



INFORMATION ON THE ORGANISATIONAL AND TECHNICAL PREREQUISITES for participating in the Annual General Meeting at 10 a.m. on Wednesday 17 June 2020, to be held as a virtual Annual General Meeting

The convocation of the Annual General Meeting of Österreichische Post Aktiengesellschaft (Austrian Post) to be held at **10 a.m. on 17 June 2020** was announced through publication in the Official Journal of the Wiener Zeitung on **19 May 2020** as well as a euro adhoc and on the Website of the Company on the same day.

Meeting to be held as a virtual Annual General Meeting

In order to protect shareholders and other participants, the Management Board has resolved to take advantage of the possibility opened up by the new legal regulations to hold a virtual Annual General Meeting.

Accordingly, the Annual General Meeting of Österreichische Post AG will be held as a "virtual Annual General Meeting" on 17 June 2020 pursuant to the currently valid version of the COVID-19 Company Law Act (COVID-19-GesV, hereafter "COVID-19 Act" and the related regulation issued by the Federal Ministry of Justice (Federal Law Gazette II No. 140/2020).

This means that shareholders will not be able to be physically present at the Annual General Meeting of Österreichische Post AG to be held on 17 June 2020 in order not to endanger the health of the participants.

This Annual General Meeting held at Rochusplatz 1, 1030 Vienna will be physically attended by the Chair of the Supervisory Board, the Chair of the Management Board and other Management Board members, the certifying notary public and the four special proxy holders designated by the Company.

After considering the situation, the Management Board decided that holding the Annual General Meeting as a virtual Annual General Meeting would be in the best interest of the Company and also best serve the interests of its shareholders instead of postponing the Annual General Meeting to an indefinite point in time in the future.

We would like to expressly point out that it **will not be possible for shareholders themselves to come to the location of the Annual General Meeting.**

Webcast of the Annual General Meeting

The Annual General Meeting of Österreichische Post AG will be broadcast entirely on the Internet as a Webcast in real time. Accordingly, all shareholders of the Company will be able to follow the virtual Annual General Meeting live on the Internet **starting at 10 a.m. on 17 June 2020** at post.at/ir.



Due to the broadcasting of the Annual General Meeting of Österreichische Post AG **on the Internet**, all shareholders who wish to do so have the possibility to follow **the proceedings of the virtual Annual General Meeting** in real time thanks to this one-way acoustic and visual connection and to follow the presentation of the Management Board and the responses to questions posed by shareholders. It is not necessary to register or log in to the meeting.

The **technical prerequisites** on the part of the shareholders include sufficiently strong Internet access or efficient Internet connection as well as Internet-enabled device featuring a HTML5 compatible Internet browser with activated JavaScript and which is capable of audio and video playback (e.g. PC with monitor and loudspeaker, notebook, tablet, smart phone and the like).

Exercising voting rights, proposing motions and raising objections only via special proxy holders

Proposing a motion, submitting votes and raising objections at this Annual General Meeting of Österreichische Post AG on **17 June 2020** pursuant to Section 3 Para. 4 COVID-19 Act can only be exercised via one of the special independent proxies (as shareholder representatives) named by the Company and whose costs will be borne by the Company.

Every shareholder entitled to take part in the Annual General Meeting and who has provided proof of shareholding in accordance with the stipulations contained in the Invitation to the Annual General Meeting (see point IV of the Invitation) has the right to **appoint one of the following special proxies to exercise voting rights as well as to propose motions and raise objections:**

- (i) Mag. Ewald Oberhammer, Attorney-at-Law
c/o Oberhammer Rechtsanwälte GmbH
Karlsplatz 3/1, 1010 Vienna
oberhammer.post@hauptversammlung.at
- (ii) Mag. Christoph Moser, Attorney-at-Law
c/o Weber Rechtsanwälte GmbH & Co KG
Rathausplatz 4, 1010 Vienna
moser.post@hauptversammlung.at
- (iii) Dr. Michael Knap
c/o Austrian Shareholder Association, IVA
Feldmühlgasse 22, 1130 Vienna
knap.post@hauptversammlung.at



is authorised himself to exercise voting rights, the right to propose motions and the right to raise objections at the Annual General Meeting. Granting proxy to a person other than one of the four designated special proxies in order to exercise shareholder rights at the Annual General Meeting is not possible pursuant to Section 3 Para. 4 COVID-19 Act. However, **granting proxy to another person in order to exercise other rights, for example the right to obtain information or right to speak**, is in fact permissible.

