

Sender:

(Please insert name and address, including your telephone number for possible enquiries)

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**To be delivered prior to the 26th Annual General Meeting via letter, email or telefax to:
Warimpex Finanz- und Beteiligungs Aktiengesellschaft
"Floridotower" Floridsdorfer Hauptstraße 1,
A-1210 Vienna, Austria
E-Mail: daniel.folian@warimpex.com
Fax.: +43 (0)1 310 55 00 122**

PROXY

for the exercise of voting rights of shares in the 26th Annual General Meeting of

Warimpex Finanz- und Beteiligungs Aktiengesellschaft

(FN 78485 w, ISIN AT0000827209)

on Monday, 11 June 2012

As a shareholder of Warimpex Finanz- und Beteiligungs Aktiengesellschaft I hereby authorise

IVA – Interessensverband für Anleger (Austrian Shareholders' Association)

(registration number 297 686 669)

Feldmühlgasse 22, A- 1130 Vienna, Austria

to represent me at the 26th Annual General Meeting of Warimpex Finanz- und Beteiligungs Aktiengesellschaft, FN 78485 w, on Monday, 11 June 2012, at 10.00 am, at A-1210 Vienna, "floridotower", Floridsdorfer Hauptstraße 1, 30th floor, and to exercise all rights to which I am entitled as a shareholder of Warimpex Finanz- und Beteiligungs Aktiengesellschaft, in particular to exercise all voting rights.

I hereby authorise the above-mentioned person to exercise my voting rights for the agenda items 3-11 and to pass resolutions as follows (please tick as appropriate):

agenda item 3	Pro	Contra	Abstention
	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
agenda item 4	Pro	Contra	Abstention
	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
agenda item 5	Pro	Contra	Abstention
	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
agenda item 6	Pro	Contra	Abstention
	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
agenda item 7	Pro	Contra	Abstention
	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

agenda item 8	Pro <input type="radio"/>	Contra <input type="radio"/>	Abstention <input type="radio"/>
agenda item 9	Pro <input type="radio"/>	Contra <input type="radio"/>	Abstention <input type="radio"/>
agenda item 10	Pro <input type="radio"/>	Contra <input type="radio"/>	Abstention <input type="radio"/>
agenda item 11	Pro <input type="radio"/>	Contra <input type="radio"/>	Abstention <input type="radio"/>

If none or only certain of these agenda items have been ticked, we assume that the proxy has been granted without restriction for all or certain agenda items respectively.

The representative is entitled to pass on the proxy to another person.

(Name / company name and address of the shareholder in block letters)

(Date, personal signature of the shareholder / corporate signature of the shareholder)

(Depository institution, bank sort code / BIC, depository number)

(Number of no-par value voting bearer shares)