

***This document is a convenience translation of the German original.
In case of discrepancy between the English and German versions, the German version shall prevail.***

In light of the ongoing COVID-19-Pandemic the Annual General Meeting of AUTO1 Group SE convened for June 9, 2022 will be held in the form of a virtual Annual General Meeting in accordance with "German Act Concerning Measures under the Law of Companies, Cooperative Societies, Associations, Foundations and Commonhold Property to Combat the Effects of the COVID-19 Pandemic" and thus without the physical presence of the shareholders or their proxies. Proper registered shareholders have the opportunity to follow the Annual General Meeting by video and audio transmission live on the internet via the Annual General Meeting portal (AGM Portal) accessible at <https://ir.auto1-group.com/hauptversammlung>.

Information for use of the Authorisation Form

Please mark with a cross your chosen option and send the completely filled-in form in time by post to the following address:

AUTO1 Group SE
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

or by e-mail to inhaberaktien@linkmarketservices.de.

Alternatively you may use the corresponding functions of the AGM Portal at <https://ir.auto1-group.com/hauptversammlung>.

Authorisation of and instructions to the proxy holders nominated by the Company

As a special service we offer our shareholders the possibility to authorise and instruct proxy holders nominated by the Company. Therefor please complete and sign the first page of the Authorisation Form and send it to the post- or e-mail address given above **until Wednesday June 8, 2022, 18:00 hours (CEST) the latest**. Via the AGM Portal accessible at <https://ir.auto1-group.com/hauptversammlung> the proxy can even be declared, modified or revoked until the beginning of the voting during the Annual General Meeting on Thursday June 9, 2022. The proxy holders must be granted power of attorney as well as explicit instructions for the exercise of voting rights on each agenda item. The proxies are obliged to vote in accordance with your instructions. In the absence of explicit instructions, the proxies will abstain from voting on the respective voting item. They will not accept orders to ask questions, to make motions or election proposals, or to declare objections to resolutions of the Annual General Meeting. Also the submission of statements is not possible.

Power of attorney to a third person

You can declare power of attorney to a third person on the upper third of the second page of the Authorisation Form. Please send the filled-in form to the post- or e-mail address given above **until Wednesday June 8, 2022, 18:00 hours (CEST) the latest**. A proxy by declaration vis-à-vis the Company (except for a proxy to a bank or another intermediary, a shareholders' association, a proxy advisor or any other person or association of persons equivalent to an intermediary pursuant to Section 135 para. 8 AktG) can be granted - at the latest upon beginning of the voting during the virtual shareholders' meeting on Thursday, June 9, 2022 - also electronically by using the AGM Portal for the shareholders' meeting at the following website: <https://ir.auto1-group.com/hauptversammlung>. Proxies (except the proxy holders nominated by the Company) cannot participate physically in the virtual Annual General Meeting. They can exercise the voting rights delegated by the shareholder only via electronic absentee voting or by declaration of a (sub-)proxy and instructions to the proxy holders nominated by the Company. Therefor please forward your access data for the AGM Portal to your authorised representative.

Revocation

You can declare the revocation of a given authorisation on the second page of the Authorisation Form. Please send the filled-in form to the post- or e-mail address given above **until Wednesday June 8, 2022, 18:00 hours (CEST) the latest**. Via the AGM Portal accessible at <https://ir.auto1-group.com/hauptversammlung> the revocation of an authorisation to the proxy holders nominated by the Company or to a third person (except for a proxy to a bank or another intermediary, a shareholders' association, a proxy advisor or any other person or association of persons equivalent to an intermediary pursuant to Section 135 para. 8 AktG) can even be declared until the beginning of the voting during the Annual General Meeting on Thursday June 9, 2022.

Technical information regarding the virtual Annual General Meeting

You will need an Internet connection and an Internet-enabled terminal device to follow the virtual Annual General Meeting and to use the AGM Portal and exercise shareholder rights. In order to be able to reproduce the video and audio transmission of the Annual General Meeting optimally, a stable Internet connection with sufficient transmission speed is recommended. If you use a computer to receive the video and audio transmission of the virtual Annual General Meeting, you will need a browser and speakers or headphones. To access the Company's AGM Portal, you will need your personal access data, which you will receive automatically after proper registration together with your voting card. In order to avoid the risk of restrictions on the exercise of shareholder rights due to technical problems during the virtual Annual General Meeting, it is recommended - as far as possible - to exercise shareholder rights (in particular voting rights) prior to the Annual General Meeting. Shareholders will receive further information about the AGM Portal and the terms of registration and use together with their voting card or will find these in the internet at <https://ir.auto1-group.com/hauptversammlung>.

