

# Power of Attorney

for the Annual Stockholders Meeting of NEXUS AG in Stuttgart on 13 May 2016

*Please note that you must be properly registered to grant power of attorney. Please refer to the invitation to the Annual Stockholders Meeting for details.*

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

**A) Personal participation in the Annual Stockholders Meeting or power of attorney for a representative**

Please bring your ticket to the Annual Stockholders Meeting. If you cannot attend the Annual Stockholders Meeting yourself, you can name a representative of your choice. Please give the ticket and proxy to your representative. You can use page 2 of this form for power of attorney.

**B) Proxy voting by proxies appointed by the company**

NEXUS AG offers its shareholders the option of being represented by proxies appointed by the company with authorization to cast votes in line with their instructions. The proxies will then represent you at the Annual Stockholders Meeting in accordance with your instructions.

If you accept the offer of proxy voting, please enter your instructions below, fill out the form with your signature or any other declaration pursuant to Section 126b of the German Civil Code (BGB) and mention your admission ticket number, and send it to the company by regular postal mail, fax or e-mail no later than (for organizational reasons) midnight on Thursday, 12 May 2016:

NEXUS AG, – Investor Relations –, Auf der Steig 6, 78052 Villingen-Schwenningen,  
 Fax: +49 7721/8482 - 311; e-mail: hv@nexus-ag.de

**Power of attorney and instructions to proxies of NEXUS AG, Villingen-Schwenningen**

I/we hereby authorize the proxies of NEXUS AG (Mr. Dr. Patrick Stein and Ms. Sabine Mücke, each with business address: Villingen-Schwenningen), individually, the right to delegation of authority for me/us at the Annual Stockholders Meeting of NEXUS AG on 13 May 2016 with disclosure of my/our name(s) and to represent me/us and exercise the voting right for me/us in accordance with my/our instructions. The instructions relate respectively to the proposed resolutions published in the Federal Gazette ("Bundesanzeiger").

- I/we vote on **all** Items on the agenda **as suggested by the administration**  
 or  I/we give individual instructions as follows<sup>1</sup>:

	As suggested by the administration	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"/>

1) Only one field may be checked respectively for each item on the agenda

\_\_\_\_\_  
 Place and Date

X  
 Signature(s) or name of the person making the declaration pursuant to Section 126b of the German Civil Code (BGB)

