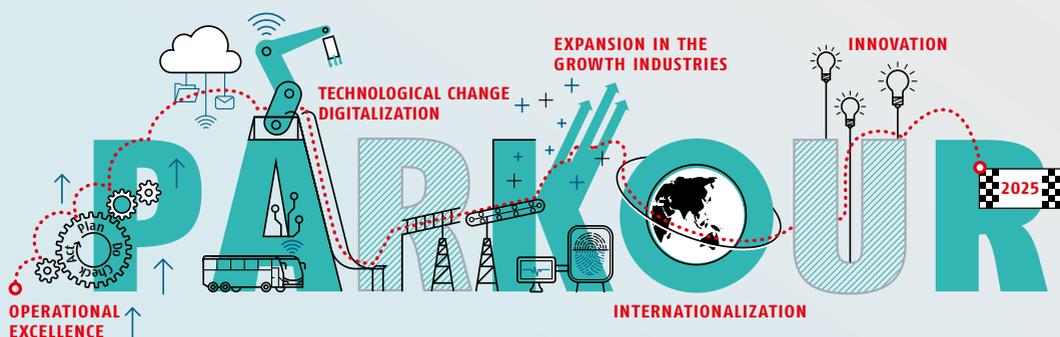


INVITATION TO THE ANNUAL SHAREHOLDERS' MEETING

INDUS HOLDING
AKTIENGESELLSCHAFT

BERGISCH GLADBACH,
GERMANY



WKN 620 010/ISIN DE0006200108

[INDUS]

KEY FIGURES

2018

in EUR million	2018	2017
Sales	1,710.8	1,640.6
EBITDA	218.4	215.3
EBIT before impairment	150.8	152.9
EBIT margin before impairment (in %)	8.8	9.3
Impairments*	-16.1	0.0
EBIT after impairment	134.7	152.9
EBIT margin after impairment (in %)	7.9	9.3
Group net income for the year	71.2	83.1
Operating cash flow	96.0	145.0
Cash flow from operating activities	74.7	124.0
Cash flow from investing activities	-98.3	-110.0
Cash flow from financing activities	-2.8	-3.9
Earnings per share (in EUR)	2.90	3.37
Dividend per share (in EUR)	1.50**	1.50
	<u>DEC. 31, 2018</u>	<u>DEC. 31, 2017</u>
Total assets	1,720.0	1,653.2
Equity	709.8	673.8
Equity ratio in %	41.3	40.8
Net debt	482.8	398.9
Cash and cash equivalents	109.6	135.9
Equity of INDUS Holding AG	893.5	855.6
Equity ratio INDUS Holding AG (in %)	57.6	59.0
Portfolio companies (number as of Dec. 31)	45	45

* Impairments on goodwill and property, plant and equipment.

** Subject to approval at ASM on May 29, 2019.

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**INDUS HOLDING
AKTIENGESELLSCHAFT**

**BERGISCH GLADBACH,
GERMANY**

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We hereby invite our shareholders to the 28th Annual Shareholders' Meeting, which will take place on Wednesday, May 29, 2019, at 10:30 (CEST) in the Rheinsaal on the second floor of Congress Centrum Nord Koelnmesse, Deutz-Mülheimer Strasse 111, 50679 Cologne, Germany.

AGENDA

1
Presentation of the approved annual financial statements and approved consolidated financial statements, each as of December 31, 2018, and of the combined management report for INDUS Holding Aktiengesellschaft and the Group, along with the Board of Management's explanatory report on the disclosures pursuant to Section 289a (1) and Section 315a (1) of the German Commercial Code (HGB) and the Supervisory Board's report, as well as the separate non-financial group management report, each for the financial year from January 1, 2018 to December 31, 2018.

The aforementioned documents will be available on the Internet at www.indus.de/en/investor-relations/annual-shareholders-meeting beginning on the date on which the Annual Shareholders' Meeting is convened.

