

## **ELECTRONIC ACCESS TO PROXY MATERIALS**

Notwithstanding the foregoing Terms and Conditions and Privacy Policy, if American DG Energy Inc. elects to, or is required to, satisfy its obligations under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), to send or post any proxy statement, proxy card, annual report to shareholders or other proxy materials (collectively, the “Proxy Materials”) by sending a notice of availability of proxy materials, whether or not a standalone document or included within the content of the Proxy Materials (a “Notice”), in accordance with Rule 14a-16 under the Exchange Act, that directs Company shareholders to this website, then the following Terms and Conditions and Privacy Provisions will apply to the use of this website by any shareholder receiving such Notice to access any Proxy Materials specified therein or to vote any receiving shareholder’s shares in accordance with instructions provided in the Notice:

1. Proxy Materials identified in the Notice will be made available to you free of charge on this website on or before the time the Notice is sent to shareholders, and will remain on the website unchanged through the conclusion of the shareholder meeting to which they relate. The Proxy Materials will be available in formats convenient for searching, printing and viewing online.
2. Any identification or control numbers you have received to access Proxy Materials will be used by the Company only to allow you to access the website to obtain Proxy Materials or to vote or execute proxies. This is the only confidential information that will be necessary for you to access a proxy and, if permitted by the Company, to vote or execute a proxy on the website, and it will not link to financial information, trading capabilities or other personally identifiable data.
3. The Company will not track your identity if you are accessing the website simply to view Proxy Materials or to vote or execute a proxy. The website will not install any “cookies” or other software to track or collect information about you when you are accessing Proxy Materials or voting or executing a proxy on the website in response to a Notice.
4. Should you elect to receive an e-mail copy of any Proxy Materials, the Company will not use your e-mail address for any purpose other than furnishing you Proxy Materials. The Company will not disclose or distribute your e-mail address to anyone without your express consent, except to any employee or agent to the extent necessary to send a copy of the Proxy Materials or to the extent necessary by such person to process your vote or proxy execution. Notwithstanding the previous two sentences, if you have submitted your e-mail address for purposes not related to receipt of Proxy Materials in response to a Notice you should refer to the Company’s other Terms and Conditions and Privacy Policy relating to use and disclosure of e-mail addresses.
5. The Company will otherwise maintain this website in a manner that does not infringe on the anonymity of a shareholder accessing the website in response to a Notice.