

## Voting results of the 27<sup>th</sup> Annual General Meeting of voestalpine AG on July 3, 2019

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### Agenda item 2:

Resolution on the allocation of the balance sheet profit of the business year 2018/2019.

<b>Presence:</b>	3,406 shareholders with 109,925,946 votes.	
<b>Number of shares voting valid:</b>		109,925,716
<b>Portion of the registered capital represented by those shares:</b>		61.57 %
<b>Total number of valid votes:</b>		109,925,716

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<b>For:</b>	3,403 shareholders with 109,925,188 votes.	
<b>Against:</b>	2 shareholders with 528 votes.	
<b>Abstentions:</b>	1 shareholder with 230 votes.	

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### Agenda item 3:

Resolution on the discharge of Dr. Wolfgang Eder, CEO for the business year 2018/2019.

<b>Presence:</b>	3,405 shareholders with 109,925,546 votes.	
<b>Number of shares voting valid:</b>		109,858,205
<b>Portion of the registered capital represented by those shares:</b>		61.53 %
<b>Total number of valid votes:</b>		109,858,205

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<b>For:</b>	3,372 shareholders with 109,397,369 votes.	
<b>Against:</b>	15 shareholders with 460,836 votes.	
<b>Abstentions:</b>	18 shareholder with 67,341 votes.	

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### Agenda item 3:

Resolution on the discharge of the remaining members of the Management Board for the business year 2018/2019.

**Presence:** 3,405 shareholders with 109,925,546 votes.  
**Number of shares voting valid:** 109,862,095  
**Portion of the registered capital represented by those shares:** 61.53 %  
**Total number of valid votes:** 109,862,095

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**For:** 3,383 shareholders with 109,409,915 votes.  
**Against:** 10 shareholders with 452,180 votes.  
**Abstentions:** 12 shareholder with 63,451 votes.

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#### Agenda item 4:

Resolution on the discharge of the members of the Supervisory Board for the business year 2018/2019.

**Presence:** 3,403 shareholders with 109,923,577 votes.  
**Number of shares voting valid:** 109,858,753  
**Portion of the registered capital represented by those shares:** 61.53 %  
**Total number of valid votes:** 109,858,753

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**For:** 3,357 shareholders with 109,172,888 votes.  
**Against:** 30 shareholders with 685,865 votes.  
**Abstentions:** 16 shareholders with 64,824 votes.

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#### Agenda item 5:

Resolution on the election of the auditor for the annual financial statements and consolidated financial statements for the business year 2019/2020.

**Presence:** 3,398 shareholders with 109,613,504 votes.  
**Number of shares voting valid:** 109,613,504  
**Portion of the registered capital represented by those shares:** 61.39 %  
**Total number of valid votes:** 109,613,504

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**For:** 3,360 shareholders with 108,393,517 votes.  
**Against:** 38 shareholders with 1,219,987 votes.  
**Abstentions:** 0 shareholders with 0 votes.

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## Agenda item 6.1:

Re—election of Dr. Joachim Lemppenau to the Supervisory Board.

<b>Presence:</b>	3,381 shareholders with 109,564,058 votes.	
<b>Number of shares voting valid:</b>		107,978,211
<b>Portion of the registered capital represented by those shares:</b>		60.48 %
<b>Total number of valid votes:</b>		107,978,211

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<b>For:</b>	2,273 shareholders with 87,452,439 votes.
<b>Against:</b>	1,084 shareholders with 20,525,772 votes.
<b>Abstentions:</b>	24 shareholders with 1,585,847 votes.

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## Agenda item 6.2:

Re—election of Dr. Franz Gasselsberger to the Supervisory Board.

<b>Presence:</b>	3,376 shareholders with 109,560,268 votes.	
<b>Number of shares voting valid:</b>		107,974,996
<b>Portion of the registered capital represented by those shares:</b>		60.47 %
<b>Total number of valid votes:</b>		107,974,996

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<b>For:</b>	2,013 shareholders with 78,827,742 votes.
<b>Against:</b>	1,344 shareholders with 29,147,254 votes.
<b>Abstentions:</b>	19 shareholders with 1,585,272 votes.

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## Agenda item 6.3:

Re—election of Dr. Heinrich Schaller to the Supervisory Board.

