



ANNUAL GENERAL MEETING 2019



Invitation and Agenda



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KEY DATA OF THE TECHNOTRANS GROUP (IFRS)

	Δ previous year	2018	2017	2016	2015	2014
Revenue (€ '000)	5.5%	216,286	205,095	151,792	122,838	112,371
Technology (€ '000)	6.0%	156,476	147,570	103,623	81,457	73,758
Services (€ '000)	4.0%	59,810	57,525	48,169	41,381	38,613
EBITDA (€ '000)	-0.2%	22,599	22,654	14,045	12,187	9,873
EBITDA margin (%)		10.4	11.0	9.3	9.9	8.8
EBIT (€ '000)	-0.5%	17,351	17,438	9,731	8,952	6,830
EBIT margin (%)		8.0	8.5	6.4	7.3	6.1
Net profit for the period¹ (€ '000)	1.6%	12,383	12,191	7,192	6,262	4,381
as percent of revenue		5.7	5.9	4.7	5.1	3.9
Net profit per share (€)	1.7%	1.79	1.76	1.09	0.96	0.67
Dividend per share (€)		0.88*	0.88	0.55	0.48	0.33
Balance sheet (€ '000)	8.6%	136,032	125,307	121,445	76,043	74,534
Equity (€ '000)	7.9%	75,244	69,750	61,880	51,725	47,470
Equity ratio (%)		55.3	55.7	51.0	68.0	63.7
Return on equity (%) ²		16.5	17.5	11.6	12.3	9.4
Net debt³ (€ '000)	> 100%	19,435	9,291	5,267	-11,575	-4,763
Free cash flow⁴ (€ '000)	> -100%	-3,753	150	-12,649	8,542	4,821
Employees (average)	8.4%	1,402	1,293	990	810	771
Employee (FTE) (average)	9.2%	1,236	1,132	856	697	670
Personnel expenses (€ '000)	6.8%	75,374	70,588	52,941	42,160	39,808
as percent of revenue		34.8	34.4	34.9	34.3	35.4
Revenue per employee (FTE) (€ '000)	-3.3%	175	181	177	176	168
Number of shares at end of period		6,907,665	6,907,665	6,907,665	6,530,588	6,516,434
share price max (€)		47.90	50.75	24.77	19.90	9.56
share price min (€)		24.00	22.17	15.75	9.21	7.41

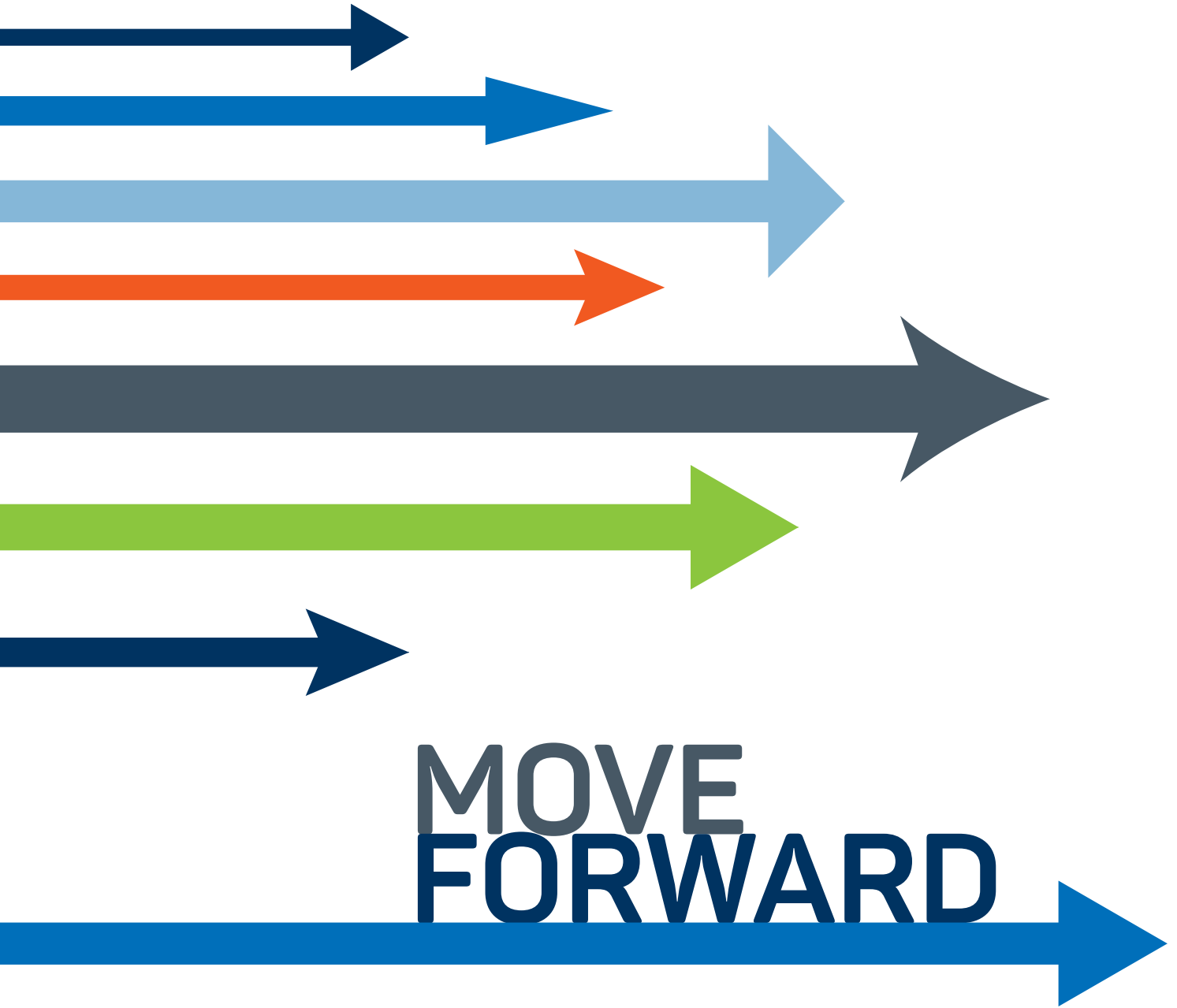
¹Net profit for the period = Profit attributable to technotrans SE shareholders

