

# Information on shareholders' rights

Annual Shareholders' Meeting of  
Siemens Energy AG on February 26, 2026

# Information on shareholders' rights

## Annual Shareholders' Meeting of Siemens Energy AG on February 26, 2026,

to be held as an in-person event at STATION Berlin, Luckenwalder Straße 4-6, 10963 Berlin, Germany.

### Information on shareholders' rights

pursuant to Section 122 (2), Section 126 (1), Section 127 and Section 131 (1) of the German Stock Corporation Act (AktG)

#### 1. Requests for additions to the agenda pursuant to Section 122 (2) of the German Stock Corporation Act (AktG)

Shareholders whose combined shares amount to at least one-twentieth of the capital stock or a proportionate ownership of at least EUR 500,000 (the latter being equivalent to 500,000 shares) may request that items be placed on the agenda and be published.

Persons submitting such 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 Executive Board decides on the request, with Section 70 of the German Stock Corporation Act (AktG) being applicable when calculating the time for which shares have been held. The day on which the request is received shall not be counted. A move from a Sunday, Saturday, or public holiday to a preceding or subsequent business day shall not be possible. Sections 187 to 193 of the German Civil Code (BGB) shall not be applied *mutatis mutandis*.

Each new item must be accompanied by supporting information or a formal resolution proposal. The request must be submitted to the Executive Board of Siemens Energy AG and be received by the Company by no later than **midnight (CET) on January 26, 2026**. Such requests must be submitted in writing to the following address:

Executive Board of Siemens Energy AG  
Otto-Hahn-Ring 6  
81739 München-Neuperlach, Germany

or in electronic form in accordance with Section 126a of the German Civil Code (BGB), i.e. by e-mail with the addition of the name and with a qualified electronic signature, to

hv2026@siemens-energy.com

Unless made public at the same time as the Notice of Shareholders' Meeting, requests for additions to the agenda that are required to be published are published, together with the name and place of residence or registered office of the person submitting them, without undue delay upon receipt in the German Federal Gazette (*Bundesanzeiger*). In addition, such requests are published on the Internet at [www.siemens-energy.com/agm](http://www.siemens-energy.com/agm) and communicated to the shareholders.

The provisions of the German Stock Corporation Act (AktG) underlying these shareholders' rights read as follows:

#### **Section 122 Convening a meeting at the request of a minority (excerpts)**

- (1) <sup>1</sup>A shareholders' meeting shall be called if shareholders whose combined shares amount to at least one-twentieth of the capital stock request such meeting in writing, stating the purpose and the reasons of such meeting; such request shall be addressed to the management board. <sup>2</sup>The articles of association may provide that the right to request a shareholders' meeting shall require another form and the holding of a lower portion of the capital stock. <sup>3</sup>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. <sup>4</sup>Section 121 (7) shall be applied *mutatis mutandis*.
- (2) <sup>1</sup>In the same manner, shareholders whose combined shares amount to at least one-twentieth of the capital stock

or a proportionate ownership of at least €500,000 may request that items be placed on the agenda and be published. <sup>2</sup>Each new item must be accompanied by supporting information or a formal resolution proposal. <sup>3</sup>The request within the meaning of sentence 1 must be received by the company no later than 24 days, in the case of listed companies no later than 30 days, prior to the meeting, excluding the day of receipt.  
[...]

### **Section 121 General (excerpts)**

(7) <sup>1</sup>For periods and deadlines counted backwards from the date of the meeting, the day of the meeting shall not be included in the calculation. <sup>2</sup>Any move from a Sunday, Saturday or public holiday to a preceding or subsequent business day shall not be possible. <sup>3</sup>Sections 187 to 193 of the German Civil Code (BGB) shall not be applied mutatis mutandis. <sup>4</sup>In the case of non-listed companies, the articles of association may determine a different calculation of the period.

### **Section 70 Calculation of the period of shareholding**

<sup>1</sup>If the exercise of rights arising from the share requires that the shareholder has been the holder of such share for a certain period of time, the right to demand transfer of title from a credit institution, a financial services institution, a securities institution or an enterprise operating under Section 53 (1) sentence 1 or Section 53b (1) sentence 1 or Section 53b (7) of the German Banking Act (KWG) shall be deemed equivalent to ownership. <sup>2</sup>The period during which the share has been owned by a predecessor shall be attributed to the shareholder if he/she has acquired the share without consideration, from his/her trustee, as full legal successor, in connection with the winding-up of a co-ownership or as a result of a transfer of assets pursuant to Section 13 of the Insurance Supervision Act or Section 14 of the Building Loan Associations Act.