The aforementioned rules about granting proxy shall apply mutatis mutandis for the revocation of proxy. If the proxy authorisation is revoked after **15 Juni 2020 at 4 p.m. CEST**, we recommend conveying the revocation of proxy to the affected special proxy holder by e-mail or fax. Otherwise the timely receipt of the revocation cannot be guaranteed.

Instructions to special proxies

The special proxies will only exercise the shareholder's voting rights, right to propose motions and right to raise objections if they have received appropriate instructions. If there are no instructions for a proposed resolution, the proxy holder will abstain from voting. The proxy will also abstain from voting on resolutions in which the instructions given are unclear (e.g. to simultaneously vote FOR and AGAINST the same resolution).

Shareholders are requested to provide instructions to their selected proxies in the designated section of the proxy authorisation form, which will be available for downloading on the Website of the Company at **post.at/ir** no later than **27 May 2020**. A form for issuing instructions together with the voting proxy is available on the Website of the Company at **post.at/ir**. We request that you send the instructions **by e-mail** to the aforementioned address of the special proxy holder you have chosen. In this way, the proxy selected by you has direct access to the instructions.

The instructions can be issued together with the proxy authorisation but also at a later point in time. Instructions on exercising voting rights, the right to propose motions and the right to raise objections at the Annual General Meeting can be issued before or **during the Annual General Meeting up until the time designated in each case by the person chairing the Annual General Meeting.** Shareholders have the possibility to change their instructions or issue new instructions up until these specified points in time.

In the light of the potentially large number of simultaneous contact attempts, it is not possible to ensure telephone **accessibility of the special proxies during the Annual General Meeting.** For this reason, **e-mail is the exclusive** means of communication, using the aforementioned e-mail address of your proxy. Every email to the special proxy should contain information on the identity of the shareholder (name/company,



date of birth/commercial registry number of the shareholder). The conclusion of the e-mail should be identifiable by means of a reproduction of the person's signature or by another means e.g. by specifying the name/company (Section 13 Para. 2 AktG). In this case, we also ask you to please include your custody account number in the e-mail to enable the special proxies to verify the shareholder's identity and conformity with the safe custody receipt.

It should be noted that it **may be necessary to shortly interrupt the virtual Annual General Meeting** in order to ensure that shareholder instructions to the proxies received during the Annual General Meeting are reliably processed.

Right to obtain information and speaker contributions on the part of shareholders

Every shareholder attending the Annual General Meeting is entitled, upon request, to be provided with information on matters concerning the Company's affairs, to the extent that this information is required to enable the shareholder to properly evaluate the relevant items on the agenda.

The **right to obtain information and the right to speak can only be exercised by way of electronic mail by sending an e-mail** to the specially created e-mail address for this purpose at **fragen.post@hauptversammlung.at**. Please make use of the question form, which will be accessible on the Website of the company at **post.at/ir** no later than 27 May 2020. Please include the completed and signed form as an attached to your e-mail.

In case you send in your questions or speaking contributions without using the question form, the **identity of the shareholder** must be **specified** (name/company, date of birth/commercial registry number of the shareholder). The conclusion of the e-mail should be identifiable by means of a **reproduction of the person's signature** or by another means e.g. by specifying the name/company (Section 13 Para. 2 AktG). In this case, we ask you to please **include your custody account number as well** in the e-mail to enable the Company to verify the shareholder's identity and conformity with the safe custody receipt.

In the case the right to obtain information and the right to speak is to be exercised by another person other than the special proxy (sub-proxy), it is necessary to provide evidence of the granting of proxy in writing. **Please note that the special proxies cannot be authorised to exercise the right to obtain information or to exercise the right to speak.**

Shareholders are **requested to convey all questions in writing per e-mail prior to the Annual General Meeting** to the address **fragen.post@hauptversammlung.at** and do so in a timely manner so that the questions are received by the Company no



later than **12 June 2020**. This will allow the Management Board to make precise preparations and quickly respond to the questions posed by you.

Shareholders also have the right to send their questions and speaking contributions **during the Annual General Meeting**. This right can only be exercised by directly transmitting the questions in writing to the Company per e-mail at the address **fragen.post@hauptversammlung.at**. Please note that **appropriate time limitations may be imposed by the person chairing the Annual General Meeting for this purpose**.

In accordance with Section 118 AktG, the questions received by the Company will be read and answered at the Annual General Meeting.

Invitation

Attention is also drawn to the stipulations contained in the Invitation to the Annual General Meeting dated **19 May 2020**, especially the requirement to convey the safe custody receipt to the Company in a timely manner as a means of being able to exercise shareholder rights at the virtual Annual General Meeting on **17 June 2020**.

The Management Board