2
Resolution on the appropriation of distributable profit for the 2018 fiscal year

The Board of Management and Supervisory Board propose to appropriate the balance sheet profit for the 2018 fiscal year in the amount of EUR 76,345,600.07 as follows:

Payment of a dividend of EUR 1.50 per dividend-bearing share (24,450,509):	EUR 36,675,763.50
Transfer to other retained earnings:	EUR 38,000,000.00
Profit carried forward:	EUR 1,669,836.57
	<hr/>
Balance sheet profit:	EUR 76,345,600.07

The dividend will be paid on Tuesday, June 4, 2019.

3
Resolution on the ratification of the actions of the members of the Board of Management for the 2018 fiscal year

The Board of Management and the Supervisory Board propose that the actions of the members of the Board of Management be ratified.

4
Resolution on the ratification of the actions of the members of the Supervisory Board for the 2018 fiscal year

The Board of Management and the Supervisory Board propose that the actions of the members of the Supervisory Board be ratified.

5
Election of the auditor of the separate and consolidated financial statements for the 2019 fiscal year

On the basis of the recommendation of the Audit Committee, the Supervisory Board proposes electing Ebner Stolz GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Cologne, as the external auditor for the company and the Group for the 2019 fiscal year.

6
Resolution on the cancellation of the existing Authorized Capital 2014 and creation of new Authorized Capital 2019 and a corresponding amendment to the Articles of Incorporation

With capital stock of EUR 63,571,323.62, the company currently has authorized capital of EUR 31,785,660.51. The corresponding authorization set out in Section 6 of the Articles of Incorporation is limited until June 10, 2019. There is no further authorized capital. In order to give the company the greatest possible degree of flexibility in the

future, too, the intention is to create new Authorized Capital 2019 to replace the existing Authorized Capital 2014 in full.

The Board of Management and the Supervisory Board propose that the following resolution be passed:

The existing Authorized Capital 2014 will be canceled.

The Board of Management is authorized, with the Supervisory Board's approval, to increase the company's capital stock in the period up until May 28, 2024, once or in several installments, by a total of up to EUR 31,785,660.51 in return for cash and/or non-cash contributions (including mixed non-cash contributions) by issuing up to 12,225,254 new registered no-par value shares (Authorized Capital 2019) and, in doing so, to set a start date for profit sharing that deviates from that set out by law, also with retroactive effect from a fiscal year that has already passed insofar as no resolution has been passed as yet on the profit for this fiscal year that has already passed. Shareholders will generally be given subscription rights. The new shares can also be acquired by one or several financial institutions specified by the Board of Management provided that such institutions undertake to offer them to the shareholders (indirect subscription rights).

However, the Board of Management is authorized, with the Supervisory Board's approval, to exclude shareholders' statutory subscription rights in the following cases:

- to avoid fractional amounts;
- in the event of a capital increase through cash contributions, if the issue price of the new shares issued excluding subscription rights pursuant to Section 186 (3) sentence 4 of the German

Stock Corporation Act (AktG) is not significantly below the stock market price and the aggregate number of the new shares issued excluding subscription rights pursuant to Section 186 (3) sentence 4 AktG does not exceed 10% of the capital stock, neither at the time at which this authorization takes effect nor at the time at which this authorization is exercised. Shares that were sold or issued, or are to be issued, on the basis of other authorizations during the term of this authorization, in direct application or in application mutatis mutandis of Section 186 (3) sentence 4 AktG excluding subscription rights, shall count towards this limit;

- in cases involving a capital increase through non-cash contributions, in particular for the purposes of acquiring a company, company divisions, investing in a company or other material operating resources; and
- to grant the holders of conversion or option rights relating to shares in the company/corresponding conversion or option obligations a subscription right, to offset dilutions, to the extent that would be available to them as shareholders following their exercise of these rights/fulfillment of these obligations.

