

Deutsche Pfandbriefbank AG
Annual General Meeting 2020

Voting results

All figures include postal votes. Percentages are rounded to four decimal places.

Attendance: 65,305,677 votes = 48.56 % of the registered share capital
(134,475,308 votes = 100 % of the registered share capital)

Agenda item #2: Appropriation of the distributable profit

70,268,529 shares for which valid votes were cast (= 52.25 % of the registered share capital).

69,926,363	votes in favour	= 99.5131 %	of the valid votes cast
342,166	votes against	= 0.4869 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #3: Discharge of the members of the Management Board

70,107,461 shares for which valid votes were cast (= 52.13 % of the registered share capital).

69,966,348	votes in favour	= 99.7987 %	of the valid votes cast
141,113	votes against	= 0.2013 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #4: Discharge of the members of the Supervisory Board

70,101,083 shares for which valid votes were cast (= 52.13 % of the registered share capital).

69,366,206	votes in favour	= 98.9517 %	of the valid votes cast
734,877	votes against	= 1.0483 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #5: Resolution on the appointment of the auditor for the annual financial statements and the consolidated financial statements, and the auditor for any review of interim financial information

69,654,998 shares for which valid votes were cast (= 51.80 % of the registered share capital).

65,663,748	votes in favour	= 94.2700 %	of the valid votes cast
3,991,250	votes against	= 5.7300 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #6: Resolution on the cancellation of the Authorized Capital 2015, the authorization of the Management Board to increase the share capital (Authorized Capital 2020/I) - with the authorization to exclude the subscription right of the shareholders - and the corresponding amendments to the Articles of Association

70,251,329 shares for which valid votes were cast (= 52.24 % of the registered share capital).

68,159,760	votes in favour	= 97.0227 %	of the valid votes cast
2,091,569	votes against	= 2.9773 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #7: Resolution on the authorization of the Management Board to increase the share capital (Authorized Capital 2020/II) - with the authorization to exclude the subscription right of the shareholders - and the corresponding amendment to the Articles of Association

70,258,444 shares for which valid votes were cast (= 52.25 % of the registered share capital).

69,891,551	votes in favour	= 99.4778 %	of the valid votes cast
366,893	votes against	= 0.5222 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #8: Resolution on the authorization of the Management Board to issue profit participation rights and other hybrid bonds with the authorization to exclude the subscription right of the shareholders, on the cancellation of the existing authorization and of the Conditional Capital 2015, and on the corresponding amendment of the Articles of Association

70,242,334 shares for which valid votes were cast (= 52.23 % of the registered share capital).

68,103,768	votes in favour	= 96.9554 %	of the valid votes cast
2,138,566	votes against	= 3.0446 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #9: Resolution on the authorization to acquire own shares in accordance with section 71 (1) no. 8 AktG, including under exclusion of the right to tender, and to use those own shares, also under exclusion of the shareholders' statutory subscription right, and on the authorization to redeem own shares acquired and to reduce the capital, and on the cancellation of the existing authorization

62,953,570 shares for which valid votes were cast (= 46.81 % of the registered share capital).

61,814,408	votes in favour	= 98.1905 %	of the valid votes cast
1,139,162	votes against	= 1.8095 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #10: Resolution on the authorization to use derivatives in connection with the acquisition of own shares pursuant to section 71 (1) No. 8 AktG and to exclude the tender and subscription right

62,906,517 shares for which valid votes were cast (= 46.78 % of the registered share capital).

41,407,211	votes in favour	= 65.8234 %	of the valid votes cast
21,499,306	votes against	= 34.1766 %	of the valid votes cast

The proposed resolution was thus rejected.

Agenda item #11: Resolution on the introduction of provisions for convening reorganization general meetings, amendment of the articles of association

62,954,926 shares for which valid votes were cast (= 46.82 % of the registered share capital).

29,144,526	votes in favour	= 46.2943 %	of the valid votes cast
33,810,400	votes against	= 53.7057 %	of the valid votes cast

The proposed resolution was thus rejected.

Agenda item #12: Amendment of the Articles of Association in section 3 (2) (transmission of information to shareholders), section 14 (5) sentence 2 and sentence 3 (proof of share ownership) and section 14 (6) sentence 3 (exercise of voting rights by proxies)

70,198,174 shares for which valid votes were cast (= 52.20 % of the registered share capital).

70,139,941	votes in favour	= 99.9170 %	of the valid votes cast
58,233	votes against	= 0.0830 %	of the valid votes cast

The proposed resolution was thus adopted.