

Vienna, July 31, 2023

AUSTRIACARD HOLDINGS AG: INFORMATION DOCUMENT AS PER REGULATION (EU) 2017/1129 ART. 1 PAR. 5 (G) RELATING TO RESOLUTION OF THE ANNUAL GENERAL MEETING HELD ON 30 JUNE 2023 ON THE CAPITAL INCREASE WITH CAPITALISATION OF RESERVES AND THE ISSUING AND ALLOTTMENT TO THE EXISTING SHAREHOLDERS OF FREE SHARES AT A RATIO OF 1:1 (ONE NEW SHARE FOR EACH EXISTING SHARE)

The present information document (the "Information Document") is drafted and has been made available by AUSTRIACARD HOLDINGS AG (the "Company") to the investment public as per Art. 1 par. 5 (g) of the (EU) 2017/1129 Regulation.

The Company informs the investing public further to its Announcements of 31.5.2023 and 3.7.2023, that the annual general meeting of the Company held on 30 June 2023 resolved (Item 8) that the shares of the Company, previously par value shares, be converted into no-par value shares and to increase the share capital of the Company by EUR 18,176,934 from EUR 18,176,934 to EUR 36,353,868 from company funds by converting a partial amount of EUR 18,176,934 of the appropriated additional paid-in capital into share capital (nominal capital increase) and issuing additional (free) shares in the ratio of 1:1.

The decision of the General meeting is as follows:

„a. The shares in the Company shall be converted from par-value shares with a nominal value of EUR 1 each to no-par-value shares, each of which participates in the share capital to the same extent.

b. The share capital of the Company shall be increased from currently EUR 18,176,934 by EUR 18,176,934 to EUR 36,353,868 from company funds by converting a partial amount of EUR 18,176,934 from the appropriated additional paid-in capital as shown in the annual financial statement dated 31 December 2022 (nominal capital increase) and by issuing 18,176,934 new shares (hereafter: no-par-value shares), thereby increasing the number of issued shares (hereafter: no-par-value shares) from currently 18,176,934 to 36,353,868.

c. In this regard, the articles of association of the Company shall be amended in sections 4.1, 4.2, 4.9 and 8.5.1 as follows:

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|-----|---|-----|--|
| 4.1 | <i>Das Grundkapital der Gesellschaft beträgt</i> | 4.1 | <i>The share capital of the Company amounts to</i> |
| | EUR 36.353.868 (Euro sechsdreißig Millionen dreihundertdreißigtausend achthundertachtundsechzig). | | EUR 36,353,868 (Euro thirty-six million three hundred fifty-three thousand eight hundred sixty-eight). |
| 4.2 | <i>Es ist zerlegt in</i> | 4.2 | <i>The share capital of the Company is divided into</i> |
| | 36.353.868 (sechsdreißig Millionen dreihundertdreißigtausend achthundertachtundsechzig) nennbetragslose Stückaktien, von denen | | 36,353,868 (thirty-six million three hundred fifty-three thousand eight hundred sixty-eight) no-par-value shares, each of which participates in the share capital to the same extent. |

jede am Grundkapital im gleichen Umfang beteiligt ist.

4.9 Genehmigtes Kapital

Der Vorstand ist ermächtigt, das Grundkapital mit Zustimmung des Aufsichtsrats bis 30.11.2027 – auch in mehreren Tranchen – um bis zu EUR 8.431.033 (Euro acht Millionen vierhunderteinunddreißigtausend dreiunddreißig) durch Ausgabe von bis zu 8.431.033 (acht Millionen vierhunderteinunddreißigtausend dreiunddreißig) auf Inhaber lautende, stimmberechtigte **Stückaktien** gegen Bar- und/oder Sacheinlage zu erhöhen, wobei der Ausgabekurs und die Ausgabebedingungen vom Vorstand mit Zustimmung des Aufsichtsrats festgesetzt werden. Der Vorstand ist ferner ermächtigt, mit Zustimmung des Aufsichtsrats das Bezugsrecht der Aktionäre ganz oder teilweise auszuschließen (Bezugsrechtsausschluss), (i) wenn die Kapitalerhöhung gegen Bareinlage erfolgt und in Summe der rechnerisch auf die gegen Bareinlage unter Ausschluss des Bezugsrechts ausgegebenen Aktien entfallende Anteil am Grundkapital der Gesellschaft die Grenze von 10% (zehn Prozent) des Grundkapitals der Gesellschaft zum Zeitpunkt der Einräumung der Ermächtigung nicht übersteigt, (ii) wenn die Kapitalerhöhung gegen Sacheinlage erfolgt oder (iii) für den Ausgleich von Spitzenbeträgen.

8.5.1 Jede **Stückaktie** gewährt ein Stimmrecht.

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The capital increase from company funds by issuing new shares serves to increase liquidity and facilitates the tradability of the Company's shares on the Vienna Stock Exchange (“VSE”) and the Athens Exchange (“ATHEX”). The conversion of the shares of the Company from par-value shares to no-par-value shares will facilitate capital measures in the future. It is further market standard in Austria that listed companies issue no-par-value shares. The participation of the

4.9 Authorized capital

The Management Board shall be authorized to increase the share capital with the approval of the Supervisory Board until 30 November 2027 – also in several tranches – by an amount of up to EUR 8,431,033 (Euros eight million four hundred thirty-one thousand thirty-three) by issuing up to 8,431,033 (eight million four hundred thirty-one thousand thirty-three) **no-par-value** bearer shares with voting rights against contributions in cash and/or in kind, whereby the issue price and the issue conditions shall be determined by the Management Board with the approval of the Supervisory Board. Furthermore, the Management Board is with approval of the Supervisory Board authorized to fully or partly exclude the subscription rights of the shareholders (exclusion of the subscription right) (i) if the capital increase is effected against cash contribution and the total proportion of the Company's share capital represented by the shares issued against cash contribution under exclusion of the subscription right does not exceed 10% (ten percent) of the Company's share capital at the time the authorization is granted, (ii) if the capital increase is effected against contribution in kind, or (iii) for the settlement of fractional amounts.

8.5.1 Each **no-par-value** share grants one vote.

shareholders in the share capital of the Company, their relationship to each other and their associated rights shall remain unaffected thereby.

Each share of the Company will represent EUR 1 of the share capital as before. Since the capital increase from company funds and the issue of new (free) shares at a ratio of 1:1 will result in a doubling of the number of shares, but no effective capital injection will take place, a corresponding reduction in the stock exchange price of the share is to be expected in the same ratio.

The new shares after the capital increase are of the same class as all existing shares of the Company, i.e. ordinary (bearer) shares, which are already admitted to trading on the same regulated markets of VSE and ATHEX.

Upon registration with the Austrian companies' register ("the Registration") the amendment of the articles of association (including the conversion of the shares from par-value shares to no-par-value shares, the increase of the share capital and the increase of the number of shares in the Company to a total of 36,353,868 shares) **becomes legally effective**. The Registration is expected to take place within two (2) to three (3) weeks after filing of the application with the commercial court of Vienna, subject to the court's decision.

Material circumstances for the capital increase from company funds (by conversion of fixed capital reserves)

