



Information on the rights of shareholders

Record date and attendance at the Extraordinary General Meeting pursuant to § 111 AktG

The right to attend the Extraordinary General Meeting and to exercise voting rights and other shareholder rights to be exercised at the Extraordinary General Meeting of Wolford AG (the "Company") is based on the shares held **as of midnight CET on Monday, 21 November 2022**, (record date).

Only persons who are shareholders on the record date and are able to furnish evidence thereof to the Company will be entitled to attend the Extraordinary General Meeting.

For proof of shareholding on the record date, a **deposit certificate** pursuant to § 10a AktG (see "Deposit certificate pursuant to § 10a AktG", below) in text form will suffice, which must be received by the Company no later than **Monday, 28 November 2022**, exclusively at one of the following addresses:

By e-mail: anmeldestelle@computershare.de

The deposit certificate must be attached (i) as an electronic document in PDF format with a qualified electronic signature, or (ii) in text form, for example as a PDF, to the e-mail

By post: Wolford AG, c/o Computershare Deutschland GmbH
Elsenheimerstraße 61
80687 Munich

By SWIFT: COMRGB2L
(Message Type 598)
quoting ISIN AT0000834007

Deposit certificate pursuant to § 10a AktG

The deposit certificate must be issued in text form by the depositary bank having its registered office in a Member State of the European Economic Area (EEA) or in a full Member State of the OECD, and must contain the following information:

1. Information on the issuer: name/company and address or a standard code used for transactions between banks (SWIFT code)
2. Information on the shareholder: name/company and address, and date of birth for natural persons or, for legal entities, commercial register and (register) number under which the legal entity is registered in its country of origin, if applicable
3. Information on the shares: number of shares (ISIN AT0000834007) held by the shareholder
4. Depository number or any other identification
5. The date or period to which the deposit certificate refers

The deposit certificate, as evidence of share ownership, must refer to the record date of **Monday, 21 November 2022, midnight CET**, and shall not be dated earlier than seven (7) days prior to the date of submission to the Company. The deposit certificate must be submitted in German or English.

The transmission of the deposit certificate shall simultaneously be deemed to be the registration for the Extraordinary General Meeting. The shares will not be blocked upon registration for the Extraordinary General Meeting or upon submission of a deposit certificate. Shareholders may thus continue to freely dispose of their shares even after registration. In the event of a transfer of shares, only the person who held the status of shareholder on the record date will be entitled to participate in the meeting.

Shareholder rights that are linked to share ownership during a certain period and/or at a certain point in time may only be exercised if proof of shareholder status during the relevant period and/or at the relevant point in time is furnished by means of a deposit certificate pursuant to § 10a AktG.

Information on the right to grant proxy pursuant to § 114 AktG

Every shareholder entitled to attend the Extraordinary General Meeting shall have the right to appoint a proxy (natural person or legal entity) to attend the Extraordinary General Meeting on his or her behalf, who shall have the same rights as the shareholder such proxy represents.

The proxy must be granted to a specific natural person or legal entity in text form; it is also possible to authorize multiple persons. If the shareholder has granted proxy to his or her depository bank, it is sufficient if the latter, in addition to the deposit certificate, submits a declaration that it has been granted proxy; in such case, the proxy itself does not have to be transmitted to the Company.

The proxy granted may be revoked by the shareholder. Revocation shall only take effect upon receipt by the Company.

If the proxy is not delivered in person at the registration desk for the Extraordinary General Meeting on the day thereof, such proxy must be received by the Company no later than **12 noon CET on Wednesday, 30 November 2022**, exclusively at one of the following addresses:

By fax: +49 (0) 89 30903 74675

By e-mail: anmeldestelle@computershare.de

The proxy must be attached to the e-mail in text form, for example as a PDF, to the e-mail address

By post: Wolford AG, c/o Computershare Deutschland GmbH
Elsenheimerstraße 61
80687 Munich

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A proxy form and a form for revocation of a proxy holder will be sent upon request; these forms are also available on the Company's website at <https://company.wolford.com/investor-relations/annual-general-meeting/extraordinary-general-meeting-2022>. However, use of these forms is not mandatory either for granting a proxy or for revoking it.

The above provisions on the grant of a proxy also apply *mutatis mutandis* to the revocation of a proxy.

As a special service, a representative of the Austrian Shareholder Association (IVA), Feldmühlgasse 22/4, 1130 Vienna, is available to shareholders as an independent proxy to exercise voting rights at the Extraordinary General Meeting in accordance with shareholder instructions. The IVA currently intends that Dr. Michael Knap will represent the shareholders at the Extraordinary General Meeting. For authorization of Dr. Michael Knap, a special proxy form is available on the Company's website at <https://company.wolford.com/investor-relations/annual-general-meeting/extraordinary-general-meeting-2022>, which must be received by the Company exclusively at one of the above-referenced addresses (fax, e-mail, post). In addition, shareholders can contact Dr. Michael Knap of the IVA directly at +43 (0) 1 8763343 - 30, fax +43 (0) 1 8763343 - 39 or by e-mail at Michael.knap@iva.or.at.

