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Announcement of the Convening of the General Meeting, transmitted by DGAP - a service of EQS Group AG.
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Burgenland Holding AG
Headquartered in Eisenstadt
FN 126613 x
ISIN: AT0000640552

Convening

of the 30th Annual General Meeting of Burgenland Holding AG

scheduled to take place on Friday, 15 March 2019, 10:15am, in the Technologiezentrum Eisenstadt, Marktstraße 3, 7000 Eisenstadt

Agenda:

1. Presentation of the approved annual financial statements, of the management report and the Corporate Governance Report submitted by the Executive Board including the report of the Supervisory Board for the 2017/18 financial year as well as the proposal for the application of profit.
2. Adoption of a resolution on the distribution of the net profits for the year as shown in the annual financial statements as of 30 September 2018.
3. Adoption of a resolution concerning the approval of the actions of the Executive Board and of the Supervisory Board for the 2017/18 financial year.
4. Selection of the auditor for the financial statements of the 2018/19 financial year.
5. Elections to the Supervisory Board.

Opportunity for shareholders to inspect records pursuant to sec. 108 paragraphs (3) and (4) of the Austrian Stock Corporation Act (AktG) (Article 106 line 4 of the Austrian Stock Corporation Act)

The records pursuant to Article 108 paragraph 4 of the Austrian Stock Corporation Act will be displayed at the Company's website under www.buho.at as from the 21st day before the Annual General Meeting, i.e. from 22 February 2019.

Reminder to the shareholders of their rights pursuant to Articles 109, 110 and 118 of the Austrian Stock Corporation Act (Article 106 line 5 of the Austrian Stock Corporation Act)

Pursuant to Article 109 of the Austrian Stock Corporation Act, shareholders the total of whose shares add up to 5% of the Company's share capital are entitled to demand, in writing, that certain items determined by them be included in the agenda of the subsequent Annual General Meeting and publicized accordingly. Each item requested to be included in the agenda must be accompanied by a draft resolution including a statement of reasons. The applicants must have held their shares for at least three months before the filing of the respective request. The shareholders' request must have been received by the Company not later than on the 21st day before the Annual General Meeting, i.e. on or before 22 February 2019.

Pursuant to Article 110 of the Austrian Stock Corporation Act, shareholders the total of whose shares add up to 1% of the Company's share capital are entitled to submit to the Company, in text form (Article 13 (2) of the Austrian Stock Corporation Act), written proposals for resolution with regard to each individual item on the agenda and to demand that such proposals be made accessible on the Company's website, together with the names of the shareholders in question, the required statement of reasons and a statement (optional) by the Executive Board or the Supervisory Board. Such a request must be taken into account if it is received by the Company on or before the seventh working day before the Annual General Meeting, i.e., on or before 6 March 2018. In case of a proposal concerning the election of a member of the Supervisory Board, the statement of reasons will be replaced by the declaration made by the nominated person pursuant to Article 87 (2) of the Austrian Stock Corporation Act.

Pursuant to Article 118 of the Austrian Stock Corporation Act, each shareholder is entitled, during the Annual General Meeting, to request and receive information concerning the Company's business, to the extent that such information is necessary for a proper understanding of any item on the agenda. The obligation of providing information also extends to the Company's legal and business relationship with any of its affiliated companies. The request for information may be refused in cases where reasonable entrepreneurial evaluation of the subject in question indicates that the disclosure of such information is likely to cause a considerable disadvantage to the Company or to any of its affiliated companies or that disclosure would lead to prosecution. A request for information may also be refused in cases where the information in question was accessible via the "Questions and Answers" section of the Company's website for a minimum period of seven days before the start of the Annual General Meeting. If you have questions the answering of which requires some preparation time, please address them to the Company in writing and in good time before the Annual General Meeting.

Proposals for additions or amendments to the agenda, proposals for resolution and questions should be addressed to the Company by letter (Burgenland Holding Aktiengesellschaft, attn.: Nikolaus Korab, Marktstraße 3, 7000 Eisenstadt), by fax (+43(0)1 8900 500 90) or by e-mail (anmeldung.buho@hauptversammlung.at).

Those shareholder rights that depend on the shares having been held by the shareholder in question over a determined period may only be exercised subject to the provision of proof of share ownership throughout the relevant period in each case; such proof must be provided by means of a certificate of deposit pursuant to Article 10a of the Austrian Stock Corporation Act. Further information concerning the shareholder rights, particularly those pursuant to Articles 109, 110 and 118 of the Austrian Stock Corporation Act, may also be found on the Company's website, www.buho.at.

