

# 23

**Annual General Meeting**  
June 15, 2023

Information on Agenda Item 1  
and Shareholders' Rights



## 1) Information on Agenda Item 1 pursuant to Section 124a sentence 1 no. 2 in conjunction with Section 278 (3) Stock Corporation Act

Item 1 of the Agenda of the General Meeting of DWS Group GmbH & Co. KGaA is:

Presentation of the Annual Financial Statements and Consolidated Financial Statements for fiscal year 2022, the Summarized Management Report and the Consolidated Management Report for fiscal year 2022 and the Report of the Supervisory Board, all having been approved by the Supervisory Board; Resolution to adopt the Annual Financial Statements of DWS Group GmbH & Co. KGaA for fiscal year 2022

The Supervisory Board reviewed and approved the annual financial statements and consolidated financial statements prepared by the General Partner in accordance with Section 171 Stock Corporation Act. In accordance with Section 286 (1) Stock Corporation Act, the General Meeting only resolves on the adoption of the annual financial statements with the consent of the General Partner.

No resolution is to be passed on the other documents submitted in this respect:

The conditions under which the General Meeting would have to approve the consolidated financial statements pursuant to Section 173 (1) Stock Corporation Act are not met. Section 283 nos. 9 and 10 in conjunction with Section 175 (1) sentence 1 Stock Corporation Act merely stipulate that the General Meeting shall receive the management report, the consolidated financial statements approved by the Supervisory Board and the group management report (and that the General Meeting shall resolve on the appropriation of a balance sheet profit, which is submitted for resolution under Agenda Item 2). The report of the Supervisory Board (Section 171 (2) Stock Corporation Act) does also not require a resolution by the General Meeting.

## 2) Information pursuant to Section 121 (3) sentence 3 no. 3 Stock Corporation Act regarding the rights of the shareholders as set forth in Sections 118a (1), 122 (2), 126 (1) and (4), 127, 130a, 131, 245 no. 1 Stock Corporation Act (each in conjunction with Section 278 (3) Stock Corporation Act)

The invitation to the General Meeting includes information regarding the rights of shareholders pursuant to Sections 118a (1), 122 (2), 126 (1) and (4), 127, 130a, 131, 245 Stock Corporation Act (each in conjunction with Section 278 (3) Stock Corporation Act). The following information is intended for further information purposes.

### 2.1 Requests for additions to the agenda pursuant to Section 122 (2) in conjunction with Section 278 (3) Stock Corporation Act

Pursuant to Section 122 (2) in conjunction with Section 278 (3) Stock Corporation Act,

shareholders whose aggregate shareholdings represent one-twentieth of the share capital or the proportionate amount of € 500,000 (the latter corresponds to 500,000 shares) may request that items be placed on the Agenda and published. Each new item of the Agenda must also include a reason or a resolution proposal. Requests must be addressed in writing (Section 126 Civil Code) to the General Partner of DWS Group GmbH & Co. KGaA (“the company” or “DWS KGaA”) and received by the company at least 30 days before the General Meeting; the day of the General Meeting and the day of receipt are not included in this calculation. Based on this, the last possible date for the receipt of requests is May 15, 2023, 24:00 hours (CEST). Requests received after this date will not be considered. The address of the General Partner is as follows:

DWS Group GmbH & Co. KGaA  
General Partner  
Executive Board of the General Partner DWS Management GmbH  
Mainzer Landstr. 11-17  
60329 Frankfurt am Main  
Germany

Pursuant to Section 122 (2) in conjunction with (1) in conjunction with Section 278 (3) Stock Corporation Act, shareholders making such requests must prove that they have held the required number of shares for at least 90 days prior to the day the request is received and that they will hold the shares until the General Partner decides on the request. Section 121 (7) Stock Corporation Act is to be applied accordingly to the calculation of the period. According to this, the days are counted back, whereby the day on which the request is received shall not be included, and any move from a Sunday, Saturday or public holiday to a preceding or subsequent business day shall not be possible. Sections 187 to 193 Civil Code shall not be applied accordingly. For the purposes of proof, it is sufficient to provide an equivalent note of confirmation issued by the institution where the securities account is held. A claim to the transfer of ownership vis-à-vis a credit institution, financial services provider or an enterprise operating pursuant to Section 53 (1) sentence 1 or Section 53b (1) sentence 1 or (7) Banking Act is considered to be the same as ownership. The period during which the share was owned by a predecessor in title shall be attributed to the shareholder, provided that he / she has acquired the share without payment from his / her fiduciary, as a successor in title by operation of law, in connection with the dissolution of a community of interests or as a result of a transfer of assets in accordance with Section 13 Insurance Supervision Act or Section 14 Building and Loan Associations Act (cf. Section 70 Stock Corporation Act).

