



This document is a translation of the original German version and is intended to be used for informational purposes only. While every effort has been made to ensure the accuracy and completeness of the translation, please note that the German original is binding.

Explanations on the rights of shareholders¹

In accordance with section 118a of the German Stock Corporation Act ('Aktengesetz' - AktG)² in conjunction with section 26n (1) of the Introductory Act to the German Stock Corporation Act ('Einführungsgesetzes zum Aktengesetz' – EGAktG), the Administrative Board of GFT Technologies SE has decided to hold the company's Annual General Meeting as a virtual general meeting. The right of shareholders and their proxies (with the exception of the proxies appointed by the company) to physically attend the Annual General Meeting is thus excluded.

Compared to an Annual General Meeting with physical attendance, holding the Annual General Meeting as a virtual general meeting pursuant to section 118a AktG results in some modifications to the procedure of the Annual General Meeting as well as to the exercising of shareholders' rights.

The entire virtual Annual General Meeting will be broadcast completely in sound and vision on the shareholder portal, which will be accessible to duly registered shareholders or their proxies via www.gft.com/agm. The voting rights of shareholders or their proxies may be exercised by means of electronic postal voting or by granting power of attorney and issuing instructions to the proxies appointed by the company. Prior to the meeting, duly registered shareholders may also submit statements by means of electronic communication. During the meeting, shareholders who are connected electronically to the meeting will be granted the right to speak at the meeting by means of video communication. They are also entitled, as part of their right to speak at the meeting by means of video communication, to submit motions, to make election nominations and to request information. They may by means of electronic communication also declare objections to resolutions of the Annual General Meeting and have them recorded in the minutes.

The convocation of the virtual Annual General Meeting already contains information on shareholders' rights. The following provides a more detailed explanation of these shareholder rights.

1. Requests for additions to the agenda pursuant to article 56 SE-Reg, section 50 (2) SEAG, section 122 (2) AktG

Shareholders whose shares together amount to 5% of share capital (this corresponds to – rounded up to the next higher whole number of shares – 1,316,298 GFT shares) or the prorated amount of €500,000.00 (corresponding to 500,000 GFT shares) may request that items be added to the agenda and published. This quorum is required for requests for additions to the agenda by shareholders of a European Company (SE) in accordance with article 56 sentence 3

¹ In the interests of readability, this convocation does not use gender-specific terms. All references to persons are to be understood as gender neutral.

² The provisions of the German Stock Corporation Act (AktG) and of the Introductory Act to the German Stock Corporation Act (EGAktG) shall apply to the rights of the company's shareholders in accordance with the relevant regulations of Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European company (SE), insofar as nothing to the contrary results from more specific provisions of the German SE Implementation Act ('SE-Ausführungsgesetz' - SEAG), which are referred to separately. In this context, references to the 'management board' and to the 'supervisory board' in the AktG provisions cited in the following explanations are to be read as references to the Administrative Board in the case of GFT Technologies SE, which has a one-tier structure.



of Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European company (SE) (SE-Reg), in conjunction with section 50 (2) of the German SE Implementation Act ('SE-Ausführungsgesetz' - SEAG). Section 50 (2) SEAG corresponds in substance to section 122 (2) sentence 1 AktG. The minimum holding period applicable in the case of a stock corporation under German law pursuant to section 122 (1) sentence 3 AktG does not apply to the shareholders of an SE.

Pursuant to section 122 (2) sentence 2 AktG, each new item must be accompanied by a statement of reasons or a draft resolution. Requests for additions to the agenda must be received by the company in writing at least 30 days prior to the Annual General Meeting (not counting the day of receipt and the day of the Annual General Meeting), i.e. by **22 May 2023, 24:00 hours** (CEST; corresponds to 22:00 hours UTC) at the latest. Requests for additions received after this deadline will not be considered. Shareholders are requested to submit such requests for additions to the following address:

GFT Technologies SE
Rechtsabteilung
Schelmenwasenstraße 34
70567 Stuttgart
Germany

Requests for additions to the agenda which are required to be announced will be published in the Federal Gazette without undue delay after receipt of the request and forwarded for publication to such media as can be expected to disseminate the information throughout the European Union. They will also be made available online at www.gft.com/agm. The provisions of the SE-Reg, the SEAG and the AktG underlying these shareholders' rights are presented in the extracts below:

Article 56 SE-Reg

One or more shareholders who together hold at least 10% of an SE's subscribed capital may request that one or more additional items be put on the agenda of any general meeting. The procedures and time limits applicable to such requests shall be laid down by the national law of the Member State in which the SE's registered office is situated or, failing that, by the SE's statutes. The above proportion may be reduced by the statutes or by the law of the Member State in which the SE's registered office is situated under the same conditions as are applicable to public limited-liability companies.

