



Please find here for your information a sample of our proxy and instruction form which will be provided by post (including envelope with return postage paid) to every shareholder entered in the share register in personalised form together with the invitation to the Annual General Meeting. We would request all our shareholders to use if possible only the form that has already been prepared with their personal data to register for the Annual General Meeting (ordering admission cards, postal voting, giving proxies and instructions).

Name registered shareholder(s)* _____
 Street and city* _____
 Shareholder number* _____
 Shareholding _____

* mandatory information

1 ORDERING ADMISSION CARDS

We would ask you to return your order for admission cards by **3 May 2016 – date of receipt by us** – in the enclosed postage-paid envelope or by fax to +49 (0)69/22 22 34 287. Please note that no consideration can be given to additional remarks outside the fields provided.

- 1a Order admission cards for registered shareholder(s)**
 I/We will attend the Annual General Meeting in person.
 Please issue one admission card (each) in my/our name(s).
- 1b Order admission cards for a companion**
 I/We will attend the Annual General Meeting in person and additionally authorise a companion.
 The voting rights are to be divided equally between the ordered admission cards.
- 1c Order admission cards for proxies to exercise the voting right**
 I/We will **not attend** the Annual General Meeting **in person** and authorise the following person to exercise the voting right.

Re. 1b Companion/1c Proxy

Name	Forename	
Street, Number	Postcode	City

This proxy includes the power to delegate authority and may also be transferred to a third party for exercise.

2 Postal vote

We would ask you to return your votes by **3 May 2016 – date of receipt by us** – in the enclosed postage-paid envelope. I/We will not attend the Annual General Meeting in person.

- I/We hereby register my/our shareholding and cast my/our votes **as indicated on the reverse**.

_____ →
Please turn over to cast your votes

3 PROXY AND INSTRUCTIONS

The voting rights are to be exercised in accordance with legal provisions and the Articles of Association pursuant to the following proxy and the instructions given.

3a Proxy and instructions for representatives

We would ask you to return your proxy and instructions by **3 May 2016 – date of receipt by us** – in the enclosed postage-paid envelope or by fax to +49 (0)69/22 22 34 287.

- I/We hereby give proxy to the company representatives Julia Hartmann or Rainer Filitz and instruct them to vote **on all items in line with the interests of management**. Instructions on the reverse shall therefore be disregarded.
- I/We hereby give proxy to the company representatives Julia Hartmann or Rainer Filitz and instruct them to vote **according to the specific instructions (see reverse)**.

_____ →
Please turn over to give instructions

3b Proxy and instructions for a financial institution/shareholders' association

Prior to transferring voting rights we would ask our shareholders to inquire whether the financial institution/shareholders' association is willing to represent your voting rights.

Please send this proxy to the financial institution / shareholders' association of your choosing in sufficient time as to facilitate registration by **3 May 2016 – date of receipt by us**. The enclosed postage-paid envelope cannot be used in this case.

- I/We hereby give proxy to the following financial institution / shareholders' association and instruct it to vote **on all items in line with the interests of management**.
- I/We hereby give proxy to the following financial institution / shareholders' association and instruct it to vote **according to the proposals for voting / specific instructions (see reverse)**.

_____ →
Please turn over to give instructions

BIC (Business Identifier Code)	Name of financial institution/shareholders' association
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I/We authorise the aforementioned person/institution to exercise the voting right at the Annual General Meeting as instructed – without disclosure of my/our name, i.e. on behalf of the party concerned. This proxy includes the power to delegate authority and may also be transferred to a third party for exercise. In the case of 3a the company's representatives are each authorised individually. This proxy must be completed in full and may not contain any other declarations.

Re. 1, 2 or 3: Signature or Person making the Declaration/as per power of representation (must be completed)

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Phone number in case of queries

Name registered shareholder(s)* _____

Street and city* _____

Shareholder number* _____

Shareholding _____

* mandatory information

4 INSTRUCTIONS or VOTING

Please remember to return by no later than Tuesday, 3 May 2016 – date of receipt by us.

In order to exercise your voting right please give instructions to the proxies or cast your vote(s) by postal vote. Only one instruction may be given or vote cast for each item of the agenda.

Please check in black or blue ink only.



Agenda item

YES NO ABTAIN

1. Presentation of the adopted 2015 annual financial statements including management report and report by the Supervisory Board

(no voting required)

2. Appropriation of the disposable profit

YES NO ABTAIN

3. Ratification of the acts of management of the Executive Board for the 2015 financial year

YES NO ABTAIN

4. Ratification of the acts of management of the Supervisory Board for the 2015 financial year

YES NO ABTAIN

5. Authorisation to issue convertible bonds, warrant bonds and participating bonds; Creation of a new contingent capital and corresponding amendment of the Articles of Association

YES NO ABTAIN

6. Creation of new authorised capital and corresponding amendment of the Articles of Association

YES NO ABTAIN

7. Possibility to use a portion of the authorised capital to issue shares to employees

YES NO ABTAIN

8. Approval of a control and profit transfer agreement

YES NO ABTAIN

The instructions refer to the resolutions proposed by management that were published in the Federal Gazette on 29 March 2016.

Requests

If you wish to support the countermotions indicated by letters in the event of a separate vote, please check the field corresponding to the letter of the countermotion.

A _____

YES NO ABTAIN

B _____

YES NO ABTAIN

C _____

YES NO ABTAIN

The countermotions to the agenda submitted by shareholders that are to be made accessible can be found exclusively on the company website at: www.hannover-re.com/286045/2016-annual-general-meeting