Additional agenda items that are to be published – if they have not already been published upon convening the meeting – will be published in the German Federal Gazette (Bundesanzeiger) without delay after the company receives them and forwarded for publication to such media that can be expected to distribute the information throughout the European Union. Furthermore, without delay after receipt by the company, the additional agenda items will be made accessible on the website <https://group.dws.com/ir/annual-general-meeting> and announced to all shareholders.

Below is the wording of the regulations of the Stock Corporation Act upon which this

shareholder right is based:

*Section 122 (1) and (2) Stock Corporation Act (Convening of a meeting at the request of a minority)*

*(1) The general meeting shall be convened if shareholders having an aggregate shareholding amounting to one-twentieth of the share capital, request such a meeting in writing, stating the purpose of and reasons for such a meeting; such a request shall be addressed to the management board. The articles of association may provide that the right to request convening of a general meeting shall require another form or the holding of a lower proportion of the share capital. Persons submitting a request must prove that they have held the shares for at least 90 days before the date the request is received and that they hold the shares until the management board decides on the request. Section 121 (7) shall be applied accordingly.*

*(2) In the same manner, shareholders with an aggregate shareholding of one-twentieth of the share capital or who represent an amount of the share capital corresponding to € 500,000, may request that items are placed on the agenda and published. Each new item shall be accompanied by an explanation or a resolution proposal. The request in the sense of sentence 1 shall be provided to the company at least 24 days, in the case of listed companies at least 30 days prior to the meeting; the day of receipt shall not be included in this calculation.*

*Section 278 Stock Corporation Act (Nature of the public partly limited partnership)*

*(3) In all other cases, the provision of Book 1 relating to the stock corporation applies accordingly to the public partly limited partnership unless anything to the contrary is stipulated in the provisions set out below or results from the lack of a management board.*

**2.2 Shareholders' proposals and election proposals pursuant to Section 126 (1) and (4), 127, 130a (5) sentence 3, 118a (1) sentence 2 no. 3 Stock Corporation Act (each in conjunction with Section 278 (3) Stock Corporation Act)**

According to Sections 126 and 127 in conjunction with Section 278 (3) Stock Corporation Act, every shareholder is entitled to have his/her counterproposal or election proposal made accessible to the persons listed in Section 125 (1) to (3) in conjunction with Section 278 (3) Stock Corporation Act based on the requirements stipulated therein. If shareholders wish for these to be made accessible, counterproposals (with their reasons) and election proposals are to be sent solely to:

DWS Group GmbH & Co. KGaA  
Investor Relations  
Mainzer Landstr. 11-17  
60329 Frankfurt am Main  
Germany  
Fax: +49 69 910-32223  
E-mail: investor.relations@dws.com

Counterproposals or election proposals that are addressed differently will generally not be considered. Counterproposals should stipulate a reason; this does not apply to election proposals (however, they should contain, if they are to be made publicly available, the information specified in Section 124 (3) sentence 4 and Section 125 (1) sentence 5 in conjunction with Section 278 (3) Stock Corporation Act).

Counterproposals within the meaning of Section 126 in conjunction with Section 278 (3) Stock Corporation Act and election proposals in the meaning of Section 127 Stock Corporation Act in conjunction with Section 278 (3) Stock Corporation Act will be published along with any comments by management on the website <https://group.dws.com/ir/annual-general-meeting> together with the name of the shareholder and, in the case of counterproposals, the reasons, provided these are received by the company at least 14 days before the General Meeting, whereby the day of receipt and the day of the General Meeting are not to be counted. Based on this, the last possible date for the receipt of proposals is May 31, 2023, 24:00 hours (CEST). There is no obligation to publish counterproposals and election proposals – even when the aforementioned deadlines have been met – for the cases laid down in Section 126 (2) in conjunction with Section 278 (3) Stock Corporation Act, and additionally for election proposals in case of Section 127 sentence 3 in conjunction with Section 278 (3) Stock Corporation Act.

