

PROXY

As shareholder of Semperit Aktiengesellschaft Holding, I hereby authorise

**Dr. Michael Knap,
Vice President of the Interessenverband für Anleger (Association for Investors or “IVA”)**

to represent me/us at the Annual General Meeting of Semperit Aktiengesellschaft Holding, 1030 Vienna, (FN 112544g, ISIN AT0000785555), on April 30, 2013 at 10:00 a.m. in Tech Gate Vienna, Donau City Str. 1, 1220 Vienna, and to exercise the voting right on my/our behalf.

This proxy relates tounits of my shares in my safe custody account with account number..... at (name of credit institution). (If you leave these fields blank, the proxy automatically relates to all shares for which a safe deposit receipt was issued on the record date by one or several of the credit institutions maintaining a safe custody account.) The proxy holder is permitted to grant a sub-proxy. In particular, I authorise the aforementioned proxy to exercise the voting right on the following agenda and to approve the resolutions:

1. Presentation of the approved Annual Financial Statements, the Management Report and Corporate Governance Report, along with the Consolidated Financial Statements and the Consolidated Management Report, the proposal for the appropriation of the net profit and the Report of the Supervisory Board for the 2012 financial year
2. Resolution on the appropriation of the net profit
3. Resolution on the discharge of the members of the Management Board for the 2012 financial year
4. Resolution on the discharge of the members of the Supervisory Board for the 2012 financial year
5. Appointment of the auditor of the annual financial statements and the consolidated financial statements for the 2013 financial year
6. Election of two members to the Supervisory Board
7. Resolution on the remuneration of the Supervisory Board

I hereby instruct the aforementioned proxy to vote regarding the agenda items 2 to 7 as follows: (check as appropriate; the proxy is invalid without an explicit instruction).

ITEM 2

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 3

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 4

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 5

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 6

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

I/we acknowledge that the proxy holder does not accept instructions for requests to speak, for filing notices of opposition against shareholder resolutions or for raising questions or motions.

I/we acknowledge that a requirement for exercising the voting right in the Annual General Meeting by the proxy is proof of shareholding on the record date (April 20, 2013), i.e., the Company receives a safe custody receipt pursuant to Article 10a of the Austrian Stock Corporation Act (AktG) by no later than April 25, 2013 in accordance with the provisions of the invitation at one of the addresses mentioned therein.

(Name/company and address/headquarters of the shareholder in BLOCK LETTERS)

(Place, Date) (Signature / duly signed / replica of the signature)

NOTE:

We request that you provide the proxy by no later than April 25, 2013 at 3:00 p.m.:

By fax: +43 (1) 79 777 - 601

By email: hauptversammlung@semperitgroup.com, in which case the proxy must be enclosed with the email as a text document, for example as a PDF file

By mail: Semperit Aktiengesellschaft Holding
Attn: Legal Department
Modecenterstrasse 22, 1031 Vienna