

Please return by 14 March 2017, at midnight (end of day) (CET) – latest receipt date!

bmp Holding AG
c/o Computershare Operations Center
80249 Munich
Fax: +49 89 30903-74675
E-Mail: bmp-HV2017@computershare.de

Special proof pursuant to section 123 of the German Stock Corporation Act (Aktengesetz – AktG) for attendance at the General Meeting of bmp Holding AG on 21 March 2017 in Berlin and form for grant of proxy and issuance of instructions pursuant to section 124a AktG

If you were registered by your custodian institution directly for our General Meeting and wish to attend the General Meeting in person, you do not need to do anything.

If you were registered by your custodian institution directly for our General Meeting, but cannot attend in person, you can grant our proxy holder power to exercise your voting rights.

For this, please use PART 2 of this form.

If you were not registered by your custodian institution directly for our General Meeting, you can personally do so on this form (PART 1).

If you wish in addition to grant our proxy holder power to exercise your voting rights, also fill out PART 2 of this form.

Please send the complete form (three pages) both in advance via fax (see above) and the original to the above address, and don't forget to sign at the places indicated for this!

Please fill out the complete form clearly and legibly in block letters.

You can obtain further information from our registration instructions on our home page.

TOP SECTION (to be filled out by the custodian institution in both cases)

Shareholder data:

Last name, first name: _____

Street: _____

Postal code and place: _____

We hereby confirm to you that, on the record date 28 February 2017, at midnight (start of day) (CET),

_____ shares

of bmp Holding AG, ISIN DE0003304200,
were held in your custody account.

- We as a custodian institution directly registered or will directly register the shareholder's shares for the General Meeting of bmp Holding AG.
- We, as a custodian institution, did not directly register or will not directly register the shareholder's shares for the General Meeting of bmp Holding AG. The shareholder in Part 1 of this form will register the shares.

Place, date

Custodian Institution
(stamp/signature)

Special proof pursuant to section 123 AktG and form for grant of proxy and issuance of instructions pursuant to section 124a AktG 1/3

Shareholder: Last name, first name

PART 1 (registration of shares for attendance at the General Meeting)

Please note: If your shares will not be or were not registered by your custodian institution and you wish to attend the General Meeting in person or grant proxy to a third party, you can do this below.

Confirmation

I affirm that my shares were not and will not be directly registered by my custodian institution.

Place, date

Signature(s) or name of the declarant(s) (readable)

Extent of attendance

The shareholdings attested in the top section will be registered if the following declaration is not selected.

I/we wish only to be registered with _____ shares for the General Meeting.

Order for admission ticketsIndividual person

I am coming to the General Meeting in person and need one two admission ticket(s)

Body of persons

We are coming to the General Meeting in person and need

two admission tickets for both of us

one admission ticket made out to _____
(last name, first name, address)

for a proxy holder or association of shareholders

I/we are not coming to the General Meeting in person. The admission ticket is to be made out to

(last name, first name, address)

Place, date

Signature(s) or name of the declarant(s) (readable)

PART 2 (Proxy/instructions to the company's proxy holder)

Please note: If you wish to grant our company's proxy holder power to exercise your voting rights, you can do this here:

I/we hereby empower the company's proxy holder, Ms. Katja Gartung, with the right to issue a sub-proxy, to exercise my/our voting rights in the name of the person to whom it concerns – without disclosing my/our name

- in favour of the management recommendations on all agenda items
- in accordance with the following instructions

No mark will be considered as abstention.

Proxy / instructions are revoked on the condition of the personal participation of the principal or his representative at the meeting

Agenda items	yes	no
2 Resolution on a capital reduction and amendment to the Articles of Association		

Place, date

Signature(s) or name of the declarant(s) (readable)