Counterproposals and election proposals that are to be made accessible by the company in advance in accordance with Sections 126 and 127 in conjunction with Section 278 (3) Stock Corporation Act are, in accordance with Section 126 (4) Stock Corporation Act, deemed to have been put forward at the time they are made accessible. Voting on them can take place following timely registration. The counterproposal or election proposal does not have to be dealt with at the General Meeting if the shareholder who submitted the proposal or election proposal is not properly registered for the General Meeting.

Furthermore, shareholders connected electronically to the General Meeting can submit counterproposals, election proposals and other proposals within the permissible framework also during the General Meeting through the means of video communication, i.e. as part of a speech, without the need to submit the proposal or election proposal in advance in accordance with Sections 126, 127 Stock Corporation Act. For this, it is necessary that the shareholder is registered using the secure shareholder portal for a speech, as part of which the shareholder can then submit his or her proposal or election proposal. A more detailed description of the procedure set out for this, as well as the legal and technological prerequisites and the authority of the Chairman of the General Meeting to determine appropriate restrictions on the speaking time and the time for submitting questions is given under 2.4.

Below is the wording of the regulations of the Stock Corporation Act upon which these shareholders' rights are based and which also set out the requirements under which it is possible to refrain from publishing counterproposals and election proposals:

## *Section 126 Stock Corporation Act (Proposals by shareholders)*

- (1) Proposals by shareholders together with the shareholder's name, a statement of grounds for the proposal and any comments of the management shall be made available to the relevant persons entitled pursuant to Section 125 (1) to (3) under the conditions stated therein if at least 14 days before the meeting the shareholder has sent to the address stated in the notice convening the meeting a counterproposal against a proposal of the management board and supervisory board with respect to a particular item on the agenda, including a statement of grounds for the counterproposal. The date of receipt shall not be taken into account. In the case of listed companies, publishing shall be made available on the company's website. Section 125 (3) shall apply correspondingly.*
- (2) A counterproposal and the statement of grounds for the proposal need not be published if*
- 1. the management board would become criminally liable by reason of making available the counterproposal and the grounds therefor,*
  - 2. the counterproposal would result in a resolution of the general meeting which would be illegal or would violate the articles of association,*
  - 3. the grounds contain statements which are manifestly false or misleading in material respects or which are libellous,*
  - 4. a counterproposal of such shareholder based on the same facts has already been published with respect to a general meeting of the company pursuant to Section 125,*
  - 5. the same counterproposal of such shareholder on essentially identical grounds has already been published pursuant to Section 125 to at least two general meetings of the company within the past five years and at such general meetings less than one-twentieth of the share of capital represented has voted in favour of such counterproposal,*
  - 6. the shareholder indicates that he will neither attend nor be represented at the general meeting, or*
  - 7. within the past two years at two general meetings the shareholder has failed to make or cause to be made on his behalf a counterproposal communicated by him.*

*The statement of the grounds need not be published if its total length is more than 5,000 characters.*

- (3) If several shareholders make counterproposals for resolution in respect to the same subject matter, the management board may combine such counterproposals and the respective statements of the grounds*
- (4) In the case of a virtual general meeting, proposals to be made available in accordance with Section 126 (1) through (3) shall be deemed to have been submitted at the*

*time they are made available. The company shall enable voting rights on these proposals to be exercised as soon as the shareholders can prove that they meet the requirements for exercising voting rights stipulated by law or in the articles. If the shareholder who has submitted the proposal is not duly authorized to do so and, if notifications for attendance is required, has not given due notification of attendance at the general meeting, the proposal does not have to be dealt with at the general meeting.*

*Section 127 sentence 1 to 3 Stock Corporation Act (Election proposals by shareholders)*

*<sup>1</sup>Section 126 shall apply analogously to a proposal by a shareholder for the election of members of the supervisory board or external auditors. <sup>2</sup>Such proposal need not be substantiated. <sup>3</sup>The management board is under no obligation to make available the proposal unless it contains the information required under Section 124 (3) sentence 4 and Section 125 (1) sentence 5.*

*Section 124 (3) sentence 4 Stock Corporation Act (Publication of re-quests for supplements; proposals for resolutions)*

*<sup>4</sup>The proposal for the election of members of the supervisory board or external auditors shall state their name, profession and place of residence.*

*Section 125 (1) sentence 1 and 5, (2), (3) Stock Corporation Act (Communications to shareholders and supervisory board members)*

*(1)<sup>1</sup> The management board of a company that has not exclusively issued registered shares shall, at least 21 days before the meeting, announce the convening of the meeting to the following:*

