



**Agenda**  
**for the 138<sup>th</sup> Annual General Meeting of Shareholders**

to be held on Wednesday, **29 May 2019**, at 2.00 p.m. (CET),  
at EURO-PLAZA, Building G, Am Euro-Platz 2, 1120 Vienna

**AGENDA**

1. Presentation of the annual financial statements including the management report and the corporate governance report, the consolidated financial statements including the group management report, the proposal for the appropriation of profits and the report prepared by the Supervisory Board for the financial year 2018
2. Resolution on the appropriation of the net profit
3. Resolution on the discharge from liability of the members of the Management Board for the financial year 2018
4. Resolution on the discharge from liability of the members of the Supervisory Board for the financial year 2018
5. Election of the auditor for the financial statements and for the consolidated financial statements for the financial year 2019
6. Resolution on the new determination of the remuneration of the Supervisory Board and its due dates
7. Election of the Supervisory Board
8. Resolution to be passed on
  - a) the revocation of the authorisation of the Management Board to acquire own shares pursuant to Section 65 para 1 no 4 and no 8 as well as para 1a and para 1b Stock Corporation Act as resolved by the Annual General Meeting on 23 May 2017, as well as the authorisation of the Management Board to sell or use own shares pursuant to Section 65 para 1b Stock Corporation Act; as well as
  - b) the authorisation of the Management Board to acquire own shares pursuant to Section 65 para 1 no 4 and no 8 as well as para 1a and para 1b Stock Corporation Act both via the stock exchange and over the counter in the amount of up to 10% of the share capital, also excluding the proportionate right of disposal that may be associated with such an acquisition (reverse exclusion of subscription rights); as well as
  - c) the authorisation of the Management Board to sell own shares in a manner other than via the stock exchange or a public offering and excluding the general purchase option of shareholders (exclusion of subscription rights); as well as
  - d) the authorisation of the Management Board to redeem own shares.