Annex 2 to the Rules of Procedure for the Supervisory Board of September 16, 2025

Catalogue of transactions requiring the approval of the Supervisory Board

I. Transactions requiring approval pursuant to § 7 (1) of the Articles of Association of thyssenkrupp AG

The Executive Board requires the Supervisory Board's prior consent to the following transactions of the Company and its affiliated companies:

a) fundamental changes in the corporate organization;

b) the corporate annual investment plan and funding thereof;

c) fundamental changes to the corporate real estate policy;

d) the acquisition, sale or encumbrance of real estate and equivalent titles or titles to real estate, insofar as the value of the individual measure exceeds an amount of €10,000,000;

e) the acquiring of shares/interests in other companies or the disposal of such shares/interests, insofar as the value of the individual measure exceeds an amount of €25,000,000 (with the exception of intra-Group acquisitions and disposals[1]);

f) development of new fields of business or reduction or abandonment of existing fields of business if of material significance to the Group;

g) assumption of suretyships, guarantees or any similar liability outside the normal course of business if of material significance to the Group;

h) granting of loans or other credits outside the normal course of business if of material significance to the Group;

[1] Pursuant to the Supervisory Board resolution of January 9, 2002

II. Other transactions requiring approval determined by the Supervisory Board, and the application and clarification of individual requirements for approval

a) The exercise of sideline activities, in particular the acceptance of seats on supervisory boards outside the Group, is subject to the prior approval of the Supervisory Board.

b) Pursuant to § 112 Stock Corporation Act (AktG), transactions between a member of the Executive Board and the Company shall be concluded by the Supervisory Board for the Company. Material transactions (value threshold €1 million) concluded between a related party of an Executive Board member (spouse, civil partner, first-degree relative) and the Company or a Group company are subject to the prior approval of the Supervisory Board. The same shall apply to material transactions concluded between an enterprise over which a member of the Executive Board or a related party can exercise control and the Company or a Group company. The applications for approval shall be made by the Executive Board member concerned to the Supervisory Board. The application for approval shall show that the transaction complies with customary standards.

c) Investments by the Company and its affiliated companies with an individual value exceeding an amount of €150 million shall require approval; however, decisions regarding the approval of investments with an individual value of up to €300 million shall be made by the Strategy, Finance and Investment Committee instead of the Supervisory Board. Accordingly, the requirement for approval in accordance with Point I. b) above shall also apply to investments made by the Group, its segments and companies in which significant shares/interests are held, as well as the financing thereof, subject to the materiality threshold for referral to the Supervisory Board pursuant to this section c).

d) The development of new fields of business or reduction or abandonment of existing fields of business in accordance with Point I. f) above comprises relevant measures by the Group, its segments and companies in which significant shares/interests are held if of material significance to the Group or the Group's individual segments and companies in which significant shares/interests are held.

e) In cases under a) and b) sentence 1, the Executive Board member concerned shall inform the Chair of the Executive Board/CEO without delay about the application to the Supervisory Board and decision of the Supervisory Board.

f) In cases under b) sentences 2 and 3, the Executive Board member concerned shall at the same time inform the other members of the Executive Board.