

## Further information on shareholder rights, in particular in accordance with sections 122 (2), 126 (1) and (4), 127, 130a, 131, 118a (1) sentence 2 no. 8 in conjunction with 245 no.1 of the German Stock Corporation Act (Aktiengesetz)<sup>1</sup>

According to section 118a of the German Stock Corporation Act (*Aktiengesetz* – AktG), there is a permanent legal option to hold the company's general meeting virtually. For 2023, the Executive Board has decided, with the approval of the Supervisory Board, to hold the Annual General Meeting as a virtual Annual General Meeting without the physical presence of shareholders or their proxies (with the exception of the Company-appointed proxies). The basis for this decision is section 26n (1) of the German Introductory Act to the Stock Corporation Act (*Einführungsgesetz zum Aktiengesetz* – EGAktG). According to that provision, the Executive Board, with the consent of the Supervisory Board, may decide with regard to general meetings convened in the period until and including 31 August 2023, to hold the Annual General Meeting in the form of a virtual general meeting in accordance with section 118a of the AktG.

The holding of the general meeting as a virtual general meeting according to the new legal regulation in section 118a AktG leads to some modifications in the course of the meeting and the exercise of shareholder rights compared to a physical general meeting but also compared to the virtual general meetings, which were held subject to the special legislation in connection with COVID-19 -pandemic.

The convocation of the 2023 Annual General Meeting already contains information on the rights of the shareholders. The statements below serve to provide further explanation.

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<sup>1</sup> This is a translation of the German original of the Information on Shareholder Rights (in accordance with sections 122 (2), 126 (1), 127, 131 (1) of the AktG) prepared for the convenience of English-speaking readers. For purposes of interpretation, the German text shall be authoritative and final.

## 1. Motions to amend the agenda pursuant to section 122 (2) of the AktG

Shareholders whose combined shareholdings equal or exceed one-twentieth of the share capital (9,500,000 shares) or represent a proportionate interest of EUR 500,000.00 in the share capital (equivalent to 500,000 shares) may request that items be placed on the agenda and be announced. Requests must be addressed in writing to

Vorstand der Deutsche Börse Aktiengesellschaft  
"Hauptversammlung"  
60485 Frankfurt/ Main

and must be received no later than by midnight CEST of 15 April 2023. Each new agenda item must be accompanied by supporting information or a draft resolution. Furthermore, the shareholders filing the motion must show that they have held the shares for at least 90 days before the date the motion is received and that they hold the shares until the Executive Board decides on the motion, with section 70 AktG being applicable when calculating the time for which shares have been held. The day on which the motion is received shall not be counted. Any move from a Sunday, Saturday or public holiday to a preceding or subsequent business day shall not be possible. Sections 187 to 193 of the German Civil Code (BGB) shall not be applied accordingly.

To the extent not already announced in the notice, amendments to the agenda that require publication will be announced promptly upon receipt of the request in the Federal Gazette (*Bundesanzeiger*). Any such amendments will also be published online at [www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm) and communicated to shareholders in accordance with the statutory requirements.

These shareholder rights are based on the following provisions of the AktG:

### **Section 122 Calling a shareholders' meeting at the request of a minority (excerpt)**

- (1) <sup>1</sup>A shareholders' meeting shall be called if shareholders whose combined shares amount to at least one twentieth of the share capital request such meeting in writing, stating the purpose and the reasons of such meeting; such request shall be addressed to the Executive Board. <sup>2</sup>The articles of incorporation may provide that the right to request a shareholders' meeting shall require another form and the holding of a lower share in the share capital. <sup>3</sup>Persons submitting a request must prove that they have held the shares for at least 90 days before the date the request is received and that they hold the shares until the Executive Board decides on the request. <sup>4</sup>Section 121 (7) shall be applied accordingly.
  
- (2) <sup>1</sup>In the same manner, shareholders whose combined shares amount to at least one twentieth of the share capital or represent a proportionate interest in the share capital of at least EUR 500,000 may request that items be placed on the agenda and be published. <sup>2</sup>Each new item must be accompanied by supporting information or a proposal for a resolution. <sup>3</sup>The request within the meaning of

sentence 1 must be received by the company no later than 24 days, in the case of listed companies no later than 30 days, prior to the meeting, excluding the day of receipt.