²Return on Equity = Net profit of the period/Equity to technotrans SE shareholders

³Net debt = financial liabilities – cash and cash equivalents

⁴Free cash flow = Net cash from operating activities
+ cash used for investments acc. to cash flow statement

*Proposal to the Shareholder Meeting



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INVITATION TO ANNUAL GENERAL MEETING

Dear Shareholders,

We hereby cordially invite you to this year's Annual General Meeting of technotrans SE.

The Annual General Meeting will be held at **10.00 am on Friday, May 10, 2019 in the Münsterland Hall Exhibition and Congress Centre, Albersloher Weg 32, 48155 Münster.**

technotrans experienced further growth in the 2018 financial year – the new Board of Management team is complete.

Join us in looking back on a successful financial year:

We have broadened our skills portfolio within the plastics processing industry. We have built further on our position as a high-performance technology partner in the growth markets of electric mobility as well as medical, scanner and semiconductor technology. The new building in Baden-Baden is taking shape. Despite the downturn in the economic environment in the second half of the year, we achieved strong revenue growth coupled with an operating result (EBIT) on a par with the previous year. We will therefore propose to the Annual General Meeting that a dividend of € 0.88 be paid. This again represents half of the consolidated net profit.

We would like to present further details of our 2018 business performance and current developments in person at the Annual General Meeting. We will also be providing additional information in our outlook as of the financial year end and telling you about the medium-term corporate strategy, which features both organic growth and potential acquisitions.

We welcome your questions and will be available to answer them.

Important decisions also need to be taken:

Among other matters, following the first financial year operating under the new legal form of Societas Europaea (SE), all members of the Supervisory Board are to be newly elected by the Annual General Meeting, bearing in mind that the Annual General Meeting is bound by the proposals of the employees for employee representatives. In addition, new auditors of the individual and consolidated financial statements are to be elected for the 2019 financial year.

We hope that you, the shareholders of technotrans SE, will comprehensively exercise your right to vote.

Please therefore remember to register for the Annual General Meeting in good time, even if you might not want to exercise your voting right in person and wish to use the option to vote in writing. Registration is a requirement for you to exercise your right to vote. As an alternative you can transfer your voting right to a proxy.

Please see the following pages for the agenda and the resolution proposals.

In addition, the 2018 Annual Report as well as further information on the 2018 financial year are available as downloads on the internet at <https://www.technotrans.com/en/investor-relations.html>.

We will be delighted to welcome your participation in this year's Annual General Meeting – whether by attending in person in Münster or by following the event live on the internet.

On behalf of the Board of Management



Dirk Engel

AT A GLANCE

➔ **Agenda item 1**

Presentation of the established financial statements of technotrans AG at December 31, 2018, of the approved consolidated financial statements prepared according to IFRS (International Financial Reporting Standards) at December 31, 2018, of the management reports for technotrans AG and the group with the non-financial group declaration contained therein, of the report of the Supervisory Board and of the explanatory report of the Board of Management on disclosures under takeover law

➔ **Agenda item 2**

Resolution on the distribution of accumulated profit

➔ **Agenda item 3**

Resolution on the discharge of the Board of Management for the 2018 financial year

➔ **Agenda item 4**

Resolution on the discharge of the Supervisory Board for the 2018 financial year

➔ **Agenda item 5**

Election of the auditors of the individual and consolidated financial statements for the 2019 financial year

➔ **Agenda item 6**

Elections to the Supervisory Board of technotrans SE

AGENDA

1. Presentation of the established financial statements of technotrans SE at December 31, 2018, of the approved Consolidated Financial Statements prepared according to IFRS (International Financial Reporting Standards) at December 31, 2018, of the Combined Management Report for technotrans SE and the Group and the Non-Financial Statement contained therein, of the report of the Supervisory Board and of the explanatory report of the Board of Management on disclosures under takeover law.

