



# AGENDA 2020

## Invitation to the Annual General Meeting 2020

**JOST Werke AG  
Neu-Isenburg**

**WKN JST400  
ISIN DE000JST4000**

We invite our shareholders to JOST Werke AG's  
**Annual General Meeting**  
on Wednesday, July 1, 2020, at 11:00 h (CEST).

**The Annual General Meeting this year is held as a virtual general meeting without the physical presence of the shareholders or their proxy holders.**

Place of the Annual General Meeting within the meaning of the German Stock Corporation Act: The premises of the Company at Siemensstrasse 2, 63263 Neu-Isenburg, Germany.

*This document represents the English translation of the German "Einladung zur Hauptversammlung" which is the sole binding version.*

## I. AGENDA

- 1. Presentation of the adopted annual financial statements and the approved consolidated financial statements, the combined management report (including the explanatory report of the Management Board regarding information relevant to acquisitions), the report of the Supervisory Board, and the proposal of the Management Board for the appropriation of the net retained profits, all for the fiscal year ending on December 31, 2019**

These documents will be available on the Company's website at <http://ir.jost-world.com/agm> from the day that the Annual General Meeting is convened. They will also be displayed on the Company's website during the Annual General Meeting.

The annual financial statements for the 2019 fiscal year drawn up by the Management Board on March 13, 2020 were approved by the Supervisory Board in accordance with section 172 sentence 1 of the Aktiengesetz ("AktG" – German Stock Corporation Act) on March 19, 2020; the annual financial statements are thus adopted. The Supervisory Board approved the consolidated financial statements at the same time. A resolution of the Annual General Meeting to adopt the annual financial statements or to approve the consolidated financial statements pursuant to section 173 AktG is therefore not required.

- 2. Resolution on the appropriation of the net retained profits for the 2019 fiscal year**

The Management Board and the Supervisory Board propose that the net retained profits (*Bilanzgewinn*) of EUR 16,390,000.00 reported in the annual financial statements for the 2019 fiscal year be fully carried forward to new account.

- 3. Resolution on the formal approval of the actions of the members of the Management Board for the 2019 fiscal year**

The Management Board and the Supervisory Board propose granting formal approval of the actions of the members of the Management Board in office during the 2019 fiscal year for this period.

- 4. Resolution on the formal approval of the actions of the members of the Supervisory Board for the 2019 fiscal year**

The Management Board and the Supervisory Board propose granting formal approval of the actions of the members of the Supervisory Board in office during the 2019 fiscal year for this period.

- 5. Election of the auditor for the 2020 fiscal year**

Supported by the recommendation of the Audit Committee, the Supervisory Board proposes that PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, be elected as the auditor of the annual and consolidated financial statements for the 2020 fiscal year.

## Information

From the date of convening the Annual General Meeting, the documents listed under agenda item 1 are available on the Company's website at <http://ir.jost-world.com/agm>. All documents will also be available for download during the Annual General Meeting on July 1, 2020, which will be held as a virtual general meeting without the physical presence of shareholders or their proxy holders.

## II. ADDITIONAL INFORMATION CONCERNING THE CONVENING OF THE ANNUAL GENERAL MEETING

### 1. Total number of shares and voting rights

On the date that this Annual General Meeting is convened, the share capital of the Company amounts to EUR 14,900,000.00 and is divided into 14,900,000 no-par bearer shares, each of which gives one vote. The Company holds no treasury shares at the time that the Annual General Meeting is convened. Therefore, the total number of shares entitled to vote at the time that the Annual General Meeting is convened amounts to 14,900,000 shares.

### 2. Virtual Annual General Meeting and exercisable shareholder rights

The spread of the novel SARS-CoV-2 virus (COVID-19 pandemic) has resulted in substantial restrictions in all areas of private and economic life, including in the Federal Republic of Germany. In order to stop the massive increase in the number of people infected with the SARS-CoV-2 virus, the authorities began in March 2020 to order the closing of a variety of establishments and to impose substantial restrictions on public gatherings. Therefore, because of safety concerns, it is not possible to hold the Annual General Meeting of the Company this year with the physical presence of attendees.