## **2. Counterproposals and election nominations pursuant to Section 126 (1), Section 127 of the German Stock Corporation Act (AktG)**

In addition, shareholders may submit to the Company counterproposals to Executive and/or Supervisory Board proposals relating to specific agenda items and make election nominations for Supervisory Board members, independent auditors or auditors of the sustainability reporting.

All counterproposals (along with supporting information) and election nominations that are to be made available before the Shareholders' Meeting must be sent to:

Siemens Energy AG  
Board Office (SE BO), 29.618  
Otto-Hahn-Ring 6  
81739 München-Neuperlach, Germany

or e-mailed to:

hv2026@siemens-energy.com

Counterproposals and election nominations by shareholders to be made available, including the shareholder's name and place of residence or registered office and any supporting information to be made available, will be posted on the Internet on our website at [www.siemens-energy.com/agm](http://www.siemens-energy.com/agm) without undue delay upon their receipt, if applicable along with the content to be added in accordance with Section 127 sentence 4 of the German Stock Corporation Act (AktG). All counterproposals and election nominations relating to items on the agenda that are received at the above-mentioned address by no later than midnight (CET) on February 11, 2026, will be considered. Management's position, if any, on them will also be made available at the above-mentioned website.

The provisions of the German Stock Corporation Act (AktG) underlying these shareholders' rights, which also specify under which conditions counterproposals and election nominations need not be made available, read as follows:

### **Section 126 Motions by shareholders (excerpts)**

(1) <sup>1</sup>Motions by shareholders including the shareholders' name, supporting information and, if any, management's

position shall be made available to the eligible persons referred to in Section 125 (1) through (3) under the conditions specified therein, provided that the shareholder transmitted to the company at least 14 days prior to the meeting a counterproposal to a proposal of the management board and the supervisory board regarding a specific item on the agenda, together with supporting information, to the address designated for this purpose in the notice of the shareholders' meeting. <sup>2</sup>The day of receipt shall not be counted. <sup>3</sup>In the case of listed companies, the required accessibility shall be provided over the website of the company. <sup>4</sup>Section 125 (3) shall apply mutatis mutandis.

- (2) <sup>1</sup>A counterproposal and its supporting information need not be made available:
1. insofar as the management board would by reason of such availability become criminally liable;
  2. if the counterproposal would result in a resolution of the shareholders' meeting that would be illegal or would violate the articles of association;
  3. if the supporting information contains statements which are manifestly false or misleading in material respects or which are libelous;
  4. if a counterproposal of such shareholder based on the same facts has already been made available with respect to a shareholders meeting of the company pursuant to Section 125;
  5. if the same counterproposal of such shareholder based on essentially identical supporting information has already been made available pursuant to Section 125 to at least two shareholders' meetings of the company within the past five years and at such shareholders' meetings less than one-twentieth of the capital stock represented has voted in favor of such counterproposal;
  6. if the shareholder indicates that he/she will neither attend nor be represented at the shareholders' meeting; or
  7. if within the past two years at two shareholders' meetings the shareholder has failed to make a counterproposal he/she has submitted or failed to cause said counterproposal to be made.

<sup>2</sup>The supporting information need not be made available if it exceeds a total of 5,000 characters.

- (3) If several shareholders make counterproposals for resolution with respect to the same subject matter, the management board may combine such counterproposals and the respective supporting information.

[...]

### **Section 127 Election nominations by shareholders**

<sup>1</sup>Section 126 shall apply mutatis mutandis to a nomination by a shareholder for the election of members of the supervisory board or independent auditors. <sup>2</sup>Such nomination need not be supported by a statement of the reasons therefor. <sup>3</sup>The management board need not make such nomination available if the nomination fails to contain information pursuant to Section 124 (3) sentence 4 and Section 125 (1) sentence 5. <sup>4</sup>The management board shall ensure that the nomination by a shareholder for the election of supervisory board members of listed companies that are subject to the German Co-determination Act (MitbestG), the German Act on Co-determination in the Coal, Iron and Steel Industry (MontanMitbestG) or the German Supplementary Co-determination Act (MontanMitbestGErgG) is accompanied by the following contents:

1. reference to the requirements of Section 96 (2),
2. statement as to whether there has been an objection to joint compliance in accordance with Section 96 (2) sentence 3 and
3. minimum number of seats on the supervisory board that must be occupied by women and by men so that the minimum quote required by Section 96 (2) sentence 1 is complied with.

### **Section 124 Publication of requests for additions to the agenda; proposals for resolutions (excerpts)**

- (3) [...] <sup>4</sup>The proposal for the election of members of the supervisory board or auditors shall state their names, actual profession and place of residence. [...]

