

# Proxy Authorisation for Company Nominees

for the Annual General Meeting of PAION AG, Aachen, on 23 May 2018

**Please note** that you have to be registered properly also if you grant this authorisation.

For details, please refer to the invitation to the Annual General Meeting.

Admission ticket no. \_\_\_\_\_ No. of shares \_\_\_\_\_

PAION AG offers its shareholders the option of authorising company nominated proxies and to instruct them to exercise your voting rights. The proxies will represent you at the Annual General Meeting according to your instructions.

If you would like to take advantage of this service, please fill in this Authorisation and Instruction form and send it – together with your admission ticket or the admission ticket no. – at the latest by Tuesday, **22 May 2018, 24:00 (CEST)** by mail, facsimile or e-mail to

PAION AG, c/o BADER & HUBL GmbH, Wilhelmshofstrasse 67, 74321 Bietigheim-Bissingen, Germany;  
facsimile: +49 (0)7142-788667-55; email: [hauptversammlung@baderhubl.de](mailto:hauptversammlung@baderhubl.de).

In the event of e-mail transmission, the completed authorisation and instruction form needs to be attached electronically (exclusively as "PDF" or "TIF" file).

## Additional Information on Proxy Voting by one of the Company Nominees

If motions and/or election proposals from Shareholders regarding the agenda of our Annual General Meeting are received that are subject to disclosure requirements, these will be published on our website at [www.paion.com/media-and-investors/annual-general-meeting](http://www.paion.com/media-and-investors/annual-general-meeting). The voting proxies appointed by the company are bound to vote in accordance with your instructions. If instructions are not properly filled out or not clearly given, the company proxies, depending on the voting procedure, will either abstain or not participate in the voting for the respective agenda items.

In case the proxies receive several authorisations and instructions via different transmission channels (mail, facsimile or e-mail), the last valid authorisation with the respective instructions will be regarded as binding.

## Authorisation and Instructions to the Company Nominees of PAION AG

I/we herewith grant authorisation to the representatives nominated by PAION AG (Ms Gabriele Hubl, Bietigheim-Bissingen, employee of BADER & HUBL GmbH, as well as Mr Ralf Penner, Frechen, employee of PAION AG), each of them singly and with the power to sub-delegate their power, to represent me/us with disclosure of my/our name(s) at the Annual General Meeting of PAION AG on 23 May 2018 and to exercise or have the vote exercised for me/us in the manner subsequently described.

or  I/we vote in respect of **all** items of the agenda  Yes  No  Abstention  
 I/we issue individual instructions as mentioned below<sup>1)</sup>:

	Yes	No	Abstention
TOP 2	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 4	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 5	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 6	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 7	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 8	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

<sup>1)</sup> For each agenda item only one field may be ticked

This authorisation must be fully completed and signed, or the declaration must be concluded by a replica of the person's signature or identifiable by other means according to § 126b BGB.

\_\_\_\_\_  
First and last name / name of the company

\_\_\_\_\_  
Place of residence / registered office



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Place, date

**x**

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Signature(s) or other means of concluding the declaration  
according to § 126b BGB