

**Additional Information on Shareholders' Rights
pursuant to art. 56 sentence 2 and sentence 3 of the SE Regulation,
section 50 para. 2 of the German SE Implementation Act, section 122
para. 2, 126 para. 1, 127 and 131 para. 1 of the German Stock Corporation
Act and section 29 para. 2 sentence 1 no. 2, no. 6, para. 4 of the German
Energy Security Act in conjunction with section 6 para. 1, 9 para. 1 of the
German Economic Stabilization Acceleration Act in conjunction with section
1 of the German COVID-19 Act**

**concerning Uniper SE's Extraordinary General Meeting on
19 December 2022***

The shareholders are entitled, amongst others, to the following rights:

1. **Requests to have items added to the agenda – art. 56 sentence 2 and sentence 3 of the SE Regulation, section 50 para. 2 of the German SE implementation act, section 122 para. 2 of the German Stock Corporation Act¹, section 29 para. 2 sentence 1 no. 2, no. 6 and para. 4 of the German Energy Security Act in conjunction with sections 6 para. 1 and 9 para. 1 of the German Economic Stabilization Acceleration Act in conjunction with section 1 para. 3 sentence 4 and para. 8 sentence 2 of the German COVID-19 Act**

Pursuant to art. 56 sentence 2 and sentence 3 of Council Regulation (EC) No 2157/2001 as of 8 October 2001 on the statute for a European stock company (SE) (*SE Regulation*), section 50 para. 2 of the German SE Implementation Act (*SE-Ausführungsgesetz – SEAG*), section 122 para. 2 of the German Stock Corporation Act (*Aktiengesetz – AktG*), section 29 para. 2 sentence 1 no. 2, no. 6, and para. 4 of the German Energy Security Act (*Energiesicherungsgesetz – EnSiG*) in conjunction with sections 6 para. 1 and 9 para. 1 of the German Economic Stabilization Acceleration Act (*Wirtschaftsstabilisierungsbeschleunigungsgesetz – WStBG*) in conjunction with section 1 para. 3 sentence 4 and para. 8 sentence 2 of the German Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID-19 Pandemic (*Gesetz über Maßnahmen im Gesellschafts-, Genossenschafts-, Vereins-, Stiftungs- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie – COVID-19 Act*), shareholders whose shares amount in aggregate to one twentieth of the share capital or represent an amount of the share capital corresponding to EUR 500,000 (the latter amount equaling 294,118 shares in Uniper SE if rounded up to the nearest whole number) may request that items be added to the agenda and published. Any new item has to be accompanied by a statement of reason or a resolution proposal. The request has to be addressed in writing to the management board of the Company and the request has to be received by the Company at least 14 days before the meeting, that is **by no later than the end of 5 December 2022**. The minimum holding period of 90 days applicable to shareholders of a German stock corporation does not apply to the shareholders of a European Company (SE). Any request to have items added to the agenda is to be sent to the following address:

* Please note that this is only a translation of the additional information made in German language. Only the German version of this document is decisive. This translation is provided to shareholders for convenience purposes only. No warranty is made as to the accuracy of this translation and Uniper SE assumes no liability with respect thereto.

¹ The provisions applicable to stock corporations (*Aktiengesellschaften*) with registered seat in Germany, in particular the provisions of the German commercial code (*Handelsgesetzbuch, HGB*) and of the German stock corporation act (*Aktiengesetz, AktG*) are also applied to Uniper SE pursuant to art. 5, art. 9 para. 1 lit. c) ii), art. 53 as well as art. 61 of Council Regulation (EC) No. 2157/2001 as of 8 October 2001 on the statute for a European stock company (SE) (*SE-Regulation*) unless determined otherwise by the SE Regulation.

**Uniper SE
– Vorstand –
Holzstraße 6
40221 Düsseldorf
Germany**

Any request to have items added to the agenda which have to be published – to the extent that they have not already been published together with the convening notice of the General Meeting – will be announced in the German Federal Gazette (*Bundesanzeiger*) without undue delay following receipt of such request. In addition, they will be published on the internet at www.uniper.energy/gm.

