

Information concerning the authorization of the voting proxy

Shareholders can have their voting rights exercised by a proxy, for instance by a bank or a shareholders' association. Proxy authorizations, the revocation thereof and proof of authorization of the voting proxy vis-à-vis the company must always be in text form (§ 126b BGB), provided that no authorization was granted pursuant to § 135 AktG. If a person is authorized to exercise voting rights pursuant to § 135 AktG (granting power of attorney to intermediaries, proxy advisors, shareholders' associations, or professional agents), the power of attorney shall be kept by the proxy in a verifiable form. The power of attorney must be complete and may only contain declarations associated with the exercise of the voting rights. We therefore ask our shareholders in these cases to clarify the form of the authorization with the person they wish to appoint as a proxy. Granting of a proxy and proof thereof is possible by using the proxy form downloadable from the company's website. A proxy form is also printed on the reverse side of the admission ticket which will be sent to the shareholders following their registration in due form and time and will also be sent to the shareholders upon their request. The company also provides the option to its shareholders to authorize a voting proxy nominated by the company. Proxy authorizations, the revocation thereof and proof of authorization of the voting proxy vis-à-vis the company must be in text form. We ask you to use the downloadable proxy form from the company's website to appoint a voting proxy. Please note that the voting proxies of the company may only exercise the voting right on those items on the agenda on which you have provided voting instructions. The voting proxies are obliged to vote according to the instructions and do not accept power of proxy for filing objections to shareholders' resolutions, exercising the right to speak and ask questions, or for filing motions. The power of attorney to the voting proxies must be received by the company no later than **8 March 2023 at the close of 12.00 AM CET** under the contact details below, either as a signed original sent to the company's postal address below, or by fax or email as a scanned document.

DATAGROUP SE
Team Hauptversammlung
Wilhelm-Schickard-Straße 7
72124 Pliezhausen
Fax: +49 7127 970 033
hv@datagroup.de

Subsequent to the deadline mentioned above, shareholders may only give authorizations and instructions to company proxies by filling in the form handed out at the entrance to the Annual General Meeting and returning it at the dedicated counter by the end of the general debate. We would like to point out that proper registration and proof of share ownership in text form are also required when authorizing a proxy. If a shareholder authorizes more than one person, the company may deny entrance to one or more of these persons.

The applicable provisions for stock corporations having their registered office in Germany, particularly the provisions of the German Commercial Code (Handelsgesetzbuch, HGB) and the Stock Corporation Act (Aktiengesetz, AktG), shall apply to DATAGROUP SE due to the reference provisions of Art. 5, Art. 9 (1) lit. c) ii), Art. 53 as well as Art. 61 of the Council Regulation (EC) No 2157/2001 of October 8, 2001 on the Statute for a European company (SE), unless provided otherwise in more specific provisions of the SE Statute or the German SE Implementation Act (SEAG).

Proxy and Instructions²

to the voting proxy appointed by the company for the Annual General Meeting of DATAGROUP SE on 9 March 2023 in Pliezhausen

Return by mail, fax, or email to:

DATAGROUP SE
Team Hauptversammlung
Wilhelm-Schickard-Straße 7
72124 Pliezhausen
Fax: +49 7127 970-033

- 4 pages in total -

hv@datagroup.de

You must register and submit evidence of your shareholding correctly, even if you appoint a proxy.

1. Proxy

I/We _____
(Name(s) of the principal),

residing in _____ (address, ZIP and place),
hereby authorize the voting proxy of DATAGROUP SE, Ms. Isabelle Döppert, employee of DATAGROUP SE, Pliezhausen, with the right to grant sub-proxies, to represent me/us at the Annual General Meeting of DATAGROUP SE in Pliezhausen on 9 March 2023 with disclosing my/our name(s), and to exercise the voting right for

_____ number of shares, ticket number(s) _____, on behalf of my/our name according to the instructions below.

2. Instructions

- I/We agree with all the resolutions proposed by the Board.**
(If you check this box, no further instructions are necessary.)
- I/We would like to give the following individual instruction:**
(Please do not check more than one box for each item on the agenda. To the extent there is no express and unambiguous instruction for an item on the agenda, the proxy representatives will either abstain from voting or not participate in the vote on the respective voting matter, depending on the voting procedure.)

² Please note that this proxy authorization and instruction form must be received no later than 8 March 2023 at the close of 12.00 AM to ensure effective granting of power and instruction of voting proxies. Subsequent to the deadline mentioned above, shareholders may only give authorizations and instructions to company proxies by filling in the form handed out at the entrance to the Annual General Meeting and returning it at the dedicated counter by the end of the general debate.

PLEASE ENTER YOUR INSTRUCTIONS IN THE TABLE BELOW.

Proxy authorization and instruction form (2. Instructions)

for the Annual General Meeting of DATAGROUP SE in Pliezhausen on 9 March 2023

TOP	(For full text please see publication in German Federal Gazette on 26 January 2023)	Yes	No	Abstention
2	Appropriation of net income*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Individual discharge of the Management Board			
a)	Discharge Mr. Andreas Baresel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b)	Discharge Dr. Sabine Laukemann	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c)	Discharge Mr. Oliver Thome	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d)	Discharge Mr. Hans-Hermann Schaber	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Individual discharge of the Supervisory Board			
a)	Discharge Mr. Heinz Hilgert	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b)	Discharge Mr. Hubert Deutsch	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c)	Discharge Mr. Hans-Hermann Schaber	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d)	Discharge Dr. Carola Wittig	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Resolution on the cancellation of authorized capital I 2018 and II 2018, the creation of new authorized capital 2023 along with the authorization to exclude subscription rights and the corresponding amendments to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Resolution on the amendment of the Articles of Association in relation to the extension to conduct the Annual General Meeting in virtual form	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Resolution on the cancellation of the contingent capital 2015 and the authorization to issue convertible bonds 2015, and resolution on the new authorization to issue convertible bonds and the authorization to exclusion subscription rights in connection with the issue of convertible bonds, and on the creation of contingent capital 2023 and the corresponding amendments to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	Resolution on the cancellation of the existing authorization to acquire and use treasury shares and resolution on a new authorization to acquire and	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



TOP **(For full text please see publication in** **Yes** **No** **Abstention**
German Federal Gazette on 26 January 2023)

	use treasury shares with the authorization to exclude subscription rights and to exclude any shareholders' rights to tender shares as well as the possibility to redeem treasury shares while reducing the share capital			
9	Appointment of the auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Counter motions and election proposals of shareholders

Any counter motions or election proposals of shareholders on the agenda received no later than 22 February 2023 by the close of 12.00 PM (CET) will be made available on the internet at www.datagroup.de/hauptversammlung under the conditions of §§ 126, 127 AktG. Any comments or statements by management will also be published there.

	For the proposal	Against the proposal	Abstention
Proposal A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal B	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal C	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal ___	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal ___	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal ___	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please provide your instruction and send the complete set of pages to the address above!



DATAGROUP

The company's proxy representative is obliged to vote according to the instructions of the shareholder(s). The proxy representative will either abstain from voting or not participate in the vote, especially with regard to shareholders' counter motions or election proposals submitted during the Annual General Meeting, depending on the voting procedure.

I/We have read and understood the notes regarding the authorization of the voting proxy.

Place, date, signature(s) or person making this declaration (principal) in the sense of § 126b BGB (legible) Phone number (optional information for queries)