

Invitation

**Ordinary
general meeting
Financial year 2018/2019
of MOBOTIX AG**

Thursday, January 30, 2020, 10:00 am

ISIN: DE0005218309, WKN: 521830

Invitation to the Annual General Stockholders' Meeting

We hereby invite our stockholders to attend the Annual General Stockholders' Meeting, **held on Thursday, January 30, 2020, at 10:00 am** at the Company's business premises on Kaiserstrasse, 67722 Winnweiler-Langmeil, Germany.

Agenda

1. Presentation of the Approved Annual Financial Statement and Approved Consolidated Financial Statement for the Financial Year Ending September 30, 2019, the Combined Management Report and the Report from the Supervisory Board, Each for the Financial Year ending September 30, 2019

The aforementioned documents are available on the Company website (www.mobotix.com under „Company“ > „Investors“ > „Annual General Meeting“). They will also be available at the Annual General Stockholders' Meeting.

The Supervisory Board has already approved the annual financial statement and the consolidated financial statement prepared by the Management Board. The annual financial statements are thus adopted. A resolution by the Annual General Stockholders' Meeting is not proposed in accordance with legal regulations.

2. Resolution on the Appropriation of Net Profits for the Financial Year Ending September 30, 2019

The Management Board and Supervisory Board move that the following resolution be adopted:

The net profit for the financial year ending September 30, 2019 in the amount of EUR 2,698,487.86 will be appropriated as follows:

- Amount to be distributed to stockholders EUR 530,857.68
- Appropriation to the reserve EUR 0.00
- Profit carried forward EUR 2,167,630.18

The treasury shares purchased by the company under the share buyback program until and including the day of the Annual General Stockholders' Meeting are not entitled to dividends.

3. Resolution to Discharge the Members of the Management Board for the Financial Year Ending September 30, 2019

The Management Board and Supervisory Board move that the following resolution be adopted:

The acting members of the Management Board in the financial year ending September 30, 2019 will be discharged for this financial year.

4. Resolution to Discharge the Members of the Supervisory Board for the Financial Year Ending September 30, 2019

The Management Board and Supervisory Board move that the following resolution be adopted:

The acting members of the Supervisory Board in the financial year ending September 30, 2019 will be discharged for this financial year.

5. Election of the Auditors of the Annual Financial Statement and Consolidated Financial Statement for the Financial Year Ending September 30, 2020

The Supervisory Board moves that the following resolution be adopted:

Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft, an auditing firm based in Mannheim, has been appointed as the auditor for the annual financial statement and the consolidated financial statement for the financial year ending September 30, 2020.

6. Election of a Supervisory Board Member

Due to the resignation of Kunihiro Koshizuka (member of the Supervisory Board) in the financial year ending September 30, 2019, Mr. Keiji Okamoto was appointed by order of the Local Court as a member of the Supervisory Board from May 1, 2019 onward. Mr. Keiji Okamoto's time in office comes to an end with effect from the end of the Annual Stockholders' Meeting following the appointment by the court.

The Supervisory Board comprises three members who are all elected at the Annual General Stockholders' Meeting pursuant to Section 96 (1) and Section 101 (1) of the German Stock Corporation Act (Aktiengesetz – AktG) in conjunction with Section 7 (1) of the Articles of Association of MOBOTIX AG.

„The Supervisory Board“ moves that Mr. Keiji Okamoto, President, Konica Minolta Business Solutions Europe GmbH, Langenhagen, born on 23.07.1963 in Okayama, Japan, living in Langenhagen, Germany, be elected to the Supervisory Board.

He will be an elected member of the Supervisory Board up to the end of such Annual General Stockholders' Meeting as adopts a resolution to discharge the member of the Supervisory Board for the fourth financial year following commencement of his mandate, with the financial year in which his mandate commenced not being counted; consequently, up to the end of the Annual General Stockholders' Meeting that adopts a resolution to discharge the member of the Supervisory Board for the financial year ending September 30, 2024.

The aforementioned nomination made by the Supervisory Board takes the objectives for its composition, as determined by the Supervisory Board, into account. Further information on the career of the nominated candidate can be found in the résumé on the company's website (www.mobotix.com under „Company“ > „Investors“ > „Annual General Meeting“), which is also included as an attachment to this invitation.

In relation to the Supervisory Board member nominated for election, the following voluntary information is provided pursuant to Section 125 (1)(5) of the German Stock Corporation Act:

There are no memberships of other supervisory boards mandated by the law or of comparable supervisory committees of business enterprises within Germany and abroad.

Right to Attend the Annual General Stockholders' Meeting and Exercising the Right to Vote

Addresses for Registration, Transmission of the Proof of Shareholdings and any Motions, Countermotions and/or Nominations

We specify the following address for the registration and transmission of proof of shareholdings:

MOBOTIX AG

c/o DZ BANK AG

represented by dwpbank - DSHVG -

Landsberger Straße 187

80687 Munich, Germany

Fax: +49 (0) 69/5099 1110

E-Mail: hv-eintrittskarten@dwpbank.de

The following address is available for motions, countermotions and/or nominations of shareholders:

MOBOTIX AG

Management Board

Kaiserstraße

67722 Winnweiler-Langmeil, Germany

Fax number: +49 (0)6302 9816-189

Email: hvgj2018-19@mobotix.com

Voluntary Information regarding Attendance of the Annual General Stockholders' Meeting and regarding the Exercise of Voting Rights

Under Section 121(3) of the German Stock Corporation Act, non-listed companies must specify in the convocation only the company name and domicile of the company, the time and venue of the Annual General Stockholders' Meeting, the agenda and the above addresses. Furthermore, the person convening the meeting must be identified.

