

## **Information on participating in the virtual Annual General Meeting, on appointing a voting representative, and on postal votes**

Dear shareholders and shareholder representatives,

The following document contains important information on participating in the Annual General Meeting of our Company on Thursday, April 13, 2023, at 10:30 a.m., as well as on appointing a voting representative and on postal votes.

Please note that based on the newly adopted Act on the Introduction of Virtual General Meetings of Stock Corporations (*Gesetz zur Einführung virtueller Hauptversammlungen von Aktiengesellschaften*), this year's Annual General Meeting will take place as a virtual Annual General Meeting without the shareholders or their proxyholders being physically present (with the exception of the voting representative appointed by the company).

**For this reason, we urge you to pay particular attention to the following information.**

### **Entitlement to attend the virtual Annual General Meeting by way of registration and proof of share ownership**

In accordance with § 18 of the company's current Articles of Association, shareholders are entitled to attend the virtual Annual General Meeting and to exercise their voting rights if they have registered for the Annual General Meeting with the company at the following address and provide appropriate proof of their share ownership:

Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Str. 4, 92289 Ursensollen, Germany, fax: +49-40-4909-187603, email: [eintrittskarte@anmeldung-hv.de](mailto:eintrittskarte@anmeldung-hv.de).

Registrations for the Annual General Meeting must be received by the Company **no later than April 6, 2023 (midnight CEST)**. The proof of share ownership must reference the **beginning of March 23, 2023 (12:00 a.m. CET, the "record date")** and must also be received by the Company at the above address **no later than the end of April 6, 2023 (midnight CEST)**. Proof in accordance with Section 67c (3) of the German Stock Corporation Act (AktG) is sufficient.

In relation to the Company, only shareholders who have provided proof of share ownership can attend the Annual General Meeting and exercise their voting rights. The entitlement to attend the Annual General Meeting and the extent of the voting rights are determined solely by the shareholder's proven shareholdings on the record date. Although the record date does not impose a freeze on the sale or acquisition of shares, shares sold or acquired after the record date do not affect the entitlement to attend the Annual General Meeting or the extent of voting rights. The record date does not affect dividend entitlements.

After registration and proof of shareholding have been received prior to the aforementioned deadlines, shareholders who are eligible to participate will receive access cards indicating the number of their votes and the necessary login data for the Internet-based Annual General Meeting and voting system (AGM system). Shareholders can access the AGM system via the company's website at [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting). A sample access card can also be viewed on this website. The AGM system is expected to be available from March 27, 2023.

**To ensure the timely receipt of the access cards, we request that shareholders take care to submit their registration for the Annual General Meeting and the proof of their share ownership to the company in a timely manner.**

To gain access to the AGM system, please enter the number of your access card printed above the barcode in the field labeled "Access card number" (without spaces) and the access code, also printed above the barcode, in the field labeled "Access code." You can view your login details after registering. Please indicate whether you are exercising shareholder rights as a shareholder or as a proxy.

### **Viewing and participating in the virtual Annual General Meeting via the AGM system<sup>(1)</sup>**

You can join the Annual General Meeting live at any time on the day of the meeting via the AGM system or watch the Annual General Meeting in full via the public livestream on the Company's website at [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting).

Shareholders' rights may only be exercised by registered shareholders via the AGM system. You can exercise your voting rights also via the AGM system. For the purpose of being electronically connected to the Annual General Meeting within the meaning of Section 129 (1) sentence 3 AktG, in particular, to exercise your rights to information, to speak, and to submit

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<sup>(1)</sup> **Legal notice:**

Details on using the online service, data protection, and the disclaimer of liability are provided when accessing the Online Annual General Meeting and voting system.

motions, select the “Participate in the virtual Annual General Meeting” button in the AGM system. For further information regarding the rights to information, to speak, to submit motions and other shareholder rights, please refer to the “Explanations on the rights of shareholders” available on our website.

### **Exercising voting rights and appointing proxyholders**

In the AGM system, you have the option of casting your vote by postal vote yourself or through a third party authorized by you (“Postal voting”) or granting a voting proxy and issue instructions to the voting representative appointed by the Company (“Grant of voting proxy to voting representative appointed by the Company”). Details on this are explained below in the sections “Submitting postal votes,” “Granting a voting proxy to a third party,” and “Granting a voting proxy and issuing instructions to the voting representative appointed by the Company.”

### **Submitting postal votes**

You can cast your vote by postal voting. To do so, shareholders must submit their registrations for the Annual General Meeting and provide proof of share ownership in the manner described above by the deadline. Postal votes may be cast via the AGM system or using the postal voting form provided for this purpose on the access cards or on the Company’s website at **[www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting)** (“Postal voting form”). Voting by postal voting is possible via a corresponding selection field (“Postal voting”) in the AGM system.

Postal votes submitted via the AGM system must be cast in full by no later than the end of the voting at the Annual General Meeting. Until this time, any postal votes previously cast via the Internet or by postal voting can also be revoked or changed via the AGM system. If multiple votes are received, only the one received the most recently by the Company will be deemed valid. The vote most recently received by the Company is also binding if a proxy and voting instructions have previously been issued to a voting representative appointed by the Company. The access card printed with the necessary login information is required to submit postal votes using the AGM system.

For organizational reasons, votes submitted using the postal voting form must be received by the Company **by no later than the end of April 11, 2023 (midnight CEST)** by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Str. 4, 92289 Ursensollen, Germany), by fax (+49-40-4909-187603), or by email ([eintrittskarte@anmeldung-hv.de](mailto:eintrittskarte@anmeldung-hv.de)). We kindly ask for your understanding that votes received later via the postal voting form will not be accepted.