<b>Presence:</b>	3,375 shareholders with 109,559,768 votes.	
<b>Number of shares voting valid:</b>		107,974,221
<b>Portion of the registered capital represented by those shares:</b>		60.47 %
<b>Total number of valid votes:</b>		107,974,211

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<b>For:</b>	2,380 shareholders with 89,963,365 votes.
<b>Against:</b>	973 shareholders with 18,010,856 votes.
<b>Abstentions:</b>	22 shareholders with 1,585,547 votes.

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## Agenda item 6.4:

Election of Dr. Wolfgang Eder to the Supervisory Board.

<b>Presence:</b>	3,380 shareholders with 109,563,958 votes.	
<b>Number of shares voting valid:</b>		109,498,622
<b>Portion of the registered capital represented by those shares:</b>		61.33 %
<b>Total number of valid votes:</b>		109,498,622

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<b>For:</b>	2,560 shareholders with 96,273,844 votes.
<b>Against:</b>	809 shareholders with 13,224,778 votes.
<b>Abstentions:</b>	11 shareholders with 65,336 votes.

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## Agenda item 6.5:

Election of Mag. Ingrid Jörg to the Supervisory Board.

<b>Presence:</b>	3,367 shareholders with 109,333,534 votes.	
<b>Number of shares voting valid:</b>		109,305,609
<b>Portion of the registered capital represented by those shares:</b>		61.22 %
<b>Total number of valid votes:</b>		109,305,609

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<b>For:</b>	3,334 shareholders with 108,145,605 votes.
<b>Against:</b>	28 shareholders with 1,160,004 votes.
<b>Abstentions:</b>	5 shareholders with 27,925 votes.

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## Agenda item 6.6:

Election of Dr. Florian Kohl to the Supervisory Board.

<b>Presence:</b>	3,359 shareholders with 109,329,324 votes.	
<b>Number of shares voting valid:</b>		109,327,324
<b>Portion of the registered capital represented by those shares:</b>		61.23 %
<b>Total number of valid votes:</b>		109,327,324

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<b>For:</b>	2,601 shareholders with 96,673,494 votes.
<b>Against:</b>	755 shareholders with 12,653,830 votes.
<b>Abstentions:</b>	3 shareholders with 2,000 votes.

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## Agenda item 6.7:

Election of Mag. Maria Kubitschek to the Supervisory Board.

<b>Presence:</b>	3,352 shareholders with 109,323,514 votes.	
<b>Number of shares voting valid:</b>		109,295,604
<b>Portion of the registered capital represented by those shares:</b>		61.21 %
<b>Total number of valid votes:</b>		109,295,604

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<b>For:</b>	3,277 shareholders with 108,000,896 votes.	
<b>Against:</b>	68 shareholders with 1,294,708 votes.	
<b>Abstentions:</b>	7 shareholders with 27,910 votes.	

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## Agenda item 6.8:

Election of Prof. Elisabeth Stadler to the Supervisory Board.

<b>Presence:</b>	3,344 shareholders with 109,311,100 votes.	
<b>Number of shares voting valid:</b>		109,283,965
<b>Portion of the registered capital represented by those shares:</b>		61.21 %
<b>Total number of valid votes:</b>		109,283,965

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<b>For:</b>	3,182 shareholders with 107,213,136 votes.	
<b>Against:</b>	156 shareholders with 2,070,829 votes.	
<b>Abstentions:</b>	6 shareholders with 27,135 votes.	

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## Agenda item 7:

1. Resolution on the authorization of the Management Board of voestalpine AG

- a) to purchase own shares in accordance with Sec. 65 para. 1 no. 4 and no. 8 as well as para. 1a and para 1b of the Austrian Stock Corporation Act ("Aktengesetz or AktG") both on the stock exchange and over-the-counter to the maximum extent of a total of 10% of the share capital also by excluding pro rata disposal rights which may accompany such an acquisition (reverse exclusion of subscription rights),
- b) in accordance with Sec. 65 para. 1b AktG to determine a method of selling or using shares in a manner other than via the stock exchange or a public offer based on the provisions on the exclusion of shareholders' subscription rights,

- c) to decrease the share capital of the Company by a redemption of own shares without any further resolution by the Annual General Meeting,
- d) revocation of the authorization given by the Annual General Meeting on July 5, 2017.