The shareholder shall give instructions to Dr. Michael Knap regarding how he (or, if applicable, a sub-proxy authorized by Dr. Michael Knap) is to exercise the voting right. Dr. Michael Knap will exercise the voting right exclusively on the basis of instructions given by the shareholder. Without explicit instructions, the proxy will be deemed invalid. Please note that the proxy will not accept any instructions to speak at the meeting, to raise objections to resolutions of the Extraordinary General Meeting or to ask questions or propose motions.

Shareholders are advised that they must satisfy the attendance requirements (see "Record date and attendance at the Extraordinary General Meeting") even if they grant a proxy.

Request of additional items to be included in the agenda pursuant to § 109 AktG

Shareholders whose shares individually or collectively total **5% of the Company's share capital** and who have been holders of such shares for **at least three months prior to the date of the request** may request that **additional items be included in the agenda** of the Extraordinary General Meeting and be announced as such, provided that such request is received by the Company no later than **midnight CET on Saturday, 12 November 2022**, addressed in writing to Wolford Aktiengesellschaft, Attn: Investor Relations, Wolfordstraße 1, 6900 Bregenz, or by e-mail to investor@wolford.at. Each agenda item so requested must be accompanied by a **proposal for a resolution, together with the reasons for this**, in a German-language version, which shall be deemed the prevailing version.

Shareholder status is evidenced by the **submission of a deposit certificate** pursuant to § 10a AktG, confirming that the shareholder or shareholders making the request (5% of share capital) have been holders of these shares for at least three months prior to submission of the request, which must not be dated more than seven (7) days before the date of receipt by the Company. If the request for inclusion of additional agenda items is submitted by several shareholders whose shareholdings only total at least 5% of the share capital in the aggregate, then the deposit certificates for all such shareholders must refer to the same date (day, time of day). With regard to the other requirements for the deposit

Kontakt:

Wolford Aktiengesellschaft
Wolfordstr. 1, A-6900 Bregenz
FN 68605s

Investor Relations – investor@wolford.com
+43 (0)5574 690-1940
ISIN AT0000834007

certificate, reference is made to the explanations provided on the right to attendance (see "Record date and attendance at the Extraordinary General Meeting").

Resolution proposals from shareholders pursuant to § 110 AktG

Shareholders whose shares individually or collectively total **1% of the Company's share capital** may submit proposals for resolutions on agenda item in text form, together with the **reasons for such proposals**, and may request that such proposals, together with the reasons for them and any comments of the Management Board or Supervisory Board, be published on the website of the Company <https://company.wolford.com/investor-relations/annual-general-meeting/extraordinary-general-meeting-2022> provided that such request is made in text form by no later than **midnight CET on Tuesday, 22 November 2022**, either by e-mail to investor@wolford.com or by post to Wolford Aktiengesellschaft, Wolfordstraße 1, 6900 Bregenz.

Pursuant to § 128 (5) AktG, any proposal for a resolution must be submitted in a German version, which shall be deemed the significant version.

Shareholders shall prove shareholder status for exercise of this shareholder right by submission of a deposit certificate pursuant to § 10a AktG, which shall not be dated earlier than seven (7) days prior to the date of submission to the Company. Multiple deposit certificates for shares which only total a shareholding level of 1% in the aggregate must refer to the same date (day, time of day). With regard to the other requirements for the deposit certificate, reference is made to the explanations provided on the right to attendance (see "Record date and attendance at the Extraordinary General Meeting").

Each shareholder may also submit proposals on any agenda item during the Extraordinary General Meeting, which shall not require prior announcement. This right is subject to proof of the right to attend the meeting as specified in the invitation. It is pointed out that a proposal for a resolution pursuant to § 110 AktG may only be voted on in the Extraordinary General Meeting if it is repeated as a motion during the meeting.

Advice on the right of information pursuant to § 118 AktG

Every shareholder shall, upon request, be provided with information at the Extraordinary General Meeting regarding the affairs of the Company to the extent that such information is necessary in order to properly evaluate an item on the agenda. A prerequisite for exercising the right of information is proof of the right to attend this Extraordinary General Meeting. This right of information also extends to the Company's legal and business relations with an affiliate enterprise, the situation of the corporate group and of the companies included in the consolidated financial statements. The information may be refused to the extent that, in the Company's reasonable business judgement, it is likely to cause significant disadvantage to the Company or an affiliate, or if the provision of such information would be punishable by law.

To ensure procedural economy of the meeting, questions requiring lengthy preparation should be submitted timely before the Extraordinary General Meeting in writing to the Management Board by e-mail to investor@wolford.com or by post to Wolford Aktiengesellschaft, Wolfordstraße 1, 6900 Bregenz.

Information regarding the shareholder right to propose resolutions at the Extraordinary General Meeting pursuant to § 119 AktG

Each shareholder has the right to submit proposals on any agenda item during the Extraordinary General Meeting, which shall not require prior announcement. This right is subject to proof of the right to attend the meeting as specified in the invitation. It is pointed out that a proposal for a resolution pursuant to § 110 (1) AktG may only be voted on in the Extraordinary General Meeting if it is repeated as a motion during the meeting (§ 119 (2) AktG).

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