

**Explanation concerning items on the Agenda without resolutions
Pursuant to § 124a sentence 1 Nr. 2 Stock Corporation Act**

— In accordance with §§ 172, 173 German Stock Corporation Act (*Aktiengesetz*, "AktG"), no resolution is required for item 1 on the Agenda because the Supervisory Board has approved the annual and consolidated financial statements presented by the Board of Managing Directors, and the annual financial statements are, therefore, adopted. § 175 para. 1 sentence 1 Stock Corporation Act only requires that the Board of Managing Directors must convene the Annual General Shareholders Meeting for the purpose of receiving, among other items, the adopted annual financial statements and the management report as well as passing a resolution about the use of any distributable profit — and, in the case of a parent company, also receiving the consolidated financial statements and group management report approved by the Supervisory Board. The above references documents will be explained in more detail at the Annual General Shareholders Meeting.

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