The aggregate number of shares issued, and to be issued, excluding subscription rights on the basis of one of these authorizations must not exceed 10% of the capital stock at the time at which this authorization is exercised; shares that were sold or issued, or are to be issued, on the basis of other authorizations during the term of this authorization, excluding subscription rights, shall count towards this limit.

The Board of Management is authorized, with the Supervisory Board's approval, to decide on the further details of the capital increase and its implementation, in particular on the content of the share rights and the terms and conditions of the share

issue, including the issue amount. The Supervisory Board is authorized to amend the version of the Articles of Incorporation in accordance with the scope of the capital increase using authorized capital in question.

Section 6 of the Articles of Incorporation is replaced in full by the following provision:

“Section 6 Authorized Capital

1. The Board of Management is authorized, with the Supervisory Board's approval, to increase the company's capital stock in the period up until May 28, 2024, once or in several installments, by a total of up to EUR 31,785,660.51 in return for cash and/or non-cash contributions (including mixed non-cash contributions) by issuing up to 12,225,254 new registered no-par value shares (Authorized Capital 2019) and, in doing so, to set a start date for profit sharing that deviates from that set out by law, also with retroactive effect from a fiscal year that has already passed insofar as no resolution has been passed as yet on the profit for this fiscal year that has already passed. Shareholders will generally be given subscription rights. The new shares can also be acquired by one or several financial institutions specified by the Board of Management provided that such institutions undertake to offer them to the shareholders (indirect subscription rights). However, the Board of Management is authorized, with the Supervisory Board's approval, to exclude shareholders' statutory subscription rights in the following cases:
 - to avoid fractional amounts;
 - in the event of a capital increase through cash contributions, if the issue price of the new shares issued excluding subscription rights pursuant to Section 186 (3) sentence 4 of the German Stock Corporation Act (AktG) is not significantly below the stock market price and the aggregate number of the new shares issued excluding subscription rights pursuant to Section 186 (3) sentence 4 AktG does not exceed 10% of the capital stock, neither at the time at which this authorization takes effect nor at the time at which this authorization is exercised. Shares that were sold or issued, or are to be issued, on the basis of other authorizations during the term of this authorization, in direct application or in application mutatis mutandis of Section 186 (3) sentence 4 AktG excluding subscription rights, shall count towards this limit;
 - in cases involving a capital increase through non-cash contributions, in particular for the purposes of acquiring a company, company divisions, investing in a company or other material operating resources; and
 - to grant the holders of conversion or option rights relating to shares in the company/corresponding conversion or option obligations a subscription right, to offset dilutions, to the extent that would be available to them as shareholders following their exercise of these rights/fulfillment of these obligations.
2. The aggregate number of shares issued, and to be issued, excluding subscription rights on the basis of one of these authorizations must not exceed 10% of the capital stock at the time at which this authorization is exercised; shares that were sold or issued, or are to be issued, on the basis of other authorizations during the term of this authorization, excluding subscription rights, shall count towards this limit.
3. The Board of Management is authorized, with the Supervisory Board's approval, to decide on the additional details of the capital increase and its implementation, in particular on the content of the share rights and the terms and conditions of the share issue, including the issue amount.

4. The Supervisory Board is authorized to amend the version of the Articles of Incorporation in accordance with the scope of the capital increase using authorized capital in question.”

Written report of the Board of Management on Agenda Item 6 pursuant to Section 203 (2) sentence 2 and Section 186 (4) sentence 2 AktG concerning the reasons for authorizing the Board of Management to exclude shareholders’ subscription rights when utilizing the Authorized Capital 2019:

The Authorized Capital 2019 is designed to allow the company to take fast and flexible action and to put the Board of Management in a position, with the Supervisory Board’s approval, to react better to short-term changes in financing requirements to facilitate the implementation of strategic decisions and to preserve the company’s ability to react to market conditions while protecting its share price.

