

voestalpine AG

FURTHER INFORMATION REGARDING THE RIGHTS OF SHAREHOLDERS IN ACCORDANCE WITH SECS. 109, 110, 118 AND 119 OF THE AUSTRIAN STOCK CORPORATION ACT (AKTG)

Additions to the agenda in accordance with Sec. 109 AktG

Shareholders whose combined shareholdings equal 5% of share capital may request in writing that additional items be put on the agenda of this Annual General Meeting and be published. Each agenda item must be accompanied by a proposal for a resolution and a statement of grounds. The shareholders must have owned the shares for at least three months prior to filing the request. Such a shareholder request shall only be considered if the Company receives the request in writing by June 12, 2019 (12:00 midnight, CEST, local Vienna time) at the latest.

Such requests of shareholders must be addressed exclusively to

voestalpine AG
Legal, M&A and Compliance
Attn. Mr. Christian Kaufmann
voestalpine-Strasse 1
4020 Linz.

The wording of the agenda item and the proposal for a resolution must also be presented in a German-language version.

A deposit certificate in accordance with Sec. 10a AktG is required as evidence of shareholdings for exercising this shareholder right.

Proposals for resolutions of shareholders in accordance with Sec. 110 AktG

Shareholders whose combined shareholdings equal 1% of share capital may submit proposals for resolutions in text form for each agenda item and demand that these proposals, together with the names of the shareholders concerned, a statement of grounds and, if applicable, a statement by the Management Board or Supervisory Board, are published on the website of the Company. It is pointed out that a statement of grounds must be attached to each proposal for a resolution. Such a request shall only be considered if it is received by the Company in text form by June 24, 2019 (12:00 midnight, CEST, local Vienna time) at the latest.

Such proposals for resolutions of shareholders must be addressed exclusively to

voestalpine AG
Legal, M&A and Compliance
Attn. Mr. Christian Kaufmann
voestalpine-Strasse 1
4020 Linz

voestalpine AG

or

by fax +43 (0) 50304 15 5872

or

by e-mail christian.kaufmann@voestalpine.com; the shareholder request in text form, for example as PDF, must be attached to the e-mail.

Each proposal for resolution must also be presented in a German-language version.

The following should be noted regarding elections to the Supervisory Board (agenda item 6):

In nominations for the election of a Supervisory Board member, the justification statement shall be replaced with a declaration by the person being nominated in accordance with Sec. 87 para. 2 AktG. These declarations must be received by the Company no later than June 24, 2019, and the Company must make them available on the Company website recorded in the Commercial Register no later than June 26, 2019. Otherwise, the respective person may not be included in the voting.

In electing Supervisory Board members, the Annual General Meeting must consider the criteria set forth in Sec. 87 para. 2a AktG, particularly the professional and personal qualifications of the members, the professional balance of the Supervisory Board, aspects of diversity and internationalism as well as professional reliability. It is further announced, with respect to nominations for the election of Supervisory Board members, that the Company is subject to the application of Sec. 86 para. 7 AktG regarding proportional gender equality on the Supervisory Board, and therefore the minimum share requirement of Sec. 86 para. 7 AktG must be taken into account. Neither a majority of the shareholder representatives nor a majority of the employee representatives raised an objection under Sec. 86 para. 9 AktG to full compliance with the quota. Therefore, if the number of Supervisory Board members remains the same, full compliance with the minimum share requirement means that four women must be on the Supervisory Board of the Company in the future.

A deposit certificate in accordance with Sec. 10a AktG is required as evidence of shareholdings for exercising this shareholder right.

Deposit certificate in accordance with Sec. 10a AktG

The deposit certification must be issued by a depositary bank domiciled in a member state of the European Economic Area or a full member state of the OECD and must contain the following information:

- Information on the issuer: company name and address or a code commonly used in dealings between banks,

- Information on the shareholder: name/company name and address, in addition date of birth for natural persons, and register and register number, if applicable, for legal persons in the legal person's country of origin
- Information on the shares: number of shares held by the shareholder, ISIN AT0000937503,
- Securities account number and/or other designation,
- Date to which the deposit certificate refers.

The deposit certificate must be issued in German or English. The deposit confirmation must be provided to the Company exclusively via one of the following communication channels and addresses:

- (i) for transmission of the deposit certificate in written form

By mail or messenger voestalpine AG
Legal, M&A and Compliance
Attn. Mr. Christian Kaufmann
voestalpine-Strasse 1
4020 Linz

By SWIFT GIBAATWGGMS
(Message Type MT598 or MT599; ISIN AT0000937503 must be indicated in the text)

- (ii) for transmission of the deposit certificate in text form, which is permitted under Section 19 para. 3 of the Articles of Association

By fax +43 (0)1 8900 500 57

By e-mai: anmeldung.voestalpine@hauptversammlung.at
(Please use PDF format for deposit certificates)

The deposit certificate as evidence for shareholdings in the context of exercising shareholder rights in accordance with Sec. 109 AktG (additions to the agenda) and Sec. 110 AktG (proposal for resolutions of shareholders) shall not be older than seven days when presented to the Company.

The deposit certificate as evidence for shareholdings in the context of exercising shareholder rights in accordance with Sec. 109 AktG (additions to the agenda) must confirm that the shareholders filing the request have held the shares for a minimum of three successive months prior to filing the request.

In the case of several shareholders who only reach the shareholding threshold together, the confirmations must refer to the same reference date.

Right of information in accordance with Sec. 118 AktG

Each shareholder has the right to be informed on any matters pertaining to the Company if so requested by the shareholder provided that such information is necessary for a proper opinion regarding a particular agenda item. The right of information also extends to the legal and business relationships of the Company with affiliated companies. If the consolidated financial statements and group management report are presented at the Annual General Meeting of a parent company (Sec. 244 of the Austrian Commercial Code ("Unternehmensgesetzbuch"), the right of information also extends to the position of the group and companies included in the consolidated financial statements.

The information provided must correspond with the principles of a true and fair account. The information must be provided at the Annual General Meeting.

Information may be denied if

1. according to reasonable commercial judgment, it could cause significant harm to the Company or a Group company, or
2. the provision of information would be unlawful.

Each shareholder who participates in the Annual General Meeting has the right to receive information. Not only the shareholders themselves, but also their legal or authorized representatives, have the right to receive information. Shareholders whose membership rights are suspended (Secs. 51 para. 3, 65 para. 5 AktG) have no right to receive information.

To make efficient use of time during the Annual General Meeting questions that require longer preparation should be submitted in text form to the Management Board in due time before the Annual General Meeting. Such questions should be submitted to the address 4020 Linz, voestalpine-Strasse 1, Head of Investor Relations, attn. Mr. Peter Fleischer or by e-mail to IR@voestalpine.com or by telefax at +43 (0) 50304 55 5581.

INFORMATION ABOUT THE RIGHT OF SHAREHOLDERS TO PRESENT MOTIONS AT THE ANNUAL GENERAL MEETING IN ACCORDANCE WITH SEC. 119 AKTG

Each shareholder – regardless of specific shareholdings – is entitled to present motions regarding any agenda item at the Annual General Meeting. The prerequisite for this is the evidence of the right to participate pursuant to the invitation notice. If several motions have been proposed for one item on the agenda, the Chairman of the Annual General Meeting determines the order of voting pursuant to Sec. 119 para. 3 AktG.