- a) The share capital of the Company -before the share capital increase- amounts to EUR 18,176,934.00 and is divided into 18,176,934 par-value ordinary bearer shares with a nominal value of EUR 1.00 each. The share capital of the Company was last increased by EUR 1,314,867.00 from EUR 16,862,067.00 as of 31 December 2022 to EUR 18,176,934.00 in the course of the cross-border merger by absorption of INFORM P. LYKOS HOLDINGS S.A., which was registered with the Austrian companies register on 17 March 2023 (the "**Cross-border Merger**"). In the course of the Cross-border Merger, the appropriated additional paid-in capital increased by EUR 16,415,133.00 from EUR 34,795,079.68 as of 31 December 2022 to EUR 51,210,212.68.
- b) Pursuant to Sec 2 para 2 KapBG (Austrian Capital Correction Act), the capital increase from company funds shall be based on the approved annual financial statements as of 31 December 2022 but shall take into account the increased share capital of the Company in accordance with the current status of the Austrian companies register. All shares existing in accordance with the current status of the Commercial Register shall participate in full in the capital correction and not only those existing as of 31 December 2022. The capital correction therefore also extends to such shares created by the Cross-border Merger carried out after 31 December 2022.
- c) The annual financial statements of the Company as of 31 December 2022 were audited by KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Vienna (the "**Auditor**"). The Auditor has issued an unqualified audit opinion on the financial statements as of 31 December 2022 in its report dated 21 March 2023. The annual financial statements of the Company as of 31 December 2022 were adopted on 22 March 2023 and were submitted to the Annual General Meeting of 30.6.2023.
- d) The annual financial statements of the Company as of 31 December 2022 show appropriated additional paid-in capital in the amount of EUR 34,795,079.68. A partial

amount of EUR 18,176,934.00 of the appropriated additional paid-in capital shown in the annual financial statements of the Company as of 31 December 2022 has been used to increase the share capital of the Company from currently EUR 18,176,934.00 by EUR 18,176,934.00 to EUR 36,353,868.00 by issuing 18,176,934 new shares.

- e) After deduction of the appropriated additional paid-in capital converted into share capital within the scope of the capital adjustment amounting to EUR 18,176,934.00, the remaining appropriated additional paid-in capital in the amount of EUR 16,618,145.68 as of 31 December 2022 (or EUR 33,033,278.68 taking into account the increase of the appropriated additional paid-in capital described under a) in the course of the Cross-border Merger carried out after 31 December 2022) exceed ten percent of the share capital after the conversion (Sec 2 para 3 KapBG).
- f) The new shares shall be issued to the shareholders of the Company to the extent of the existing participation of the shareholders in the share capital of the Company. For each existing share, one additional share shall be issued to the shareholders of the Company after the registration of the capital increase from company funds with the Austrian companies' register.
- g) This capital increase from company funds results in a doubling and thus a strengthening of the Company's share capital. The amount of distributable equity remains unchanged. Due to the doubling of the number of shares in the Company, is expected a halving of the value per share while the market capitalization remains unchanged.
- h) As the Company has sufficient appropriated additional paid-in capital, only appropriated additional paid-in capital and no other liability items are used to implement this capital increase from Company funds.
- i) The new shares shall participate in the profit or loss of the Company from the beginning of the financial year 2023.
- j) The economic content of contractual relations of the Company with third parties, which depend on the profit distribution of the Company, the value of the shares of the Company or in any other way on the previous capital or profit situation, shall not be affected by the capital increase from company funds (Sec 5 para 2 KapBG).
- k) Since the balance sheet date of the financial statements as of 31 December 2022 until today, no material losses which would result in the impermissibility of the capital increase from company funds have occurred within the meaning of Sec 3 para 1 KapBG.
- l) The information pursuant to Sec 243 of the Austrian Commercial Code (UGB) can be found in the management report as of 31 December 2022, which was available in the Annual General Meeting of 30 June 2023 of the Company and has also been published accordingly.

For further information please consult the below documents which were addressed to the Annual General Meeting of 30 June 2023 and were uploaded to the website of the Company (www.austriacard.com/agm) on 9 June 2023:

- a) the Report of the management board pursuant to Sec 2 para 5 Austrian Capital Correction Act (KapBG) in connection with agenda item 8;

- b) Report of the supervisory board in connection with agenda item 8;
- c) Audit report of the auditor pursuant to Sec 2 para 5 KapBG in connection with agenda item 8;

Admission of new shares to VSE and ATHEX

ATHEX is expected to take a decision for admitting the new (bonus) ordinary bearer shares as per ATHEX Regulation, before and subject to registration of the amendment of articles of association with the Austrian companies' register.

For understanding the sequence of the following dates the Registration is considered as T day.

