

E-Mail: ir@initse.com

init innovation in traffic systems SE
Alexandra Wirthmann
Christian Naumer
 - Investor Relations –
 Käppelestr. 4-10
 76131 Karlsruhe/Germany

Proxy and instructions

Authorisation to the proxies

I/We authorise the proxies of init innovation in traffic system SE, Ms Alexandra Wirthmann and Mr Christian Naumer, both employees of init innovation in traffic system SE, each individually and with the right to grant sub-proxies, to represent me/us, disclosing my/our name in the list of attendees, at the Shareholders' Meeting of init innovation in traffic system SE on 19 May 2021 and to exercise my/our voting rights for me/us or have them exercised in the manner set out below.

 sure name, first name

 voting card number

 street, house number

 postcode, city

Instructions to the proxies

Agenda items	yes*	no*	abstention*
2) Resolution on the appropriation of retained earnings 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3) Resolution on the exoneration of the members of the Managing Board for the financial year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4) Resolution on the exoneration of the members of the Supervisory Board for the financial year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5) Resolution on the appointment of the auditor and group auditor for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6) Resolution on amendment to the articles of incorporation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7) Resolution on the cancellation of the existing authorisation to issue convertible bonds and/or bonds with warrants, new authorisation to issue convertible bonds and/or bonds with warrants and amendment of the articles of incorporation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8) Resolution on the approval of the system for the remuneration of the Managing Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9) Resolution on the confirmation of the remuneration and the system for the remuneration of the Supervisory Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*please note:

- The above instructions for exercising voting rights shall only be valid if you are duly registered for the Shareholders' Meeting and submit this proxy and instruction form, duly completed, to the proxies appointed by init SE by 24:00 (CEST) on Tuesday, 18 May 2021 at the latest.
- The proxies may only vote on the items of the agenda for which they have been given express instructions on how to exercise the voting right. The proxies are obliged to vote in accordance with the instructions given to them. If no instructions are given to the proxies, they do not exercise the voting right. Please note that the proxies do not accept any instructions to file objections against resolutions of the Shareholders' Meeting or to ask questions or propose motions. The submission of statements is also excluded.

place/date

signature(s) / person(s) of the declarant(s) pursuant to § 126b of the German Civil Code (BGB)