

Virtual Annual General Meeting of GEA Group Aktiengesellschaft

held on Tuesday, April 30, 2024, at 10:00 hours (Central European Summer Time – CEST)

Explanatory notes to agenda item 1 pursuant to § 124a sentence 1 no. 2 AktG (German Stock Corporation Act)

Explanatory notes to the shareholder rights under § 122 (2), § 126 (1), § 127 and § 131 (1) AktG pursuant to § 121 (3) sentence 3 no. 3 AktG

The Annual General Meeting of GEA Group Aktiengesellschaft, held on Tuesday, April 30, 2024, at 10:00 CEST, pursuant to § 17 (5) of the Company's Articles of Association in conjunction with § 118a AktG, will be held as a virtual event without the physical presence of shareholders or their proxies, with the exception of the company's proxies. Considering the before said, we ask the shareholders to pay attention to the next comments regarding the use of their rights in connection with the holding of the virtual annual general meeting.

1. Explanatory notes to agenda item 1 pursuant to § 124a sentence 1 no. 2 AktG

Pursuant to §§ 172, 173 AktG no resolution on agenda item 1 is proposed, since the Supervisory Board approved the annual financial statements prepared by the Executive Board and the consolidated financial statements on March 6, 2024, with the annual financial statements thereby being adopted. § 175 (1) sentence 1 AktG merely stipulates that the Executive Board has to convene the Annual General Meeting for the shareholders to receive the adopted annual financial statements and the management report, among others, as well as to resolve on the appropriation of net earnings and, in the case of a parent company, to receive additionally the consolidated financial statements approved by the Supervisory Board and the group management report. The special case under § 173 AktG according to which the adoption of the annual financial statements is entrusted to the Annual General Meeting if the Executive Board and the Supervisory Board so resolve, does not apply.

2. Explanatory notes to the rights of the shareholders under § 122 (2), § 126 (1), § 127 and § 131 (1) AktG pursuant to § 121 (3) sentence 3 no. 3 AktG

The notice of the Annual General Meeting already includes information on the rights of shareholders in accordance with § 122 (2), § 126 (1), § 127 and § 131 (1) AktG. The next information will explain these rights further with consideration of the special rules of § 118a AktG regarding the holding of virtual general meetings.

The basic terms regarding the holding of a virtual general meeting read as follows:

§ 118a AktG reads:

- (1) *The by-laws may grant authority to the executive board to decide to hold the meeting without the physical presence of shareholders or their proxies (virtual annual general meeting). If a virtual annual general meeting is held, the following conditions have to be met:*
- 1. The whole meeting will be transmitted by video and audio system,*
 - 2. The exertion of the shareholders voting rights is possible via electronic communication, such as electronic participation, electronic absentee voting or proxy voting,*
 - 3. The shareholders, who are attending virtually, are allowed to provide motions and proposals for election via video communication during the meeting,*

4. *The shareholders are granted with a right to information via electronic communication pursuant to § 131 AktG,*
5. *If the executive board is making use of the possibility of § 131 (1a) sentence 1 AktG, the shareholders must have access to the report of the executive board or its essential content at the latest seven days prior to the meeting,*
6. *The shareholders are granted with the right pursuant to § 130a (1-4) to submit statements via electronic communication,*
7. *The shareholders, who are attending virtually, are granted with the right pursuant to § 130a (5) and (6) AktG to speak during the meeting via video communication,*
8. *The shareholders, who are attending virtually, are granted with the right to object to a resolution of the annual general meeting via electronic communication.*

§ 121 (7) is applied to the calculation pursuant to sentence 2 no. 5, for companies listed on the stock exchange, the publication should be via the homepage of the company. § 118 (1) sentence 3 and 4 as well as § 67a (2) sentence 1 and (3) shall apply mutatis mutandis.

