

Virtual Annual General Meeting of SAF-HOLLAND SE on June 10, 2021

Power of attorney and instruction form for proxies / absentee ballot instructions

This form is not a substitute for proper registration for the meeting.

Personal details

I/We	_____	Number of shares	_____
Surname	_____	Voting card number	_____
First name	_____	Place of residence	_____

Power of attorney issued to the proxy (instructions must be given below)

I/We authorise the proxy of SAF-HOLLAND SE, Markus Laue, Bad Nauheim, employee of Link Market Services GmbH, Munich, with the right to issue powers of attorney to secondary proxies and exempt him from the restrictions of Section 181 of the German Civil Code (BGB), to represent me/us at the virtual Annual General Meeting on June 10, 2021 and to exercise the voting right for me/us in accordance with my/our instructions as stated below.

Proposed resolutions	Yes	No	Abstain
1. Presentation of the adopted annual financial statements of SAF-HOLLAND SE and the approved consolidated financial statements as of December 31, 2020, in each case, the combined management report for SAF-HOLLAND SE and the Group and the explanatory report of the Management Board on the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (HGB) as well as the report of the Supervisory Board of SAF-HOLLAND SE for the financial year 2020 in each case		No vote required	
2. Resolution on the appropriation of retained earnings for the financial year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the discharge of the members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the discharge of the members of the Group Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the discharge of the members of the Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the discharge of the members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the election of the auditor for the annual financial statements and the consolidated financial statements for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the approval of the remuneration system for the members of the Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the remuneration of the members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on the creation of an authorisation to issue convertible bonds, warrant bonds and/or profit participation bonds and/or profit participation rights (or combinations of these instruments) with the possibility of excluding the subscription rights, on the creation of Conditional Capital 2021 and on a corresponding amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Resolution on the granting of an authorisation to acquire and use treasury shares pursuant to Section 71 (1) No. 8 AktG and on the exclusion of shareholders' subscription and tender rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Resolution on amending Article 19 (3) of the Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The instructions refer to the resolutions proposed by the administration and published in the Federal Gazette (*Bundesanzeiger*) on April 29, 2021.

Any counterproposals and election proposals placed on the agenda at the instigation of shareholders which must be made accessible are published exclusively at <https://corporate.safholland.com/en> in the "Investor Relations" section under "General Meeting".

Place, date and issue of the declaration (by signature, submission of name or otherwise)

Issuing power of attorney to a third party

I/We authorise

Surname

First name

Place of residence

to represent me/us in exercising my/our shareholder rights in relation to the meeting stated overleaf, disclosing my/our name, and exempted from the restrictions of Section 181 of the German Civil Code (BGB). The power of attorney includes the revocation of any previously granted power of attorney and the right to exercise all rights relating to the meeting, including the right to issue a power of attorney to secondary proxies. I/We pass on my/our access data to the password-protected shareholders' portal to the proxy and instruct the proxy that the data may only be disclosed to others when issuing a power of attorney to secondary proxies.

Place, date and issue of the declaration (by signature, indication of name or otherwise)

Issuing powers of attorney to third parties as secondary proxies

I/We authorise

Surname

First name

Place of residence

to represent me/us in exercising my/our shareholder rights in relation to the meeting stated overleaf, disclosing my/our name, and exempted from the restrictions of Section 181 of the German Civil Code (BGB). The power of attorney extends to the exercise of all rights relating to the meeting, including the right to issue a power of attorney to a further secondary proxy.

Place, date and issue of the declaration (by signature, indication of name or otherwise)

Instructions for the use of the power of attorney and instruction card on exercising voting rights

Procedure for voting by proxy

In the section "Issuing power of attorney to a third party" you can authorise a third party to represent you as a proxy. Complete the proxy form and return it to SAF-HOLLAND SE, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany, or by email to inhaberaktien@linkmarketservices.de by the deadline of June 9, 2021, 24:00 hours CEST (date of receipt). Commencing on May 20, 2021 (00:00 hours CEST) it is possible to issue, amend or revoke any power of attorney issued to third-party proxies via the shareholders' portal at <https://corporate.safholland.com/en> in the "Investor Relations" section under "General Meeting". This will be available to you, also on the day of the Annual General Meeting, until voting in the virtual Annual General Meeting begins. Please also note the instructions in the invitation to the Annual General Meeting.

Granting power of attorney to proxies and issuing instructions to the proxies appointed by the Company

As a service, the Company offers its shareholders the opportunity to authorise the Company's appointed proxy, who is bound by the shareholder's instructions, prior to the Annual General Meeting. For this purpose, please tick "Authorisation to the proxy" and give instructions for each item on the agenda. If you wish to issue the power of attorney and instructions by regular post or email, please use the address: SAF-HOLLAND SE, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich or email to: inhaberaktien@linkmarketservices.de (by no later than June 9, 2021, 24:00 hours CEST (date of receipt)). In addition, you can also authorise the proxy before and during the Annual General Meeting, in the period from May 20, 2021 (00:00 hours CEST) until the start of voting in the virtual Annual General Meeting, via the shareholders' portal at the internet address <https://corporate.safholland.com/en> in the "Investor Relations" section under "General Meeting". Please also note the instructions in the invitation to the Annual General Meeting.

Procedure for voting by electronic absentee ballot

Shareholders may cast their vote by electronic means ("electronic absentee ballot"). Votes may be cast by electronic absentee ballot via the Company's shareholders' portal at the internet address <https://corporate.safholland.com/en> in the "Investor Relations" section under "General Meeting". Votes may be cast via the shareholders' portal of the Company from May 20, 2021, 00:00 hours (CEST) until voting commences at the virtual Annual General Meeting on June 10, 2021. Prior to the commencement of voting at the virtual Annual General Meeting on June 10, 2021, a vote cast via the shareholders' portal of the Company may be amended or revoked in the shareholders' portal of the Company. Please also note the instructions in the invitation to the Annual General Meeting.

Revocation of proxy / absentee ballot

I/We

First name, surname, place of residence

Voting card number

revoke

Power of attorney issued to the Company-appointed proxy

Power of attorney issued to _____
First name, surname, place of residence

Absentee ballot

Place, date and issue of the declaration (by signature, submission of name or otherwise)

Please also note the instructions in the invitation to the Annual General Meeting.