Section 50 SEAG Convening and adding items to the agenda upon minority request (extract: subsection 2)

One or more shareholders holding at least 5% of the registered share capital or a nominal amount of at least 500,000 euros may request that one or more additional items be put on the agenda of any general meeting.

**Section 122 AktG****Convening the general meeting upon a corresponding demand being made by a minority
(extract: subsection 1 sentence 1 and 2, and subsection 2)**

- (1) *The general meeting is to be convened wherever shareholders, 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. ...*
- (2) *In like manner, shareholders 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.*

Section 124 AktG**Notice by publication of demands for amendment; guidance regarding resolutions
(extract: subsection 1)**

- (1) *Where the minority pursuant to section 122 (2) has demanded that items of business be set out in the agenda, said items of business are to be published by notice either together with the invitation convening the general meeting or, if that is not the case, without undue delay after the demand has been received. Section 121 (4) shall apply mutatis mutandis; moreover, in the case of companies listed on the stock exchange, section 121 (4a) shall apply mutatis mutandis. The notice is to be published and forwarded in the same way as the invitation convening the general meeting.*

The Articles of Incorporation of GFT Technologies SE do not contain any provision pursuant to article 56 sentence 3 SE-Reg, according to which the right to demand that items be added to the agenda is linked to the ownership of a lower proportion of the share capital.

2. Countermotions and election nominations pursuant to sections 126 (1), 127 AktG

Each shareholder is also entitled to submit countermotions to proposals of the Administrative Board on specific items of the agenda as well as nominations for election. Countermotions and election nominations by shareholders for the Annual General Meeting must be submitted exclusively to the following address (by post or by e-mail)

GFT Technologies SE
Rechtsabteilung
Schelmenwasenstraße 34
70567 Stuttgart
Germany
E-mail: hauptversammlung@gft.com

or, under the conditions of section 67c AktG, by transmission through intermediaries. Countermotions and/or election nominations addressed in any other way do not have to be made accessible.



Countermotions and election nominations from shareholders received by the company at the above address at least 14 days prior to the Annual General Meeting (not including the day of receipt and the day of the Annual General Meeting), i.e. by **7 June 2023, 24:00 hours** (CEST; corresponds to 22:00 hours UTC), will be made accessible without undue delay on the website www.gft.com/agm, including the name of the shareholder, any grounds to be made available and any statement by the management.

The company may refrain from making a countermotion and its grounds, if any, as well as an election nomination accessible if the exclusion criteria of section 126 (2) AktG printed below are met. Moreover, a nomination does not have to be made accessible if it does not contain the name, profession and place of residence of the proposed person. In the case of auditing companies, the name, profession and place of residence must be replaced by the company name and registered office. Nominations for the election of members of the Administrative Board need not be made accessible if they are not accompanied by information on the proposed candidate's memberships in other statutory supervisory boards within the meaning of section 125 (1) sentence 5 AktG.

In accordance with section 126 (4) AktG, countermotions and election nominations which are to be made accessible shall be deemed to have been made at the time they are made accessible. Shareholders who have duly registered for the Annual General Meeting may exercise their voting rights in respect of these motions. If the shareholder proposing the motion or the election nomination has not duly registered for the Annual General Meeting, the countermotion or election nomination need not be dealt with at the Annual General Meeting.

Countermotions and election nominations as well as other motions may also be made during the virtual Annual General Meeting as part of an address.

