

**Herbert Ortner, born November 07, 1968**

c/o Semperit Aktiengesellschaft Holding  
Modcenterstraße 22  
1031 Vienna

To the attention of the  
Shareholders' Meeting of  
Semperit Aktiengesellschaft Holding

**Declaration pursuant to section 87 sub-section 2 and sub-section 2a Austrian Stock Corporations Act ("AktG")**

On the occasion of my nomination for the election as member to the Supervisory Board of Semperit Aktiengesellschaft Holding by resolution of the General Meeting to be held on 8 May 2019, I declare pursuant to section 87 sub-section 2 and sub-section 2a Stock Corporations Act as follows:

I am not aware of any circumstances which might give rise to concerns that I may be biased. With regard to point 53 Austrian Code of Corporate Governance and the guidelines for independence adopted by the Supervisory Board of the Company (see Annex 1.) I further declare that I do not have any business or personal relations to the Company or its Management Board which constitutes a material conflict of interests.

For the purpose of certification of my professional qualification I refer to my curriculum vitae, which also states my professional and relevant other functions at the time of election.

With regard to section 87 sub-section 2 and sub-section 2a Stock Corporations Act I confirm as follows:

1. I am not a member of the Supervisory Board or Administrative Board in ten other corporations (*Kapitalgesellschaften*) or eight corporations the shares of which are listed on a regulated market (whereby activities as Chairman count twice);<sup>1</sup>
2. I am not the legal representative (member of the Management Board, managing director, liquidator) of any subsidiary of Semperit Aktiengesellschaft Holding;
3. I am not the legal representative (member of the Management Board, managing director, liquidator) of any other corporation which has a member of the Management Board of Semperit Aktiengesellschaft Holding on its Supervisory or Administrative Board (except for group companies or affiliated companies);
4. I am not a member of the Supervisory Board or the Administrative Board in eight other listed companies (whereby activities as Chairman count twice);
5. During the last two years, I have not been a member of the Management Board of Semperit Aktiengesellschaft Holding; and
6. I have not been finally convicted by a court of law of a criminal act which would question my professional reliability.

I will be glad to answer any questions before and/or at the General Annual Meeting on 22 July. In case I am elected I will gladly accept such election.

Vienna, 17.06.2020

Place, Date



Signature

<sup>1</sup> Up to ten positions as a member of the supervisory board, in which the member was elected or sent to preserve the interests of the state, a federal state, a union of municipalities, a municipality or of an undertaking being affiliated with the Company or having a commercial participation in the Company (section 189a pt 2 Austrian Commercial Code, "UGB"), do not count towards the maximum number of ten corporations.

This document has been made up in German which is the official version.

In case of discrepancies with the English translation, the German version shall prevail.

# Curriculum Vitae

Dipl.Ing. Herbert Ortner

## ***Personal Information***

Birthdate: 07.11.1968

Citizenship: Austrian

## ***Professional Experience***

since 2019	Member of the Management Board	B&C Privatstiftung
2008 - 2017	CEO	Palfinger AG
2003 - 2008	Member of the Management Board, Sales and Distribution	Palfinger AG
2001 - 2003	Managing Director Production & Head of Service Department	Palfinger AG
until 2001	Head of Division Industrial Hoses	Semperit AG Holding

## ***External Mandates***

since 2018	Chairman of the Supervisory Board	AMAG Austria Metall AG
since 2018	Chairman of the Supervisory Board	Putzmeister Holding GmbH
since 2016	Member of the Supervisory Board	Engel Holding Gesellschaft m.b.H

## ***Education:***

General Management Programme / Institute of Management St. Gallen  
Studies: Management in Chemical Technologies