<b>Presence:</b>	3,305 shareholders with 109,208,255 votes.	
<b>Number of shares voting valid:</b>		109,181,957
<b>Portion of the registered capital represented by those shares:</b>		61.15 %
<b>Total number of valid votes:</b>		109,181,957

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<b>For:</b>	3,245 shareholders with 107,872,200 votes.
<b>Against:</b>	54 shareholders with 1,309,757 votes.
<b>Abstentions:</b>	6 shareholders with 26,298 votes.

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## Agenda item 8:

Resolution on the creation of new authorized capital in an amount equal to 20% of the share capital against cash contributions and with statutory pre-emption rights, including indirect pre-emption rights as provided for in Sec. 153 para. 6 of the AktG [Authorized Capital 2019/I], and on corresponding amendments to Sec. 4 (Share Capital and Shares) para. 2 of the Articles of Association.

<b>Presence:</b>	3,295 shareholders with 109,201,400 votes.	
<b>Number of shares voting valid:</b>		109,161,400
<b>Portion of the registered capital represented by those shares:</b>		61.14 %
<b>Total number of valid votes:</b>		109,161,400

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<b>For:</b>	3,270 shareholders with 108,914,514 votes.
<b>Against:</b>	24 shareholders with 246,886 votes.
<b>Abstentions:</b>	1 shareholders with 40,000 votes.

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## Agenda item 9:

Resolution on the creation of new authorized capital in an amount equal to 10% of the share capital for issue against contributions in kind and/or to employees, executives and members of the Management Board of the Company or companies affiliated with the Company including authorization to exclude pre-emption rights [Authorized Capital 2019/II], and on corresponding amendments to Sec. 4 (Share Capital and Shares) para. 2 of the Articles of Association.

<b>Presence:</b>	3,289 shareholders with 109,199,001 votes.	
<b>Number of shares voting valid:</b>		109,199,001
<b>Portion of the registered capital represented by those shares:</b>		61.16 %
<b>Total number of valid votes:</b>		109,199,001

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<b>For:</b>	2,626 shareholders with 96,997,596 votes.
<b>Against:</b>	663 shareholders with 12,201,405 votes.
<b>Abstentions:</b>	0 shareholders with 0 votes.

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## Agenda item 10:

Resolution on authorization of the Management Board to issue financial instruments within the meaning of Sec. 174 of the AktG, in particular convertible bonds, income bonds and participation rights that can also convey subscription and/or conversion rights to acquire shares of the Company, including authorization to exclude shareholder pre-emption rights to acquire the financial instruments.

<b>Presence:</b>	3,283 shareholders with 109,191,375 votes.	
<b>Number of shares voting valid:</b>		190,191,375
<b>Portion of the registered capital represented by those shares:</b>		61.15 %
<b>Total number of valid votes:</b>		109,191,375

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<b>For:</b>	2,560 shareholders with 97,087,080 votes.
<b>Against:</b>	723 shareholders with 12,104,295 votes.
<b>Abstentions:</b>	0 shareholders with 0 votes.

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**Agenda item 11:**

Resolution on cancellation of the contingent capital in accordance with Sec. 159 para. 2 no. 1 AktG that was approved by a General Meeting resolution of July 2, 2014, on approval of a contingent increase in the share capital of the Company in accordance with Sec. 159 para. 2 no. 1 AktG in an amount equal to 10% of the share capital that can be used to issue shares to financial instrument holders [Contingent Capital 2019], and on corresponding amendments to Sec. 4 (Share Capital and Shares) para. 6 of the Articles of Association.

<b>Presence:</b>	3,280 shareholders with 109,188,525 votes.	
<b>Number of shares voting valid:</b>		109,188,525
<b>Portion of the registered capital represented by those shares:</b>		61.15 %
<b>Total number of valid votes:</b>		109,188,525

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<b>For:</b>	2,544 shareholders with 96,538,985 votes.
<b>Against:</b>	736 shareholders with 12,649,540 votes.
<b>Abstentions:</b>	0 shareholders with 0 votes.

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