

ADDITIONAL INFORMATION ON THE RIGHTS OF SHAREHOLDERS PURSUANT TO SECTIONS 109, 110, 118 AND 119 AUSTRIAN STOCK CORPORATION ACT (AktG)

Additions to the agenda pursuant to § 109 Stock Corporation Act

Shareholders whose total shareholding equals **at least 5% of the Company's issued capital**, may request in writing that **additional items be put on the agenda** of the next Annual General Meeting, and that these be made public. Every item on the agenda must include a draft resolution and an explanation of the reasons for the proposal. Shareholders making such a request must have held the shares for at least three months prior to making the request. Such a request shall only be considered if it is received by the Company in written form no later than **6 October 2011**.

Shareholder requests of this kind must be sent exclusively to the following address:

S & T System Integration & Technology Distribution AG
Attn: Mr. Michael Dvorak
Investor Relations
Geiselbergstraße 17-19/Stiege 3
1110 Vienna

The text version of the proposed item on the agenda and the draft resolution must be submitted in German.

For bearer shares held in a securities deposit account, custody account confirmation (safe custody receipt) in accordance with Section 10a Stock Corporation Act shall suffice as proof of shareholder status as the basis for exercising this shareholder right.

Draft resolutions proposed by shareholders pursuant to Section 110 Stock Corporation Act

Shareholders whose aggregate shareholding **equals at least 1% of the Company's issued capital** may propose **draft resolutions** in writing (in text form) with respect to each item on the agenda for the next Annual General Meeting and request that these be made available on the Company's Website accompanied by the name of the respective shareholder, a statement explaining the reasons for such a proposal, and any related comments by the Management Board or Supervisory Board. It must be pointed out that every draft resolution must be accompanied by an explanation of the reasons for this proposal. Shareholder requests of this kind will only be considered if they are received by the Company in writing no later than **14 October 2011**. A declaration made by the

proposed candidate pursuant to Section 87 Para. 2 Stock Corporation Act is required in place of an explanation of reasons when the draft resolution relates to the election of a Supervisory Board member (Item 7 of the agenda, “Elections to the Supervisory Board”). The proposed candidate for election to the Supervisory Board must be able to substantiate his or her professional qualifications, professional or comparable functions as well as any circumstances that could give reason for concern with respect to any potential bias.

Such draft resolutions as proposed by shareholders must be sent exclusively to the following address:

S & T System Integration & Technology Distribution AG
Attn: Mr. Michael Dvorak
Investor Relations
Geiselbergstraße 17-19/Stiege 3
1110 Vienna

or

by fax to +43 (0)1 367 8088 -1099.

Each draft resolution must also be submitted in a German version.

For bearer shares held in a securities deposit account, custody account confirmation (safe custody receipt) in accordance with Section 10a Stock Corporation Act shall suffice as proof of shareholder status as the basis for exercising this shareholder right.

Custody account confirmation (safe custody receipt) pursuant to Section 10a Stock Corporation Act

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

- Information on the issuer: name/company and address or code commonly used in business transactions between banks (SWIFT Code),
- Information on the shareholder: name/company, address, date of birth for natural persons, register and registration number for legal persons, if applicable,
- Information on the shares: number of the shares held by the shareholder
- Custody account/deposit number or another description,

- Date or period of time to which the custody account confirmation (safe custody receipt) refers to.

The custody account confirmation must be issued in German or in English and in written form.

The custody account confirmation must be sent exclusively to the following address:

By mail: S & T System Integration & Technology Distribution AG
 Attn: Mr. Michael Dvorak
 Investor Relations
 Geiselbergstraße 17-19/Stiege 3
 1110 Vienna
 S & T System Integration & Technology Distribution AG

By fax: +43 (1) 8900 500 - 54

The custody account confirmation submitted as the required proof of shareholder status as the basis for exercising shareholder rights pursuant to Sect. 109 Stock Corporation Act (Additions to the agenda) and Section 110 Stock Corporation Act (Draft resolutions proposed by shareholders) must not be more than seven days old on the date of submission to the Company.

The custody account confirmation submitted as required proof of shareholder status as the basis for exercising shareholder rights pursuant to Sect. 109 Stock Corporation Act (Additions to the agenda) must confirm that the shareholder submitting the requests has held the shares for an uninterrupted period of at least three months on the date of request.

In the case of several shareholders who only reach the stipulated shareholding threshold together, the proof of shareholder status must refer to the same record date.

Further proof of shareholding

In the case of bearer shares which are not deposited in a securities deposit account, the written confirmation by an Austrian public notary shall suffice as proof of shareholding. In this case, the above-mentioned stipulations relating to the custody account confirmation shall apply analogously to the notary's declaration.

Information on the right to obtain information pursuant to Section 118 Stock Corporation Act

Every shareholder attending the Annual General Meeting is entitled, upon request, to be provided with information on matters concerning the Company's affairs, to the extent that this information is required to enable the shareholder to properly evaluate the relevant items on the agenda. This obligation to provide information also covers the Company's legal and business relations with subsidiaries. If the consolidated financial statements and Group Management Report are presented in the Annual General Meeting of the parent company (Section 244 Austrian Commercial Code), this obligation to provide information also applies to the status of the Group as well as the companies included in the consolidated financial statements.

The information provided must comply with the principles of conscientious and accurate accounting. The information is to be provided in the course of the Annual General Meeting.

The Company may refuse to supply such information if

1. according to sound business judgment, it could potentially cause material damage to the Company or to any of its subsidiaries, or if
2. providing such information would comprise a criminal offense.

Every shareholder attending the Annual General Meeting is entitled to be provided with information. The right to information is not limited to shareholders but also extends to legal or authorized representatives.

Questions to which responses require longer preparation time should be directed in written form to the Company in due time prior to the Annual General Meeting, either per fax to +43 (0)1 367 8088 -1099 or by mail to S & T System Integration & Technology Distribution AG, Attn: Mr. Michael Dvorak, Investor Relations, Geiselbergstraße 17-19/Stiege 3, 1110 Vienna, in order to ensure that the Annual General Meeting can proceed smoothly.

INFORMATION ON THE RIGHT OF SHAREHOLDERS TO PROPOSE MOTIONS AT THE ANNUAL GENERAL MEETING PURSUANT TO SECTION 119 STOCK CORPORATION ACT

Every shareholder has the right to bring forward motions in respect to each item on the agenda at the Annual General Meeting. This right is contingent upon proof of the right

to participate as stipulated in the invitation to the meeting. The right to propose motions is not limited exclusively to shareholders, but also applies to their legal or authorized representatives attending the Annual General Meeting.

The following must be expressly noted: individuals named as candidates for election to the Supervisory Board (Item 7 of the agenda) may only be proposed by shareholders who aggregate shareholding amounts to at least 1% of the share capital. Shareholder requests of this kind will only be considered if they are received by the Company in writing no later than **14 October 2011**. The proposal nominating a candidate to the Supervisory Board must be accompanied by a statement made by the proposed candidate pursuant to Section 87 (2) Stock Corporation Act outlining his/her professional qualifications, professional or comparable functions as well as any circumstances that could give reason for concern in respect to any potential bias. Proposals relating to the election of Supervisory Board members including the statements for the proposed candidates pursuant to Section 87 (2) Stock Corporation Act must be made available on the Website of the Company no later than **18 October 2011**. If this is not the case, the respective individuals may not be included in the voting. Shareholders may also file motions to every other item on the agenda at the Annual General Meeting without previous notification required