



Procedure for voting/proxy votes

Shareholders, who do not wish to attend the General Meeting in person, may exercise their voting rights via a proxy, including via a shareholders' association. Timely registration and proof of share ownership is also necessary in such cases. A power-of-attorney may be granted by means of a declaration to the person to be appointed as a proxy as well as by means of a declaration to the Company. The proxy may also be granted after the shareholder's registration for the General Meeting. The forms, which are sent to the shareholders after they have duly registered, can be used for granting the proxy. If a shareholder appoints more than one person as a proxy, the Company may deny access to one or more of them.

The grant of the proxy, its revocation and proof of the authorization in relation to the Company in principle require text form (Paragraph 126b German Civil Code (BGB)). Revocation may also occur by virtue of the grantor of the proxy appearing at the General Meeting personally. If a credit institution, a shareholders' association or another institution or person mentioned in Paragraph 135 German Stock Corporation Act (AktG) is to be authorized to act as a proxy it is possible that the institutions or persons to be appointed as proxies may demand a particular form of proxy because they must verifiably record the proxy pursuant to Paragraph 135 German Stock Corporation Act (AktG). If a shareholder wishes to appoint a bank, a shareholders' association or another institution or person mentioned in Paragraph 135 German Stock Corporation Act (AktG) as a proxy they are urgently advised to reach agreement with said institutions or persons about a possible form of proxy.

The Company offers the following e-mail address as an electronic means for sending the proof of the proxy: HV2013-Wirecard@computershare.de

Proxy votes through proxies of the Company

The Company offers its shareholders the possibility of authorizing proxies, who have been appointed by the Company, but who are bound by the directions of the shareholders, to exercise their voting rights already before the General Meeting. If proxies appointed by the Company are to be authorized, said proxies must in any event be given instructions for exercising the voting right. Without said instructions the power-of-attorney will be void. The proxies are obliged to vote as instructed.

Shareholders will receive details about granting proxies and issuing voting instructions to the proxies appointed by the Company as well as other details regarding attendance at the General Meeting and the exercise of voting rights together with their entrance ticket to the General Meeting. The relevant information can also be viewed on the website of the Company at <http://www.wirecard.de> (English version: under "Investor Relations" there "AGM").