- 1. Intermediaries that have shares of the company in custody,*
- 2. shareholders and intermediaries who requested the announcement,*
- 3. shareholders' associations which requested the announcement or had exercised voting rights on behalf of shareholders in the preceding general meeting.*

*<sup>5</sup>In the case of listed companies, any proposal for the election of supervisory board members must be accompanied by details on their membership in other supervisory boards whose establishment is required by law; details on membership in comparable domestic and foreign controlling bodies of economic enterprises should also be provided.*

*(2) The management board of a company that has issued registered shares shall provide the same announcement to those who are registered as in the company's share register at the beginning of the 21st day before the meeting as well as to the shareholders and intermediaries who requested the announcement and to the shareholders'*

*associations which requested the announcement or had exercised voting rights on behalf of shareholders in the preceding general meeting.*

- (3) *Each member of the supervisory board may request that the management board send the same communications to him.*

#### *Section 118a (1) sentence 2 no. 3 Stock Corporation Act (Virtual General Meeting)*

*<sup>2</sup>If a virtual general meeting is held, the following requirements must be met:*

*3. shareholders connected electronically to the meeting shall be granted the right to submit motions and election proposals by means of video communication at the meeting,*

#### *Section 130a (5) sentence 3 Stock Corporation Act (Right to submit statements and right to speak at the virtual general meeting)*

*<sup>3</sup>Proposals and election proposals pursuant to Section 118a (1) sentence 2 no. 3, the request 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 speech.*

### **2.3 Right to submit statements pursuant to Section 118a (1) sentence 2 no. 6 and Section 130a (1) to (4) in conjunction with Section 278 (3) Stock Corporation Act**

Shareholders who have duly registered for the General Meeting may submit statements on the items of the Agenda in text form by means of electronic communication via the secure shareholder portal, available via the website of the Company (<https://group.dws.com/ir/annual-general-meeting>).

Statements in text form should be limited to 10,000 characters each in length (including spaces) to ensure a proper sorting by the Company.

Statements must be submitted in text form no later than 24:00 CEST on Friday, June 9, 2023. Submitted statements will be made available on the website of the Company (<https://group.dws.com/de/ir/hauptversammlung>) until Saturday, June 10, 2023, 24:00 CEST. Statements will not be translated by the Company.

Please note that the Company reserves the right to refrain from publishing statements if and to the extent the Managing Directors of the General Partner would expose themselves to penalties by making the statement available or if the statement includes information that is obviously wrong, misleading or if it includes insults or if the shareholder expresses that he does not intend to participate in the General Meeting or be represented (Sections 130a (3) sentence 4, 126 (2) sentence 1 nos. 1, 3 and 6 Stock Corporation Act). Further, the Company reserves the right to make statements not available if they are not related to the Agenda of the General Meeting.



The statement will be published on the Company's website (<https://group.dws.com/ir/annual-general-meeting>) together with the name of the shareholder – provided the shareholder or the representative have not expressly disagreed to such disclosure when submitting the statement.

Please note that questions, counterproposals and election proposals as well as objections must be submitted exclusively via the channels described in the sections "Right to request information pursuant to Sections 118a (1) sentence 2 no. 4, 130a (5) sentence 3, 131 in conjunction with 278 (3) Stock Corporation Act, "Counter proposals and election proposals of shareholders pursuant to Sections 126 (1) and (4), 127, 130a (5) sentence 3, 118a (1) sentence 2 no. 3 in conjunction with Section 278 (3) Stock Corporation Act" and "Objections against resolutions of the General Meeting". Accordingly, questions, proposals and election proposals and objections included in a pre-submitted statement will be disregarded.

Below is the wording of the regulations of the Stock Corporation Act upon which these shareholders' rights are based:

#### *Section 118a (1) sentence 2 no. 3 Stock Corporation Act (Virtual General Meeting)*

*<sup>2</sup>If a virtual general meeting is held, the following requirements must be met:*

*6. shareholders shall be granted the right to submit statements in accordance with Section 130a (1) to (4) by means of electronic communication,*

#### *Section 130a (1) to (4) Stock Corporation Act (Right to submit statements and right to speak at virtual general meetings)*

*(1) In the case of virtual general meetings, shareholders shall have the right to submit statements on the items on the agenda prior to the meeting by way of electronic communication using the address communicated for this purpose in the convening of the meeting. This right may be restricted to shareholders who have duly registered for the meeting. The scope of statements may be appropriately limited in the convening of the meeting.*