### **Section 125 Communications to shareholders and supervisory board members**

- (1) <sup>1</sup>At least 21 days prior to the date of the shareholders' meeting, the management board of a company that has not exclusively issued registered shares shall communicate the notice of the shareholders' meeting to:

1. *the intermediaries who hold shares in the company in custody,*
2. *the shareholders and intermediaries who have requested such communication and*
3. *the shareholders' associations that have requested such communication or exercised voting rights at the preceding shareholders' meeting.*

<sup>2</sup>The day of the communication shall not be counted. <sup>3</sup>If the agenda must be amended in accordance with Section 122 (2), such amended agenda shall be communicated in the case of listed companies. <sup>4</sup>The communication shall indicate the option of exercising voting rights by a proxy, including by a shareholders' association. <sup>5</sup>In the case of listed companies, any nomination for the election of supervisory board members must be accompanied by details of their memberships in other supervisory boards whose establishment is required by law; details of their memberships in comparable domestic and foreign controlling bodies of business enterprises should also be provided.

- (2) *The management board of a company that has issued registered shares shall provide the same communication to persons registered in the share register, as well as to the shareholders and intermediaries who have requested such communication and to the shareholders' associations that have requested such communication or exercised voting rights at the preceding shareholders' meeting, by the beginning of the 21st day before the shareholders' meeting.*
- (3) *Every member of the supervisory board may request that the management board send the same communication to him/her.*
- (4) *Upon request, every member of the supervisory board and every shareholder shall be sent the resolutions adopted at the shareholders' meeting.*
- (5) *<sup>1</sup>The minimum requirements as regards the content and format of the information contained in the communications in accordance with Section 125 (1) sentence 1 and (2) are specified in Commission Implementing Regulation (EU) 2018/1212. <sup>2</sup>Section 67a (2) sentence 1 shall apply to Section 125 (1) and (2) mutatis mutandis. <sup>3</sup>In the case of listed companies, the intermediaries who hold shares in the company in custody are obligated pursuant to Sections 67a and 67b to forward and communicate the information specified in Section 125 (1) and (2), unless the intermediary knows that the shareholder receives it from another party. <sup>4</sup>The same shall apply to non-listed companies, with the proviso that the provisions of Commission Implementing Regulation (EU) 2018/1212 shall not be applied.*

#### **Section 121 General (excerpts)**

- (7) *<sup>1</sup>For periods and deadlines counted backwards from the date of the meeting, the day of the meeting shall not be included in the calculation. <sup>2</sup>Any move from a Sunday, Saturday or public holiday to a preceding or subsequent business day shall not be possible. <sup>3</sup>Sections 187 to 193 of the German Civil Code (BGB) shall not be applied mutatis mutandis. <sup>4</sup>In the case of non-listed companies, the articles of association may determine a different calculation of the period.*

### **3. Right to obtain information pursuant to Section 131 (1) of the German Stock Corporation Act (AktG)**

Pursuant to Section 131 (1) of the German Stock Corporation Act (AktG), shareholders who have given due notification of attendance and/or their proxy representatives may also request at the Shareholders' Meeting that the Executive Board provide information regarding the Company's affairs, the Company's legal and business relationships with affiliated companies, and the position of the Group and any companies included in the Consolidated Financial Statements to the extent that such information is necessary to allow a proper evaluation of an item on the agenda and there is no right to refuse to provide the information.

The provisions of the German Stock Corporation Act (AktG) underlying these shareholders' rights read as follows:

## Section 131 Shareholders' right to obtain information (excerpts)

(1) <sup>1</sup>Each shareholder shall upon request be provided with information at the shareholders' meeting by the management board regarding the company's affairs, to the extent that such information is necessary to permit a proper evaluation of the relevant item on the agenda. <sup>2</sup>The duty to provide information shall also extend to the company's legal and business relations with any affiliated company. <sup>3</sup>If a company makes use of the provisions on the simplified procedure pursuant to Section 266 (1) sentence 3, Section 276 or Section 288 of the German Commercial Code (HGB), each shareholder may request that the annual financial statements be presented to him/her at the shareholders' meeting on such annual financial statements in the form that would have been used if the provisions on the simplified procedure were not applied. <sup>4</sup>The duty of the management board of a parent company (Section 290 (1) and (2) of the German Commercial Code (HGB)) to provide information at the shareholders' meeting at which the consolidated financial statements and management report of these statements are presented also extends to the position of the consolidated group and any companies included in the consolidated financial statements.

[...]