The provisions of the German Stock Corporation Act (AktG) on which these shareholder rights are based, which also stipulate the conditions under which countermotions and election nominations need not be made available, are presented in the extracts below:

Section 118a AktG
Virtual general meeting
(extract: subsection 1 sentence 2 number 3)

- (1) ... If a virtual shareholders' meeting is held, the following requirements shall be met:
- ...
3. shareholders connected electronically to the meeting shall be granted the right to submit motions and election nominations by means of video communication at the meeting,

Section 126 AktG
Motions by shareholders

- (1) Motions by shareholders 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 shareholder, 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 shareholder has sent, at the latest fourteen (14) days prior to the date of the general meeting, a countermotion 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 shareholder 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 shareholder, 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 shareholder 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 shareholder 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 shareholders 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 the case of a virtual general meeting, motions to be made available in accordance with subsections 1 to 3 shall be deemed to have been submitted at the time they are made available. The company shall enable voting rights on these motions to be exercised as soon as the shareholders can prove that they meet the legal or statutory requirements for exercising voting rights. If the shareholder who has submitted the motion is not duly authorized to do so and, if registration is required, has not duly registered for the general meeting, the motion need not be dealt with at the meeting.*

Section 127 AktG
Nominations by shareholders
(extract: sentences 1 to 3)

Section 126 shall apply mutatis mutandis to nominations by shareholders 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. ...



Section 124 AktG

Notice by publication of demands for amendment; guidance regarding resolutions; (extract: subsection 3 sentence 4)

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

Section 125 AktG

Notifications for the shareholders and to members of the supervisory board (extract: subsection 1 sentence 5)

- (1) ... *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.*

Section 130a AktG

Right to submit statements and speak at virtual general meetings (extract: subsection 5)

- (5) *Shareholders connected electronically to the meeting shall be granted the right to speak at the meeting by means of video communication. The form of video communication offered by the company is to be used for addresses. Motions and election nominations pursuant to section 118a (1) sentence 2 no. 3, requests for information pursuant to section 131 (1), follow-up questions pursuant to section 131 (1d) and further questions pursuant to section 131 (1e) may be part of the address. Section 131 (2) sentence 2 applies accordingly.*

3. Submission of statements pursuant to section 130a (1) to (4) AktG

Shareholders who have duly registered for the Annual General Meeting, or their proxies, have the right to submit statements on items on the agenda no later than five days before the Annual General Meeting – not counting the day of receipt and the day of the Annual General Meeting – i.e. by **16 June 2023, 24:00 hours** (CEST; corresponds to 22:00 hours UTC).

Submissions must be made in text form via the shareholder portal. Statements may not exceed 15,000 characters (including spaces). The company will make the statements accessible via the website www.gft.com/agm no later than four days before the meeting, i.e. by 17 June 2023, 24:00 hours (CEST; corresponds to 22:00 hours UTC), stating the name of the shareholder submitting the statement.

Statements will not be made accessible if they exceed 15,000 characters (including spaces). Furthermore, they will not be made accessible under the conditions of section 130a (3) sentence 4 AktG in conjunction with section 126 (2) sentence 1 no. 1, no. 3 or no. 6 AktG if they contain offensive, criminally relevant, obviously false or misleading content or if the shareholder indicates that he/she will not attend the Annual General Meeting by electronic means and will not be represented by a proxy.

Motions and election nominations, questions and objections to resolutions of the Annual General Meeting in the context of statements submitted in text form shall not be considered at the Annual General Meeting. Questions may only be asked at the virtual Annual General Meeting in the context of the right to speak (cf. the following section 'Right to speak and right to request information'). Countermotions and election nominations may only be made via the



channels described separately (cf. the sections 'Counter motions and election nominations' and 'Right to speak and right to request information').

The provisions of the German Stock Corporation Act (AktG) on which this shareholder right is based are presented in the extracts below:

Section 118a AktG
Virtual general meeting
(extract: subsection 1 sentence 2 number 6)

(1) ... If a virtual shareholders' meeting is held, the following requirements shall be met:

...

6. shareholders shall be granted the right to submit statements pursuant to section 130a subsections 1 to 4 by means of electronic communication,

....

Section 130a AktG
Right to submit statements and speak at virtual general meetings
(extract: subsections 1 to 4)

- (1) In the case of a virtual general meeting, shareholders have the right to submit statements on the items on the agenda prior to the meeting by means of electronic communication using the address designated for this purpose in the invitation of the general meeting. The right may be confined to shareholders who have duly submitted notification of attendance at the meeting. The length of the statements may be reasonably restricted in the invitation.
- (2) Statements shall be submitted by no later than five days prior to the meeting.
- (3) The submitted statements shall be made available to all shareholders by no later than four days prior to the meeting. Availability of them may be confined to shareholders who have duly submitted notification of attendance at the meeting. In the case of stock exchange listed companies, they shall be made available via the website of the company; in the case of sentence 2, they may also be made available via the website of a third party. Section 126 (2) sentence 1 numbers 1, 3 and 6 apply accordingly.
- (4) Section 121 (7) applies to calculation of the deadlines specified in subsections 2 and 3 sentence 1.