2. Resolution on the distribution of accumulated profit

The Board of Management and Supervisory Board propose that the accumulated profit of technotrans SE of €9,739,407.53 as reported in the individual financial statements be distributed as follows:

	€
Distribution of a dividend of € 0.88 per no par value share on share capital of € 6,907,665.00 bearing dividend entitlements	6,078,745.20
Profit carried forward	3,660,662.33
Accumulated profit	9,739,407.53

At the time of convening the company holds no treasury shares. If the company holds treasury shares at the time of the Annual General Meeting, these shall not bear dividend entitlements. In that instance, a correspondingly modified resolution on the appropriation of profits shall be put to the Annual General Meeting, based on an unchanged dividend of € 0.88 per dividend-bearing share.

The dividend is to be paid out on May 15, 2019.

3. Resolution on the discharge of the Board of Management for the 2018 financial year

The Board of Management and Supervisory Board propose that discharge be granted for the members of the Board of Management for the 2018 financial year.

4. Resolution on the discharge of the Supervisory Board for the 2018 financial year

The Board of Management and Supervisory Board propose that discharge be granted for the members of the Supervisory Board for the 2018 financial year.

5. Election of the auditors of the individual and Consolidated Financial Statements for the 2019 financial year

The Supervisory Board – supported by the recommendation of the Audit Committee – proposes that PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Osnabrück, be elected as auditors of the individual and Consolidated Financial Statements for the 2019 financial year.

New EU regulations on the regular invitation to tender for auditing of individual and Consolidated Financial Statements have applied to public interest entities since June 17, 2018. As a capital market oriented company, technotrans SE is affected by this regulation. To rotate the audit partner as well as to satisfy the new EU regulation, the audit of the financial statements for the financial years from 2019 for technotrans SE and the technotrans Group was put out to open tender.

Both the recommendation of the Audit Committee to the Supervisory Board and the proposal of the Supervisory Board are free from undue influence by third parties. Nor were there, pursuant to the EU Regulation on specific requirements regarding statutory audit of public-interest entities, any arrangements that could have limited the options to the selection of a particular auditor or a particular firm of auditors to audit the financial statements.

6. Elections to the Supervisory Board of technotrans SE

Pursuant to Article 12 of the Articles of Association and the rules of the participation agreement, the Supervisory Board of technotrans SE shall comprise six members, of who four members shall be shareholder representatives and two members shall be employee representatives. All members of the Supervisory Board shall be appointed by the Annual General Meeting. The employee representatives on the Supervisory Board shall be appointed by the Annual General Meeting upon the proposal of the employees. The Annual General Meeting shall be bound by the proposals on the appointment of the employee representatives. The Annual General Meeting shall not otherwise be bound by election proposals.

The period of office of all Supervisory Board members of technotrans SE shall end – in accordance with their appointment last year in the course of the modifying conversion – with the close of the Annual General Meeting on May 10, 2019 that is to give discharge for the 2018 financial year. For the constitution of the Supervisory Board to remain in compliance with the law and the Articles of Association after the Annual General Meeting, the Supervisory Board is therefore to be newly elected.

All previous shareholder representatives are available for re-election. Pursuant to the regulations of the participation agreement and the Articles of Association of the company, Andre Peckruhn and Thorbjørn Ringkamp were proposed as employee representatives on the Supervisory Board. Pursuant to the Articles of Association and the participation agreement, the Annual General Meeting is bound by these proposals of the employees for the election of the employee representatives.

On the basis of the proposals of the Nominating Committee, and taking into account the foregoing provision for the employee representatives to be elected, the Supervisory Board therefore proposes to the Annual General Meeting that the following gentlemen be elected to the Supervisory Board; membership of other supervisory boards formed to comply with legal requirements or of other comparable supervisory bodies, whether in Germany or elsewhere, is indicated for each individual:

- a) **Dipl.-Ing. Heinz Harling**, Lecturer at Hamm-Lippstadt University of Applied Sciences, resident in Hamm. Dipl.-Ing. Heinz Harling is currently Chairman of the Supervisory Board of technotrans SE.