### **Section 70 Calculation of the period of shareholding**

<sup>1</sup>If the exercise of rights arising from the share requires that the shareholder has been the holder of such share for a certain period of time, the right to demand transfer of title from a credit institution, a financial services institution or an enterprise operating under section 53 (1) sentence 1 or section 53b (1) sentence 1 or section 53b (7) of the German Banking Act (KWG) shall be deemed equivalent to ownership. <sup>2</sup>The period during which the share has been owned by a predecessor shall be attributed to the shareholder if he/she has acquired the share without consideration, from his/her trustee, as a universal successor, in connection with the winding up of a co-ownership or as a result of a transfer of assets pursuant to section 13 of the Insurance Supervision Act or section 14 of the Building Loan Associations Act.

### **Section 121 General (excerpt)**

(7) <sup>1</sup>For periods and deadlines counted backwards from the date of the meeting, the day of the meeting shall not be included in the calculation. <sup>2</sup>Any move from a Sunday, Saturday or public holiday to a preceding or subsequent business day shall not be possible. <sup>3</sup>Sections 187 to 193 of the German Civil Code (BGB) shall not be applied accordingly. <sup>4</sup>In the case of non-listed companies, the articles of incorporation may determine a different calculation of the period.

## **2. Counter-motions and nominations by shareholders in accordance with section 126 (1) and (4) and section 127 of the AktG**

Pursuant to section 126 (1) of the AktG, shareholders may submit counter-motions against any proposal of the Executive Board and Supervisory Board on a particular agenda item. Motions by shareholders concerning the agenda within the meaning of section 126 (1) of the AktG must be sent along with supporting information to

Deutsche Börse Aktiengesellschaft  
"Hauptversammlung"  
60485 Frankfurt/ Main

or by fax to:

+49-(0) 69-2 11-1 43 32

or by e-mail to:

agm@deutsche-boerse.com

The Company will publish shareholder counter-motions that must be made available and which we have received at one of the aforementioned addresses by midnight CEST of 1 May 2023 promptly upon receipt online at the above-mentioned Internet address. Any opinions

expressed by management on the counter-motions will also be made available online at the above Internet address.

The Company may elect not to publish a counter-motion and its supporting information under certain circumstances set forth in section 126 (2) of the AktG, for example where the counter-motion would result in a resolution by the Annual General Meeting that is illegal or in violation of the Articles of Incorporation. Information in support of counter-motions need not be made available if the text exceeds 5,000 characters in total.

Pursuant to section 127 of the AktG, the foregoing applies mutatis mutandis to shareholder nominations of Supervisory Board members or auditor candidates, although election nominations need not be accompanied by supporting information. Except in the cases set forth in section 126 (2) of the AktG, nominations for election need not be published even if the nomination does not contain the name, exercised profession and residential address of the nominee(s) and, in the case of nominations for election to the Supervisory Board, information on any positions held by such nominee(s) on other statutory supervisory boards. In the case of Supervisory Board elections, nominations should, but are not required to, contain information about positions held on comparable domestic and foreign control bodies of business enterprises.

Counter-motions and nominations from shareholders that must be made available in accordance with sections 126 (1) to (3) and 127 of the AktG are considered to have been submitted as of the date they are made available. Voting rights may be exercised with respect to such motions and nominations once timely registration is complete using the channels described in the notice. If the shareholder who submitted the motion is not duly identified and registered for the Annual General Meeting, the motion need not be addressed in the meeting.

The right of duly registered and virtually participating shareholders to submit motions and nominations to the Company during the Annual General Meeting by way of video message shall remain unaffected even without prior submission.

The relevant provisions of the AktG read as follows:

### **Section 126 Shareholder motions**

- (1) <sup>1</sup>Motions by shareholders, including the shareholder's name, statement of grounds and any opinion expressed by management, shall be made available to the eligible persons specified in section 125 (1) to (3) under the conditions specified therein, provided the shareholder has submitted, at least 14 days prior to the meeting, a counter-motion (including statement of grounds) to a proposal by the executive board and the supervisory board on a specific agenda item to the address designated for this purpose in the invitation of meeting. <sup>2</sup>The date of receipt shall not be counted. <sup>3</sup>In the case of listed companies, the motion shall

be made available online on the company's website. <sup>4</sup>Section 125 (3) shall apply *mutatis mutandis*.

