

Voting Results – Annual General Meeting 2010 on 6 May 2010

Agenda item	Resolutions	Valid votes cast*	In % of registered share capital	For		Against		
2	Appropriation of the balance sheet profit	130,826,885	69.77%	130,822,487	99.99%	4,398	0.01%	approved
3	Approval of the Managing Board's actions	For individual results, see page 2						
4	Approval of the Supervisory Board's actions	For individual results, see page 2						
5	Appointment of the auditor for the 2010 financial year	131,180,638	69.96%	130,976,658	99.84%	203,980	0.16%	approved
6	Creation of a new Authorised Capital I and the corresponding amendment of the Articles of Association	131,132,641	69.94%	102,035,988	77.81%	29,096,653	22.19%	approved
7	Creation of a new Authorised Capital II and the corresponding amendment of the Articles of Association	131,134,462	69.94%	103,872,200	79.21%	27,262,262	20.79%	approved
8	See page 3	No voting						
9	Approval of the remuneration system for Managing Board members ("Say on Pay")	125,340,359	66.85%	57,430,241	45.82%	67,910,118	54.18%	rejected
10	Special election of Supervisory Board members							
a)	Alan Murray	130,153,665	69.42%	128,222,207	98.52%	1,931,458	1.48%	approved
b)	Dr.-Ing. Herbert Lütkestratkötter	130,245,400	69.46%	127,733,465	98.07%	2,511,935	1.93%	
11	Amendment of provisions of the Articles of Association relating to the Managing Board							
a)	Amendment of Article 9(2) of the Articles of Association	131,176,099	69.96%	129,548,803	98.76%	1,627,296	1.24%	approved
b)	Amendment of Article 9(2) of the Articles of Association	129,136,735	68.87%	125,593,864	97.26%	3,542,871	2.74%	approved
12	Amendments to the German Act Implementing the Shareholders' Rights Directive as well as the deletion of Article 11 (2) of the Articles of Association							
a)	Amendment of Article 16(1) sentence 3 of the Articles of Association	130,822,131	69.77%	130,713,307	99.92%	108,824	0.08%	approved
b)	New paragraphs 3 and 4 to be added to Article 16 of the Articles of Association	130,822,131	69.77%	130,819,641	99.99%	2,490	0.01%	approved
c)	New paragraph 3 to be added to Article 18 of the Articles of Association	130,822,131	69.77%	130,819,706	99.99%	2,425	0.01%	approved
d)	Article 11(2) of the Articles of Association to be deleted	130,822,116	69.77%	130,819,691	99.99%	2,425	0.01%	approved

* Equals the number of shares for which valid votes have been cast.

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3	Approval of the Managing Board's actions							
a)	Dr. Bernd Scheifele	130,483,749	69.59%	129,242,694	99.05%	1,241,055	0.95%	approved
b)	Dr. Dominik von Achten	130,483,809	69.59%	129,242,934	99.05%	1,240,875	0.95%	approved
c)	Daniel Gauthier	130,483,809	69.59%	129,242,934	99.05%	1,240,875	0.95%	approved
d)	Andreas Kern	130,483,809	69.59%	129,242,934	99.05%	1,240,875	0.95%	approved
e)	Dr. Lorenz Näger	130,483,749	69.59%	129,242,694	99.05%	1,241,055	0.95%	approved
f)	Dr. Albert Scheuer	130,483,809	69.59%	129,242,749	99.05%	1,241,060	0.95%	approved
4	Approval of the Supervisory Board's actions							
a)	Fritz-Jürgen Heckmann	130,126,454	69.40%	128,877,611	99.04%	1,248,843	0.96%	approved
b)	Heinz Schirmer	130,126,454	69.40%	128,877,791	99.04%	1,248,663	0.96%	approved
c)	Heinz Schmitt	130,126,454	69.40%	128,877,791	99.04%	1,248,663	0.96%	approved
d)	Theo Beermann	130,126,314	69.40%	128,877,651	99.04%	1,248,663	0.96%	approved
e)	Robert Feiger	130,126,314	69.40%	128,877,697	99.04%	1,248,617	0.96%	approved
f)	Veronika Füss	130,126,314	69.40%	128,877,651	99.04%	1,248,663	0.96%	approved
g)	Josef Heumann	130,126,314	69.40%	128,877,651	99.04%	1,248,663	0.96%	approved
h)	Gerhard Hirth	130,126,314	69.40%	128,877,651	99.04%	1,248,663	0.96%	approved
i)	Max Dietrich Kley	130,126,314	69.40%	128,877,471	99.04%	1,248,843	0.96%	approved
j)	Hans Georg Kraut	130,126,314	69.40%	128,877,651	99.04%	1,248,663	0.96%	approved
k)	Dr. Adolf Merckle	130,129,049	69.40%	128,884,515	99.04%	1,244,534	0.96%	approved
l)	Ludwig Merckle	85,015,877	45.34%	82,073,537	96.54%	2,942,340	3.46%	approved
m)	Tobias Merckle	130,129,114	69.40%	128,884,596	99.04%	1,244,518	0.96%	approved
n)	Eduard Schleicher	121,966,961	65.05%	120,725,363	98.98%	1,241,598	1.02%	approved
o)	Werner Schraeder	130,126,314	69.40%	128,884,716	99.05%	1,241,598	0.95%	approved
p)	Frank-Dirk Steininger	129,201,314	68.91%	127,959,716	99.04%	1,241,598	0.96%	approved

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Agenda Item 8: Revocation of the existing and granting of a new authorisation to issue warrant bonds or convertible bonds, profit participation rights or participating bonds and to exclude the subscription right in respect of such warrant bonds or convertible bonds, profit participation rights or participating bonds, as well as the revocation of the Conditional Capital 2009 and the creation of a new conditional capital and the corresponding amendment of the Articles of Association

a) Authorisation to issue warrant bonds or convertible bonds, profit participation rights or participating bonds and to exclude the subscription right in respect of such warrant bonds or convertible bonds, profit participation rights or participating bonds

b) Creation of a Conditional Capital 2010, revocation of the existing authorisation to issue warrant bonds or convertible bonds, profit participation rights or participating bonds and the Conditional Capital 2009 as well as the corresponding amendment of the Articles of Association