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EANS-News: ANDRITZ AG / Publication of the resolution by the Executive Board and the Supervisory Board to use a buy-back authorization

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Buybacks

Graz (euro adhoc) - 1. Date of resolution of authorization by the Annual General Meeting of

Shareholders: March 22, 2013

2. Date and method of publication of the resolution: March 26, 2013,
euro adhoc

3. Start and probable duration of the buy-back program: November 6, 2013 until
March 31, 2016

4. Type of shares to which the buy-back program pertains: no-par value shares
of ANDRITZ AG, issued to bearer

5. Planned volume (number of shares) of the buy-back: up to 10% of the capital
stock of ANDRITZ AG, including shares purchased previously by the Company

6. Lowest price: amount represented by each share in the capital stock.
Highest price: The highest price per share must not exceed the average
unweighted closing price over the ten preceding trading days by more than
10%.

7. Method and purpose of buy-back of own shares, in particular whether the
buy-back is to be carried out via the stock exchange and/or outside the
stock exchange, whether a take-over offer will be made in the course of the
buy-back, whether the shares will be cancelled or possibly re-sold or
whether they are to be used for the purpose of an employee participation
scheme: Buy-back of ANDRITZ shares under this buy-back program will be
handled via the Vienna Stock Exchange. No take-over offer will be made in
conjunction with the buy-back. The purpose of the buy-back is to improve
the supply and demand for ANDRITZ shares on the Vienna Stock Exchange,
with the company being barred from trading its own shares for profit-making.
Shares will not be cancelled in conjunction with this buy-back program.
The Company reserves the right to use any of its own shares bought back
also for a share option program for the benefit of its employees, senior
managers, and members of the Executive Board and the Supervisory Board of
the Company or of an affiliated company. In this case, the issuer will make
publicly known - without any delay - the number and distribution of the
share options to be granted in accordance with sec. 6, para. 1, Publication
Regulation. In addition, the company reserves the right to use purchased
own shares as a consideration in the acquisition of companies, businesses,
business units, or shares in companies. The Company reserves the right to
re-sell purchased own shares via the Vienna Stock Exchange.

8. Possible effects of the buy-back program on the admission of the issuer's
shares to the Stock Exchange: none

9. Number and allocation of the share options to be granted or already granted
to employees, senior managers, and the individual members of the Boards of
the Company or of an affiliated company, indicating the number of
subscribable shares in each case, if the issuer intends to grant share
options within the time period stipulated by sec. 65 para. 1 sub-para.
8 AktG or has previously granted share options (all figures were adapted to
the share splits carried out in 2007 and 2012):

60 executives and five members of the Executive Board participated in the 2006 share option program adopted in May 2006. Under this program, which ended on April 30, 2010, a total of 1,888,000 options were granted of which 1,704,000 were exercised and thus 1,704,000 shares were purchased.

75 executives and five members of the Executive Board participated in the 2008 share option program adopted in May 2008. Under this program, which ended on April 30, 2012, a total of 2,200,000 options were granted of which 2,092,000 were exercised and thus 2,092,000 shares were purchased.

In May 2010, 107 executives of the ANDRITZ GROUP and the Executive Board members of ANDRITZ AG were offered the opportunity to participate in a stock option program (2010 share option program). Option rights were granted to executives to buy 12,000, 20,000, 30,000 or 40,000 shares (depending on the executive level), to each Executive Board member to buy 80,000, and to the CEO to buy 100,000 shares of ANDRITZ AG; participation required a minimum investment of EUR 20,000 for each executive, and EUR 40,000 for each Executive Board member in ANDRITZ shares from own funds. The exercise price (= EUR 23.18) is the average unweighted closing price of ANDRITZ shares during the four calendar weeks following the 103rd Annual General Meeting on March 26, 2010. A total of 73 executives and five members of the Executive Board participated in the share option program. The total number of stock options held by the participants is 2,066,000 of which 1,314,500 were already exercised and thus 1,314,500 shares were purchased.

In May 2012, 90 executives of the ANDRITZ GROUP and the Executive Board members of ANDRITZ AG were offered the opportunity to participate in a stock option program (2012 share option program). Option rights were granted to executives to buy 12,000, 20,000, 30,000 or 40,000 shares (depending on the executive level), to each Executive Board member to buy 80,000, and to the CEO to buy 100,000 shares of ANDRITZ AG; participation required an investment of EUR 20,000 for each executive and EUR 40,000 for each Executive Board member in ANDRITZ shares from own funds. The exercise price (= EUR 37.15) is the average unweighted closing price of ANDRITZ shares during the four calendar weeks following the 105th Annual General Meeting on March 22, 2012. A total of 77 executives and five members of the Executive Board participated in the share option program. The total number of stock options held by the participants is 2,146,000.

10. Modifications and the transactions carried out will be published exclusively via the ANDRITZ AG web site (www.andritz.com).

Graz-Andritz, November 2013
The Executive Board

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