The respective adjustment of the listing on the VSE and ATHEX, including the technical implementation of the conversion from par-value shares to no-par-value shares, will be effected on T+2 ("ex-date"). At the same date, upon adjustment of the listing by the VSE and ATHEX the share price per share is expected to halve (due to the doubling of the number of shares) as per applicable regulations.

The record date for the issuance of the new (bonus) shares is T+3 end of day (24:00 hrs Vienna time). Shareholders holding shares in the Company as of the record date will be issued an additional (bonus) share for each share they hold.

The technical entry of the new (bonus) shares in the systems of VSE and ATHEX and the beginning of trading of these new (bonus) shares issued in connection with the capital increase from company funds (nominal capital increase) is planned to be effected on T+4.

Shareholders are advised that – depending on the day of entry of the new (bonus) shares to the shareholder's depot as determined by the depository credit institution, depository financial service provider or central securities depository of the shareholder – the sale of the new (bonus) shares might not be possible until the actual entry of the new (bonus) shares to each shareholder's depot. Purchases of shares and sales of the existing shares are unaffected by this.

Trading of the existing shares in the Company on the Vienna Stock Exchange and the Athens Exchange will generally be possible on all trading days.

Indicative Timeline

[T] August 2023	Registration of the amendment of the articles of association with the Austrian companies register
[T+2]	Ex-date, adjustment of the listing by VSE and ATHEX: doubling of number of shares trading and thus expected the halving of price
[T+3]	Record date end of day (24:00 hrs Vienna time).
[T+4] (or later, depending on the shareholder's depository credit institution/depository financial service provider/central securities depository)	Start of trading of new (bonus) shares and envisaged entry of new (bonus) shares to the shareholder's depot

Note: The timetable above is dependent upon a number of unforeseeable factors and, therefore, is subject to change. In any case, investors will be informed through a relevant announcement of the Company

The Company is responsible for the accuracy and completeness of this Information Document. The natural person who is responsible for drawing up the Information Document, on behalf of the Company, and is responsible for the Information Document, is Mr. Panagiotis Spyropoulos, Member of the Management Board & Group CEO.

The Information Document is available at ATHEX website (www.athexgroup.gr) and at the Company's website (www.austriacard.com).

ABOUT AUSTRIACARD HOLDINGS AG

AUSTRIACARD HOLDINGS AG, headquartered in Vienna, with an international presence, is one of the leading providers of Secure Digital Technology Solutions in Europe.

AUSTRIACARD HOLDINGS AG is the one of the leading B2B providers of smart cards, personalization and payment solutions, as well as secure data management and digitalization solutions, in Austria, Scandinavia, Central and Eastern Europe and South Eastern Europe, while also having significant market share in many other European countries and Türkiye. The group is expanding fast in geographical areas outside Europe, such as the USA where it has established a new personalization center, and the Middle East & Africa where sales units have been developed that have already drawn significant new business. In addition, the company has become a payment products and solutions partner of choice for challenger banks/neo banks, a growing market segment world-wide.

The company has a very strong pan-European operational footprint, reaching from the United Kingdom to Greece and Türkiye, with seven production facilities and seven personalization centers in Europe, as well as an additional personalization center in USA, employing currently around 2,500 people. It also has sales offices in Norway, Czech Republic, Germany, Croatia, Serbia, Jordan, the UAE and a network of partners and selling agencies around the world. This footprint enables the provision of a high service level to our customers, confirmed by the very long-lasting business relationships. The group's international customer base benefits from a complementary product and services and solutions offering ranging from bill printing, direct mailing and document processing to payment, transit and ID cards increasingly bundled with online, mobile and digitalization transformation solutions.

Issuer:	AUSTRIACARD HOLDINGS AG Lamezanstraße 4-8 1230 Vienna Austria
Contact person:	Dimitris Tzelepis
Tel.:	+43 1 61065 - 357
E-Mail:	d.tzelepis@austriacard.com
Website:	www.austriacard.com
ISIN(s):	AT0000A325L0
Stock Exchange(s):	Vienna Stock Exchange (prime market) Athens Exchange (main market)