*(2) Statements shall be submitted no later than five days before the meeting.*

*(3) The statements submitted shall be made available to all shareholders no later than four days before the meeting. Such disclosure may be restricted to shareholders who have duly registered for the meeting. In the case of listed companies, such disclosure shall be made on the website of the company; in the case of sent. 2, disclosure may also be made on the website of a third party. Section 126 (2) sentence 1 no. 1, 3 and 6 shall apply mutatis mutandis.*

*(4) Section 121 (7) shall apply to the calculation of the deadlines specified in (2) and (3) sentence 1.*

## 2.4 Right to speak pursuant to Sections 118a (1) sentence 2 no. 7, 130a (5) and (6) in conjunction with Section 278 (3) Stock Corporation Act

Shareholders or representatives who are electronically participating in the General Meeting have the right to speak at the General Meeting by means of video communication. Proposals and election proposals pursuant to Section 118a (1) sentence 2 no. 3 Stock Corporation Act as well as all other relevant requests for information pursuant to Section 131 Stock Corporation Act may be part of a live statement.

The Chairman of the Supervisory Board in his function as Chairman of the General Meeting intends to determine pursuant to Section 131 (1f) Stock Corporation Act that the right of the shareholders to request information in the Virtual General Meeting may only be exercised by means of video communication, i.e. via exercising the right to speak.

From the beginning of the General Meeting, the function in the secure shareholder portal, available via the website of the Company (<https://group.dws.com/ir/annual-general-meeting>), to register for a live statement will be activated. In the course of the registration for a live statement, the shareholders or their representatives are required to enter their names (mandatory field) and thereby consent that their names are published.

Shareholders or representatives who have registered in the secure shareholder portal will be activated for their live statement in the secure shareholder portal after the Chairman of the General Meeting has called them up by name.

Pursuant to Section 24 (2) sentence 1 of the Articles of Association, the Chairman of the General Meeting directs the proceedings and determines the sequence of speakers and the sequence in which items on the Agenda are dealt. Pursuant to Section 24 (2) sentence 2 of the Articles of Association, he may in the course of the General Meeting determine appropriate restrictions on the speaking time, the time for putting questions and/or the total time available in general for speaking and putting questions or for individual speakers.

For the video communication, shareholders or representatives need a stable internet connection and an Internet-capable device with a camera, microphone and audio output. Further details on the technical requirements for live statements can be found on the Company's website under <https://group.dws.com/ir/annual-general-meeting>.

The Company reserves the right to test the functionality of the video communication between the shareholder or representative and the Company in the General Meeting prior to each live statement and may refuse them in case the functionality is not ensured. Independent of this, the Company offers to the shareholders or their representatives on the day before the General Meeting the chance to test the functionality of the video communication for the live statement (non-binding). For this purpose, the button "live statement" will be activated in the secure shareholder portal on June 14, from 10:00 to 12:00 CEST.

Shareholders taking the opportunity of a statement by means of vision and sound should be aware that the entire General Meeting including the respective statement (as described above) will be broadcasted live on the internet for shareholders and the interested public without any access restrictions and the entire General Meeting will be recorded including the statements. Following the General Meeting, it is not planned to make the record available on the Company's website. Please note that the Chairman of the General Meeting will call up the shareholders or representatives admitted to a statement by name.

The provisions of the Stock Corporation Act which form the basis of the aforementioned shareholder right, as well as the provision of the Articles of Association on the charing of the General Meeting and time restrictions on the right to speak and ask questions, read as follows:

#### *Section 118a (1) sentence 2 no. 3 Stock Corporation Act (Virtual General Meeting)*

*<sup>2</sup>If a virtual general meeting is held, the following requirements must be met:*

*7. shareholders connected electronically to the meeting shall be granted the right to speak at the meeting by means of video communication in accordance with Section 130a (5) and (6),*

#### *Section 130a (5) and (6) Stock Corporation Act*

*(5) Shareholders connected electronically to the meeting shall be granted the right to speak at the meeting by way of video communication. The form of video communication offered by the Company shall be used for the speeches. Motions and election proposals pursuant to Section 118a (1) sentence 2 no. 3, the request 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 speech. Section 131 (2) sentence 2 shall apply mutatis mutandis.*

*(6) The Company may reserve the right in the convening the meeting to check the functionality of the video communication between the shareholder and the Company in the meeting and prior to the speech and to reject the speech if the functionality is not ensured.*

