



**Information on the organizational and technical preconditions  
for the participation in the ordinary General Shareholders' Meeting  
on Friday, 31<sup>st</sup> July 2020 at 12:00 o'clock as a virtual General Shareholders' Meeting**

With publication in the Official Gazette of Wiener Zeitung of **2<sup>nd</sup> July 2020** as well as via euro adhoc and on the website of the Company on same day the 22<sup>nd</sup> ordinary General Shareholders' Meeting of DO & CO Aktiengesellschaft was convoked for Friday, **31<sup>st</sup> July 2020, at 12:00 o'clock.**

**Conducting the General Shareholders' Meeting as a virtual General Shareholders' Meeting**

For the protection of the shareholders and the other participants the Management Board decided to make use of the new legal regulation regarding virtual General Shareholders' Meetings.

The 22<sup>nd</sup> ordinary General Shareholders' Meeting of DO & CO Aktiengesellschaft on **31<sup>st</sup> July 2020** will be conducted as a "virtual General Shareholders' Meeting" within the meaning of the COVID-19-Law ["*COVID-19-GesG*"] in the valid version and the Decree of the Federal Ministry of Justice based on such law (BGBl II No. 140/2020 ["*BGBl II Nr. 140/2020*"]).

This means that shareholders may not be present in person at the 22<sup>nd</sup> ordinary General Shareholders' meeting of DO & CO Aktiengesellschaft on 31<sup>st</sup> July 2020 in order not to threaten the health of the participants.

At the General Shareholders' Meeting the Chairman of the Supervisory Board, the Chairman of the Management Board as well as the other members of the Management Board, the recording Notary Public, and four special proxy holders appointed by the Company will be physically present at the General Shareholders' Meeting in 1010 Vienna, Mahlerstraße 9.

By conducting the General Shareholders' Meeting as a virtual General Shareholders' Meeting instead of postponing the General Shareholders' Meeting to an unknown later point in time the interests of the Company and the interests of the Shareholders' are - in the assessment of the Management Board - protected in the best way possible.

We explicitly draw your attention to the fact, that it is **not possible that a shareholder may come to the place where the General Shareholders' Meeting takes place.**

**Transmission of the General Shareholders' Meeting on the internet**

The virtual ordinary General Shareholders' Meeting will be broadcast on the internet so that all shareholders of the Company can watch in on **31<sup>st</sup> July 2020** starting **12:00 o'clock** on the website under **[www.doco.com](http://www.doco.com)**.

By broadcasting the General Shareholders' meeting **on the internet** all shareholders who wish to do so have the opportunity to **watch the General Shareholders' Meeting** via this acoustic and optical one-way connection in real time and the presentation of the Management Board and the answering of the questions of the shareholders. It is not necessary to make a registration or login.

The **technical preconditions** needed by the shareholders are a respectively efficient internet access as well as an efficient internet connection as well as a device with internet access, which has an HTML5-suitable internet browser with activated Javascript and can transmit audio and videos (e.g. computer with monitor and loudspeaker, notebook, tablet, smartphone or similar devices).

### **Exercise of the voting right as well as the rights to file motions and raise objections through special proxy holders**

You can only file a motion, exercise your voting right and raise an objection in this virtual General Shareholders' Meeting of DO & CO Aktiengesellschaft on **31<sup>st</sup> July 2020** pursuant to Section 3 para 4 of the COVID-19-Decree ["§ 3 Abs 4 COVID-19-GesV"] through one of the below mentioned special proxy holders nominated by the Company, the costs of whom the Company bears.