- (2) *The members of the executive board should be present at the location of the annual general meeting. The same applies to the members of the supervisory board, if they can't participate via video and sound transmission pursuant to § 118 (3) sentence 2 AktG. The chair of the meeting, and in the cases pursuant to § 176 (2) sentence 1 and 2 AktG the auditor, must be present at the location of the general meeting. An appointed company's proxy pursuant to § 134 (3) sentence 5 AktG can participate at the location of the general meeting.*
- (3) *A term in the by-laws pursuant to (1) sentence 1, which allows the holding of virtual annual general meetings, must be limited. The holding of virtual annual general meetings enabled by such a term can only be allowed for a period no later than five years after the entry of the company*
- (4) *The granting of authorization of the executive board pursuant to (1) sentence 1 to allow in the by-laws the holding of virtual annual general meetings must be limited. The authorization can only be granted for a period no later than five years after the entry of the company.*
- (5) *If terms pursuant to (1) sentence 1 or authorizations are created via amendment of the by-laws,*
 1. *The term can allow the holding of virtual annual general meetings for a period no later than five years after the entry of the amendment of the by-laws and*
 2. *The authorization of the executive board can be granted for a period no later than five years after the entry of the amendment of the by-laws.*
- (6) *If this law or another law rules, that documents are to be made accessible during the general meeting, these documents must be published on the homepage of the company during the meeting or on another webpage, that is accessible via said homepage, for the virtually participating shareholders.*

§ 17 (5) of the Articles of Association

(5) The Executive Board is authorized to ensure that the General Meeting is held without the physical presence of shareholders or their proxies at the venue of the General Meeting (virtual General Meeting). This authorization is limited until the end of August 31, 2025.

a) Additions to the agenda pursuant to § 122 (2) AktG

Shareholders whose aggregate shares of stock account for 5% of the nominal capital or a pro-rata share of EUR 500,000.00 in nominal capital may request that items be added to the agenda and published. Such requests are to be sent to the Company's Executive Board in writing. Please send your corresponding request to the following address:

GEA Group Aktiengesellschaft
c/o Executive Board
Peter-Müller-Straße 12
40468 Düsseldorf, Germany

Pursuant to § 122 (2) sentence 3 AktG, the Company must receive such request no later than 30 days prior to the Annual General Meeting. The day of receipt and the day of the Annual General Meeting shall not be included in this period. The last valid date of receipt will therefore be **March 30, 2024, 24:00 hours (CET)**. Any requests for adding items to the agenda that are received thereafter will not be considered.

Each request for adding a new item to the agenda must be substantiated or accompanied by a motion for resolution. Petitioners must prove that they have held the shares for no less than 90 days prior to the date on which the request is received and that they will continue to hold such shares until the Executive Board has taken a decision as regards the motion (see § 122 (2) sentence 1 AktG in conjunction with (1) sentence 3 AktG). For the purpose of computing the period of share-ownership, § 70 AktG that specifies additional periods which may be considered as shareholding periods must be taken into account. The day such request is received is excluded from this period.

Any items added to the agenda that require publication – unless already communicated together with the notice of Annual General Meeting – will be published in the Federal Gazette without undue delay upon receipt of the request and forwarded for publication to such media that can be expected to disseminate the information throughout the entire European Union. Furthermore, they will be made accessible on the internet at gea.com/agm and communicated to the shareholders.

The rules of the German Stock Corporation Act (AktG) underlying these shareholder rights read as follows:

§ 122 (1) and 2 AktG

(1) The general meeting is to be convened wherever stockholders, whose shares of stock, in the aggregate, are at least equivalent to one twentieth of the share capital, demand that it be so convened, doing so in writing and citing the purpose and the reasons therefor; the demand is to be addressed to the management board. The by-laws may tie the right to demand that the general meeting be convened to a different form and to possession of a lesser portion of the share capital. The petitioners are to submit proof that they have been holders of the shares of stock since at least ninety (90) days prior to the date on which their demand is received, and that they will continue to so hold the shares until the management board takes a decision regarding their petition. Section 121 (7) shall apply mutatis mutandis.