If the Authorized Capital 2019 is utilized, shareholders generally have subscription rights in cases involving cash capital increases. The proposed authorization, however, allows the Board of Management to exclude subscription rights for fractional amounts with the Supervisory Board’s approval. This sort of exclusion of subscription rights for fractional amounts, which makes sense and is consistent with standard market practice, allows the company to utilize the authorization in rounded amounts, making it easier to process. The potential dilution effect for shareholders is minimal as the exclusion of subscription rights is limited to fractional amounts.

In addition, the Board of Management is to be authorized, with the Supervisory Board’s approval, to exclude shareholders’ subscription rights in cases involving cash capital increases if the new shares are issued at an amount that is not significantly below

the stock market price of those shares in the company that are already authorized. When setting the issue price, the management will endeavor – taking current market conditions into account – to keep any discount as against the stock market price at a minimum. This option to exclude subscription rights is designed to allow the management to exploit favorable short-term stock market situations and market opportunities and, by setting prices that are close to the market level, to achieve the highest possible issue amount and, as a result, strengthen the company’s own funds to the greatest possible degree. Due to the opportunity to take faster action, this sort of capital increase tends, based on experience, to lead to a higher inflow of funds than a comparable capital increase that includes shareholders’ subscription rights. As a result, it is in the recognized best interests of the company and its shareholders. Although this reduces the relative participation ratio and the relative share in the voting rights attributable to the existing shareholders, shareholders who wish to maintain their relative participation ratio and their relative share in the voting rights have the option of acquiring the required number of shares via the stock exchange.

This option of excluding subscription rights is limited to a maximum of 10% of the capital stock. Shares that were sold or issued, or are to be issued, on the basis of other authorizations during the term of this authorization, in direct application or in application *mutatis mutandis* of Section 186 (3) sentence 4 AktG excluding subscription rights, shall count towards this limit.

Furthermore, within the context of the Authorized Capital 2019, the Board of Management is to be authorized, with the Supervisory Board’s approval, to exclude shareholders’ subscription rights in cases involving capital increases through non-cash contributions in order to grant shares for the purposes of acquiring companies, company divisions,

equity investments in companies or other material operating resources. This authorization to exclude subscription rights is designed to facilitate a corresponding acquisition in return for the granting of shares in the company, too. The company is operating in a global competitive environment. It must be in a position to take fast and flexible action on the national and international markets at all times in the interests of its shareholders. This also includes, in particular, the option of acquiring companies, company divisions, equity investments in companies or other material operating resources in order to improve its competitive position. Practical experience has shown that the owners of attractive acquisition targets often demand access to shares carrying voting rights in the acquiring company as consideration for a sale. In order to ensure that the company can also acquire companies like these, it must have the option of granting treasury shares as consideration. It is true that the exclusion of subscription rights reduces the relative participation ratio and the relative share in the voting rights attributable to the existing shareholders. If unlimited subscription rights were granted, however, it would not be possible to acquire companies, company divisions, equity investments in companies or other material operating resources in return for the granting of shares, and nor would it be possible to achieve the advantages that the acquisition was intended to achieve for the company and its shareholders. The Board of Management will perform careful case-by-case checks to determine whether this sort of acquisition, in return for the granting of shares, is in the recognized interests of the company. The Supervisory Board will only grant its necessary approval if this condition is met.

In addition, the Board of Management is to be authorized to exclude shareholders' subscription rights to grant the holders of warrants/bonds carrying conversion or option rights a subscription

right to the extent that would be available to them as shareholders following their exercise of a conversion or option right or the fulfillment of a conversion or option obligation; the company has not issued any warrants or bonds carrying conversion or option rights at present. The Annual Shareholders' Meeting held on May 24, 2018, however, authorized the Board of Management to issue bonds carrying option and/or conversion rights.

The aggregate number of shares issued, and to be issued, excluding shareholders' subscription rights on the basis of one of these authorizations must not exceed 10% of the capital stock at the time at which this authorization is exercised; shares that were sold or issued, or are to be issued, on the basis of other authorizations during the term of this authorization, excluding subscription rights, shall count towards this limit.

