

Annual General Meeting on June 30, 2023

Proxy / instructions to the proxies of the company:

Entrance ticket number: Number of shares:

issued to:
(Last name, first name, place of residence)

Our company would like to make it easier for its shareholders to vote by proxy. The Management Board has therefore appointed two employees of NFON AG, Mr. Sven Jacob, Munich, and Mr. Christian Oßwald, Munich, as proxies for the exercise of shareholders' voting rights in accordance with instructions. This option may be exercised by all shareholders who either do not wish to attend in person or do not wish to instruct their depository bank or any other third party to exercise their voting rights. The proxies are obliged to vote in accordance with the instructions. Without instructions, the power of attorney as a group is ineffective. If no instructions have been given for only one agenda item, the power of attorney shall be ineffective for this agenda item. In this case, the proxies will abstain from voting either entirely or with regard to the agenda item for which no instructions have been given. The proxies will also abstain from voting on counter motions for which no instructions have been given and on other motions put forward during the General Meeting. Should an individual vote take place on an agenda item, any instruction issued in this regard shall apply accordingly to each individual sub-item. Please note that the proxies will not accept any instructions to speak, to object to resolutions of the Annual General Meeting or to ask questions or propose motions. Shareholders who wish to grant a power of attorney to the proxies appointed by the company require an admission ticket to the Annual General Meeting for this purpose. Therefore, even if the proxies nominated by the company are authorized, the timely receipt of the registration and the proof of shareholding in accordance with the provisions stated in the invitation to the Annual General Meeting is required. In order to ensure the timely receipt of the admission ticket as well as the further documents for the authorization of the proxies, the order for the admission ticket should be received as soon as possible at the address, fax number or e-mail address stated in the invitation to the Annual General Meeting for the registration.

Proxies and instructions to the proxies nominated by the company that are not issued at the Annual General Meeting must be received by the company by June 28, 2023 at the latest. If the proxies nominated by the company are authorized to exercise voting rights, the authorization may be sent in text form, e.g. also by electronic data transmission (e-mail), to the following address, fax number or e-mail address.

NFON AG, Investor Relations – Annual General Meeting 2023
Machtlfinger Str. 7, 81379 Munich, by telefax: +49 (0) 89 45300 33194, or electronically by e-mail: hauptversammlung@nfon.com

Revocation of the proxy also requires the text form (Section 126b BGB).

Individual instructions for exercising voting rights at the Annual General Meeting of NFON AG on June 30, 2023

(Please issue instructions for all of the following agenda items.)

Agenda items*:		YES	NO	ABSTAIN
2.	Resolution on the discharge of the members of the Management Board	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
3.	Resolution on the discharge of the members of the Supervisory Board	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
4.	Resolution on the appointment of the auditor for financial year 2023	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
5.	Elections to the Supervisory Board			
	1. Election of Mr. Rainer-Christian Koppitz	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	2. Election of Mr. Dr. Rupert Doehner	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	3. Election of Mr. Günter Müller	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
6.	4. Election of Mr. Florian Schuhbauer	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	6. Resolution on the approval of the remuneration report for financial year 2022	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	7. Resolution on amendments to the Articles of Association			
	7.1 Amendment of the Articles of Association in Article 3 (1)	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
7.	7.2 Amendment and supplementation of the Articles of Association in Article 22	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	7.3 Amendment and supplementation of the Articles of Association in Article 24	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
	8. Resolution on the creation of Conditional Capital 2023 and authorization to issue options under the NFON AG Stock Option Plan 2023, partial cancellation of Conditional Capital 2021 and reduction of the authorization to issue options under the NFON AG Stock Option Plan 2021, amendment of Article 4 (6) of the Articles of Association and supplementation of Article 4 (7) of the Articles of Association	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

*) The full texts of the respective agenda resolutions have been published in the Federal Gazette (Bundesanzeiger).

Counter motions and election proposals to be made accessible can be found on the Internet at <https://corporate.nfon.com/de/investor-relations/hauptversammlung/>. The counter motions are marked by letters to distinguish them. If you wish the proxies to vote on one or more counter motions or election proposals from shareholders that have been made accessible, please issue instructions as follows.

Motions by shareholders	In favor of the motion	Oppose the motion	Abstain	Motions by shareholders	In favor of the motion	Oppose the motion	Abstain
A	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	C	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
B	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	D	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

I/We hereby authorize the proxies of NFON AG, Mr. Sven Jacob and Mr. Christian Oßwald, Munich, employees of the company, each individually and with the right to sub-authorization, to represent me/us at the Annual General Meeting of NFON AG on June 30, 2023, in Munich and to exercise the voting right for me/us in accordance with my/our above instructions, disclosing my/our name.

Place, date, signature(s) or other declaration within the meaning of Section 126 b of the German Civil Code (BGB)