

Instructions to the independent proxy for the Ordinary Shareholders' Meeting of 24th May, 2019

I am Shareholder of TalkPool AG holding
 registered shares _____, whereof _____ are with voting power
 bearer shares _____, whereof _____ are with voting power.

I empower the independent proxy lawyer Mlaw Josef Gabrieli, Hinterm Bach 40, 7000 Chur to represent me at the at the ordinary Shareholder's Meeting of 24th May 2019 according my instructions below. Without the instructions the independent proxy will agree to the proposal of the Board of Directors.

Agenda	Yes	No	Abstention
Approval of the Minutes of the 16th Annual General Meeting on 28 th Mai 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Auditor's report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Acceptance of the Financial Statement, the Annual Accounts for 2018 and the Remuneration Report for 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Appropriation of the balance sheet profit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Discharge of the members of the Board of Directors and the Executive Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Elections; Individual election of the members of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Election of the Chairman of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Individual election of the members of the Remuneration Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Election of the Auditing Body for the 2019 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Election of the Independent Proxy Representative	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Approval of the total amount of the future remunerations of the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Approval of the total amount of the future remunerations of the Executive Management	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Approval of the total sum of the variable remuneration of the Executive Management for the financial year 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Agenda	Yes	No	Abstention
Miscellaneous	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

if at the ordinary Shareholders' Meeting additional or amending proposals to the Agenda are put, I ask the independent proxy to vote for the following

- Accept proposal of the Board of Directors
- Abstention

If you do not give instructions, the independent proxy will vote for the proposal of the Board of Directors.

(Date)

(Signature)

Please send the form to Gabriela Weber (gabriela.weber@talkpool.com)