Taking all of these circumstances into account, the Board of Management and the Supervisory Board believe that the exclusion of shareholders' subscription rights in the cases referred to above is objectively justified and appropriate for the reasons set out above, also taking into account the dilution effects at the shareholders' expense.

The Board of Management will report to the Annual Shareholders' Meeting on each utilization of the Authorized Capital 2019.

Bergisch Gladbach, April 2019
INDUS Holding Aktiengesellschaft
The Board of Management

Total number of shares and voting rights on the date on which the Annual Shareholders' Meeting is convened

The capital stock of INDUS Holding AG in the amount of EUR 63,571,323.62 is divided into 24,450,509 registered no-par value shares at the time of this convocation notice. All issued shares carry voting rights and confer one vote.

The company does not hold any treasury shares. There are no different shares classes.

Conditions for attendance at the Annual Shareholders' Meeting and for exercise of voting rights

REGISTRATION

Only those shareholders are entitled to attend the Annual Shareholders' Meeting and exercise their voting rights therein who register in a timely manner according to the following explanatory instructions and verify that they are entitled to attendance and exercise of their voting rights at the Annual Shareholders' Meeting.

The proof of shareholding must relate to the beginning of the twenty-first day before the Annual Shareholders' Meeting, i.e. Wednesday, **May 8, 2019**, 0:00 (CEST) – referred to as the **“Record Date”**. Proof of shareholdings drawn up in written or electronic form (“Textform” pursuant to Section 126b of the German Civil Code (BGB)) is required and sufficient; an equivalent confirmation issued by an institution authorized to hold securities in safe custody, in particular the institution maintaining the individual's securities account, is sufficient for this purpose. The confirmation must be written in German or English.

The **registration** and the proof of shareholdings must be received by the company no later than Wednesday, **May 22, 2019**, 24:00 (CEST) at the following address of the entity authorized to receive notices for the company

INDUS Holding AG
c/o C-HV AG
Gewerbepark 10
92289 Ursensollen
Germany

Fax: +49 (0) 9628 92 99 871
Email: hv@anmeldestelle.net

Importance of the record date

For attendance at the Annual Shareholders' Meeting and the exercise of voting rights, only those who have produced proof of their shareholdings by the record date will be considered shareholders in the company. Eligibility for attendance and the extent of voting rights will be based on the shareholder's shareholding on the record date. It will still be possible to sell all or part of one's shareholding after the record date, i.e. the record date will not result in a ban on its sale. A sale after the record date has no effect on one's right to attend the Annual Shareholders' Meeting or on one's voting rights or the extent thereof. Persons who own no shares on the record date and become shareholders in the company only after the record date are eligible neither to attend nor to vote.

The record date has no effect on entitlements to dividends.

Once the registration and proof of shareholding are timely received by the company, shareholders will be sent entry tickets for the Annual Shareholders' Meeting. These will serve as the shareholders' identification for attendance and exercise of their voting rights. To ensure that the entry tickets are received on time, we ask that shareholders be sure to send the company their registrations and proof of shareholding early. The forwarding of communications pursuant to Section 125 AktG is also permitted in paper form.

Procedure for casting votes by mail

Shareholders who do not attend the Annual Shareholders' Meeting in person may cast their votes by ballot through the mail. The form printed on the entry ticket is provided for this purpose. There is also a form on the company's website at www.indus.de/en/investor-relations/annual-shareholders-meeting that can be downloaded and used to cast a vote by mail.

Mail-in votes must be sent at the latest by Tuesday, **May 28, 2019**, 8:00 (CEST) to the address, fax number or e-mail address specified above in the "Registration" section (the time of receipt is authoritative). The Internet-based proxy and voting system can be used as an alternative (see below).

Shareholders will receive additional information on voting by mail, along with their entry tickets to the Annual Shareholders' Meeting, once they have registered within the time limit.

