Information on shareholders' rights

in the meaning of § 121 (3) sentence 3
no. 3 Stock Corporation Act (AktG) and further
information pursuant to § 124a sentence 1 no. 2, no. 5 AktG

thyssenkrupp AG
August 7, 2026

thyssenkrupp

I. Information on shareholders' rights in the meaning of § 121 (3) sentence 3 no. 3 AktG

On the basis of § 118a AktG in conjunction with § 17 (6) of the Company's Articles of Association, the Extraordinary General Meeting of thyssenkrupp AG will be held as a meeting without the shareholders or their proxies (with the exception of the Company-nominated proxies) being physically present at the venue of the meeting (virtual General Meeting).

Section III. of the invitation to the General Meeting contains some information on shareholders' rights under §§ 122 (2), 126 (1), 127 and 131 (1) AktG; the following information serves to explain these provisions in more detail.

a) Requests for additions to the agenda (§ 122 (2) AktG)

Shareholders whose shares together total the amount of one twentieth or a share of €500,000 of the capital stock (the latter corresponding to 195,313 shares), may request items to be added to the agenda and publicized. Reasons or a resolution proposal must be attached to each new agenda item.

The request must be sent to the Company's Executive Board in writing and be received at least 30 days before the General Meeting; this period shall not include the day of the General Meeting and the day of receipt. The request must therefore be received by no later than midnight CEST on July 7, 2026. Requests for additions that are received later will not be taken into consideration. The request must be submitted to the Company at the following address:

Executive Board of thyssenkrupp AG
Investor Relations (HV)
thyssenkrupp Allee 1
45143 Essen, Germany

or electronically in accordance with § 126a BGB, i.e., by email along with your name and with a qualified electronic signature, to:

hv-antrag@thyssenkrupp.com

Anyone submitting such requests must verify that they have held the shares for at least 90 days before the date of receipt of the request and will hold them until a decision on the request has been made by the Executive Board. § 70 AktG is applicable when calculating the time for which shares have been held.

Unless made public at the same time as the General Meeting is convened, requests for additions to the agenda that are required to be published are published as soon as they are received in the Federal Gazette ("Bundesanzeiger"). They will also be published on the Company's website at www.thyssenkrupp.com/en/investors/annual-general-meeting.

b) Shareholder motions and election proposals (§§ 118a (1) sentence 2 no. 3, 126, 127, 130a (5) sentence 3 AktG)

Every shareholder has the right to submit countermotions against proposals by the Executive Board and/or Supervisory Board with regard to a specific agenda item and proposals for the election of Supervisory Board members or auditors to the following address:

thyssenkrupp AG
Investor Relations (HV)
thyssenkrupp Allee 1
45143 Essen, Germany

or by email to:

hv-antrag@thyssenkrupp.com

Countermotions and election proposals sent to a different address will not be taken into consideration.

Countermotions and election proposals that are to be made available by the Company pursuant to § 126 AktG or § 127 AktG and that are received by the Company at least 14 days before the General Meeting – i.e., by no later than midnight CEST on July 23, 2026 – at the above address or email address will be published as soon as they are received, stating the name of the shareholder, any reasons to be made available and, if applicable, along with any content to be added in accordance with § 127 sentence 4 AktG and any comments by the management, at www.thyssenkrupp.com/en/investors/annual-general-meeting.

In accordance with § 126 (4) sentence 1 AktG, shareholder countermotions and election proposals that are to be made available are deemed to have been submitted at the time they are made available. Shareholders who have duly registered for the General Meeting can exercise voting rights on these countermotions and election proposals. If the shareholder submitting the countermotion or election proposal is not duly registered for the General Meeting, the countermotion or election proposal does not have to be dealt with at the General Meeting.

Countermotions and election proposals, as well as other motions, can also be submitted during the General Meeting by means of video communication, i.e., as part of the right to speak.

Furthermore, shareholder countermotions do not need to be made available:

1. insofar as the Executive Board would commit a criminal offense by doing so,
2. if the countermotion would lead to a resolution of the General Meeting which would violate the statutory provisions or Articles of Association,
3. if the reasons given contain manifestly false or misleading information on key points or if they are libelous,
4. if a countermotion of the shareholder based on the same subject matter has already been made available in connection with a previous General Meeting of the Company under § 125 AktG,
5. if the same countermotion of the shareholder with essentially the same reasons has been made available in the last five years in connection with at least two General Meetings of the Company under § 125 AktG and less than one twentieth of the capital stock represented at the General Meeting voted in favor,
6. if the shareholder indicates that he/she will not take part in the General Meeting and will not be represented by a proxy, or
7. if in two General Meetings in the last two years the shareholder has not, in person or by proxy, presented a countermotion previously notified by him/her.

The same applies analogously with regard to making election proposals available. Furthermore, the Executive Board does not need to make proposals for the election of Supervisory Board members and auditors available if they do not contain the name, current occupation and address of the proposed candidate, or in the case of legal persons the company name and registered office, and in the case of proposals for the election of Supervisory Board members if no information is provided on their membership of other statutory supervisory boards. Information on their membership of comparable German and non-German control bodies of business enterprises should be attached.