- (2) *In like manner, stockholders whose shares of stock, in the aggregate, are at least equivalent to one twentieth of the share capital, or to a stake of 500 000 euros, may demand that items of business be set out in the agenda and be published by notice. Each item of business to be newly added to the agenda must include the reasons therefor or a proposal for a resolution. The demand in the sense of the first sentence must be received by the company at the latest twenty-four (24) days prior to the general meeting, in the case of companies listed on the stock exchange at the latest thirty (30) days prior to the general meeting; the date of its receipt shall not be included in calculating the period.*

b) Motions and proposals for election pursuant to §§ 118a (1) sentence 2 no. 3, 126 (1), 127 AktG

Shareholders may submit motions on individual agenda items (see § 126 AktG). This also applies to proposals for the election of Supervisory Board members or auditors (see § 127 AktG).

Subject to § 126 (2) and 3 AktG, shareholders' motions, including the respective shareholder's name, the substantiation of the motion and a potential comment by the management, are to be made accessible to the beneficiaries set out in § 125 (1-3) AktG (including, amongst others, shareholders who specifically make this request) in compliance with the requirements stipulated therein, provided that the respective shareholder has sent to the Company - to the address stated below - a countermotion in relation to a proposal submitted by the Executive Board and/or the Supervisory Board under a certain agenda item no later than 14 days prior to the Annual General Meeting. The day of receipt and the day of the Annual General Meeting shall not be included in this period. If the Company is to make countermotions accessible, the latest possible date of receipt will therefore be **April 15, 2024, 24:00 hours (CEST)**.

Proposals for election will only be made accessible if they include the proposed nominee's name, exercised profession and place of residence and, in the case of the election of Supervisory Board members, information about their membership in other statutory supervisory boards (see § 127 sentence 3 in conjunction with § 124 (3) sentence 4 and § 125 (1) sentence 5 AktG). Pursuant to § 127 sentence 1 AktG in conjunction with § 126 (2) AktG, there are further causes which do not require that proposals for election be made accessible. Otherwise, the prerequisites and regulations governing the publication of motions will apply *mutatis mutandis*.

Any motions or proposals for election submitted by shareholders in accordance with § 126 (1) and § 127 AktG must be exclusively addressed to:

GEA Group Aktiengesellschaft
Legal Department
Peter-Müller-Straße 12
40468 Düsseldorf, Germany
E-Mail: Hauptversammlung@gea.com

Countermotions or proposals for election sent to other addresses or submitted late will not be considered.

Any motions and proposals for election presented by shareholders (including the shareholder's name and a substantiation, as the case may be) that are to be made accessible, as well as any comments by the management will be made accessible upon receipt on the Company's website at gea.com/agm without undue delay.

Pursuant to § 126 (4) in conjunction with § 127 (1) sentence 1 AktG, countermotions or proposals for election that need to be made accessible in accordance with §§ 126 (1-3), 127 AktG are deemed to have been filed at the time they are made accessible. Voting rights on these motions may be exercised on the password-protected InvestorPortal as soon as the shareholders are able to prove

that they meet the requirements for exercising their voting rights as set out by law and under the Articles of Association, i.e., as soon as the requirements for registration and exercise of voting rights specified under Section V.4 have been met. Unless the shareholder submitting the motion and/or the election proposal is duly authorized and registered to participate in the Annual General Meeting, the motion and/or election proposal does not need to be dealt with at the meeting.

The Chairman's right to first of all put the proposals submitted by the management to the vote will remain unaffected. Should the proposals submitted by the management be adopted with the necessary majority of the votes, there will be no need to further consider the countermotions or (different) proposals for election.

Moreover, shareholders and/or their proxies, who electronically attend the meeting, may also submit motions and election proposals during the meeting by means of video communication via the InvestorPortal.

The rules of the German Stock Corporation Act (AktG) underlying these shareholder rights read as follows:

§ 126 AktG

- (1) *Motions by stockholders are to be made accessible to the beneficiaries set out in section 125 subsections (1) to (3), subject to the pre-requisites listed therein, including the name of the stockholder, the reasons for which the motions are being made, and a statement, if any has been made, by the management regarding its position, provided that the stockholder has sent, at the latest fourteen (14) days prior to the date of the general meeting, a counter-motion opposing a proposal or guidance by the management board and the supervisory board regarding a certain item of business set out in the agenda, specifying the reasons therefor, to the address set out for this purpose in the invitation convening the general meeting. The date on which the counter-motion is received shall not be included in calculating the period. In the case of companies listed on the stock exchange, the counter-motion shall be made accessible via the company's website. Section 125 (3) shall apply mutatis mutandis.*
- (2) *A counter-motion and the reasons for which it is being made need not be made accessible:*
- 1. .Inasmuch as the management board would be liable to punishment under law, were it to make such proposal accessible;*
 - 2. If the counter-motion were to result in the general meeting adopting a resolution that is in violation of the law or of the by-laws;*
 - 3. If the reasons make manifestly false or misleading statements regarding essential aspects, or if they are insulting;*
 - 4. If a counter-motion made by the stockholder based on the same facts and circumstances has already been made accessible pursuant to section 125 for a general meeting of the company;*
 - 5. If the same counter-motion of the stockholder, citing essentially the same reasons, has been made accessible pursuant to section 125 in the past five (5) years to at least two (2) general meetings of the company, and if less than one twentieth of the share capital represented voted for this counter-motion at the general meeting;*
 - 6. If the stockholder indicates that he will not attend the general meeting and will not have a proxy represent him;*
 - 7. If, in the past two (2) years at two (2) general meetings, the stockholder has failed to propose or to have proposed a counter-motion regarding which he has informed the company.*
- The reasons need not be made accessible if they amount to more than 5,000 characters in total.*

- (3) *Where several stockholders propose counter-motions regarding one and the same business to be resolved upon, the management board may combine the counter-motions and the reasons specified for them.*
- (4) *In case of a virtual general meeting, motions that are to be made accessible pursuant to (1-3) are deemed to have been filed at the time they are made accessible. The company must allow that the voting right to these motions can be exercised, as soon as the shareholders are able to prove that they meet the requirements for exercising their voting rights as set out by law and under the Articles of Association. Unless the shareholder submitting the motion is duly authorized and, if necessary, registered to participate in the general meeting, the motion does not need to be dealt with at the meeting.*

§ 127 AktG

Section 126 shall apply mutatis mutandis to nominations by stockholders of candidates for the supervisory board or for auditors of the annual accounts. No reasons need be specified for the nomination. The management board need not make accessible the nomination also in those cases in which the nomination does not include the information pursuant to section 124 (3), fourth sentence, and section 125 (1), fifth sentence. The management board is to supplement the nomination by a stockholder of candidates for the supervisory board of companies listed on the stock exchange, to which the Employee Co-Determination Act (MitbestG), the Act on the Co-Determination by Employees in the Supervisory Boards and Management Boards of Mining Enterprises and Enterprises in the Iron- and Steel-Producing Industry (MontanMitbestG), or the Amending Act on Employee Co-Determination in the Iron and Steel-Producing Industry (MontanMitbestGErgG) applies, by the following substantive content:

- 1. Indication of the requirements stipulated by section 96 (2),*
- 2. Whether an objection has been raised against the fulfilment of the ratio by the supervisory board as a whole pursuant to section 96 (2), third sentence, and*
- 3. The number of seats on the supervisory board that must be filled, at a minimum, by women and men, respectively, in order to fulfil the requirement as to the minimum ratio pursuant to section 96 (2), first sentence.*

§ 124 (3) sentence 4 AktG

The nominations of candidates for the supervisory board or for auditors shall state their names, profession exercised, and places of residence.

§ 125 (1) sentence 5 AktG

In the case of companies listed on the stock exchange, information on the candidates' membership in other supervisory boards mandated by the law is to be attached to any nomination of candidates for the supervisory board; information on their membership in comparable supervisory committees of business enterprises within Germany and abroad should be attached.

Regarding **§ 118a AktG**, please refer to above.

c) Submission of comments pursuant to §§ 118a (1) sentence 2 no. 6, 130a (1) to (4) AktG

Shareholders who have duly registered for participation in the Annual General Meeting, i.e., who have fulfilled the requirements for registration and exercise of voting rights specified under Section V.4), may submit comments on the items on the agenda via the InvestorPortal prior to the meeting (see § 130a (1) AktG).

Comments may be filed in writing and must not exceed a total of 10,000 characters.

