

Voting results of the 33rd Annual General Meeting of RHI AG on May 3, 2012

Agenda item 2:

Resolution on the appropriation of profit

Presence: 191 shareholders with 20,730,015 votes

Number of shares for which valid votes were cast: 20,730,015

Percentage of share capital represented by these votes: 52.06%

Total number of valid votes cast: 20,730,015

Pro: 191 shareholders with 20,730,015 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 3:

Resolution on the discharge of the members of the Management Board for the financial year 2011

Presence: 189 shareholders with 20,710,015 votes

Number of shares for which valid votes were cast: 20,696,669

Percentage of share capital represented by these votes: 51.98%

Total number of valid votes cast: 20,696,669

Pro: 187 shareholders with 20,696,669 votes

Contra: 0 shareholders with 0 votes

Abstentions: 2 shareholders with 13,346 votes

Agenda item 4:

Discharge Cordt

Presence: 187 shareholders with 20,709,355 votes

Number of shares for which valid votes were cast: 20,696,009

Percentage of share capital represented by these votes: 51.98%

Total number of valid votes cast: 20,696,009

Pro: 185 shareholders with 20,696,009 votes

Contra: 0 shareholders with 0 votes

Abstentions: 2 shareholders with 13,346 votes

Agenda item 4:

Discharge Gröller

Presence: 187 shareholders with 20,709,355 votes

Number of shares for which valid votes were cast: 20,696,009

Percentage of share capital represented by these votes: 51.98%

Total number of valid votes cast: 20,696,009

Pro: 185 shareholders with 20,696,009 votes

Contra: 0 shareholders with 0 votes

Abstentions: 2 shareholders with 13,346 votes

Agenda item 4:

Discharge Draxler

Presence: 187 shareholders with 20,709,355 votes

Number of shares for which valid votes were cast: 20,696,009

Percentage of share capital represented by these votes: 51.98%

Total number of valid votes cast: 20,696,009

Pro: 185 shareholders with 20,696,009 votes

Contra: 0 shareholders with 0 votes

Abstentions: 2 shareholders with 13,346 votes

Agenda item 4:

Discharge Gorbach

Presence: 188 shareholders with 20,709,375 votes

Pro: 147 shareholders with 20,682,373 votes

Contra: 38 shareholders with 26,910 votes

Abstentions: 3 shareholders with 92 votes

Number of shares for which valid votes were cast: 20,709,283

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,283

Agenda item 4:

Discharge Peskes

Presence: 188 shareholders with 20,709,375 votes

Number of shares for which valid votes were cast: 20,709,375

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,375

Pro: 188 shareholders with 20,709,375 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 4:

Discharge Sayn-Wittgenstein-Berleburg

Presence: 188 shareholders with 20,709,375 votes

Number of shares for which valid votes were cast: 20,709,375

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,375

Pro: 188 shareholders with 20,709,375 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 4:

Discharge Schlaff

Presence: 188 shareholders with 20,709,375 votes

Number of shares for which valid votes were cast: 20,709,325

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,325

Pro: 156 shareholders with 20,689,391 votes

Contra: 31 shareholders with 19,934 votes

Abstentions: 1 shareholder with 50 votes,

Agenda item 4:

Discharge Kowatsch

Presence: 188 shareholders with 20,709,375 votes

Number of shares for which valid votes were cast: 20,709,375

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,375

Pro: 188 shareholders with 20,709,375 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 4:

Discharge Miedl

Presence: 188 shareholders with 20,709,375 votes

Number of shares for which valid votes were cast: 20,709,375

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,375

Pro: 188 shareholders with 20,709,375 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 4:

Discharge Rabensteiner

Presence: 188 shareholders with 20,709,375 votes

Number of shares for which valid votes were cast: 20,709,375

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,375

Pro: 188 shareholders with 20,709,375 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 4:

Discharge Reiter

Presence: 188 shareholders with 20,709,375 votes

Number of shares for which valid votes were cast: 20,709,375

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,709,375

Pro: 188 shareholders with 20,709,375 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 5:

Election of the auditor of the annual financial statements and consolidated financial statements for the financial year 2012

Presence: 181 shareholders with 20,708,049 votes

Number of shares for which valid votes were cast: 20,694,703

Percentage of share capital represented by these votes: 51.97%

Total number of valid votes cast: 20,694,703

Pro: 179 shareholders with 20,694,703 votes

Contra: 0 shareholders with 0 votes

Abstentions: 2 shareholders with 13,346 votes

Agenda item 6:

Resolution on remuneration of the Supervisory Board members for the financial year 2011

Presence: 181 shareholders with 20,708,049 votes

Number of shares for which valid votes were cast: 20,708,049

Percentage of share capital represented by these votes: 52.01%

Total number of valid votes cast: 20,708,049

Pro: 181 shareholders with 20,708,049 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 7:

Expansion of the Supervisory Board by one member

Presence: 178 shareholders with 20,706,299 votes

Number of shares for which valid votes were cast: 20,705,533

Percentage of share capital represented by these votes: 52.00%

Total number of valid votes cast: 20,705,533

Pro: 164 shareholders with 20,621,138 votes

Contra: 11 shareholders with 84,395 votes

Abstentions: 3 shareholders with 766 votes

Agenda item 7:

Election Peskes

Presence: 179 shareholders with 20,705,329 votes

Number of shares for which valid votes were cast: 20,705,179

Percentage of share capital represented by these votes: 52.00%

Total number of valid votes cast: 20,705,179

Pro: 159 shareholders with 20,606,181 votes

Contra: 18 shareholders with 98,998 votes

Abstentions: 2 shareholders with 150 votes

Agenda item 7:

Election Prinz zu Sayn-Wittgenstein-Berleburg

Presence: 179 shareholders with 20,704,799 votes

Number of shares for which valid votes were cast: 20,704,649

Percentage of share capital represented by these votes: 52.00%

Total number of valid votes cast: 20,704,649

Pro: 154 shareholders with 20,535,405 votes

Contra: 23 shareholders with 169,244 votes

Abstentions: 2 shareholders with 150 votes

Agenda item 7:

Election Rutenstorfer

Presence: 180 shareholders with 20,705,004 votes

Number of shares for which valid votes were cast: 20,704,138

Percentage of share capital represented by these votes: 52.00%

Total number of valid votes cast: 20,704,138

Pro: 165 shareholders with 20,614,813 votes

Contra: 11 shareholders with 89,325 votes

Abstentions: 4 shareholders with 866 votes

Agenda item 8:

Resolution on the authorization of the company to acquire treasury shares in accordance with § 65 para. 1 (4) AktG (continuation of the employee stock option plan 4+1),

Presence: 175 shareholders with 20,698,488 votes

Number of shares for which valid votes were cast: 20,698,488

Percentage of share capital represented by these votes: 51.98%

Total number of valid votes cast: 20,698,488

Pro: 175 shareholders with 20,698,488 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes

Agenda item 9:

Resolution on amendments to the articles of association

Presence: 175 shareholders with 20,698,488 votes

Number of shares for which valid votes were cast: 20,698,488

Percentage of share capital represented by these votes: 51.98%

Total number of valid votes cast: 20,698,488

Pro: 175 shareholders with 20,698,488 votes

Contra: 0 shareholders with 0 votes

Abstentions: 0 shareholders with 0 votes