## PROXY FOR NON-ISRAELI SHAREHOLDER (with voting instruction and optional representative)

	The undersigned:	
hereby grants a limited proxy to	[insert na	me], living at / having its principal place of business at
do the following on behalf of the Principal, all with the power of substitution:  • to attend and to speak at the extraordinary general meeting of shareholders of Kardan N.V., having its registered office in Amsterdam ("Company") which will be held on October 22, 2018 ("Meeting");  • to vote at the Meeting on [insert number of shares] shares in the share capital of the Company ("Shares") in accordance with the specific voting instruction attached to this proxy ("Voting Instruction"). If the Representative, in his/her sole discretion, is of the opinion that the Voting Instruction is unclear with respect to a certain agenda item, the Representative shall abstain from voting on the Shares with respect to that certain agenda item.  This proxy is governed by the laws of the Netherlands.  Signature Name: Name signatory: Passport number: Signed at:		[insert address], ("Principal")
to attend and to speak at the extraordinary general meeting of shareholders of Kardan N.V., having its registered office in Amsterdam ("Company") which will be held on October 22, 2018 ("Meeting");  to vote at the Meeting on	hereby grants a limited proxy to	(the "Representative") to
having its registered office in Amsterdam ("Company") which will be held on October 22, 2018 ("Meeting");  • to vote at the Meeting on [insert number of shares] shares in the share capital of the Company ("Shares") in accordance with the specific voting instruction attached to this proxy ("Voting Instruction"). If the Representative, in his/her sole discretion, is of the opinion that the Voting Instruction is unclear with respect to a certain agenda item, the Representative shall abstain from voting on the Shares with respect to that certain agenda item.  This proxy is governed by the laws of the Netherlands.  Signature Name:  Name signatory:  Passport number:  Signed at:	do the following on behalf of the Principa	al, all with the power of substitution:
share capital of the Company ("Shares") in accordance with the specific voting instruction attached to this proxy ("Voting Instruction"). If the Representative, in his/her sole discretion, is of the opinion that the Voting Instruction is unclear with respect to a certain agenda item, the Representative shall abstain from voting on the Shares with respect to that certain agenda item.  This proxy is governed by the laws of the Netherlands.  Signature  Name:  Name signatory:  Passport number:  Signed at:	having its registered office in Amst	
Signature Name: Name signatory: Passport number: Signed at:	share capital of the Company ("Sha attached to this proxy ("Voting discretion, is of the opinion that the agenda item, the Representative sha	ares") in accordance with the specific voting instruction Instruction"). If the Representative, in his/her sole e Voting Instruction is unclear with respect to a certain
Name: Name signatory: Passport number: Signed at:	This proxy is governed by the laws of th	e Netherlands.
Name: Name signatory: Passport number: Signed at:		
Name: Name signatory: Passport number: Signed at:		
Name: Name signatory: Passport number: Signed at:		
Name: Name signatory: Passport number: Signed at:		
Name signatory: Passport number: Signed at:		
Passport number: Signed at:		
Signed on:		
	Signed on:	

Name Principal: \_\_\_\_\_ Signature: \_\_\_\_\_

## **Voting Instruction**

Agenda item		For	Against	Abstain
2	CEO bonus for 2018			

Name Principal:	Signature: