



## **STRABAG SE**

**Voting results** in accordance with Sec 128 Para 2 of the Austrian Stock Corporation Act (AktG) **for the 18th Annual General Meeting** held on **24 June 2022** at 9:00 a.m. at STRABAG SE, 1220 Wien, Donau-City-Str. 9, event room "Gironcoli Kristall".

The share capital amounts to € 102,600,000 and is divided into 102,600,000 no-par value shares.

### **A g e n d a**

- 1. Presentation of the annual financial statements, including the management report and the consolidated corporate governance report; of the consolidated financial statements, including the group management report; of the proposal for the appropriation of the balance sheet profit; and of the Supervisory Board report for the 2021 financial year**

(no resolution)

- 2. Resolution concerning the appropriation of the balance sheet profit**

Appropriation of balance sheet profit [dividend of €2.00 per no-par share] approved with the required majority.

Votes in favour: 30,145,259      Votes against: 10

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,145,269

Percentage of share capital represented by these votes: 29.38 %

**3. Resolution concerning the approval of the actions of the members of the Management Board for the 2021 financial year**

Actions of the members of the management board approved with the required majority.

Votes in favour: 28,221,244      Votes against: 1,390,854

Number of shares for which valid votes were cast /

Total number of valid votes cast: 29,612,098

Percentage of share capital represented by these votes: 28.86 %

**4. Resolution concerning the approval of the actions of the members of the Supervisory Board for the 2021 financial year**

Actions of the members of the supervisory board approved with the required majority.

Votes in favour: 28,221,239      Votes against: 1,390,854

Number of shares for which valid votes were cast /

Total number of valid votes cast: 29,612,093

Percentage of share capital represented by these votes: 28.86 %

**5. Selection of the auditor of the financial statements and group financial statements for the 2022 financial year**

KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Linz, chosen with the required majority.

Votes in favour: 29,951,532      Votes against: 193,657

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,145,189

Percentage of share capital represented by these votes: 29.38 %

**6. Resolution concerning the remuneration report for the Management Board and the Supervisory Board for the 2021 financial year**

Remuneration report for the Management Board and the Supervisory Board for the 2021 financial year approved with the required majority.

Votes in favour: 29,883,671                      Votes against: 233,693

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,117,364

Percentage of share capital represented by these votes: 29.35 %

**7. Election of four persons to the Supervisory Board**

**a. Increase of the number of members of the Supervisory Board elected by the General Meeting from three to four within the limits set out in the Articles of Association.**

Proposal to increase the number of members of the Supervisory Board elected by the General Meeting from three to four within the limits set out in the Articles of Association approved with the required majority.

Votes in favour: 28,277,048                      Votes against: 1,865,480

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,142,528

Percentage of share capital represented by these votes: 29.38 %

**b. Election of Mag. Erwin Hameseder**

Mag. Erwin Hameseder elected with the required majority.

Votes in favour: 27,497,564                      Votes against: 2,644,954

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,142,518

Percentage of share capital represented by these votes: 29.38 %

**c. Re-election of Dr. Andreas Brandstetter**

Dr. Andreas Brandstetter elected with the required majority.

Votes in favour: 27,759,747                      Votes against: 2,382,771

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,142,518

Percentage of share capital represented by these votes: 29.38 %

**d. Re-election of Mag. Kerstin Gelbmann**

Mag. Kerstin Gelbmann elected with the required majority.

Votes in favour: 28,032,968                      Votes against: 1,948,842

Number of shares for which valid votes were cast /

Total number of valid votes cast: 29,981,810

Percentage of share capital represented by these votes: 29.22 %

**e. Election of Mag. Gabriele Schallegger**

Mag. Gabriele Schallegger elected with the required majority.

Votes in favour: 28,725,513                      Votes against: 1,417,005

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,142,518

Percentage of share capital represented by these votes: 29.38 %

**f. Management Board authorisations in connection with the acquisition and sale of own shares**

**g. Authorisation for the Management Board, in accordance with Section 65 Para 1 No 8 as well as Para 1a and 1b of the Austrian Stock Corporation Act (AktG), to acquire no-par value bearer or registered shares of the company on the stock exchange, by public tender or in any other manner to the extent of up to 10 % of the share capital during a period of 30 months from the date of this resolution at**

**a minimum price of €1.00 per share (= calculated value of one share in proportion to the share capital) and a maximum price of no more than €42.00 per share. The purpose of the acquisition may not be to trade with own shares. This authorisation may be exercised once or several times, in full or in part or in several partial amounts, and in pursuit of one or several purposes by the company, by a subsidiary (Section 189a Para 7 of the Austrian Commercial Code (UGB)) or by third parties acting on behalf of the company. The authorisation will be exercised by the Management Board in such a way that the proportion of the share capital associated with the shares acquired by the company on the basis of this authorisation or otherwise may not exceed 10 % of the share capital at any time. An acquisition may be decided by the Management Board; the Supervisory Board must be subsequently informed of this decision.**

Authorisation for the Management Board to repurchase own shares approved with the required majority.

Votes in favour: 30,007,474      Votes against: 2,710

Number of shares for which valid votes were cast /  
Total number of valid votes cast: 30,010,184

Percentage of share capital represented by these votes: 29.25 %

- h. Authorisation for the Management Board, with regard to the acquisition of no-par value bearer or registered shares of the company (item 8a), to exclude the shareholders' proportionate selling rights that may accompany such an acquisition (reverse exclusion of subscription rights). An acquisition under exclusion of the proportionate selling rights (reverse exclusion of subscription rights) is subject to the prior consent of the Supervisory Board.**

Authorisation for the Management Board to exclude the shareholders' proportionate selling rights (reverse exclusion of subscription rights) approved with the required majority.

Votes in favour: 30,007,474      Votes against: 2,710

Number of shares for which valid votes were cast /  
Total number of valid votes cast: 30,010,184

Percentage of share capital represented by these votes: 29.25 %

- i. Authorisation for the Management Board to withdraw, with the consent of the Supervisory Board, all or part of the own shares acquired by the company without a further resolution by the General Meeting.**

Authorisation for the Management Board to withdraw own shares approved with the required majority.

Votes in favour: 30,007,474      Votes against: 2,715

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,010,189

Percentage of share capital represented by these votes: 29.25 %

- j. Authorisation for the Management Board, for a period of five years from this resolution, to sell or assign its own shares, with approval by the Supervisory Board, in accordance with Section 65 Para 1b AktG in a manner other than on the stock market or through a public tender, to the exclusion of the shareholders' buyback rights (subscription rights), and to determine the conditions of sale. The authorisation may be exercised once or several times, in full or in part or in several partial amounts, and in pursuit of one or several purposes by the company, by a subsidiary (Section 189a Para 7 UGB) or by third parties acting on behalf of the company.**

Authorisation for the Management Board to sell own shares to the exclusion of the shareholders' buyback rights (subscription rights) approved with the required majority.

Votes in favour: 29,821,551      Votes against: 188,638

Number of shares for which valid votes were cast /

Total number of valid votes cast: 30,010,189

Percentage of share capital represented by these votes: 29.25 %