



## Amendments to the Articles of Association of Österreichische Post AG (Austrian Post)

<p style="text-align: center;"><b>Current Articles of Association</b> <b>April 2020</b></p>	<p style="text-align: center;"><b>Proposed Amendments to the Articles of Association</b> <b>Version April 2022</b></p>
<p style="text-align: center;"><b>§ 2</b> <b><u>Corporate Objectives, Objects of the Business</u></b></p> <p>Austrian Post considers itself to be a modern service Company particularly committed to its shareholders, employees and Austria as a business location. Austrian Post is the leading nationwide logistics and postal services provider, and strives to offer high quality postal, banking and telecommunications products and services to its customers throughout Austria on the basis of operating the largest private customer network in the country. Thanks to the reliable, nationwide supply of postal services to benefit the Austrian population and economy, Austrian Post makes an important contribution to safeguarding and securing the communications and logistics infrastructure of the country and is an important employer in Austria.</p> <p>The corporate bodies of Austrian Post have defined the corporate goal of striving to achieve a sustainable business development for the purpose of ensuring that the shares in the Company remain in the hands of core shareholders strategically oriented to maintain its long-term viability, featuring long-term corporate objectives and a sustainable solid earnings development.</p> <p>The objects of the business shall be to:</p> <ol style="list-style-type: none"><li>1. Render services and create the necessary conditions to perform these services in the following areas:</li></ol>	<p style="text-align: center;"><b>§ 2</b> <b><u>Corporate Objectives, Objects of the Business</u></b></p> <p>Austrian Post considers itself to be a modern service company particularly committed to its shareholders, employees and Austria as a business location. Austrian Post is the leading nationwide logistics and postal services provider and strives to offer high quality postal, banking and telecommunications products and services to its customers throughout Austria on the basis of operating the largest private customer network in the country. Thanks to the reliable, nationwide supply of postal services to the Austrian population and economy, Austrian Post makes an important contribution to safeguarding and securing the communications and logistics infrastructure of the country and is an important employer in Austria.</p> <p>The corporate bodies of Austrian Post have defined the corporate goal of striving to achieve a sustainable business development for the purpose of ensuring that the shares in the Company remain in the hands of core shareholders strategically oriented to maintain its long-term viability, featuring long-term corporate objectives and a sustainable, solid earnings development.</p> <p>The objects of the business shall be to:</p> <ol style="list-style-type: none"><li>1. Render services and create the necessary conditions to perform these services in the following areas:</li></ol>

<p>a) all types of postal, parcel and logistics services;</p> <p>b) financial services, particularly those financial services in line with the current and valid version of the Postal Savings Bank Act (BGBl 458/1969);</p> <p>c) communications and information technology in automated data processing and information engineering;</p> <p>d) other commercial services, inasmuch as the tasks listed under a) to c) are not impeded thereby, especially the trading and sales of all types of goods</p> <p>2. Strategic investments in companies and manage these strategic investments, including the acquisition and disposal of strategic investments in Austria and abroad.</p> <p>This includes the planning, construction as well as maintenance and operation of infrastructural facilities for the purposes mentioned above.</p> <p>The Company is entitled to all transactions and measures appearing necessary or useful from the viewpoint of the objects of the Company, particularly also in similar or useful areas of activity relating to the objects of the business.</p> <p>Furthermore, the Company is entitled to acquire and dispose of commercial properties and to set up branch offices and subsidiaries in Austria and abroad.</p>	<p>a) all types of postal, parcel and logistics services;</p> <p><b>b) financial services;</b></p> <p>c) communication and information technology in automated data processing and information engineering;</p> <p>d) other commercial services, inasmuch as the tasks listed under a) to c) are not impeded thereby, especially the trading and sales of all types of goods.</p> <p>2. Strategic investments in companies and financial institutions as well as the management and administration of these strategic investments, including the acquisition and disposal of strategic investments in Austria and abroad.</p> <p>This includes the planning, construction as well as maintenance and operation of infrastructural facilities for the purposes mentioned above.</p> <p>The Company is entitled to all transactions and measures appearing necessary or useful from the viewpoint of the objects of the Company, particularly also in similar or useful areas of activity relating to the objects of the business.</p> <p>Furthermore, the Company is entitled to acquire and dispose of commercial properties and to set up branch offices and subsidiaries in Austria and abroad.</p>
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§ 18

