

## **FURTHER INFORMATION ON SHAREHOLDERS' RIGHTS UNDER SECTIONS 109, 110, 118 AND 119 AKTG (AUSTRIAN CORPORATION ACT)**

### **Additions to the Agenda pursuant to Section 109 AktG**

Shareholders whose shares together make up **5% of the Company's share capital** are entitled to request, in writing, that **additional items be put on the agenda** of this General Meeting of Shareholders and notified accordingly. Each proposed new item on the agenda must be accompanied by a proposal for a resolution and its reasoning. Parties submitting a motion must be owners of shares at least three months prior to submitting the motion. Such a request on the part of shareholders will be accepted only when it is delivered to the Company in writing not later than **14 June 2012**.

Please send any such shareholder motions solely to:

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

For deposited bearer shares it is sufficient to furnish a deposit certificate pursuant to Section 10a AktG (Austrian Corporation Act) in order to provide proof of ownership to exercise the shareholders' rights.

### **Proposals for resolutions by shareholders pursuant to Section 110 AktG**

Shareholders whose shares together make up **1% of the Company's share capital** may furnish written **proposals for resolution** on any item of the agenda of this General Meeting of Shareholders and request that these proposals be posted on the Company's homepage together with the name of the shareholders involved, a reasoning for such proposals and comment, if furnished, by the Management Board or Supervisory Board. Please note that all such proposals require a reasoning to be enclosed with them. Such a request will be accepted only when it is delivered to the Company in writing not later than **26 June 2012**. Please send any such shareholder motions solely to:

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

or

by fax message to +43 (1) 74 000-1089

or

by e-mail to [investor.relations@doco.com](mailto:investor.relations@doco.com), enclosing the shareholders' motion as a text file, e.g. PDF.

Any such motion must be furnished also in a German version.

For deposited bearer shares it is sufficient to furnish a deposit certificate pursuant to Section 10a AktG in order to provide proof of ownership to exercise the shareholders' rights.

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

The **deposit certificate** must be issued by the bank administering the custody account which is domiciled in a member state of the European Economic Area or a full member state of OECD.

The deposit certificate must include the following information pursuant to Section 10a AktG:

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

The deposit certificate must be issued in German or English. It must be furnished in writing.

Please send deposit certificates solely as follows:

by mail to:

DO & CO Restaurants & Catering AG

Legal Department

att Ms Daniela Schrenk

Dampfmühlgasse 5

1110 Vienna, Austria

or

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

or

by e-mail to [anmeldung.doco@hauptversammlung.at](mailto:anmeldung.doco@hauptversammlung.at), enclosing the deposit certificate as a text file, e.g. PDF.

The deposit certificate for proof of share ownership in order to exercise the shareholder rights under Section 109 AktG (additions to the agenda) and Section 110 AktG (proposals for resolutions by shareholders) must not be older than seven days upon its submission to the Company.

The deposit certificate for proof of share ownership in order to exercise the shareholder rights under Section 109 AktG (additions to the agenda) must confirm that the persons proposing motions have been holders of these shares continuously for at least three months prior to submitting such motions.

DO & CO Restaurants & Catering AG no longer accepts deposit certificates and statements pursuant to the fourth sentence of Para 1 of Section 114 AktG furnished by way of an internationally available and specially secured interbank communication network (SWIFT), having instead opened up other electronic communication paths (fax message and e-mail), because DO & CO Restaurants & Catering AG did offer SWIFT as an electronic communication tool at the two previous general meetings of shareholders but the deposit-holding banks made very little use of it.

#### **Note on the right to obtain information pursuant to Section 118 AktG**

Each shareholder must be furnished information, if so requested, at the General Meeting of Shareholders to the extent necessary for a proper evaluation of an item on the agenda. This duty of information also extends to the legal and business relations between the Company and affiliated companies. If the consolidated financial statements and group management report are submitted to the General Meeting of Shareholders of a parent company (Section 244 of the Austrian Business Enterprise Code UGB), the duty of information also extends to the situation of the Group and the companies included in the consolidated financial statements.

The information must comply with the principles of conscientious and fair accounting.

Information need not be disclosed if:

1. according to reasonable entrepreneurial judgement it would be suitable to cause considerable damage to the Company or any affiliated company, or
2. disclosing it would be an offence under the law.

**INFORMATION ON THE RIGHT OF SHAREHOLDERS TO SUBMIT  
MOTIONS TO THE GENERAL MEETING OF SHAREHOLDERS PURSUANT  
TO SECTION 119 AKTG**

Each shareholder is entitled to submit motions to the General Meeting of Shareholders on any item of the agenda, provided that such shareholder furnishes proof of entitlement to attend the General Meeting as specified in the invitation.