The legal provisions are:

Art. 56 SE Regulation

"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 para. 2 SEAG Convening and supplementing the agenda at the request of a minority

"(2) The supplementing of the agenda of a general meeting with one or several items can be requested by one or several shareholders, provided that his/her or their participation amounts to 5 percent of the subscribed capital or the proportionate amount of EUR 500,000."

Section 122 para. 1 and 2 AktG Convening a meeting at the request of a minority (excerpts)

"(1) A general meeting shall be called if shareholders jointly representing at least one-twentieth of the subscribed capital request such meeting in writing, stating the purpose and the reasons of such meeting; such request shall be addressed to the management board. The articles of association may provide that the right to request a general meeting shall require another form and the holding of a lower portion of the subscribed capital. (...)

(2) In the same manner shareholders jointly representing at least one-twentieth of the subscribed capital or a proportionate ownership of at least EUR 500,000 may request that items be included in the agenda and be disclosed. Each new item must be accompanied by supporting information or a formal resolution proposal. 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; the day of receipt shall not be counted."

Section 124 para. 1 AktG Announcement of requests for amendment; proposals for resolution

"(1) If the minority pursuant to section 122 para. 2 has requested that items be placed on the agenda, these shall be announced either together with the convening of the meeting already or otherwise without undue delay after receipt of the request. Section 121 para. 4 shall apply mutatis mutandis; furthermore, in case of listed companies, section 121 para. 4a shall apply mutatis mutandis. Announcement and sending shall in this case take place in the same manner as with the convening of a meeting."

Section 29 EnSiG Relief to facilitate implementing stabilization measures (excerpts)

"(1) If a company that operates critical infrastructures within the meaning of section 2 para. 10 of the German BSI Act (*BSI-Gesetz*) in the energy sector itself or through affiliated companies within the meaning of section 15 of the German Stock Corporation Act (*Aktiengesetz*) applies to the Federal Government for stabilization measures, the following provisions apply to the implementation of the stabilization measures. Stabilization measures within the meaning of this law are all measures that serve to maintain or reestablish a positive going-concern prognosis in line with section 19 para. 2 of the German Insolvency Code (*Insolvenzordnung*) or to fully fund the winding-up of an enterprise. Companies have no legal claim to be granted stabilization measures. The Federal Ministry for Economic Affairs and Climate Action is the authority responsible for conducting negotiations on stabilization measures with the companies referred to in sentence 1. Applications are to be submitted to the Federal Ministry for Economic Affairs and Climate Actions, which decides on the applications in agreement with the Federal Ministry of Finance and the Federal Chancellery.

(2) For the implementation of a stabilization measure at a company which submitted an application under para. 1 sentence 1, the following provisions of the German Economic Stabilization Acceleration Act of 17 October 2008 (BGBl. I p. 1982, 1986), which was last amended by Article 2 of the Act of 20 December 2021 (BGBl. I p. 5247), are to be applied with the following stipulations:

(...)

2. sections 6 to (...) of the German Economic Stabilization Acceleration Act (*Wirtschaftsstabilisierungbeschleunigungsgesetz*),

(...)

6. section 9 of the German Economic Stabilization Acceleration Act (*Wirtschaftsstabilisierungbeschleunigungsgesetz*) with the stipulation that para. 1 is to be applied in the following version:

"(1) For companies that have the legal form of a partnership limited by shares (*Kommanditgesellschaft auf Aktien*) or a European company (SE), sections 5 to 7d sentences 1 and 3, sections 7e and 7f para. 1 no. 1 to 5 and paragraph 2 and section 8 apply accordingly."

(...)

(3) Insofar as the provisions of the German Economic Stabilization Acceleration Act (*Wirtschaftsstabilisierungbeschleunigungsgesetz*) to be applied pursuant to para. 2 refer to other provisions of the German Economic Stabilization Acceleration Act (*Wirtschaftsstabilisierungbeschleunigungsgesetz*), the provisions to which further reference is made shall apply in the form specified in para. 2.

