

This English translation serves information purposes only. Only the German version of the invitation is legally binding.



**Information on the Rights of Shareholders  
pursuant to section 106 para 5 Austrian Stock Corporation Act ("AktG")**

**Request of additional items to be included on the agenda pursuant to section 109 AktG**

Shareholders, whose shares total, individually or in aggregate, not less than **5% of the registered capital** and who have held their shares for at least three months before the request, may request **the inclusion and publication of additional items on the agenda** of this General Meeting. Such requests must be made in written form ("in written form" means by personal or company signature from every requesting shareholder or by e-mail with qualified electronic signature according to section 4 para 1 Signature Act [*Signaturgesetz*]) and must be received by the Company at latest on **Thursday, August 28, 2014, 24:00 CET**, per mail to Wolford Aktiengesellschaft, Investor Relations, Wolfordstraße 1, 6900 Bregenz, or per e-mail: hv.anmeldung-1@oekb.at.

Every agenda item requested in this manner must be accompanied by a **resolution proposal together with a justification**. Pursuant to section 128 para 5 AktG, such a resolution proposal has to be submitted in the German language, which represents the authoritative text. In order to prove the shareholding, it is necessary to submit a deposit certificate according to section 10a AktG, which certifies that the applying shareholder/s (5% of the registered capital) have held these shares for at least three months before the request and which, at the date of submission to the Company, must not be older than seven (7) days. In case such a request for additional agenda items will be submitted by several shareholders, who reach 5% of the registered capital only on a consolidated basis, the deposit certificates for all shareholders must refer to the same date (day, time). Regarding all other requirements of the deposit certificate, please refer to the information regarding the record date and participation in the General Meeting.

**Resolution proposals from Shareholders pursuant to section 110 AktG**

Shareholders, whose shares total, individually or in aggregate, not less than **1% of the registered capital** may submit **resolution proposals** to every agenda item together with a justification and may request that these resolution proposals together with the justification and an optional statement by the Management Board or the Supervisory Board are published on the website of the Company ([www.wolford.com/en/agm](http://www.wolford.com/en/agm)), provided such request is received in text form by the Company no later than on **Tuesday, September 9, 2014, 24:00 CET**, either by telefax to Wolford Aktiengesellschaft, Attn.: Investor Relations, telefax +43 (0) 5574 690-1219 or per mail to Wolford Aktiengesellschaft, Attn.: Investor Relations, Wolfordstraße 1, 6900 Bregenz, Austria. Pursuant to section 128 para 5 AktG, such a resolution proposal has to be submitted in the German language, which represents the authoritative text; this also applies to declarations according to section 87 para 2 AktG. In order to prove the shareholding for the exercise of this shareholder right it is necessary to submit a deposit certificate pursuant to section 10a AktG, which, at the date of submission to the Company, must not be older than seven (7) days. Multiple deposit certificates concerning shares, which only together constitute a shareholding of 1%, must refer to the same date (day, time). Regarding all other requirements for the deposit certificate, please refer to the information regarding the record date and participation in the General Meeting.

Please note a resolution proposal according to section 110 AktG will only be voted on if it is proposed as a motion in the General Meeting.

**Right of Information pursuant to section 118 AktG**

Upon request, every shareholder attending the General Meeting is entitled to be provided with information on matters concerning the Company's affairs, to the extent that this information is required to properly evaluate the relevant agenda item. The obligation to provide information also covers the Company's legal and business relations with a subsidiary. The Company may refuse to disclose such information if, according to sound business judgment, it could potentially cause material damage to the Company or any of its subsidiaries, or if providing such information would comprise a criminal offense. The Company may also refuse to supply such information if it has been available throughout at least seven days prior to the General Meeting on the Company's Website in question and answer form. The Company is obliged to point out the reason for refusing the disclosure of requested information.

Questions, whose response requires longer preparation, may, for the sake of an efficient meeting, be submitted timely in written form before the General Meeting to the Management Board either by telefax to Wolford Aktiengesellschaft, Attn.: Investor Relations, telefax +43 (0) 5574 690-1219 or per mail to Wolford Aktiengesellschaft, Attn.: Investor Relations, Wolfordstraße 1, 6900 Bregenz.

**Information regarding the shareholder right to propose resolutions in the General Meeting pursuant to section 119 AktG**

Every shareholder has the right to propose resolutions on any agenda item in the course of the General Meeting; these resolutions do not require formal announcement. This right is subject to the proof of the right to participate as specified in the invitation.

**Record date and right to participate in the General Meeting**

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The right to participate in the General Meeting and to exercise the voting and all other shareholder rights, which may be exercised in the General Meeting, are subject to the shareholdings held on the **Record Date**, i.e., **Monday, September 8, 2014, 24:00 CET**.

Only shareholders who provide proof to the Company of the qualification as a shareholder on the Record Date have the right to participate in the General Meeting.

To evidence the shareholding on the Record Date, shareholders have to submit a **deposit certificate** pursuant to section 10a AktG (see also "Deposit certificate pursuant to section 10a AktG" below) in text form, which must be received by the Company no later than **Monday, September 15, 2014, 24:00 CET**, solely at one of the following addresses:

by telefax: +43 (0)1 928 90 60

by e-mail: hv.anmeldung-1@oekb.at

by mail: Oesterreichische Kontrollbank AG  
Abt. KMS/HV Operation Center 1  
Strauchgasse 1-3, 6. Stock  
A-1010 Vienna

by SWIFT: OEKOATWWHVS

#### **Deposit certificate pursuant to section 10a AktG**

The deposit certificate must be issued by the custodian bank with its seat in a member state of the European Economic Area (EEA) or in a full member state of the OECD in written form and has to include the following data:

1. Information regarding the issuer: name/company and address or a code common between banks (SWIFT-Code)
2. Information regarding the shareholder: name/company, address, date of birth in case of natural persons, or registry and registration number in case of legal persons
3. Information regarding the shares: number of shares (ISIN AT0000834007) of the shareholder
4. Deposit account number or other identification
5. Date, to which the deposit certificate refers to

In case the deposit certificate is provided as proof for the shareholding held, it has to refer to the Record Date (Monday, September 8, 2014, 24:00 CET) and must not be older than seven (7) days at the time presented to the Company.

The deposit certificate shall be submitted in German or English.

The submission of the deposit certificate shall be considered simultaneously as the registration for the General Meeting. The shares are not blocked by the registration to the General Meeting or by the submission of the deposit certificate; thus, shareholders may freely dispose of their shares also after registration or submission of a deposit certificate.

The shareholder rights linked to the share ownership during a certain period and/or a certain date may only be exercised, if proof of the position as a shareholder during the certain period and/or certain date is effected by a deposit certificate pursuant to section 10a AktG.

#### **Contact:**

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Attn.: Investor Relations  
Wolfordstraße 1  
A- 6900 Bregenz  
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E-Mail: investor@wolford.com