

Please find here for your information a sample of our power of attorney 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 virtual 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 virtual Annual General Meeting (postal voting, giving power of attorney and instructions).

Date of Annual General Meeting: **7 May 2020**

Name registered shareholder(s)* _____

Street and city* _____

Shareholder number* _____

Shareholding _____

* mandatory information

1 POSTAL VOTE

Please return your votes by **30 April 2020, 24:00 hours CEST (time of receipt)** in the enclosed postage-paid envelope.

Herewith I / we register my / our shareholding and vote **as indicated overleaf**.

(For voting please see next page)

or 2 AUTHORISATION and INSTRUCTION

My / our shareholding is hereby registered for the virtual Annual General Meeting. The voting rights are to be exercised in accordance with the statutory provisions and the Articles of Association in accordance with the power of attorney and instructions below.

2a Authorisation and instructions to the proxies of Talanx AG

Please send the power of attorney and instructions by **30 April 2020, 24:00 hours CEST (time of receipt)** in the enclosed postage-paid envelope or by fax to +49-69 2222-3312

I / we hereby authorize and instruct the proxies Dr Florian Schmidt and Bernhard Krebs, to vote **as recommended by management in all points**. Instructions on the back page shall therefore be disregarded.

I / we hereby authorise and instruct the proxies Dr Florian Schmidt and Bernhard Krebs, **according to the individual instructions (see back page)**.

(For issuing instructions please see next page)

2b Power of attorney and instructions to an intermediary (e.g. a financial institution)/a shareholders' association or person as defined by § 135 Abs. 8 German Corporation Act (AktG)

Before transferring voting rights, we ask our shareholders to inquire whether the intermediary, the shareholders' association or person as defined by § 135 Abs. 8 AktG accepts your voting rights as a proxy.

Please send this power of attorney to the intermediary, the shareholders' association or person as defined by § 135 Abs. 8 AktG in good time so that registration is possible until **30 April 2020, 24:00 hours CEST (time of receipt)**. The enclosed postage-paid envelope cannot be used in this case.

I / we hereby give power of attorney to the following intermediary(s), shareholders' association or person as defined by § 135 Abs. 8 of the German Stock Corporation Act (AktG) and instruct them to vote in **all points as recommended by management**.

Herewith, I / we authorise the following intermediary(s), shareholders' association or person as defined by § 135 Abs. 8 AktG and instruct them to vote in **accordance with the voting proposal or individual instructions (see overleaf)**.

(For issuing instructions please see next page)

I / we hereby give power of attorney without instructions to the following intermediary(s), shareholders' association or person as defined by § 135 Abs. 8 AktG.

BIC intermediary (credit institution)

Name of intermediary / shareholder association / equivalent person or institution pursuant to § 135 (8) AktG.

I / we authorise the aforementioned person / institution to exercise my / our voting rights at the Annual General Meeting - in the case of 2b without disclosure of my / our name, i.e. on behalf of the person it concerns. This power of attorney includes the right to grant sub-proxy and to transfer the power of attorney to a third party for exercise. In the case of 2a, the company's proxies are authorised separately and individually.

Re. 1 or 2: Signature or person of the declarant / according to power of representation (please make sure to fill in)

Phone number in case of queries

Date of Annual General Meeting: **7 May 2020**

Name registered shareholder(s)* _____

Street and city* _____

Shareholder number* _____

Shareholding _____

* mandatory information

INSTRUCTIONS

In case for postal vote or the exercise of voting rights by proxies nominated by the company, an intermediary (e.g. a credit institution), a shareholders' association or another in accordance with § 135 (8) AktG named person or institution.

Please remember to return by no later than Thursday, 30 April 2020, 24:00 hours (CEST) (time of receipt).

Agenda

Please check in black or blue ink only.

	YES	NO	ABSTAIN FROM VOTING
1. Presentation of the adopted annual financial statements and the approved consolidated financial statements for Talanx AG and the Group for the financial year 2019			
	(no voting required)		
2. Appropriation of disposable profit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Ratification of the acts of management of the Board of Management for the financial year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Ratification of the acts of management of the Supervisory Board for the financial year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The instructions refer to the resolutions proposed by management that were published in the Federal Gazette on 2 April 2020.

Requests

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

A _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
B _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
C _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The counter motions to the agenda submitted by shareholders that are to be made accessible can be found exclusively on the company website at: www.talanx.com/agm