4. Right to speak and right to request information pursuant to section 130a (5) and (6) AktG and section 131 AktG

Shareholders or their proxies who are electronically connected to the Annual General Meeting have the right to speak and to request information at the Annual General Meeting, which is exercised by means of video communication. Motions and election nominations, as well as all types of requests for information, may be part of such an address. Requests for information may not be submitted by other means.

According to section 131 (1) AktG, information may be requested about the company's affairs, provided that the information is necessary for the proper evaluation of an item on the agenda and that there is no right to refuse the disclosure of such information. The duty to disclose information also extends to the company's legal and business relations with its affiliated



companies. Furthermore, the duty to disclose information also relates to the position of the Group and the companies included in the consolidated financial statements.

According to section 22 (1) sentence 3 of the company's Articles of Incorporation, the chairperson of the meeting is entitled to impose reasonable time limits on the shareholders' right to speak and to request information. In particular, the chairperson is entitled, at the beginning or during the Annual General Meeting, to set a reasonable time frame for the entire course of the Annual General Meeting, for the discussion of the individual agenda items and for individual shareholder addresses.

From the beginning of the Annual General Meeting, shareholders or their proxies can register to speak via the shareholder portal. Before an address or a request for information is admitted, the video communication between the shareholder and the company is checked to ensure that it is functioning properly. For this purpose, the shareholder will be directed to a virtual waiting room. The main meeting can be followed in parallel via stream. From the virtual waiting room, the shareholder is connected live to the Annual General Meeting in order to speak or request information. The company reserves the right to reject addresses or requests for information if the functionality of the video communication is not ensured.

The provisions of the German Stock Corporation Act (AktG) on which these shareholder rights are based are presented in the extracts below:

Section 118a AktG
Virtual general meeting
(extract: subsection 1 sentence 2 number 4 and number 7)

(1) ... If a virtual shareholders' meeting is held, the following requirements shall be met:

...

4. shareholders are granted a right to request information in accordance with section 131 by means of electronic communication,

...

7. shareholders connected electronically to the meeting shall be granted the right to speak at the meeting by means of video communication pursuant to section 130a subsections 5 and 6,

....

Section 130a AktG
Right to submit statements and speak at virtual general meetings
(extract: subsections 5 and 6)

(5) Shareholders connected electronically to the meeting shall be granted the right to speak at the meeting by means of video communication. The form of video communication offered by the company is to be used for addresses. Motions and election nominations pursuant to section 118a (1) sentence 2 no. 3, requests for information pursuant to section 131 (1), follow-up questions pursuant to section 131 (1d) and further questions pursuant to section 131 (1e) may be part of the address. Section 131 (2) sentence 2 applies accordingly.

(6) In the invitation, the company may reserve the right to examine the working order of video communication between the shareholder and the company at the meeting and prior to the address and to reject the address if the working order is not ensured.



