

**Rosenbauer International AG  
Leonding, FN 78543 f**

**Resolutions Proposed by the Executive Board and Supervisory  
Board for the  
23<sup>rd</sup> Annual General Meeting  
May 21, 2015**

- 1. Presentation of the annual financial statements including the management report, the proposal for the appropriation of profits, the corporate governance report, the consolidated financial statements including the Group management report and the Supervisory Board report for the 2014 financial year**

No resolution is required for this agenda item.

- 2. Resolution on the appropriation of net retained profits**

The Executive Board and Supervisory Board propose the following appropriation of the net retained profits reported for the 2014 financial year in the amount of € 8,315,864.79:

- Distribution of a dividend of € 1.20 (2013: € 1.20) per share (i.e. € 8,160,000 for 6,800,000 no-par value shares)
- The remaining amount of € 155,864.79 to be carried forward to new account.

The dividend payment date is May 29, 2015.

- 3. Resolution to discharge the members of the Executive Board for the 2014 financial year**

The Executive Board and Supervisory Board propose a resolution to discharge the members of the Executive Board incumbent in the 2014 financial year for this period.

- 4. Resolution to discharge the members of the Supervisory Board for the 2014 financial year**

The Executive Board and Supervisory Board propose a resolution to discharge the members of the Supervisory Board incumbent in the 2014 financial year for this period.

**5. Election of the auditor and Group auditor for the 2015 financial year**

The Supervisory Board proposes that Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna, be appointed as auditor and Group auditor for the financial year from January 1, 2015 through December 31, 2015.

Leonding, April 2015

The Executive Board/The Supervisory Board