

Additional information an agenda item 8: Amendments to the Articles of Incorporation concerning virtual general meetings of shareholders.

SYNOPSIS OF § 16 OF THE ARTICLES OF INCORPORATION INCLUDING THE PROPOSED AMENDMENTS.

(green = amendment; blue = relocation)

Current version of § 16 of the Articles of Incorporation	Proposed wording of § 16 of the Articles of Incorporation	Comment
§ 16 Place and Convocation of the General Meeting of Shareholders	§ 16 Place, Format and Convocation of the General Meeting of Shareholders	The proposed version of § 16 provides for two formats of the General Meeting with the added virtual General Meeting. The heading will be adapted accordingly.
1. The General Meeting of Shareholders shall be held at the registered office of the Corporation, the seat of a branch or subsidiary of the Corporation or at the seat of a stock exchange within the territory of the Federal Republic of Germany. If the convening of the General Meeting of Shareholders at these places should create difficulties, the General Meeting of Shareholders may be held at any other location. The location of the General Meeting of Shareholders shall be indicated in the notice. The General Meeting of Shareholders may, at the order of the person chairing the Meeting, be transmitted in sound and vision either in part or in full, and also in such a way that the general public has unrestricted access. The Person chairing the General Meeting of Shareholders may exceptionally permit members of the Supervisory Board to participate in the General Meeting by means of audio and video transmission if attendance at the location of the General Meeting of Shareholders would entail an unreasonably long travel time, other travel difficulties or health risks for the Supervisory Board member concerned.	1. The General Meeting of Shareholders shall be held at the registered office of the Corporation, the seat of a branch or subsidiary of the Corporation or at the seat of a stock exchange within the territory of the Federal Republic of Germany. If the convening of the General Meeting of Shareholders at these places should create difficulties, the General Meeting of Shareholders may be held at any other location. The location of the General Meeting of Shareholders shall be indicated in the notice.	The attendance of Supervisory Board members in the General Meeting by means of video and audio transmission, which is permitted in exceptional cases under § 16 (1) sentence 5 of the current version of the Articles of Incorporation, is to be moved and inserted as a new subsection 3. It will then apply equally to physical meetings in person according to subsection 1 and virtual meetings according to the proposed subsection 2.
[-]	2. The Board of Management is authorised to provide that the General Meeting of Shareholders shall be held without the physical presence of the shareholders or their proxies at the place of the general meeting (Virtual General Meeting of Shareholders). This authorisation is valid for holding Virtual General Meetings of Shareholders until 31 May 2025.	Key feature of the proposal is the new subsection 2, which allows virtual General Meetings to be held in accordance with the requirements of § 118a of the German Stock Corporation Act (AktG). The authorisation is limited to roughly two years. The maximum limitation period of five years will therefore not be fully utilised.

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[-]	3. The Person chairing the General Meeting of Shareholders may exceptionally permit members of the Supervisory Board to attend the General Meeting by means of audio and video transmission if attendance at the location of the General Meeting of Shareholders would entail an unreasonably long travel time, other travel difficulties or health risks for the Supervisory Board member concerned.	Subsection 3 is identical to the previous subsection 1, sentence 5. No use will be made of the possibility to provide for the attendance of the Supervisory Board members in the Virtual General Meeting by means of audio and video transmission without good cause. Rather, the existing provision on the attendance in a physical meeting in person is to be extended to the virtual General Meeting.
2. The General Meeting of Shareholders shall be convoked by the Board of Management or, if so required by law, by the Supervisory Board.	4. The General Meeting of Shareholders shall be convoked by the Board of Management or, if so required by law, by the Supervisory Board.	With the insertion of the new subsections, the former subsections 2 and 3 become subsections 4 and 5.
3. Notice of the General Meeting of Shareholders shall be given in the electronic version of the Federal Gazette (Bundesanzeiger) no later than the last permissible date for notification, taking into account the minimum statutory period of notice.	5. Notice of the General Meeting of Shareholders shall be given in the electronic version of the Federal Gazette (Bundesanzeiger) no later than the last permissible date for notification, taking into account the minimum statutory period of notice.	