



The annual general meeting of Matas A/S will be held on Wednesday, 24 June 2015 at 4:00 p.m. at the Tivoli Hotel & Congress Center, Arni Magnussons Gade 2-4, DK-1577 Copenhagen V.

Name and address: _____

VP account number: _____

This form must be returned to:

Computershare A/S
Kongevejen 418
2840 Holte
Denmark

NB! VP account number MUST be indicated to identify you as a shareholder.

VP-account number is basically the same as your account number. In some cases, the VP account number is your account number plus prefix identification number to your bank. If in doubt, please contact your bank.

Request for admission card

Please fill in this form. Request for admission cards may also be submitted electronically via the shareholder portal at investor.matas.dk by use of your NemID or securities account number (custody account number) and password. If you submit your request for an admission card electronically, you will receive an electronic confirmation of your registration instantly.

Please note that admission card(s) will not be sent until after the registration date which is one week before the general meeting.

PLEASE TICK:

- I wish to attend the general meeting and hereby request an admission card
- I also wish to request an admission card for a companion/advisor

Name: _____

Date

Signature

Nomination of proxy or voting by correspondence

Please fill in the form on the next page. Nomination of proxy and postal votes can also be submitted electronically via the shareholder portal at investor.matas.dk by use of your NemID or securities account number and password. Proxy votes must be submitted no later than **Friday, 19 June 2015**. Postal votes must be submitted no later than **Tuesday, 23 June 2015**.

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Nomination of proxy/ voting by correspondence

If you do not wish to attend or are prevented from attending the general meeting, you may vote by post or appoint a person as your proxy to represent you at the general meeting. A proxy/written vote (voting by correspondence) is valid for shares held by the undersigned on the record date calculated based on entries in the share register.

PLEASE TICK ONE BOX ONLY:

I hereby give proxy to the chairman of the Board of Directors of Matas A/S, or a substitute duly appointed by him, to vote on my/our behalf at the general meeting in accordance with the recommendations by the Board of Directors, cf. the table below.

I hereby give proxy to: _____
Name and address (please use block letters)
to vote on my/our behalf at the general meeting.

I request an admission card for an advisor to my proxy holder:

Name and address (please use block letters)

Proxy instructions: In the table below, I have indicated how I wish the chairman of the Board of Directors to vote on my behalf at the general meeting.

Voting by correspondence: In the table below, I have indicated how I wish to vote at the annual general meeting. Please note that postal votes cannot be withdrawn, and that they will also be cast in case of proposed amendments to the items on the agenda.

If the form is only dated and signed it will be considered a proxy to the Board of Directors in accordance with the recommendations of the Board of Directors as indicated in the table below. If the type of proxy/postal vote is not indicated by checking one of the boxes above, but the form is otherwise completed and signed, the form will be considered as a postal vote.

Items on the agenda of the annual general meeting to be held on Wednesday, 24 June 2015 (short form, please refer to the notice for the complete agenda)	FOR	AGAINST	ABSTAIN	Recommendation by the Board
1. The Board of Directors' report on the company's activities in the past financial year (not subject to resolution)				
2. Presentation and approval of the audited annual report for the 2014/15 financial year including the auditors' report				For
3. Distribution of profit for the year according to the adopted financial statements, including fixing of dividends				For
4. Discharge of the Board of Directors and the Executive Management				For
5. Approval of the level of remuneration of the Board of Directors for the 2015/16 financial year				For
6. Any proposals from the Board of Directors or shareholders. Proposals from the Board of Directors:				
6.a. Reduction of the company's share capital				For
6.b. Authorisation to acquire treasury shares				For
7. Election of members to the Board of Directors:				
a) Re-election of Lars Vinge Frederiksen.....				For
b) Re-election of Lars Frederiksen.....				For
c) Re-election of Ingrid Jonasson Blank				For
d) Re-election of Christian Mariager				For
e) Re-election of Birgitte Nielsen.....				For
8. Appointment of auditor				
a) Re-election of Ernst & Young Godkendt Revisionspartnerselskab				For
9. Any other business (not subject to resolution)				

The proxy applies to all items discussed at the general meeting. In the event new proposals are submitted, including amendments or proposals for election of members to the Board of Directors or appointment of auditor not on the agenda, the proxy holder will vote on your behalf according to his/her best belief. Postal vote will be taken into account if a new proposal is substantially the same as the original. The proxy/postal vote is valid for shares I/we hold at the record date, calculated on the basis of the share register and notifications of ownership, which the company has received but not yet registered in the share register.

Date

Signature

Please note that neither Matas A/S or Computershare A/S can be held responsible for any delay in submitting the material. This form should reach Computershare A/S no later than 19 June 2015 - however, for postal votes no later than 23 June 2015 - by returning the form to Computershare A/S, Kongevejen 418, DK-2840 Holte, gf@computershare.dk or by fax to +45 4546 0998.