

## **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 14, 2022, at 10:30 a.m. as well as on appointing a voting representative and on postal votes.

Please note that in view of the still ongoing coronavirus pandemic this year's Annual General Meeting again is being held solely as a virtual meeting without the physical presence of shareholders or their proxyholders. This has necessitated changes in the procedures during the Annual General Meeting and with the shareholders' rights.

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

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

According to § 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 address given below and submitted appropriate proof of their share ownership in German or English from their custodian bank to the following address:

Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Strasse 4, 92289 Ursensollen, Germany, fax: +49 (0) 40 4909-187603, e-mail: [eintrittskarte@anmeldung-hv.de](mailto:eintrittskarte@anmeldung-hv.de).

Registrations for the Annual General Meeting must reach the Company at the aforementioned address **by no later than the end of April 7, 2022 (24:00 hrs CEST)**. The proof of share ownership must refer to the beginning of **March 24, 2022 (00:00 hrs CET, the so-called record date)** and must be received by the Company at the abovementioned address **by no later than the end of April 7, 2022 (24:00 hrs CET)**. Proof in accordance with § 67a (3) AktG shall be 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 acquisition or sale of shares, shares acquired or sold 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, shareholders who are eligible to participate receive admission cards indicating the number of their votes and the necessary login data for the Online Annual General Meeting and voting system (AGM system). A sample of the admission card can be found on the Company's website at [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting).

**To ensure the timely receipt of the admission 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 good time.**

### **Viewing the Annual General Meeting**

Physical attendance at this year's Annual General Meeting is not possible. However, you can follow the entire Annual General Meeting live on the Company's website at [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting).

### **Exercising voting rights and appointing proxyholders via the AGM system<sup>(1)</sup>**

On the Company's website at [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) you can access the AGM system in the section entitled »Online Annual General Meeting and voting system«. In this access restricted area which is only accessible to shareholders who registered within the requisite period you can use the selection fields there to exercise your voting rights and to grant proxyholders voting rights. The login data for the AGM system can be found on the admission card which will be sent to you after you register for participation. To log onto the AGM system, please enter the exact number printed above the barcode on your admission card in the »Admission card number« field (without spaces) and the access code likewise printed above the barcode in the »Access code« field on the login screen for the Online Annual General Meeting and voting system.

## Dear Shareholders and Shareholder Representatives,

Welcome to the Virtual Annual General Meeting and voting system (AGM system) for the Annual General Meeting of Beiersdorf Aktiengesellschaft on April 14, 2022.

On the following pages, you can cast your votes on the agenda items that have been announced by submitting a **postal vote** or by **granting a proxy and issuing instructions to the voting representative appointed by the Company** ("voting representative").

You can also use this system to submit questions to the company prior to the Annual General Meeting (until April 12, 2022, 24:00 hrs CEST) and also to submit inquiries during the Annual General Meeting. Further, you can view the livestream (German/English) of the Annual General Meeting.

To use the AGM system, you require an admission card for the Annual General Meeting. You will receive this when you duly register for the Annual General Meeting with Beiersdorf Aktiengesellschaft at the following address, and submit special proof of your share ownership in Textform (written proof according to § 126b Bürgerliches Gesetzbuch (German Civil Code, BGB)) in German or English from your custodian bank, at the following address:

## Registration

Please enter the admission card number (six digits, without spaces) printed on your entry card and the printed access code (eight digits), then click on the **>>Register<<** button to continue the dialog.

Admission card number:

Access code:

After registering, you can view your login data. Please state whether you are exercising the shareholders' rights as a shareholder or as a proxyholder. After you have made this selection, you can submit your vote by postal voting (»Postal voting«) or grant 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«).

You can cast your vote by postal voting, grant voting proxies and issue instructions via the AGM system. Details can be found in the sections entitled »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 can be submitted via the AGM system or by using the postal voting form included on the admission card to the Annual General Meeting and made available on the Company's website at [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) (»form for postal vote«).

The corresponding selection field (»Postal voting«) can be found in the AGM system in accordance with the description contained in the section entitled »Viewing the Annual General Meeting and exercising voting rights and appointing proxyholders«.

#### Postal voting

Direct exercise of voting rights regarding the announced agenda items.

