

*English translation of original German version for convenience only.*

## **PROXY**

As a shareholder of UBM Development AG I hereby empower

\_\_\_\_\_ (Name of proxy holder in capital letters)

to represent me at the 135<sup>th</sup> ordinary shareholders' meeting of UBM Development AG, FN 100059 x, on Wednesday, 25 May 2016, at 11:00 a.m. with respect to

\_\_\_\_\_ (number/all) shares at

\_\_\_\_\_ (bank that keeps the securities account)

and to exercise all of my rights as a shareholder of UBM Development AG, in particular the voting right.

In particular, I empower the proxy holder named above to vote and to pass resolutions on the following agenda:

1. Presentation of the annual financial statements including the management report, the corporate governance report, the consolidated financial statements including the group management report, the proposal for appropriation of the profit and the report made by the Supervisory Board for the financial year 2015
2. Resolution on appropriation of the net profit
3. Resolution on approval of the actions of the members of the Board of Management for the financial year 2015
4. Resolution on approval of the actions of the Supervisory Board members for the financial year 2015
5. Election of the auditor and group auditor for the financial year 2016

\_\_\_\_\_ (Name and address of shareholder in capital letters)

\_\_\_\_\_ (Date, personal signature of shareholder or facsimile signature)