

## INFORMATION CONCERNING THE RIGHTS OF SHAREHOLDERS

### **Request for additional items on the agenda pursuant to Section 109 of the Austrian Stock Corporation Act (hereinafter referred to as "Stock Corporation Act")**

Shareholders who collectively hold **5% of the share capital** and have **held such shares for at least three months prior to filing their motion** can request in writing the inclusion and announcement of additional items on the agenda of the Annual General Meeting, provided that such request is received by the company in writing **not later than on Tuesday, April 12, 2022**, exclusively at:

Wienerberger AG  
Corporate Legal Services  
Attn. Dr. Karl Wagner  
Wienerbergerplatz 1  
1100 Vienna  
Austria

Every item on the agenda so requested must be accompanied by a **proposed resolution, including reasons**. To prove a shareholder's capacity, it suffices to **submit a depository confirmation** as described in Section 10a of the Stock Corporation Act which states that the shareholders filing the motion have held their shares for at least three months before the motion is filed and which may not be older than seven days when submitted to the company.

Section 128 (5) of the Stock Corporation Act requires that any proposed resolution submitted in a language other than German must also be submitted in the German language.

### **Proposed resolutions by shareholders pursuant to Section 110 of the Stock Corporation Act**

Shareholders who collectively hold at least **1% of the share capital** can submit written **proposed resolutions, including reasons**, in respect of every item on the agenda and request that such proposals, including reasons, and a statement, if any, by the Managing Board or the Supervisory Board be published on the company's website, provided that such request is received by the company in writing **not later than on Friday, April 22, 2022**, either

by fax to: +43 (0)1 8900 500 53

or in writing to:

Wienerberger AG  
Corporate Legal Services  
Attn. Dr. Karl Wagner  
Wienerbergerplatz 1  
1100 Vienna  
Austria

To prove a shareholder's holding in order to exercise this shareholder right, it suffices to submit a depository confirmation as described in Section 10a of the Stock Corporation Act which may not be older than seven days when provided to the company. Multiple depository confirmations of shares which only together represent the 1% threshold must refer to the same reference date.

If a proposal for the election of a Supervisory Board member is made, the reasons given in respect of the proposed resolution are replaced by the statement made by the proposed individual as set forth in Section 87 (2) of the Stock Corporation Act.

Section 128 (5) of the Stock Corporation Act requires that any proposed resolution submitted in a language other than German must also be submitted in the German language.

In case shareholders propose a candidate for the Supervisory Board as set out in Section 110 of the Stock Corporation Act, please note the following:

Given the current number of members of the Supervisory Board, at least three members must be men and at least three members must be women to comply with the minimum share of men and women under Section 86 (7) of the Stock Corporation Act.

The Supervisory Board of Wienerberger AG currently consists of seven members elected by the Annual General Meeting (capital representatives) and three members delegated by the Works Council pursuant to Section 110 of the Austrian Labor Relations Act. Four of the seven capital representatives are men and three are women; two of the three employee representatives are men and one is a woman. The Supervisory Board therefore currently consists of six men and four women and thus complies with the minimum share of men and women under Section 86 (7) of the Stock Corporation Act.

Please note that neither the majority of capital representatives nor the majority of employee representatives have raised an objection pursuant to Section 86 (9) of the Stock Corporation Act, which means that the minimum share of men and women required under Section 86 (7) of the Stock Corporation Act is met not separately, but collectively by the entire Supervisory Board.

If the number of Supervisory Board members is increased within the scope of the Articles of Association, any proposal made by shareholders must take into account Section 86 (7) of the Stock Corporation Act and/or the aforementioned minimum share of men and women.

### **Record date and participation in the Annual General Meeting**

Eligibility to participate in the Annual General Meeting and to exercise voting rights and other shareholder rights to be asserted at the Annual General Meeting is based on the **shares held on Saturday, April 23, 2022, midnight Vienna time (Record Date).**

The Annual General Meeting may only be attended by persons who are shareholders on the Record Date and provide evidence thereof to the company.

A depository confirmation pursuant to Section 10a of the Stock Corporation Act to be received by the company not later than **on Thursday, April 28, 2022, midnight Vienna**

**time**, only at one of the addresses indicated below shall be sufficient proof of a shareholder's shareholding on the Record Date.

**By mail:** Wienerberger AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60,  
A-8242 St. Lorenzen/Wechsel

**By SWIFT:** GIBAATWGGMS - Message Type MT598 or Type 599; please indicate ISIN  
AT0000831706 in the text.

**By e-mail:** [anmeldung.wienerberger@hauptversammlung.at](mailto:anmeldung.wienerberger@hauptversammlung.at) (depository confirmation as  
PDF-attachment)

**By fax:** +43 (0)1 8900 500 53

### **Depository confirmation pursuant to Section 10a of the Stock Corporation Act**

The depository confirmation must be issued by the custodian bank having its registered office in a member state of the European Economic Area or in a full member state of the OECD and must include the following information:

- Information on the issuer: name/company name and address or a code commonly used in transactions between banks (SWIFT code);
- Information on the shareholder: name/company name, address, date of birth of natural persons; register and registration number of legal entities, if applicable;
- Securities account number or other designation;
- Information on the shares: number of shares (ISIN AT0000831706) held by the shareholder;
- Date to which the depository confirmation is related.

The depository confirmation must relate to the Record Date, **Saturday, April 23, 2022, midnight Vienna time.**

The depository confirmation must be provided in **German or English.**

Provision of the depository confirmation is deemed registration for the Annual General Meeting. Shares will not be blocked by registration for the Annual General Meeting and/or provision of a depository confirmation; shareholders may therefore continue to freely dispose of their shares also after registration and/or provision of a depository confirmation

### **Notice concerning the rights of shareholders to receive information pursuant to Section 118 of the Stock Corporation Act**

Section 118 of the Stock Corporation Act provides that upon request, every shareholder must be provided with information concerning the company's affairs at the Annual General Meeting, where such information is necessary to properly evaluate an item on the agenda. Such provision of information may be refused where, based on reasonable business assessment, the company or an affiliated company may suffer a considerable disadvantage or where such provision of information would be punishable.

For the sake of efficiency, please ask any questions the response of which requires more time of preparation in due time before the Annual General Meeting takes place and send them

by email to [fragen.wienerberger@hauptversammlung.at](mailto:fragen.wienerberger@hauptversammlung.at)

by fax to: +43 (0)1 8900 500 53

or by mail to:

Wienerberger AG  
Corporate Legal Services  
Attn. Dr. Karl Wagner  
Wienerbergerplatz 1  
1100 Vienna  
Austria

**Information concerning the right of shareholders to make motions at the Annual General Meeting pursuant to Section 119 of the Stock Corporation Act**

At the Annual General Meeting, every shareholder may make motions in respect of every item of the agenda (except for the nomination of candidates for the Supervisory Board) without prior notice, provided that the shareholder has submitted documentary evidence of his/her right to participate as set out in the invitation to the Annual General Meeting.

***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.*