



**UMT United Mobility Technology AG
München**

ISIN: DE0005286108

WKN: 528610

**Supplementary request
to the agenda of the
Annual General Meeting on 19 August 2019***

The shareholders of our Company were invited to the Annual General Meeting to be held on Monday, August 19, 2019, at 2:00 p.m. in the Literaturhaus, Salvatorplatz 1, 80333 Munich, Germany, by publication in the Federal Gazette (Bundesanzeiger) on July 12, 2019.

At the request of the shareholder SWM Treuhand AG, headquartered in Grünwald, Germany, entered in the commercial register of the local court of Munich under HRB 130497, whose shares in our company exceed one twentieth of the share capital of UMT United Technology Mobility AG, the following agenda items 5 and 6 will be added to the agenda of the Company's Annual General Meeting in accordance with Sections 122 (2) and 124 (1) of the German Stock Corporation Act (AktG), while retaining the previous agenda items 1 to 4, and are hereby announced:

Agenda item 5:

Resolution on the reduction of the share capital by means of the cancellation of nine shares of the Company and on the amendment of the Articles of Association

Under Agenda item 6 below, the shareholder SWM Treuhand AG proposes to reduce the Company's share capital to create a free capital reserve by consolidating shares. In order to enable a smooth consolidation ratio, the number of shares in the company is to be reduced beforehand by withdrawing nine fully paid-up shares, which will be made available free of charge by the shareholder SWM Treuhand AG.

The shareholder SWM Treuhand AG therefore proposes to adopt the following resolutions:

- a. The Company's share capital of EUR 23,533,569.00, divided into 23,533,569 no-par value bearer shares, shall be reduced by EUR 9.00 to EUR 23,533,560.00, divided into 23,533,560 no-par value bearer shares with a notional interest in the share capital of EUR 1.00 per share, in accordance with § 237 (1) sentence 1 case 2 in conjunction with (3) No. 1 AktG through the cancellation of shares.

The capital reduction will be effected by withdrawing nine no-par value shares with a proportionate amount of the Company's share capital of EUR 1.00 per share (totalling EUR 9.00), for which the issue price has been fully paid and which will be made available to the Company free of charge by the shareholder SWM Treuhand AG and thus acquired. The total amount of EUR 9.00 of the share capital attributable to the retired shares will be transferred to the Company's capital reserve in accordance with § 237 (5) AktG.

The capital reduction serves the sole purpose of achieving a smooth consolidation ratio in the simplified capital reduction proposed for resolution under agenda item 6.

- b. § 6 Section (1) and (2) (amount and division of the share capital) of the Articles of Association of the Company shall be replaced by the following when the redemption becomes effective:

"1. The share capital of the Company amounts to EUR 23,533,560 (in words: twenty-three million five hundred thirty-three thousand five hundred sixty).

2. It is divided into 23,533,560 no-par value shares.

[3. to 5. remain unchanged]"

- c. The Executive Board is authorized, with the consent of the Supervisory Board, to determine the further details of the capital reduction and its implementation.

Agenda item 6:

Reduction of the share capital

The Company's share capital of EUR 23,533,560.00, divided into 23,533,560 no-par bearer shares, which becomes effective after the capital reduction resolved under agenda item 5, will be reduced by EUR 21,180,204.00 to EUR 2,353,356.00, divided into 2,353,356 no-par bearer shares, in accordance with the provisions on the ordinary capital reduction (§§ 222 et seq. AktG) for the purpose of creating a free capital reserve. The reduction will be carried out in accordance with the regulations on the ordinary capital reduction (§§ 222 ff. AktG). It is carried out in such a way that 10 no-par value bearer shares are combined to form one no-par value bearer share.

The Executive Board is authorized, with the consent of the Supervisory Board, to regulate the details of the implementation of this resolution.

The following resolution is passed to adapt the Articles of Association to the capital reduction:

§ 6 Section (1) and (2) (amount and division of the share capital) of the Articles of Association of the Company shall be replaced by the following when the capital reduction becomes effective:

"1. The share capital of the Company amounts to EUR 2,353,356.00 (in words: Euro two million three hundred and fifty-three thousand three hundred and fifty-six).

2. It is divided into 2,353,356 no-par value shares.

[3. to 5. remain unchanged]"

Explanatory statement:

SWM Treuhand AG justifies the inclusion of the new agenda items and the proposed resolutions as follows:

The shares of UMT United Mobility Technology AG are traded in the Open Market Basic Board (formerly Freiverkehr) trading segment. In the future and in connection with the next upcoming growth step, the company should also be able to distribute a dividend to its shareholders. In recent times, especially since the high at the end of 2017 - at over EUR 2.50 per share - the stock price has developed negatively and is currently not in line with the company's positive operating performance in terms of value.

For us as shareholders, this situation is extremely unsatisfactory. A clear goal must be to increase the attractiveness of the share in the context of operational development. In future, the company should therefore also be in a position to distribute a dividend of 3 to 5% of the registered share capital to shareholders on a permanent basis and to take measures that will have a sustained positive effect on the development of the share price.

The company focuses on technology and software development. Often a significant net income for the year according to HGB is only not achieved due to a period shift in the completion/transfer/execution of a project or, especially in start-up situations or a technology launch in new market segments, is clearly delayed, although the company's business activities are basically successful and profitable. For example, the delayed acceptance of mobile payment in Germany and the adherence to cash inevitably leads to a postponement of the achievement of corporate targets at UMT United Mobility Technology AG, followed by a possible negative development of the share price.

In order to increase the scope of administration for expected future dividends, we propose to create a free capital reserve. This will enable management to propose and make a distribution to shareholders even if a distribution from the net income for the year is not possible under HGB due to shifts in periods or delays in technology projects.

The creation of a free capital reserve and the possibility of distributing dividends to shareholders will ensure a continuous dividend policy which can have a positive effect on the development of the share price.

We therefore believe it makes sense to reduce the Company's share capital and create a free capital reserve accordingly.

The capital reduction also increases the value per share. This means a significant gain in reputation and increases the perception of the company among institutional investors. Ultimately, this should have a positive effect on the share price.

In our view, there are no disadvantages associated with the capital reduction; in particular, the value of the company and the value of the company share held by each shareholder will not change.

Munich, July 2019

UMT United Mobility Technology AG
Dr. Albert Wahl (CEO)