



2020 Annual General Meeting of Shareholders

Quorum and voting results

SHAREHOLDERS ATTENDANCE TO THE ANNUAL GENERAL MEETING DATA

	SHAREHOLDERS	SHARES
PRESENT	51	4,318,634
PROXY	225	592,026,923
TOTAL	276	596,345,557

PERCENTAGE OVER SHARE CAPITAL	87.55
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Voting of Presented Proposals

Agenda items For a detailed description of the agreement proposals approved, read the document <i>Agreements</i>	Favour		Against		Abstention		Blank		Result
	Number	%	Number	%	Number	%	Number	%	
1.- Examination and approval of the Annual Accounts	594,259,074	99.92	2,048	0.00	458,566	0.08	0	0.00	<i>Approved</i>
2.- Examination and approval of the Management Report	594,426,529	99.95	215,843	0.04	77,316	0.01	0	0.00	Approved
3.- Examination and approval of the consolidated statement of non-financial information	594,503,128	99.96	214,625	0.04	1,935	0.00	0	0.00	<i>Approved</i>
4.- Examination and approval of the management of the Board of Directors	592,805,636	99.67	1,405,223	0.24	508,829	0.09	0	0.00	Approved
5.- Examination of the allocation of profits/losses and distribution of dividend	594,205,927	99.91	513,076	0.09	685	0.00	0	0.00	<i>Approved</i>
6.- Ratification of the appointment and re-election of Mr. Andreas C. Hoffmann as proprietary director	561,104,739	94.35	33,614,264	5.65	685	0.00	0	0.00	<i>Approved</i>
7.- Ratification of the appointment and re-election of Mr. Tim Oliver Holt as proprietary director	566,485,361	95.25	28,233,610	4.75	717	0.00	0	0.00	<i>Approved</i>
8.- Ratification of the appointment and re-election of Mr. Harald von Heynitz as independent director	591,255,268	99.42	2,929,990	0.49	534,430	0.09	0	0.00	Approved
9- Ratification of the appointment and re-election of Ms. Maria Ferraro as proprietary director	570,830,339	95.98	23,856,540	4.01	32,809	0.01	0	0.00	<i>Approved</i>
10.- Ratification of the appointment and re-election of Mr. Andreas Nauen as executive director	582,675,831	97.97	11,295,115	1.90	748,742	0.13	0	0.00	Approved
11.- Setting of the number of members of the Board of Directors at ten	593,833,381	99.85	639,703	0.11	246,604	0.04	0	0.00	<i>Approved</i>
12.- Re-election of Ernst & Young as statutory auditor	593,813,936	99.85	900,558	0.15	5,194	0.00	0	0.00	Approved

According to Art. 148 of Companies Act the treasury stock is considered for quorum and adoption of decisions purposes but it does not vote as voting rights and other political rights are suspended. The effect derived from the treasury stock has been considered on the percentages calculation.

Voting of Presented Proposals

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	Number	%	Number	%	Number	%	Number	%	
13.- Authorisation for the acquisition of own shares.	581,311,744	97.75	12,982,104	2.18	425,840	0.07	0	0.00	<i>Approved</i>
14.- Authorisation to increase the share capital	506,853,522	85.22	86,990,147	14.63	876,019	0.15	0	0.00	Approved
15.- Authorisation to issue simple debentures and other fixed-income securities that are neither exchangeable for nor convertible into shares	591,438,685	99.45	3,280,318	0.55	685	0.00	0	0.00	<i>Approved</i>
16.- Authorisation to issue debentures or bonds that are exchangeable for and/or convertible into shares and warrants on newly-issued or outstanding shares	494,726,223	83.18	99,117,478	16.67	875,987	0.15	0	0.00	Approved
17.- Approval of the amendment of the Director's remuneration policy 2019, 2020 and 2021	591,056,068	99.38	3,661,685	0.62	1,935	0.00	0	0.00	<i>Approved</i>
18.1.- Amendment of the Regulations of the General Meeting of Shareholders (articles 9, 11, 17, 27, 28 and 29)	594,472,794	99.96	244,959	0.04	1,935	0.00	0	0.00	<i>Approved</i>
18.2.- Amendment of the Regulations of the General Meeting of Shareholders (article 15)	594,472,762	99.96	322	0.00	246,604	0.04	0	0.00	Approved
18.3.- Amendment of the Regulations of the General Meeting of Shareholders (articles 6, 7, 8, 23, 24, 31 and 36)	594,471,004	99.96	290	0.00	248,394	0.04	0	0.00	<i>Approved</i>
18.4.- Amendment of the Regulations of the General Meeting of Shareholders (article 20)	594,472,839	99.95	212,790	0.04	34,059	0.01	0	0.00	Approved
19.- Delegation of powers	594,717,463	100	290	0.00	1,935	0.00	0	0.00	<i>Approved</i>
20.- Consultative vote on the 2019 Annual Remuneration Report of Directors	583,070,957	98.04	10,626,917	1.79	1,021,814	0.17	0	0.00	Approved

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