

**Form for postal voting or granting proxy**

This form does not replace the orderly registration for the Annual General Meeting. Please note the information on the next page.

**Person making the declaration**

\_\_\_\_\_  
Last name or company\*

\_\_\_\_\_  
Number of shares\*

\_\_\_\_\_  
First name\*

Confirmation of registration No.\*

\_\_\_\_\_  
Zip Code/City\*

\*Mandatory fields (please obtain the data from the Annual General Meeting confirmation of registration sent to you following completion of registration procedures).

**Postal voting or proxy/instructions to voting representatives of the company**

I/we exercise my/our voting right at the virtual Annual General Meeting of DMG MORI AKTIENGESELLSCHAFT on 15 May 2020 by postal vote as marked below respectively authorize the proxy holder(s) designated by the company, disclosing the name(s) of each person(s), to -each individually- exercise the voting right as marked below including the right to delegate this proxy authority.

I/We authorize Dr. Sebastian Henrich, Bielefeld, and Mrs. Andrea Müller, Gütersloh, (proxy holders designated by the company).  
If you do not check this box, you will exercise your voting right by postal vote.

**Proposed resolutions according to the German Federal Gazette**

**YES NO**

- |   |                          |                          |
|---|--------------------------|--------------------------|
| 2. Resolution on the ratification of acts of the Executive Board .....                                | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Resolution on the ratification of acts of the Supervisory Board .....                              | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. Resolution on the approval of the remuneration system for the members of the Executive Board ..... | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. Amendment of Section 15 (3) of the Articles of Association (right to participate) .....            | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. Resolution on the appointment of the auditor .....   | <input type="checkbox"/> | <input type="checkbox"/> |

\_\_\_\_\_  
**Signature(s) or alternative conclusion of declaration**

**Authorization to a third party**

I/We hereby authorize

\_\_\_\_\_  
Last name or company

\_\_\_\_\_  
First name

\_\_\_\_\_  
Place of residence/Registered office

to represent me/us with regard to all exercisable shareholder rights relating to the above-mentioned virtual Annual General Meeting. This proxy revokes any proxies issued by other means and encompasses the right to delegate the proxy authority.

Please expressly point out to your authorized representative the information on data protection and the disclosure of personal data.

\_\_\_\_\_  
**Signature(s) or alternative conclusion of declaration**

## Instructions

### Preregistration for the Virtual General Meeting

You can only exercise your voting rights or other exercisable shareholder rights if you have properly preregistered and submit a verification of your share ownership referring to the beginning of the 12th day prior to the general meeting, i.e. **0:00 (CEST) on 03 May 2020**.

The preregistration and verification of share ownership must be received by no later than **11 May 2020, 24:00 (CEST)** at the following address:

**DMG MORI AKTIENGESELLSCHAFT**  
c/o Commerzbank AG  
GS-BM General Meetings  
60261 Frankfurt am Main  
Germany

**Telefax: +49 (0)69 136 26351**  
**Email: [generalmeetings@commerzbank.com](mailto:generalmeetings@commerzbank.com)**

The preregistration will be processed by your custodian bank, if applicable. The receipt of your preregistration documents at your custodian bank is not considered proper preregistration for the general meeting, only the receipt of the registration and verification of share ownership at the address listed above is decisive.

### Belonging to a preregistration

This form can only be considered if it clearly belongs to a preregistration. If such an identification is not possible due to the improper or non-existent preregistration or incomplete or illegible information on this form, the voting rights cannot be exercised by the proxies designated by the company or the voting rights cannot be exercised by a third-party proxy.

### Relation to other forms

You can also use the forms printed on the registration confirmation to issue the proxies. The registration confirmation will be sent to you after proper registration. If you use this form, the belonging to your preregistration is ensured.

### Information on this form

Please fill out this form completely and legibly. The required information about the issuing party can be found on your registration confirmation, which is sent to you after proper preregistration.

The form is not mandatory with regard to the issuing of proxies. You may also grant proxies electronically, i.e. via the Company's password-protected Annual General Meeting portal at <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>, or in writing without using the form, i.e. by sending a corresponding declaration by regular mail, fax or email to the address below. The explanations regarding the belonging of the proxy to a registration apply accordingly.

### Representation by a third party

With the registration confirmation sent to you after proper preregistration, you or a party authorized by you can exercise the voting rights. If you would like to authorize a third party, you can use this form or the proxy form printed on the upper third of the registration confirmation (on the back) for this purpose. Please provide the registration confirmation with this completed proxy form or the registration confirmation with the completed proxy form to your representative. You can also hand over the registration confirmation to your representative and convey the proxy or verification of it to the address stated below.

If you would like to authorize a third party via the Company's password-protected Annual General Meeting portal, please log in to the Annual General Meeting portal at <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting> to authorize your representative electronically. You will find the relevant personal access data for the Annual General Meeting portal in the registration confirmation which will be sent to you after proper registration. You must then provide your proxy with your access data for the Annual General Meeting portal independently and in a timely manner.

Please also note the instructions in the convocation regarding the granting, amendment and revocation of declaration by regular mail, fax, email and via the Annual General Meeting portal, as well as the instructions regarding the timely exercise of your voting rights.

Please expressly draw your proxy's attention to this procedure and the circumstances.

### Postal vote and proxy/instructions to the proxy holders designated by the company

If you do not authorize a third party, you can use this form to cast your vote by means of postal vote or have your voting rights exercised by the proxy holders designated by the company. You can also use the form printed on the registration confirmation for this purpose. Alternatively, you can also use the electronic voting portal of the Annual General Meeting for postal votes or granting proxies to the proxy holders designated by the company.

Please issue an instruction for all proposed resolutions. Check the YES field to approve or the NO field to reject. If no check mark is made, this will be counted as an abstention. Double check marks are considered to be invalid. If under an agenda item collected proposals are put to vote separately, your instructions apply respectively to the separate votes.

We kindly request that postal votes as well as proxies/instructions to proxy holders designated by the company as well as any changes or revocations be issued (i) electronically via the Annual General Meeting portal until the question-and-answer session is formally ended by the chairman of the meeting or (ii) be sent in writing, i.e. by regular mail, fax or email by no later than **14th May 2020, 12:00 (CEST)** to:

**DMG MORI AKTIENGESELLSCHAFT**  
c/o Computershare Operations Center  
80249 München

**DMGMORI-HV2020@computershare.de**  
**Telefax: +49 (0) 89 30903-74675**

Voting by postal vote and the granting of a proxy together with instructions to the proxy holders designated by the Company as well as any revocation can also be carried out electronically via the Company's Annual General Meeting portal also during the Annual General Meeting until the question-and-answer session is formally ended by the chairman of the meeting.

If conflicting declarations are received via different channels and it is not possible to discern which was issued most recently, these will apply in the following order of priority: 1. by internet 2. by email, 3. by fax and 4. in paper form.

Proxy holders designated by the company can only exercise voting rights for you that have instructions. Proxy holders designated by the company will not implement any orders beyond these.

Any motions or nominations by shareholders (countermotions) to be made available can be viewed on the Internet at: <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>.

The exercise of voting rights by postal vote is not associated with any participation-related rights. Accordingly, shareholders and their representatives may not, during the Annual General Meeting, submit countermotions to the proposals of the Executive Board and/or Supervisory Board on specific items on the agenda or make nominations for the election of the auditor (agenda item 6).

### Data privacy

For details on the handling of personal data and the rights under the General Data Protection Regulation (GDPR), please refer to the Website of the Company at <https://en.dmgmori-ag.com/data-privacy-information>.