

AUSTRIACARD HOLDINGS AG RESOLVES TO IMPLEMENT A NEW SHARE BUY-BACK PROGRAM

Publication pursuant to Sec 119 para 9 Austrian Stock Exchange Act 2018 in conjunction with Sec 5 Austrian Publication Regulation 2018 and Art 2 para 1 Commission Delegated Regulation (EU) 2016/1052 and 4.1.1. (14), of ATHEX Rulebook

The management board of AUSTRIACARD HOLDINGS AG resolved on 28 June 2024 to implement a share buy-back program for own shares (the “**Share Buy-Back Program II**”) on the basis of the authorization resolution pursuant to Sec 65 para 1 no 4 and 8 Austrian Stock Corporation Act of the annual general meeting held on 30 June 2023, which was published on 30 June 2023. The supervisory board of AUSTRIACARD HOLDINGS AG approved the implementation of the Share Buy-Back Program by resolution dated 28 June 2024. The conditions of the Share Buy-Back Program are set out below.

Conditions of the Share Buy-Back Program II

Date of the authorization resolution of the annual general meeting pursuant to Sec 65 para 1 no 4 and 8 Austrian Stock Corporation Act:	30 June 2023
Date and type of publication of the authorization resolution:	Published on 30 June 2023 via an electronic information dissemination system in accordance with Sec 65 para 1a Austrian Stock Exchange Act in conjunction with Sec 119 para 9 Austrian Stock Exchange Act 2018. Publication in ATHEX per 4.1.3.14. of ATHEX Rulebook.
Start of the Share Buy-Back Program:	On 1 July 2024
Anticipated duration of Share Buy-Back Program:	Up to (and including) 31 December 2024
Type of shares:	Bearer shares (AT0000A325L0)
Envisaged volume:	Up to 727,077 own shares (corresponding to approx. 2% of the current total share capital).
Maximum total consideration under the Share Buy-Back Program:	EUR 5,816,616
Maximum price per share (highest equivalent value):	In accordance with the resolution of the annual general meeting held on 30 June 2023, the consideration to be paid per share when acquiring shares must not be more than 20% above the volume-weighted average price of the last 20 trading days preceding the respective purchase. Additionally, the management board has determined a maximum price of EUR 12 per share.

Minimum price per share (lowest equivalent value):	In accordance with the resolution of the annual general meeting held on 30 June 2023, the consideration to be paid per share when acquiring shares must not be lower than EUR 1 (i.e., the calculated proportion of the share capital per share).
Form of the buy-back:	Acquisition via the stock exchange and multilateral trading facilities (MTFs).
Purpose of the buy-back:	Use of own shares for transferring shares to employees, senior executives as well as members of the management board of the company or its subsidiaries (Sec 189a no 7 Austrian Commercial Code) for remuneration purposes in accordance with the authorization resolution of the annual general meeting held on 30 June 2023.
Effects of the Share Buy-Back Program on the listing of the shares:	None.
Number and allocation of the stock options to be granted or already granted to employees, executives and the individual board members of the company or one of its affiliated companies, stating the number of shares to which they are entitled, if the issuer intends to grant or has already granted stock options within the period specified in Sec 65 para 1 no 8 Austrian Stock Corporation Act:	The company has issued a share option program to incentivize certain qualified persons. Under the terms of the share option program, qualified persons will have to right to acquire – depending on the financial performance of the company until 31 December 2025 – a total of up to 8% of the shares in the company.

The share buy-backs are carried out by PIRAEUS SECURITIES S.A. PIRAEUS SECURITIES S.A. makes its decision on the time of acquisition independently and without influence from AUSTRIACARD HOLDINGS AG and must comply with the trading conditions pursuant to Art 3 of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016.

Notice pursuant to Sec 5 para 4 Publication Regulation 2018: Details of the transactions carried out under the Share Buy-Back Program and any changes to the Share Buy-Back Program will be published on the website of AUSTRIACARD HOLDINGS AG under <https://www.austriacard.com/investor-relations-ac/>.

This announcement is not a public offer to purchase shares of AUSTRIACARD HOLDINGS AG and does not impose any obligations on AUSTRIACARD HOLDINGS AG or any of its subsidiaries to accept offers to buy back shares of AUSTRIACARD HOLDINGS AG.