DO & CO Aktiengesellschaft
Vienna, FN 156765 m

Proposals by the Management Board
for Resolutions of the
18th Ordinary General Meeting of Shareholders
21 July 2016

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 2015/2016 business year submitted by the Supervisory Board**

   There is no resolution required on this Item of the Agenda.

2. **Resolution on the appropriation of the net profit for the year**

   The Management Board proposes to distribute from the net balance sheet (net) profit accrued in the 2015/2016 business year in the amount of € 8,282,400.– a dividend of € 0.85 for each share entitled to dividend payments.

   The dividend payment date shall be 8 August 2016; the ex dividend date shall be 25 July 2016; the dividend record date shall be 26 July 2016.

3. **Resolution on granting discharge to the members of the Management Board for the 2015/2016 business year**

   The Management Board proposes to grant discharge to the members of the Management Board appointed in the 2015/2016 business year.

4. Resolution on granting discharge to the members of the Supervisory Board for the 2015/2016 business year

The Management Board proposes to grant discharge for the members of the Supervisory Board appointed in the 2015/2016 business year.

5. Resolution on the remuneration of the Supervisory Board for the 2015/2016 business year

The Management Board proposes to allocate an amount of € 100,000.– for the 2015/2016 business year as remuneration for the Supervisory Board members, the internal distribution of which shall be left to the discretion of the Supervisory Board.

6. Appointment of the auditor and group auditor for the 2016/2017 business year

It is exclusively upon the Supervisory Board to submit a proposal on this Item of the Agenda.

7. Election to the Supervisory Board

It is exclusively upon the Supervisory Board to submit a proposal on this Item of the Agenda.