(2) <sup>1</sup>Counter-motions and statements of grounds need not be made available:

1. to the extent making such information available would subject the executive board to criminal liability,
2. if the counter-motion would result in a resolution by the shareholders' meeting that would be illegal or in violation of the articles of incorporation,
3. if the statement of grounds contains statements which are manifestly false or misleading in material respects or which are defamatory,
4. if a shareholder counter-motion based on the same set of facts has already been made available to a shareholders' meeting of the company pursuant to section 125,
5. if the same shareholder counter-motion, including substantially the same statement of grounds, has already been made available pursuant to section 125 to at least two shareholders' meetings of the company within the past five years and less than one-twentieth of the share capital represented at those meetings voted in favour of such counter-motion,
6. if the shareholder indicates that he/she will not attend or be represented at the shareholders' meeting, or
7. if the shareholder has failed to put forward or have put forward on his/her behalf a counter-motion notified by such shareholder at two shareholders' meetings within the past two years.

<sup>2</sup>The statement of grounds need not be made available if the text exceeds 5,000 characters in total.

(3) If several shareholders submit counter-motions in respect of the same subject matter to be resolved upon, the Executive Board may consolidate such counter-motions and the respective statement of grounds.

(4) ) <sup>1</sup>In the case of a virtual shareholders' meeting, motions to be made available in accordance with paragraphs (1) through (3) shall be deemed to have been submitted at the time they are made available. <sup>2</sup>The company shall enable voting rights on these motions to be exercised as soon as the shareholders can prove that they meet the requirements for exercising voting rights stipulated by law or in the articles. <sup>3</sup>If the shareholder who has submitted the motion is not duly authorized to do so and, if notification of attendance is required, has not given due notification of attendance at the shareholders' meeting, the motion does not have to be dealt with at the shareholders' meeting.

## **Section 127 Shareholder election nominations**

<sup>1</sup>Section 126 shall apply *mutatis mutandis* to shareholder nominations of supervisory board or auditor candidates. <sup>2</sup>Such nominations need not include a statement of grounds. <sup>3</sup>The Executive Board is also not required to make such nominations available if they do not contain the information referred to in section 124 (3) sentence 4 and section 125 (1) sentence 5. <sup>4</sup>Regarding nominations made by shareholders for the election of supervisory board members of listed companies, to which the Co-Determination Act (*Mitbestimmungsgesetz*), the Coal, Iron and Steel Co-Determination Act (*Montan-Mitbestimmungsgesetz*) or the Co-Determination Amendment Act (*Mitbestimmungsergänzungsgesetz*) apply, the management board has to add the following information:

1. reference to the requirements pursuant to section 96 (2),
2. statement if there has been an objection to the overall fulfilment pursuant to section 96 (2) sentence 3 and
3. statement on how many seats in the supervisory board need to be occupied by women and men, respectively, in order to comply with the requirements pursuant to section 96 (2) sentence 1.

## **Section 124 Publication of requests for additions to the agenda; proposals for resolutions (excerpt)**

- (3) <sup>4</sup>The proposal for the election of members of the supervisory board or auditors shall state their names, actual profession and place of residence.

## **Section 125 Communications to shareholders and supervisory board members (as amended for the 2020 annual general meeting) (excerpt)**

- (1) <sup>5</sup>In the case of listed companies, any proposal for the election of supervisory board members must be accompanied by details on the membership in other supervisory boards whose establishment is required by law; details on their membership in comparable domestic and foreign controlling bodies of business enterprises should also be provided.
- (3) Every member of the supervisory board may request that the Executive Board send the same communication to him/her.

## **Section 118a Virtual General Meeting (excerpt)**

- (1) <sup>1</sup>The Articles of Association may provide or authorize the Management Board to provide that the meeting be held without the physical presence of the shareholders or their proxies at the location of the General Meeting (virtual General Meeting). <sup>2</sup>If a virtual general meeting is held, the following requirements must be met:

(...)

- (3) Shareholders who are electronically connected to the meeting are granted the right to submit motions and nominations for election at the meeting via video communication,

### **3. Right to comment in accordance with section 130a (1) to (4) of the AktG**

Duly registered shareholders and their proxies have the right to submit comments to the Company concerning items on the agenda in text form prior to the meeting by means of electronic communication using the password-protected online service available at the aforementioned Internet address ([www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm)) by midnight CEST on 10 May 2023. The comments in text form should not exceed 10,000 characters in length. Details of the technical requirements for submitting comments can be found in the online service available at [www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm).

