Management Board for the 2020/21 financial year	<input type="checkbox"/>	<input type="checkbox"/>
4. Formal approval of the actions of the members of the Supervisory Board for the 2020/21 financial year	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of the auditor and the Group auditor for the 2021/22 financial year and of the auditor for the review of the abbreviated financial statements and the interim management report for the first half of the 2021/22 financial year	<input type="checkbox"/>	<input type="checkbox"/>
6. Elections to the Supervisory Board		
a) Ms Katrin Adt	<input type="checkbox"/>	<input type="checkbox"/>
b) Dr Florian Funck	<input type="checkbox"/>	<input type="checkbox"/>
c) Ms Doreen Huber	<input type="checkbox"/>	<input type="checkbox"/>
d) Mr Jürgen Kellerhals	<input type="checkbox"/>	<input type="checkbox"/>
e) Dr Fredy Raas	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval of the changes to the remuneration system for Management Board members	<input type="checkbox"/>	<input type="checkbox"/>

* Resolution proposals of the administration pursuant to the agenda published in the Federal Gazette on 28 December 2021.
Agenda item 1 does not require a resolution.

Place / Date

Completion of the declaration

(voluntary, e.g. by signature, facsimile signature
or otherwise identified)