

**ANDRITZ AG**  
**ISIN AT0000730007**

**Publication of a resolution by the Annual General Meeting**

ANDRITZ AG, Stattegger Strasse 18, 8045 Graz (hereinafter referred to as “the company”) hereby announces, pursuant to § 82 (9) BörseG (Austrian Stock Exchange Act) and to § 2 (1) and § 3 (1) of the Austrian Publication Ordinance 2002, that the 109th Annual General Meeting of the company on March 30, 2016 passed the following resolutions:

1. “Pursuant to § 65 (1) line 8 AktG (Austrian Stock Corporation Act), the Executive Board is given authorization for a period of 30 months from April 1, 2016 to buy back treasury shares of the company to the maximum extent permitted by law and to possibly cancel these company shares with approval from the Supervisory Board without having to submit the matter to the Annual General Meeting of Shareholders again. Any trading in treasury shares for the purpose of profit-making is expressly excluded. The authorization can be exercised for the full or a partial amount, or also in several installments, and in pursuit of one or several goals by the company, its affiliated companies, or by third parties on their behalf.
2. The lowest price per no-par value share must not be less than the respective amount represented by each share in the capital stock. The highest price paid per share upon buy-back must not exceed the average, unweighted closing price on the Vienna Stock Exchange over the 10 trading days preceding exercise of this authorization by more than 10 percent.
3. This resolution, as well as the buy-back program based thereon and any resale program, are to be published, also stating their respective durations.
4. The Executive Board is given authorization for a period of five years as from the date of adopting the resolution to decide, with approval from the Supervisory Board, on alienating treasury partially or entirely in a way other than by sale via the stock exchange or by public offer, thereby also excluding public purchase (exclusion of subscription rights), if such alienation of treasury shares (i) serves to provide shares for a stock option program benefitting senior executives and Executive Board members or (ii) serves as a consideration in the acquisition of companies, businesses, business units, or shares in companies. The authorization can be exercised for the full or a partial amount, or also in several installments, and in pursuit of one or several goals.”

Pursuant to § 82 (10) BörseG, this announcement takes the place of the publication pursuant to § 65 (1a), sentence 2, AktG.

Graz, March 2016

The Executive Board