The comments duly submitted in text form in accordance with the above provisions will be published on the Company's website at [www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm) no later than midnight CEST on 11 May 2023. By submitting a comment, the shareholder or proxy consents to such comment being published at the aforementioned Internet address ([www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm)) together with their name.

Pursuant to section 130a (3) Sentence 4 of the AktG, the Company may refuse to publish a comment on the conditions set out in section 126 (2) Sentence 1 nos. 1, 3 and 6 of the AktG, for example if the comment contains information that is obviously false or misleading in material respects or if it contains offensive or defamatory language.

Please note that motions, nominations, questions and follow-up questions as well as objections to resolutions of the Annual General Meeting that are contained in a comment will not be taken into consideration. These must be submitted solely in the manner described and in compliance with the requirements and deadlines described.

The underlying provisions of the AktG read as follows:

#### **§ 130a Right to comment and speak at virtual general meetings (excerpt)**

- (1) <sup>1</sup>In the case of the virtual general meeting, the shareholders have the right to submit statements on the items on the agenda before the meeting by means of electronic communication using the address provided for this purpose in the invitation. <sup>2</sup>The right may be restricted to shareholders duly registered for the meeting. <sup>3</sup>The scope of the statements can be limited appropriately in the invitation.
- (2) Comments must be submitted no later than five days before the meeting.

- (3) <sup>1</sup>The submitted statements must be made available to all shareholders at least four days before the meeting. <sup>2</sup>Access may be restricted to shareholders who are duly registered for the meeting. <sup>3</sup>In the case of listed companies, the information must be made accessible via the company's website; in the case of sentence 2, the access can also be made via the website of a third party. <sup>4</sup>Section 126 paragraph 2 sentence 1 number 1, 3 and 6 applies accordingly.
- (4) Section 121 (7) applies to the calculation of the deadlines specified in paragraphs 2 and 3 sentence 1.

#### **4. Right to speak in accordance with section 130a (5) and (6) of the AktG**

Duly registered and virtually participating shareholders and their proxies have a right to speak by way of video messages (section 130a (5) of the AktG). The comments made in the context of exercising the right to speak may also include motions and nominations in accordance with section 118a (1) Sentence 2 No. 3 of the AktG as well as all types of requests for information in accordance with section 131 of the AktG.

Shareholders or their proxies who wish to exercise their right to speak must register their comment with the Company using the password-protected online service at the aforementioned Internet address ([www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm)). By registering a comment, the shareholder or proxy consents in particular to such comment being accessed during the Annual General Meeting together with their name.

The Company reserves the right to check whether the video connection between the shareholder and the Company is functioning during the Annual General Meeting and prior to the comment being made, and to refuse comments if it is not possible to ensure that the connection is functioning. Details of the technical requirements for submitting comments during the Annual General Meeting can be found in the online service available at [www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm).

Pursuant to the Articles of Incorporation, the meeting chairman is authorised to reasonably limit the time shareholders have to speak, and may in particular at the beginning or during the course of the meeting set a reasonable timetable for the meeting overall, for specific agenda items or for specific comments.

The underlying provisions of the AktG and the Articles of Incorporation of the Company read as follows:

#### **§ 130a Right to comment and speak at virtual general meetings (excerpt)**

- (5) <sup>1</sup>The shareholders connected to the meeting electronically must be granted the right to speak at the meeting by way of video communication. <sup>2</sup>The form of video communication offered by the Company is to be used for speeches. <sup>3</sup>Motions and



nominations for election according to Section 118a Paragraph 1 Sentence 2 Number 3, the request for information according to Section 131 Paragraph 1, inquiries according to Section 131 Paragraph 1d and other questions according to Section 131 Paragraph 1e may be part of the speech. <sup>4</sup>Section 131 paragraph 2 sentence 2 applies accordingly.

- (6) In the invitation, the company can reserve the right to check the functionality of the video communication between the shareholder and the company in the meeting and before the speech and to reject it if the functionality is not ensured.

**§ 17 of the Articles of Incorporation, Chairman, Broadcast of the Shareholders' Meeting (excerpt)**

- (3) The chair of the Annual General Meeting is authorized to limit the time in which shareholders are entitled to make statements and ask questions. In particular, he/she is authorized, either at the beginning or during the course of the Annual General Meeting, to set an appropriate period of time for the entire Annual General Meeting, for an individual agenda item or for individual statements or questions.

