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| Ms. Daniela Gebauer c/o Link Market Services GmbH Keyword: "Wirecard Bond " Landshuter Allee 10 80637 Munich, Germany  Fax: +49 (0)89 21027-289  Email: versammlung@linkmarketservices.de |
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| **Power of Attorney with Instructions** |
| Reference is made to the Invitation to a Noteholders' Meeting dated 17 May 2021 by K & E Treuhand GmbH in relation to the EUR 500,000,000 0.5% Notes issued by Wirecard AG (the "**Invitation**") and the meeting to be held at 10:00 (CEST) on 7 June 2021 in Aschheim, Germany (the "**Meeting**"). |
| Capitalized terms in this Power of Attorney shall have the same meaning as defined in the Invitation, unless given a different meaning herein. |
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| [name of the Noteholder] |
| with its address at |
| [address of the Noteholder] |
| - the "**Principal**" - |
| hereby appoints |
| Ms. Daniela Gebauer |
| with business address at |
| c/o Link Market Services GmbH Landshuter Allee 10 80637 Munich, Germany |
| - the "**Designated** **Proxy**" - |
| to represent the Principal as their agent and proxy in connection with the Meeting and to exercise the voting rights of the Principal in connection with the Meeting.  This Power of Attorney is limited to exercising the Principal's voting rights. The Designated Proxy shall not be authorized to exercise any information rights, the right to object or to file a Countermotion. |
| The Principal hereby instructs the Designated Proxy to exercise the voting rights as follows: |

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| Regarding Resolution Proposal 1 (*Authorization and Instruction with respect to Guarantee Claims*) as described in the Invitation, the vote shall be as follows: |
| 🞎 Yes  🞎 No  🞎 Abstention |
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| Regarding Resolution Proposal 2 (a) (*Instruction with respect to the Proceeds Loan*) as described in the Invitation, the vote shall be as follows: |
| 🞎 Yes  🞎 No  🞎 Abstention |
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| Regarding Resolution Proposal 2 (b) (*Instruction with respect to Shareholder Claims*) as described in the Invitation, the vote shall be as follows: |
| 🞎 Yes  🞎 No  🞎 Abstention |
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| Regarding Resolution Proposal 3 (*Deduction Authorization*) as described in the Invitation, the vote shall be as follows: |
| 🞎 Yes  🞎 No  🞎 Abstention |
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| In case any Request for Additional Resolution Items is made prior to the Meeting and no timely instruction was made in this regard, the Designated Proxy shall vote as follows: |
| 🞎 In Accordance with the recommendations of the Common Representative  🞎 Motions regarding Requests for Additional Resolution Items shall be accepted  🞎 Motions regarding Requests for Additional Resolution Items shall be rejected  🞎 Abstention |
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| In case Countermotions are filed and no instruction was made in this regard, the Designated Proxy shall vote as follows: |
| 🞎 In accordance with to the recommendations of the Common Representative  🞎 Countermotions shall be accepted  🞎 Countermotions shall be rejected  🞎 Abstention |
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| The Designated Proxy shall be released from the restrictions set forth in Sec. 181 of the German Civil Code (*Bürgerliches Gesetzbuch*, BGB) and similar provisions in other jurisdictions, as far as this is legally allowed and the undersigned themselves is released from the restrictions set forth in Sec. 181 BGB or comparable provisions in other jurisdictions. |
| The Designated Proxy shall be authorized to delegate the power of attorney granted hereunder. |
| This Power of Attorney and all rights resulting from it shall be exclusively governed by and construed in accordance with the laws of the Federal Republic of Germany. |
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| Signature (or similar symbol/phrase indicating that the form is complete) |
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| Name in block letters |
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| Date |