(4) Sections 1 to 3 of the German Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID-19 Pandemic (*Gesetz über Maßnahmen im Gesellschafts-, Vereins-, Genossenschafts- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie*), to which section 6 paras. 1 and 2 and section 9a para. 2 of the German Economic Stabilization Acceleration Act (*Wirtschaftsstabilisierungbeschleunigungsgesetz*) refer, will also apply beyond the date specified in section 7 of the German Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID-19 Pandemic (*Gesetz über Maßnahmen im Gesellschafts-, Vereins-, Genossenschafts- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie*).

(5) When applying the provisions referred to in para. 2, the following substitutions shall apply in each case:

1. the Fund, the Economic Stabilization Fund (*Wirtschaftsstabilisierungsfonds*) and the Financial Market Stabilization Fund (*Finanzmarktstabilisierungsfonds*) are to be replaced by the Federal Government,
2. the real economy company is to be replaced by the company within the meaning of section 29 para. 1 of the German Energy Security Act,
3. the word "recapitalization" is replaced by the word "stabilization",
4. the words "recapitalization measure" and "recapitalization measures" are to be replaced by the words "stabilization measure" and "stabilization measures", respectively, and
5. the words "section 7 or section 22 of the German Stabilization Fund Act (*Stabilisierungsfondsgesetz*)" are to be replaced by the words "section 29 of the German Energy Security Act (*Energiesicherungsgesetz*)".

(6) The Federal Government is allowed to use the Kreditanstalt für Wiederaufbau or legal entities under private law whose shares are, directly or indirectly, held exclusively by the Federal Government in performing its tasks under para. 2 to 5. In this case, the Kreditanstalt für Wiederaufbau or the legal entity under private law within the meaning of sentence 1 will replace the Federal Government in the provisions referred to in para. 2 to 5."

Section 6 para. 1 WStBG General Meeting

"(1) For stock corporations, partnerships limited by shares, European companies (SE) and mutual insurance associations, section 1 of the German Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID-19 Pandemic (*Gesetz über Maßnahmen im Gesellschafts-, Vereins-, Genossenschafts- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie*) applies to the holding of general meetings."

Section 9 para. 1 WStBG Analogous application for partnerships limited by shares, European companies (SE) and cooperatives

"(1) Sections 5 to 8 apply analogously to companies that have the legal form of a partnership limited by shares or a European company (SE)."

Section 1 para. 3 sentence 4, para. 8 sentence 2 COVID-19 Act

"(3) (...) In derogation of section 122 para. 2 of the German Stock Corporation Act, requests for additional items in the aforementioned case must be received by the company at least 14 days before the general meeting.

(8) (...) For a European company as defined in Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the statute for a European company (SE) (OJ L 294 of 10 November 2001, p. 1), which was last amended by Regulation (EU) No. 517/2013 (OJ L 158 of 10 June 2013, p. 1), paras. 1 to 7 apply accordingly, with the exception of para. 5."

2. Counter-motions and election proposals – sections 126 para. 1 and 127 AktG, section 29 para. 2 sentence 1 no. 2, no. 6 and para. 4 EnSiG in conjunction with sections 6 para. 1 and 9 para. 1 WStBG in conjunction with section 1 para. 2 sentence 3 and para. 8 sentence 2 COVID-19 Act

In view of the fact that the General Meeting is held as a virtual General Meeting pursuant to section 1 COVID-19 Act without the presence of the shareholders and their proxies, without the shareholders attending online, the shareholders' right to submit motions in the General Meeting is legally excluded as provided for in the COVID-19 Act (which is also applicable in the present case). It will therefore not be possible to submit counter-motions or election proposals in the sense of section 126 para. 1 and section 127 AktG nor procedural motions during the General Meeting.

