

# Palfinger Holding AG

07.04.2021 – 12:26 Uhr

## EANS-Adhoc: Palfinger AG / Publication of the Resolution of the Annual General Meeting of April 7, 2021 on the Authorization to Acquire Treasury Shares

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Annual & Special Corporate Meetings/Buybacks  
07.04.2021

Bergheim -  
FN 33393 h, ISIN AT0000758305

Publication of the resolution of the 33rd Annual General Meeting on April 7, 2021 regarding the authorization to acquire treasury shares in accordance with Sec. 65 para. 1 sentence 8 as well as para. 1a and 1b of the Stock Corporation Act in conjunction with Sec. 82 para. 9 of the Austrian Stock Exchange Act and Sec. 3 para. 1 of the Austrian Publication Regulation

The following resolution was adopted under item 8 of the agenda at the Annual General Meeting of PALFINGER AG in Lengau on April 7, 2021:

a) In accordance with Sec. 65 para. 1 sentence 8 as well as para. 1a and 1b of the Austrian Stock Corporation Act, the Executive Board is authorized to acquire no-par value shares of the Company representing up to 10% of the share capital of the Company for a period of 30 months starting September 20, 2021, i.e. until March 19, 2024, both on and off the stock exchange, including from individual shareholders or a single shareholder, for a minimum consideration of EUR 10 (ten euros) per share and a maximum consideration of EUR 100 (one hundred euros) per share. Trading in treasury shares is excluded as a purpose for acquiring shares. The authorization may be exercised in whole or in part or in several installments and in pursuit of one or more purposes by the Company, by a subsidiary (Sec. 189a sentence 7 of the Business Code) or by third parties for the account of the Company.

b) The Executive Board of PALFINGER AG may decide to acquire shares on the stock exchange, but the Supervisory Board must be informed of this decision after it has been taken. Off-market acquisition of shares is subject to the prior approval of the Supervisory Board. In the case of an off-market acquisition of shares, this can also be executed with the exclusion of the right to sell on a pro rata basis (reverse exclusion of subscription rights).

c) The Executive Board is authorized for a period of five years from the date of the resolution in accordance with Sec. 65 para. 1b of the Stock Corporation Act, with the consent of the Supervisory Board, to provide for the sale or use of treasury shares other than selling them on the stock exchange or by public offer, while applying the provisions relating to the exclusion of shareholders' subscription rights. The authorization may be exercised in whole or in part or in several installments and in pursuit of one or more purposes by the Company, by a subsidiary (Sec. 189a sentence 7 of the Business Code) or by third parties for the account of the Company.

d) The Executive Board is also authorized, with the consent of the Supervisory Board, to reduce the share capital, if necessary, by retiring these treasury shares without a further resolution by the Annual General Meeting in accordance with Sec. 65 para. 1 line 8 last sentence in conjunction with Sec. 122 of the Stock Corporation Act. The Supervisory Board is authorized to adopt amendments to the Articles of Association resulting from the retirement of shares.

The Executive Board

Further inquiry note:

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end of announcement

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indexes:  
stockmarkets: Wien  
language: English

Original content of: Palfinger Holding AG, transmitted by news aktuell

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