Disclosures on Article 5.4.1 (5) and (6) of the German Corporate Governance Code:

Curriculum vitae of Heinz Harling

Member and Chairman of the Supervisory Board of technotrans SE since 2008

Shareholder representative

Member of the Audit Committee within the Supervisory Board of technotrans SE

Member of the Personnel Committee within the Supervisory Board of technotrans SE

Member of the Nominating Committee within the Supervisory Board of technotrans SE

Born: 1954

Nationality: German

Professional background

Since 2014 Lecturer at Hamm-Lippstadt University of Applied Sciences
Subject area: Business Planning

Since 2008 Supervisory Board Chairman technotrans AG then technotrans SE

1997 Chairman of the Board of Management technotrans AG
IPO 1998

1988 Managing Director of technotrans GmbH
Leader of the management buy-out in 1990

1980 Sales Director
of fb-apparatebau Böhnsieker GmbH & Co. KG
(now technotrans SE, Sassenberg)

1979 Student trainee
in Development area, Hella Hueck KgaA, Lippstadt

Training

1980 Mechanical Engineering degree
from Paderborn Comprehensive University, Soest Department

1974 Qualification as Wholesale and Export Clerk
Strey & Suermann, Eisenwaren und Maschinen, Hamm

Expertise/focal areas

Technology and markets, technological and strategic corporate development, stock market and financial market.

Memberships, other positions:

Member of the Supervisory Board of elexis AG

Lecturer at Hamm-Lippstadt University of Applied Sciences

Personal and business relationships under Article 5.4.1 of German Corporate Governance Code

The Supervisory Board assesses that there exist no personal or business relations between Dipl.-Ing. Heinz Harling and the companies of the technotrans Group, the corporate bodies of technotrans SE and other major shareholders of technotrans SE that have a material bearing on the election decision of the Annual General Meeting within the meaning of Article 5.4.1 (5) and (6) of the German Corporate Governance Code.

- b) **Dr. Norbert Bröcker**, lawyer and partner in Hoffmann Liebs Partnerschaft von Rechtsanwälten mbB, resident in Düsseldorf. Dr Bröcker is currently Deputy Chairman of the Supervisory Board of technotrans SE.

Disclosures on Article 5.4.1 (5) and (6) of the German Corporate Governance Code:

Curriculum vitae of Dr. Norbert Bröcker

Supervisory Board member of technotrans SE since 2007

Deputy Supervisory Board Chairman since 2013

Shareholder representative

Member of the Personnel Committee within the Supervisory Board of technotrans SE

Member of the Nominating Committee within the Supervisory Board of technotrans SE

Born: 1967

Nationality: German

Professional background

Since 2000 Partner in the law firm Hoffmann Liebs, Düsseldorf

Since 1997 Lawyer at the law firm Hoffmann Liebs, Düsseldorf

1992 – 1994 Research assistant at the Chair of Civil Law, Civil Procedure, Commercial and Business Law of the University of Trier

Training

2006 Doctorate (Dr. jur.) at the University of Düsseldorf under Professor Dr Ulrich Noack (Subject: Post-Formation, Non-Cash Incorporation and Capital Protection)

1996 Second state examination in law, Düsseldorf

1992 – 1994 Legal internship (including in London, United Kingdom)

1996 First state examination in law, Trier

Expertise/focal areas

Company and capital market law, M&A, consultancy for SMEs (in particular publicly traded), corporate governance

Memberships, other positions:

None

Personal and business relationships under Article 5.4.1 of German Corporate Governance Code

With regard to material personal or business relationships under Article 5.4.1 (5) and (6) of the German Corporate Governance Code between technotrans SE and the companies of the technotrans Group and Dr Norbert Bröcker, it should be observed that Dr Bröcker is partner in the law firm Hoffmann Liebs Partnerschaft von Rechtsanwälten mbB, as presented above. The firm advises technotrans SE on various legal matters. The Supervisory Board of technotrans SE has in the past approved the involvement of Hoffmann Liebs Partnerschaft von Rechtsanwälten as well as the consultancy fees arising. To avoid any conflicts of interest, Dr Bröcker abstained from any such votes in the past. To that extent the careful handling of this business relationship was assured at all times and a conflict of interest within the Supervisory Board was avoided. To protect the interests of the company, this practice is to be continued in the same manner in the event of Dr Bröcker's election to the Supervisory Board.

- c) **Dieter Schäfer**, , industrial consultant for machine tool engineering companies, resident in Steinhagen.

Disclosures on Article 5.4.1 (5) and (6) of the German Corporate Governance Code:

Curriculum vitae of Dieter Schäfer

Supervisory Board member of technotrans SE since 2011

Shareholder representative

Chairman of the Audit Committee within the Supervisory Board of technotrans SE

Member of the Nominating Committee within the Supervisory Board of technotrans SE

Born: 1952

Nationality: German

Professional background

Since 2016 Industrial consultant for machine tool engineering companies

2015 – 2016 Managing Director, DMG MORI Systems GmbH

2013 – 2015 External consultant, DMG Vertriebs- und Service GmbH

2007 – 2013 Chief Representative, Werner & Pfleiderer Lebensmitteltechnik GmbH
Chief Representative, Pfaff AG

2004 – 2006 Member of the Board of Management, IWKA AG

1991 – 2003 Gildemeister AG

1996 – 2003 Member of the Board of Management (Finance & Controlling)

