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# Additional information regarding the rights of shareholders for the Annual General Meeting of of Fabasoft AG to convene on 3 July 2017

### Requests for items to be put on the agenda in compliance with § 109 AktG

Shareholders whose individual or combined holdings represent a total of at least 5% of the share capital since at least three months may make a written request (signed by each applicant personally or duly signed by the company) to Fabasoft AG, for the attention of Frau Ulrike Kogler, Honauerstraße 4, 4020 Linz by 12 June 2017 at the latest (date of receipt), asking for additional items to be put on the agenda of the annual general meeting and to be announced. A proposal and justification of such must be submitted for each such agenda item.

The application must be accompanied by a deposit confirmation, by which it is evidenced that the applicant holds his/her shares for an uninterrupted period of at least three months at the time the application is made and which is at the time of receipt by the company not older than seven days. For shareholders whose holding only jointly represents the required minimum holding of 5% of the share capital, the deposit confirmations of the respective shareholders have to refer to the same point in time (day, time). Apart from that, the same rules as those contained in the invitation to the annual general meeting (please refer to that document) apply to the issuance, content and transmission of deposit confirmations.

In case an application and one or several deposit confirmations are submitted to the company separately, all documents have to be received by the company by 12 June 2017 at the latest.

### Resolution proposals by shareholders in compliance with § 110 Stock Corporation Act

Shareholders whose individual or combined holdings represent a total of at least 1% of the share capital may submit proposals for resolutions in text form for each item on the agenda, to be accompanied by a justification by 22 June 2017 at the latest, and to require the proposed resolutions to be made available on the company's website with the names of the relevant shareholders and the justification.



The following must be noted for elections to the Supervisory Board: In case of a proposal for the election of member of the Supervisory Board, the statement of a nominated person replaces the justification in compliance with § 87 (2) AktG. Regarding the election of members of the Supervisory Board the annual general meeting shall take into consideration the criteria of § 87 (2a) AktG; in particular the professional and personal qualifications of the members, a balanced composition of expertise of the Supervisory Board, aspects of diversity and internationality as well as professional reliability.

Resolution proposals shall be addressed to Fabasoft AG, for the attention of Frau Ulrike Kogler, Honauerstraße 4, 4020 Linz, Fax +43/732/606162-609 and must be received by 22 June 2017 at the latest. Admissible resolution proposals will be made available on the Company's website under <u>www.fabasoft.com</u> (Category Investor Relations, item Annual General Meeting) within two business days of receipt.

The application must be accompanied by a deposit confirmation evidencing shareholdings at the time the application is made and which is at the time of receipt by the company not older than seven days. For shareholders whose holding only jointly represents the required minimum holding of 1% of the share capital, the deposit confirmations of all the shareholders have to refer to the same point in time (day, time). Apart from that, the same rules

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as those contained in the invitation to the annual general meeting (please refer to that document) apply to the issuance, content and transmission of deposit confirmations.

In case an application and one or several deposit confirmations are submitted to the company separately, all documents have to be received by the company by 22 June 2017 at the latest.

### Information right in compliance with § 118 Stock Corporation Act

Every shareholder has the right to request information regarding company matters at the annual general meeting, provided such information is necessary for the proper assessment



of an item on the agenda. The duty to provide information also extends to legal and business relationships between the company and an affiliated company and to the condition of the Group as well as the companies included in the consolidated financial statements. Such information must comply with the principles of diligent and faithful accountability. Information may be denied if and to the extent that (i) according to reasonable business judgement it could cause significant harm to the company or an affiliated company; or (ii) provision of the information would be unlawful, or (iii) it has been published on the company's website, as registered in the Commercial Register, in the form of a question and answer over a period of at least seven days prior to the beginning of the annual general meeting.

In order to facilitate efficient preparation of the annual general meeting, shareholders are kindly requested to transmit questions whose answers could require a longer preparation time to Fabasoft AG, Investor Relations, for the attention of Frau Ulrike Kogler, Honauer-straße 4, 4020 Linz, or by fax to + 43/732/606162-609 in due time before the annual general meeting.

## Right to propose motions in compliance with § 119 Stock Corporation Act

Every shareholder has the right to propose motions at the annual general meeting with regard to every item on the agenda, whereby such proposals do not require prior announcement. Prerequisite for this is the evidence of the entitlement to attend the annual general meeting. For a shareholder to propose the election of a member of the Supervisory Board, the submission of a proposal of the resolution in compliance with § 110 AktG, to be accompanied by a statement, in compliance with § 87(2) AktG (see above) is mandatory. A shareholder's proposal for resolution submitted in compliance with § 110 AktG will only be deemed a motion if repeated in the annual general meeting.

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