

Nexus AG  
c/o ITTEB GmbH & Co. KG  
Vogelanger 25  
86937 Scheuring

**RETURN ADDRESS:**

Please submit the completed form  
**by the end of 14 May 2023, midnight CEST,**  
to the adjacent address:

or by email: [nexus2023@itteb.de](mailto:nexus2023@itteb.de)

**TO THE PROXIES OF NEXUS AG****IMPORTANT:**

This form does not replace proper registration for the Annual Meeting nor the timely receipt of proof of share ownership in proper form. Both are also a prerequisite for exercising your shareholder rights when granting a power of attorney.

If no regular registration to the Annual Meeting is presented, proof in proper form of shareholdings is received in due time by the Company, or unambiguous assignment of the form for registration should not be possible due to incomplete or illegible information, the proxy appointed by the Company cannot exercise voting rights at the Annual Meeting.

If you wish to exercise your voting rights prior to the Annual Meeting, we offer you the option of voting rights representation by instructed representatives of our company.

For this purpose, you can either use the shareholders' portal **up to and including 14 May 2023, midnight CEST**, (the access data can be found on your access ticket), or complete the form and submit it **by the end of 14 May 2023, midnight CEST**, to the address indicated above.

The shareholders' portal can be accessed on the website of Nexus AG at <https://www.nexus-ag.de/hv>.

**NOTES:**

You can find information about the person issuing the proxy on the access ticket.

Please note that the proxies bound by your instructions will exercise your voting rights exclusively in accordance with the instructions you have issued and cannot respond to changes that arise during the Annual Meeting. As part of the proxy voting process, it is not possible, for example, to participate in the voting on motions relating to the proceedings of the Annual Meeting or other motions not communicated in advance of the Annual Meeting. In this case, the proxies will abstain from voting and to this extent will not participate in the vote. The proxies are not available to exercise other shareholder rights, such as asking questions or proposing motions.

If the proxy holders receive proxies and instructions until the end of **14 May 2023, midnight CEST**, for one and the same stock of shares both by means of the proxy and instruction form and via the shareholders' portal, these are taken into account in the following order, irrespective of the input data:

1. via the shareholders' portal, 2. by email, 3. statements sent by post.

Registration at the Annual Meeting on time entitles you or a third party authorized to do so to exercise your shareholder rights via the shareholders' portal even after granting power of attorney to the voting rights representatives of the Company.

Please also note the explanations on the access ticket and in the Annual Meeting invitation.

**DATA PROTECTION INFORMATION:**

You can find data protection information of the Company, especially concerning processing of personal data of shareholders or their representatives, by the Company and the rights due to those affected at the end of the invitation to the Annual Meeting, which is available on the homepage of the Company at <https://www.nexus-ag.de/hv> and on the home page of our shareholders' portal.

Please fill out legibly in block letters.

## PERSON ISSUING A PROXY

First name	Last name
Number of shares	Access ticket number

## PROXY AND INSTRUCTIONS

Insofar as global and individual checkmarks are made concerning the agenda items, individual checkmarks take precedence. If no instructions or unclear or incomprehensible instructions are issued, this will be deemed to be abstention and double checkmarks will be deemed invalid.

For all items on the agenda, the instructions relate to the proposals of the Administration or Supervisory Board announced in the convening of the Annual Meeting in the Federal Gazette.

Please mark your choice with an "X" in the appropriate field

	YES	NO
I/We vote on all agenda items with .....	<input type="checkbox"/>	<input type="checkbox"/>
OR I/We give individual instructions as follows:		

### AGENDA ITEMS

2	Resolution on the appropriation of the balance sheet profit from the 2022 fiscal year .....	<input type="checkbox"/>	<input type="checkbox"/>
3	Resolution concerning the discharge of members of the Executive Board .....	<input type="checkbox"/>	<input type="checkbox"/>
4	Resolution concerning the discharge of members of the Supervisory Board .....	<input type="checkbox"/>	<input type="checkbox"/>
5	Election of the auditor and the Group auditor for the fiscal year 2023 .....	<input type="checkbox"/>	<input type="checkbox"/>
6	Resolution on the approval of the Remuneration Report of the Executive Board and Supervisory Board .....	<input type="checkbox"/>	<input type="checkbox"/>
7.1	Resolutions on the election of the Supervisory Board; nomination of Dr. Hans-Joachim König ....	<input type="checkbox"/>	<input type="checkbox"/>
7.2	Resolutions on the election of the Supervisory Board; nomination of Florian Herger .....	<input type="checkbox"/>	<input type="checkbox"/>
7.3	Resolutions on the election of the Supervisory Board; nomination of Dr. Dietmar Kubis .....	<input type="checkbox"/>	<input type="checkbox"/>
7.4	Resolutions on the election of the Supervisory Board; nomination of Prof. Dr. Felicia Rosenthal ...	<input type="checkbox"/>	<input type="checkbox"/>
7.5	Resolutions on the election of the Supervisory Board; nomination of Jürgen Rottler .....	<input type="checkbox"/>	<input type="checkbox"/>
7.6	Resolutions on the election of the Supervisory Board; nomination of Mr. Rolf Wöhrle .....	<input type="checkbox"/>	<input type="checkbox"/>
8	Resolution on the authorization to acquire treasury shares and to use them, also to the exclusion of subscription rights, including the authorization to redeem acquired treasury shares and the cancellation of the existing authorization .....	<input type="checkbox"/>	<input type="checkbox"/>
9	Adoption of resolutions concerning the cancellation of the existing and the creation of a new authorization of the Executive Board to increase the share capital – possibly to the exclusion of the statutory subscription rights of shareholders – by a corresponding amendment of Clause 4 (4) of the Articles of Association (Authorized Capital I 2023) .....	<input type="checkbox"/>	<input type="checkbox"/>
10	Resolution on the creation of a new authorization to issue no-par value shares against cash contributions and the creation of another Authorized Capital II 2023 and corresponding amendments to the Articles of Association .....	<input type="checkbox"/>	<input type="checkbox"/>

Should an individual vote be held on an agenda item without this having been communicated in advance of the Annual General Meeting, an instruction on this agenda item as a whole shall also be deemed to be a corresponding instruction for each item of the individual vote.

I/we hereby authorize the proxies of Nexus AG (Ms. Melanie Ilic and Mr. Hannes Wehinger, both with business address in Donaueschingen), each individually with the right to sub-authorize me/us to represent myself/us in the Annual Meeting of Nexus AG on 16 May 2023 - if necessary, with disclosure of my/our name - and to exercise the voting right for me/us in accordance with my/our instructions.

Date	Signature or name of the person of issuing the proxy pursuant to Section 126b of the Civil Code (BGB)	Telephone number/email for any possible questions