

AMAG Austria Metall AG
Ranshofen, FN 310593f
ISIN AT00000AMAG3

Authorization to buy back and resell own shares

By resolution of the 7th annual general meeting, held on on 17 April 2018, the Management Board was authorised:

- 1) in accordance with Section 65 para. 1 Z 8 and para. 1a and 1b of the Austrian Stock Corporation Act, to acquire no-par bearer shares in the company, with the approval of the Supervisory Board, amounting to up to 10% of the company's share capital during a period of validity of 30 months from April 17, 2018 whereby the lowest counter-value cannot be more than 20% below and the highest counter-value no more than 10% above the average closing price of the last three trading days prior to the acquisition of the shares. Trading in treasury stock is excluded as the purpose of acquisition. The authorisation can be exercised fully or partially or also in several instalments and in the pursuit of one or more purposes by the company, by a subsidiary (Section 189a Austrian Commercial Code) or on account of the company by third parties. The acquisition may be executed in compliance with the legal regulations via the stock exchange, through a public offer or in another lawful, expedient way, in particular also off-market, or from individual shareholders willing to sell and under exclusion of the pro-rata right of disposal which can be involved in such acquisition (reversed exclusion of subscription rights). The Management Board was authorised to determine the repurchase conditions.
- 2) to redeem treasury stock acquired based on the resolution as per point 1 of this agenda item without further resolution of the Annual General Meeting. The authorisation can be exercised fully or in several instalments and in the pursuit of one or several objectives by the company, by a subsidiary or on account of the company by third parties.
- 3) to decide, for a period of five years from the April 17, 2018, with the approval of the Supervisory Board, in accordance with Section 65 para. 1b of the Austrian Stock Corporation Act, on the disposal of treasury stock via a different lawful method of disposal than the stock exchange or through a public offering, also including under the exclusion of subscription rights for shareholders (exclusion of subscription rights) and to determine the conditions of disposal. The authorisation can be exercised fully or partially or also in several instalments and in the pursuit of one or more purposes by the company, by a subsidiary

(Section 189a Austrian Commercial Code) or on account of the company by third parties.

The Management Board's existing authorisation according to the Annual General Meeting's resolution of April 16, 2015, in accordance with Section 65 para. 1b of the Austrian Stock Corporation Act, to decide on the disposal of the company's treasury stock without further resolution of the General Meeting, also in another lawful way other than via the stock exchange or through a public offering, including with exclusion of subscription rights of shareholders and to determine the conditions of disposal, was revoked.