Procedure for voting through proxies

Shareholders who do not attend the Annual Shareholders' Meeting in person may, with the appropriate delegation of authority, exercise their voting rights and other rights at the Annual Shareholders' Meeting through a proxy, a financial institution, or an association of shareholders. Timely registration and proof of shareholding are still required in such a case. To give a proxy, a statement of proxy may be issued either to the party to be granted it or to the company. The proxy may be granted even after the shareholder registers for the Annual Shareholders' Meeting. The forms that are sent to shareholders once they have properly registered can be used to grant a proxy. A proxy form is also available for download from the company's website at www.indus.de/en/investor-relations/annual-shareholders-meeting.

If the proxy is not granted to a financial institution, a shareholder association, or persons or institutions that are deemed to be of equivalent status to them according to Section 135 (8) or Section 135 (10) in conjunction with Section 125 (5) AktG, then the grant of proxy, its revocation, and the proof of proxy to be presented to the company must be in written or electronic form (Section 126b BGB).

The company's Articles of Incorporation do not contain any guidelines on the granting of a proxy to financial institutions, shareholder associations, or persons or institutions that are deemed to be of equivalent status to them according to Section 135 (8) and Section 135 (10) in conjunction with Section 125 (5) AktG. The law merely requires that the intended proxy holders record their proxies in verifiable form. If a proxy is to be granted to a financial institution, a shareholder association, or another institution or person mentioned in Section 135 AktG, it is possible that the institutions or persons to be granted the proxy may request a special form of proxy. Should a shareholder wish to grant a proxy to a financial institution, a shareholder association, or another of the institutions or persons mentioned in Section 135 AktG, it is strongly advised that the shareholder confer with such institutions or persons on the form of the proxy.

The necessary proof of authorization must be presented by the proxies either on the day of the Annual Shareholders' Meeting, or in advance to the company at the latest by Tuesday, **May 28, 2019**, 8:00 (CEST) using the address, fax number or email address specified above in the "Registration" section. The Internet-based proxy and voting system can be used as an alternative (see below).

Voting through company-appointed proxies

The company offers its shareholders the option of delegating exercise of their voting rights, even before the Annual Shareholders' Meeting, to proxies who are appointed by the company but bound by the shareholders' instructions. When proxies appointed by the company are so authorized, they must be instructed in all instances as to how the voting rights delegated to them are to be exercised. Without such instructions, the authorization is invalid. The proxies are obliged to vote as instructed. Please note that a proxy cannot accept instructions to make requests to speak, to raise objections, to ask questions, or to make motions, and that the proxy is also not available to vote on procedural motions or unannounced motions from shareholders.

A form for authorizing and instructing a company-appointed proxy will be sent to the shareholders with their entry tickets and is also available for download from the Internet at www.indus.de/en/investor-relations/annual-shareholders-meeting. Even when a proxy appointed by the company is so authorized, the granting of proxy, its revocation, and the proof of proxy to be presented to the company must be in text form. The authorizations and instructions must be sent, together with the entry ticket to the Annual Shareholders' Meeting, at the latest by Tuesday, **May 28, 2019**, 8:00 (CEST) to the address, fax number or email address specified above in the "Registration" section (the time of receipt is authoritative). The Internet-based proxy and voting system can be used as an alternative (see below). As an alternative to delivery of the statement of proxy and the proxy's instructions in advance, the statement and instructions may be also be given to the proxy during the Annual Shareholders' Meeting.

If a shareholder grants a proxy to more than one person, the company is entitled to turn away one or more of those persons.

Shareholders will receive further information on voting by proxy along with their entry tickets.

Use of the Internet-based proxy and voting system

You can also issue authorizations and instructions to the proxies nominated by the company, as well as authorizations to third parties, via our Internet-based proxy and voting system on the website at www.indus.de/en/investor-relations/annual-shareholders-meeting. You may also use the website to cast postal votes.

The Internet-based proxy and voting system can be used until Tuesday, **May 28, 2019**, 8:00 (CEST) using the aforementioned access details.

