



**Proxy and voting form
for the Annual General Meeting of Knorr-Bremse Aktiengesellschaft on May 5, 2023**

Last name and first name										(please complete in block letters)									
Postbox, or number and street																			
Postal code					City and country														



Please return the filled form by May 4, 2023 (date of receipt).

1 Absentee vote

I/We vote via absentee vote as set out overleaf.

Please sign below and turn over to cast your vote.



or

2 Authorization and instructions to the Company-nominated Proxies

I/We hereby authorize each of the company-nominated proxies (Dr. Moritz Schuler and Andreas Spitzauer, both c/o Knorr-Bremse Aktiengesellschaft), both of whom are entitled to delegate this authority, to vote at the Annual General Meeting in accordance with my/our instructions as set out overleaf without disclosing my/our name(s).

Please note that the company-nominated proxies can vote on your behalf only if you provide your voting instructions overleaf.

Please execute the declaration below and turn over to provide voting instructions.



3 Power of attorney

I/We hereby authorize the person mentioned below under disclosure of my/our name(s) to exercise all shareholders' rights including the right to delegate this power of attorney. Until you revoke this power of attorney, you cannot exercise all of your shareholders' rights yourself during the Annual General Meeting. I/We have expressly referred the authorized representative to the information on data protection for shareholders and the data processing of his/her personal data.

Please note that the authorized person will receive individual access data for the online service. In order to send the access data to the authorized person in good time shareholders are asked to grant power of attorney as early as possible. Please enter the required data of the authorized person and sign below:

Last name										First name									
Postbox, or number and street																			
Country					Postal code					City									



Signature or naming of declaring person

Absentee voting or voting instructions

If you have chosen the absentee voting option overleaf (item 1), please use the following table to cast your absentee vote.

If, overleaf, you have ticked the option to grant authorization to the company-nominated proxies (item 2), please use the following table to issue instructions to the authorized person(s).



Agenda items

	Yes	No	Abstain
2. Appropriation of retained earnings*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the acts of the members of the Executive Board**	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the acts of the members of the Supervisory Board**	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the appointment of the auditor of the annual financial statements and the consolidated financial statements as well as the auditor for the review of the half-yearly financial report for the fiscal year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the approval of the compensation report for the fiscal year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Authorization to hold general meetings virtually; amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Cancellation of Authorized Capital 2018, provided for in Art. 6 of the Articles of Association, and creation of new authorized capital against cash contributions and/or contributions in kind with the authorization to exclude subscription rights; amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Cancellation of the Executive Board's authorization approved by the General Meeting on May 29, 2018, to issue convertible bonds and/or bonds with warrants, profit participation rights and/or profit participation bonds and cancellation of Conditional Capital 2018, provided for in Art. 7 of the Articles of Association, as well as the renewed authorization of the Executive Board to issue convertible bonds and/or bonds with warrants, profit participation rights and/or profit participation bonds with the option of excluding subscription rights and the creation of new Conditional Capital 2023; amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Cancellation of the current authorization to acquire and use treasury shares and establishment of a new authorization of the Executive Board to acquire and use treasury shares pursuant to Sec. 71 (1) no. 8 AktG, as well as the exclusion of subscription and tender rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Approval of a domination and profit and loss transfer agreement between Knorr-Bremse Aktiengesellschaft and Knorr-Bremse Systeme für Nutzfahrzeuge GmbH	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

(*) The absentee votes/voting instructions shall also apply to a proposal for the appropriation of profits that is made due to an adjusted number of shares entitled to dividend.

(**) In case of an individual discharge, the absentee votes/voting instructions shall also apply to each member of the Executive Board/Supervisory Board.

Shareholder proposals

Any shareholder proposals and election nominations requiring disclosure will be made accessible on the internet at ir.knorr-bremse.com/agm. Here you will find further information on how to support shareholder proposals and election nominations. In case a counter motion is not marked with a letter you can support it by voting "no" at the corresponding item on the agenda.

	For proposal	Against proposal	Abstain		Against proposal	Against proposal	Abstain
Proposal A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal C	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal B	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal D	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

