

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

At the General Meeting of Pyrolyx AG on 18 September 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, 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.

Item on the agenda	For	Against	Abstain
1. Rescission of the resolution of the Annual General Meeting of Pyrolyx AG of 7 June 2019 concerning the appointment of a special auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Cancellation of the resolution of the Annual General Meeting of 7 June 2019 to cancel Authorised Capital 2018/I and create Authorised Capital 2019/I and new resolution to cancel Authorised Capital 2018/I and create Authorised Capital 2019/II	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the cancellation of the resolution adopted under agenda item 9 of the Annual General Meeting of the Company on 7 June 2019 and on the authorization to grant subscription rights (stock options) to employees and members of the management of the Company or an affiliated company and the creation of conditional capital and corresponding amendments to the Articles of Association			
3.1 Cancellation of the resolution adopted under agenda item 9 of the Annual General Meeting of Pyrolyx AG on 7 June 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.2 Authorization to grant subscription rights (stock options)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.3 Conditional capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.4 Amendments to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.5 Authorization to amend the wording of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.6 Resolution on the approval of the issue of securities within the framework of the subscription right plan (stock option plan).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
With regard to any motions or election proposals by shareholders that are not to be made accessible prior to the General Meeting, which are submitted or amended in the course of the General Meeting, we vote in accordance with the management.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The votes on item 1. – 3. refer to the resolutions published in the Federal Gazette on 9 August 2019.

Place, date

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



nachhaltig. wirtschaftlich. wegweisend.

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).
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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 email:

namensaktien@linkmarketservices.de