The legislators responded to these restrictions by enacting the “Act Concerning Measures in Company, Cooperative, Association, Foundation and Home-Ownership Law to Combat the Effects of the COVID-19 Pandemic” (Gesetz über Maßnahmen im Gesellschafts-, Genossenschafts-, Vereins-, Stiftungs- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie, PandemieG) (Federal Law Gazette [Bundesgesetzblatt, BGBl.] I 2020, p. 570). Section 1 of the PandemieG provides, inter alia, for a temporary relaxation of the rules for the annual general meeting of a stock corporation such as our Company, including the option to hold an annual general meeting without the physical presence of the shareholders or their proxy holders.

The Management Board, with the approval of the Supervisory Board, has made use of this option and will hold the Annual General Meeting of the Company as a virtual meeting without the physical presence of the shareholders or their proxy holders.

For this year’s Annual General Meeting, this means, in particular, the following:

- The location of the meeting for the purposes of the German Stock Corporation Act is the Company’s business premises at Siemensstrasse 2, 63263 Neu-Isenburg, Germany. Among others, the chairman of the meeting, the Company’s Management Board and the notary, who will be taking the minutes of the Annual General Meeting, as well as the voting rights proxy holders designated by the Company, will all be present on the Company’s business premises during the Annual General Meeting.
- It is not possible for shareholders or their proxy holders to participate at the above location. A video and audio transmission of the Annual General Meeting will be provided to all properly registered shareholders and their proxy holders via the Company’s password-

protected Annual General Meeting portal at <http://ir.jost-world.com/agm> (for further details, see 5, below).

- Properly registered shareholders or their proxy holders can **exercise their voting rights by means of postal vote** either electronically via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm> or **in writing**, i.e. by regular mail, fax or email sent to the address for the Annual General Meeting of the Company (for further details, see 6 and 7, below). They also have the option of entrusting the exercise of their voting rights to the voting rights proxy holders designated by the Company, who are required to cast votes in accordance with instructions (for further details, see 8, below). There are no other options for exercising voting rights. Even on the day of the Annual General Meeting, up until the opportunity to exercise the voting rights is formally ended by the chairman of the meeting following the answering of questions, duly registered shareholders or their proxy holders have the ability to exercise their voting rights by means of electronic postal vote and to issue instructions electronically to the voting rights proxy holders designated by the Company via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>. If they wish to exercise their voting rights in writing or issue instructions in writing to the voting rights proxy holders designated by the Company, shorter deadlines apply for organizational reasons (for further details, see 6, 7 and 8, below).
- Properly registered shareholders or their proxy holders may submit questions up to two days prior to the Annual General Meeting via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm> (for further details, see 9, below).
- During the Annual General Meeting, shareholders or their proxy holders who have exercised their voting rights may lodge objections to resolutions adopted at the Annual General Meeting as recorded in the minutes kept by the notary via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm> (for further details, see 10, below).
- The Company did not make use of the option to shorten the period for convening the Annual General Meeting provided for in the PandemieG.

Unless specified otherwise below, there are no other exercisable, meeting-related shareholder rights beyond those described above (including the requirements for how they are exercised). In particular, there will be no ability during the Annual General Meeting to comment on or make motions concerning the agenda or the bylaws.

### **3. Registration for the Annual General Meeting, proof of entitlement, personal access data**

Only those persons are entitled to exercise their voting rights and other exercisable shareholder rights who are shareholders of the Company at the beginning of the 21<sup>st</sup> day before the Annual General Meeting, i.e. on June 10, 2020, 00:00 h (CEST) (the "**Record Date**") and register for the Annual General Meeting. Registration must be received by the registration office indicated below, together with proof of share ownership issued by the custodian credit or financial services institution with reference to the Record Date, not later than at the end of June 24, 2020. Registrations by shareholders and proof of share ownership must be submitted in writing in German or English.

