

**Proxy and voting instructions for the Company representative
at the 89th Koenig & Bauer AG Annual General Meeting
on 28 May 2014 in Würzburg**

Proxy

I/We, _____ (Name of account holder),

herewith empower, revoking all prior proxy appointments issued at an earlier date, Koenig & Bauer AG representative Christopher Kessler, Würzburg, with the right to delegate authority, to act as my/our proxy at the Koenig & Bauer AG Annual General Meeting scheduled for 28 May 2014 and exercise the voting right(s) for

admission ticket no(s). _____

number of shares _____

on my/our behalf in accordance with my/our instructions. The proxy is empowered to delegate or transfer this proxy to a third party.

Instructions

- I/We wish to vote with the Board(s) on every item on the agenda.
 I/We wish to vote also in the event of counter motions, procedural motions and special audit motions with the Board(s).

Or

- I/We do not wish to vote with the Board(s) on every item, and indicate my/our instructions below. Where no specific instruction is given regarding individual items the vote on this item is to be withheld.

Location, date, signature

Telephone number for enquiries
(optional)

**Instructions relating to voting on the items on the agenda at the Koenig & Bauer
Aktiengesellschaft Annual General Meeting**

on 28 May 2014 in Würzburg / admission ticket no(s).. _____

2. Discharge of duties by the members of the Management

Board

- | | | | |
|---------------------------|--------------------------|--------------------------|--------------------------|
| 1. Claus Bolza-Schünemann | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Dr Axel Kaufmann | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Michael Kummert | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. Christoph Müller | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. Ralf Sammeck | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

3. Discharge of duties by the members of the Supervisory

Board

- | | | | |
|---------------------------------|--------------------------|--------------------------|--------------------------|
| 1. Dr Martin Hoyos | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Reinhart Siewert | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Gottfried Weippert | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4 Matthias Hatschek | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. Baldwin Knauf | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. Professor Horst Peter Wölfel | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. Dr Hermann Jung | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. Heinz-Joachim Neubürger | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. Dieter Rampl | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. Claus Weihmann | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. Walther Mann | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 12. Klaus Schmidt | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 13. Michael Gasbarri | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 14. Günter Hoetzel | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

4. Appointment of auditors for 2014

- | | | |
|--------------------------|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--------------------------|--------------------------|--------------------------|

5. Appointment of members of the Supervisory Board

- | | | | |
|--------------------|--------------------------|--------------------------|--------------------------|
| a. Dr Martin Hoyos | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| b. Dagmar Rehm | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

6. Revision of articles of association
7. Change to articles of association regarding term of office of a Supervisory Board member

Instructions relating to motions from Shareholders

If any motions from Shareholders that have to be published are received by the Group, these will be published together with any comments from the Board(s) on the internet (in the original language) at <http://www.kba.com/investor-relations/hauptversammlung/hv-2014/>. You can add to the Shareholders' motions by voting "no" to the corresponding agenda item listed above and by voting "yes" in the table below. Please enter the name of the proposer as well as the number of the agenda item which corresponds to the Shareholders' motion.

Proposer of motion (name)	Motion to item	Yes	No	Abstain
.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Location, date, signature

Telephone number for enquiries
(optional)