

**90<sup>th</sup> Koenig & Bauer Aktiengesellschaft Annual General Meeting  
at 11am on Thursday, 21 May 2015  
at the Vogel Convention Center, Würzburg**

**Information on the procedure of voting by proxy and the proxy form**

Dear Shareholder,

You may exercise your voting right at the Annual General Meeting by a proxy holder, e.g. by a credit institute, a shareholders' association or a different person of your choice.

In the case of a proxy, timely registration and proof of the share ownership in accordance with the requirements stated in the invitation to the Annual General Meeting are also required. You may contact your depository bank for this purpose and your admission ticket will then be sent to you via your bank.

The grant of proxy, its revocation and proof of the proxy towards the Company must be in text form.

Granting proxy and its revocation may either be declared towards the proxy holder or towards the Company at the following address:

Koenig & Bauer Aktiengesellschaft  
Investor Relations  
Friedrich-Koenig-Straße 4  
97080 Würzburg  
Telefax: +49 (0) 931 909-4880  
Germany  
Email: [corinna.mueller@kba.com](mailto:corinna.mueller@kba.com)

Proof of proxy may also be submitted to the address stated above. Proof of proxy may also be provided on the day of the Annual General Meeting in text form at the entrance and exit control.

In the case of granting proxy to credit institutes, shareholders' associations or any institutes, companies and persons equal to these pursuant to section 135 paragraph 8 or 10 of the German Stock Corporation Act, particularities are usually to be respected which can be requested with the person or entity to be respectively authorized. We therefore kindly ask the Shareholders intending to authorize a credit institute, a shareholders' association or a different company or person equal to these pursuant to section 135 paragraph 8 or 10 of the German Stock Corporation Act to exercise their voting rights to discuss the form of proxy with the person or entity to be authorized.

You can find a form that can be used for granting proxy on the back of your entry ticket. We kindly ask you to use this form for authorizing a trustworthy third person of your choice.

The respective form is also available for download on the Company's website at <http://www.kba.com/investor-relations/hauptversammlung/hv-2015/>. Furthermore, we will

send you this form if desired. Please contact the Company at the following address for this purpose:

Koenig & Bauer Aktiengesellschaft  
Investor Relations  
Friedrich-Koenig-Straße 4  
97080 Würzburg  
Germany  
Telephone +49 (0) 931 909-4334  
Telefax: +49 (0) 931 909-4880  
Email: [corinna.mueller@kba.com](mailto:corinna.mueller@kba.com)

Please note: If you wish to grant proxy to the Company's voting representatives, please use the form available on <http://www.kba.com/investor-relations/hauptversammlung/hv-2015/> intended for this purpose.

If a Shareholder authorizes more than one person, the Company may reject one or more of these persons.

After granting proxy, registered Shareholders may still attend the Annual General Meeting in person.

If you have any questions with respect to voting by proxy, please do not hesitate to contact Corinna Müller:

Koenig & Bauer Aktiengesellschaft  
Corinna Müller  
Friedrich-Koenig-Straße 4  
97080 Würzburg  
Telephone +49 (0) 931 909-4334  
Telefax: +49 (0) 931 909-4880  
Germany  
Email: [corinna.mueller@kba.com](mailto:corinna.mueller@kba.com)

Würzburg, March 2015

Koenig & Bauer Aktiengesellschaft

The Management Board