

HOCHTIEF Aktiengesellschaft: Announcement pursuant to Art. 5(1) lit. a) of Regulation (EU) No 596/2014 and Art. 2(1) of Delegated Regulation (EU) 2016/1052

Essen, March 12, 2020

On March 9, 2020, the Executive Board decided and published in an Ad-hoc-announcement, to conduct a share buy-back program of up to 6,908,597 no-par value shares in HOCHTIEF (WKN: 607000, ISIN: DE0006070006), representing approx. 98 % of the Company's share capital of currently EUR 180,855,569.92 ("Share Buy-Back Program 2020"). This corresponds to a total investment of up to EUR 518 million (not including incidental acquisition costs), based on the Xetra price on March 9, 2020 at 11:00 a.m. of EU as of today. The purpose of the Share Buy-Back Program 2020 is limited to use the shares that are bought back for any purpose set forth in the authorization resolution of the Annual General Meeting of May 11, 2016 and for any purpose permissible under applicable Stock Corporation Law.

The Share Buy-Back Program 2020 shall be conducted via the Frankfurt stock exchange (Xetra) in the period between March 10, 2020 and December 31, 2020. The purchase price per share (not including incidental acquisition costs) may not be more than 10% above or below the arithmetic mean of the prices of no-par value shares of HOCHTIEF in the closing auction in Xetra trading (or an equivalent successor system) on the Frankfurt Stock Exchange during the last ten stock market trading days preceding the conclusion of the obligating transaction.

The Share Buy-Back Program 2020 shall be conducted by a bank commissioned by the company and in accordance with Art. 2 to 4 of the Delegated Regulation (EU) 2016/1052 of the Commission of 8 March 2016. To the extent required and legally permissible, the Share Buy-Back Program 2020 can be suspended and also resumed at any time. Information on the transactions relating to the Share Buy-Back Program 2020 will be adequately disclosed no later than by the end of the seventh daily market session following the date of execution of such transactions in a detailed form and in an aggregated form. In addition, HOCHTIEF Aktiengesellschaft will post on its website ([www.hochtief.com](http://www.hochtief.com)) under section "Investor Relations" the transactions disclosed and keep that information available for the public for at least a 5-year period from the date of public disclosure.

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