

Proxy authorization and instruction form

This form does not substitute proper registration for the virtual Annual General Meeting. Please refer to the information on the next page.

Declaring party

Last name/Firm*

Number of shares*

Admission ticket no.*

First name*

ZIP code/City*

*Required fields (For this information, please consult the admission ticket to the virtual Annual General Meeting sent to you after proper registration.)

Proxy authorization/Instructions to Company-appointed proxies

For the virtual Annual General Meeting of Elmos Semiconductor SE on May 20, 2021, I/we hereby authorize Mrs. Sabine Montino, Dortmund, and Mrs. Alina Dedolli, Dortmund (Company-appointed proxies), each of them individually and with the power to delegate authority, to exercise my/our voting right according to my/our instructions set out below, under disclosure of my/our name/s.

A. I/We vote for all proposed resolutions as published in the Federal Gazette unless marked otherwise in Section B.		YES <input type="checkbox"/>		
B. Proposed resolutions according to the Federal Gazette				
2. Resolution on the appropriation of retained earnings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
3. Resolution on the formal approval of the actions of the Management Board for fiscal year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
4. Resolution on the formal approval of the actions of the Supervisory Board for fiscal year 2020				
	YES	NO	ABST.	
4.1 Dr. Gottfried H. Dutiné	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.4 Sven-Olaf Schellenberg
4.2 Dr. Klaus Egger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.5 Dr. Klaus Weyer
4.3 Thomas Lehner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.6 Prof. Dr. Günter Zimmer
5. Election of the auditor and group auditor for fiscal year 2021 and of the auditor for the review of the interim financial report for the first six months of fiscal year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
6. Elections to the Supervisory Board				
	YES	NO	ABST.	
6.1 Dr. Klaus Weyer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	6.3 Dr. Dirk Hoheisel
6.2 Prof. Dr. Günter Zimmer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	6.4 Dr. Volkmar Tanneberger
7. Resolution on the approval of the Management Board remuneration system	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
8. Resolution on the remuneration of the Supervisory Board				
8.1 Resolution on the remuneration of the first Supervisory Board of Elmos Semiconductor SE	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
8.2 Resolution on the remuneration of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

Your **vote(s)/voting instruction on agenda item 2** also applies for an adjusted proposal for the appropriation of retained earnings by the Management Board and Supervisory Board in the Annual General Meeting, if the number of no-par shares entitled to dividend for fiscal year 2020 changes up to the date of the Annual General Meeting.

Countermotions and election proposals

Countermotions or election proposals to be made available according to Sections 126 (1) and 127 AktG are made available on the Company's website at <https://www.elmos.com/english/about-elmos/investor/annual-general-meeting> with a unique letter identification.

If you wish to vote on such countermotions/election proposals, please vote below at the relevant countermotion/election proposal or issue respective voting instructions (provided, that a vote takes place). Please tick the YES field in the case of approval, the NO field in the case of rejection, and the ABST. field in the case of abstention. If you do not tick any field, this shall be deemed abstention; if more than one box is ticked, this shall be discarded as invalid.

YES	NO	ABST.	YES	NO	ABST.	YES	NO	ABST.
A <input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	C <input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	E <input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
B <input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	D <input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	F <input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature(s) or alternative conclusion of declaration

Authorization to third party

I/We hereby authorize

Last name/Firm*

First name*

Place of residence/Registered office*

to represent me/us at the aforementioned Annual General Meeting under disclosure of my/our name/s. This authorization encompasses the revocation of any previously granted authorizations and the exercise of all rights related to the Annual General Meeting, including delegating authority.

Please inform your representative explicitly about the privacy statement on the company's website and the transfer of personal data.

Signature(s) or alternative conclusion of declaration

*Mandatory Fields

Registration for the virtual Annual General Meeting

Shareholders are entitled to the exercise of voting rights if they register with the Company at the following address and submit either special proof of share ownership issued by their custodian bank or proof pursuant to Section 67c (3) AktG in accordance with Section 123 (4) sentence 1 AktG to that same address:

Elmos Semiconductor SE
c/o Computershare Operations Center
80249 Munich, Germany

Fax: +49 (0)89/30903-74675
Email: anmeldestelle@computershare.de

Proof of share ownership must refer to the date provided for by the German Stock Corporation Act for that purpose, i.e. the beginning of the 21st day prior to the Annual General Meeting (record date), thus to the beginning of **April 29, 2021**, and be received by the Company together with the registration before midnight of **May 13, 2021** at the above address. Registration and proof of share ownership require text form (Section 126b German Civil Code), composed either in German or English.

Where applicable, the registration shall be performed by your custodian bank. Receipt of your registration documents by the custodian bank shall not be deemed proper registration for the Annual General Meeting; for this, solely the receipt of registration and proof of share ownership at the above address shall be decisive.