#### *Section 24 (2) sentence 1 and 2 of the Articles of Association*

*The Chairman of the General Meeting directs the proceedings and determines the sequence of speakers and the sequence in which the items on the agenda are dealt with. In the course of the General Meeting he may determine appropriate restrictions on the speaking time, the time for putting questions and/or the total time available in general for speaking and putting questions or for individual speakers.*

## 2.5 Right to request information pursuant to Sections 118a (1) sentence 2 no. 4, 130a (5) sentence 3, 131 in conjunction with Section 278 (3) Stock Corporation Act

Within the general meeting, each shareholder may request information from the General Partner regarding the affairs of the Company to the extent this is necessary for the appropriate assessment of the items on the Agenda (cf. Section 131 (1) sentence 1 in conjunction with Section 278 (3) Stock Corporation Act). The obligation to provide information also extends to the Company's legal and business relations with any affiliated enterprises as well as to the situation of the group and enterprises included in the group financial statement.

To improve the quality of the answers by the Company and the transparency to the shareholders and to enable the shareholders to prepare better for the General Meeting, the General Partner has decided on the basis of Section 131 (1a), (1b) sentence 2 in conjunction with Section 278 (3) Stock Corporation Act that questions of duly registered shareholders and their representatives must be submitted no later than three days prior to the General Meeting at the latest, i.e. by June 11, 2023, 24:00 MESZ, by means of electronic communication via the secure shareholder portal, available via the website of the Company (<https://group.dws.com/ir/annual-general-meeting>). Other forms of submission are excluded. Only shareholders who have duly registered and provided proper confirmation of their share ownership may submit questions in this way. After the expiry of the aforementioned deadline, questions may be disregarded.

Duly submitted questions will be made available to all shareholders on the website of the Company (<https://group.dws.com/ir/annual-general-meeting>) and will be answered by the Company no later than one day prior to the General Meeting, i.e. until June 13, 2023, 24:00 CEST. The answers will also be made available on the website of the Company. The questions and the answers will remain available during the entire General Meeting. Provided the answers are continuously available no later than one day prior to the General Meeting and continuously available during the General Meeting, the General Partner may refuse to answer these questions in the General Meeting pursuant to Section 131 (1c) sentence 4 in conjunction with Section 278 (3) Stock Corporation Act.

The General Partner reserves the right to refrain from making question available if and to the extent the Managing Directors of the General Partner would expose themselves to penalties by making the question available or if the question includes information that is obviously wrong, misleading or if it includes insults or if the shareholder expresses that he does not intend to participate in the General Meeting or be represented (Sections 131 (1c) sentence 3, 126 (2) sentence 1 nos. 1, 3 and 6 in conjunction with Section 278 (3) Stock Corporation Act).

In addition, each shareholder who is electronically participating in the General Meeting may ask questions in the General Meeting on matters that have only arisen after expiry of the aforementioned deadline for the submission of questions (June 11, 2023, 24:00 CEST). Further, each shareholder who is participating electronically in the General Meeting may ask follow-up questions in the General Meeting by means of electronic communication regarding all answers given by the General Partner before and in the General

Meeting. It is intended that the Chairman of the Supervisory Board in his function as Chairman of the General Meeting, will determine that the right to request information may be exercised in the General Meeting exclusively by way of video communication, i.e. within the framework of the exercise of the right to speak (cf. section "Right to speak pursuant to Sections 118a (1) sentence 2 no. 7, 130a (5) and (6) in conjunction with Section 278 (3) Stock Corporation Act.

When registering for a live statement via the secure shareholder portal (in the course of which the shareholder or representative may exercise the right to request information in the General Meeting), the questioner is required to enter his name (mandatory field). Thereby, the questioner consents that the name is disclosed. In the course of the publication of questions and answers on the Company's website prior to the General Meeting, the name of the questioner will only be disclosed if the questioner has provided consent that the name may be disclosed when submitting the question via the secure shareholder portal. In both cases, there is no claim of the questioner that his name is disclosed.

Section 131 (4) in conjunction with Section 278 (3) Stock Corporation Act stipulates that if information has been provided to a shareholder outside the general meeting in his capacity as a shareholder, it shall be provided to any other shareholder or his representative at his request during the general meeting, even if it is not necessary for the proper assessment of the item on the Agenda. Within the framework of a virtual general meeting, it must be ensured that any shareholder or representative who is electronically participating in the general meeting may submit his request in accordance with Section 131 (4) sentence 1 Stock Corporation Act at his choice either in a live statement via video communication and/or by means of electronic communication via the secure shareholder portal, available via the Company's website (<https://group.dws.com/ir/annual-general-meeting>).

