

AUSTRIACARD HOLDINGS AG

(the “Company”)

(ISIN: AT0000A325L0)

Lamezanstraße 4-8, 1230 Vienna, Austria

FREQUENTLY ASKED QUESTIONS

Please find below a list of specific questions in connection with the implementation of the capital increase from company funds, the issuance of new (bonus) shares and the conversion of shares from par-value shares to no-par-value shares.

Should you have other questions, please contact AUSTRIACARD HOLDINGS AG’s investor relations department:

Contact person: Dimitris Tzelepis
Tel: +43 1 61065 - 357
E-Mail: d.tzelepis@austriacard.com

1. How is the capital increase from company funds decided?

The capital increase from company funds was resolved upon by the annual general meeting held on 30 June 2023.

The annual general meeting of AUSTRIACARD HOLDINGS AG held on 30 June 2023 has resolved under agenda item 8 on (a) the conversion of the shares in the Company from par-value shares to no-par-value shares, (b) the increase of the share capital of the Company 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 into share capital (nominal capital increase) and issuing additional (bonus) shares in the ratio of 1:1, and (c) the corresponding amendment of the articles of association of the Company in sections 4.1, 4.2, 4.9 and 8.5.1.

2. What are the benefits of the issuance of new shares in the course of the capital increase from company funds?

The issuance of new (bonus) 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).

3. What are the benefits of the conversion of par-value shares to no-par-value shares?

The conversion of the shares of the AUSTRIACARD HOLDINGS AG 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.

4. How does the conversion of par-value shares to no-par-value shares affect AUSTRIACARD HOLDINGS AG’s shareholders?

All outstanding shares in AUSTRIACARD HOLDINGS AG will be converted from par-value shares to no-par-value shares.

The (proportionate) participation of the shareholders in the share capital of AUSTRIACARD HOLDINGS AG, their relationship to each other and their associated rights will remain unaffected by the conversion.

5. What is the “T” day?

It is the day of registration of 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) with the Austrian companies register, thus the day on which the capital increase becomes legally effective.

6. How does the capital increase from company funds impact the share price?

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, it is expected that the share price at T+2 will reduce in the same ratio (and, thus, the share price is expected to halve).

7. What is the “ex-date”?

On the ex-date, both the Vienna Stock Exchange (VSE) and the Athens Exchange (ATHEX) will adjust the listing of AUSTRIACARD HOLDINGS AG’s shares. This adjustment includes (i) the technical implementation of the conversion from par-value shares to no-par-value shares, (ii) the adjustment of the reference share price and (iii) the detachment of the right to receive new (bonus) shares.

The ex-date will be 21 August 2023.

8. What is the “record date”?

The record date is the date decisive for the right to receive new (bonus) shares. Each shareholder holding shares at the end of the record date will be issued one new (bonus) share for each share held.

The record date will be 22 August 2023, end of day (24:00 hrs Vienna time).

9. When will the new (bonus) shares be delivered to my securities account?

The delivery of the new (bonus) shares via the Austrian Central Securities Depository will be effected on 23 August 2023. The delivery to a shareholder’s individual securities account may take longer, depending on their respective depository credit institution, depository financial service provider or central securities depository that holds securities accounts with end customers; thus shareholders are advised that the sale of the new (bonus) shares might not be possible until the actual entry of the new (bonus) shares to each shareholder’s securities’ account. Purchases of shares and sales of the existing shares are unaffected by this.

10. Do I have to pay for the issuance of the new (bonus) shares in connection with the capital increase from company funds?

No. The new (bonus) shares are issued by the Company free of charge to the shareholders.

11. Why may I (temporarily) see halving of the value of my position in AUSTRIACARD HOLDINGS AG in my securities account?

The Vienna Stock Exchange (VSE) and the Athens Exchange (ATHEX) will adjust the reference price per share on 21 August 2023 (please see above under point 7). The actual share price is expected to halve.

The delivery of the new (bonus) shares will be effected on 23 August 2023, whereas the delivery to a shareholder's individual securities account may take longer, depending on their respective depository credit institution, depository financial service provider or central securities depository that holds securities accounts with end customers.

The reference share price will be adjusted by the stock exchanges on 21 August 2023 and, thus, before the new (bonus) shares will be delivered to the shareholders' securities account on 23 August 2023 or later. The right to receive the new (bonus) shares will usually not be displayed as a (valued) position by most service providers. Therefore, shareholders should expect that the value of their position in AUSTRIACARD HOLDINGS AG will (temporarily) be displayed as half of the actual value from 21 August 2023 until the actual delivery of the new (bonus) shares to their securities account occurs.

The economic position of each shareholder is unaffected by this.

12. Will the new (bonus) shares entitle me to receive dividends for the financial year 2023?

Yes. The new (bonus) shares will fully participate in the balance sheet profit (if any) of the financial year 2023. Accordingly, the new (bonus) shares will entitle shareholders to receive dividends (if any) for the financial year 2023 to be paid following the AGM in 2024.

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