Registration office:

JOST Werke AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich, Germany  
Telefax: +49 (0) 89 210 27 289  
Email: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

After receipt of the registration and proof of share ownership, shareholders will receive a confirmation of registration from the registration office containing the personal access data for the password-protected Annual General Meeting portal. This enables use of the password-protected Annual General Meeting portal of the Company at <http://ir.jost-world.com/agm>. In order to ensure that the confirmation of registration is received in good time, we would ask shareholders to ensure that their registration and proof of share ownership are sent to the Company at an early date. This does not constitute a restriction on the exercise of voting rights or other exercisable shareholder rights.

#### **4. Significance of the Record Date**

The entitlement to exercise voting rights and other exercisable shareholder rights is determined exclusively by the shares in the Company owned by the shareholder on the Record Date. In relation to the Company, only the person or entity who has furnished proof of share ownership is considered to be the shareholder entitled to exercise voting rights and other exercisable shareholder rights. The Record Date is not associated with any block on the ability to sell the shares. Even where part or all of the shares are sold after the Record Date, the shares owned by the shareholder on the Record Date will exclusively be relevant for the exercise of voting rights and other exercisable shareholder rights. In other words, sales of shares after the Record Date have no effect on the entitlement to exercise voting rights and other exercisable shareholder rights. The same applies to purchases of shares after the Record Date. Persons who do not yet own any shares on the Record Date and first become shareholders thereafter are as a rule not entitled to exercise voting rights or other exercisable shareholder rights for shares held by them. The foregoing does not apply if and to the extent that the prior owner who still held the shares on the Record Date grants such person a proxy or authorizes him to exercise rights.

#### **5. Video and audio transmission of the Annual General Meeting**

Properly registered shareholders or their proxy holders will be able to view a live video and audio transmission of the entire Annual General Meeting, including the answering of submitted questions during the Annual General Meeting and votes that are held, via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>.

Only properly registered shareholders will have access to the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>. They have received the relevant access data together with confirmation of registration. Shareholders or proxy holders may then use such access data to join the video and audio transmission.

The video and audio transmission of the Annual General Meeting does not enable participation in the Annual General Meeting within the meaning of section 118 (1) sentence 2 AktG.

## 6. Procedure for casting votes by means of postal vote

Only those shareholders who have properly registered and furnished proof of entitlement are entitled to exercise their voting rights by means of postal vote.

The casting of votes by means of postal vote takes place either **electronically**, i.e. by using the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>, or in writing, i.e. by regular mail, fax or email sent to the address for the Annual General Meeting of the Company.

Address for the Annual General Meeting:

JOST Werke AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich, Germany  
Fax: +49 (0) 89 21 027 289  
Email: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

If the postal vote is cast **electronically**, i.e. via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>, it may also be cast on the day of the Annual General Meeting (Wednesday, July 1, 2020) **until the opportunity to exercise voting rights is formally ended by the chairman of the meeting** following the answering of questions, via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>.

However, a postal vote cast **in writing**, i.e. by regular mail, fax or email, must be received **not later than 12:00 h (CEST) on June 30, 2020** (receipt by the Company) at the Company's above-listed address for the Annual General Meeting. A form for casting votes in writing by means of postal vote is printed on the registration confirmation which will be sent to shareholders following proper registration; it can also be downloaded from the Company's website at <http://ir.jost-world.com/agm> and can be requested by sending a letter, fax or email to the above-listed address for the Annual General Meeting.

Even on the day of the Annual General Meeting (Wednesday, July 1, 2020), **up until the opportunity to exercise the voting rights is formally ended by the chairman of the meeting** following the answering of questions, **votes that have already been cast** electronically or in writing may be **changed or withdrawn electronically**, i.e. via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>. **Written** notice of a change or withdrawal must be received not later than 12.00 h (CEST) on June 30, 2020 (receipt by the Company) at the above-listed address for the Annual General Meeting.

Casting a vote by means of postal vote does not constitute participation at the Annual General Meeting in the legal sense.

## 7. Procedure for exercising voting rights and other exercisable shareholder rights through proxy holders

Shareholders may exercise their voting rights and other exercisable shareholder rights also through a proxy holder, e.g. through an intermediary covered by section 135 AktG, a shareholders' association or some other third party. In such a case, timely registration and the furnishing of proof of share ownership are also required.