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. Any postal votes previously submitted over the Internet or by another channel (e.g. by using the postal voting form) can also be revoked or changed via the AGM system up to that time. If multiple votes are received, only the one last received by the Company will be treated as binding. The last vote received by the Company is also binding if a voting proxy has been granted and instructions issued to the voting representative appointed by the Company. The admission card printed with the necessary login information is required to submit postal votes via the Internet. Shareholders can access the AGM system via the Company's German website at [www.Beiersdorf.de/Hauptversammlung](http://www.Beiersdorf.de/Hauptversammlung) (see [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) for the English version).

Votes submitted using the postal voting form must be received by the Company **by no later than the end of April 12, 2022 (24:00 hrs CEST)** by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Strasse 4, 92289 Ursensollen, Germany) by fax (+49 (0) 40 4909-187603) or by e-mail ([eintrittskarte@anmeldung-hv.de](mailto:eintrittskarte@anmeldung-hv.de)). Thank you for your understanding that we cannot take account of postal votes received after this date.

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 regulations for 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 another person or institution, a shareholders' association, or a credit institution 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 AGM system or the proxy form included on the admission card or 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.

Proxies granted using the proxy form must be received by the Company **by no later than the end of April 12, 2022 (24:00 hrs CEST)** by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Strasse 4, 92289 Ursensollen, Germany), by fax (+49 (0) 40 4909-187603) or by e-mail ([eintrittskarte@anmeldung-hv.de](mailto:eintrittskarte@anmeldung-hv.de)). Please hand/send the complete original admission 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 e-mail 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 10:30 hrs CEST on April 14, 2022 (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**

If you are unable to submit a postal vote and do not wish to issue a proxy to a third party to exercise your voting rights, we can offer you the option of issuing a proxy to an employee of the Company, who will act as your voting representative, prior to the Annual General Meeting. 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 issued with express and clear instructions on how to exercise your voting rights. The voting representative is obliged 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.

Following registration and submission of proof of share ownership by the deadline, the proxy and the instructions to the voting representative appointed by the Company on exercising your voting rights can be issued via the AGM system ([www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting)) or in *Textform* using the proxy and instruction forms that are included on the admission card to the Annual General Meeting and made available on the Company's website at [www.Beiersdorf.com/Annual\\_General\\_Meeting](http://www.Beiersdorf.com/Annual_General_Meeting) (»proxy and instruction form for the proxy appointed by the Company«).

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 Internet or previously by another channel 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 last proxy and instruction issued to the voting representative and received by the Company shall also be binding if a postal vote was previously submitted over the Internet or by another channel. The corresponding selection field (»Granting a voting proxy and issuing instructions to the voting representative appointed by the Company«) can be found in the AGM system in accordance with the description contained in the section entitled »Viewing the Annual General Meeting and exercising voting rights and appointing proxyholders«.

**Grant of voting proxy to voting representative appointed by the Company**

Before you may issue instructions to the voting representative regarding the exercise of your voting rights, you must first issue the appropriate proxy.

I/We hereby appoint the voting representative selected by the Company, Dr. Jens Geißler, to represent me/us as my/our proxy with the right to issue sub-proxies at the Annual General Meeting of Beiersdorf Aktiengesellschaft on April 14, 2022, and to exercise my/our voting rights in accordance with my/our instructions provided below.

Issuance of proxy

Proxies granted and instructions issued in *Textform* to the voting representative appointed by the Company can be sent to the Company by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Strasse 4, 92289 Ursensollen, Germany), by fax (+49 (0) 40 4909-187603) or by e-mail (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 12, 2022 (24:00 hrs 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.

**Confirmation of votes cast and counting of votes**

A confirmation of the votes cast in accordance with § 118 (1) s. 3 AktG and of the counting of votes in accordance with § 129 (5) AktG can be accessed via the AGM system. These confirmations can also be requested from the Company by postal mail (Beiersdorf Aktiengesellschaft, c/o HV AG, Jakob-Oswald-Strasse 4, 92289 Ursensollen, Germany), by fax (+49 (0) 40 4909-187603) or by e-mail (eintrittskarte@anmeldung-hv.de).

**Legal notices:**

- <sup>(1)</sup> 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.