Assignment to registration

This form may be considered only if it can be clearly assigned to a registration. In the event that such assignment should not be possible due to failure to register or failure to register properly, or because the information provided on this form is incomplete and/or illegible, voting rights may not be exercised by shareholder proxies nominated by the Company or rather by an authorized proxy.

Relationship to other forms

To grant authorization, you may also use the forms printed on the admission ticket to the virtual Annual General Meeting (admission ticket). The ticket of admission to the virtual Annual General Meeting will be sent to you following your proper registration. By using those forms, assignment to the registration is ensured.

Notes regarding this form

Please fill out this form completely and legibly. For the required information on the identity of the declaring party, please consult your admission ticket sent to you after proper registration.

If you do not have an admission ticket, please ask your custodian bank for the admission ticket number.

Using this form is not mandatory for authorizing a third party. You may also use another declaration in text form, in which case the statements regarding the assignment of the authorization to a registration apply. For granting authorization/giving instructions to the Company's shareholder proxies, please use this form or the form printed on the admission ticket if possible. Apart from that, you may also grant authorization/give instructions to the shareholder proxies by using the InvestorPortal.

Proxy voting procedure

You or your authorized proxy can exercise your voting rights at the Annual General Meeting with the ticket of admission to the virtual Annual General Meeting sent to you after proper registration, containing the login data for the InvestorPortal (consisting of an admission ticket number and an internet access code (password)).

If you want to authorize a third party by mail, fax message or email, you can use this form for proxy authorization or the form for giving authorization to a third party on the upper third of the admission ticket (reverse side) for that purpose. You can also give the admission ticket to your authorized proxy and submit proxy authorization or its proof to the address stated below.

Shareholders may grant proxy authorization electronically by using the password-protected InvestorPortal up to the beginning of voting at the Annual General Meeting and must then provide the authorized proxy with their login data for the InvestorPortal, or proof of proxy authorization must be submitted by the shareholders prior to the Annual General Meeting by declaration to the Company **no later than May 19, 2021, 24:00 CEST** (Company's receipt) by mail, fax, or email to the following address:

Elmos Semiconductor SE
c/o Computershare Operations Center
80249 Munich, Germany

Fax: +49 (0)89/30903-74675
Email: anmeldestelle@computershare.de

Please expressly advise your authorized proxy on the procedure and circumstances detailed here.

Authorization/Instructions to proxies of the Company

If you do not exercise your voting rights yourself and do not authorize a third party either, you can exercise your voting rights by authorizing/instructing a shareholder proxy nominated by the Company using this form. For that purpose you may also use the form printed on the admission ticket.

Please issue instructions for all proposed resolutions. If you wish to vote separately on the proposed resolutions, please tick the YES field in the case of approval, the NO field in the case of rejection, and the ABST. field in the case of abstention. If you do not tick any field, this shall be deemed abstention; if more than one box is ticked, this shall be discarded as invalid.

If separate votes are held under an agenda item regarding aggregated resolution proposals, your instruction shall in each case apply analogously to the specific proposed resolutions. If so desired, you may sign or state the name of the declaring party.

Shareholders who want to authorize the shareholder proxies nominated by the Company can grant authorization and give instructions through the InvestorPortal up to the beginning of voting at the Annual General Meeting or submit authorization and instructions in advance by using the authorization form on the admission ticket **no later than May 19, 2021, 24:00 CEST (Company's receipt)** by mail, fax message or email to the following address:

Elmos Semiconductor SE
c/o Computershare Operations Center
80249 Munich, Germany

Fax: +49 (0) 89-30903-74675
Email: anmeldestelle@computershare.de

Shareholder proxies of the Company may exercise your voting rights on your behalf only according to your instructions. Shareholder proxies of the Company will not perform any assignments beyond your voting instructions.

Order of priority of declarations received in due time

In the event that deviating declarations are received by different means of transmission and it is not evident which was the latest declaration issued, declarations received by the Company shall be considered in the following order as received 1. on the internet (InvestorPortal), 2. by email, 3. by fax message, and 4. in paper form.

Information on data protection

Detailed information on processing your personal data and your rights pursuant to the General Data Protection Regulation (GDPR) can be found on the internet at the web pages dealing with the Annual General Meeting: <https://www.elmos.com/english/about-elmos/investor/annual-general-meeting>

Notice: Electronic absentee voting

As a shareholder you also have the option, after proper registration for the virtual Annual General Meeting, to cast your votes by way of electronic absentee ballot through the InvestorPortal without participating in the Annual General Meeting. For the login data for the InvestorPortal please refer to your ticket of admission to the virtual Annual General Meeting. Votes cast by way of electronic absentee ballot can be given, changed, or revoked up to the beginning of voting at the Annual General Meeting.

Please also take note of the information in the convening notice with respect to giving, changing and revoking declarations through the InvestorPortal and to the exercise of your voting rights in due time.

This English translation is provided for convenience only. The German text shall be the sole legally binding version.