

Virtual Annual General Meeting of RIB Software SE on 26 June 2020

Power of attorney and instructions

Number of access card: _____ Name: _____

Number of shares: _____ First name: _____

Instructions to the voting representative

I/We vote in favour of the administration's proposal on all agenda items.

or

I/We identify my/our voting behaviour on the agenda items individually as follows:

Agenda items	Yes	No	Abstention
2. Resolution on the appropriation of profits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the formal approval of the actions of the members of the Administrative Board of RIB Software SE for the 2019 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the formal approval of the actions of the Managing Directors of RIB Software SE for the 2019 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the election of the auditor for the annual financial statements and the consolidated financial statements for the 2020 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the cancellation of the resolution regarding the Stock Option Programme 2015, on a new authorisation to grant subscription rights to members of the management or to employees of RIB Software SE or an affiliated company (Stock Option Programme 2020) and on the amendment of the contingent capital, which was created to cover the Stock Option Programme 2015, as Contingent Capital 2020/I as well as on a corresponding amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Power of attorney and instructions to the voting representative of RIB Software SE

I/We authorise the voting representative nominated by RIB Software SE, Ms Dina Schmid, Stuttgart, with the right to sub-authorise, to represent me/us at the Virtual General Meeting of RIB Software SE on 26 June 2020 and to exercise the voting right for me/us in accordance with my/our above instructions. (If you do not issue explicit and clear instructions on individual agenda items, the voting representative will abstain from voting on these agenda items). If I/we exercise my/our voting rights myself/ourselves or through an authorised third person by postal vote, this shall be deemed to be a revocation of this power of attorney and any sub-proxy granted.

X

Place, Date

X

(Signature(s) or other finalisation of the declaration according to Sec. 126b BGB (German Civil Code))

Important Note:

This Power of Attorney can only be taken into account if the registration for the general meeting has been effected in due time.