



Information on the organizational and technical prerequisites for participation in the 33rd Annual General Meeting on Wednesday, April 7, 2021 at 10.00 a.m., to be held as a virtual Annual General Meeting

The invitation to the 33rd Annual General Meeting of **PALFINGER** AG on Wednesday, **April 7, 2021**, at **10:00 a.m.** was published on **March 9, 2021**.

Meeting to be held as a virtual Annual General Meeting

The Executive Board decided to utilize the legal provisions authorizing a virtual Annual General Meeting to protect the shareholders and other participants.

The 32nd Annual General Meeting of **PALFINGER** AG on Wednesday, April 7, 2021 will be held as a "virtual Annual General Meeting" within the meaning of the Company Law COVID 19 Act (COVID-19-GesG), as currently amended, and the Company Law COVID 19 Regulation (COVID-19-GesV), as currently amended, based on that Law.

This means that shareholders and their representatives (with the exception of the special proxy holders), cannot be physically present at the 33rd Annual General Meeting of **PALFINGER AG** on **April 7, 2021** to protect their health.

The virtual Annual General Meeting will be held at **5211 Lengau, Kapellenstrasse 18**, exclusively in the physical presence of the Chair of the Supervisory Board, the Chair of the Executive Board and the other members of the Executive Board, the recording notary public, and the four special proxy holders determined by the company.

In the opinion of the Executive Board, holding a virtual Annual General Meeting takes the interests of the company and those of its shareholders into account in the best possible manner.

We expressly note that is **not possible for shareholders to come in person to the place where the Annual General Meeting will be held**.

Transmission of the Annual General Meeting on the Internet

The entire virtual Annual General Meeting will be transmitted on the Internet so that all company shareholders can watch it on the Internet at **www.palfinger.ag** starting at **10.00 a.m.** on **April 7, 2021**.

The transmission of the virtual Annual General Meeting **on the Internet** will enable all shareholders to follow the **course of the Annual General Meeting**, in particular the Executive Board's presentation, the answers to the shareholders' questions and the voting procedure in real time via this one-way audio/visual connection. No registration or a login is required.

The technical prerequisites for shareholders are high-speed Internet access or a high-speed Internet connection and a web-enabled device, which has a 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 proxy holders

Under Sec. 3 para. 4 of the Company Law COVID-19 Regulation, a shareholder can only make a motion, vote or raise an objection at the virtual Annual General Meeting of **PALFINGER AG** on **April 7, 2021** through one of the special proxy holders listed below, who are independent of the company and whose costs will be borne by the company.

Any shareholder who is entitled to participate in the Annual General Meeting and has proven this to the company in accordance with the specifications in the Invitation (see Item IV of the Invitation) has the right to **appoint one of the proxy holders listed below to exercise their voting rights, right to make motions, and right to raise objections.**

- (i) Dr Christoph Nauer LL.M.
p. Adr. bpv Hügel Rechtsanwälte GmbH
Enzersdorferstraße 4
2340 Mödling
E-mail: nauer.palfinger@hauptversammlung.at

- (ii) Dr. Christian Temmel MBA
p. Adr. DLA Piper Weiss-Tessbach Rechtsanwälte GmbH
Schottenring 14
1010 Vienna
E-mail: temmel.palfinger@hauptversammlung.at

- (iii) Mag. Fritz Ecker LL.M.oec
p. Adr. Oberhammer Rechtsanwälte GmbH
Dragonerstraße 67A, WDZ 10
4600 Wels
E-mail: ecker.palfinger@hauptversammlung.at

(iv) MMag. Thomas Niss MBA
p. Adr. Coown Technologies GmbH
Gußhausstraße 3/2a
1040 Vienna
E-mail: niss.palfinger@hauptversammlung.at

In the interest of smooth processing, we ask that the **proxy form** and the proxy revocation form provided on the company's website at **www.palfinger.ag**, always be used.

So that we can check your identity as a shareholder, we ask you to indicate the e-mail address in the appropriate field on the proxy form that you will use to send instructions, motions or objections to the proxy holder or to send questions and statements to the company.

In your interest, **proxies** should be received no later than **4.00 p.m. Vienna time on April 2, 2021**, using one of the channels of communication listed below:

Proxies granted to the special proxy holders can be **e-mailed to the person you have chosen at the address listed above**. This method of transmission ensures that the proxy holder you choose has direct access to the proxy.