Comments must be submitted by **April 24, 2024, 24:00 hours (CEST)**, exclusively via the InvestorPortal, which is available on the Company's website at gea.com/agm. By making such submissions, shareholders and/or their proxies agree that their comments are made accessible by disclosing their names.

Shareholder comments that are to be published will be made available on the Company's website at gea.com/agm no later than April 25, 2024, 24:00 hours (CEST).

Comments will not be made available if they are not submitted by a shareholder who has duly registered for participation in the virtual Annual General Meeting, if they exceed a total of 10,000 characters, or if they fall within the meaning of § 130a (3) sentence 4 in conjunction with § 126 (2) sentence 1 no. 1, no. 3 or no. 6 AktG.

Motions and election proposals, questions and objections to resolutions by the Annual General Meeting that are submitted in connection with the comments will not be considered at the Annual General Meeting; filing motions or submitting election proposals, exercising the right to information and lodging objections to resolutions passed by the Annual General Meeting is only possible via the channels specified separately in this Notice of Annual General Meeting.

The rules of the German Stock Corporation Act (AktG) and the Articles of Association underlying these shareholder rights read as follows:

§ 130a (1-4) AktG:

- (1) *In case of a virtual general meeting, the shareholders may submit comments on the items on the agenda before the meeting by electronic communication via the mentioned address in the notice. The right can be limited to duly registered shareholders. The extent of the comments can be suitable limited in the notice of the meeting.*
- (2) *Comments are to be submitted no later than five (5) days prior to the general meeting.*
- (3) *The submitted comments must be made available to all shareholders no later than four (4) days prior to the meeting. The making available can be limited to duly registered shareholders. For companies listed on the stock exchange, the publication must be via the homepage of the company and in case of sentence 2 also via another web page. § 126 (2) sentence 1 no. 1, 3 and 6 shall apply mutatis mutandis.*
- (4) *§ 121 (7) shall apply mutatis mutandis for the computation of the time allowed pursuant (2) and (3).*

Regarding **§ 118a AktG**, please refer to above.

d) Right to speak pursuant to §§ 118a (1) sentence 2 no. 7, 130a (5) and (6) AktG

Shareholders and/or their proxies who are electronically participating in the meeting shall be granted the right to speak by means of video communication at the meeting (see § 130a (5) AktG).

Oral contributions like requests to speak or motions can be registered from the start of the meeting exclusively via the InvestorPortal, which is available on the Company's website at gea.com/agm. For this purpose, a function allowing for virtual requests to speak will be set up on the InvestorPortal.

The chair of the meeting will give more details on the procedure for re-requesting and giving the floor at the Annual General Meeting.

The technical minimum requirement for a live video link is a web-enabled device equipped with a camera and a microphone, as well as a stable Internet connection. For recommendations on optimal video communication functionalities, please consult the Company's website at gea.com/agm.

The management reserves the right to check the functionality of the video communication between the shareholder and the Company during the meeting and prior to the oral contribution and to reject the latter if the functionality is not guaranteed (see § 130a (6) AktG).

Oral contributions may include motions and election proposals pursuant to § 118a (1) sentence 2 no. 3 AktG, as well as requests for information in accordance with § 131 (1) AktG.

The rules of the German Stock Corporation Act (AktG) and the Articles of Association underlying these shareholder rights read as follows:

§ 130a (5) and (6) AktG:

- 5) *The electronically participating shareholders must be granted a right to speak via video communication during the meeting. The offered form of video communication by the company has to be used for the speeches. Motions and proposals for election pursuant to § 118a (1) sentence 2 no. 3, the right to information pursuant to § 131 (1), queries pursuant to § 131 (1d) and further questions pursuant to § 131 (1e) can be part of the speeches. § 131 (2) sentence 2 shall apply mutatis mutandis.*
- 6) *The company can reserve for herself in the notice of the general meeting the right to verify the functioning of the video communication between the company and the shareholder during the meeting and before the speech, and to discard the speech if the functioning isn't secured.*

Regarding § 118a AktG, please refer to above.

e) Right to information pursuant to §§ 118a (1) sentence 2 no. 4, 131 AktG

At the Annual General Meeting, each shareholder or proxy may request information from the Executive Board about matters relating to the Company to the extent that such information is necessary for properly evaluating the respective agenda item (see §§ 118a (1) sentence 2 no. 4, 131 (1) AktG). The Executive Board may refrain from answering individual questions for the reasons specified under § 131 (3) AktG.