**5. Right to information under section 131 of the AktG**

Each duly registered shareholder or their appointed proxy may also request in the virtual Annual General Meeting information on the Company's affairs to the extent necessary to make a proper evaluation of the agenda (see section 131 (1) of the AktG). The duty to provide information generally also extends to legal and business relations between the Company and its affiliates as well as the position of Deutsche Börse Group as a whole and that of the entities included in the consolidated financial statements of Deutsche Börse Aktiengesellschaft; in this case also, the information is provided only to the extent it is necessary to make a proper evaluation of the agenda.

Requests for information at the Annual General Meeting should be made during the virtual discussion time. It is intended that the meeting chairman will stipulate at the beginning of the Annual General Meeting that the right to information may only be exercised by way of video communication, i.e., in the context of making a comment pursuant to section 130a (5) and (6) of the AktG (see the information on the right to speak above), section 131 (1f) of the AktG. No other submission of questions by electronic or other means of communication is envisaged either before or during the Annual General Meeting.

The Executive Board may elect not to answer individual questions for the reasons set out in section 131 (3) of the AktG, for example because providing the information could, based on prudent business judgement, have a material adverse effect on the Company or one of its affiliates (e.g. no disclosure of business secrets).

The underlying provisions of the AktG read as follows:

## Section 131 Shareholder's right to information

- (1) <sup>1</sup>Each shareholder shall, upon request, be provided with information at the shareholders' meeting by the Executive Board regarding the company's affairs, to the extent that such information is necessary to permit a proper evaluation of the relevant item on the agenda. <sup>2</sup>The duty to provide information shall also extend to the company's legal and business relations with affiliates. <sup>3</sup>If a company makes use of the simplified procedure pursuant to section 266 (1) sentence 3, section 276 or section 288 of the German Commercial Code (Handelsgesetzbuch – HGB), shareholders may request that annual financial statements be presented to them at the shareholders' meeting resolving thereon in the form they would take without these simplifications. <sup>4</sup>The duty of the Executive Board of a parent company (section 290 (1), (2) of the HGB) to provide information at the shareholders' meeting at which the consolidated financial statements and the group management report are presented also extend to the position of the group and that of the affiliates included in the consolidated financial statements.
- (1a) <sup>1</sup>In the case of the virtual general meeting, paragraph 1 sentence 1 shall be applied with the provision that the management board may specify that questions from the shareholders are to be submitted by electronic communication no later than three days before the meeting. <sup>2</sup>§ 121 paragraph 7 applies to the calculation of the deadline. <sup>3</sup>Questions not submitted by the deadline do not have to be considered.
- (1b) <sup>1</sup>The scope of the submission of questions can be limited appropriately in the invitation. <sup>2</sup>The right to submit questions may be restricted to shareholders duly registered for the meeting.
- (1c) <sup>1</sup>The company must make properly submitted questions available to all shareholders before the meeting and answer them no later than one day before the meeting; Section 121 (7) applies to the calculation of the deadline. <sup>2</sup>In the case of listed companies, the questions must be made available and answered via the company's website. <sup>3</sup>§ 126 paragraph 2 sentence 1 number 1, 3 and 6 applies accordingly to making the questions accessible. <sup>4</sup>If the answers are accessible one day before the start and throughout the meeting, the Executive Board may refuse to provide information on these questions at the meeting.
- (1d) <sup>1</sup>Each shareholder who is electronically connected to the meeting is to be granted the right to ask questions about all the answers given by the Executive Board before and during the meeting by means of electronic communication. <sup>2</sup>Paragraph 2 sentence 2 also applies to the right to ask.
- (1e) <sup>1</sup>In addition, every shareholder who is electronically connected to the meeting is to be granted the right at the meeting by means of electronic communication

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to ask questions about circumstances that only arose after the deadline pursuant to paragraph 1a sentence 1 has expired. <sup>2</sup>Paragraph 2 sentence 2 also applies to this right to ask questions.

(1f) The person chairing the meeting can determine that the right to information under paragraph 1, the right to ask questions under paragraph 1d and the right to ask questions under paragraph 1e may only be exercised in the general meeting by way of video communication.

(2) <sup>1</sup>The information provided shall comply with the principles of conscientious and accurate reporting. <sup>2</sup>The articles of incorporation or the rules of procedure pursuant to section 129 may authorise the chairman of the meeting to reasonably limit the shareholders' time to speak and ask questions and stipulate details in this regard.