Section 131 (5) sentence 1 in conjunction with Section 278 (3) Stock Corporation Act stipulates that where a shareholder's or his representative's request for information is refused, he may demand that his question and the grounds for refusing to provide information be included in the minutes of the General Meeting. Within the framework of the virtual general meeting it is ensured that each shareholder or representative who is electronically participating in the general meeting may submit his request pursuant to Section 131 (5) sentence 1 Stock Corporation Act at his choice either in a live statement via video communication and/or by means of electronic communication via the secure shareholder portal, available via the Company's website (<https://group.dws.com/ir/annual-general-meeting>). It is ensured that requests pursuant to Section 131 (5) sentence 1 in conjunction with Section 278 (3) Stock Corporation Act submitted via the secure shareholder portal are during the General Meeting directly forwarded to the notary for recording in the minutes.

The report of the General Partner or its essential content will be made available to the shareholders on the Company's website (<https://group.dws.com/ir/annual-general-meeting>) no later than seven days prior to the General Meeting, i.e. by June 7, 2023, 24:00 CEST. In addition, the Company intends to make the speech of the Chairman of the Supervisory Board or its essential content available on the Company's website

(<https://group.dws.com/ir/annual-general-meeting>) no later than June 7, 2023, 24:00 CEST, to enable the shareholders to exercise their shareholder rights on a broad information basis. Modifications for the day of the General Meeting remain reserved.

The provisions of the Stock Corporation Act which these shareholders' rights are based on and which also set out the requirements under which it is possible to refrain from providing information is given below:

#### *Section 118a (1) sentence 2 no. 4 Stock Corporation Act (Virtual General Meeting)*

*<sup>2</sup>If a virtual general meeting is held, the following requirements must be met:*

*4. shareholders shall be granted a right to information pursuant to Section 131 by way of electronic communication,*

#### *Section 130a (5) sentence 3 Stock Corporation Act (Right to submit statements and right to speak at virtual general meetings)*

*<sup>3</sup>Motions and election proposals pursuant to Section 118a (1) sentence 2 no. 3, the request 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 speech.*

#### *Section 131 Stock Corporation Act (Right of shareholders to request information)*

*(1) Upon request, each shareholder shall be provided with information by the management board at the general meeting regarding the Company's affairs to the extent that such information is necessary for a proper evaluation of the item on the agenda. The duty to provide information shall also extend to the legal and business relations of the Company with an affiliated company. If a company makes use of the simplifications pursuant to Section 266 (1) sent. 3, Section 276 or Section 288 Commercial Code, each shareholder may demand that the annual financial statements be presented to him at the general meeting on the annual financial statements in the form which would have been used without these simplifications. The duty of the management board of a parent company (Section 290 (1), (2) Commercial Code) to provide information at the general meeting at which the consolidated financial statements and the group management report are presented also extends to the situation of the Group and the companies included in the consolidated financial statements.*

*(1a) In the case of a virtual general meeting, (1) sent. 1 shall apply subject to the proviso that the management board may specify that shareholders' questions must be submitted by electronic communication no later than three days before the meeting. Section 121 (7) shall apply to the calculation of the deadline. Questions not submitted by the deadline need not be taken into account.*

*(1b) The scope for submitting questions may be appropriately limited in the convening of the meeting. The right to submit questions may be restricted to shareholders who have*

*duly registered for the meeting.*

*(1c) The Company shall make duly submitted questions available to all shareholders prior to the meeting and answer them no later than one day before the meeting; Section 121 (7) shall apply to the calculation of the deadline. In the case of listed companies, the questions shall be made available and answered on the Company's website. Section 126 (2) sentence 1 no. 1, 3 and 6 shall apply mutatis mutandis to the making available of the questions. If the answers are continuously accessible one day before the start of and at the meeting, the management board may refuse to provide information on these questions at the meeting.*

*(1d) Every shareholder who is electronically connected to the meeting shall be granted a right to ask follow-up questions at the meeting by means of electronic communication regarding all answers given by the management board before and at the meeting. (2) sent. 2 also applies to the right to ask follow-up questions.*

*(1e) In addition, every shareholder who is electronically connected to the meeting shall be granted the right at the meeting by means of electronic communication to ask questions on matters which have only arisen after the expiry of the period pursuant to (1a) sentence 1. (2) sentence 2 shall also apply to this right to ask questions.*

