

# CECONOMY

Virtual General Meeting of CECONOMY AG on 9 February 2022

## INFORMATION REGARDING PROXY VOTING THROUGH THE PROXIES NOMINATED BY THE COMPANY

**Note: Preference shareholders are also entitled to vote at this General Meeting.**

Dear Shareholders,

on the occasion of the virtual General Meeting of CECONOMY AG on 9 February 2022, we are offering CECONOMY AG shareholders who are entitled to vote the chance to vote by proxy through the proxies nominated by the Company. As an alternative to the possibility to grant voting rights to, e.g., banks or shareholders' associations, this service allows you to authorize the proxies nominated by the Company and to issue instructions for exercising your voting rights in the General Meeting to them. The possibility of shareholders to exercise their shareholder rights themselves is, of course, not affected by this offer to exercise voting rights through the proxies nominated by the Company.

Due to the cancellation of the dividend for the 2017/18, 2018/19 and 2019/20 financial years, preference shareholders are also entitled to vote at the General Meeting on 9 February 2022. Therefore, the following explanations regarding proxy voting through the proxies nominated by the Company apply to holders of ordinary and preference shares.

### 1. Authorization of the proxies nominated by the Company through the InvestorPortal

Proxies and instructions to the proxies nominated by the Company may be granted, changed or revoked

as from **Wednesday, 19 January 2022** until the **end of the voting period on the day of the General Meeting**, 9 February 2022, at least until 11:30 a.m. CET,

through the InvestorPortal at [www.ceconomy.de/general-meeting](http://www.ceconomy.de/general-meeting). In each case, receipt by the Company will be relevant.

Access to the InvestorPortal requires the access data sent together with the confirmation of registration. Please order your confirmation(s) of registration from your depository institution(s) in a timely manner.

In the InvestorPortal, please tick the YES box if you agree, the NO box if you disagree, and the abstention box if you abstain. If you do not tick any of the three boxes for a proposed resolution, this will be treated as an abstention.

## 2. Authorization of the proxies nominated by the Company in another manner

Proxies and instructions to the proxies nominated by the Company also may be granted, changed or revoked in text form

- until **Friday, 4 February 2022, 12:00 CET**, at the address

CECONOMY AG  
c/o Computershare Operations Center  
80249 München

or

- until **Tuesday, 8 February 2022, 12:00 CET**,

by fax at: +49 (0) 89 30903-74675  
by e-mail at: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)

In each case, receipt by the Company will be relevant.

The relevant forms will be sent to the shareholders together with the confirmation of registration for the virtual General Meeting and can also be requested from

CECONOMY AG  
Group Corporate Legal  
Kaistraße 3  
40221 Duesseldorf

or by fax at: +49 (0)211 5408-7005  
or by e-mail at: [hv2022@ceconomy.de](mailto:hv2022@ceconomy.de)

or downloaded on the Internet at [www.ceconomy.de/general-meeting](http://www.ceconomy.de/general-meeting).

If you wish to authorize the proxies nominated by the Company at the above mentioned address, by fax or by e-mail, please use the form provided for proxy and instructions to the proxies nominated by the Company and please enclose the confirmation(s) of registration received from your depository institution(s). Please order your confirmation(s) of registration from your depository institution(s) in a timely manner.

Please tick the YES box on the form if you agree and the NO box if you disagree. If you do not tick a box, this will be counted as an abstention.

### **3. General notes regarding proxy voting through the proxies nominated by the Company**

Even in case of authorisation of proxies nominated by the Company, a timely registration of the shareholder for the General Meeting and a timely provision of the proof of share ownership of the shareholder in accordance with the provisions described in the invitation to the virtual General Meeting of CECONOMY AG on 9 February 2022 (cf. PARTICIPATION IN THE VIRTUAL GENERAL MEETING WITHOUT SHAREHOLDER PRESENCE AND EXERCISE OF VOTING RIGHTS) are required.

The proxies nominated by the Company will exercise the voting right only on the basis of express and unambiguous instructions. Therefore, the shareholders have to issue express and unambiguous instructions in respect of the items of the agenda with regard to which they wish the voting right to be exercised. The proxies nominated by the Company are obliged to vote in accordance with the instructions given to them. In the event that individual ballots are conducted in respect of an item of the agenda, an instruction must be issued in respect of each individual sub-item. To the extent that no express and unambiguous instruction was given, the proxies nominated by the Company will refrain from voting with regard to the respective subject matter of the ballot.

The proxies nominated by the Company do not accept any instructions to submit a request to address the General Meeting, to lodge an objection to General Meeting resolutions or to ask questions or table motions.