However, shareholders have the opportunity to submit counter-motions and proposals on the agenda for any election of supervisory board members or auditors (provided that this is an item on the agenda of the Extraordinary General Meeting of shareholders) prior to the General Meeting in line with section 126 para. 1 and section 127 AktG. The Company will publish any counter-motions and election proposals on the Company's website provided the relevant statutory provisions are met. The Management Board and the Supervisory Board reserve the right to comment during the General Meeting on counter-motions and election proposals that meet the requirements set out below.

If counter-motions and election proposals are to be published in advance by Uniper SE in accordance with section 126 paras 1 to 3 and section 127 AktG, they must be – in the case of election proposals for the election to the Supervisory Board (provided that this is an item on the agenda of the Extraordinary General Meeting of shareholders), accompanied by the name, current profession and place of residence of the proposed person as well as his/her membership in other supervisory boards to be established pursuant to statutory provisions in Germany – sent exclusively to the following address or sent by fax **by no later than the end of 4 December 2022**:

**Uniper SE
– Vorstand –
Holzstraße 6
40221 Düsseldorf
Germany
Fax: +49 211 45 79 4 46**

Counter-motions and election proposals which are sent to a different address will not be considered. In addition, the Company may refrain from a publication in whole or in part if certain further requirements specified in more detail in section 126 paras 1 to 3 or section 127 AktG are fulfilled or may summarize counter-motions or election proposals and their statements of reason. Publication will be made including the name of the shareholder, any statement of reason to be made accessible, mandatory information pursuant to section 127 sentence 4 AktG and any statement of the management on the internet under www.uniper.energy/gm.

Pursuant to section 127 AktG, the above provisions also apply, mutatis mutandis, to a shareholder's proposal for the election of members of the Supervisory Board (provided that this is an item on the agenda of the Extraordinary General Meeting of shareholders) or of auditors. No reasons have to be stated in respect of proposals of this kind. In addition to the reasons stipulated in section 126 para. 2 AktG, the Management Board is further not obliged to make an election proposal available, amongst other things, if the proposal does not contain the name, profession and place of residence of the candidate. Proposals for the election of members of the Supervisory Board do not require to be made accessible also if they do not include information regarding the membership of the proposed candidates for the Supervisory Board on other supervisory boards which are to be established pursuant to statutory law as defined in section 125 para. 1 sentence 5 AktG.

Pursuant to section 29 para. 2 sentence 1 nos 2 and 6 and para. 4 EnSiG in conjunction with sections 6 para. 1 and 9 para. 1 WStBG in conjunction with section 1 para. 2 sentence 3 and para. 8 sentence 2 COVID-19 Act, motions or election proposals from shareholders which have to be made available in accordance with section 126 or section 127 AktG are deemed to have been submitted at the meeting if the shareholder submitting the motion or election proposal has been duly legitimized and registered for the General Meeting, i.e. if the requirements specified in section III. 3. of the invitation to the General Meeting for attending and exercising voting rights have been met. The right of the chairman of the meeting to vote first on the proposals of the management remains unaffected. If the proposals of the management are accepted with the necessary majority, the counter-proposals or (deviating) election proposals have been resolved.

The legal provisions are:

Section 126 para. 1 to 3 AktG Motions by shareholders

"(1) Motions by shareholders, including the shareholder's name, supporting information and, if any, management's discussion shall be made accessible to the eligible persons referred to in section 125 para. 1 through para. 3, subject to the conditions specified therein, provided that the shareholder has submitted 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 general meeting notice. The day of receipt shall not be counted. In the case of listed companies, the required accessibility shall be provided via the Internet website of the company. Section 125 para. 3 shall apply mutatis mutandis.

