



**DO & CO Restaurants & Catering Aktiengesellschaft**  
**Vienna, FN 156765 m**  
**ISIN AT0000818802**

## **INVITATION**

Our shareholders are invited to attend the

13th Ordinary General Meeting of Shareholders of  
DO & CO Restaurants & Catering Aktiengesellschaft

to be held **at 17:00 hrs on Thursday, 7 July 2011**

at the DO & CO im Platinum, UNIQA Tower,  
A-1020 Vienna, Untere Donaustraße 21.

1. Presentation of the annual financial statements, including management report and corporate governance report, consolidated financial statements, group management report, and the report on the 2010/2011 business year submitted by the Supervisory Board
2. Resolution on the appropriation of the net profit for the year
3. Resolution on granting discharge to the members of the Management Board for the 2010/2011 business year
4. Resolution on granting discharge to the members of the Supervisory Board for the 2010/2011 business year
5. Resolution on remunerating the Supervisory Board for the 2010/2011 business year
6. Appointment of the auditor and group auditor for the 2011/2012 business year

## DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS

The following documents are available for inspection by the shareholders at the Company's domicile at A-1110 Vienna, Dampfmühlgasse 5, Legal Department, Ms Daniela Schrenk, by 16 June 2011 at the latest:

- annual financial statement and management report,
- corporate governance report,
- consolidated financial statements and group management report,
- proposal for appropriation of the net profit for the year,
- report by the supervisory board,

each for the 2010/2011 business year;

- proposals for resolutions on agenda items 2–6.

These documents, together with the full text of this invitation and the forms used for granting and revoking a power of attorney, are available on the internet at [www.doco.com](http://www.doco.com) as of 16 June 2011 at the latest, and they will also be distributed at the General Meeting of Shareholders.

## INFORMATION REGARDING SHAREHOLDERS' RIGHTS UNDER SECTIONS 109, 110, 118 AND 119 AKTG [AUSTRIAN COMPANY LAW]

Shareholders whose shares together make up **5% of the share capital** and who acquired their shares not later than three months before filing the request are entitled to request, in writing, the placing and notification of **additional items on the agenda** of this General Meeting of Shareholders, provided that such request is received in writing by the Company not later than **16 June 2011**, solely at its address in A-1110 Vienna, Dampfmühlgasse 5, Legal Department, att. Ms Daniela Schrenk. Any item thus requested to be placed on the agenda must be submitted together with a proposal for its wording and reasons given therefor. In order to prove shareholder status it is sufficient with regard to bearer shares held in safekeeping to submit a deposit certificate pursuant to Section 10a AktG, certifying that the shareholders submitting the request have been bearers of the shares for at least three months prior to submission of the request, which certificate must not be older than seven days as of the time of its submission to the Company. As regards other requirements to be met by the deposit certificate please note the information given on the rules governing attendance of the General Meeting of Shareholders.

Shareholders whose shares together make up **1% of the share capital** are entitled to submit **proposals for resolutions** on any item of the agenda, worded and provided with a reasoning, and request that these proposals with their reasoning, plus a statement, if any, on the part of

the Management Board or Supervisory Board, be published on the Company's internet site, provided that the wording of such request is received by the Company not later than **28 June 2011**, either by fax message to +43 (1) 74 000-1089 or mailed to A-1100 Vienna, Dampfmühlgasse 5, Legal Department, att. Ms Daniela Schrenk, or e-mailed to [investor.relations@doco.com](mailto:investor.relations@doco.com), with such request to be sent as a file, e.g. in pdf format, attached to the e-mail. In order to prove shareholder status to exercise this shareholder's right it is sufficient with regard to bearer shares held in safekeeping to submit a deposit certificate pursuant to Section 10a AktG which certificate must not be older than seven days as of the time of its submission to the Company. As regards other requirements to be met by the deposit certificate please note the information given on the rules governing attendance of the General Meeting of Shareholders.

Shareholders are entitled to be informed at the General Meeting of Shareholders upon their request of Company affairs to the extent necessary for their proper assessment of an item on the agenda.

Shareholders are furthermore entitled to propose motions on any item of the agenda, which motions need not be notified in advance.

Further information on shareholders' rights under Sections 109, 110, 118 and 119 AktG are now available on the Company's internet site [www.doco.com](http://www.doco.com).

