

Counter-motions and shareholder election proposals that must be made available pursuant to sec. 126, 127 German Stock Corporation Act (Aktiengesetz – AktG)

In the following, please find a counter-motion on agenda item 3 which must be made available pursuant to sec. 126 AktG. The counter-motion and statements of reasons reflect the views of the author as submitted to us. Factual claims are also published by us unaltered and unverified, to the extent that they must be made available.

If you wish to vote for this counter-motion, you must vote “No” under agenda item 3.

This is a convenience translation. The counter-motion has only been submitted in German. In case of deviations, the German version shall be decisive. The German version is published under www.deutsche-boerse.com/hv.

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Counter-motion of the „Dachverband der Kritischen Aktionärinnen und Aktionäre“ regarding the Annual General Meeting of Deutsche Börse Aktiengesellschaft on 19 May 2021

Regarding agenda item 3: Resolution on the ratification of the acts of the members of the Executive Board

The Dachverband der Kritischen Aktionärinnen und Aktionäre proposes that the actions of the members of the Executive Board should not be ratified.

Reason:

The Executive Board pursues hardly any effective measures and comprehensible criteria for sustainable investments or companies in the indices of Deutsche Börse.

No minimum ecological and social standards in the new DAX

In its Annual Report 2020, Deutsche Börse states that it is committed to the task of “sustainable management”. ESG (environment, social and corporate governance) is described as part of the corporate culture and Group strategy. At the same time, as a member of the UN Global Compact, it is committed to implement the 17 United Nations Sustainable Development Goals (SDGs). Unfortunately, in 2020 the Executive Board again missed key opportunities to follow up its full-bodied commitments with concrete action. The Group did revise its own index rules in response to the scandal surrounding the multibillion-dollar bankruptcy of payment service provider Wirecard. However, the integration of minimum environmental and social standards was completely omitted.

No exclusion of weapons of mass destruction

The only issue discussed was the exclusion of companies that manufacture "controversial weapons" such as nuclear weapons. In the survey of financial professionals, private individuals and associations that preceded the Dax reform, in which more than 600 market participants took part, the majority were in favor of introducing a corresponding criterion. Nevertheless, Deutsche Börse buckled before the arms industry and its associations. In doing so, it once again missed the opportunity to present itself as a sustainable financial center and to live up to its own claim to comply with the UN Global Compact and the SDGs. As a result, Deutsche Börse continues to lag behind other players in sustainable finance. More and more investment companies are exiting nuclear manufacturers. Deutsche Börse should be guided by the Treaty on the Prohibition of Nuclear Weapons (NPT), which entered into force in January 2021 and contains a binding ban on these weapons of mass destruction under international law, including any form of financial support for manufacturing companies.

Deutsche Börse enables financing of environmental and climate sinners

In addition, by not integrating binding climate targets into the Dax rules, it fails to recognize the need to respond appropriately to the climate crisis. Non-sustainable business models, for example the extraction and use of fossil fuels, and the lack of climate protection efforts regarding the compliance with the Paris Climate Protection Agreement are not sanctioned in their indices. This is where Deutsche Börse is missing the opportunity to anchor sustainable issues broadly in its daily investment business. Instead, it continues to limit itself to create new ESG indices and otherwise sticking to environmental and climate sinners.

Convenience Translation

Human rights due diligence? Dead loss

This strategy is also more than questionable with regard to human rights related duties of care and the planned legal regulations of the German government and the EU. Deutsche Börse must also become active in the future and initiate countermeasures if human rights violations occur in the business activities of those companies, whose shares are traded on Deutsche Börse and are thus part of the value chain. An appropriate risk management system would have to be in place long ago anyway, if Deutsche Börse took the UN Guiding Principles on Business and Human Rights seriously.