



I. Power of Attorney

for the extraordinary General Shareholders' Meeting of
DO & CO Aktiengesellschaft, 15th January 2021, 12:00 o'clock, 1010 Vienna, Mahlerstraße 9

IMPORTANT REMARK: This power of attorney does not entitle to a physical participation in the General Shareholders' Meeting. Please contact your credit institution with the deposit certificates and ensure that the below mentioned shares are correctly registered via deposit certificate (cut-off date: 5th January 2021) for the participation in the General Shareholders' Meeting.

End of registration: 12th January 2021, 24:00 o'clock CEST (receipt of deposit certificates)

Upon issuing this power of attorney I confirm that I read the information published on the Company's website or in the invitation. I declare my consent to the processing of personal data (name, address, date of birth, number of deposit, number of shares, if applicable kind of shares, number of voting card, e-mail address) in order to exercise the shareholders' rights in the course of the General Shareholders' Meeting.

Principal (shareholder)

Name, surname / company name

Street, postal code, place of residence

date of birth / registration number.

Deposit number

credit institution

E-mail address (with issuing this power of attorney I confirm that only the principal has access to this e-mail address)

If you issue this power of attorney not as a shareholder, but as a representative of a shareholder, please attach a confirmation of your representation authority (power of attorney issued by the shareholder, appointment resolution of the court, etc.).

Granting the power of attorney

I/We authorize the following independent proxy holder to

- **exercise the voting right**
- **and to exercise the right to file motions and raise objections**

with the right to issue sub-powers of attorney and with exempting the proxy holder in case of multiple representations. The voting right, the right to file motions and the right to raise objections will only be exercised upon instruction. If no instruction is provided with regard to a proposal for a resolution, the proxy holder will refrain from exercising the voting right.

If more than one proxy holder is marked below, the power of attorney is deemed to have been granted to the person first mentioned and marked:

- Mag. Ewald Oberhammer**
1010 Wien, Karlsplatz 3/1; oberhammer.doco@hauptversammlung.at
- or Dr. Christian Temmel, MBA**
1010 Wien, Schottenring 14; temmel.doco@hauptversammlung.at
- or Dr. Christoph Nauer, LL.M.**
2340 Mödling, Enzersdorferstraße 4; nauer.doco@hauptversammlung.at
- or Dipl.-Volkswirt, Dipl.-Jurist Florian Beckermann, LL.M.**
1130 Wien, Feldmühlgasse 22; beckermann.doco@hauptversammlung.at

for the following shares

_____ **shares (ISIN AT0000818802)**

number (in case of no statement with regard to the number of shares, the number mentioned in the deposit certificate is covered by this power of attorney)

Restrictions of the power of attorney:

II. Instructions

for the extraordinary General Shareholders' Meeting of
DO & CO Aktiengesellschaft, 15th January 2021, 12:00 o'clock, 1010 Vienna, Mahlerstraße 9

Instructions regarding voting for the proposals for resolution of the agenda items

The proxy holder is hereby instructed to exercise my (our) voting right regarding the proposals for resolution of the Management (Management Board and Supervisory Board) made accessible on the website of the Company as follows:

(Please make the crosses within the boxes ☒; please do not use red coloured pencils)		FOR	AGAINST	ABSTENTION
Proposals for resolutions of the Management				
1.	Resolution on the authorization of the Management Board to issue pursuant to Section 174 AktG convertible bonds which grant subscription and/or conversion rights to shares of the Company, including a resolution on the exclusion of the statutory subscription right of shareholders relating to such convertible bonds	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	Resolution on the conditional increase of the share capital of the Company pursuant to Section 159 para. 2 no. 1 AktG for the purpose of issuing to creditors of financial instruments (convertible bonds) ("Conditional Capital 2021") with cancellation of the "Conditional Capital 2008/2013" pursuant to the resolutions adopted under Item 8 of the Agenda of the 10th Ordinary General Meeting of Shareholders and under Item 8 of the Agenda of the 15h Ordinary General Meeting of Shareholders and resolution on a corresponding amendment of clause 5 (4) of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If with regard to a proposal for resolution separate votings on individual items will be conducted, an instruction on such proposal applies to each individual voting procedure.

In case of proposals for resolution with regard to which no or an unclear instruction (for example FOR and AGAINST with regard to the same proposal for resolution) were issued, the proxy holder will abstain from voting.

If after submitting this form additional or amended instructions are issued, the instructions issued in this document remain valid, insofar as they are not amended or revoked.

Other instructions (for example for motions and objections):

Date

Signature / company signature

if applicable signatures of all co-owners

Please send the completely filled in form until 13th January 2021, 16:00 o'clock CEST (date of receipt)

- by **mail** to DO & CO Aktiengesellschaft, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel
- by **fax** to +43 (0) 1 8900 500 - 59
- by **e-mail** to the e-mail address mentioned above next to the proxy holder you chose (as scanned attachment; TIF, PDF, etc.)

Additional information is available on the website: www.doco.com