## **DEADLINE AND ATTENDANCE OF THE GENERAL MEETING OF SHAREHOLDERS**

Eligibility to attend the General Meeting of Shareholders and to exercise the voting right and other shareholder's rights to be asserted at the General Meeting of Shareholders depends on share ownership as of the **closing of 27 June 2011 (deadline)**.

Only those persons who are shareholders on the date of this deadline and furnish proof of their ownership are eligible to attend the General Meeting of Shareholders.

### **Bearer shares held in safekeeping**

For bearer shares held in safekeeping, a deposit certificate pursuant to Section 10a AktG suffices for proof of ownership as of the deadline, which certificate must be received by the Company not later than **4 July 2011**, addressed solely to any of the addresses listed below:

by mail                    DO & CO Restaurants & Catering AG  
                                  Legal Department  
                                  att. Ms Daniela Schrenk  
                                  Dampfmühlgasse 5  
                                  A-1110 Vienna, Austria

by SWIFT                    GIBAATWGGMS  
                                  (Message Type MT599; ISIN AT0000818802 must be stated in the  
text)

by fax message:        + 43 (0) 1 8900 500 59

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

The deposit certificate must be issued by the deposit-holding bank domiciled in a member state of the European Economic Area or in a full member of OECD, and it must include the following information:

- information on the issuer: name and address or code customarily used for transactions between banks (SWIFT code),
- information on the shareholder: name, address, date of birth if the shareholder is a natural person, register and register number if the shareholder is a legal entity,
- information on the shares: number of shares held by the shareholder, ISIN AT0000818802,
- deposit number or other designation,
- period of time to which the deposit certificate refers.

In order to serve as proof of share ownership, the deposit certificate must refer to the above deadline of 27 June 2011.

Deposit certificates are accepted when made out in German or English.

Shareholders are not subject to any restriction when they register to attend the General Meeting of Shareholders and/or send a deposit certificate. Shareholders therefore continue to have the free disposition of their shares also after registering and sending their deposit certificate.

## PROXY

Any shareholder eligible to attend the General Meeting of Shareholders is also entitled to appoint a proxy to attend the Meeting on his/her behalf and exercise the same rights as the shareholder whose proxy s/he is.

The requisite power of attorney must be issued to a specific person (either a natural person or a legal entity) in the form of a text. Shareholders may appoint several proxies for their shares.

The power of attorney must be received by the Company not later than 16.00 hrs on 6 July 2011, solely at one of the following addresses:

by mail                      DO & CO Restaurants & Catering AG  
                                    Legal Department  
                                    att. Ms Daniela Schrenk  
                                    Dampfmühlgasse 5  
                                    A-1110 Vienna, Austria

by fax message:        + 43 (0) 1 8900 500 59

by e-mail:                [anmeldung.doco@hauptversammlung.at](mailto:anmeldung.doco@hauptversammlung.at), with the power of attorney to  
                                    be attached to the e-mail in text form, e.g. as a pdf file

on the day of the general Meeting of Shareholders solely:

in person:                upon registering for the General Meeting of Shareholders  
                                    at the venue of the meeting

Forms for the power of attorney and for revoking the power of attorney are mailed upon request and are also available on the Company's internet site at [www.doco.com](http://www.doco.com).

The above rules on granting a power of attorney apply *mutatis mutandis* to its revocation.

If a shareholder has appointed as his/her proxy the bank that holds his/her deposited share(s) it suffices when the bank issues, together with the deposit certificate, a statement to this effect. The statement must be furnished analogously to Para 3 of Section 10a AktG.

## **TOTAL NUMBER OF SHARES AND VOTING RIGHTS**

At the time of convocation of the General Meeting of Shareholders, the Company's share capital totals € 19,488,000.–, divided into 9,744,000 non-par value bearer shares ("Shares"). Each share grants the holder one vote. At the time of convocation of the General Meeting of Shareholders, the Company holds no own shares. Shares carrying the right to attend and vote total 9,744,000 at the time of convocation of the General Meeting of shareholders.

### **Partial broadcasting of the General Meeting of Shareholders on the internet**

All shareholders of the Company and other interested parties may watch the speech given by Chairman Attila Dogudan to the General Meeting of Shareholders from about 17.00 hrs on 7 July 2011 live on the internet at [www.doco.com](http://www.doco.com). No further image or sound broadcasting of the General Meeting of Shareholders will be made.

The report will be held in the German language. A translation into English and Turkish will be supplied.

Vienna, June 2011

The Management Board