

EVN AG  
FN 72000 h  
ISIN: AT0000741053

### **Additional information on the rights of shareholders at the Annual General Meeting on 16 January 2020**

#### **Request for the inclusion of points on the agenda pursuant to Article 109 of the Austrian Stock Corporation Act**

Shareholders whose shares, individually or together, represent at least 5% of share capital and who have held these shares for at least three months may submit a written request (individually signed by each applicant or duly signed by the authorised signatory/ies or with a qualified electronic signature) to include additional points on the agenda for the Annual General Meeting and to announce these points. Such requests must be received by the Company no later than the 21<sup>st</sup> day before the Annual General Meeting, i.e., on or before 26 December 2019. It should be noted that 26 December 2019 is a legal holiday, and a written request by shareholders will not reach the Company on that date. In order to meet the deadline for the exercise of rights under Article 109 of the Austrian Stock Corporation Act, written requests must be received by the Company no later than the last working day before 26 December 2019, i.e. **24 December 2019**.

Shareholders can send these requests to the Company in writing, exclusively to one of the following addresses:

Via mail or messenger: EVN AG  
Attn: Maximilian Hoyer  
EVN Platz, AT-2344 Maria Enzersdorf

Via email: [anmeldung.evn@hauptversammlung.at](mailto:anmeldung.evn@hauptversammlung.at)  
whereby the request must be attached to the email as an electronic document in Pdf-format with a qualified electronic signature as defined in Article 4 paragraph 1 of the Austrian Signature and Trust Service Act ("SVG")

or via SWIFT GIBAATWGGMS – Message Type MT598 or MT599  
whereby ISIN: AT0000741053 must be included in the text

Each item requested for inclusion on the agenda must be accompanied by a draft resolution together with a statement of reasons. The submission of the request must also include a depository certificate which confirms that the shareholders have held their shares continuously for at least three months prior to the request; this certificate may not be older than seven days when it is submitted to the Company. The same rules stated in the convocation of the Annual General Meeting (see below) also apply to the issuance, content and transmission of depository certificates. If the request and one or more depository certificates are sent separately to the Company, the Company must have received all documents no later than **26 December 2019**. It should be noted that 26 December 2019 is a legal holiday, and a written request by shareholders will not reach the Company on that date. In order to meet the deadline for the exercise of rights under Article 109 of the Austrian Stock Corporation Act, written requests must be received by the Company no later than the last working day before 26 December 2019, i.e. **24 December 2019**.

#### **Resolution proposals submitted by shareholders pursuant to Article 110 of the Austrian Stock Corporation Act**

Shareholders whose shares, individually or together, represent at least 1% of share capital may submit, in text form, proposals for resolutions on any point of the agenda. These proposals must be received by the Company no later than **7 January 2020**; they must include the underlying reasons as well as a request that the proposals be published on the Company's website together with the names of the involved shareholders, the underlying reasons and a statement (optional) by the Executive Board or Supervisory Board. For proposals related to the election of a member of the Supervisory Board, the statement of reasons is to be replaced by a declaration from the nominee pursuant to Article 87 paragraph 2 of the Austrian Stock Corporation Act. These proposals must be received by the Company no later than 7 January 2020 and be published by the Company no later than 9 January 2020 on its official website (as recorded in the company register); if this requirement is not met, the involved person may not be included in the voting process.

With regard to the election of Supervisory Board members, the Annual General Meeting must consider the criteria defined in Article 87 paragraph 2a of the Austrian Stock Corporation Act, in particular the professional and personal qualifications of the members, a balanced composition of expertise on the Supervisory Board, diversity and internationality aspects as well as professional reliability. For nominations for the election of members of the Supervisory Board, it should furthermore be noted that the Supervisory Board of EVN AG currently consists of ten members elected by the Annual General Meeting (shareholder representatives) and five members delegated by the works council in accordance with Article 110 of the Austrian Labour Constitution Act. At the time this Annual General Meeting was convened, three out of ten shareholder representatives were women and two out of five employee representatives were women. There is no objection to the joint fulfilment of the quota by the shareholder or employee representatives pursuant to Article 86 paragraph 9 of the Austrian Stock Corporation Act. Based on an unchanged number of Supervisory Board members, at least five of the fifteen Supervisory Board members must be women.

Shareholders can send these requests to the Company in text form, exclusively at one of the following addresses:

Via mail or messenger: EVN AG  
Attn: Maximilian Hoyer  
EVN Platz, AT-2344 Maria Enzersdorf

Per telefax: +43 (0) 1 8900 500 74

or via email [anmeldung.evn@hauptversammlung.at](mailto:anmeldung.evn@hauptversammlung.at)  
whereby the request must be attached to the email in text form, e.g. in Pdf-format

These requests must be taken into account if they are received by the Company on or before the seventh working day prior to the Annual General Meeting, i.e. on or before **7 January 2020**.

