

**Information on the organizational and technical requirements
for the participation in the Annual General Meeting
on Wednesday, June 2, 2021, 10.00 a.m., held as virtual general meeting**

The convocation of the Annual General Meeting of ams AG on Wednesday, **June 2, 2021**, at **10.00 a.m.**, was published on **May 4, 2021**.

Meeting to be held as a virtual Annual General Meeting

The Management Board decided to utilize the legal provisions allowing for the General Meeting to be held in virtual form to protect the shareholders and other participants.

The General Meeting of ams AG will be held on **June 2, 2021** in the form of a “virtual general meeting” pursuant to section 1 para 2 of the COVID-19-CorpAct (BGBl. I Nr. 16/2020 idF BGBl. I Nr. 156/2020) and the COVID-19-CorpReg (BGBl. II Nr. 140/2020) in its applicable version.

This means that shareholders (with the exception of the special voting proxies) cannot be physically present at the General Meeting of ams AG on **June 2, 2021**.

The virtual General Meeting will be held in the exclusive presence of the Chairman of the Supervisory Board, the Deputy Chairman of the Supervisory Board, the Chairman of the Management Board and further members of the Management Board, the attesting public notary and four independent special voting proxies, appointed by the Company, at the Company’s premises in 8141 Premstaetten, Tobelbader Strasse 30.

After diligent consideration, the Management Board believes that the holding of the General Meeting in virtual form is in the best interest of the Company as well as of all shareholders.

We expressly note that is **not possible for shareholders to come to the venue of the General Meeting** in person.

Broadcasting of the General Meeting on the Internet

The General Meeting will be entirely broadcast live in both audio and visual form on the internet, thus all shareholders of the Company can follow and watch the General Meeting on **2 June 2021** from about **10.00am**, Vienna time, under **www.ams.com/general-meeting**.

By way of this real time broadcast of the virtual General Meeting, all shareholders may follow the **course of the General Meeting** through one-way audio and visual connection, particularly the presentations of the Management Board, the answers to all questions of the shareholders as well as the voting procedure live.

The **technical requirements** for shareholders are high-speed internet access or a high-speed internet connection and an internet-ready device, which has an HTML5-compatible internet browser with activated Javascript and is capable of audio and video playback of the transmission (e.g. a PC, notebook, tablet, smartphone, or similar).

Voting rights, the right to make motions, and the right to raise objections can only be exercised through special voting proxies

In the virtual General Meeting of ams AG on **June 2, 2021**, shareholders may only make motions, cast votes and/or raise objections through one of the special voting proxies listed below, pursuant to section 3 para 4 COVID-19-CorpReg, who are independent of the Company and whose costs are borne by the Company.

Shareholders who are entitled to participate in the Annual General Meeting and have proven this to the Company in accordance with the specifications in the Invitation (see Item IV of the Invitation) have the right to appoint **one of the special voting proxies listed below to exercise their voting rights, rights to make motions, and rights to raise objections.**

- (i) Mr. **Walter Pisk**, public notary
Raubergasse 20, 8010 Graz
E-mail pisk.ams@hauptversammlung.at
- (ii) Mr. **Andreas Schuetz**, attorney-at-law
Taylor Wessing e|n|w|c Natlacen Walderdorff Cancola Attorneys
Schwarzenbergplatz 7, 1030 Vienna
E-mail schuetz.ams@hauptversammlung.at
- (iii) Mr. **Philipp Stossier**, attorney-at-law
Dragonerstrasse 54, 4600 Wels
E-mail stossier.ams@hauptversammlung.at
- (iv) Mr. **Arno Weigand**, public notary
Untere Donaustrasse 13-15/7th floor, 1020 Vienna
E-mail weigand.ams@hauptversammlung.at

In order to ensure a smooth processing, we kindly all shareholders to only use the **proxy form** (and the revocation form, where applicable) provided on the **Company's website** at **www.ams.com/general-meeting**.

For the **identity check of shareholders**, we kindly ask all shareholders to indicate their respective e-mail address, which will be used to send instructions, motions or objections to the special voting proxy or to send questions and statements to the Company, in the appropriate field on the proxy form.

In your interest, **proxies** should be received by the Company **no later than 4.00 p.m. Vienna time on May 31, 2021**, using one of the channels of communication listed below:

Proxies granted to the special voting proxies may be **e-mailed to the appointed special voting proxy at the address listed above**. This way of transmission will ensure direct access to the proxy for the appointed special voting proxy.

However, the following channels of communication and addresses are available for sending proxies as well:

By mail or by courier: **ams AG**
c/o HV-Veranstaltungsservice GmbH
Koeppel 60
A-8242 St. Lorenzen am Wechsel

Via Telefax: +43 (1) 8900 500 - 86

Banks may also transmit proxies **via SWIFT** pursuant to section 114 para 1 sentence 4 AktG:
Via SWIFT: GIBAATWGGMS
(Message Type MT598 and MT599;
ISIN AT0000A18XM4 must be included in the text)

Personal delivery of the power of attorney on site is explicitly prohibited.

If shareholders **authorize a third person**, it has to be ensured via an **effective proxy chain (sub-proxy)** that one of the four special voting proxies gets ultimately authorized to exercise voting rights, the right to make motions, and the right to raise objections at the Annual General Meeting itself.