Information on our Internet-based proxy and voting system can be found on our information sheet available at www.indus.de/en/investor-relations/annual-shareholders-meeting.

Shareholders' rights under Section 122 (2), Section 126 (1), Section 127, Section 131 (1) AktG

1

ADDITIONS TO THE AGENDA, SECTION 122 (2) AKTG

A shareholder demand to place items on the agenda and to announce these (Section 122 (2) AktG) must be received by the company at least 30 days before the meeting, i.e. at the latest by Sunday, **April 28, 2019**, 24:00 (CEST). The request must be sent to the following address:

INDUS Holding AG

– Board of Management –

Kölner Straße 32

51429 Bergisch Gladbach

Germany

Email: investor.relations@indus.de

2

COUNTERMOTIONS AND NOMINATIONS BY SHAREHOLDERS, SECTION 126 (1), SECTION 127 AKTG

Counter motions submitted by shareholders in response to the proposals of the Board of Management and/or Supervisory Board in respect of specific agenda items and election proposals submitted by shareholders for the election of members of the Supervisory Board or external auditors that are to be announced ahead of the Annual Shareholders' Meeting must be sent to the address, fax number or email address specified above in the "Registration" section.

The company shall make such counter motions and election proposals available without delay at www.indus.de/en/investor-relations/annual-shareholders-meeting, provided that these have been received by the company at least 14 days before the Annual Shareholders' Meeting, i.e. at the latest by Tuesday, **May 14, 2019**, 24:00 (CEST) and the other preconditions for a corresponding publication

obligation pursuant to Section 126 AktG and Section 127 AktG are fulfilled. We wish to point out that countermotions or nominations at the Annual Shareholders' Meeting receive consideration only if they are made or submitted therein.

3

THE SHAREHOLDER'S RIGHT TO INFORMATION, SECTION 131 (1) AKTG

At the Annual Shareholders' Meeting each shareholder or shareholder representative shall be entitled to demand information (Section 131 (1) AktG). Pursuant to this, the Board of Management shall be required upon corresponding request to provide information about matters concerning the company at the Annual Shareholders' Meeting, insofar as this is required for the proper assessment of an agenda item.

4

FURTHER EXPLANATORY NOTES

Further explanatory notes concerning the shareholders' rights referred to above in accordance with Section 122 (2), Section 126 (1), Section 127 and Section 131 (1) AktG can be viewed or downloaded on the company's website at www.indus.de/en/investor-relations/annual-shareholders-meeting.

Information and documents concerning the Annual Shareholders' Meeting, published notices on the company's website

This notice of convocation for the Annual Shareholders' Meeting, the documents to be made available to the meeting, any motions by shareholders and other information (including on postal votes and proxy voting) can be viewed or downloaded on the company's website at www.indus.de/en/investor-relations/annual-shareholders-meeting. All documents to be made available to the Annual Shareholders' Meeting will be available there as

well. As an additional service, INDUS Holding Aktiengesellschaft also offers its shareholders the opportunity to request that a copy of the aforementioned documents be sent to them free of charge.

Pursuant to Section 21 (6) of the Articles of Incorporation, the Board of Management permits communications pursuant to Section 125 AktG to be sent in paper form, and also authorizes financial institutions to send communications in paper form.

Privacy protection information

New privacy protection regulations have applied across Europe since May 25, 2018. You can find information on the processing of personal data in connection with our Annual Shareholders' Meeting on the company's website at www.indus.de/en/investor-relations/annual-shareholders-meeting.