Admissible proposals for resolutions will be published within two working days after receipt on the Company's website: [www.evn.at/EVN-Group/Investor-Relations/Hauptversammlung/Einberufung-und-Informationen.aspx](http://www.evn.at/EVN-Group/Investor-Relations/Hauptversammlung/Einberufung-und-Informationen.aspx). A proposed resolution published on the Company's website will only be voted on at the Annual General Meeting if it is repeated as a motion at the respective meeting. The submission of the proposed resolution must also include a depository certificate which confirms the applicant's shareholding on the issue date; this certificate may not be older than seven days when it is submitted to the Company. If the 1% threshold is only met by combining the holdings of several shareholders, the depository certificates must be issued on the same date and at the same time. The same rules stated in the convocation of the Annual General Meeting (see below) also apply to the issuance, content and transmission of depository certificates. If the request and one or more depository certificates are sent separately to the Company, the Company must have received all documents no later than **7 January 2020**.

### **Right to propose motions pursuant to Article 119 of the Austrian Stock Corporation Act**

Each shareholder is entitled to propose motions to any point on the agenda at the Annual General Meeting. The requirement for these proposals is proof of eligibility to attend the Annual General Meeting, as described in the respective convocation (also see below). Proposals by shareholders for the election of a Supervisory Board member require the timely submission of an election proposal in text form in accordance with Article 110 of the Austrian Stock Corporation Act together with a statement as defined in Article 87 paragraph 2 of the Austrian Stock Corporation Act (see above). If these requirements are not met, the shareholder's proposal for the election of a Supervisory Board member cannot be included in the voting process.

### **Right to receive information pursuant to Article 118 of the Austrian Stock Corporation Act**

Each shareholder is entitled during the Annual General Meeting to request and receive information concerning the Company's business, to the extent this information is necessary for proper understanding of an item on the agenda. The obligation to provide information also covers the Company's legal and business relationships with its affiliates, the position of the Group and the entities included in the consolidated financial statements. This information must reflect the principles of true and conscientious accountability. The request for information may be refused in cases where reasonable entrepreneurial evaluation of the subject in question indicates that the disclosure of such information is likely to cause a considerable disadvantage to the Company or to any of its affiliates or that disclosure would lead to prosecution. A request for information may also be refused in cases where the information in question was available continuously under the "Questions and Answers" section of the Company's website (as recorded in the company register) for a minimum of seven days before the start of the Annual General Meeting.

## Depository confirmation pursuant to Article 10a of the Austrian Stock Corporation Act

The depository confirmations must be issued by the credit institution which maintains the shareholder's custody account; this institution must have its seat in a member state of the European Economic Area or in a full member state of the OECD. Shareholders whose depository institution do not meet these requirements are asked to contact the Company. The depository confirmation must be issued in German or English and include the following:

1. Information on the issuing credit institution: name (company) and address or a code commonly used in transactions between credit institution 2. Information on the shareholder: name (company) and address, date of birth for natural persons, or if applicable, the registry and registry number for legal entities; 3. Depository number or other designation of the depository; 4. Information on the shares: number of shares and their designation or ISIN; 5. The date or period to which the confirmation relates.

If the depository confirmation is intended to prove the current status as shareholder, it may not be older than seven days when is submitted to the Company.

Depository confirmations can be sent to the Company in written form, exclusively to one of the following addresses:

Via mail or messenger: HV-Veranstaltungsservice GmbH  
Köppel 60, AT-8242 St. Lorenzen am Wechsel

Via email: [anmeldung.evn@hauptversammlung.at](mailto:anmeldung.evn@hauptversammlung.at)  
whereby the request must be attached to the email as an electronic document in Pdf-format with a qualified electronic signature as defined in Article 4 paragraph 1 of the Austrian Signature and Trust Service Act ("SVG")

or via SWIFT: GIBAATWGGMS – Message Type MT598 or MT599  
whereby ISIN: AT0000741053 must be included in the text

Certificates of deposit may also be sent **in advance** in text form - by email ([anmeldung.evn@hauptversammlung.at](mailto:anmeldung.evn@hauptversammlung.at), whereby the certificate of deposit must be attached to the email as an electronic document in Pdf format) or by telefax (+43 (0) 1 8900 500 74). **However, the submission of deposit certificates in this manner will not be sufficient to meet the specified deadline.**