If a shareholder grants a proxy to more than one person, the Company may reject one or more of them.

Shareholders entitled to vote may grant a proxy to a representative by making a declaration **directly to the Company** either electronically, i.e. via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>, or in writing, i.e. by regular mail, fax or email sent to the above-listed address for the Annual General Meeting. Also, the revocation of a previously granted proxy may be declared directly to the Company through the aforementioned transmission channels. Separate proof concerning the granting of the proxy is no longer necessary in such case.

Shareholders who wish to grant a proxy to a representative by making a declaration directly to the Company in writing, i.e. by regular mail, fax or email sent to the above-listed address for the Annual General Meeting, are requested to use the forms provided by the Company for this purpose. A proxy form is printed on the registration confirmation which will be sent to the shareholders following proper registration; it can also be downloaded from the Company's website at <http://ir.jost-world.com/agm> and can be requested by sending a letter, fax or email to the above-listed address for the Annual General Meeting.

If the proxy is not granted directly to the Company but instead is granted to the representative, written form is required for the grant of proxy, for the proof furnished to the Company concerning the grant of proxy and, in principle, also for the revocation of the proxy. Proof that a proxy has been granted to a representative may be furnished by sending the proof by regular mail, fax or email to the above-listed address for the Annual General Meeting.

Also in the case where shareholders grant a proxy by making a declaration to the representative, they are requested to use the forms provided by the Company for this purpose.

Where a proxy is granted to an intermediary covered by section 135 AktG, a voting rights consultant, a shareholders' association or a person who professionally offers shareholders his services in exercising voting rights at the Annual General Meeting, special conditions need to be observed as a rule, which should be clarified with the proxy holder directly.

In any case, a **proxy holder** may exercise the exercisable shareholder rights **electronically** only if the shareholder has given him the individual access data to the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm> and if the proxy holder is on file as a proxy holder in the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>.

In order to be able to ensure that the proxy holder is on file as a proxy holder, the following applies:

If a **proxy is granted directly to the Company electronically**, i.e. via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>, it may also be granted on the day of the Annual General Meeting (Wednesday, July 1, 2020) **up until the opportunity to exercise the voting rights is formally ended by the chairman of the meeting** following the answering of questions, via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>.

However, a proxy granted **directly to the Company in writing** or, as the case may be, proof of the granting of a proxy to a representative that is furnished in writing, i.e. in either case by regular mail, fax or email, must for organizational reasons be received **not later than 12.00 h (CEST) on June 30, 2020** (receipt by the Company) at the above-listed address for the Annual General Meeting.

Further information on granting proxies and the corresponding forms for granting written proxies can be found in the documentation that is being sent to shareholders and is also available for download at <http://ir.jost-world.com/agm>.

## **8. Procedure for exercising voting rights through the voting rights proxy holders designated by the Company**

In addition, shareholders who are properly registered are offered the option to grant a proxy to the voting rights proxy holders designated by the Company who will vote on shareholders' behalf based on the instructions issued to them. The voting rights proxy holders are obligated to cast votes in accordance with instructions and may not exercise the voting rights in their own discretion. We ask that shareholders bear in mind that the voting rights proxy holders can exercise the voting rights only for those agenda items for which they have received instructions and that they cannot accept instructions for procedural motions either before or during the Annual General Meeting. Nor will the voting rights proxy holders accept instructions for asking questions or making motions or declaring objections to resolutions adopted by the Annual General Meeting.

Shareholders may grant a proxy to the voting rights proxy holders designated by the Company and issue instructions to them either **electronically**, i.e. via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>, or **in writing**, i.e. by regular mail, fax or email sent to the above address for the Annual General Meeting.

Shareholders will have access to the Company's Annual General Meeting portal at <http://ir.jost-world.com/agm> only on the basis of the personal access data printed on the registration confirmation which is sent to shareholders following proper registration.