(2) A counterproposal and supporting information need not be made accessible

1. insofar as the management board would by reason of such accessibility become criminally liable;
2. if the counterproposal would result in a resolution of the general meeting that would be illegal or would violate the articles of association;
3. if the reasons contain 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 accessible pursuant to section 125 for the purpose of a general meeting of the company;
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 general meetings of the company within the past five years and at such general meetings less than one-twentieth of the subscribed capital represented has voted in favor of such counterproposal;
6. if the shareholder indicates that he/she will neither attend nor be represented at the general meeting; or
7. if within the past two years at two general meetings the shareholder has failed to make or cause to be made on his/her behalf a counterproposal communicated by him/her.

The supporting information need not be made accessible if it exceeds a total of 5,000 characters.

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

Section 127 AktG Election nominations by shareholders (excerpts)

"Section 126 shall apply mutatis mutandis to a nomination by a shareholder for the election of members of the supervisory board or external auditors. No reasons need to be specified for the nomination, nor does the board of management need to give notice of such a nomination if it fails to contain the particulars required by section 124 para. 3 sentence 4 and section 125 para. 1 sentence 5. (...)"

Section 124 para. 3 Announcement of requests for amendment; proposals for resolution

"(3) In the announcement, the management board and the supervisory board, or in the case of the adoption of resolutions pursuant to section 120a para. 1 sentence 1 and the election of supervisory board members and auditors of the annual financial statements, only the supervisory board, shall make proposals for a resolution in respect of each item on the agenda which is to be decided by the general meeting. In the case of companies which are public interest entities pursuant to Section 316a sentence 2 of the German commercial code (*Handelsgesetzbuch*), the proposal of the supervisory board for the election of the auditor of financial statements shall be based on the recommendation of the audit committee. Sentence 1 shall not apply if the general meeting is bound to nominations for the election of supervisory board members pursuant to section 6 of the coal, iron and steel codetermination act (*Montan-Mitbestimmungsgesetz*) or if the item on which a resolution is to be adopted was placed on the agenda at the request of a minority. The proposal for the election of supervisory board members or auditors of the annual financial statements shall state their name, practiced profession and place of residence. If employee representatives are also to be included on the supervisory board, resolutions adopted by the supervisory board concerning nominations of supervisory board members shall only require the majority of votes cast by the shareholder members of the supervisory board; this shall not affect section 8 of the coal, iron and steel codetermination act (*Montan-Mitbestimmungsgesetz*)."

Section 125 para. 1 AktG Information for shareholders and supervisory board members (excerpts)

"(1) (...) In the case of listed companies, any nomination for the election of supervisory board members shall be accompanied by information concerning membership of such nominees in other supervisory boards required by law; information concerning their membership in comparable domestic and foreign supervisory bodies of commercial enterprises shall also be attached."

Section 1 para. 2 sentence 3, para. 8 sentence 2 COVID-19 Act

"(2) (...) Motions and election proposals from shareholders that must be made available pursuant to section 126 or section 127 of the German Stock Corporation Act are considered submitted during the meeting if the shareholder who submits the motion or election proposal has been properly legitimated and registered for the general meeting."

(8) (...) For a European company in accordance with Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the statute for a European company (SE) (OJ L 294 of 10 November 2001, p. 1), which was last amended by Regulation (EU) No. 517/2013 (OJ L 158 of 10 June 2013, p. 1), paras. 1 to 7 apply accordingly, with the exception of para. 5."

Regarding section 29 EnSiG as well as section 6 para. 1 and section 9 para. 1 WStBG (excerpts in each case), see section 1 above.

3. Right to ask questions – section 29 para. 2 sentence 1 nos 2 and 6 and para. 4 EnSiG in conjunction with sections 6 para. 1 and 9 para. 1 WStBG in conjunction with section 1 para. 2 sentence 1 no. 3 and sentence 2 and para. 8 sentence 2 COVID-19 Act

Pursuant to section 131 para. 1 AktG, the Management Board must provide any shareholder making a corresponding request at the general meeting with information relating to the company's affairs, including its legal and business relations to an affiliate, the financial position of the group and any other companies included in the consolidated financial statements, provided such information is necessary in order to make an informed judgment in respect of an agenda item and the Management Board does not have the right to refuse such information. The rights of non-disclosure are listed in section 131 para. 3 AktG. Given that the Extraordinary General Meeting on 19 December 2022 will take place as a virtual General Meeting pursuant to section 1 COVID-19 Act with no possibility for shareholders to attend in person, shareholders cannot request such information at the place of the General Meeting; neither are the Company-appointed proxies able to fulfil this role.