(3) <sup>1</sup>The executive board may refuse to provide information

1. to the extent that providing such information, based on prudent business judgement, is likely to have a material adverse effect on the company or one of its affiliates;
2. to the extent that such information relates to carrying amounts recognized for tax purposes or the amount of individual taxes;
3. concerning the difference between the carrying amounts recognized for items on the annual balance sheet and, if applicable, the higher value of such items, unless the shareholders' meeting formally adopts the annual financial statements;
4. concerning the accounting and valuation methods to the extent the information provided in the notes to the annual financial statements is adequate to provide a true and fair view of the company's financial position, financial performance and profit or loss within the meaning of section 264 (2) of the HGB; the foregoing shall not apply if the shareholders' meeting formally adopts the annual financial statements;
5. to the extent the provision of information would subject the Executive Board to criminal liability;
6. to the extent, in the case of credit institutions or financial services institutions, information need not be provided on accounting policies and amounts offset in the annual financial statements, the management report, the consolidated financial statements or the group management report;
7. to the extent the information is continuously available online on the company's website for a minimum of seven days prior to the commencement of the shareholders' meeting as well as during the meeting.

<sup>2</sup>The provision of information may not be refused for any other reasons.

(4) <sup>1</sup>If shareholders receive, in their capacity as shareholders, information outside the shareholders' meeting, such information shall be provided to any other shareholder at the shareholders' meeting upon request, even if such information

is not necessary to make a proper evaluation of the relevant item on the agenda.  
<sup>2</sup>In the case of the virtual general meeting, it must be ensured that every shareholder who is electronically connected to the meeting can submit their request in accordance with sentence 1 by way of electronic communication.<sup>3</sup>The Executive Board may not refuse to provide such information based on (3) sentence 1, nos. 1 to 4. <sup>3</sup>Sentences 1 to 3 shall not apply where a subsidiary (section 290 (1), (2) of the Commercial Code – *HGB*), a joint venture (section 310 (1) of the HGB) or an associated enterprise (section 311 (1) of the HGB) provides information to a parent company (section 290 (1), (2) of the HGB) for purposes of including the company in the consolidated financial statements of the parent company and the information is required for this purpose.

- (5) <sup>1</sup>Shareholders who have been denied information may request that their questions and the reason for which the information was denied be recorded in the minutes of the meeting. <sup>2</sup>In the case of the virtual general meeting, it must be ensured that every shareholder who is electronically connected to the meeting may submit his request in accordance with sentence 1 by means of electronic communication.

## **6. Objection for the record in accordance with section 118a (1) Sentence 2 No. 8 in conjunction with section 245 No. 1 of the AktG**

Shareholders and their proxies who are virtually participating in the Annual General Meeting have the opportunity to declare their objection to the resolutions of the Annual General Meeting by means of electronic communication to the notary appointed to prepare the record of the Annual General Meeting. Such declarations may be submitted to the Company from the beginning until the end of the Annual General Meeting using the password-protected online service at the aforementioned Internet address ([www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm)). The notary receives the objections directly via the online service.

The underlying legal provisions of the AktG read as follows:

### **Section 118a Virtual General Meeting (excerpt)**

- (1) <sup>1</sup>The Articles of Association may provide or authorize the Management Board to provide that the meeting be held without the physical presence of the shareholders or their proxies at the location of the General Meeting (virtual General Meeting).

<sup>2</sup>If a virtual general meeting is held, the following requirements must be met:

8. Shareholders connected electronically to the meeting are granted the right to object to a resolution of the general meeting by means of electronic communication.

### **Section 245 Right to object (excerpt)**

- <sup>1</sup>The right to object is granted to

1. every shareholder who appeared at the general meeting if he had already acquired the shares before the agenda was announced and had declared his objection to the resolution to be recorded;

<sup>2</sup>In the case of the virtual general meeting, all shareholders who are electronically connected to the meeting are deemed to have appeared within the meaning of sentence 1 number 1.

