

Comparison of the Articles of Association on Item 8 of the Agenda

§ 4 para (4)

Version prior to the 25th ordinary Shareholders' Meeting

~~The Board of Management is authorised for a period of five years after registration of this amendment to the commercial register in accordance with § 169 AktG, with the approval of the Supervisory Board, to increase the share capital by up to EUR 212,753,280 by issuing up to 212,753,280 new bearer shares. To increase the Company's ordinary shares against cash or non-cash contributions in several tranches and to set the issue price, which may not be less than the pro rata amount of the share capital, the terms of issue and further details of the implementation of the capital increase in agreement with the Supervisory Board. The Management Board is authorised, with the approval of the Supervisory Board, to wholly or partially exclude shareholders' subscription rights (i) if the capital increase is against a cash contribution and the amount of the capital stock of the Company attributable to the shares issued against cash contribution excluding subscription rights is the limit of 10% (10%) of the share capital of the Company at the time the authorization is exercised, (ii) if the capital increase is made in kind, (iii) to service an over-allotment option (greenshoe) or (iv) to offset fractional amounts. The total number of shares issued under this authorisation under exclusion of shareholders' subscription rights against cash and non-cash contributions may not be more than 20% (20%) of the share capital of the Company at the time the authorization is exercised. New shares issued on the basis of a convertible bond issued during the term of this authorization under exclusion of subscription rights must be included in this limit. The Supervisory Board is authorized to adopt amendments to the Articles of Association which result from the issue of shares from the authorised capital.~~

Version according to the motion on agenda item 8

The Executive Board is authorised for five years after registration of this amendment of the Articles of Association, in accordance with Section 169 Austrian Stock Corporation Act, with the consent of the Supervisory Board, to increase the registered capital by up to EUR 500,000,000.00 by issuance of up to 500,000,000 new ordinary bearer shares in return for contributions in cash and/or in kind, also in several tranches and to specify the issue price, which must not be below the notional par value per share in the Company's share capital, the terms of the issuance and further details of the execution of the capital increase in agreement with the Supervisory Board as well as to offer the new shares to the shareholders also by way of an indirect subscription right pursuant to section 153 para 6 Austrian Stock Corporation Act. The Executive Board is authorised, with the consent of the Supervisory Board, to fully or partially exclude shareholders' subscription rights, (i) if the capital increase is effected in return for cash contributions and in total the shares issued with excluded subscription rights shall not exceed the limit of EUR 112,085,269.00 (after effectiveness of the reduction of the share capital according to agenda item 10, EUR 11,208,526.00), corresponding to 10% (ten per cent) of the share capital of the Company, (ii) if the capital increase is effected in return for contributions in kind, (iii) to provide for an over-allotment option (Greenshoe) or (iv) to make up for fractional amounts. In total the shares issued with excluded subscription rights on the basis of this authorisation against contribution in cash and/or in kind shall not exceed the limit of EUR 224,170,539.00 (after effectiveness of the reduction of the share capital according to agenda item 10, EUR 22,417,053.00), corresponding to 20% (twenty per cent) of the share capital of the Company. The number of those shares shall be included for the calculation of this limit, for which conversion and/or subscription rights are granted by way of convertible bonds issued under exclusion of subscription rights during the term of this authorisation. The Supervisory Board is authorised to resolve upon amendments of the Articles of Association resulting from the issuance of shares based on the authorised capital.