

# Proxy form and voting instructions

to the designated DEAG Deutsche Entertainment AG proxies  
for the Annual General Meeting of Shareholders on June 28, 2011



Please fill out, and return this proxy form and voting instructions **together with your admission ticket or admission ticket number** directly to the designated DEAG Deutsche Entertainment AG proxies:

**Via mail:**

DEAG Deutsche Entertainment AG  
c/o Haubrok Corporate Events GmbH  
Landshuter Allee 10  
80637 Munich  
Germany

**via fax:**

+49 (0) 89 210 27 289

**via e-mail:**

melledaten@haubrok-ce.de

## Proxy form

I/We \_\_\_\_\_ hereby authorise  
(name(s))

the designated DEAG Deutsche Entertainment AG proxies, Mr Bernhard Orlik and Ms Caroline Müller, both employees of the company Haubrok Corporate Events GmbH, Munich, each acting alone in his/her capacity as a proxy – together with the right to delegate his/her authority to another person – to represent me/us at the Shareholders' Meeting of DEAG Deutsche Entertainment AG on Tuesday, June 28, 2011

and to exercise my/our voting right of \_\_\_\_\_ shares as per admission ticket number \_\_\_\_\_  
(number of shares) (admission ticket number(s))

according to the following voting instructions.

## Voting instructions

Please give voting instructions for **all relevant items** on the agenda, but **only one** voting instruction for each item.

Item on the Agenda	Yes	No	Abstention
2. Resolution on the appropriation of net earnings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the ratification of the members of the Executive Board for the financial year 2010	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the ratification of the members of the Supervisory Board for the financial year 2010	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the election of the auditor and group auditor for the financial year 2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the creation of new Authorised Capital in the amount of 6,194,491.00 EUR (Authorised Capital 2011) and on the appropriate amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the approval of an affiliation agreement according to § 293 (1) German Stock Corporation Act (AktG)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In case the corporation has received motions by shareholders within the legally prescribed time limit, these are published on the German internet page of the Corporation under [www.deag.de](http://www.deag.de) -> Investor Relations -> Hauptversammlung. You can give voting instructions for these motions by entering the name of the shareholder and if required, the motion in the following table. Do not forget to give an instruction by marking the field "Yes", "No" or "Abstention".

Countermotions of shareholders	Yes	No	Abstention
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Your voting instructions are **only valid**, if your name(s) is/are mentioned on the **admission ticket(s)**. Furthermore you have to fill out the proxy form and voting instructions, and return this form to the designated DEAG Deutsche Entertainment AG proxies as possible until **Monday, June 27, 2011, 06:00 p.m. CEST**.

\_\_\_\_\_, den \_\_\_\_\_  
(City) (Date)

\_\_\_\_\_  
(Signature(s) or other closing of declaration according to section 126b BGB (German Civil Code))

Phone number for possible inquiries (voluntary information): \_\_\_\_\_ / \_\_\_\_\_