It is not possible to authorize a person other than one of the four special voting proxies to exercise these shareholder rights at the Annual General Meeting pursuant to section 3 para 4 COVID-19-CorpReg. However, it is **permitted to authorize other persons to exercise different shareholder rights**, particularly the **right to information and the right to speak**.

The above provisions regarding the granting of proxies also apply *mutatis mutandis* to the revocation of proxies. If the proxy is revoked **after 4.00 p.m. Vienna time, on May 31², 2021**, we recommend e-mailing or faxing the revocation to the affected proxy holder, otherwise a timely receipt cannot be ensured.

Instructions to the special proxy holders

The special voting proxies shall only exercise voting rights, the right to make motions and the right to raise objections in accordance with instructions. If there is no instruction regarding a proposed resolution, the proxy holder shall abstain from voting. The proxy holder shall also abstain if the instruction for a proposed resolution is ambiguous (e.g. simultaneously FOR and AGAINST the same proposed resolution).

The shareholders are asked to issue their instructions to their chosen special voting proxy via the applicable section of the proxy form intended for this purpose, which will be available on the Company's website, **www.ams.com/general-meeting** as of **May 12, 2021**. A form for issuing instructions is available on the Company's website, **www.ams.com/general-meeting**, along with the voting proxy.

We kindly ask for all instructions being sent **by e-mail** to the above mentioned address of the respective special voting proxy of your choice. This way of transmission will ensure direct access to the instructions for the appointed special voting proxy.

Instructions may be issued together with the granting of the proxy or at a later date.

Instructions on exercising voting rights, the right to make motions, and the right to raise objections may be issued in advance or **during the Annual General Meeting until a particular time designated by the Chairman**. Shareholders will be able to modify instructions already issued or to issue new instructions until such point in time.

Due to the possibility of a large number of simultaneous contact attempts, the special voting proxies cannot guarantee their **availability by telephone during the Annual General Meeting**. Therefore, please note that **sending an e-mail** to the above mentioned e-mail address of your appointed special voting proxy is the **only mean of communication** that shall be used.

Every e-mail must clearly reflect the identity of the shareholder (name/company name, date of birth/Commercial Register number of the shareholder) and indicate the end of the declaration by

reproducing the shareholder's signature or otherwise, e.g., by giving the name/company name (section 13 para 2 AktG).

Please always indicate your deposit account number in all e-mails as well, to enable the appointed special voting proxy to confirm your identity and check it with the deposit certificate.

It should be noted that it **may be necessary to briefly interrupt the virtual General Meeting** to safely process the shareholder instructions to the special voting proxies received during the General Meeting.

The shareholders' right to information and right to speak

Any shareholder shall be provided with information regarding company affairs upon such shareholders request at the Annual General Meeting, to the extent that this information is necessary to properly evaluate an agenda item.

The **right to information and the right to speak** may be exercised **exclusively via electronic communication by sending an e-mail** to the e-mail address **fragen.ams@hauptversammlung.at** exclusively set up for this purpose, provided that the shareholders have submitted a deposit certificate in accordance with section 10a AktG in good time and have authorized a special voting proxy. Please use the **question form**, which will be available on the Company's website, **www.ams.com/general-meeting**, as of **May 12, 2021**, and attach the completed and signed form to the e-mail as an attachment.

If you send your questions or statements **without using the question form**, the e-mail must reflect the **identity of the shareholder** (name/company name, date of birth/Commercial Register number of the shareholder) and indicate the end of the declaration by reproducing the **shareholder's signature** or otherwise, e.g., by giving the name/company name (section 13 para 2 AktG). In order to enable the Company to confirm the identity and correlation with the deposit certificate, we ask you to please also include your **deposit account number** in such e-mail.

If the right to information and/or the right to speak shall be exercised by a representative, proof of authorization must also be provided in text form. Please note that the **special voting proxies cannot be authorized to exercise the right to information and/or the right to speak**.

Shareholders are **asked to e-mail all questions in text form in advance** to the following address: **fragen.ams@hauptversammlung.at** in due time so that they are received by the Company no later

than **Friday, May 28, 2021**. This is to ensure a smooth and efficient General Meeting, and will allow for a proper preparation and swift responses to the raised questions by the Management Board in the General Meeting, particularly for questions, which require a longer preparation time.

Shareholders can also send their questions and statements to the Company **electronically during the Annual General Meeting** but must only do so in text form by sending an e-mail directly to the following e-mail address: **fragen.ams@hauptversammlung.at**. Please note that the **Chairman may set reasonable time limits during the General Meeting**.

In this respect, the Chairman may order and specifically state that the shareholders' written submissions, if their reading is requested, must not exceed a certain volume. If this limit is exceeded, a reduction in the length of the text may be made by the Chairman or by the member of the Management Board reading out the shareholder's request to speak at the Annual General Meeting, if such shareholder has not reduced the length of the text themselves.

Generally, it is the clear intention to read out and answer the statements and questions received from the shareholders in accordance with Section 118 of the Stock Corporation Act, while taking into account the limits set forth above.

Invitation

In addition, please also refer to the provisions of the Invitation dated **May 4, 2021**, particularly the requirement for a timely transmission of the deposit certificate to exercise shareholder's rights at the virtual Annual General Meeting on **June 2, 2021**.

The Management Board