1996 Managing Director of GILDEMEISTER Drehmaschinen GmbH

1996 Managing Director of DECKEL MAHO Pfronten GmbH

1994 Managing Director of DMG Vertriebs GmbH

1991 Head of Corporate Controlling

Training

1973-1978 Studied Business Administration and Mathematics, University of Tübingen

Memberships, other positions:

None

Personal and business relationships under Article 5.4.1 of German Corporate Governance Code

The Supervisory Board assesses that there exist no personal or business relations between Dieter Schäfer and the companies of the technotrans Group, the corporate bodies of technotrans SE and other major shareholders of technotrans SE that have a material bearing on the election decision of the Annual General Meeting within the meaning of Article 5.4.1 (5) and (6) of the German Corporate Governance Code.

d) **Dr. Wolfgang Höper**, entrepreneur, resident in Herleshausen,

Disclosures on Article 5.4.1 (5) and (6) of the German Corporate Governance Code:

Curriculum vitae of Dr. Wolfgang Höper

Supervisory Board member of technotrans SE since 2016

Shareholder representative

Member of the Personnel Committee within the Supervisory Board of technotrans SE

Member of the Audit Committee within the Supervisory Board of technotrans SE

Member of the Nominating Committee within the Supervisory Board of technotrans SE

Born: 1965

Nationality: German

Professional background

Since 2013 Entrepreneur, investments in SMEs

2006 Board of Management, INDUS Holding AG

2004 Member of International Operational Committee and Managing Director for Northern Europe
ANGLO AMERICAN Group plc., Packaging Division

2001 Chairman of the Board (Germany)
ANGLO AMERICAN Group plc., Packaging Division

1999 Head of Division for Mineral Resources, Readymix AG

1995 Regional Director for Mineral Resources, Readymix AG

1991 Assistant to the Board – Cement and Head of Divisional Controlling, Readymix AG

1989 Trainee, Aachener und Münchener Beteiligungs AG

1984 Officer, Federal Armed Forces

Training

2008 Doctorate, Brandenburg Technical University, Cottbus, Faculty of Mathematics,
Natural Sciences and Information Technology

1989 Dipl.-Kfm., term-based studies in Economics and Organisational Studies
Helmut Schmidt University of the Federal Armed Forces, Hamburg

Expertise/focal areas

Mergers & acquisitions, strategic corporate development, change management, corporate financing, international capital markets, internal and external financial reporting. Building materials, building suppliers and automotive supply industry, paper and plastics processing industries, metal, automation, measuring and control technology, healthcare technology.

Memberships, other positions:

Dr. Hahn GmbH & Co. KG, Mönchengladbach, Advisory Board

SchäferRolls GmbH & Co. KG, Renningen, Advisory Board

Personal and business relationships under Article 5.4.1 of German Corporate Governance Code

The Supervisory Board assesses that there exist no personal or business relations between Dr Wolfgang Höper and the companies of the technotrans Group, the corporate bodies of technotrans SE and other major shareholders of technotrans SE that have a material bearing on the election decision of the Annual General Meeting within the meaning of Article 5.4.1 (5) and (6) of the German Corporate Governance Code.

- e) **Andre Peckruhn**, purchasing administrator at technotrans SE, resident in Ahlen.

Disclosures on Article 5.4.1 (5) and (6) of the German Corporate Governance Code:

Curriculum vitae of Andre Peckruhn

Employee representative

Born: 1977
Nationality: German

Professional background

Since 2013 Operational Purchaser, technotrans SE

2000 – 2013 After Sales Service employee in various capacities, technotrans AG

2000 Employee of START Zeitarbeit

1999 – 2000 Employee on internal sales team, Franz Kaldewei GmbH & Co.KG

Training

1997 Training as industrial manager
Franz Kaldewei GmbH & Co.KG

Expertise/focal areas

Supply chain management, SAP Key User MM module, employee rights

Memberships, other positions:

Deputy Works Council Chairman of technotrans SE
Member of Group Works Council and SE Works Council

Personal and business relationships under Article 5.4.1 of German Corporate Governance Code

Setting aside his activity as employee of technotrans SE, the Supervisory Board assesses that there exist no personal or business relations between Andre Peckruhn and the companies of the technotrans Group, the corporate bodies of technotrans SE and other major shareholders of technotrans SE that have a material bearing on the election decision of the Annual General Meeting within the meaning of Article 5.4.1 (5) and (6) of the German Corporate Governance Code.

- f) **Thorbjørn Ringkamp**, Sales Team Leader in back office at gds GmbH, resident in Gütersloh.