Shareholders will receive a form, together with the registration confirmation, for granting a written proxy to the voting rights proxy holders designated by the Company and for issuing written instructions to them. The form for granting a written proxy to the voting rights proxy holders designated by the Company and for issuing written instructions to them can also be downloaded from the Company's website at <http://ir.jost-world.com/agm>. In addition, the form may be requested by sending a letter, fax or email to the above-listed address for the Annual General Meeting.

Shareholders who wish to grant a proxy to the voting rights proxy holders designated by the Company **electronically**, i.e. via the Company's password-protected Annual General Meeting

portal at <http://ir.jost-world.com/agm>, may transmit the proxy, together with the instructions, even on the day of the Annual General Meeting (Wednesday, July 1, 2020) **up until the opportunity to exercise the voting rights is formally ended by the chairman of the meeting** following the answering of questions, via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>. The voting rights proxy holders designated by the Company will then carry out the instructions issued to them after the opportunity to exercise the voting rights has formally ended (i.e. the opportunity to issue instructions to the voting rights proxy holders designated by the Company).

Shareholders who wish to grant a proxy to the voting rights proxy holders designated by the Company **in writing**, i.e. by regular mail, fax or email, may send the proxy along with the instructions not later than 12.00 h (CEST) on June 30, 2020 (receipt by the Company) to the above-listed address for the Annual General Meeting by regular mail, fax or email. The same applies to a change or revocation of proxies that have been granted and instructions that have been issued in this way.

Proxies that have already been granted and instructions that have already been issued – whether electronically or in writing – may be **changed or revoked electronically**, i.e. via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>, even on the day of the Annual General Meeting (Wednesday, July 1, 2020) **up until the opportunity to exercise the voting rights is formally ended by the chairman of the meeting** following the answering of questions.

Further information on using the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm> and on granting proxies as well as information for granting a voting rights proxy can be found on the registration confirmation which will be sent to shareholders following proper registration and is also available for download at <http://ir.jost-world.com/agm>.

## 9. Opportunity to ask questions

Under the PandemieG, it is sufficient in the case of a virtual general meeting to give shareholders and their proxy holders the opportunity to ask questions by means of electronic communication. The Management Board may decide in its reasonably exercised discretion which questions it chooses to answer and how it chooses to do so. It may also specify that questions must be submitted at the latest two days before the date of the general meeting by means of electronic communication.

In accordance with these statutory requirements, properly registered shareholders or their proxy holders may submit questions at the latest two days before the Annual General Meeting, i.e. not later than 24:00 h (CEST) on June 28, 2020 (receipt by the Company), via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>.

Questions will be answered either as part of the answering of submitted questions during the Annual General Meeting or in advance on the Company's website at <http://ir.jost-world.com/agm>.

Further details about the opportunity to ask questions can be found under 11.c, below.

**10. Objection to resolutions adopted by the Annual General Meeting**

Properly registered shareholders or their proxy holders who have exercised their voting rights have the right during the Annual General Meeting to lodge an objection in German to a resolution adopted by the Annual General Meeting, and to have same entered in the minutes, by means of electronic communication via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>.

**11. Information concerning the rights of shareholders under sections 122 para. 2, 126 para. 1, 127, and 131 para. 1 AktG, in part in conjunction with the PandemieG**

**a. Motions to add items to the agenda at the demand of a minority pursuant to section 122 para. 2 AktG**

Shareholders whose shares represent in the aggregate one twentieth of the share capital or the proportionate amount of EUR 500,000 of the share capital (such amount corresponding to 500,000 no-par shares), may demand that items be put on the agenda and published. Each new agenda item must be accompanied by a statement of reasons or a proposed resolution. The demand must be sent in writing to the Company's Management Board and be received by the Company in writing not later than by the end of May 31, 2020.

Demands by shareholders for an addition to the agenda must be sent to the following address of the Company:

JOST Werke AG  
Management Board  
Siemensstrasse 2  
63263 Neu-Isenburg, Germany

Shareholders demanding an addition to the agenda must furnish proof that they have been shareholders since at least 90 days prior to the date on which the demand was received and that they will hold the shares until the Management Board decides on the demand.

