

Proxy
for the EXTRAORDINARY GENERAL MEETING
of STERN GROEP N.V.
on 23 February 2022
(hereinafter: the "Meeting")

to be held at 10:00 hours at the offices of Stern Groep N.V., Pieter Braaijweg 6, Amsterdam-Duivendrecht.

Stern Groep N.V. has requested mr. H.H. van der Kwast to perform as authorised representative to whom the shareholder can provide proxy with voting instructions in order to vote on his/her behalf at the Meeting.

If you would like to provide proxy with voting instructions to another person, please state his or her personal details below.

The undersigned:

Full (first and last) name: _____

Address: _____

Postal code: _____ City: _____

hereinafter referred to as the "Shareholder",

acting in his or her capacity as holder of _____ (number) ordinary shares in the capital of Stern Groep N.V.¹

Hereby declares to provide proxy to:

Full (first and last) name²: _____

Address: _____

Postal code: _____ City: _____

To represent the Shareholder at the Meeting of Stern Groep N.V. and to speak on behalf of the Shareholder and to vote on the following agenda items in accordance with the voting instructions provided per agenda item in the list below:

¹ If you wish to be represented at the Meeting by means of this proxy, you must register the number of normal shares that you fill in on this form in accordance with the provisions of the Convening Notice (*oproeping*) for the Meeting. Registration is possible until 16 February 2022. The number of normal shares for which your authorised representative can vote will then be entered on the registration list received by Stern Groep N.V. from ABN AMRO Bank N.V.. The certification of registration from ABN AMRO Bank N.V. will (together with the proxy form) serve as the attendance card for the Meeting.

² If you have no preference for a specific representative, you may leave this blank. A secretary appointed by Stern Groep N.V. will in this case represent you at the Meeting and vote according to your stated instructions. If you do not state instructions, the representative will vote on the proposed resolutions at their own discretion.

No.	Agenda	For	Again	Abstain
1.	Opening and announcements	n.a.	n.a.	n.a.
2.	Approval for the transaction with Hedin Mobility Group AB Approval pursuant to Section 2:107a of the Dutch Civil Code for the sale by Stern Groep N.V. of the entire outstanding and issued share capital of SternFacilitair B.V. to Hedin Mobility Group AB (for vote)			
3.	Repayment of Share premium Repayment of Share premium of € 14.50 per ordinary share, within 2 weeks after closing of the transaction (for vote)			
4.	Amendment of the articles of association Name change (amendment of articles of association) of Stern Groep N.V. after closing of the transaction (for vote)			
5.	Any Other Business	n.a.	n.a.	n.a.
6.	Close	n.a.	n.a.	n.a.

Please indicate how you wish to vote in the above list. If you do not state a voting instruction or you give multiple voting instructions for the same agenda item or fail to clearly state your voting instruction, your vote on the item in question will be marked as an abstention.

This proxy is exclusively subject to Dutch law.

as proof of which:

this proxy is signed in accordance with the below.

Signature

Name: _____

City: _____

Date: _____

This proxy has to be received by Stern Groep N.V. (by post or e-mail to secretariaat@stern.nl) no later than 16 February 2022.