**PROXY**

As a shareholder of **Marinomed Biotech AG**, I/we hereby authorize

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Print name of proxy holder in capital letters)

to represent me/us at the 2nd Annual General Meeting of Marinomed Biotech AG, FN 276819 m, to be held on Tuesday, June 11, 2019, at 15:00 CET, as shareholder(s) and to exercise all rights to which I am/we are entitled as shareholder(s) of Marinomed Biotech AG, including, but not limited to the voting right.

In particular, I/we authorise the above mentioned proxy holder to vote on my/our behalf and pass resolutions regarding the following **agenda items**:

1. Resolution on the discharge of the members of the management board from their responsibility for the fiscal year 2018
2. Resolution on the discharge of the members of the supervisory board from their responsibility for the fiscal year 2018
3. Resolution on the compensation for the members of the supervisory board
4. Election of the auditor of the financial statements for the fiscal year 2019

I/we issue the instruction to above mentioned proxy holder to vote on my/our behalf regarding the resolution proposals of the management board and the supervisory board for agenda items 2 to 5 as stipulated in the invitation to the Annual General Meeting made available for download at the website of the Company [www.marinomed.com](http://www.marinomed.com) as follows (please mark with a cross as applicable); without particular instruction, the proxy holder will abstain from voting:

**AGENDA ITEM 2**

|  |  |  |
| --- | --- | --- |
| YES Vote | NO Vote | Abstention |

**AGENDA ITEM 3**

|  |  |  |
| --- | --- | --- |
| YES Vote | NO Vote | Abstention |

**AGENDA ITEM 4**

|  |  |  |
| --- | --- | --- |
| YES Vote | NO Vote | Abstention |

**AGENDA ITEM 5**

|  |  |  |
| --- | --- | --- |
| YES Vote | NO Vote | Abstention |

In case there is an individual voting on one or multiple agenda items during the Annual General Meeting, the instruction for voting on such agenda item shall be applicable to each subitem.

The above mentioned proxy holder is entitled and authorised to grant sub-authorizations.

The above mentioned proxy holder is entitled and authorised to perform all actions and make all declarations free of the restrictions relating to self-contracting and dual representation.

**Information on the protection of shareholder data**

Marinomed Biotech AG processes personal data of its shareholders (including, but not limited to, those pursuant to article 10a para. 2 of the Austrian Companies Act (AktG), i.e. name, address, date of birth, securities deposit number, number of shares held by the shareholder, class of shares where applicable, voting card number and, where applicable, name and date of birth of the authorised person(s)) on the basis of the applicable data protection provisions and the Austrian Companies Act (AktG), to enable the shareholders to exercise their rights at the Annual General Meeting.

The processing of personal data of shareholders is an unconditional requirement for the attendance of the shareholders and their representatives at the Annual General Meeting in accordance with the Austrian Companies Act (AktG). Consequently, article 6 (1) c) of the GDPR provides the legal basis for data processing.

The service providers retained for the purposes of organising the Annual General Meeting, will receive exclusively those personal data from Marinomed Biotech AG which are necessary to deliver the services for which they have been contracted, and they will process such data exclusively in accordance with the instructions of Marinomed Biotech AG.

At any time, each shareholder has the right of information, rectification, restriction, revocation and extinction regarding the processing of his/her personal data, as well as a right to data portability under chapter III of the GDPR. Personal data of shareholders will be deleted at the end of the legal retention period. Shareholders may exercise these rights free of charge by contacting Marinomed Biotech AG at the following contact details:

Marinomed Biotech AG

Attn. Dr. Andreas Grassauer

Telefax: +43 (01) 25077 4493

Email: office@marinomed.com

Moreover, the shareholders have the right to file a complaint with the data protection authority in accordance with article 77 of the GDPR.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Name/company and address of the shareholder in capital letters)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Date, personal signature of the shareholder or facsimile of such signature)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Custodian Bank) / (number of no-par value shares)