Promptly after receipt of a demand from a shareholder, additions to the agenda that the Company is obliged to publish will be published in the Federal Gazette (Bundesanzeiger) and will be disseminated throughout the entire European Union. They will also be made available and notified to the shareholders at <http://ir.jost-world.com/agm>.

Any proposed resolution published in connection with a permissible addition to the agenda will be voted on during the Annual General Meeting.

**b. Counter-motions and nominations by shareholders pursuant to section 126 para. 1 and section 127 AktG**

Unless specified otherwise above, the exercise of voting rights by means of postal vote is not associated with any participation-related rights. Accordingly, shareholders and their proxy holders are not able to make any counter-motions to the proposals of the Management Board and/or Supervisory Board concerning specific agenda items or make any nominations for the appointment of the statutory auditor (Agenda Item 5).

If shareholders or their proxy holders nevertheless give notice of counter-motions and/or nominations, such counter-motions and/or nominations will be published by the Company in accordance with section 126 para. 1 AktG, even where they cannot be voted on during the Annual General Meeting for lack of eligibility to make the motion at the Annual General Meeting, if they are sent not later than 24:00 h (CEST) on June 16, 2020 (receipt by the Company) to the address set forth below, accompanied by proof of shareholder status. Counter-motions and nominations sent to a different address will not be considered.

JOST Werke AG  
Investor Relations  
Siemensstrasse 2,  
63263 Neu-Isenburg, Germany  
Fax: +49 (0) 6102 295 661  
Email: [ir@jost-world.com](mailto:ir@jost-world.com)

Counter-motions and nominations that the Company is obliged to make available to the other shareholders will promptly be published at <http://ir.jost-world.com/agm> if they are received at the address set out above not later than at the end of June 16, 2020, accompanied by proof of shareholder status. Comments by management, if any, will also be published on the aforementioned website.

**c. Opportunity for shareholders to ask questions pursuant to section 131 para. 1 AktG in conjunction with section 1 para. 2 sentence 1, No. 3 and sentence 2 PandemieG**

In the case of an Annual General Meeting that pursuant to section 1 para. 2 PandemieG takes place without the physical presence of the shareholders or their proxy holders, properly registered shareholders or their proxy holders may pose questions to the Management Board about the Company's affairs, including the legal and business relationships with affiliated enterprises, as well as about the position of the Group and the companies included in the consolidated financial statements, via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>, to the extent that answering them is necessary for a proper evaluation of the agenda items.

In light of the difficult conditions caused by the COVID-19 pandemic, and in order to ensure that they can be answered, questions must be submitted in German and in conformity with section 1 para. 2 sentence 2 PandemieG at least two days before the Annual General Meeting, i.e. not later than 24:00 h (CEST) on June 28, 2020, in written form by means of electronic communication via the Company's password-protected Annual General Meeting portal at <http://ir.jost-world.com/agm>.

Pursuant to section 1 para. 2 sentence 2 PandemieG, the Management Board shall decide in its reasonably exercised discretion which questions to answer and how to answer them. Potential answers will either be provided in the answering of submitted questions during the Annual General Meeting or published in advance on the Company's website at <http://ir.jost-world.com/agm>.

In addition, the general rights in section 131 para. 3 AktG to refuse to provide information are applicable. The Management Board may refuse to answer questions where, for instance, providing information is, in accordance with sound business judgment, capable of causing more

than insignificant harm to the Company or an affiliated enterprise (e.g. no disclosure of business secrets) or where providing information would expose it to criminal liability.

## **12. Publication on the website/additional information pursuant to section 124a AktG**

This invitation to the Annual General Meeting, the documents to be made available and any motions by shareholders as well as further information, in particular on the exercise of voting rights and other exercisable shareholder rights and on the granting of written proxy and on issuing instructions, are also available on the Company's website at <http://ir.jost-world.com/agm> where the voting results will also be published after the Annual General Meeting.

