

**PROXY CARD FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF CIE
AUTOMOTIVE, S.A.**

Proxy card for the Ordinary General Meeting of Shareholders of CIE Automotive, S.A. (the "**Company**"), to be held at 12:30 p.m. on May 4, 2023 on first call and, if applicable, on the following day at the same time on second call, in Bilbao (Bizkaia), Palacio Euskalduna Jauregia - Avenida Abandoibarra, 4 (**being foreseeable that it will be held on first call**).

Shareholder identification data

Name or trading name:	Tax identification number (NIF)	Number of shares owned	Entity in which they are deposited

The shareholder confers his proxy for this Meeting in favor of (*please indicate one of the two options*):

- Board of Directors (*it being understood that in this case the proxy is granted in favor of the Chairman of the Board of Directors*)
- To the shareholder Mr./Ms. _____ holder of Tax Identification Number _____.

If the designated proxy is a Director of the Company, they may have a conflict of interest in relation to the proposed resolutions formulated outside the Agenda, when these refer to their revocation as Director or the demand of responsibilities from them, authorizing the proxy to designate a third shareholder to exercise the representation.

With the following precise voting instructions:

- 1) With respect to the proposed resolutions formulated by the Board of Directors on the matters included in the Agenda, I hereby grant my proxy to the aforementioned person to vote in **favor of** the aforementioned proposals, with the exceptions that, if applicable, are indicated below:

Item on the Agenda	For	Against	Abstention	Blank
One				
Two				

Item on the Agenda	For	Against	Abstention	Blank
Three				
Four				
Five				
Six				
Seven				
Eight				
Nine				
Ten				
Eleven				
Twelve				

- 2) With respect to the proposed resolutions included as a supplement to the notice of meeting pursuant to Article 519 of the Corporate Enterprises Act and in which there is no proposed resolution of the Board of Directors, I also grant my proxy to the aforementioned person to **abstain from** the aforementioned proposals, with the exceptions that, if applicable, are indicated below:

- 3) With respect to the proposed resolutions not included in the Agenda, revocation and demand of responsibilities from Board Members, I also grant my proxy to the aforementioned person, so that they may **abstain from** the aforementioned proposals, even when they are in conflict of interest, with the exceptions indicated below, as the case may be:

Signature of the attendee or proxy
[Place], [ddmm] 2023 Mr./Mrs.

Tax identification number

Signature of the person represented
[Place], [ddmm] 2023 Mr./Mrs.

Tax identification number

RULES AND INSTRUCTIONS REGARDING PROXY BY CORRESPONDENCE

In accordance with the provisions of Article 14 of the Regulations of the General Meeting of Shareholders, shareholders may grant their proxy by means of correspondence. The attendance and proxy cards, duly completed and signed, may be sent to "CIE Automotive, S.A." by mail addressed to the Company at Alameda Mazarredo, 69, 8º piso, 48009 Bilbao (Bizkaia) or by email to ir@cieautomotive.com.

The shareholder who confers their representation by means of correspondence must indicate their name and surname(s), accrediting the shares they own, in order to compare this information with that provided by the "Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A." (Iberclear). The proxy document must be signed by the shareholder and the signature must be notarized. In cases of legal representation, the powers of the signing proxy in the name and on behalf of the shareholder must be evidenced by submitting a non-certified copy of the aforementioned proxy.

The shareholder who confers representation by means of correspondence must inform the shareholder appointed as proxy of the representation conferred in their favor. The proxy conferred by correspondence must be accepted by the representative, without which it cannot be exercised. For this purpose, the representative must also sign the attendance and proxy card. The shareholder in whose favor the proxy is granted must exercise it by attending the General Meeting of Shareholders in person, presenting the attendance and proxy card at the shareholder registration desks, at the place and on the day set for the holding of the General Meeting of Shareholders and from one hour prior to the time scheduled for the start of the meeting. Likewise, attendance and proxy cards may be delivered during the days prior to the General Meeting of Shareholders at the registered office, Alameda Mazarredo, 69, 8º piso, 48009 Bilbao (Bizkaia).



The proxy conferred by correspondence may be revoked by express revocation of the shareholder, effected by the same means used to confer the proxy, within the term established for conferring it, or by personal attendance of the shareholder at the General Meeting of Shareholders. A shareholder who confers proxy by correspondence and does not make a mark in some or any of the boxes intended to give voting instructions with respect to the items on the Agenda will be deemed to wish to vote in favor of the respective proposals made by the Board of Directors.

AGENDA

1. Examination and approval, as the case may be, of the annual accounts of CIE Automotive, S.A. and directors' report, and the annual accounts and directors' report for its consolidated group of companies, corresponding to 2022.
2. Approval of the Board of Directors' management.
3. Approval of the proposal for the application of the result corresponding to 2022.
4. Examination and approval of the consolidated non-financial information statement of CIE Automotive S.A. and its subsidiaries for 2022.
5. To rescind the authorization granted by the General Meeting of Shareholders of April 28, 2022, authorizing the Board of Directors to proceed with the derivative acquisition of treasury shares, directly or through group companies, in accordance with articles 146 and 509 of the Corporate Enterprises Act; reduction of capital stock to redeem treasury shares, delegating to the Board the necessary powers for its execution.
6. Ratification and appointment of Abanti Sankaranarayanan as member of the Board of Directors of the Company, as proprietary director.
7. Approval of a new remuneration policy of the Company for the current year and the period 2024-2026.
8. Approval of modifications to the terms of the long-term variable remuneration linked to the evolution of the share of which the Chief Executive Officer is the beneficiary.
9. Establishment of the maximum amount of the remuneration of the directors in their condition as such for the current year.
10. Submission of the Annual Report on the Remuneration of the Directors of CIE Automotive, S.A. to the General Meeting of Shareholders for consultation purposes.
11. Delegation of powers for the enforcement of the foregoing resolutions.
12. Approval of the minutes of the meeting.