Bergisch Gladbach, April 2019
The Board of Management

INFORMATION ON THE INTERNET

You will find special information about the company's shares and the earnings performance of INDUS Holding AG on our website at www.indus.de/en under the heading Investor Relations. Annual and interim reports of INDUS Holding AG can be accessed there as well. You will

also find the latest news, presentations, summaries of performance indicators, market price information and additional services on the website.

www.indus.de/en/investor-relations

FINANCIAL CALENDAR

DATE	EVENT
May 14, 2019	Interim report Q1 2019
May 29, 2019	Annual Shareholders' Meeting 2019, Cologne
August 13, 2019	Interim report Q2/H1 2019
November 14, 2019	Interim report Q3 2019

DIRECTIONS

By car: please follow the green signposts towards "Koelnmesse". These will guide you into the area around the exhibition centre and the car parks provided close to the Congress Centre North.

By rail: when arriving at "Köln Messe/Deutz" you can reach the Congress Centre North on foot (approx. 1,000 m) by following the signposts.

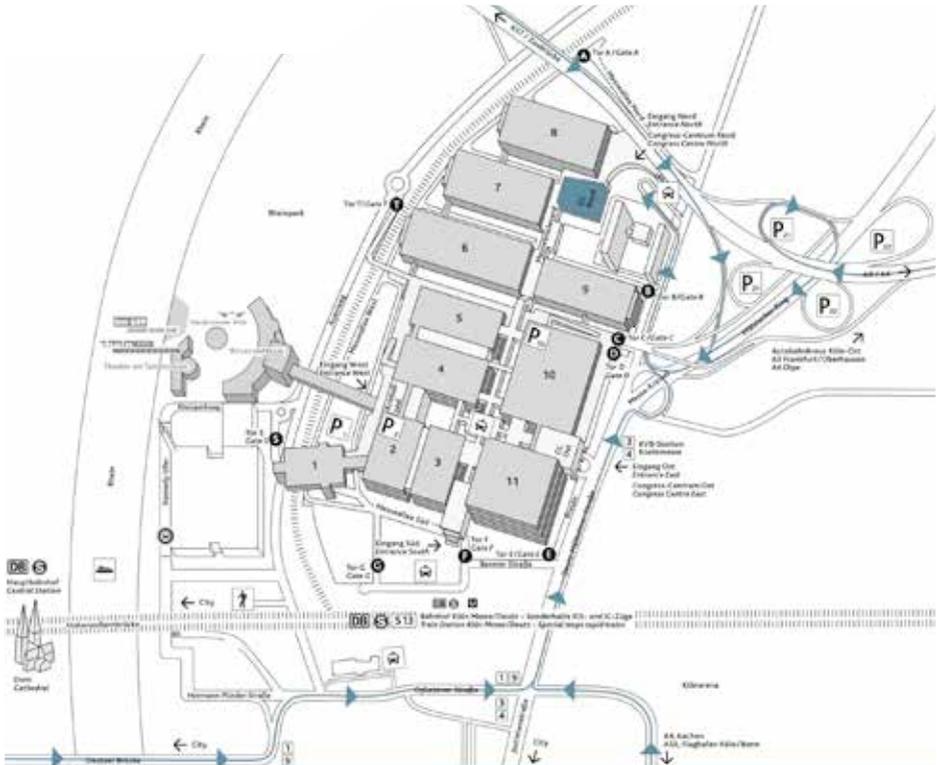
By tram: take tram No. 1 (direction "Bensberg") or 9 (direction "Königsforst") which will take you to "Köln-Deutz" station, or tram No. 3 (direction "Thielenbruch") and 4 (direction "Schlebusch") which will take you to the "Koelnmesse" stop immediately in front of the Congress Centrum East. From there, please follow the pedestrian signposts towards Congress Centre North.

ADDRESS

Rheinsaal
 Congress-Centrum Nord Koelnmesse
 Deutz-Mülheimer Straße 111
 50679 Cologne
 Germany

This document is also available in German. Both the English and the German versions can be downloaded from the internet at www.indus.de. Only the German version of the invitation to the annual shareholders' meeting is legally binding.

Free of charge parking at P21



Pedestrian route



Taxi



Parking



Ferry: City/Central Station



Suburban railway



Train Station



Subway



Tram Stop

THE INDUS APP:
download free of
charge in the App Store
or directly with this
QR code

