

# zumtobel group

## Voting results for the ordinary general meeting of Zumtobel AG on 25. Juli 2014

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### **Agenda item 2:**

Resolution on the use of profit for the 2013/2014 financial year.

**Presence:** 319 shareholders with 12.300.550 votes.

**Number of shares voting valid: 12.300.550**

**Those correspond to this portion of the registered capital: 28,28 %**

**Total number of valid votes: 12.300.550**

**FOR-Votes** 319 shareholders with 12.300.550 votes.

**AGAINST-Votes** 0 shareholders with 0 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

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### **Agenda item 3A:**

Resolution on the release of the members of the Management Board from liability for the 2013/2014 financial year.

**Presence:** 328 shareholders with 27.427.232 votes.

**Number of shares voting valid: 27.390.972**

**Those correspond to this portion of the registered capital: 62,97 %**

**Total number of valid votes: 27.390.972**

**FOR-Votes** 325 shareholders with 27.390.972 votes.

**AGAINST-Votes** 0 shareholders with 0 votes.

**ABSTENTIONS** 3 shareholders with 36.260 votes.

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### **Agenda item 3B:**

Resolution on the release of Mr. Fritz Zumbel as member of the Supervisory Board from liability for the 2013/2014 financial year.

**Presence:** 325 shareholders with 23.106.163 votes.

**Number of shares voting valid: 23.069.903**

**Those correspond to this portion of the registered capital: 53,03 %**

**Total number of valid votes: 23.069.903**

**FOR-Votes** 322 shareholders with 23.069.903 votes.

**AGAINST-Votes** 0 shareholders with 0 votes.

**ABSTENTIONS** 3 shareholders with 36.260 votes.

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### **Agenda item 3B:**

Resolution on the release of Mr. Juerg Zumbel as member of the Supervisory Board from liability for the 2013/2014 financial year.

**Presence:** 324 shareholders with 23.067.453 votes.

**Number of shares voting valid: 23.031.193**

**Those correspond to this portion of the registered capital: 52,95 %**

**Total number of valid votes: 23.031.193**

**FOR-Votes** 321 shareholders with 23.031.193 votes.

**AGAINST-Votes** 0 shareholders with 0 votes.

**ABSTENTIONS** 3 shareholders with 36.260 votes.

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***Agenda item 3B:***

Resolution on the release of the remaining members of the Supervisory Board from liability for the 2013/2014 financial year.

**Presence:** 327 shareholders with 27.427.432 votes.

**Number of shares voting valid: 27.391.172**

**Those correspond to this portion of the registered capital: 62,97 %**

**Total number of valid votes: 27.391.172**

**FOR-Votes** 324 shareholders with 27.391.172 votes.

**AGAINST-Votes** 0 shareholders with 0 votes.

**ABSTENTIONS** 3 shareholders with 36.260 votes.

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***Agenda item 4:***

Resolution on the determination of remuneration for the members of the Supervisory Board for the 2014/2015 financial year.

**Presence:** 327 shareholders with 27.426.953 votes.

**Number of shares voting valid: 27.426.953**

**Those correspond to this portion of the registered capital: 63,05 %**

**Total number of valid votes: 27.426.953**

**FOR-Votes** 326 shareholders with 27.401.486 votes.

**AGAINST-Votes** 1 shareholder with 25.467 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

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***Agenda item 5:***

Election of an auditor for the annual financial statements and management report as well as the consolidated financial statements and group management report for the 2014/15 financial year.

**Presence:** 328 shareholders with 27.427.453 votes.

**Number of shares voting valid: 27.427.453**

**Those correspond to this portion of the registered capital: 63,05 %**

**Total number of valid votes: 27.427.453**

**FOR-Votes** 326 shareholders with 27.401.483 votes.

**AGAINST-Votes** 2 shareholders with 25.970 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

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***Agenda item 6:***

Resolution on the authorisation of the Management Board pursuant to § 169 of the Austrian Stock Corporation Act to increase the Company's share capital by up to EUR 10,875,000.- through the issue of up to 4,350,000 new zero par value bearer shares in exchange for cash or contributions in kind (authorised capital) during a period of five years beginning on the date the related amendment to the articles of association is recorded in the company register. This resolution also covers the exclusion of shareholders' subscription rights to the shares issued from authorised capital as well as the resolution on the related necessary amendment to Art. IV. (4) of the articles of association.

**Presence:** 326 shareholders with 27.426.853 votes.

**Number of shares voting valid: 27.426.853**

**Those correspond to this portion of the registered capital: 63,05 %**

**Total number of valid votes: 27.426.853**

**FOR-Votes** 315 shareholders with 26.951.447 votes.

**AGAINST-Votes** 11 shareholders with 475.406 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

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***Agenda item 7:***

Resolution on the change in the name of the Company to "Zumtobel Group AG" and the resolution on the related necessary amendment to Art. I. (1) of the articles of association.

**Presence:** 326 shareholders with 27.426.853 votes.

**Number of shares voting valid: 27.426.853**

**Those correspond to this portion of the registered capital: 63,05 %**

**Total number of valid votes: 27.426.853**

**FOR-Votes** 326 shareholders with 27.426.853 votes.

**AGAINST-Votes** 0 shareholders with 0 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

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***Agenda item 8:***

Resolution on the amendment of Art. VIII. (3) and (8), among others to reflect current legal regulations.

**Presence:** 326 shareholders with 27.426.853 votes.

**Number of shares voting valid: 27.426.853**

**Those correspond to this portion of the registered capital: 63,05 %**

**Total number of valid votes: 27.426.853**

**FOR-Votes** 324 shareholders with 27.399.462 votes.

**AGAINST-Votes** 2 shareholders with 27.391 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

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