Section 131 AktG
Shareholder's right to request information

- (1) *The management board is to inform each shareholder 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 also extends 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) sentence 3, section 276 or section 288 of the Commercial Code, each shareholder may request that, at the general meeting deliberating on the annual financial statements, the annual financial statements be made available to them in the form that they would be in without these eased requirements. The obligation of the management board of a parent undertaking (section 290 (1) and (2) of the Commercial Code) to provide information at the general meeting to which the consolidated financial statements and the consolidated management report are submitted also extends to cover the situation of the group and the enterprises included in the consolidated financial statements.*
- (1a) *In the case of a virtual general meeting, subsection 1, sentence 1 is to be applied with the proviso that the management board may stipulate that questions from shareholders be submitted no later than three days before the meeting by means of electronic communication. Section 121 (7) applies to calculation of the time limit. Questions not submitted on time are not required to be considered.*
- (1b) *The length of the questions submitted can be appropriately limited in the invitation. The right to submit questions can be restricted to shareholders who have duly registered for the meeting.*
- (1c) *The company shall make available to all shareholders those questions duly submitted before the meeting and shall answer them no later than one day before the meeting; section 121 (7) applies to calculation of the time limit. In the case of stock exchange listed companies, the questions and the answers thereto shall be made available via the website of the company. Section 126 (2) sentence 1, numbers 1, 3 and 6 apply accordingly with regard to making the questions available. If the answers are continuously available one day prior to the meeting and during the meeting, the management board may refuse to provide information on these questions in the meeting.*
- (1d) *Any shareholder who has joined the meeting electronically shall be granted the right to ask follow-up questions in the meeting by means of electronic communication with regard to all answers given by the management board prior to the meeting and during the meeting. Subsection 2, sentence 2 also applies to the right to ask follow-up questions.*
- (1e) *Moreover, any shareholder who has joined the meeting electronically shall be granted the right to ask questions in the meeting by means of electronic communication with regard to matters that did arise after expiry of the time limit pursuant to subsection 1a, sentence 1. Subsection 2, sentence 2 also applies to this right to ask questions.*
- (1f) *The chair of the meeting may stipulate, that the right to request information pursuant to subsection 1, the right to ask follow-up questions pursuant to subsection (1d) and the right to ask questions pursuant to subsection (1e) at the general meeting may be exercised solely by means of video communication.*



- (2) *The information provided shall comply with the principles of conscientious and accurate reporting. The articles or rules of procedure pursuant to section 129 may authorise the chair of the meeting to apply reasonable time limits to the shareholder's right to ask questions and to speak and to specify relevant details in this regard.*
- (3) *The management board may refuse a request for information,*
1. *inasmuch as the provision of the information, when assessed 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 financial statements;*
 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 within the meaning of section 264 (2) of the Commercial Code; this does not apply if the general meeting approves and establishes the annual financial statements;*
 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, a financial services provider or a securities institution, no information need be provided regarding the accounting and valuation methods applied, nor regarding the netting performed in the annual financial statements, 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 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 shareholder because of their capacity as such, and this was done outside of the general meeting, it is to be provided to every other shareholder 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 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 means of electronic communication. The management board may not refuse to provide the information in accordance with subsection 3 sentence 1 numbers 1 to 4. Sentences 1 to 3 do not apply if a subsidiary undertaking (section 290 (1) and (2) of the Commercial Code), a joint venture (section 310 (1) of the Commercial Code) or an associated enterprise (section 311 (1) of the Commercial Code) issues the information to a parent undertaking (section 290 (1) and (2) of the Commercial Code) for purposes of including the company in the consolidated financial statements of the parent undertaking and the information is required for this purpose.*
- (5) *Where a shareholder's request for information is refused, the shareholder may demand that their question and the grounds for refusing to provide the information be included in the minutes of the meeting. 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 means of electronic communication.*



**Section 22 of the Articles of Incorporation
Course of the General Meeting
(extract: subsection 1 sentence 3)**

... The Chairperson of the Meeting is authorised to impose reasonable time limits on the shareholders' right to ask questions and speak for the entire course of the General Meeting, for the discussion of individual agenda items or for questions and speeches by individual speakers at the beginning or during the course of the General Meeting.

5. Declaration of objections to resolutions of the Annual General Meeting

Shareholders or their proxies who have duly registered and are electronically connected to the Annual General Meeting have the right to object to resolutions of the Annual General Meeting by means of electronic communication. Such an objection may be declared from the beginning to the end of the Annual General Meeting via the shareholder portal at www.gft.com/agm.

The provisions of the German Stock Corporation Act (AktG) on which this shareholder right is based are presented in the extracts below:

**Section 118a AktG
Virtual general meeting
(extract: subsection 1 sentence 2 number 8)**

(1) *... If a virtual shareholders' meeting is held, the following requirements shall be met:*

...

- 8. shareholders connected electronically to the meeting shall be granted a right to object to a resolution of the general meeting by means of electronic communication.*

**Section 245 AktG
Authority to bring an action for avoidance
(extract: sentence 1 number 1 and sentence 2)**

The following have authority to bring an action for avoidance

- 1. any shareholder attending the general meeting, provided they have purchased the shares 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 the case of a virtual general meeting, all shareholders connected to the meeting electronically shall be deemed to be in attendance within the meaning of sentence 1 number 1.