The Executive Board's duty to inform also comprises the legal and business relations of the Company with affiliated companies, as well as the situation of the Group and the companies included in the consolidated financial statements. In accordance with § 131 (1d) AktG, there is also a right to ask follow-up questions on all answers given by the Executive Board during the Annual General Meeting.

Pursuant to section 19 (3) of the Articles of Association, the chairman of the meeting may impose reasonable time limits on the shareholders' right to speak and ask questions and/or follow-up questions. At the beginning or during the course of the meeting, he may place limits on speaking time, the time allocated for questions (including follow-up questions and new questions), the combined time allowed for speaking and asking questions, and set an appropriate timeframe for the entire course of the General Meeting, for individual agenda items and for individual speakers; notably, this also includes the possibility of prematurely closing the list of speakers and ordering the end of the debate, if necessary.

It is planned that, pursuant to § 131 (1f) AktG, the chairman of the meeting will stipulate that the right to information and the right to ask follow-up questions may solely be exercised by means of video communication.

The rules of the German Stock Corporation Act (AktG) and the Articles of Association underlying these shareholder rights read as follows:

§ 131 AktG

- (1) The management board is to inform each stockholder at the general meeting, upon a corresponding request being made, concerning matters pertaining to the company insofar as this is required in order to appropriately adjudge the item of business set out in the agenda. The obligation to provide information shall also extend to include the legal and business relations of the company with an affiliated enterprise. Where a company avails itself of the eased requirements pursuant to section 266 (1), third sentence, section 276, or section 288 of the Commercial Code (HGB), then each stockholder may request that, at the general meeting deliberating on the annual accounts, the annual accounts be made available to him in the form that they would have without these eased requirements. The obligation of the management board of a parent company to provide information (section 290 subsections (1) and (2) of the Commercial Code (HGB)) at the general meeting to which the consolidated financial statements and the consolidated management report are submitted shall also extend to cover the situation of the group and the enterprises included in the consolidated financial statements.*
- (1a) In case of a virtual general meeting (1) sentence 1 shall apply subject to the ruling of the executive board, that questions of the shareholders must be submitted via electronic communication no later than three (3) days prior to the meeting. § 121 (7) shall apply mutatis mutandis for the computation of the time. Late submitted questions don't have to be considered.*
- (1b) The extent of the submitting of questions can be limited in the notice of the meeting. The right to submit questions can be suitably limited to duly registered shareholders.*
- (1c) The company must make rightfully submitted questions available for all shareholders before the general meeting and must answer these no later than one (1) day prior to the meeting, § 121 (7) shall apply mutatis mutandis for the computation of the time. For companies listed on stock exchange, the publication of the question and their answers must be available via the homepage of the company. § 126 (2) sentence 1 no. 1, 3 and 6 shall apply mutatis mutandis for the publication of the questions. If the answers are fully available one (1) day prior to and during the meeting, the executive board may refuse to provide answers.*
- (1d) A right to inquiry via electronic communication regarding all answers, that the executive board gave before and during the meeting, must be granted to every electronically participating shareholder. (2) sentence 2 shall also apply mutatis mutandis regarding this right.*
- (1e) In Addition, the right to ask questions via electronic communication regarding matters, which were revealed after the time limit pursuant (1a) sentence 1, must be granted to every electronically participating shareholder. (2) sentence 2 shall apply mutatis mutandis regarding this right.*
- (1f) The chairman of the meeting can limit the right to information pursuant (1), the right to inquiry pursuant (1d) and the right to ask questions pursuant (1e), so that it is solely exercised via video communication.*
- (2) The information provided is to correspond to the principles of conscientious and faithful accounting. The by-laws or the rules of procedure pursuant to section 129 may grant authority to the person chairing the meeting to impose reasonable time limits on the stockholder's right to ask questions and to speak and may also allow him to make further determinations concerning the details in this regard.*
- (3) The management board may refuse a request for information:*