The shareholders are granted the right to ask questions pursuant to section 29 para. 2 sentence 1 nos 2 and 6 and para. 4 EnSiG in conjunction with sections 6 para. 1 and 9 para. 1 WStBG in conjunction with section 1 para. 2 sentence 1 no. 3 and para. 8 sentence 2 COVID-19 Act. On the basis of section 29 para. 2 sentence 1 nos 2 and 6 and para. 4 EnSiG in conjunction with sections 6 para. 1 and 9 para. 1 WStBG in conjunction with section 1 para. 2 sentence 1 no. 3, sentence 2, 2nd half-sentence and para. 8 sentence 2 COVID-19 Act, the Management Board decided, with the approval of the Supervisory Board, that shareholders must submit their questions to the Company by no later than **17 December 2022, 24:00 hours (CET)**, using the password-protected online service. The Management Board will decide in its due and free discretion how questions are to be answered.

Only shareholders who have duly registered for the General Meeting may submit their questions using the password-protected online service at www.uniper.energy/gm-service in line with the procedure laid down therein by Uniper SE. The online service does not provide a "copy and paste" function for this purpose. Shareholders are therefore asked to submit their questions using the online service in good time prior to the deadline set out above.

Any questions sent to other addresses will not be accepted.

Where questions are answered during the General Meeting, the name of the shareholder submitting the question (insofar as individual questions are answered) will be disclosed only if the shareholder consented to and requested disclosure of his/her name when submitting the question.

The legal provisions are:

Section 1 para. 2 sentence 1 and sentence 2, para. 8 sentence 2 COVID-19 Act

"(2) The management board may decide that the general meeting is to be held in the form of a virtual general meeting without the need for shareholders or their authorized representatives to be physically present, provided that

1. the broadcast by means of audio and video transmission encompasses the entire general meeting,
2. provision is made for shareholders to exercise their voting right by means of electronic communication (postal vote or electronic participation) and to grant a power of attorney,
3. shareholders are given the right to ask questions by means of electronic communication,

4. shareholders who exercise their voting right in accordance with no. 2 are afforded the possibility of objecting to a resolution adopted by the general meeting by way of derogation from section 245 no. 1 of the Stock Corporation Act, the need to be physically present at the general meeting thus being waived.

The management board decides in its due and free discretion in which manner it answers questions; it may also stipulate that questions must be submitted by means of electronic communication no later than one day prior to the meeting.

(8) (...) For a European company in accordance with Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the statute for a European company (SE) (OJ L 294 of 10 November 2001, p. 1), which was last amended by Regulation (EU) No. 517/2013 (OJ L 158 of 10 June 2013, p. 1), paras. 1 to 7 apply accordingly, with the exception of para. 5.“

Section 131 AktG Right of shareholders to obtain information (excerpts)

"(1) Each shareholder shall upon request be provided with information at the general meeting by the management board regarding the company's affairs, to the extent that such information is necessary to allow for a proper evaluation of the relevant item on the agenda. The duty to provide information shall also extend to the company's legal and business relations with any affiliated enterprise. If a company makes use of the simplified procedure pursuant to section 266 para. 1 sentence 3, section 276 or section 288 of the German commercial code, each shareholder may request that the annual financial statements be presented to him at the general meeting on such annual financial statements in the form that would have been used if such simplifications had not been applied. The duty of the management board of a parent company (section 290 para. 1 and para. 2 of the German commercial code) to provide information at the general meeting to which the consolidated financial statements and group management report are presented also extends to the consolidated group's situation and the affiliated enterprises included in the consolidated financial statements.

(...)

