

Agenda Item 2

The Management Board and the Supervisory Board propose to the Annual General Meeting to pass the following resolution:

RESOLUTION

The profit available for distribution recognised in the financial accounts of the Company as at 31 December 2017 and amounting to EUR 515,760,00.00 will be appropriated in accordance with the Management Board's recommendation:

Each share entitled to a dividend will receive EUR 1.20, adding up to a total of no more than EUR 515,760,000.00.

The Company is not entitled to any dividend payments from its own shares.

The dividend will be paid out to shareholders five banking days after the Annual General Meeting – in deviation from clause 23.4 of the Articles of Association which stipulates payout of dividend 10 days after the Annual General Meeting – i.e. on 1 June 2018.

EXPLANATORY NOTE

From a tax perspective, according to legal requirements currently applicable in Austria, payout of the dividend shall be considered a capital repayment not subject to capital gains tax but reducing the tax acquisition costs of the shares.