General Shareholders' Meeting – Participation

- (1) The right to participate at the company's general shareholders' meeting and to exercise the rights accruing to shareholders and pertaining to this meeting stem from holding such shares at the end of the tenth day prior to that of the general meeting (record date).
- (2) Shareholders who want to take part in the Annual General Meeting and also want to exercise their right to cast votes must provide timely proof of shareholding to the Company at the record date. The safe custody receipt (deposit confirmation) pursuant to Article 10a Austrian Stock Corporation Act as evidence of shareholding on the record date must be received by the Company no later than a term of three working days prior to the Annual General Meeting at the address designated in the Invitation to the Annual General Meeting. Details on sending the deposit confirmation are made known together with the invitation. The convocation of the Annual General Meeting may stipulate fax or email (in which case the electronic format may be precisely defined in the invitation) as the permitted means of communication for transmitting the deposit confirmations.
- (3) The confirmation of deposit has to be rendered either in German or in English.

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- (3) The confirmation of deposit has to be rendered either in German or in English.
- (4) **The Management Board is authorised, contingent upon the approval of the Supervisory Board, to stipulate that shareholders will have the possibility to take part in the Annual General Meeting for its entire duration, and from anywhere in the world, by means of an acoustic and, if need be, also an optical two-way connection in real time, which will enable the shareholders to follow the proceedings at the Annual General Meeting and to address the Annual General Meeting (remote participation pursuant to Section 102 Para. 3 (2) AktG), provided that**

the person chairing the meeting has granted permission for them to speak.

§ 20

General Shareholders' Meeting - Voting Rights, Resolutions

- (1) Each individual share certificate bears one vote.
- (2) Each shareholder authorized to attend the general meeting is entitled to name a natural or legal person to be his representative. This representative takes part in the general shareholders' meeting, at which he has the same rights as the shareholder who he is representing. Proof of the authorization to be a representative takes the form of the submission of a power of attorney by mail, fax (at the address or number provided for doing such) or in person to the company.
- (3) Unless another majority is proscribed by law or the Articles of Association, the Annual General Meeting shall pass resolutions by a simple majority of the votes cast; in cases that require a majority of the share capital, resolutions shall be passed by a simple majority of the share capital represented at the time of voting.
- (4) Each resolution passed by the general meeting requires certification by an Austrian notary public of the minutes made of the deliberations associated with it.

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- (4) Each resolution passed by the general meeting requires certification by an Austrian notary public of the minutes made of the deliberations associated with it.
- (5) **Furthermore, the Management Board is authorised, contingent upon the approval of the Supervisory Board, to enable shareholders to cast their votes from anywhere in the world by electronic means of communication during the course of the Annual General Meeting (remote voting pursuant to Section 126 AktG). In this case, the Management Board has to regulate the manner in which shareholders will be able to raise objections.**

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|  | <ul style="list-style-type: none"><li>(6) Separate registration can be required for remote participation (Section 18 Para. 4 Articles of Association) and remote voting (Section 20 Para. 5 Articles of Association) and can specify an earlier point in time for the registration deadline deviating from the deadline stipulated pursuant to Section 10a AktG.</li><li>(7) The votes submitted within the context of remote voting (Section 20 Para. 5 Articles of Association) are considered to be invalid if the contents of the resolution voted upon in the Annual General Meeting differ from the contents stipulated on the ballot form or the input mask.</li><li>(8) Resolutions proposed by shareholders pursuant to Section 110 AktG are only put to a vote if the proposal is repeated at the Annual General Meeting. Instead of the requirements mentioned in the aforementioned sentence, in the case of resolutions proposed by shareholders who participate in the Annual General Meeting within the context of remote voting (Article 20 Para. 5 Articles of Association), votes are submitted by electronic means before the Annual General Meeting or via an electronic connection established by the shareholder proposing the resolution to enable the shareholders to cast votes by electronic means.</li></ul> |
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