Each shareholder entitled to participate in the General Shareholders' Meeting and having evidenced this to the Company in line with the regulations in the invitation (see Section IV of the invitation) has the right to appoint **one of the below mentioned special proxy holders in order to exercise his/her voting right, file motions, and raise objections.**

- (i) Mag. Ewald Oberhammer  
c/o Oberhammer Rechtsanwälte GmbH  
1010 Wien, Karlsplatz 3/1  
tel.no. +43 1 503 300 0  
e-mail-address [oberhammer.doco@hauptversammlung.at](mailto:oberhammer.doco@hauptversammlung.at)
  
- (ii) Dr. Christian Temmel, MBA  
c/o DLA Piper Weiss-Tessbach Rechtsanwälte GmbH  
1010 Wien, Schottenring 14  
tel.no. +43 1 531 781 505  
e-mail-address [temmel.doco@hauptversammlung.at](mailto:temmel.doco@hauptversammlung.at)
  
- (iii) Dr. Christoph Nauer, LL.M.  
c/o bpv Hügel Rechtsanwälte GmbH  
2340 Mödling, Enzersdorferstraße 4  
tel.no. +43 2236 893 377  
e-mail-address [nauer.doco@hauptversammlung.at](mailto:nauer.doco@hauptversammlung.at)

- (iv) Dipl.-Volkswirt, Dipl.-Jurist Florian Beckermann, LL.M.  
c/o Interessenverband für Anleger, IVA  
1130 Wien, Feldmühlgasse 22  
tel.no. +43 1 876 33 43 - 30  
e-mail-address [beckermann.doco@hauptversammlung.at](mailto:beckermann.doco@hauptversammlung.at)

In order to ensure a smooth procedure please use the **power of attorney form** and the revocation of a power of attorney form provided **on the website** of the Company under **www.doco.com**.

**In order to be able to examine your identity as shareholder** please state such e-mail address in the power of attorney form in the respective box which you will use for the sending of instructions, motions or objections to the proxy holder or for questions and speeches to the Company.

**Powers of attorney** have to be submitted in your interest at the latest **by 29<sup>th</sup> July 2020, 16:00 o'clock CEST**, by using one of the below mentioned communication channels:

Powers of attorney to the special proxy holders may be submitted **by e-mail to the above mentioned address to the person chosen by you**. By way of this way of transmission the proxy holder elected by you has direct access to the power of attorney.

Furthermore, the following communication channels and addresses for the submission of the powers of attorney are at your disposal:

**By mail or courier:** DO & CO Aktiengesellschaft  
c/o HV-Veranstaltungsservice GmbH  
8242 St. Lorenzen/Wechsel, Köppel 60

**By telecopy:** +43 (1) 8900 500 - 59

Credit institutions may also transmit documents **via SWIFT** pursuant to Section 114 para 1 sentence 4 of the Austrian Stock Corporation Act ["§ 114 Abs 1 Satz 4 AktG"]:

GIBAATWGGMS  
(message type MT598 or MT599,  
whereas in the ext  
ISIN AT0000818802  
needs to be mentioned)

The personal delivery of the power of attorney at the place where the General Shareholders' Meeting takes place is explicitly excluded.

In case of **granting a power of attorney to another person** please note that it needs to be ensured by a **valid chain of powers of attorney** (sub-power of attorney) that for the exercise of the voting right, the right to file motions and the right to raise objections in the virtual General

Shareholders' Meeting itself one of the four special proxy holders has been mandated. The granting of power of attorney to another person than the four special proxy holders for exercising such rights in the General Shareholders Meeting is not possible pursuant to Section 3 para 4 COVID-19-Decree ["§ 3 Abs 4 COVID-19-GesV"]. However, it is **possible to mandate another person for the exercise** of other rights, in particular the **information right and the right to speak**.

The above mentioned rules regarding the granting of the power of attorney also apply analogously to the revocation of a power of attorney. If the power of attorney is revoked after **29<sup>th</sup> July 2020, 16:00 o'clock, CEST**, we recommend sending such revocation by e-mail to the respective proxy holder or by telecopy, because otherwise the timely receipt of such revocation cannot be ensured.

### **Instructions to the special proxy holders**

The special proxy holders will exercise the voting right, the right to file motions and the right to raise objections only on respective instructions. If no instruction exists with respect to a proposal for a resolution, the proxy holder will abstain from voting. Also with regard to proposals for resolutions, with regard to which an unclear instruction (e.g. at the same time FOR and AGAINST with regard to the same proposal for resolution) was provided, the proxy holder abstain from voting.