#### **7. Confirmation of the receipt of votes in accordance with section 118 (1) sentence 3 to 5, (2) sentence 2 AktG and/or confirmation of the recording and counting of votes in accordance with section 129 (5) AktG**

Pursuant to section 118 (1) sentence 3, (2) sentence 2 AktG, the Company must electronically confirm receipt of the votes cast electronically to the party exercising their right to vote by means of electronic communication in accordance with the requirements set out in Article 7 (1) and Article 9 (5) subparagraph 1 of the Commission Implementing Regulation (EU) 2018/1212 of 3 September 2018 laying down minimum requirements implementing the provisions of Directive 2007/36/EC of the European Parliament and of the Council as regards shareholder identification, the transmission of information and the facilitation of the exercise of shareholders rights ("Implementing Regulation (EU) 2018/1212"). If the confirmation is issued to an intermediary, the latter must immediately forward this confirmation to the shareholder in accordance with section 118 (1) sentence 4 AktG. Furthermore, pursuant to Section 129 (5) sentence 1 AktG, the party casting the vote may request that the Company confirms whether and how his/her vote was recorded and counted within one month of the day of the general meeting, i.e. by 19 June 2023. The Company must issue this confirmation pursuant to the requirements set out in Article 7 (2) and Article 9 (5) subparagraph 2 of the Implementing Regulation (EU) 2018/1212. If the confirmation is issued to an intermediary, the latter must immediately forward this confirmation to the shareholder in accordance with section 129 (5) sentence 3 AktG.

Both the receipt of votes and the confirmation of the recording and counting of the votes can be obtained electronically by our shareholders using the password-protected online service at the following Internet address

[www.deutsche-boerse.com/agm](http://www.deutsche-boerse.com/agm)

The legal provisions of the AktG read as follows:

#### **Section 118 General information (excerpt)**

- (1) <sup>1</sup>The shareholders exercise their rights in the affairs of the Company at the General Meeting, unless the law provides otherwise. <sup>2</sup>The Articles of Association may provide or authorize the Executive Board to provide that the shareholders may participate in the General Meeting without being present at its venue and without an authorized representative and may exercise all or some of their rights in whole or in part by means of electronic communication. <sup>3</sup>If voting rights are exercised electronically, receipt of the electronically cast vote must be confirmed electronically by the Company to the party exercising their right to vote in accordance with the requirements set out in Article 7 (1) and Article 9 (5), subparagraph 1 of Implementing Regulation (EU) 2018/1212. <sup>4</sup>If the confirmation is issued to an intermediary, the latter shall immediately forward the confirmation to the shareholder. <sup>5</sup>Section 67a (2) sentence 1 and (3) shall apply *mutatis mutandis*.
- (2) <sup>1</sup>The Articles of Association may provide or authorize the Executive Board to provide that shareholders may cast their votes in writing or by means of electronic communication (postal vote) even without participating in the meeting. <sup>2</sup>Paragraph 1 sentences 3 to 5 shall apply *mutatis mutandis*.

#### **Section 129 Rules of procedure; list of attendees; proof of the vote count (excerpt)**

- (5) <sup>1</sup>Within one month of the day of the general meeting the party exercising their right to vote can request confirmation from the company as to whether and how his or her vote was counted. <sup>2</sup>The company must issue the confirmation in accordance with the requirements set out in Article 7 (2) and Article 9 (5) subparagraph 2 of Implementing Regulation (EU) 2018/1212. <sup>3</sup>If the confirmation is issued to an intermediary, the latter must immediately forward this confirmation to the shareholder. <sup>4</sup>Section 67a (2) sentence 1 and (3) apply *mutatis mutandis*.

The corresponding provisions of the Implementing Regulation (EU) 2018/1212 are as follows:

#### **Article 7 Format of confirmation of the receipt and recording and counting of votes**

- (1) The minimum types of information and data elements that a confirmation of the receipt of votes cast electronically as provided for in the first subparagraph of Article 3c (2) of Directive 2007/36/EC comprises shall be as set out in Table 6 of the Annex.
- (2) The minimum types of information and data elements that a confirmation of recording and counting of votes by the issuer to the shareholder or third party nominated by the shareholder as provided for in the second subparagraph of Article 3c (2) of Directive 2007/36/EC comprises shall be as set out in Table 7 of the Annex.

**Article 9 Deadlines to be complied with by issuers and intermediaries in corporate events and in shareholder identification processes (excerpt)**

(5) <sup>1</sup>The confirmation of the receipt of votes cast electronically as provided for in Article 7 (1) shall be provided to the person that cast the vote immediately after the cast of the votes. <sup>2</sup>The confirmation of recording and counting of votes as provided for in Article 7 (2) shall be provided by the issuer in a timely manner and no later than 15 days after the request or general meeting, whichever occurs later, unless the information is already available.

**Published by**

Deutsche Börse AG  
60485 Frankfurt am Main  
[www.deutsche-boerse.com](http://www.deutsche-boerse.com)