(2) <sup>1</sup>The information provided shall comply with the principles of conscientious and accurate accounting. <sup>2</sup>The articles of association or the bylaws pursuant to Section 129 may authorize the chair of the meeting to reasonably limit a shareholder's time to speak and ask questions and may provide relevant details in this connection.

(3) <sup>1</sup>The management board may refuse to provide information:

1. to the extent that providing such information is, according to sound business judgment, likely to cause not immaterial damage to the company or an affiliated company;
2. to the extent that such information relates to tax valuations or the amount of certain taxes;
3. with regard to the difference between the value at which items are shown in the annual balance sheet and the higher market value of such items, unless the shareholders' meeting is to approve the annual financial statements;
4. with regard to the methods of accounting and valuation, if disclosure of such methods in the notes is sufficient to provide a true and fair view of the actual condition of the company's assets, liabilities, financial position and profit and loss within the meaning of Section 264 (2) of the German Commercial Code (HGB); the foregoing shall not apply if the shareholders' meeting is to approve the annual financial statements;
5. if the management board would, by providing such information, become criminally liable;
6. insofar as, in the case of a credit institution, a financial services institution or a securities institution, information need not be given on methods of accounting and valuation applied and setoffs made in the annual financial statements, management report thereof, consolidated financial statements or management report thereof;
7. if the information is continuously available on the website of the company for at least seven days prior to the beginning of and during the shareholders' meeting.

<sup>2</sup>The provision of information may not be refused for other reasons.

(4) <sup>1</sup>If information has been provided to a shareholder outside the shareholders' meeting by reason of his/her status as a shareholder, such information shall upon request be provided to any other shareholder at the shareholders' meeting, even if such information is not necessary to permit a proper evaluation of an item on the agenda. <sup>2</sup>In the case of a virtual shareholders' meeting, it must be ensured that all shareholders connected to the meeting electronically can submit their request in accordance with sentence 1 by means of electronic communication. <sup>3</sup>The management board may not refuse to provide such information on the grounds of Section 131 (3) sentence 1 no. 1 through 4. <sup>4</sup>Sentences 1 through 3 shall not apply if a subsidiary (Section 290 (1) and (2) of the German Commercial Code (HGB)), a joint venture (Section 310 (1) of the German Commercial Code (HGB)) or an associated company (Section 311 (1) of the German Commercial Code (HGB)) provides information to a parent company (Section 290 (1) and (2) of the German Commercial Code (HGB)) for the purpose of including the company in the consolidated financial statements of the parent company, and the information is needed for that purpose.

(5) <sup>1</sup>A shareholder who has been denied information may request that his/her query and the reason for which the information was denied be recorded in the minutes of the meeting. <sup>2</sup>In the case of a virtual shareholders' meeting,

*it must be ensured that all shareholders connected to the meeting electronically can submit their request in accordance with sentence 1 by means of electronic communication.*

The chairman of the meeting is authorized to take various measures of order and control at the Shareholders' Meeting, including on the basis of the following provisions of the Articles of Association of Siemens Energy AG:

### **Section 15 Chairing the General Meeting**

- (1) *The chairman of the Supervisory Board shall chair the General Meeting; if he or she is unable to attend, another member of the Supervisory Board appointed by the chairman shall chair the General Meeting. If neither the chairman nor another member of the Supervisory Board appointed by the chairman for this purpose is present, the chairman of the General Meeting shall be elected by the shareholders' Supervisory Board members who are present.*
- (2) *The chairman of the meeting shall chair the negotiations and manage the proceedings of the General Meeting. For this purpose, he or she may use the support of assistants, in particular with regard to the right to expel individuals from the premises or to deny access to the premises (Hausrecht). The chairman shall determine the sequence of speakers and the treatment of the issues on the agenda, as well as the form, proceedings and other details of voting and may, to the extent permitted by law, decide on the combination of resolution objects that are substantively related into one voting item.*
- (3) *The chairman is authorized to impose adequate time limits on speeches and questions. He or she may in particular adequately determine restrictions of speaking time, question time or combined speaking and question time, as well as the adequate timeframe for the entire proceedings of the General Meeting, for individual issues on the agenda and for individual speakers, at the beginning or during the General Meeting; this in particular includes the option of prematurely closing the list of requests to speak and ordering the closing of the debate.*

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***Please note that this document prepared for the convenience of English-speaking readers is a translation of the German original. For purposes of interpretation, the German text shall be authoritative and final.***

#### **Siemens Energy AG**

Chairman of the Supervisory Board: Joe Kaeser

Executive Board: Christian Bruch, President and Chief Executive Officer;

Karim Amin, Maria Ferraro, Tim Oliver Holt,

Anne-Laure Parrical de Chammard, Vinod Philip

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