

## **POWER OF ATTORNEY**

As a shareholder of **Kapsch TrafficCom AG**, I hereby authorize

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(Name of the authorized representative in CAPITAL LETTERS)

**“Representative”**

to represent me at the Annual General Meeting of Kapsch TrafficCom AG, FN 223805 a, on **Wednesday, September 4, 2024 at 10:00 a.m. (CEST)**, which is held at the conference center in Haus twelve, Wienerbergstraße 11, Entrance Süd, Hertha-Firnberg-Straße | Corner Maria-Kuhn-Gasse, 1100 Vienna, 1<sup>st</sup> Floor, Room 8+9+10, and to exercise all rights which I am entitled to as a shareholder of Kapsch TrafficCom AG, in particular the voting right.

In particular, I authorize the Representative to exercise the voting right and make decisions to the agenda:

1. Presentation of the annual financial statements including the management report, the consolidated financial statements including the management report for the group, the consolidated corporate governance report, the consolidated non-financial report, the proposal on the allocation of the balance sheet profit and the report of the Supervisory Board for the financial year 2023/24
2. Resolution on the allocation of the balance sheet profit
3. Resolution on the formal approval of the actions of the members of the Executive Board for the financial year 2023/24
4. Resolution on the formal approval of the actions of the members of the Supervisory Board for the financial year 2023/24
5. Appointment of the auditor and the group auditor as well as the auditor of the sustainability reporting for the financial year 2024/25
6. Resolution on the remuneration report
7. Resolution on the Remuneration Policy
8. Resolution on the remuneration of the members of the Supervisory Board
9. Elections to the Supervisory Board
10. Resolution on the authorization of the Executive Board
  - a) to purchase own shares in accordance with Section 65 para 1 no. 8 as well as para 1a and para 1b AktG both via the stock exchange and over-the-counter of up to 10% of the share capital, also by excluding the shareholders' pro rata disposal rights,
  - b) in accordance with Section 65 para 1b AktG to resolve on the sale or appropriation of own shares in a different way than via the stock exchange or via a public offer and to exclude the shareholders' pro rata subscription rights (exclusion of subscription rights),
  - c) to decrease the share capital of the Company by a redemption of own shares without any further resolution by the Shareholders' Meeting.

The Representative is authorized to transfer this power of attorney to other persons.

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(Name/company name and address of the shareholder in CAPITAL LETTERS)

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(Date of birth/companies register number or other register number of a legal person)

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(Phone number and/or e-mail in case of questions)

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(Company of the credit institution that holds the custody account, deposit account number)

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(Number of shares)

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(Date, personal signature of the shareholder or reproduction of the signature)