

FURTHER INFORMATION ABOUT THE SHAREHOLDER RIGHTS LAID DOWN IN SECTIONS 109, 110, 118 AND 119 STOCK CORPORATION ACT

Placing additional items on the agenda pursuant to Section 109 Stock Corporation Act

Shareholders whose combined shares amount to **5% of the share capital** can make a written request and ask that **additional items be placed on the agenda** of this ordinary general assembly and be published. Any such request to add another item to the agenda must be accompanied by a proposed resolution along with a statement of reasons. The person making that request must have held the shares at least three months prior to his/her request. Such a shareholder request is relevant only if a written copy is received by the Company on or before **28 April 2010**.

These shareholder requests must be addressed exclusively to:

S & T System Integration & Technology Distribution AG

attn: Ms. **Dagmar Lukanec**

Group Legal Counsel

Geiselbergstraße 17-19/Stiege 3

1110 Vienna

The text of that item and the proposed resolution must also be presented in German.

In case of deposited bearer shares, the presentation of a safe custody receipt pursuant to Section 10a Stock Corporation Act shall be sufficient evidence to prove the shareholding for the exercise of this shareholder right.

Resolutions proposed by shareholders pursuant to Section 110 Stock Corporation Act

Shareholders whose combined shares amount of **1% of the share capital** may submit written **proposals for resolution** with respect to any item on the agenda of this

general assembly and may request that those proposals, together with the names of the relevant shareholders, a statement of reasons, and commentaries, if any, of the managing board or of the supervisory board, be published on the Company's website. Please note that each proposal for a resolution must be accompanied by a statement of reasons. Such a shareholder request is relevant only if a written copy is received by the Company on or before **7 May 2010**. These shareholder requests must be addressed exclusively to:

S & T System Integration & Technology Distribution AG

attn: Ms. **Dagmar Lukanec**

Group Legal Counsel

Geiselbergstraße 17-19/Stiege 3

1110 Vienna

or

via fax to +43 (0)1 8900 500-54

Each proposal must also be submitted in German.

In case of deposited bearer shares, the presentation of a safe custody receipt pursuant to Section 10a Stock Corporation Act shall be sufficient evidence to prove the shareholding for the exercise of this shareholder right.

Safe custody receipt pursuant to Section 10a Stock Corporation Act

The safe custody receipt shall be issued by the depositary bank domiciled in a Member State of the European Economic Area or a full member of the OECD.

The safe custody receipt must be issued by the depositary bank domiciled in a Member State of the European Economic Area or a full member of the OECD and must contain the following information:

- Details on the issuer: name/name of company and address or a code used for transactions between banks (SWIFT code),

- Details on the shareholder: name/name of company, address, date of birth for individuals, register and registry number for legal entities, if applicable,
- Details on the shares: Number of a shareholder's shares,
- Deposit number and/or another description,
- Point in time to which the safe custody receipt refers.

The safe custody receipt must be issued in German or in English. A safe deposit receipt shall be issued in writing.

Safe deposit receipts shall be addressed exclusively to:

Via surface mail S & T System Integration & Technology Distribution AG
attn: Ms. Dagmar Lukanec
Group Legal Counsel
Geiselbergstraße 17-19/Stiege 3
1110 Vienna

Via telefax +43 (1) 8900 500 - 54

The safe deposit receipt which is necessary to prove the shareholding in connection with the exercise of the shareholder rights pursuant to Section 109 Stock Corporation Act (Placing further items on the agenda) and Section 110 Stock Corporation Act (Resolutions proposed by shareholders) may not be older than seven days when submitted to the Company.

The safe deposit receipt which is necessary to prove the shareholding in connection with the exercise of the shareholder right pursuant to Section 109 Stock Corporation Act (Placing further items on the agenda) must confirm that the person making the request has held the shares for an uninterrupted period of at least three months prior to his/her request.

If several shareholders can achieve that threshold only collectively, that documentary evidence must necessarily refer to the same record date.

Further proof of shareholder status

In case of non-deposited bearer shares, a written confirmation issued by a notary public shall suffice, provided that it contains the information stated above in the context of the safe custody receipt.

Notice concerning the right to information pursuant to Section 118 Stock Corporation Act

Upon request of a shareholder at the general assembly, such shareholder must be informed on the Company's affairs, provided that this is required for an appropriate evaluation of an item on the agenda. The right to information covers also the Company's legal and business affairs with an affiliate. If consolidated financial statements and the consolidated directors' report are presented at a parent company's general assembly (Section 244 of the Companies Act), that obligation concerns also information about the condition of the group and the consolidated companies.

Information shall be provided consistent with the principles of conscientious and truthful reporting. Information must be provided at the general assembly.

Information may be refused, provided that:

1. it is deemed fit, on the basis of a reasonable entrepreneurial assessment, to cause significant harm to the enterprise or an affiliated company, or
2. the disclosure of such information would constitute a criminal offence.

Information may be provided by every shareholder who attends the general assembly. Information may be provided not only by the shareholders, but also by its legal or authorized representatives.

Any questions that will take longer to answer should be directed to the Company in due time prior to the general assembly either by fax to +43 (0)1 8900 500-54 or to 1110 Vienna, Geiselbergstraße 17-19/Stiege 3, for the attention of Ms. Ms. Dagmar Lukanec, Group Legal Counsel, in order to ensure that the general assembly can take place smoothly.

**INFORMATION ABOUT THE SHAREHOLDERS' RIGHT TO MAKE MOTIONS
PURSUANT TO SECTION 119 STOCK CORPORATION ACT AT THE GENERAL
ASSEMBLY**

Regardless of a certain shareholding, each shareholder may make motions on any item of the agenda at the general assembly, provided that s/he can prove that s/he is eligible to attend that assembly in accordance with the requirements of the notice.