The following information is disclosed voluntarily in order to facilitate stockholders' attendance of the Annual General Stockholders' Meeting.

Attendance of the Annual General Stockholders' Meeting and the Exercise of Voting Rights (Voluntary Information)

Stockholders who register in writing (section 126b BGB) in German or English and in a timely manner at the aforementioned address and provide written German or English evidence (section 126b BGB) issued by the depository institute detailing the share ownership to the aforementioned address, are entitled to attend the meeting and exercise their voting rights according to Section 13 of the Articles of Association in their current version.

The documented proof must relate to the start of January 9, 2020 (0:00 am CET, the so-called Record Date) and must be received by the Company at the above address by the end of January 23, 2020 (12:00am CET) together with the registration.

For further details, stockholders are recommended to consult the Company's Articles of Association, available on the website of the Company, and other information provided there.

Proxy Voting (Voluntary Information)

Any stockholder may exercise his or her right to vote at the Annual General Stockholders' Meeting through an authorized representative, such as a bank, a stockholders' association or any other person. Such proxy, its revocation and proof of authorization must be submitted to the Company in writing (Section 126 b of the German Civil Code [BGB]). Exceptions may exist for the granting of powers of attorney to banks, shareholders' associations or other persons or institutions of equal standing pursuant to Section 135 of the German Stock Corporation Act (AktG) and their revocation, as well as the corresponding proof to the Company; with regard to the form to be complied with in this respect, we ask our shareholders to coordinate with the aforementioned. Appropriate pre-printed forms and further information are available to stockholders who register accordingly.

Proof of authorization may also be submitted to the Company electronically to the following email address: hvgj2018-19@mobotix.com.

Furthermore, the Company enables stockholders to exercise their right to vote through one or several proxies named by the Company who are bound by voting instructions. Such authorized proxies must be given individual instructions for each of the proposed resolutions. The authorization cannot be exercised with respect to proposed resolutions for which individual instructions have not been issued, which means that the proxy will have to

abstain from such votes. Proxies shall vote according to the instructions received. Interventions or other motions brought will not be entertained by proxies. Details on authorizing proxies and giving instructions, as well as the appropriate authorization and instructions form, will be available to stockholders who register accordingly.

Authorization of a third party or of the proxies of the Company is subject to a timely and proper registration of the stockholder, including the proof of stockholding in accordance with the above provisions.

Total Shares and Voting Rights (Voluntary Information)

At the time of convening the Annual General Stockholders' Meeting, the share capital of the Company comprises 13,271,442 bearer shares. Each of these entitles the holder to one vote. Therefore, the total number of voting rights at the time of convening the Annual General Stockholders' Meeting is 13,271,442. The Company holds 118,641 own shares as of the time of convening the Annual General Stockholders' Meeting. These shares carry no voting rights.

Winnweiler-Langmeil, Germany, December 2019

The Management Board

Attachment for TOP 6 – Electing a Supervisory Board Member

Curriculum vitae Keiji Okamoto

Personal Data

Date of birth:	23. July 1963
Place of birth:	Okayama, Japan
Place of residence:	Langenhagen
Nationality:	Japanese
Profession:	President, Konica Minolta Business Solutions Europe GmbH, Langenhagen

Study/Training

Bachelor's degree of Economics at Kwansei Gakuin University in Hyogo Prefecture Japan. Graduated in March 1986.

04/2018 - Now	Konica Minolta Business Solutions Europe GmbH President
04/2017 - 03/2018	Konica Minolta Business Solutions Europe Japan Officer and Deputy Sales HQ, responsible for Indirect Channel Sales
04/2014 - 03/2017	Konica Minolta Business Solutions China President
04/2011 - 03/2014	Konica Minolta Business Solutions USA Executive Vice President
04/2009 - 03/2011	Konica Minolta Business Technologies (Tokyo HQ) General Manager of Office Product Sales
04/2005 - 03/2009	Konica Minolta Business Solutions Europe GmbH General Manager of Operations
04/2000 - 03/2005	Konica Minolta Business Solutions Business Planning and Administration Manager
10/1997 - 03/2000	Minolta Camera CO., Ltd. Account Executive for distributors in Russia/Latin America/Oceania/South Africa

01/1992 - 09/1997

Minolta Corporation
Business Planning Manager

04/1986 - 12/1991

Minolta Camera CO., Ltd
Field Sales, Account Executive for OEM partners

Membership in domestic supervisory boards whose establishment is required by law or in comparable domestic or foreign controlling bodies of business enterprises

None

MOBOTIX AG Directions:

- ▶ Navigation address: Am Stundenstein 2, 67722 Winnweiler, Germany
- ▶ A63 exit Winnweiler
- ▶ Turn onto the B48 in the direction of Winnweiler/Rockenhausen
- ▶ After approx. 500 m turn left in the direction of Industrial park Winnweiler/Langmeil
- ▶ Turn left onto B40/L401 towards Standenbühl/Industriepark Langmeil
- ▶ Follow the B40/L401 for approx. 3 km
- ▶ Sufficient parking available

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