Disclosures on Article 5.4.1 (5) and (6) of the German Corporate Governance Code:

Curriculum vitae of Thorbjørn Ringkamp

Employee representative

Born: 1976
Nationality: German

Professional background

Since 2008 Sales Team Leader in back office at gds GmbH, Sassenberg

Until 2008 Management assistant and field service sales employee at ADD GmbH, Gütersloh

Until 2003 Sales employee in back office and field service at Informa Music und Media GmbH, Gütersloh

Training

2006 Qualification as business administrator (BA)
Evening classes as State-Examined Business Administrator
Majoring in Distribution Marketing, at Reinhard Mohn Vocational College, Gütersloh

2003 Evening school with qualification as certified marketing officer
Bielefeld Chamber of Commerce and Industry

1996 Qualification as industrial manager
Marc Aurel Textil GmbH, Gütersloh

Expertise/focal areas

Customer acquisition;
interface between management and sales employees

Memberships, other positions:

None

Personal and business relationships under Article 5.4.1 of German Corporate Governance Code

Setting aside his activity as employee of technotrans SE, the Supervisory Board assesses that there exist no personal or business relations between Thorbjørn Ringkamp and the companies of the technotrans Group, the corporate bodies of technotrans SE and other major shareholders of technotrans SE that have a material bearing on the election decision of the Annual General Meeting within the meaning of Article 5.4.1 (5) and (6) of the German Corporate Governance Code.

Period of office of Supervisory Board members

To assure continuity in the work of the Supervisory Board, including following the new election and departure of individual members, the period of office of the shareholder representatives is to be staggered.

Dipl.-Ing. Heinz Harling is to be elected for the period up until the close of the Annual General Meeting which gives discharge for the fourth financial year from the start of the period of office, not counting the financial year in which the period of office begins; election shall therefore be for the period up until the close of the Annual General Meeting in 2024.

Dr Norbert Bröcker is to be elected for the period up until the close of the Annual General Meeting which gives discharge for the third financial year from the start of the period of office, not counting the financial year in which the period of office begins; election shall therefore be for the period up until the close of the Annual General Meeting in 2023.

Dieter Schäfer is to be elected for the period up until the close of the Annual General Meeting which gives discharge for the second financial year from the start of the period of office, not counting the financial year in which the period of office begins; election shall therefore be for the period up until the close of the Annual General Meeting in 2022.

Dr Wolfgang Höper is to be elected for the period up until the close of the Annual General Meeting which gives discharge for the first financial year from the start of the period of office, not counting the financial year in which the period of office begins; election shall thus be for the period up until the close of the Annual General Meeting in 2021.

In accordance with the Articles of Association and the participation agreement between the employees and the company, the period of office of both employee representatives shall last until the close of the Annual General Meeting which gives discharge for the fourth financial year from the start of the period of office, not counting the financial year in which the period of office begins; the election of both employee representatives shall therefore in each case be for the period up until the close of the Annual General Meeting in 2024.

Pursuant to Article 5.4.3 of the German Corporate Governance Code, we announce that in the event of his re-election Mr Harling is again to be proposed for election as Supervisory Board Chairman.

It is proposed that the election of the Supervisory Board members take the form of election of individuals.

INFORMATION TO OUR SHAREHOLDERS

In order to exercise your rights as shareholder, you must register in good time and order your admission ticket. This admission ticket entitles you to

- ➔ attend the shareholders' meeting yourself and to exercise your right to vote
or
- ➔ delegate another person, a bank or a shareholder association to prepresent you at the shareholders' meeting and to exercise your right to vote
or
- ➔ participate in the voting by giving instructions within the framework of the law and the charter.

Ordering admission tickets

You can directly order your admission ticket using the form that is enclosed with your invitation. Please check whether the number of shares and your address are correct. Please order the admission tickets as early as possible. All shareholders who are recorded in the share register are eligible to participate and vote. If you receive the documents from a bank, then you are not recorded in the share register. Why not ask your bank to register you, so that in future you are directly approached as shareholder and can exercise your respective shareholder rights.

PARTICIPATION IN THE ANNUAL GENERAL MEETING AND EXERCISING OF VOTING RIGHTS

Only those shareholders who are entered on the share ledger of the company and whose registration is received by the company by **Friday, May 3, 2019 (12.00 pm)** at the latest shall be entitled to participate in the Annual General Meeting, exercise voting rights and table motions.

Shareholders will continue to have access to their shares even after registering for the Annual General Meeting. The right to participate and vote will be determined by the number of shares held as entered on the share ledger on the day of the Annual General Meeting. This shall correspond to the number of shares held at the end of the day on which registrations close, because orders for re-registration in the share ledger during the period from May 4, 2019 to May 10, 2019 inclusive will only be processed and recognised with effect from after the Annual General Meeting on May 10, 2019. The technical record date for the exercising of voting rights on the day of the Annual General Meeting is therefore the end (i.e. 12.00 pm) of May 3, 2019.

Shareholders may register with technotrans SE in writing, by telefax or by e-mail at the following address:

technotrans SE

c/o Computershare Operations Center
80249 München
Fax No.: +49 89 30 90 3 74675
e-mail: anmeldestelle@computershare.de

Shareholders shall be sent admission tickets for the Annual General Meeting following receipt of their registration.

