

Resolution of the Executive Board of Nemetschek SE regarding the proposal on the appropriation of the retained earnings for the Fiscal Year 2019

The Executive Board proposes to resolve as follows:

The retained earnings of Nemetschek SE as of December 31, 2019 amount to EUR 224.627.586,86. The Executive Board proposes the following dividend distribution:

Dividend per share of EUR 0.28 (115,500,000 dividend bearing shares)	EUR 32,340,000.00
Profit carried forward	EUR 192,287,586.86
Retained earnings	EUR 224,627,586.86

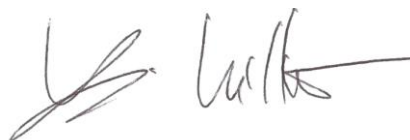
This proposal is subject to the proviso that the development of the Corona pandemic and its effects on the overall economic development, on the industry in which the Company operates, as well as on the economic and financial situation of the Company and its ability to pay dividends must be continuously reviewed. If the Management Board believes that adjustments are necessary by the time the Annual General Meeting is convened, the Management Board reserves the right to amend its proposal for the appropriation of profits in consultation with the Supervisory Board.

Munich, March 25th, 2020

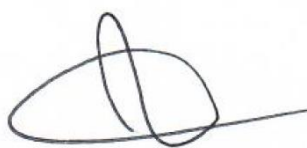
Nemetschek SE
The Executive Board



Dr. Axel Kaufmann



Viktor Várkonyi



Jon Elliott