

PROXY AND VOTING INSTRUCTIONS

I/We _____

(Name of shareholder(s))

(Address and telephone number in the event of inquiries)

hereby appoint Michael Knap, c/o IVA, 1130 Vienna, Feldmühlgasse 22/4, to represent me/us at the Annual General Meeting of ZUMTOBEL AG on 27 July 2012 at 10 am in Dornbirn and to exercise my/our voting rights. Mr. Knap is hereby authorised to issue substitute proxies.

Furthermore, I/we instruct him to exercise or arrange for the exercise of my/our voting rights as follows:

| Agenda point | In favour | Against | Abstention |
|---|--|--|--|
| 2: Use of profit for the 2011/2012 financial year | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3: Release of the Management Board and Supervisory Board from liability | <input type="checkbox"/> <input type="checkbox"/> | <input type="checkbox"/> <input type="checkbox"/> | <input type="checkbox"/> <input type="checkbox"/> |
| 4: Remuneration of the Supervisory Board for the 2012/2013 financial year | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5: Amendment of the articles of association as follows: Art. IV.3 (elimination of interim certificates), Art. VII.1. (elimination of an age limit for appointments to the Supervisory Board), Art. VIII.3 (modification of the invitation to the annual general meeting) and Art. VIII.4 and 5. (change of address) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6: Election of the auditor for the 2012/2013 financial year | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

If I/we have not issued any instructions (also for individual points on the agenda), Mr. Knap is free to exercise my/our voting rights at his/her discretion.

_____ am _____ 2012 _____
Place Date Signature/For companies, authorised signature

Note: The **original copy** of this form and the depository confirmation issued by the bank must be received by IVA, 1130 Vienna, Feldmühlgasse 22/4, no later than 23 July 2012.

The costs for this proxy will be carried by Zumtobel AG.

All other costs, in particular bank charges for the depository confirmation or mailing fees, must be carried by the shareholder.