

Proxy to a person of your choice for the Annual General Meeting of WILEX AG on 21 May 2010

General information:

Shareholders may also exercise their right to vote at the Annual General Meeting by appointing a proxy – e.g. a bank or a shareholders' association. Timely registration for the Annual General Meeting and timely submission of evidence of shareholdings in accordance with the provisions as stated in the notice of the Annual General Meeting are required even if a proxy is appointed (see *"Requirements for participating in the Annual General Meeting and exercising the right to vote"* as published in the notice of the Annual General Meeting in the electronic Federal Gazette). If a shareholder appoints more than one person to serve as their proxy, the Company may reject one or more of these appointments.

If neither banks or shareholders' associations nor institutions or persons considered their equals under corporation law are appointed, then appointing a proxy or revoking such appointment and evidencing it to the Company must be made in text form (section 126b of the German Civil Code - BGB).

The provision in article 17 para. 3 alternative 1 of sentence 2 of the Articles of Association – according to which the proxy shall be appointed in writing if neither a bank nor a shareholders' association have been authorised – shall not apply because the text form is considered adequate under section 134 para. 3 sentence 3 of the German Stock Corporation Act, as amended by the German Act Implementing the Shareholder Rights Legislation.

Neither law nor the Company's Articles of Association require the appointment of banks, shareholders' associations or other institutes or persons considered their equals under corporation law to be made in writing. However, the entities or persons to be appointed as proxies in these cases may require a special form of proxy because section 135 para. 1 sentence 2 of the German Stock Corporation Act (in connection with section 135 para. 8 or sections 135 para. 10, 125 para. 5 of the German Stock Corporation Act, if applicable) requires them to record such authorisations in a verifiable way. Hence we request that shareholders coordinate with the entities or persons to be appointed as proxies in regards to the form of the proxy.

The proxy itself may furnish evidence of appointment as such on the day of the Annual General Meeting on site. Evidence of proxy may also be transmitted to the following postal address, fax number or e-mail address (e.g. as scanned document e.g. as a pdf file):

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

A form pursuant to section 30a para. 1 no. 5 of the German Securities Trading Act that can be used to grant proxies is contained on the back of the ticket, which will be mailed to the shareholders who registered in due time and pursuant to the aforementioned formal procedure. It can also be used the following form.

Principal's details:

Admission ticket No: _____

Number of shares: _____

Surname of principal: _____

Name of principal: _____

City of principal: _____

Proxy's details and authorization:

I/we herewith authorize, if applicable under revoking a former authorization of a proxy,

Surname of proxy: _____

Name of proxy: _____

City of proxy: _____

to represent me/us 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 voting rights.

City, Date

Signature(s) of principal(s) or completion of the declaration

If you have any queries in connection with the issue of a proxy, contact our hotline Monday to Friday on telephone No. +49(0)89 889 690 620 between 9:00 a.m. and 5:00 p.m. (Central European Summer Time).