



ANDRITZ: Publication of a resolution by the Annual General Meeting

GRAZ, MARCH 26, 2018. ANDRITZ AG, Stattegger Strasse 18, 8045 Graz (hereinafter referred to as “the company”) hereby announces, pursuant to § 119 (9) BörseG (Austrian Stock Exchange Act) and to § 2 (1) and § 3 (1) Veröffentlichungsverordnung 2002 (Austrian Publication Ordinance 2002), that the 111th Annual General Meeting of the company on March 23, 2018 passed the following resolutions:

- 1 Pursuant to § 65 (1) line 8 AktG (Austrian Stock Corporation Act), the Executive Board is given authorization for a period of 30 months from October 1, 2018 to buy back treasury shares of the company to the maximum extent permitted by law and to possibly cancel these treasury shares with approval from the Supervisory Board without having to submit the matter to the Annual General Meeting of Shareholders again. Any trading in the company’s treasury shares for the purpose of profit-making is expressly excluded. The authorization can be exercised for the full or a partial amount, or also in several installments, and in pursuit of one or several goals by the company, its affiliated companies, or by third parties on their behalf.
- 2 The lowest price per no-par value share must not be less than the respective amount represented by each share in the capital stock. The highest price paid per share upon buy-back must not exceed the average unweighted closing price over the 10 trading days on the Vienna Stock Exchange preceding exercise of this authorization by more than 10 percent.
- 3 This resolution, as well as the buy-back program based thereon and any resale program, are to be published, also stating their respective durations.
- 4 The Executive Board is given authorization for a period of five years as from the date of adopting the resolution and with approval from the Supervisory Board to dispose or make use of the purchased treasury shares for any legally permissible purpose also in a way other than by sale via the stock exchange or by public offer and also to exclude the preemptive rights of shareholders to purchase a certain quota thereof (exclusion of subscription rights). The authorization can be exercised for the full or a partial amount, or also in several installments, and in pursuit of one or several goals.

Pursuant to § 119 (10) BörseG, this announcement takes the place of the publication pursuant to § 65 (1a), sentence 2, AktG.

The Executive Board of ANDRITZ AG