Shareholders are asked to respectively instruct the proxy holder elected by them in the respective part of the power of attorney form, which will be ready for download at the latest on **10<sup>th</sup> July 2020** on the website of the Company under **www.doco.com**. A form for the providing of instructions together with the form for the power of attorney is accessible on the website of the Company under **www.doco.com**. Please provide the instructions **by e-mail** to the above mentioned address of the proxy holder elected by you. Through this kind of submission the proxy holder elected by you, has direct access to the instruction.

The **instructions may be given at the same time as granting the power of attorney or at a later point in time**. Instructions regarding the exercise of the voting right, the right to file motions and the right to raise objections may be issued before or **during the General Shareholders' Meeting up until a point in time determined by the Chairman**. Until this point in time the shareholders have the possibility to change already issued instructions or issue new instructions.

Since due to the fact that **reaching the proxy holders by telephone during the General Shareholders' Meeting** cannot be ensured, so that for communication with the proxy holder **only** the communication channel **e-mail** to the above mentioned e-mail address of your proxy holder is to be used. In each e-mail you need to state the person of the shareholder (name/company, date of birth, company number of the shareholder) and the end of the statement needs to be clarified by your signature or a similar proof, for example by stating your name/company name (Section 13 para 2 of the Austrian Stock Corporation Act ["§ 13 Abs 2

*AktG*]). In order to enable the proxy holder to examine identity and correctness with the deposit certificate, please state your deposit number in the e-mail.

Please note that it **may be necessary to interrupt the virtual General Shareholders' Meeting**, in order to safely process instructions from the shareholders to the proxy holders received during the General Shareholders' Meeting.

### **Information right and speech of the shareholders**

If the shareholder requests so, he/she needs to be provided with information on the matters of the Company during the General Shareholders' Meeting, if such information is necessary to adequately assess an agenda item.

The **information right and the right to speak only** may be exercised **via electronic mail by submitting an e-mail only** to the specifically set-up e-mail address **fragen.doco@hauptversammlung.at**. Please use the **question form** which will be ready for download on the website of the Company under **www.doco.com** as of **10<sup>th</sup> July 2020** and attach the filled in and signed form to the e-mail.

If your questions or speeches are sent **without using the question form**, please **state the person of the shareholder** (name/company name, date of birth/company number of the shareholder) and finish your e-mail by a **simile to your signature** or in another way, for example by stating your name/company (Section 13 para 2 of the Austrian Stock Corporation Act [*"§ 13 Abs 2 AktG"*]). In order to enable the Company to check the identity and the correctness of the deposit certificate please **also state your deposit number** in the e-mail.

In case of exercising the information right and/or the right to speak through a proxy holder also provide such power of attorney in written form. Please note, that the **special proxy holders may not be authorized to exercise the information right and/or the right to speak**.

Shareholders are **asked to submit their questions already before the General Shareholders' Meeting in writing by e-mail to the address fragen.doco@hauptversammlung.at**, in such timely manner that they reach the Company at the latest on **28<sup>th</sup> July 2020**. By this you ensure that the Management Board has the possibility to thoroughly prepare and quickly respond to your questions.

Shareholders also have the right **during the General Shareholders' Meeting** to submit their questions and speeches electronically to the Company, only in writing by e-mail to the e-mail address **fragen.doco@hauptversammlung.at** of the Company. Please note that the **Chairman may impose timely restrictions during the General Shareholders' Meeting**.

The questions received by the Company will be read out and answered in the General Shareholders' Meeting in accordance with Section 118 of the Austrian Stock Corporation Act [*"§ 118 AktG"*].

## **Invitation**

Furthermore, please note the provisions contained in the invitation of **2<sup>nd</sup> July 2020**, in particular the necessity of a timely submission of a deposit certificate in order to be able to exercise shareholder rights in in the virtual General Shareholders' Meeting on **31<sup>st</sup> July 2020**.

The Management Board