



ANDRITZ: Publication of a resolution by the Annual General Meeting

GRAZ, MARCH 24, 2021. 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 114th Annual General Meeting of the company on March 24, 2021 passed the following resolutions:

- 1 Pursuant to § 65 (1) line 8 AktG, the Executive Board is authorized to purchase treasury shares up to the maximum amount permitted by law for a period of 30 months as from April 1, 2021, and to cancel these company shares where appropriate with the approval of the Supervisory Board without having to consult the Annual General Meeting again beforehand. Trading of treasury shares for profit 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 on the part of the company, its affiliated companies or on the part of third parties on their behalf.
- 2 The value per no-par value share must not fall below the proportional amount in each case of the company’s share capital per share. The maximum amount to be paid to buy back a no-par value share must not be more than 10% higher than the average unweighted closing price on the Vienna Stock Exchange during the ten trading days preceding the exercise of this authorization.
- 3 Both this resolution and the buyback program on which it is based and any re-sale program and their respective durations must be published
- 4 The Executive Board is authorized for a period of five years after the resolution is passed and with the approval of the Supervisory Board to dispose or make use of the treasury shares purchased for any legally permissible purpose in another way than through the stock exchange or a public offering and also to exclude the preemptive rights of shareholders to purchase a certain quota thereof (exclusion of subscription rights). The authorization can be exercised in full or in part or in several partial amounts for one or several purposes.

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