

Vienna, May 28, 2018

## STATEMENT

The Supervisory Board of Wienerberger AG ("Wienerberger") gives notice that on May 24, 2018 we received from the shareholders Petrus Advisers Investment Fund L.P. ("Petrus") and BKBAHAR Trust ("BKBAHAR") proposals in respect of item 6 of the agenda of the 149th Annual General Meeting (Elections to the Supervisory Board).

Instead of Mr. Christian JOURQUIN and Mr. Peter STEINER proposed by Wienerberger, Petrus and BKBAHAR jointly propose to elect Mr. Pierre-Marie De Leener and Mr. Jan Buck-Emden as members of Wienerberger's Supervisory Board.

Wienerberger has been aware of the Supervisory Board candidates proposed by Petrus and BKBAHAR since receipt of a letter Petrus sent to Wienerberger on April 19, 2018. For the purpose of forward-looking planning and orderly succession management, Wienerberger's Supervisory Board - in compliance with international corporate governance standards - continuously evaluates a large number of potential candidates as to their qualifications and potential contributions to the Wienerberger Group's continued development. As a consequence, within the scope of a desktop review the Personnel and Nomination Committee of the Supervisory Board extensively dealt with the CVs and the backgrounds of Mr. Pierre-Marie De Leener and Mr. Jan Buck-Emden.

**Having thoroughly checked the two candidates proposed by Petrus and BKBAHAR, when preparing the proposed resolutions for the 149th Annual General Meeting published on May 16, 2018, the Supervisory Board of Wienerberger AG decided not to support and not to propose an election of these two candidates. The Supervisory Board of Wienerberger AG rather notes that both candidates are potentially conflicted.**

### **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.*

Wienerberger is in possession of a letter from a major construction materials company, in which Mr. Pierre-Marie De Leener held a senior managerial position. This letter points to valid confidentiality obligations binding upon Mr. De Leener. Such obligations could conflict with a possible function of Mr. De Leener on the Supervisory Board of Wienerberger AG.

Jan Buck-Emden is chairman of the management board of Hagebau, a major trading partner of the Wienerberger Group. Wienerberger's Supervisory Board takes the position that this constitutes an unsolvable conflict which directly affects Wienerberger's trade relations with Hagebau and indirectly affects the relations to other trading partners competing with Hagebau. This is opposed to Mr. Buck-Emden standing for a position in the Supervisory Board.

We take every proposal made by our shareholders seriously and thoroughly examine any such proposal. However, in consideration of the above, we cannot support the candidates proposed by Petrus and BKBAHAR for an election as members of the Supervisory Board.

**The Supervisory Board of Wienerberger AG consists of top-class members and impresses with its internationality and diversity as well as its associated experience and expertise. In addition, in respect of none of the members or candidates proposed by the Supervisory Board of Wienerberger AG there is any conflict of interest or reason to believe that they would not solely act in the interests of the Company and its shareholders. To ensure this for the future based on our clear commitment to the highest corporate governance standards, the Supervisory Board recommends that our shareholders vote "FOR" the candidates proposed by Wienerberger, namely Christian JOURQUIN and Peter STEINER, and vote "AGAINST" their opponents.**

**CHRISTIAN JOURQUIN** has many years of experience as CEO of listed companies. Due to his services for Solvay, Christian JOURQUIN acquired profound knowledge of the plastic pipe industry in geographic markets that are important for Wienerberger. During his first term of office as a member of Wienerberger AG's Supervisory Board which ends with the 149th Annual General Meeting on a rotational basis, Christian JOURQUIN made a valuable contribution to the work of the Supervisory Board and, in particular, the work of the Strategy Committee and the Audit Committee. His considerable professional expertise and extensive experience make Mr. JOURQUIN an outstanding candidate for the Supervisory Board. In addition, his re-election will support the Supervisory Board's current work to ensure Wienerberger's sustainable development. More information concerning Christian JOURQUIN's career is available on our [website](#).

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**PETER STEINER** is a financial expert and an expert in the fields of M&A, investment management and digitalization. Peter STEINER has extensive international expertise in the managing boards and supervisory boards of listed companies, including, but not limited to, companies engaged in the building materials industry. Due to his private equity experience, he is considered a bridge builder who understands both investors and management. His main positions in the building materials sector include his position as CFO and/or CEO of Dyckerhoff AG, an internationally leading cement producer, and his position as executive chairman of Xella, a producer of building materials. Currently a member of the executive board and chairman of the auditing committee of Clariant AG as well as chairman of London-based Zeal Network SE, another listed company, Peter STEINER's main focus is on digitalization and business models changed by digitalization. More information concerning Peter STEINER's career is available on our [website](#).

Our proposals for the elections to the Supervisory Board have been carefully thought out and we are convinced that Mr. Christian JOURQUIN and Mr. Peter STEINER are outstanding candidates for our Supervisory Board, who will significantly contribute to developing and increasing the value of our business. Since Wienerberger AG's management is committed to complying with the highest corporate governance standards, I would like to emphasize once more that none of the two candidates nominated by the Supervisory Board has any conflict of interest. This ensures that they will solely act in the best interests of the Company and its shareholders.

I would like to invite you to attend the 149th Annual General Meeting on June 14, 2018, at 10 a.m., and to exercise your voting right. If you want to be represented by proxy, all necessary information and all other information concerning the Annual General Meeting is available on our [website](#).

Best regards,



Regina Prehofer  
Chairwoman of the Supervisory Board of Wienerberger AG

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