

YOUR VOTE IS IMPORTANT. PLEASE VOTE TODAY.

Vote by Internet or Telephone – QUICK EASY
IMMEDIATE – 24 Hours a Day, 7 Days a Week or by Mail

Workhorse Group Inc.

As a shareholder of Workhorse Group Inc., you have the option of voting your shares electronically through the Internet or on the telephone, eliminating the need to return the proxy card. Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated and returned the proxy card. Votes submitted electronically over the Internet or by telephone must be received by 7:00 p.m., Eastern Time, on August 6, 2017.



INTERNET/MOBILE –

<https://stocktrack.simplyvoting.com>

Use the Internet to vote your proxy. Have your proxy card available when you access the above website. Follow the prompts to vote your shares.



PHONE – 1 (702) 818-5898

Use a touch-tone telephone to vote your proxy. Have your proxy card available when you call. Follow the voting instructions to vote your shares.



MAIL – Mark, sign and date your proxy card and return it in the postage-paid envelope provided.

PLEASE DO NOT RETURN THE PROXY CARD IF YOU ARE VOTING ELECTRONICALLY OR BY PHONE.

FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED

PROXY

THE BOARD OF DIRECTORS RECOMMENDS A VOTE “FOR” THE ELECTION OF THE NAMED NOMINEES AS DIRECTORS, “FOR” PROPOSALS 1, 2, 3, 4 AND 5.

<p>1. Election of Directors</p> <p>(1) Raymond Chess FOR <input type="checkbox"/> WITHHOLD <input type="checkbox"/></p> <p>(2) Harry Demott FOR <input type="checkbox"/> WITHHOLD <input type="checkbox"/></p> <p>(3) H. Benjamin Samuels FOR <input type="checkbox"/> WITHHOLD <input type="checkbox"/></p> <p>(4) Gerald B. Budde FOR <input type="checkbox"/> WITHHOLD <input type="checkbox"/></p> <p>(5) Stephen S. Burns FOR <input type="checkbox"/> WITHHOLD <input type="checkbox"/></p> <p>(6)</p>	<p>3. To approve the Company’s 2017 Incentive Stock Plan and the reservation of 5,000,000 shares of common stock for issuance thereunder.</p> <p>FOR AGAINST ABSTAIN</p> <p><input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/></p>
<p>2. Proposal to ratify the appointment of CLARK, SCHAEFER, HACKETT & CO. as the Company’s independent auditors for the fiscal year ending December 31, 2017.</p> <p>FOR AGAINST ABSTAIN</p> <p><input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/></p>	<p>4 To recommend, by non-binding vote, the approval of the compensation disclosed in the Proxy Statement of the Company’s executive officers, who are named in the Summary Compensation Table.</p> <p>FOR AGAINST ABSTAIN</p> <p><input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/></p>
	<p>5. To approve the amendment of the Articles of Incorporation to increase the authorized shares of common stock to 100,000,000.</p> <p>FOR AGAINST ABSTAIN</p> <p><input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/></p>

COMPANY ID:

PROXY NUMBER:

ACCOUNT NUMBER:

Signature _____ Signature, if held jointly _____ Date _____, 2017.

Note: Please sign exactly as name appears hereon. When shares are held by joint owners, both should sign. When signing as attorney, executor, administrator, trustee, guardian, or corporate officer, please give title as such.

Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting of Stockholders to be held on August 7, 2017

The proxy statement and our 2016 Annual Report on Form 10-K to Stockholders are available at <https://stocktrack.simplyvoting.com>

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PROXY

Workhorse Group Inc.

**PROXY FOR ANNUAL MEETING TO BE HELD ON AUGUST 7, 2017
THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

The undersigned shareholder hereby appoints Stephen S. Burns and Julio C. Rodriguez or either of them (each with full power to act alone), as attorneys and proxies for the undersigned, with the power to appoint his or her substitute, to represent and to vote all the shares of the common stock of Workhorse Group Inc. (the "Company"), which the undersigned would be entitled to vote, at the Company's Annual Meeting of Stockholders to be held at 100 Commerce Drive, Loveland, Ohio 45140 on, August 7, 2017, at 10:00 a.m., Eastern Time, and any adjournments thereof, subject to the directions indicated on the reverse side hereof.

In their discretion, the Proxy is authorized to vote upon any other matter that may properly come before the meeting or any adjournments thereof.

This proxy, when properly executed, will be voted in the manner directed on the reverse side by the undersigned shareholder. **If no direction is made, this proxy will be voted FOR the election of the named nominees as directors, FOR Proposals 2, 3, 4 and 5.**

PLEASE MARK, SIGN, DATE AND RETURN THE PROXY CARD PROMPTLY USING THE ENCLOSED ENVELOPE.

(IMPORTANT — This Proxy must be signed and dated on the reverse side.)