Please also note the information given in the invitation of the Annual General Meeting.

Authorisation Form

This form does not replace the proper registration for the Annual General Meeting.
Please note the information for use of the Authorisation Form.

Person(s) making the declaration

First name*	Number of shares*
Last name*	Number of voting card*
City of residence*	*Mandatory fields (Please find this requested information on your voting card, which you will receive after proper registration.)

Authorisation of and instructions to the proxy holders nominated by the Company

I/We authorise the proxy holders nominated by AUTO1 Group SE, Mr Jörg Engmann and Ms Mareike Kuliberda, both employees of Link Market Services GmbH, Munich, each individually under disclosure of my/our name(s) in the list of participants and with the right to delegate this authorisation, to represent me/us in the Annual General Meeting of AUTO1 Group SE convened for June 9, 2022 and to exercise or have exercised my/our voting rights pursuant to the instructions as indicated below.

Resolution proposals published in the German Federal Gazette	YES	NO	ABSTAIN
2. Formal approval of acts of the members of the Management Board of AUTO1 Group SE for the fiscal year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Formal approval of acts of the members of the Supervisory Board of AUTO1 Group SE for the fiscal year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Appointment of the auditor for the fiscal year 2022 as well as the auditor for a review or audit of financial reports/financial information during the fiscal year 2022 and in the fiscal year 2023 during the period until the next ordinary shareholders' meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the approval of the remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on an amendment to section 9 para. 1 of the Articles of Association (composition of the Supervisory Board)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on elections to the Supervisory Board			
7.1 Vassilia Kennedy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.2 Lars Santelmann	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on an amendment to the remuneration of the Supervisory Board members and an according amendment to section 13 of the Articles of Association (Remuneration)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the submission of the Management Board for the approval of the adoption and implementation of employee participation programs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Any countermotions received by the Company no later than Wednesday, May 25, 2022, 24:00 hours (CEST) will be published on the Company's website at <https://ir.auto1-group.com/hauptversammlung> in accordance with the statutory provisions. On this website, you can also find information on how to support countermotions.

Motion	YES	NO	ABSTAIN
Motion A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Motion B	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Motion C	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Motion D	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

x

Place/date

Signature(s)/ person(s) making the declaration pursuant to § 126b BGB
(German Civil Code)

Power of attorney

I/We hereby authorise Mr/Ms

First name*

Last name*

Postcode/City of residence*

to represent me/us at the Annual General Meeting of AUTO1 Group SE convened for June 9, 2022 under disclosure of my/our name(s) in the list of participants. The power of attorney includes the revocation of a previously granted power of attorney and the exercise of all rights relating to the meeting, in particular the voting right, and includes the granting of a sub-power of attorney.

X

Place/date Signature(s)/ person(s) making the declaration pursuant to § 126b BGB (German Civil Code)

Sub-power of attorney

I/We hereby grant to Mr/Ms

First name*

Last name*

Postcode/City of residence*

on the basis of the power of attorney shown on the left, sub-power of attorney to represent the respective shareholder(s) at the Annual General Meeting of AUTO1 Group SE convened for June 9, 2022 under disclosure of my/our name(s) in the list of participants. The power of attorney includes the exercise of all rights relating to the meeting, in particular the voting right, and includes the granting of a (further) sub-power of attorney.

Place/date Signature(s)/ person(s) making the declaration pursuant to § 126b BGB (German Civil Code)

*Mandatory fields

Revocation

I/We hereby revoke the power of attorney I/we issued

to the proxy holders nominated by AUTO1 Group SE, Mr Jörg Engmann and Ms Mareike Kuliberda, both employees of Link Market Services GmbH, Munich,

to _____
First name, last name, City of residence

to represent me/us at the Annual General Meeting of AUTO1 Group SE convened for June 9, 2022, and to exercise my/our shareholding rights, in particular the right to vote.

X

Place/date

Signature(s)/ person(s) making the declaration pursuant to § 126b BGB (German Civil Code)

Please notice page 1 and 2.