(2) The information provided shall comply with the principles of conscientious and accurate accounting. The articles of association or the bylaws pursuant to section 129 may authorize the chairman of the meeting to reasonably limit a shareholder's time to speak and ask questions and may provide relevant details in this respect.

(3) The management board may refuse to provide information:

1. to the extent that providing such information is, according to sound business judgement, likely to cause a not inconsiderable disadvantage to the company or an affiliated enterprise;
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 general 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 suffices to provide a true and fair view of the actual condition of the company's assets, financial position and profitability within the meaning of section 264 para. 2 of the German commercial code; the foregoing shall not apply if the shareholders meeting is to approve the annual financial statements;
5. insofar as the provision of such information would render the management board criminally liable;
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 methods of accounting and valuation applied and setoffs made in the annual financial statements, management report, consolidated financial statements or group management report;
7. if the information is continuously accessible on the Internet page of the company for at least seven days prior to the beginning and during the general meeting.

The provision of information may not be refused for other reasons.

(4) If information has been provided to a shareholder by reason of his/her status as a shareholder outside a general meeting, such information shall upon request be provided to any other shareholder at the general meeting, even if such information is not necessary to permit a proper evaluation of an item on the agenda. (...) The management board may not refuse to provide such information on the grounds of para. 3 sentence 1, no. 1 through 4. Sentences 1 to 3 shall not apply if a subsidiary (section 290 para. 1 and para. 2 of the German commercial code), a joint venture (section 310 para. 1 of the German commercial code) or an associated company (section 311 para. 1 of the German commercial code) provides information to a parent company (section 290 para. 1 and para. 2 of the German commercial code) for the purpose of inclusion of the company in the consolidated financial statements of the parent company and such information is needed for such purpose.

(5) A shareholder who has been denied information may request that his/her question and the reason for which the information was denied be recorded in the minutes of the meeting. (...)"

Regarding section 29 EnSiG as well as section 6 para. 1 and section 9 para. 1 WStBG (excerpts in each case), see section 1 above.

4. Right of objection – section 29 para. 2 sentence 1 nos 2 and 6 and para. 4 EnSiG in conjunction with sections 6 para. 1 and 9 para. 1 WStBG in conjunction with section 1 para. 2 sentence 1 no. 4 and para. 8 sentence 2 COVID-19 Act

Shareholders exercising their voting right by way of absentee voting (in writing or electronically) or by way of proxy authorization and instructions to the Company-appointed proxies may object to the resolutions passed by the General Meeting by submitting their objection to the notary instructed to keep the record of the General Meeting via the password-protected online service for shareholders in line with the procedure laid down therein by Uniper SE. Corresponding declarations may be submitted from the opening of the General Meeting up to its closing by the chairman of the General Meeting.

The legal provisions are:

Section 1 para. 2 sentence 1, para. 8 sentence 2 COVID-19 Act

"(2) The management board may decide that the general meeting is to be held in the form of a virtual general meeting without the need for shareholders or their authorized representatives to be physically present, provided that

1. the broadcast by means of audio and video transmission encompasses the entire general meeting,
2. provision is made for shareholders to exercise their voting right by means of electronic communication (postal vote or electronic participation) and to grant a power of attorney,
3. shareholders are given the right to ask questions by means of electronic communication,
4. shareholders who exercise their voting right in accordance with no. 2 are afforded the possibility of objecting to a resolution adopted by the general meeting by way of derogation from section 245 no. 1 of the Stock Corporation Act, the need to be physically present at the general meeting thus being waived.

(8) (...) For a European company in accordance with Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the statute for a European company (SE) (OJ L 294 of 10 November 2001, p. 1), which was last amended by Regulation (EU) No. 517/2013 (OJ L 158 of 10 June 2013, p. 1), paras. 1 to 7 apply accordingly, with the exception of para. 5."

Regarding section 29 EnSiG as well as section 6 para. 1 and section 9 para. 1 WStBG (excerpts in each case) see section 1 above.