

**PROXY FOR NON-ISRAELI SHAREHOLDER  
(voting)**

**The undersigned:**

\_\_\_\_\_ [insert name] , living at / having its principal place of business at  
\_\_\_\_\_ [insert address], ("**Principal**")

issues its for the extraordinary general meeting of shareholders of Kardan N.V., having its registered office in Amsterdam ("**Company**"), which will be held on January 13, 2021 ("**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**").

This proxy is governed by the laws of the Netherlands.

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

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

## Voting

Agenda item		For	Against	Abstain
2b	<i>Approval of a Reverse Stock Split and approval of the resulting amendments of the articles of association of the Company in view of such Reverse Stock Split and capital reduction</i>			
2c	<i>Amendments to the Articles of Association in view of (possible) increase of authorised capital</i>			
2d	<i>Authorization to issue shares and limit or exclude pre-emptive right</i>			
3	<i>Proposal by the Board to adopt certain amendments to the Articles of Association in view of the Company's delisting from Euronext Amsterdam</i>			
4	<i>Appointment of Mr. G.Y Elias as executive member of the Board</i>			
5	<i>Determination of remuneration of Mr. Elias and grant of indemnity agreement</i>			
6	<i>Proposal by the Board to appoint IUS Statutory Audits Coöperatie U.A. as statutory auditor for the financial year 2020</i>			

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

Signature: \_\_\_\_\_