

# Announcement pursuant to Art. 5 (1a) Regulation (EU) No. 596/2014 and Art. 2 (1) of Delegated Regulation (EU) No. 2016/1052 / Share buyback programme

Berlin, 12 October 2017

On 9 October 2017, the Management Board of Francotyp-Postalia Holding AG, with the approval of the Supervisory Board, decided to implement a share buyback programme with a volume of up to 475,000 shares of Francotyp-Postalia Holding AG (ISIN: DE000FPH9000), and in any case with a maximum total purchase price (not including ancillary acquisition costs) of up to EUR 3.0 million ("share buyback programme"). The share buyback was announced on 9 October 2017 in an ad hoc disclosure in accordance with Art. 17 of Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April 2014 ("Market Abuse Regulation"). The buyback, which will be conducted solely in Xetra trading on the Frankfurt Stock Exchange, will begin on 13 October 2017 and end no later than 12 January 2018.

The share buyback programme will be implemented on the basis of the authorization granted by the Annual General Meeting of Francotyp-Postalia Holding AG on 11 June 2015. Under this authorization, Francotyp-Postalia Holding AG may purchase treasury shares up to a total of 10% of the share capital of Francotyp-Postalia Holding AG at the date on which the authorization was resolved in the period up to and including 10 June 2020. If the shares of Francotyp-Postalia Holding AG are purchased on the stock exchange as planned, the consideration paid by the company per share (not including ancillary acquisition costs) must be no more than 10% higher or lower than the share price calculated in the opening auction on the trading day in electronic Xetra trading (or a comparable successor system) at Deutsche Börse AG in Frankfurt/Main.

The treasury shares acquired are to be used for the purpose of servicing subscription rights that were issued and have been or will be exercised under stock option plans.

This will take place in accordance with the safe harbour provisions of Art. 5, 14 and 15 of the Market Abuse Regulation in conjunction with the provisions of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buyback programmes and stabilisation measures ("Delegated Regulation").

The shares of Francotyp-Postalia Holding AG will be purchased at market prices in accordance with the conditions for trading set out in Art. 3 of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016. In particular, the shares of Francotyp-Postalia Holding AG will not be purchased at a price higher than the higher of the price of the last independent trade and the highest current independent purchase bid on the trading venue where the purchase is carried out. Furthermore, Francotyp-Postalia Holding AG will not, on any trading day, purchase more than 25% of the average daily volume of the shares on the trading venue on which the purchase is carried out. The average daily volume is calculated on the basis of the average daily volume traded during the 20 trading days preceding the respective purchase date.

Francotyp-Postalia Holding AG has commissioned a bank to purchase the shares of Francotyp-Postalia Holding AG. In accordance with Art. 4 (2b) of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016, the bank will make its decisions concerning the timing of the share purchases independently of and uninfluenced by Francotyp-Postalia Holding AG. As such, Francotyp-Postalia Holding AG will not exercise any influence over the bank's decisions. In particular, the bank is obliged to comply with the conditions for trading set out in Art. 3 of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 and the provisions of this share buyback programme.

The share buyback programme may be suspended and resumed at any time as necessary and to the extent permitted by law.

Information on the transactions in connection with the share buyback programme will be published in an appropriate manner, in both detailed and aggregated form, no later than the end of the seventh trading day after the date on which the respective transactions are executed. In addition, Francotyp-Postalia Holding AG will publish information on the transactions in the Investor Relations section of its website ([www.fp-francotyp.com](http://www.fp-francotyp.com)) and ensure that this information remains publicly available for at least five years after the publication date.