

# Voting results for the ordinary general meeting of UNIQA Insurance Group AG on 28. Mai 2018

# Agenda item 2:

Resolution on the distribution of net profits shown in the Companys financial statements for the year ending 31 December 2017.

**Presence:** 628 shareholders with 243.165.560 votes.

Number of shares voting valid: 243,165,559

Those correspond to this portion of the registered capital: 78.69 %

Total number of valid votes: 243,165,559

**FOR-Votes** 626 shareholders with 243,165,549 votes.

**AGAINST-Votes** 1 shareholder with 10 votes. **ABSTENTIONS** 1 shareholder with 1 vote.

# Agenda item 3A:

Resolution on the approval of the actions of the members of the Management Board of the Company for the fiscal year 2017.

**Presence:** 627 shareholders with 243.165.550 votes.

Number of shares voting valid: 243,165,550

Those correspond to this portion of the registered capital: 78.69 %

Total number of valid votes: 243,165,550

**FOR-Votes** 623 shareholders with 242,518,034 votes.

**AGAINST-Votes** 4 shareholders with 647,516 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

## Agenda item 3B:

Resolution on the approval of the actions of the members of the Supervisory Board of the Company for the fiscal year 2017.

**Presence:** 628 shareholders with 243.166.547 votes.

Number of shares voting valid: 243,166,547

Those correspond to this portion of the registered capital: 78.69 %

Total number of valid votes: 243,166,547

**FOR-Votes** 623 shareholders with 242.518.871 votes.

**AGAINST-Votes** 5 shareholders with 647,676 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

#### Agenda item 4:

Resolution on daily allowances and remuneration for the members of the Supervisory Board.

**Presence:** 626 shareholders with 243.146.047 votes.

Number of shares voting valid: 243,016,604

Those correspond to this portion of the registered capital: 78.65 %

Total number of valid votes: 243,016,604

**FOR-Votes** 611 shareholders with 242.368.477 votes.

**AGAINST-Votes** 11 shareholders with 648,127 votes. **ABSTENTIONS** 4 shareholders with 129,443 votes.

## Agenda item 5:

Election of the auditor of the non-consolidated and consolidated financial statements for the fiscal year 2019.

**Presence:** 627 shareholders with 243.145.917 votes.

Number of shares voting valid: 243,145,917

Those correspond to this portion of the registered capital: 78.69 %

Total number of valid votes: 243,145,917

**FOR-Votes** 615 shareholders with 242,549,382 votes.

**AGAINST-Votes** 12 shareholders with 596,535 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

## Agenda item 6:

Resolution to renew the authorization granted to the Management Board to purchase own shares pursuant to Sect. 65 para.1 (8) and para.1a and para.1b of the Stock Corporation Act, subject to approval by the Supervisory Board, up to a maximum of 10% of the share capital, including other own shares already purchased and still held by the Company (which are to be counted toward the maximum number of own shares allowed pursuant to Sect. 65 para.2 of the Stock Corporation Act), with the option of making repeated use of the 10% limit, on the stock exchange and over the counter, also excluding the shareholders proportional tender option. The authorization can be exercised from 29 May 2018 up to and including 29 November 2020, i.e. over a period of 30 months, for the purchase of own shares at a minimum price of EUR 1.00 and a maximum price of EUR 15.00 per share. The authorization granted to purchase own shares also includes the purchase of shares of the Company by subsidiaries of the Company (Sect. 66 Stock Corporation Act). The Companys own shares can be sold, subject approval by the Supervisory Board, within a period of five years from the date of authorization other than on the stock exchange or by public offering, (i) for the purpose of setting up an employee participation program, either including members of the Management Board and/or senior employees or exclusively for members of the Management Board and/or senior employees, or for a stock option plan for employees, either including members of the Management Board and/or senior employees or exclusively for members of the Management Board and/or senior employees of the Company and, if so decided, of affiliated companies.

including, if applicable, through transfer to an employee participation foundation in the meaning of Sect. 4d para.4 of the Income Tax Act, or (ii) as transaction currency for the acquisition of companies, establishments, parts of establishments or participating interests in one or several companies in Austria or abroad, or (iii) for an over-allotment option (greenshoe option) or (iv) for the rounding of fractional amounts. The Management Board is authorized to

withdraw own shares bought back with the approval of the Supervisory Board but without further authorization to be granted by the Annual General Meeting, and the Supervisory Board is authorized to adopt amendments to the Articles of Association required as a result of the withdrawal of shares.

**Presence:** 628 shareholders with 243.146.417 votes.

Number of shares voting valid: 243,016,974

Those correspond to this portion of the registered capital: 78.65 %

Total number of valid votes: 243,016,974

**FOR-Votes** 607 shareholders with 242,264,754 votes.

**AGAINST-Votes** 17 shareholders with 752,220 votes.

# Agenda item 7.1:

Election of Marie Valerie-Brunner as member of the Supervisory Board.

**Presence:** 628 shareholders with 243.145.077 votes.

Number of shares voting valid: 243,145,077

Those correspond to this portion of the registered capital: 78.69 %

Total number of valid votes: 243,145,077

**FOR-Votes** 325 shareholders with 215,732,869 votes. **AGAINST-Votes** 303 shareholders with 27,412,208 votes.

**ABSTENTIONS** 0 shareholders with 0 votes.

## Agenda item 7.2:

Election of Elgar Fleisch as member of the Supervisory Board.

**Presence:** 628 shareholders with 243.145.077 votes.

Number of shares voting valid: 243,144,917

Those correspond to this portion of the registered capital: 78.69 %

Total number of valid votes: 243,144,917

**FOR-Votes** 546 shareholders with 239,348,056 votes. **AGAINST-Votes** 80 shareholders with 3,796,861 votes.

**ABSTENTIONS** 2 shareholders with 160 votes.