*(1f) The chairman of the meeting may determine that the right to information pursuant to (1), the right to ask follow-up questions pursuant to (1d) and the right to ask questions pursuant to (1e) may be exercised at the general meeting exclusively by means of video communication.*

*(2) The information shall comply with the principles of conscientious and faithful accountability. The Articles of Association or the Rules of Procedure pursuant to Section 129 may authorize the chairman of the meeting to impose reasonable time limits on the shareholder's right to ask questions and to speak and may specify further details.*

*(3) The management board may refuse to provide information,*

*1. insofar as the provision of the information is likely, according to sound business judgment, to cause not inconsiderable disadvantage to the Company or an affiliated company;*

*2. insofar as it relates to tax valuations or the amount of individual taxes;*

*3. about the difference between the value at which items are shown in the annual balance sheet and a higher value of these items, unless the general meeting ascertains the annual financial statements;*

*4. on the accounting and valuation methods, insofar as the disclosure of these methods in the notes suffices to provide a true and fair view of the net assets, financial position and results of operations of the Company within the meaning of Section 264 (2) Commercial Code; this shall not apply if the general meeting ascertains the annual*

*financial statements;*

*5. insofar as the management board would render itself liable to prosecution by providing the information;*

*6. insofar as, in the case of a credit institution, a financial services institution or a securities institution, information need not be provided on the accounting and valuation methods applied and the calculations made in the annual financial statements, management report, consolidated financial statements or group management report;*

*7. insofar as the information is continuously accessible on the company's website for at least seven days prior to the beginning and during the general meeting. Information may not be refused for other reasons.*

*(4) If information has been provided to a shareholder outside the general meeting in his capacity as a shareholder, it shall be provided to any other shareholder at his request during the general meeting, even if it is not necessary for the proper assessment of the item on the agenda. In the case of a virtual general meeting, it must be ensured that any shareholder connected to the meeting electronically can submit his request in accordance with sent. 1 by means of electronic communication. The management board may not refuse to provide information in accordance with (3) sent. 1 nos. 1 to 4. Sent. 1 to 3 shall not apply if a subsidiary (Section 290 (1), (2) Commercial Code), a joint venture (Section 310 (1) Commercial Code) or an associated company (Section 311 (1) Commercial Code) provides the information to a parent company (Section 290 (1), (2) Commercial Code) for the purpose of including the company in the consolidated financial statements of the parent company and the information is required for this purpose.*

*(5) If a shareholder is refused information, he may request that his question and the reason for which the information was refused be recorded in the minutes of the meeting. In the case of a virtual general meeting, it must be ensured that every shareholder who is electronically connected to the meeting can submit his request in accordance with sent. 1 by means of electronic communication.*

## **2.6 Objection to resolutions of the General Meeting pursuant to Sections 118a (1) sentence 2 no. 8, 245 sentence 1 no. 1, sentence 2 in conjunction with Section 278 (3) Stock Corporation Act**

Shareholders or representatives who are electronically participating in the General Meeting may file objections to resolutions of the General Meeting by means of electronic communication. Such declaration can be e-mailed to the notary under

[Notar.DWS.HV2023@hoganlovells.com](mailto:Notar.DWS.HV2023@hoganlovells.com)

from the opening of the General Meeting until its closure by the Chairman of the General Meeting. The declaration must include a confirmation of share ownership, i.e. the individual number printed on the confirmation of registration that is sent after due registration and proof of share ownership.



The provisions of the Stock Corporation Act which form the basis of the aforementioned shareholder right read as follows:

*Section 118a (1) sentence 2 no. 8 Stock Corporation Act (Virtual General Meeting)*

<sup>2</sup>If a virtual general meeting is held, the following requirements must be met:

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

*Section 245 sentence 1 no. 1, sentence 2 Stock Corporation Act (Authority to bring an action for avoidance)*

<sup>1</sup>The following shall have authority to bring an action for avoidance:

1. Any shareholder attending the shareholders' meeting, provided he / she has already acquired the shares prior to the agenda having been published by notice and provided he / she raised an objection concerning the resolution and had it recorded in the minutes.

<sup>2</sup>In the case of a virtual shareholders' meeting, all shareholders connected to the meeting electronically shall be deemed to be in attendance within the meaning of sentence 1 number 1.

***This version of the Information on Agenda Item 1 and Shareholders' Rights is an English convenience translation of the German original. For purposes of interpretation, the German text shall be authoritative and final.***