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Shareholders' meeting results

Wienerberger AG: Results of Voting at the 143rd Annual General Meeting of Wienerberger AG

Vienna (pta036/11.05.2012/18:00) - Point 2 of the Agenda: Use of profit as shown in the Annual Financial Statements for 2011

The Managing Board and the Supervisory Board recommend that the Annual General Meeting approve a dividend payment of EUR 0.12 per share, i.e. a total dividend of EUR 14,103,211.68, on issued capital of EUR 117,526,764, less a proportional amount of EUR 295,696.56 for treasury shares, for a total distribution of EUR 13,807,515.12 from retained earnings of EUR 15,000,396.23 and the carryforward of the remaining EUR 1,192,881.11.

Votes in favor: 48,768,942

Votes against: 37,459

Abstentions: 854,516

Number of shares, for which valid votes were made: 48,806,401

Percentage of the registered capital represented by these votes: 41.53 %

Total number of valid votes: 48,806,401

Point 3 of the Agenda: Release of the members of the Managing Board from liability for the 2011 financial year

The Managing Board and the Supervisory Board recommend that the Annual General Meeting approve the release from liability of the persons who served on the Managing Board during the 2011 financial year for this period.

Votes in favor: 49,660,219

Votes against: 11

Abstentions: 1,072

Number of shares, for which valid votes were made: 49,660,230

Percentage of the registered capital represented by these votes: 42.25 %

Total number of valid votes: 49,660,230

Point 4 of the Agenda: Release of the members of the Supervisory Board from liability for the 2011 financial year

The Managing Board and the Supervisory Board recommend that the Annual General Meeting approve the release from liability of the persons who served on the Supervisory Board during the 2011 financial year for this period.

Votes in favor: 49,598,829

Votes against: 63,657

Abstentions: 269

Number of shares, for which valid votes were made: 49,662,486

Percentage of the registered capital represented by these votes: 42.26 %

Total number of valid votes: 49,662,486

Point 5 of the Agenda: Reduction in the number of members on the Supervisory Board

The Supervisory Board recommends that the Annual General Meeting approve a reduction in the size of the Supervisory Board of Wienerberger AG within the limit defined by the articles of association (three to ten members) from the current level of nine members by one person to a total of eight members.

Votes in favor: 49,661,613

Votes against: 0

Abstentions: 10

Number of shares, for which valid votes were made: 49,661,613

Percentage of the registered capital represented by these votes: 42.26 %

Total number of valid votes: 49,661,613

Point 6 of the Agenda: Election of the auditor of the Annual Financial Statements and Consolidated Financial Statements for the 2012 financial year

The Supervisory Board recommends that the Annual General Meeting elect KPMG Wirtschaftsprüfungs- und Steuerberatungs AG, Vienna, to audit the Annual Financial Statements and Consolidated Financial Statements for the 2012 financial year.

Votes in favor: 49,654,839

Votes against: 6,404

Abstentions: 280

Number of shares, for which valid votes were made: 49,661,243

Percentage of the registered capital represented by these votes: 42.26 %

Total number of valid votes: 49,661,243

Point 7 of the Agenda: Amendment of the Articles of Association

Point 7A of the Agenda: Securitization of shares

The Managing Board and the Supervisory Board recommend that the Annual General Meeting approve the following amendments to the Articles of Association:

§ 4 para. 2 will then read:

"The registered capital shall be divided into 117,526,764 shares with zero par value."

§ 6 will then read:

"The shares shall be securitized in a global certificate that is deposited with a central securities depository bank."

Votes in favor: 46,041,643

Votes against: 3,631,438

Abstentions: 0

Number of shares, for which valid votes were made: 49,673,081

Percentage of the registered capital represented by these votes: 42.27%

Total number of valid votes: 49,673,081

The Managing Board and the Supervisory Board recommend that the Annual General Meeting approve the following addition to the Articles of Association:

Point 7B of the Agenda: Reduction in control threshold pursuant to § 22 (2) of the Austrian Takeover Act

§ 28 Attainment of Control (new) will read:

"The threshold for the attainment of a controlling interest as defined in § 22 (2) of the Austrian Takeover Act shall be reduced to 20% in accordance with § 27 (1) nr. 1 of the Austrian Takeover Act."

Votes in favor: 45,702,232

Votes against: 3,970,708

Abstentions: 11

Number of shares, for which valid votes were made: 49,672,940

Percentage of the registered capital represented by these votes: 42.27 %

Total number of valid votes: 49,672,940

Point 8 of the Agenda: Resolution authorizing the buyback and sale of treasury shares

The Managing Board and the Supervisory Board recommend that the Annual General Meeting authorize the Managing Board, in accordance with § 65 (1) nr. 8 of the Austrian Stock Corporation Act, to repurchase the company's shares up to the maximum amount permitted by law during a period of 30 months beginning on the date this resolution is passed, whereby the price for this buyback may not be higher than twice the stock exchange price on May 11, 2012 and not lower than one euro per share.

Furthermore, the Managing Board will be authorized, without a further resolution by the Annual General Meeting, to withdraw or resell these repurchased shares or to sell these repurchased shares in another manner than over the stock exchange or through a public tender. This authorization replaces the authorization for the repurchase of the company's shares that was approved by the Annual General Meeting on May 20, 2010.

Votes in favor: 49,028,726

Votes against: 624,378

Abstentions: 19,847

Number of shares, for which valid votes were made: 49,653,104

Percentage of the registered capital represented by these votes: 42.25 %

Total number of valid votes: 49,653,104

Disclaimer

This is a working translation from the German language version and for convenience purposes only. In the event of conflict with the German language version, the German language version shall prevail.

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