

# STRABAG SE

Villach

## Dividend announcement

ISIN: AT000000STR1

At the 14<sup>th</sup> Ordinary General Meeting of STRABAG SE, which was held on 15 June 2018, on the basis of a proposal of the Management Board of the company, a resolution was adopted to pay out a dividend of € 1.30 per share for the financial year 2017.

From Friday 22 June 2018, STRABAG SE shares will be traded ex-dividend 2017. The record date for the dividend ("Record Date") is Monday 25 June 2018. On the trading day after the Record Date, i.e. on 26 June 2018, a value right with the ISIN AT0000A21MA6 will be registered for each bearer share with the custodian bank of the respective shareholder, certifying the claim to receive the dividend for the financial year 2017. The value right confers the right to receive the dividend beginning with 26 June 2018 under the condition of the simultaneous transfer of the value right to Raiffeisen Centrobank AG, company registration number 117507f, Tegetthoffstrasse 1, 1010 Vienna as the designated paying agent, in accordance with the following provisions:

### 1. Dividend payment

Each value right documents entitlement to the dividend of € 1.30 per share as determined for the financial year 2017 by STRABAG SE, company registration number 88983h, Triglavstrasse 9, 9500 Villach ("STRABAG"). Dividends are paid out interest-free.

The designated paying agent is Raiffeisen Centrobank AG, company registration number 117507f, Tegetthoffstrasse 1, 1010 Vienna ("paying agent"). The paying agent is acting solely as the agent of STRABAG and accepts no obligations whatsoever towards the holders of the value rights. No contractual relationship or trust relationship is established between the paying agent and the holders of the value rights.

The paying agent will pay the dividend in return for the simultaneous transfer of the value right to the custodian bank of the holder of the value right. Payment is also conditional upon presentation of proof pursuant to section 2 (for Rasperia Trading Limited) or confirmation pursuant to section 3 (for all other shareholders).

Payment of the dividend will be made after deduction of 27.5 % capital gains tax to the extent no exception from the obligation to withhold capital gains tax applies and is invoked.

The dividend will be paid out by the paying agent under the precondition that STRABAG has approved the confirmations issued by the custodian banks of the holders of the value rights and has provided the paying agent with the necessary amounts for the payment of the dividend (including reimbursement of expenses pursuant to section 5), in a timely manner and in the full amount.

## **2. Proof to be provided by Rasperia Trading Limited**

The dividend shall not be paid out to persons that are designated by the Office of Foreign Assets Control (OFAC), i.e. so-called Specially Designated Nationals (“SDN”) (in particular Oleg Deripaska) or to companies that are at least 50 percent owned and/or controlled by one or more SDNs.

Consequently, in the case of Rasperia Trading Limited, register number HE 187571, Cyprus (“Rasperia”), the payment of the dividend in return for the simultaneous transfer of the value right is subject to the precondition that Rasperia (or its legal successor(s)) is/are not at least 50 percent owned and/or controlled by one or more SDNs. The paying agent will pay the dividend to Rasperia (or its legal successor(s)) as soon as documentary proof of this fact has been provided and has been expressly confirmed by STRABAG in writing.

## **3. Confirmation of the custodian bank for shareholders other than Rasperia**

Upon submission of value rights, the custodian bank of each value right holder other than Rasperia must issue a confirmation, indicating that the value rights were neither on 26 June 2018 nor on the date of redemption held by Rasperia. The form for this confirmation can be downloaded on the website of Strabag ([www.strabag.com](http://www.strabag.com)).

The fully completed and signed confirmation is to be transmitted by the custodian bank to the paying agent by fax.

The confirmation may not be dated more than three banking days before receipt by the paying agent.

## **4. Submission period**

The value rights and proof pursuant to section 2 or confirmation pursuant to section 3 respectively can be submitted to the paying agent from 09.00 (Vienna local time) on 26 June 2018 up to 17.00 (Vienna local time) on 28 June 2021. Dividends not claimed by the aforementioned date will lapse in favour of the company.

## **5. Reimbursement of expenses**

The costs of processing the dividend payment by means of value rights will be reimbursed by STRABAG to each custodian bank in the amount of € 8 per custody account. This reimbursement amount can be claimed by each custodian bank of a value right holder when presenting the proof pursuant to section 2 or confirmation pursuant to section 3, respectively.

## **6. Applicable law, place of jurisdiction**

The rights and duties of the value right holders and of STRABAG are subject to Austrian law, with the exclusion of the referring statutes of Austrian international private law. The place of performance is Vienna, Austria.

For all legal disputes in connection with these processing conditions, exclusive jurisdiction shall rest with the competent court in commercial matters in Vienna, to the extent permitted by mandatory law and/or unless any other mandatory place of jurisdiction applies (cf. in particular Section 83a of the Austrian Jurisdiction Act [JN]).

For legal action brought by a consumer against STRABAG, at the choice of the consumer exclusive jurisdiction shall rest with the local court competent for the matter at the consumer's place of residence, or the court at the place where the registered office of STRABAG is situated, or any other court which has competence under statutory provisions, to the extent permitted by mandatory law and/or unless any other mandatory place of jurisdiction applies (cf. in particular Section 83a of the Austrian Jurisdiction Act [JM]).

Villach, June 2018

The Management Board