

**POWER OF ATTORNEY FOR THE EXTRAORDINARY GENERAL MEETING OF MATERIALISE NV  
ON 28 NOVEMBER 2018**

The undersigned (the “**Undersigned**”): .....

Residing at .....

Holding ..... shares issued by Materialise, a company limited by shares, having its registered office at Technologielaan 15, 3001 Leuven and company number 0441.131.254 (the “**Company**”),

Appoints as its special proxyholder (the “**Proxyholder**”), entitled to act alone, and with power of substitution:

.....

To represent him/her at the Extraordinary General Meeting of Shareholders of the Company, which will be held on November 28, 2018 at 10:00 am CET at the registered office of the Company, and which will decide upon the following agenda, as well as at any other meeting with the same agenda

The Proxyholder is entitled to, in the name and for the account of the Undersigned:

- signing the list of attendees and all deeds and minutes,
- participate to all deliberations, speak and ask questions;
- vote or abstain from voting on the items on the agenda of the abovementioned meeting as set out below; and
- in general, perform all useful or necessary actions on order to participate to the abovementioned meeting and perform this power of attorney.

**AGENDA WITH PROPOSED RESOLUTIONS**

**1.** Introduction of Volker Hammes

This point on the agenda does not require a resolution.

**2.** Appointment of Volker Hammes as director

*Proposed resolution:* appointing Mr. Volker Hammes as director for a period ending after the shareholders' meeting which will be asked to approve the accounts for the year 2018.

**VOTING**

**FOR / AGAINST / ABSTAIN\***

If no choice is made, the Proxyholder will vote for the proposed resolution.

**3.** Remuneration for Volker Hammes

*Proposed resolution:* approval for Mr. Volker Hammes' remuneration (if any) to be at par with the remuneration of the existing independent directors.

**VOTING**

**FOR / AGAINST / ABSTAIN\***

If no choice is made, the Proxyholder will vote for the proposed resolution.

**4. Powers**

*Proposed resolution:* granting powers to Carla Van Steenberghe and Ashlesha Galgale, each with power to act alone and with power of substitution and without prejudice to other delegations of power to the extent applicable, for any filings and publication formalities in relation to the above resolutions.

**VOTING**

**FOR / AGAINST / ABSTAIN\***

If no choice is made, the Proxyholder will vote for the proposed resolution.

If items on the agenda are changed or new items are added to the agenda, the Proxyholder shall:

- Be entitled to vote on such items as he/she deems appropriate; or
- Abstain from voting on such item.\*

Done on ..... 2018,

Undersigned

\_\_\_\_\_  
(The signature must be preceded by 'good for power of attorney').

\* Strike if not applicable