

Annual General Meeting of WILEX AG on 21 May 2010

Issue a proxy and voting instructions to the Company's proxies

If you are unable to attend the Annual General Meeting personally, you can authorize the Company's proxies to exercise your vote in accordance with your instructions now, that is to say before the Annual General Meeting. To issue a proxy and voting instructions to the Company's proxies, please fill in this form with the proxy and the instructions to the Company's proxies and return the completed form to the following address, fax number or e-mail address (e.g. as scanned document e.g. as a pdf file) as soon that the receipt is granted no later than at **the end of 20 May 2010 (24:00 hrs. Central European Summer Time)**:

WILEX AG
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München
Germany

or by fax to: +49 (0)89 889 690 655
or by e-mail: wilex@better-orange.de

Proxy (please fill in)

I/We

(Surname, name or company of the shareholder):

herewith authorize, if applicable under revoking a former authorization of a proxy, the proxies of WILEX AG, Mr. Thomas Wagner and Mr. Marcus Graf, both employees of Better Orange IR & HV AG, Munich, to represent me/us individually with disclosure of my/our name at the Annual General Meeting of WILEX AG on 21 May 2010 with the power to delegate the authorization to another person(s) and to exercise my/our vote inherent in the

(Number of shares): _____ shares pursuant to admission ticket No. _____
in accordance with the following **instructions** (please complete):

- I/We vote in favor of the resolutions proposed by the Company's Management **for all items** on the agenda as published in the notice of the Annual General Meeting in the electronic Federal Gazette.
- I/We herewith **instruct the proxies** to vote as follows on the **individual** resolutions proposed by the Company's Management and published in the notice of the Annual General Meeting in the electronic Federal Gazette:

Individual voting instructions for agenda item:	YES	NO	ABSTENTION
2. Formal approval of the actions of the members of the Executive Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Formal approval of the actions of the members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the appointment of the auditor for the 2009/2010 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution to revoke the existing Authorised Capital and create new Authorised Capital 2010/I as well as to amend the Articles of Association correspondingly	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on amendments of the Articles of Association for the purpose of adapting them to a new law and making the voting procedure at the Annual General Meeting more flexible:			
a) Revision of Article 14 para. 2 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Revision of Article 14 para. 4 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Revision of Article 15 para. 2 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Supplementation of Article 15 of the Articles of Association by a new paragraph 5	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Supplementation of Article 15 of the Articles of Association by a new paragraph 6	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) Replace of Article 17 para. 3 sentence 2 and 3 of the Articles of Association by new sentences 2 through 4	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) Supplementation of Article 18 para. 3 of the Articles of Association by a new sentence 3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the election of Supervisory Board members:			
a) Professor D. Iris Löw-Friedrich	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Dr Alexandra Goll	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Dr Georg F. Baur	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Dr Friedrich von Bohlen und Halbach	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Professor Dr Christof Hettich	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) Mr Andreas R. Krebs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We herewith confirm that I/we have read and accepted the following "Legal notes concerning the issue of proxy and voting instructions to the Company's proxies".

City

(Date

Signature(s) or completion of the declaration

If you have any queries, please give me/us a call on: _____

Legal notes concerning the issue of proxy and voting instructions to the Company's proxies

The Company's proxies are obliged to vote on the agenda items exclusively in accordance with the shareholder's explicit instructions on the individual resolutions proposed by the Company's Management and published in the notice to the Annual General Meeting in the electronic Federal Gazette. The Company's proxies do not have any discretionary powers whatsoever when casting their votes. During the voting procedure, the Company's proxies will, in the following cases, abstain in a subtractive procedure or not participate in the voting in an additive procedure: if voting instructions have not been issued or are unclear, when voting on a counter-motion or motion on published agenda items proposed by shareholders, on motions unknown prior to the Annual General Meeting (e.g. procedural motions), and when voting on a resolution proposed by the Company's Management but diverging from that published in the notice to the Annual General Meeting in the electronic Federal Gazette.

The Company's proxies cannot be instructed to protest, to speak and ask questions, nor to file motions. If the Company's proxies receive several proxies with voting instructions from one individual shareholder and/or through different channels (mail, fax, e-mail), the last valid proxy received will be considered binding with the corresponding voting instructions. The Company's proxies exercise this proxy with disclosure of the name of the principal.

Admission ticket holders are entitled to personally attend the Annual General Meeting on 21 May 2010 even after issuing a proxy to the Company's proxies. However it is mandatory to revoke the former issued proxy to the Company's proxies. Special forms to revoke a former issued proxy to the Company's proxies are available at the registration desks on the site of the Annual General Meeting.