

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

**Resolutions Proposed by the Executive Board and Supervisory Board
for the
26th Ordinary Annual General Meeting on
May 18, 2018**

- 1. Submission of the annual financial statements with the management report, the proposal for the appropriation of profits, the corporate governance report, the consolidated financial statements with the Group management report and the report of the Supervisory Board for the 2017 financial year**

Since the submission of the documents named above is only for the information of attendees at the Annual General Meeting, there will be no resolution on this agenda item.

The 2017 annual financial statements have already been endorsed by the Supervisory Board, and thus adopted.

- 2. Resolution for the appropriation of profits**

The Executive Board and Supervisory Board propose appropriating the profits of EUR 6,926,110.35 reported in the approved annual financial statements dated December 31, 2017, as follows:

- (i) Distribution of a dividend of EUR 1.00 (2016: EUR 1.20) for each no-par value share entitled to a dividend
That is, the total amount of the dividend: EUR 6,800,000.00
- (ii) Carry over the remaining amount of EUR 126,110.35
to a new account

The dividend will be paid out on May 28, 2018.

- 3. Resolution for official approval of the actions of the members of the Executive Board for the 2017 financial year**

The Executive Board and Supervisory Board propose granting official approval to the members of the Executive Board in office during the 2017 financial year for their actions during that period.

4. Resolution for official approval of the actions of the members of the Supervisory Board for the 2017 financial year

The Executive Board and Supervisory Board propose granting official approval to the members of the Supervisory Board in office during the 2017 financial year for their actions during that period.

5. Selection of the auditor and Group auditor for the 2018 financial year

Based on the recommendation of the Audit Committee, the Supervisory Board resolved to propose that the Annual General Meeting appoint Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna, as auditor and Group auditor for the financial year from January 1, 2018 through December 31, 2018.

The Supervisory Board proposes appointing Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Vienna, as auditor and Group auditor for the financial year from January 1, 2018 through December 31, 2018.

6. Election of a member to the Supervisory Board

The term of office of Dr. Alfred Hutterer ends at the end of the Annual General Meeting on May 18, 2018.

In accordance with the §9 Sect. 2 of the Articles of Association, the Supervisory Board consists of four members elected by the Annual General Meeting as well as two employee representatives delegated pursuant to the provisions of the *Arbeitsverfassungsgesetz* (Austrian Labor Constitution Act).

Thus far, the Supervisory Board has consisted of four members elected by the Annual General Meeting. Therefore, the provisions under §86 Sect. 7 of the *Aktiengesetz* (AktG – Austrian Stock Corporation Act) do not apply to Rosenbauer International AG.

At the forthcoming Annual General Meeting, it would now be necessary to elect a member in order to reach that number again.

The Supervisory Board proposes electing Martin Zehnder, born on August 18, 1967, to the Supervisory Board with effect from the end of this Annual General Meeting until the end of the Annual General Meeting at which a resolution to grant official approval of his actions for the fourth financial year after the election, not including the current financial year. In the event that the present reporting period to December 31 is retained, the term of office of the Supervisory Board member to be elected would expire at the end of the Annual General Meeting to resolve official approval of his actions for the 2022 financial year.

Martin Zehnder has submitted a statement in accordance with §87 Sect.2 of the AktG that has also been made available on the company's website.

For the purpose of voting, the Annual General Meeting is bound by nominations in the following manner. Nominations for the election of Supervisory Board members including statements in accordance with §87 Sect. 2 of the AktG for each nominated person must be made available on the company's website by **May 11, 2018**, at the latest, failing which the person concerned may not be included in the voting. This also applies to shareholders nominated in accordance with §110 of the AktG, which must be received by the company in written form by no later than **May 8, 2018**. The company refers to the "Information on the Rights of Shareholders under §§109, 110, 118, and 119 of the AktG and Resolutions Proposed by Shareholders under §110 of the AktG" concerning the details of and conditions for consideration of such nominations.

Leonding, April 2018
The Executive Board / The Supervisory Board