To the extent that you do not issue an express and clear vote on individual agenda items by postal vote, your vote on the respective items of the agenda will be considered as an abstention. If you do not vote expressly or clearly on any of the agenda items, you will not take part in the voting.

Proxyholders can also vote by postal vote. The explanations on granting a proxy to a third party (in the form described below in each case) apply with the necessary modifications; this is true in particular with regard to proof of the proxy.

### **Granting a voting proxy to a third party**

You may issue a proxy to a third party, e.g. a credit institution or a shareholders’ association, to exercise your shareholder rights. Even if a proxy is issued to a third party, shareholders must submit their registration for the Annual General Meeting and the proof of share ownership in the form described above by the deadline. To the extent that the proxy has not been issued to a credit institution, a shareholders’ association, or other persons or institutions with equivalent status to these under the provisions of stock corporation law, the granting of the proxy, its revocation, and proof of the proxy intended for the Company must be issued in *Textform* (written proof according to § 126b BGB). To grant proxies, we ask our shareholders to use the proxy form available on the Company’s website at **[www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting)** (“form for granting proxies to third parties”). The Company will also send a proxy form to shareholders on request.

For organizational reasons, proxies granted using the proxy form must be received **by no later than the end of April 11, 2023 (midnight CEST)** by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Str. 4, 92289 Ursensollen, Germany), by fax (+49-40-4909-187603) or by email ([eintrittskarte@anmeldung-hv.de](mailto:eintrittskarte@anmeldung-hv.de)). Please hand/send the complete original access card and this information sheet to your proxyholder, regardless of whether you hand/send the proxy to your proxyholder or the proxy is sent to the Company by fax or by email in advance. Any instructions on how to exercise your voting rights must be issued directly to the proxyholder.

If the proxy is not granted within the requisite period as described above using the proxy form, the following shall apply with respect to the proxy granted to the proxyholder: By using the AGM system, the proxyholder declares that he or she has been duly authorized. In this case, proof that a proxy has been granted must be served on the company by no later than 10:30 a.m. CEST on April 13, 2023 (date of receipt by the company). Please use the telefax number or e-mail address stated above to submit this proof.

Credit institutions, shareholders’ associations, or other persons or institutions with equivalent status to these under the provisions of stock corporation law may stipulate different provisions where they are to be appointed as proxies.

If a shareholder grants proxies to more than one person, the Company can reject one or more of such persons.

### **Granting a voting proxy and issuing instructions to the voting representative appointed by the Company**

We also offer you the option of issuing a proxy to an employee of the Company, who will act as your voting representative. Shareholders must still submit their registration for the Annual General Meeting and the proof of share ownership in the form described above by the deadline if they plan to grant a proxy to the voting representative appointed by the Company.

The Company has appointed Dr. Jens Geißler, Hamburg, Germany, as its voting representative with the right of sole representation and the right to issue sub-proxies. The Company's voting representative must be provided with express and clear instructions on how to exercise your voting rights. The voting representative is obligated to vote as instructed and will not exercise voting rights at his own discretion. To the extent that you do not issue express and clear instructions, the shareholder representative will abstain on the respective agenda items. If you grant the voting representative a proxy but no instructions, the voting representative cannot represent you at the Annual General Meeting.

Proxies and voting instructions to the proxy appointed by the Company may be issued after registering and submitting proof of share ownership by the deadline via the AGM system or in *Textform* using the form provided for this purpose on the access cards or on the Company's website at **www.Beiersdorf.com/Annual\_General\_Meeting** ("Form for proxy and instructions to the proxy"). It is possible to issue proxies and instructions via the AGM system using a corresponding selection field ("Granting a voting proxy and issuing instructions to the voting representative appointed by the Company") in the AGM system.

Proxies and instructions to the voting representative appointed by the company issued via the AGM system must have been issued in full by no later than the end of the voting at the Annual General Meeting. Proxies and instructions issued via the AGM system or the form may also be revoked or changed up to this point. If multiple proxies and instructions are received, only the one last received by the Company will be treated as binding. The proxy and voting instructions for the voting representative most recently received by the Company will also be deemed to be binding if a postal vote has previously been submitted via the Internet or in any other manner.

Proxies granted and instructions issued in *Textform* to the voting representative appointed by the Company can be sent to the Company before the Annual General Meeting by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Str. 4, 92289 Ursensollen, Germany), by fax (+49-40-4909-187603) or by email (eintrittskarte@anmeldung-hv.de). In this case, the fully completed form must be received by the Company **by no later than the end of April 11, 2021 (midnight CEST)** for organizational reasons. Thank you for your understanding that we cannot take account of proxies and instructions received after this date.

This does not affect the option to issue a proxy to the voting representative appointed by the company during the course of the Annual General Meeting via the AGM system. Shareholders must still submit their registration for the Annual General Meeting and proof of share ownership in the manner described above by the deadline if they plan to grant a proxy to the voting representative appointed by the Company.

### **Confirmations of votes cast and counted**

Confirmation of votes received electronically in accordance with Section 118(1)(3) *AktG* and confirmation of the vote count in accordance with Section 129(5) *AktG* will be provided via the Internet-based AGM system. Confirmations may also be requested from the Company by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Str. 4, 92289 Ursensollen, Germany), by fax (+49-40-4909-187603), or by email (eintrittskarte@anmeldung-hv.de).