In other respects, the following channels of communication and addresses are available for sending proxies:

By post or courier

PALFINGER AG
c/o HV-Veranstaltungsservice GmbH
8242 St. Lorenzen/Wechsel, Köppel 60

By telefax:

+43 (1) 8900 500 - 78

Credit institutions can also send proxies using **SWIFT** in accordance with Sec. 114 para. 1 sentence 4 of the Stock Corporation Act:

GIBAATWGGMS
(message type MT598 or MT599,
always state ISIN AT0000758305 in the text)

The proxy expressly may not be delivered in person at the meeting site.

In **authorizing another person**, it should be noted that an **effective proxy chain** (sub-proxy) must ensure that one of the four special proxy holders is 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 proxy holders to exercise these rights at the Annual General Meeting under Sec. 3 para. 4 of the Company Law

COVID 19 Regulation. However, it is **permissible to authorize other persons to exercise** different rights, particularly the **right to information and the right to speak**.

The above provisions regarding the granting of proxies also apply to the revocation of proxies. If the proxy is revoked after **4.00 p.m. Vienna time, April 2, 2021**, we recommend that the revocation be e-mailed or faxed to the affected proxy holder, since timely receipt cannot otherwise be ensured.

Instructions to the special proxy holders

The special proxy holders 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 requested to issue their instructions to their chosen proxy holders on the section of the proxy form intended for this purpose, which will be available on the company's Internet website, **www.palfinger.ag** no later than **March 17, 2021**. A form for issuing instructions is available on the company's website, **www.palfinger.ag**, along with the voting proxy. We request that the instructions be sent **by e-mail** to the above mentioned address of the proxy holder of your choice. This method of transmission ensures that the proxy holder you have chosen will have direct access to the instructions.

The instructions can 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 can be issued **before or during the Annual General Meeting until a particular time designated by the Chair**. Shareholders will be able to modify instructions already issued or to issue new instructions until these times.

Given the possibility of a large number of contact attempts at the same time, the **proxy holders cannot guarantee that they will be reachable by telephone during the Annual General Meeting**. That is why sending an **e-mail** to the above mentioned e-mail address of your proxy holder is the **only means of communication** that should be used.

Every e-mail must designate 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 (Sec. 13 para. 2 of the Stock Corporation Act). To enable the proxy holder to establish your identity and match it with the deposit receipt, we request that you also include your custody account number in the e-mail in this case.

It should be noted that it **may be necessary to briefly interrupt the virtual Annual General Meeting** to safely process the shareholder instructions to the proxy holder that are received during the Annual General Meeting.

The shareholders' right to information and right to speak

Upon request at the Annual General Meeting, any shareholder shall be provided with information regarding company affairs, 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 by electronic communication by sending an e-mail** exclusively to the e-mail address **fragen.palfinger@hauptversammlung.at** set up for this purpose, provided that the shareholders have submitted a deposit receipt in accordance with Section 10a AktG in good time and have authorized a special proxy holder. Please use the **question form**, which will be available on the company's website, **www.palfinger.ag**, no later than March 17, 2021, and attach the filled-out 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 **designate 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 (Sec. 13 para. 2 of the Stock Corporation Act). In order to enable the company to establish the identity and correlation with the deposit receipt, we ask you to please **also** include your **custody account number** in the e-mail.

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

The shareholders are **requested to e-mail all questions in text form in advance to the following address: fragen.palfinger@hauptversammlung.at** in due time so that they are received by the company no later than Thursday, April 1, 2021. This will enable the company to prepare as carefully as possible and to quickly respond to your questions. This is intended to keep the content of the meeting as concise as possible in the interest of all participants who wish to follow the Annual General Meeting from the beginning until the votes are cast.

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.palfinger@hauptversammlung.at**. Please note that **the Chair can establish time limits for this during the Annual General Meeting**.

In this respect, the chair 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 Chair or by the member of the Executive Board who reads out the shareholder's request to speak at the Annual General Meeting, if the shareholder has not reduced the length of the text themselves.

In principle, it is intended to read out and answer the questions received from the shareholders in accordance with Section 118 of the Stock Corporation Act while taking into account the above.

Invitation

In other respects, please see the provisions of the Invitation dated Tuesday, March 9, 2021, especially the requirement of timely dispatch of the deposit receipt to exercise shareholder's rights at the virtual Annual General Meeting on **April 7, 2021**.

The Executive Board