Record date and conditions for attending the Annual General Meeting pursuant to Article 111 of the Austrian Stock Corporation Act (Article 106 line 6 and 7 of the Austrian Stock Corporation Act)

Pursuant to Article 111 paragraph 1 of the Austrian Stock Corporation Act the right to attend the Annual General Meeting and to exercise the shareholder rights is determined by the shares held by the end of the tenth day before the date of the Annual General Meeting (**record date**), i.e., by the shares held by the respective shareholder at **24:00 on 5 March 2019 (CET)**. Shareholders wishing to attend the Annual General Meeting and to exercise shareholder rights are obligated to supply proof of ownership of their shares to the Company as of the record date.

In the case of bearer shares deposited in a custody account, a certificate of deposit pursuant to Article 10a of the Austrian Stock Corporation Act, which must be submitted to the Company not later than by the third working day before the Annual General Meeting, i.e., on **12 March 2019**, will be deemed sufficient proof of ownership of the shares in question as of the record date. The certificate of deposit must have been issued by the credit institution maintaining the custody account, which must have its seat in a member state of the European Economic Area or in a full member state of the OECD. As a minimum requirement, the certificate of deposit shall contain the data required pursuant to Article 10a paragraph 2 of the Austrian Stock Corporation Act. In cases where the certificate of deposit is intended to be used as proof of current shareholder status, it must have been issued no earlier than within the last seven days before submission to the Company. Certificates of deposit will be accepted in German and in English.

Certificates of deposit must be transferred to the Company exclusively by postal letter (HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel) or by e-mail (anmeldung.buho@hauptversammlung.at). Documents should be attached to the e-mail as a PDF containing a qualified electronic signature pursuant to Article 4 paragraph 1 of the Austrian "Signatur- und Vertrauensdienstegesetz" or may be submitted via SWIFT: GIBATWGGMS (message type MT598 or MT599; indication of ISIN AT0000640552 within the text is absolutely necessary).

Certificates of deposit may also be sent in advance in written form - by e-mail (anmeldung.buho@hauptversammlung.at; certificates of deposit in pdf format attached to the e-mail) or by fax (+43 (0) 1 8900 500 90). However, the submission of these deposit certificates by e-mail or fax will not be sufficient to meet the specified deadline.

Possibility of appointing a representative pursuant to Articles 113 and 114 of the Austrian Stock Corporation Act (Article 106 line 8 of the Austrian Stock Corporation Act)

All shareholders entitled to attend the Annual General Meeting have the right to appoint an individual or a legal person as representative, namely by means of a power of attorney issued in writing or in text form. The Company itself, or any member of the Executive Board or of the Supervisory Board, shall be entitled to act as representative exercising voting rights only in cases where the relevant shareholder has issued explicit instructions as to how the voting rights are to be exercised with regard to each individual item of the agenda. The power of attorney must be issued to a specific individual or legal person. In cases where the shareholder has issued a power of attorney to the credit institution maintaining the custody account (Article 10a of the Austrian Stock Corporation Act), a declaration on the part of the latter added to the certificate of deposit, to the effect that it has been granted a power of attorney, will be sufficient.

Powers of attorney may be issued by means of the form provided on the Company's website, www.buho.at, which also permits the granting of a limited power of attorney. The power of attorney must be sent to, and kept on file by, the Company.

Powers of attorney are to be sent to the Company exclusively in written form by letter (HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel), by fax (+43(0)1 8900 500 90) or by e-mail (anmeldung.buho@hauptversammlung.at). Declarations according to Article 114 paragraph 1 line 4 may also be submitted via SWIFT: GIBATWGGMS (Message Type MT598 or MT599; necessary to state the ISIN number: AT0000640552 in the text). On the day of the Annual General Meeting, the delivery of the power of attorney is only possible by hand upon the registration to the Annual General Meeting at the place of that assembly.

The above provisions regarding the granting of the power of attorney shall also apply, mutatis mutandis, to its revocation.

Total number of shares and voting rights as of the date of the convening of the Annual General Meeting (Article 106 line 9 of the Austrian Stock Corporation Act)

As of the date of the convening of the Annual General Meeting, the Company's share capital amounts to EUR 21,810,000.00 and is divided into 3,000,000 no-par-value bearer shares. Each share confers one vote. As of the date of the convening of the Annual General Meeting, the Company does not hold own shares. There is only one class of shares.

Admittance: doors to the room in which the Annual General Meeting will be held will be opened at 9:15am.

You may find further information concerning the conduct of the Annual General Meeting, etc. on the Company's website www.buho.at.

Eisenstadt, February 2019
The Executive Board

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Archive at www.dgap.de

Language:	English
Company:	Burgenland Holding AG Markstraße 3 7000 Eisenstadt Austria
Phone:	+43 2236 200 24186
Fax:	+43 2236 200 84703
E-mail:	info@buho.at
Internet:	www.buho.at
ISIN:	AT0000640552
WKN:	879095
Listed:	Regulated Unofficial Market in Berlin, Stuttgart; Vienna Stock Exchange (Official Market)

End of News

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