

## POWER OF ATTORNEY WITH INSTRUCTIONS TO PROXIES APPOINTED BY THE COMPANY

At the General Meeting of Pyrolyx AG on the 7<sup>th</sup> of June 2019 in Munich, I/we

First name, surname: \_\_\_\_\_

Place: \_\_\_\_\_

hereby authorize Mr. Johannes Müller and Ms. Daniela Gebauer, both employees of Link Market Services GmbH, Munich, each of them separately and with the power to subdelegate, and with exemption from the restrictions contained in Section 181 BGB German Civil Code, to represent me/us disclosing my/our name(s) in the list of participants of the above-mentioned General Meeting and to exercise voting rights on my/our behalf in accordance with the instructions below. Should procedural motions and/or counter motions and/or any other motions not disclosed in advance of the General Meeting be raised, the proxies shall abstain in these ballots.

I/we instruct the proxies to vote on all proposals announced before the General Meeting in accordance with the management (Marked in grey in the table below).

or

I/We give individual voting instructions as follows:

Item on the agenda	For	Against	Abstain
2. Resolution on the ratification of the actions of the Management Board for the 2018 financial year			
2.1 Niels Raeder	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.2 Sven Eric Molzahn	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.3 Fikret Dülger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.4 Bernhard Meder	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.5 Michael Triguboff	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the discharge of the Supervisory Board for the 2018 financial year			
3.1 Alexis Gurdijan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.2 Michael Triguboff	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.3 Robert Machinist	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.4 Guido Veit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.5 Amelia Hill	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.6 Michael Carapiet	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.7 Lars Franken	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.8 David Groves	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.9 David Steele	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Election of the auditor for the 2019 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Amendment to the Articles of Association regarding size, term of office and remuneration of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. Election to the Supervisory Board			
6.a. Bill Best, Sydney (Australia)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.b. Bernhard Meder, Singen (Germany)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.c. Stephen Roberts, Sydney (Australia)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.d. David A. Steele, Perth (Australia)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.e. Michael Triguboff, Sydney (Australia)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the cancellation of Authorized Capital 2018/I and the creation of Authorized Capital 2019/I	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Approval of the issuance of shares against contribution in kind	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the creation of a new authorisation to grant subscription rights (stock options) to employees and members of the Company's management and the creation of conditional capital and the corresponding amendment to the Articles of Association			
9.1 Authorization to grant subscription rights (stock options)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.2 Conditional capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.3 Amendment of the articles	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.4 Resolution to approve the issue of securities under the subscription rights (stock option) plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on the withdrawal of confidence from the Management Board member Sven Eric Molzahn	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Resolution on motions for resolutions as a result of a request for amendment by individual shareholders			
11.1 Resolution on the withdrawal of confidence in the Management Board member Bernhard Meder	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.2 Dismissal of the Chairman of the Supervisory Board David F. Groves	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.3 Dismissal of the Deputy Chairman of the Supervisory Board Michael Triguboff	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.4 Dismissal of Supervisory Board member David A. Steele	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.5 Resolution on the cancellation of the Authorized Capital 2018/1 and the Creation of Authorized Capital 2018/II	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place, date

Signature(s)/identity of the declarant(s) pursuant to Section 126b BGB

**NB:**

- Please note that power of attorney may only be granted if you have been entered in the share register in time and have registered your attendance of the General Meeting in time.
- Power of attorney may only be granted in text form (Section 126b BGB).

Please complete this form legibly (if possible in block capitals) and send it directly to the company by post, fax or email **together with your entrance ticket or quoting your entrance ticket number:**

**By post:**

Stimmrechtsvertreter der Pyrolyx AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich  
Germany

**Or alternatively by fax:**

+49 (0)89 2102 7288

**Or alternatively by email:**

namensaktien@linkmarketservices.de