Procedure for voting by proxy

Shareholders who are not attending the Annual General Meeting in person may also exercise their right to vote at the Annual General Meeting via proxy, e.g. the custodian bank, an association of shareholders or another person of their choice. In this case, too, they must register in good time. Shareholders will receive an appointment of proxy form that they can use to grant powers of proxy together with their admission ticket.

If no bank, association of shareholders or person enjoying equivalent status pursuant to Section 135 (8) of the German Stock Corporation Act is authorised, the text form shall be required for the granting or revoking of powers of proxy and for furnishing evidence of powers of proxy to the company (Section 126b of German Civil Code). For the granting of powers of proxy to banks, associations of shareholders or persons enjoying equivalent status to them, the proxy shall in each case be consulted on any particularities needing to be observed.

To furnish evidence of powers of proxy, the proxy may present the power of proxy to the admission personnel on the day of the Annual General Meeting. Shareholders and associations of shareholders are requested to use the following address if sending in evidence by post, by fax or by e-mail:

technotrans SE

c/o Computershare Operations Center
80249 München
Fax No.: +49 89 30 90 3 74675
e-mail: anmeldestelle@computershare.de

If evidence is supplied by post, by fax or by e-mail, it must be received by the company by May 7, 2019 inclusive.

We moreover offer to appoint a proxy who is nominated by the company and bound by instructions on behalf of our shareholders. Power of attorney to the proxy nominated by the company shall be issued in text form (Section 126b of German Civil Code) and must always include instructions on how voting rights are to be exercised. In the absence of instructions, powers of proxy shall be invalid. The proxy nominated by the company shall be obliged to vote as instructed.

In order to grant powers of proxy and instructions to the person appointed by the company, shareholders may use the form attached to the admission ticket. The shareholders shall be sent further details of how to grant power of attorney to the proxy appointed by the company together with their admission ticket. Information on granting powers of proxy to the person nominated by the company is also available on the internet at <https://www.technotrans.com/en/investor-relations/shareholders-meeting.html>

When sending in evidence of powers of proxy to the representative by post, by fax or by e-mail, shareholders and associations of shareholders are requested to use the above address to submit evidence of granting powers of proxy to the representative.

Shareholders shall be sent further details and information on participation in the Annual General Meeting, as well as on granting powers of proxy and issuing instructions, together with their admission ticket. Corresponding information can also be found on the company's website at <https://www.technotrans.com/en/investor-relations/shareholders-meeting.html>.

Procedure for postal voting

Shareholders who do not wish to attend the Annual General Meeting in person may also cast their votes by post. Only those shareholders who have registered in time shall be entitled to exercise their voting right by way of postal vote. Postal votes may be cast in writing or electronically and must be received by the company by May 7, 2019 inclusive.

For postal voting in writing, shareholders should use the form printed on the admission ticket and return it to the above address for submitting evidence of powers of proxy.

Shareholders will find further information on postal voting in the registration documents and on the website referred to above.

Live broadcast of the Annual General Meeting on the internet

The opening of the Annual General Meeting by the meeting's chair and the speech by the Chairman of the Board of Management will be broadcast live on the internet. The broadcast will be interrupted for the debate and will then conclude with the voting proceedings and the announcement of the results.

Total number of shares and voting rights at the time of convening of the Annual General Meeting

At the time of convening the Annual General Meeting the company's capital stock amounts to 6,907,665 no par value shares carrying eligibility to participate and vote. The company does not hold any treasury shares at the time of convening.

Rights of shareholders

The shareholders have the following rights, among others, prior to and during the Annual General Meeting:

1. Right to supplement the agenda

Aktionäre, deren Anteile zusammen den zwanzigsten Teil des Grundkapitals (dies entspricht 345.384 Stückaktien) erreichen, können verlangen, dass Gegenstände auf die Tagesordnung gesetzt und bekannt gemacht werden. Jedem neuen Gegenstand muss eine Begründung oder eine Beschlussvorlage beiliegen. Das Verlangen muss der Gesellschaft bis zum Ablauf des 9. April 2019 (24:00 Uhr) unter der nachfolgenden Adresse zugehen:

technotrans SE

- Investor Relations -
Robert-Linnemann-Straße 17
48336 Sassenberg

2. Motions and nominations for election by shareholders

If a shareholder wishes to table counter-motions to a proposal by the Board of Management and Supervisory Board or nominate a candidate for election, these should be submitted to the following address:

technotrans SE

- Investor Relations -
Robert-Linnemann-Straße 17
48336 Sassenberg
Fax No.: +49 2583 301 - 1054
e-mail: hv2019@technotrans.de

Reasons for counter-motions, but not for nominations for election, shall be given. The counter-motions and nominations for election received from shareholders at the following address at least 14 days before the meeting, in other words by no later than the close of April 25, 2019 and to be disclosed, will be published by us on the internet at <https://www.technotrans.com/en/investor-relations/shareholders-meeting.html>. Counter-motions and nominations for election sent to another address or received after the deadline shall not be considered. Any comments by the management shall likewise be published on the internet at the same address.

