

CECONOMY

CECONOMY AG Fact Book on Capital Authorisations

Annual General Meeting, 13 February 2019

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Agenda items covered in this fact book

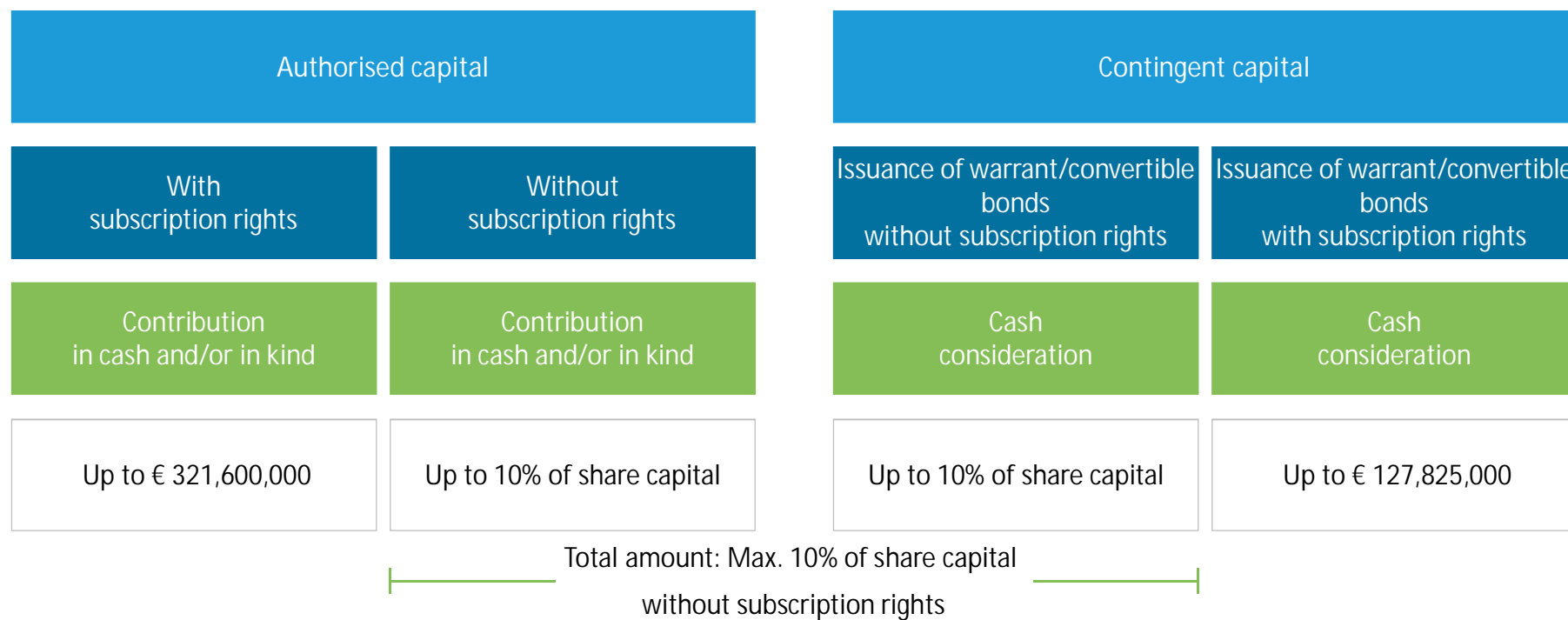
Item 6	Authorised Capital	<ul style="list-style-type: none">// Cancellation of the existing authorised capital// Creation of a new authorised capital (including the option of excluding subscription rights)
Item 7 & Item 8	Treasury Shares	<ul style="list-style-type: none">// Cancellation of the existing authorisation// Authorisation for the acquisition and use of treasury shares (also subject to an exclusion of the subscription right)// Authorisation for the use of derivatives in the course of the acquisition of treasury shares as well as for the exclusion of the subscription and tendering right
Item 9	Warrant / Convertible Bonds and Contingent Capital	<ul style="list-style-type: none">// Cancellation of the existing authorisation for the issue of warrant or convertible bonds// Granting of a new authorisation for the issue of warrant and/or convertible bonds (including the option of excluding subscription rights)// Creation of a new contingent capital and cancellation of the existing Contingent Capital I

Current versus proposed capital authorisations

Authorisation in € share capital (% of share capital)	Current				Proposed	
	Old*	Utilization	Remaining**	Maturity	New	Maturity
Authorised Capital (Item 6)						
With subscription rights	€417,000,000 (50%)		€333,573,641 (36%)	05.02.2022	€321,600,000 (35%)	12.02.2024
Without subscription rights						
Contribution in kind	€167,083,810 (20%)		€83,657,452 (9%)	05.02.2022	€91,884,541 (10%)	12.02.2024
Contribution in cash	€83,541,905 (10%)	€83,426,359	€115,547 (0%)	05.02.2022	€91,884,541 (10%)	12.02.2024
Contingent Capital (Item 9)						
With subscription rights	€127,825,000 (15%)		€127,825,000 (14%)	19.02.2020	€127,825,000 (14%)	12.02.2024
Without subscription rights	€83,541,905 (10%)		€115,547 (0%)	19.02.2020	€91,884,541 (10%)	12.02.2024

*Percent of share capital prior to capital increase in July 2018 ** Percent of current share capital

Proposed new authorised and contingent capital



Proposed authorisation for the acquisition and use of treasury shares