## **13. Information on data protection for shareholders and proxy holders**

In its capacity as controller within the meaning of Article 4 No. 7 of the General Data Protection Regulation (Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (hereinafter "GDPR")), the Company processes personal data: Contact details (e.g. address, email address and, if applicable, the name of the proxy holder authorized by the respective shareholder), personal data (e.g. name, date of birth), information on the shares (e.g. number of shares, class of shares, type of ownership of the shares) and administrative data (e.g. number of the registration confirmation) on the basis of the applicable data protection provisions in order to enable shareholders and proxy holders to exercise their rights at the Annual General Meeting. The Company is legally represented by its Management Board members, namely Mr. Dürr, Dr. Eichler, and Dr. Terlinde.

The contact details of the Company as controller are as follows:

JOST Werke AG  
Management Board  
Siemensstrasse 2  
63263 Neu-Isenburg, Germany

If the personal data are not provided by the shareholders and proxy holders in the context of registration for the Annual General Meeting, the depositary bank or a third party involved in the registration process will transmit the personal data of the shareholders or proxy holders to the Company.

The Company is legally obliged to conduct the Annual General Meeting in accordance with the German Stock Corporation Act. The processing of shareholders' personal data is mandatory for the exercise of voting rights and other exercisable shareholder rights. The Company as controller is responsible for the processing of such data.

The personal data of shareholders are processed for the purpose of registering for the Annual General Meeting, for compiling the list of participants and preparing the voting procedure, for drawing up the minutes of the Annual General Meeting and for the purpose of complying with the Company's obligations under the German Stock Corporation Act following the Annual General Meeting. The legal basis for such processing is Article 6 para. 1 c) GDPR.

Personal data are also processed for statistical purposes, e.g. for the presentation of the development of the shareholder structure or trading volumes. The legal basis for this processing of personal data is Article 6 para. 1 c) and para. 4 GDPR.

The Company will generally not pass on any personal data to third parties. However, third parties who are contracted for the purpose of organizing the Annual General Meeting will receive from the Company such personal data as are necessary for the performance of the contracted service. Such third parties will process personal data exclusively in accordance with the instructions issued by the Company. Third parties are, for example, general meeting service providers, such as general meeting agencies, lawyers or auditors.

Subject to legal provisions which may come into force after the Annual General Meeting, the Company will store personal data in accordance with the retention requirements as currently applicable for a period of ten years, starting at the end of the year in which the Annual General Meeting was held. In individual cases, the personal data may be stored for a longer period if further processing of the data is still necessary in order to process motions, decisions or legal proceedings relating to the Annual General Meeting.

With regard to the transfer of personal data to third parties in the context of publishing demands by shareholders for additions to the agenda as well as countermotions and nominations by shareholders, reference is made to the explanations in the section "Information concerning the rights of shareholders".

Shareholders and proxy holders are entitled to the rights set out in Chapter III of the GDPR, namely the right to information pursuant to Article 15 GDPR, the right to demand the immediate correction of incorrect or incomplete personal data in accordance with Article 16 GDPR or to obtain immediate deletion of personal data in accordance with Article 17 GDPR, the right to obtain immediate restriction of processing in accordance with Article 18 GDPR and, in accordance with Article 20 GDPR, the right to receive personal data in a format that complies with legal requirements and to transmit such data to another controller without hindrance (right to data portability).

These rights can be asserted against the Company free of charge using the following contact details:

JOST Werke AG  
Management Board  
Siemensstrasse 2  
63263 Neu-Isenburg, Germany

In addition, pursuant to Article 77 GDPR, the shareholders and proxy holders have a right to lodge a complaint with the data protection supervisory authority exercising jurisdiction over the domicile or habitual residence of the shareholder or proxy holder or in the (German) federal state in which the alleged infringement was committed.

You can reach our data protection officer at:

JOST Werke AG  
Data Protection Officer  
Siemensstrasse 2  
63263 Neu-Isenburg, Germany  
Telephone: +49 (0) 6102 295 0  
Email: [datenschutz@jost-world.com](mailto:datenschutz@jost-world.com)

Neu-Isenburg, May 2020

JOST Werke AG  
The Management Board