

ANDRITZ AG

Graz

105th Annual General Meeting of Shareholders

March 22, 2012

Resolution proposal
concerning
Item 8 on the Agenda

“Resolution on a share split in a ratio of 1:2, whereby the number of shares will increase to 104,000,000 and the proportionate amount of the capital stock will be EUR 1.- per no-par value share in the future, and on the corresponding amendment to the Company’s Articles of Association in Article 4, para. (2).”

“The Executive Board and the Supervisory Board propose to take the following resolution:

“1. The shares are split in a ratio of 1:2, whereby the number of shares will increase to 104,000,000 and the proportionate amount of the capital stock will be EUR 1.- per no-par value share in the future.

2. The Articles of Association are amended in Article 4, para. (2), to the effect that it is newly worded as follows:

“Article 4

(2) It is split into 104,000,000 shares with no par value (no-par value shares).”””