3. Shareholder's right to information

Every shareholder shall, on request, be given information by the Board of Management at the Annual General Meeting on matters concerning the company, including its legal and business relationships with subsidiaries as well as the position of the Group and the companies included in the Consolidated Financial Statements, to the extent that this information is required to form an objective opinion of a subject on the agenda and no right to refuse information exists.

4. Additional notes

Additional notes on the rights of shareholders can be found on the internet at <https://www.technotrans.com/en/investor-relations/shareholders-meeting.html>.

Information and documents for the Annual General Meeting

The documents on the agenda items to be made available, in particular on item 1, will be sent to shareholders without delay upon request. These documents will also be made available for inspection at the Annual General Meeting. These documents may furthermore be consulted on the company's website at <https://www.technotrans.com/en/investor-relations/shareholders-meeting.html> and downloaded from there.

The information and documents on the Annual General Meeting, and in particular for participation in the Annual General Meeting, postal voting, granting powers of proxy and issuing instructions, can likewise be consulted on the internet at <https://www.technotrans.com/en/investor-relations/shareholders-meeting.html>.

The results of votes shall also be posted on this website after the Annual General Meeting.

Privacy information

On the basis of current data protection laws, the company processes personal data to enable shareholders to participate in the Annual General Meeting as well as exercise their rights associated with the Annual General Meeting.

The company is the data controller. The legal basis for the processing of data is Article 6 (1) sentence 1 letter c of GDPR.

The company commissions various service providers for the purpose of organising the Annual General Meeting. The latter receive from the company only such personal data as is required for providing the service for which it has been commissioned. The service providers process this data exclusively in accordance with the company's instructions. This aside, as provided for by law personal data is made available to the shareholders and shareholder representatives in connection with the Annual General Meeting.

The personal data is saved to comply with legal obligations and then deleted.

Every person whose data is affected at all times shall, subject to the statutory provisions, have the right to information, rectification, restriction, objection and erasure with regard to the processing of their personal data, as well as a right to data portability according to Chapter III of GDPR. These rights may be asserted against the company at no charge via the e-mail address

hv2019@technotrans.de

or by contacting the company at the following address:

technotrans SE

- Investor Relations -
Robert-Linnemann-Straße 17
48336 Sassenberg

In addition, as set out in further detail under Article 77 GDPR there exists a right to complain to the data protection supervisory authority.

The invitation to the Annual General Meeting is published in the Federal Gazette dated March 29, 2019.

Sassenberg, March 2019

technotrans SE

The Board of Management

FINANCIAL CALENDER

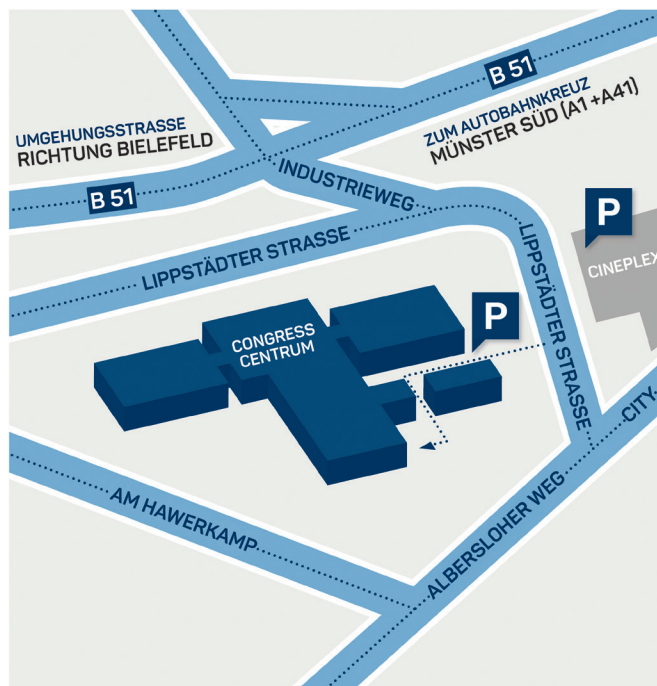
Publication	Date
Quarterly Communication 1-3/2019	May 7, 2019
Annual Shareholders' Meeting 2019	May 10, 2019
Interim Report 1-6/2019	August 6, 2019
Quarterly Communication 1-9/2019	November 5, 2019

Event	
M. M. Warburg Highlights, Hamburg	June 27 - 28, 2019
Berenberg and Goldman Sachs Eighth German Corporate Conference, München	September 23 - 25, 2019
Capital Market Day at the location Baden-Baden	October 10, 2019
German Equity Forum, Frankfurt	November 25 - 27, 2019

DIRECTION

Direction to Exhibition and Congress Centre Münsterland Hall

Albersloher Weg 32
48155 Münster



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