

**PROXY FOR ISRAELI SHAREHOLDER
(with voting instruction)**

The undersigned:

_____ [insert name], living at / having its principal place of business at
_____ [insert address], ("**Principal**") hereby grants a limited proxy to each of Ms. Cynthia Wennekes and Ms. Priscilla van der Kaaij (each a "**Representative**"), working at Kardan N.V., having its registered office in Amsterdam ("**Company**") to do the following on behalf of the Principal, all with the power of substitution:

- to attend the annual general meeting of shareholders of the Company which will be held on June 30, 2020 ("**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 Israeli law.

Signature
Name:
Name signatory:
Passport number:
Signed at:
Signed on:

Name Principal: _____

Signature: _____

Voting Instruction

Agenda item		For	Against	Abstain
4	Adoption of the annual financial statements for the financial year 2019			
7	Appointment of PricewaterhouseCoopers Accountants N.V. Amsterdam and PricewaterhouseCoopers Israel, jointly, as the external auditor for the financial year 2020			
8	Discharge from liability of the members of the Board in respect of the exercise of their duties during the financial year 2019			
9	Adoption revised Remuneration Policy			
11	Reappointment of Peter Sheldon as chairman of the Board			
12	Authorization of the Board, to resolve for the Company to acquire its own shares for a period of 18 months, as of June 30, 2020			