

Convenience Translation

Proxy authorization form and instructions for the

9th Annual General Meeting of FACC AG, May 8, 2023, 11 a.m.

Ried im Innkreis

IMPORTANT! PLEASE NOTE: This proxy authorization does not entitle you to attend the Annual General Meeting in person. Please contact your custodian credit institution and verify that the securities listed below are duly registered for participation in the Annual General Meeting by means of a safe custody receipt (record date: April 28, 2023).
Registration deadline: May 3, 2023, 12:00 midnight CET.

By signing this proxy, I/we confirm that I/we have read the information published by the Company on its website or, if applicable, contained in the notice of the Annual General Meeting and that I/we agree with the explained procedure of the Annual General Meeting. This includes, in particular, the processing of personal data pursuant to Section 10a (2) of the Austrian Stock Corporation Act, i.e. name, address, date of birth, number of the securities account, number of shares, class of shares, if applicable, number of the voting card and, furthermore, the e-mail address, in order to enable the exercise of shareholders' rights within the framework of the Annual General Meeting

Principal (shareholder)

First name, last name / company name

Street, postal code, town

Date of birth / register number

Custodian account number

Credit institution

E-mail address (By signing, you confirm that only the principal (shareholder) can access this e-mail account.)

Proxy authorization

I/We hereby authorize the following independent proxy to

- exercise the right to attend and vote in accordance with the following instructions
- and, if applicable, to exercise the right to propose and object to resolutions

with the right to grant sub-proxies and with exemption from the prohibition of double representation and self-dealing:

Dipl. Vw. Dipl. Jur. Florian Beckermann, LL.M.
beckermann.facc@hauptversammlung.at

for the following securities

_____ **ordinary shares (ISIN AT00000FACC2)**
Amount (if unspecified, the number of shares as indicated in the custodian account confirmation will be authorized)

Voting instructions for the proposed resolutions of the agenda items (short version)

The following resolution proposals which do not specify the name of the proposer have been submitted by the Management Board and/or the Supervisory Board in accordance with Section 108 para. 1 of the Austrian Stock Corporation Act. If separate votes are taken on individual items of the resolution proposal, the instructions issued for this proposal shall apply accordingly to each individual vote. In the case of resolution proposals for which no or unclear instructions have been issued (e.g. instructions to simultaneously vote FOR and AGAINST the same resolution proposal), the proxy shall abstain from voting. In the absence of instructions, the proxy authorization becomes invalid.

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(Please place a cross inside the box <input checked="" type="checkbox"/> ; do not use a red pen)		FOR	AGAINST	ABSTAIN
2.	Resolution regarding the appropriation of net income for the fiscal year 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Resolution regarding the discharge from liability of the members of the Management Board for the fiscal year 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Resolution regarding the discharge from liability of the members of the Supervisory Board for the fiscal year 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Resolution on the remuneration report for the fiscal year 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Resolution on the remuneration of the members of the Supervisory Board for the fiscal year 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Resolution regarding the (amended) remuneration policy .	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Election of the auditors of the financial statements and the consolidated financial statements for the fiscal year 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	<p>Resolution regarding</p> <p>a) the revocation of the authorization of the Management Board granted at the 5th Ordinary Annual General Meeting dated July 9, 2019 to increase the Company's share capital within five years from registration of the corresponding amendment to the Articles of Association with the commercial register – if necessary in several tranches – by up to EUR 9,000,000.00 against cash contributions and/or contributions in kind by issuing up to 9,000,000 no-par value bearer shares and to determine the issue price and the terms of issuance in agreement with the Supervisory Board (Authorized Capital 2019), with the simultaneous authorization of the Management Board to increase the share capital of the Company, with the consent of the Supervisory Board, within five years from registration of the amendment to the Articles of Association resolved on May 8, 2023 with the commercial register, if necessary in several tranches, against cash and/or contributions in kind by up to EUR 19,895,000.00 by issuing up to 19,895,000 new no-par value bearer shares and to determine the issue price and the terms of issuance in agreement with the Supervisory Board (Authorized Capital 2023) together with the authorization of the Management Board to exclude the subscription right of the shareholders, with the consent of the Supervisory Board in whole or in part in the event of a capital increase from such authorized capital, (i) if the capital increase is made against contributions in kind for the purpose of acquiring companies, parts of companies, businesses, business units, interests in companies or other assets related to an acquisition project, or (ii) to service an over-allotment option (Bedienung einer Mehrzuteilungsoption) (greenshoe), or (iii) to settle fractional amounts (Ausgleich von Spitzenbeträgen). The statutory subscription right may be granted to the shareholders in such a way that the capital increase is underwritten by a bank or a syndicate of banks with the obligation to offer it to the shareholders in accordance with their respective subscription right (indirect subscription right).</p> <p>b) the authorization of the Supervisory Board to resolve on amendments to the Articles of Association resulting from the issuance of shares from the authorized capital.</p> <p>c) the corresponding amendment to clause 4.3 of the Articles of Association so that clause 4.3 henceforth reads as follows: <i>"The Management Board is authorized, with the consent of the Supervisory Board, to increase the share capital of the Company by up to EUR 19,895,000.00 within five years from registration of the amendment to the Articles of Association resolved on May 8, 2023 with the commercial register – if necessary in several tranches – by issuing up to 19,895,000 new no-par value bearer shares against cash contributions and/or contributions in kind, whereby the issue price and the terms of issuance shall be determined in agreement with the Supervisory Board (Authorized Capital 2023). The statutory subscription right may be granted to the shareholders in such a way that the capital increase is underwritten by a bank or a syndicate of banks with the obligation to offer it to the shareholders in accordance with their respective subscription right (indirect subscription right). The Management Board is, however, authorized, to exclude shareholders' subscription rights with the approval of the Supervisory Board in whole or in part in the event of a capital increase from the authorized capital (i) if the capital increase is made against contributions in kind for the purpose of acquiring companies, parts of companies, businesses, business units, interests in companies or other assets related to an acquisition project, or (ii) to service an over-allotment option (Bedienung einer Mehrzuteilungsoption) (greenshoe), or (iii) to settle fractional amounts (Ausgleich von Spitzenbeträgen). The Supervisory Board is further authorized to resolve on amendments to the Articles of Association resulting from the issuance of shares from the Authorized Capital 2023."</i></p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Amended/not included resolution proposals:				
By administration (Management Board and/or Supervisory Board)		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
By shareholders		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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Other instructions, if any:

Date

Signature/ company signature

Signature of joint owners, if applicable

Please fully complete and send this form by May 5, 2023 12 midday CET/CEST (date of receipt)

- via **Post** to FACC AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, AT-8242 St. Lorenzen am Wechsel
- via **Fax** to +43(0)1 8900 500 99
- via **E-Mail** to beckermann.facc@hauptversammlung.at (as a scanned attachment; TIF, PDF, etc.)

Further information is available on our homepage at:

<https://www.facc.com/en/Investor-Relations/Shareholder-Meetings/Annual-General-Meeting-2022>