

## Proxy to the Company Proxies

for the Annual General Meeting of First Sensor AG on May 24, 2017

We would ask you to fill in this form and send it **together with your admission ticket or specifying your admission ticket number** directly to the following address by May 23, 2017, 24:00 (CEST) (time of receipt by the Company is decisive):

First Sensor AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich  
Germany

Fax: +49 (0)89 210 27 289  
E-Mail: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

### Proxy to the proxies of the First Sensor AG

Authorising person's first name Authorising person's surname

Admission ticket number Number of shares

I/We authorise **the Company proxies provided by First Sensor AG**, Mr. Bernhard Orlik and Mr. Jörg Engmann, employees of Link Market Services GmbH, business address Munich, Germany, each of them individually with the right to delegate authorisation, to represent me/us at the above-mentioned Annual General Meeting by disclosure of my/our name in the list of participants and to exercise my/our voting right(s) or have such voting right(s) exercised with the following instructions:

Item on the agenda	Yes	No	Abstention
2. Resolution on the use of the company's net retained profits for the 2016 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the approval of the actions of the members of the Management Board for the 2016 financial year ending December 31, 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the approval of the actions of the members of the Supervisory Board for the 2016 financial year ending December 31, 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the choice of auditor of the financial statements and auditor of the consolidated financial statements, along with the auditor for the audit review of the consolidated interim financial report for the 2017 financial year ending on December 31, 2017	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on withdrawing the authorization of the Annual General Meeting on May 4, 2016 (item 5) to issue subscription rights under the Stock Option Plan 2016/I and the relevant contingent capital (Contingent Capital 2016/I), on the adjustment to the Contingent Capital 2013/I, on the authorization to issue subscription rights to the Management Board (Stock Option Plan 2017/I) and creation of relevant contingent capital (Contingent Capital 2017/I) and to amend the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the increase in number of Supervisory Board members and amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the election of Supervisory Board members			
a) Prof. Dr. Alfred Gossner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Prof. Dr. Christoph Kutter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the withdrawal of the resolution from the Annual General Meeting of the company dated September 11, 2012 (agenda item 6) regarding the authorization to issue convertible and/or warrant bonds, on the cancellation of Contingent Capital 2012, on the authorization of the Management Board to issue convertible and/or warrant bonds 2017 and to create the relevant contingent capital (Contingent Capital 2017/II) and to amend the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

Signature(s) or person(s) making the declaration due to § 126b BGB

## Information on Authorising the Company Proxies

You can authorise the proxies provided by First Sensor AG, Mr. Bernhard Orlik and Mr. Jörg Engmann, employees of Link Market Services GmbH, business address Munich, Germany, who can each vote on your behalf on their own and are bound by your instructions. The Company proxies are entitled to vote on your behalf only if you have given them specific instructions regarding the individual motions proposed for the items on the agenda. The Company proxies must follow your instructions when voting on the motions proposed as announced in the agenda.

You have the following possibility for authorising and instructing the above-mentioned Company proxies using the form "Proxy to the Company proxies".

### **Sending of proxy to the Company proxies of First Sensor AG by post, fax or e-mail:**

Please use the form "Proxy to the Company proxies". With this form, you authorise the above-mentioned proxies provided by First Sensor AG and instruct them how your voting right(s) on the motions proposed is/are to be exercised.

Then send (by post or e-mail) or fax your form "Proxy to the Company proxies" together with the admission ticket or specifying your admission ticket number directly to the following address:

By post:	First Sensor AG c/o Link Market Services GmbH Landshuter Allee 10 80637 Munich Germany
Or by fax:	+49 (0)89 210 27 289
Or by e-mail to:	inhaberaktien@linkmarketservices.de

### **Important information:**

Please note that only shareholders who have registered in good time and who are entitled to participate and vote are entitled to grant authorisation and issuing instructions for exercising their voting right(s) to the Company proxies provided by First Sensor AG. Please fill in and send the form to the Company together with your admission ticket or specify your admission ticket number by May 23, 2017, 24:00 (CEST) (time of receipt by the Company).

If the Company receives authorisations and instructions for Company proxies by several means of transmission (post, fax, e-mail or internet), the last formally valid proxy with relevant instructions received will be considered binding.

If instructions are not properly filled out or not clearly given, the Company proxies, depending on the voting procedure, will either abstain or not participate in the voting for the respective agenda items. The Company proxies are required to vote in accordance with your instructions and are not permitted to exercise your voting right in ballots that were not announced before the General Shareholders' Meeting (e.g. procedural motions). Depending on the voting procedure, the Company proxies will either abstain or not participate in the voting in these cases. You cannot instruct the Company proxies to raise an objection, file a motion or ask questions.

In case of personal attendance of a shareholder or an authorised third party at the General Shareholders' Meeting the proxy to the Company proxies must be revoked in text form.

If you have any questions about the proxies, please call our

**Annual General Meeting hotline**

between 9:00 and 17:00, Mondays to Fridays (except public holidays in Germany) at

**+49 (0)89 210 27 222**