1. *Inasmuch as the provision of the information, when adjudged applying prudent business judgment, is suited to cause a greater than insignificant disadvantage to the company or an affiliated enterprise;*
2. *Inasmuch as it refers to carrying values for tax purposes or the amount of individual taxes;*
3. *Regarding the difference between the value at which objects were stated in the annual balance sheet and a higher value of such objects, unless the general meeting approves and establishes the annual accounts;*
4. *Regarding the accounting and valuation methods insofar as it suffices to cite these methods in the notes in order to accurately represent the company's assets, financial position, and revenue situation in keeping with its actual circumstances in the sense of section 264 (2) of the Commercial Code (HGB); this shall not apply if the general meeting approves and establishes the annual accounts;*
5. *Inasmuch as the management board would be liable to punishment under law were it to provide the information;*
6. *Inasmuch as, in the case of a credit institution or financial services provider, no information need be provided regarding the accounting and valuation methods applied, nor regarding the netting performed in the annual accounts, management report, consolidated financial statements, or consolidated management report;*
7. *Inasmuch as such information is continuously accessible on the company's website for at least seven (7) days prior to commencement of the general meeting, and also in its course.*

Any refusal to provide information for other than the grounds set out above is not permissible.

- (4) *Where information has been provided to a stockholder because of his capacity as such, and this was done outside of the general meeting, it is to be provided to every other stockholder making a corresponding request at the general meeting, even if such information is not required in order to appropriately adjudge the item of business set out in the agenda. In case of a virtual general meeting, it must be guaranteed, that every electronically participating shareholder can submit his request pursuant sentence 1 via electronic communication. The management board may not refuse to provide the information in accordance with subsection (3), first sentence, nos. 1 to 4. The sentences 1 to 3 shall not apply if a subsidiary company (section 290 subsections (1) and (2) of the Commercial Code (HGB)), a joint venture (section 310 (1) of the Commercial Code (HGB)) or an associated enterprise (section 311 (1) of the Commercial Code (HGB)) issues the information to a parent company (section 290 subsections (1) and (2) of the Commercial Code (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) *Where a stockholder's request for information is refused, he may demand that his question and the grounds for refusing to provide the information be included in the minutes of the meeting. In case of a virtual general meeting, it must be guaranteed, that every electronically participating shareholder can submit his requests via electronic communication.*

§ 19 (3) of the Articles of Association

- (3) *The chairman may restrict the shareholders' right to speak and ask questions and/or follow-up questions to a reasonable space of time. He shall be entitled to set reasonable time limits at the beginning of the General Meeting or in its course, in particular restrict the speaking time, the time allowed for asking questions (including follow-up questions and new questions), the combined time allowed for speaking and asking questions, and set the appropriate timeframe for the whole*

meeting, for individual agenda items and for individual speakers; notably, this shall include the possibility of prematurely closing the list of speakers and ordering the end of the debate, if necessary.

Regarding **§ 118a AktG**, please refer to above.

f) Right of objection pursuant to § 118a (1) sentence 2 no. 8 AktG

Shareholders and/or their proxies, who are electronically participating in the meeting, may file an objection to one or several resolutions adopted by the Annual General Meeting via electronic communication (see § 118a (1) sentence 2 no. 8 AktG). Electronically lodging an objection will be possible from the beginning to the end of the Annual General Meeting via the InvestorPortal, which is available on the Company's website at gea.com/agm. The notary public has authorized the Company to accept objections via the InvestorPortal and will receive the objections via the InvestorPortal.

The rules of the German Stock Corporation Act (AktG) and the Articles of Association underlying these shareholder rights read as follows:

§ 245 sentence 1 no. 1, sentence 2 AktG

The following have authority to bring an action for avoidance:

- 1. any stockholder attending the general meeting, provided they have purchased the shares of stock already prior to notice of the agenda having been given by publication and provided they raised an objection concerning the resolution and had it recorded in the minutes;*

In case of the virtual general meeting, all electronically participating shareholders are to be treated as attended pursuant to sentence 1 no. 1.

Regarding **§ 118a AktG**, please refer to above.