Annual General Meeting of CANCOM SE to be held in Munich on 26 June 2019

Power of attorney and instructions to the proxies nominated by CANCOM SE

This form does not replace the proper registration for the Annual General Meeting and the timely receipt of the proper proof of share ownership. Both are prerequisites for attending the Annual General Meeting and exercising voting rights, even if a power of attorney has been granted.

Please also note the notes and explanations on the admission ticket.

Information on issuance of power of attorney and instructions to the proxies nominated by CANCOM SE

Please fill out the power of attorney and instruction form completely and legibly and send it by Tuesday, June 25, 2019, 6:00 p.m. (date of receipt applicable) at the latest to the address given above. Please find the information on the personal data of the issuer of the power of attorney on your admission ticket. If there is no proper registration for the meeting, or if the formal proof of share ownership has not been received by the company in due time, or if a clear allocation of the registration form should not be possible due to incomplete or illegible information, the voting right cannot be exercised at the meeting by the proxies nominated by the company.

Please note that it is not possible to participate in the voting on motions relating to the procedure of the Annual General Meeting or other motions not communicated prior to the Annual General Meeting within the framework of proxy voting. In this case, the proxies will abstain from voting and will therefore not participate in the vote. Please also note that the proxies nominated by CANCOM SE have been appointed to exercise voting rights in a bound manner. The proxies are not available to exercise other shareholder rights, such as asking questions or submitting motions.

In the event that the proxies nominated by CANCOM SE receive several proxies with instructions from one shareholder, the last proxy with instructions received will be deemed binding.

The timely registration for the Annual General Meeting also entitles the proxies to participate and exercise their voting rights after they have been granted a power of attorney. For this, however, a revocation of the power of attorney in text form is necessary in any case. A corresponding form for the revocation of the power of attorney originally issued with instructions to the proxies nominated by CANCOM SE can be downloaded from the Internet at http://www.cancom.de/investoren/hauptversammlung/ and is also available on the day of the Annual General Meeting at the entrance. If no revocation in text form has been received or is presented at the entrance counters to the Annual General Meeting for personal registration by you or an authorized third party, the power of attorney and instructions issued to the proxies nominated by CANCOM SE will continue to be valid.

Details on the handling of your personal data and your rights in accordance with the DSGVO (European Union Data Protection Regulation) can be found under the following link:
http://www.cancom.de/investoren/hauptversammlung/
Person of the declarant

Please fill in the form in block capitals.

__________________________  ________________
Name                                     Number of shares

__________________________
First name

__________________________
City of residence

__________________________
Telephone number / e-mail address for possible queries

Power of attorney and instructions

— to the proxies nominated by CANCOM SE

Please issue instructions for each item on the agenda. The proxies nominated by CANCOM SE will exercise your voting rights exclusively in accordance with the instructions given by you. If no instructions or unclear or misleading instructions are given, the proxies will abstain from voting.

I/We issue power of attorney and individual instructions on the proposals of the Executive and the Supervisory Board published in the Federal Gazette on 13 May 2019 as follows:

Agenda items:

2 Appropriation of retained earnings for the 2018 financial year
3 Ratification of the actions of the Executive Board for the 2018 financial year
4 Ratification of the actions of the Supervisory Board for the 2018 financial year
5 Election of the auditor of the financial statements and the consolidated financial statements for the 2019 financial year
6a Election of Dr. Lothar Koniarzki to the Supervisory Board of CANCOM SE
6b Election of Regina Weinmann to the Supervisory Board of CANCOM SE
6c Election of Uwe Kemm to the Supervisory Board of CANCOM SE - candidacy withdrawn
6d Election of Martin Wild to the Supervisory Board of CANCOM SE
6e Election of Marlies Terock to the Supervisory Board of CANCOM SE - candidacy withdrawn
6f Election of Stefan Kober to the Supervisory Board of CANCOM SE
7 Authorization to acquire and use treasury shares pursuant to § 71 (1) no. 8 German Stock Corporation Act (AktG) with possible exclusion of subscription rights

I/We hereby issue power of attorney and individual instructions on the election proposals for agenda items 6c and 6e published on the CANCOM SE website at http://www.cancom.de/investoren/hauptversammlung/ as follows:

Election proposals:

W 1 Election of Hans-Ulrich Holdenried to the Supervisory Board of CANCOM SE in place of Uwe Kemm
W 2 Election of Prof. Dr. Isabell M. Welpe to the Supervisory Board of CANCOM SE in place of Marlies Terock

I/We hereby authorize the proxies nominated by CANCOM SE (Veronika Wilts and Sebastian Bucher, both domiciled in Munich) individually, with the right to sub-authorize, to represent me/us at the Annual General Meeting of CANCOM SE on June 26, 2019 - disclosing my/our name - and to exercise my/our voting rights in accordance with my/our instructions. The power of attorney includes the revocation of powers of attorney granted elsewhere.

__________________________  ________________
Place, Date                                     Signature or person of declarant