

Drägerwerk AG & Co, KGaA

Annual shareholders' meeting and
separate meeting of preferred shareholders

Friday, May 7, 2010

at the Lübeck Musik- und Kongresshalle, Willy-Brandt-Allee 10, 23554 Lübeck, Germany



Form of authorization

Ticket no.: Number of shares:

Issued to:
(Name, first name)

.....
(Zip code) (Place of residence)

If the authorization to exercise voting rights at the separate meeting of preferred shareholders is given to any other entity but a bank, shareholders' association or another similar person according to Sec. 135 AktG, the actual authorization as well as any revocation and proof of authorization must be put in text form to the company. The authorization can be declared either to the proxy or the company. Proof of authorizations to participate in the annual shareholders' meeting without the exercising of voting rights must also be provided to the company in text form. A proxy can provide proof of his or her authorization by showing it upon entry on the day of the annual shareholders' meeting or separate meeting of preferred shareholders. The proof of authorization can be sent by post, fax or electronically (e-mail) to the following address: **Drägerwerk AG & Co. KGaA, c/o UBJ. GmbH, Drägerwerk HV 2010, Kapstadtring 10, 22297 Hamburg, Germany, fax: +49 (0) 40 – 6378-5423, e-mail: hv@ubj.de**. The above address, fax and e-mail can also be used if the authorization is to be given directly to the company; it is not necessary to provide separate proof in this case. An authorization can also be revoked by directly informing the company at the address, fax and email above. We would like to ask our shareholders to submit any authorizations, proofs of authorization and revocations of authorizations by post or fax by Thursday, May 6, 2010, 18:00 hours (receipt) at the address above. Banks, shareholders' associations and other similar persons and institutions according to Sec. 135 (8) and (10) in conjunction with Sec. 125 (5) AktG can provide their own form of authorization. We would like to ask our shareholders to agree on the form and procedure of authorization with their proxy or institution in good time.

The company does not name a proxy for exercising voting rights at the annual shareholders' meeting.

Authorization

I / We authorize Mr. / Ms.

.....
First name Name

.....
Zip code, place of residence

to represent me / us at the annual shareholders' meeting and separate meeting of preferred shareholders of Drägerwerk AG & Co. KGaA on May 7, 2010 and exercise the voting right – if applicable – in my / our name. The authorized person may appoint an agent to act on his / her behalf or transfer this authorization to a third party.

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Place, date, signature(s), end of declaration within the meaning of Sec. 126b BGB (Bürgerliches Gesetzbuch: German Civil Code).