

ANNUAL GENERAL MEETING 2021

## Voting results – TOP 2 and TOP 3a to 3d

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 2	Appropriation of the balance sheet profit	147.312.738	74,24	146.708.403	99,59	604.335	0,41	6.544.332
TOP 3a	Discharge of the Management Board Dr. Bernd Scheifele	153.756.688	77,49	153.294.976	99,70	461.712	0,30	100.382
TOP 3b	Discharge of the Management Board Dr. Dominik von Achten	153.756.636	77,49	153.295.899	99,70	460.737	0,30	100.434
TOP 3c	Discharge of the Management Board Dr. Lorenz Näger	153.756.718	77,49	153.295.716	99,70	461.002	0,30	100.352
TOP 3d	Discharge of the Management Board Kevin Gluskie	153.756.206	77,49	153.295.259	99,70	460.947	0,30	100.864

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## Voting results – TOP 3e to 3h

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 3e	Discharge of the Management Board Hakan Gurdal	153.757.121	77,49	153.295.533	99,70	461.588	0,30	99.949
TOP 3f	Discharge of the Management Board Ernest Jelito	153.757.091	77,49	153.296.340	99,70	460.751	0,30	99.979
TOP 3g	Discharge of the Management Board Jon Morrish	153.757.121	77,49	153.296.328	99,70	460.793	0,30	99.949
TOP 3h	Discharge of the Management Board Christopher James Ward	153.757.073	77,49	153.296.172	99,70	460.901	0,30	99.997

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## Voting results – TOP 4a to 4e

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 4a	Discharge of the Supervisory Board Fritz-Jürgen Heckmann	152.193.685	76,70	131.288.217	86,26	20.905.468	13,74	1.663.385
TOP 4b	Discharge of the Supervisory Board Heinz Schmitt	152.192.965	76,70	145.990.822	95,92	6.202.143	4,08	1.664.105
TOP 4c	Discharge of the Supervisory Board Barbara Breuninger	152.193.617	76,70	145.988.560	95,92	6.205.057	4,08	1.663.453
TOP 4d	Discharge of the Supervisory Board Birgit Jochens	152.193.467	76,70	145.990.214	95,92	6.203.253	4,08	1.663.603
TOP 4e	Discharge of the Supervisory Board Ludwig Merckle	99.762.340	50,28	89.770.158	89,98	9.992.182	10,02	1.663.497

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## Voting results – TOP 4f to 4j

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 4f	Discharge of the Supervisory Board Tobias Merckle	152.193.589	76,70	143.257.532	94,13	8.936.057	5,87	1.663.481
TOP 4g	Discharge of the Supervisory Board Luka Mucic	152.194.545	76,70	146.750.222	96,42	5.444.323	3,58	1.662.525
TOP 4h	Discharge of the Supervisory Board Dr. Ines Ploss	152.194.252	76,70	145.984.876	95,92	6.209.376	4,08	1.662.818
TOP 4i	Discharge of the Supervisory Board Peter Riedel	152.194.532	76,70	145.985.534	95,92	6.208.998	4,08	1.662.538
TOP 4j	Discharge of the Supervisory Board Werner Schraeder	152.194.682	76,70	145.987.291	95,92	6.207.391	4,08	1.662.388

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## Voting results – TOP 4k to 4l and TOP 5

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 4k	Discharge of the Supervisory Board Margret Suckale	152.194.604	76,70	146.733.343	96,41	5.461.261	3,59	1.662.466
TOP 4l	Discharge of the Supervisory Board Univ.-Prof. Dr. Marion Weissenberger-Eibl	152.194.152	76,70	146.738.484	96,42	5.455.668	3,58	1.662.918
TOP 5	Appointment of the auditor for the 2021 financial year	153.849.387	77,54	153.796.547	99,97	52.840	0,03	7.683

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## Voting results – TOP 6 to TOP 8

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 6	Authorization to acquire treasury shares pursuant to section 71 para. 1 no. 8 of the German Stock Corporation Act and for the use thereof with possible exclusion of subscription rights	153.815.020	77,52	148.288.806	96,41	5.526.214	3,59	42.050
TOP 7	Approval of the remuneration system for the Managing Board members	153.771.329	77,50	141.791.193	92,21	11.980.136	7,79	85.741
TOP 8	Amendment of article 12 of the Articles of Association (Remuneration of the Supervisory Board members) and the remuneration system of the Supervisory Board	152.285.798	76,75	152.123.832	99,89	161.966	0,11	1.571.272

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## Voting results – TOP 9 to TOP 11

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 9	Amendment of article 16 para. 1 of the Articles of Association in line with changes resulting from the Act Implementing the Second Shareholders' Rights Directive (ARUG II)	153.841.917	77,53	153.805.693	99,98	36.224	0,02	15.153
TOP 10	Amendment to article 21 of the Articles of Association to allow for a dividend in kind	153.838.412	77,53	153.758.551	99,95	79.861	0,05	18.658
TOP 11	Amendment of article 8 para. 3 of the Articles of Association (Term of appointment of the members of the Supervisory Board)	153.839.746	77,53	153.774.281	99,96	65.465	0,04	17.324

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## Voting results – TOP 12

Agenda item		Valid votes	in % of the registered share capital	YES votes	in %	NO votes	in %	Abstentions
TOP 12	Approval of the amendment agreement of 2 March 2021 to the existing control and profit and loss transfer agreement between HeidelbergCement AG and HeidelbergCement International Holding GmbH	153.287.249	77,26	153.281.963	99,99	5.286	0,01	569.821