

Announcement of the Decision to make a Voluntary Public Takeover Offer (*freiwilliges öffentliches Übernahmeangebot*) pursuant to Section 10 para. 1 in conjunction with Sections 29, 34 of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz – "WpÜG"*)

Bidder:

Accenture Digital Holdings GmbH
Campus Kronberg 1, 61476 Kronberg im Taunus
Germany
registered with the commercial register of the local court of Frankfurt under HRB 107550

Target:

SinnerSchrader Aktiengesellschaft
Völckersstraße 38, 22765 Hamburg
Germany
registered with the commercial register of the local court of Hamburg under HRB 74455

ISIN: DE0005141907 (WKN: 514190)

Accenture Digital Holdings GmbH (the "**Bidder**"), has decided on February 20, 2017 to offer the shareholders of SinnerSchrader Aktiengesellschaft by way of a voluntary public takeover offer to acquire their bearer shares with no par value in SinnerSchrader Aktiengesellschaft (the "**SinnerSchrader Shares**") against a cash consideration of EUR 9.00 per share (the "**Takeover Offer**").

The offer document for the Takeover Offer (following approval by the German Federal Financial Services Authority) and further information in connection with the Takeover Offer will be published on the internet under <http://accenture.de/company-acquisition>.

Further information:

The Bidder is part of the Accenture group, a leading global professional services company, providing a broad range of services and solutions in strategy, consulting, digital, technology and operations. By way of several share purchase agreements dated February 20, 2017 with certain shareholders of SinnerSchrader Aktiengesellschaft, the Bidder has obtained the right to acquire the aggregate number of 7,171,473 SinnerSchrader-Shares (equivalent to approximately 62.13% of the registered share capital of SinnerSchrader Aktiengesellschaft) at a price of EUR 9.00 per SinnerSchrader Share. The transfer of the shares under the share purchase agreements to the Bidder is expected to occur by the end of March 2017 (subject to applicable merger clearances).

The Takeover Offer will be subject to the terms and conditions contained in the offer document (particularly applicable merger clearances).

Important Notice:

The terms and conditions of the Takeover Offer will be published in the offer document by the Bidder following approval of the offer document by the German Federal Financial Supervisory Authority ("**BaFin**"). Investors and holders of SinnerSchrader Shares are advised to read the relevant documents relating to the Takeover Offer following their publication since they contain important information.

This announcement is for information purposes only and does not constitute an invitation to make an offer to sell SinnerSchrader Shares. This announcement does not constitute an offer to purchase SinnerSchrader Shares and is not for the purpose of the Bidder making any representations or entering into any other binding legal commitments.

An offer to purchase SinnerSchrader Shares is solely made on the basis of the offer document and is subject exclusively to the offer document's terms and conditions. The terms in the offer document may deviate from the information contained in this announcement.

The shareholders of SinnerSchrader Aktiengesellschaft are advised to seek independent advice in order to reach an informed decision in respect of the content of the offer document and with regard to the Takeover Offer.

The Takeover Offer is issued exclusively under the laws of the Federal Republic of Germany, especially under the WpÜG and the Regulation on the Content of the offer document, Consideration for Takeover Offers and Mandatory Offers and the Release from the Obligation to Publish and Issue an Offer (*Verordnung über den Inhalt der Angebotsunterlage, die Gegenleistung bei Übernahmeangeboten und Pflichtangeboten und die Befreiung von der Verpflichtung zur Veröffentlichung und zur Abgabe eines Angebots*) (“**WpÜG Offer Regulation**”). The Takeover Offer is not executed according to the provisions of jurisdictions other than those of the Federal Republic of Germany (in particular not the United States, Australia and Japan). Thus, no other announcements, registrations, admissions or approvals of the Takeover Offer outside the Federal Republic of Germany have been filed, arranged for or granted. For their protection, the shareholders of SinnerSchrader Aktiengesellschaft will not be able to rely on provisions of jurisdictions other than the Federal Republic of Germany.

This announcement does not constitute an offer to purchase securities or an invitation to offer securities in the United States and in each other jurisdiction in which such an offer or invitation for an offer would be unlawful.

The offer referenced herein is not being made, directly or indirectly, in or into the United States, or by use of the mails, or by any means or instrumentality (including, without limitation, e-mail, facsimile transmission, telephone and the internet) of interstate or foreign commerce in the United States, or of any facility of a U.S. national securities exchange, and the offer cannot be accepted by any such use, means, instrumentality or facility or from within the United States.