Reasons given for countermotions and election proposals exceeding 5,000 characters do not need to be made available.

If several shareholders propose countermotions on the same resolution item or if they make the same election proposals, the Executive Board can combine the countermotions or election proposals and the reasons provided for them.

c) Right to submit statements (§§ 118a (1) sentence 2 no. 6, 130a (1) to (4) AktG)

Shareholders who have duly registered for the General Meeting or their proxies have the right to submit statements on the items on the agenda by means of electronic communication via the InvestorPortal by no later than five days before the meeting, which period does not include the day of receipt and the day of the General Meeting, i.e., by midnight CEST on August 1, 2026.

They must be submitted in text form in German or English via the InvestorPortal. Statements may be up to 10,000 characters in length (including spaces). The Company will make the statements available, along with the names of the shareholders submitting them, at www.thyssenkrupp.com/en/investors/annual-general-meeting no later than four days before the meeting, i.e., by midnight CEST on August 2, 2026.

Statements will not be made available

1. if they are not submitted in German or English,
2. if they are more than 10,000 characters in length (including spaces),
3. insofar as the Executive Board would commit a criminal offense by doing so,
4. if the reasons given contain manifestly false or misleading information on key points or if they are libelous,
5. if the shareholder indicates that he/she will not take part in the General Meeting and will not be represented by a proxy.

Motions, election proposals, questions and objections to resolutions of the General Meeting contained in the statements submitted in text form will not be considered at the General Meeting; the submission of motions and election proposals (see Section b)), exercise of the right to obtain information (see Section e)) and filing of objections to resolutions of the General Meeting (see Section f)) shall be possible only in the manner envisaged and described separately for that purpose.

d) Shareholders’ right to speak (§§ 118a (1) sentence 2 no. 7, 130a (5) and (6) AktG)

Shareholders or their proxies who are connected electronically to the General Meeting have a right to speak at the meeting, which they exercise by means of video communication. Shareholders and their proxies will have the opportunity to register their addresses on the InvestorPortal starting at 9.00 a.m. CEST on the day of the General Meeting, i.e., one hour before the start of the General Meeting.

Motions and election proposals pursuant to § 118a (1) sentence 2 no. 3 AktG, requests for information pursuant to § 131 (1) AktG, follow-up questions pursuant to § 131 (1d) AktG and other questions pursuant to § 131 (1e) AktG may be part of such an address, see Section e) for information on exercising the right to obtain information as part of an address. Addresses at the General Meeting, including motions and election proposals, as well as all relevant types of requests for information, must be made or submitted in German.

Due registration and electronic connection to the meeting are required so that the right to speak can be exercised. Starting at 9.00 a.m. CEST on the day of the General Meeting, shareholders or their proxies can already register to address the General Meeting before it commences and then take part in the necessary technical check on working order, if applicable. This will enable shareholders and proxies to follow the live transmission of the General Meeting, which will begin at 10.00 a.m. CEST, regardless of the necessary check on working order, if applicable, and the associated switch to the technical system used for speakers.

Pursuant to § 18 (4) of the Company’s Articles of Association, the Chair of the Meeting may appropriately limit the time allowed for shareholders to ask questions and speak. In particular, the Chair is authorized to specify as appropriate the time allowed for the entire General Meeting, for discussions on the individual agenda items, and for individual questions and addresses at the beginning of or during the General Meeting.

To exercise their right to speak, shareholders or their proxies require an internet-capable device (PC, laptop, tablet or smartphone) with a camera and microphone that can be accessed from the browser.

The Company reserves the right to examine the working order of video communication between a shareholder or proxy and the Company at the meeting and prior to the address and to reject the address if the working order of video communication is not ensured.

e) Shareholders’ right to obtain information (§§ 118a (1) sentence 2 no. 4, 131 (1) AktG)

Pursuant to §§ 118a (1) sentence 2 no. 4, 131 (1) AktG, the Executive Board must inform any shareholder or shareholder’s proxy at the General Meeting, upon such a request being made, about matters pertaining to the Company, to the extent that such information is necessary to permit a proper evaluation of an item on the agenda and there is no right to refuse to disclose such information. The Executive Board’s obligation to provide information also extends to include the Company’s legal and business relations with its affiliated companies.

Moreover, the obligation to provide information also covers the situation of the Group and any companies included in the consolidated financial statements. The shareholders and their proxies have the right to ask follow-up questions at the meeting on the answers given by the Executive Board in accordance with § 131 (1d) AktG.

The Executive Board may refuse to disclose such information

1. insofar as that providing such information is, according to sound business judgment, likely to cause material damage to the Company or an affiliated company,
2. insofar as 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 Annual General Meeting is to approve the annual financial statements,
4. with regard to the methods of classification and valuation, if disclosure of such methods in the notes suffices to provide a clear view of the actual condition of the Company’s assets, financial position and profitability within the meaning of § 264 (2) of the German Commercial Code (HGB); the foregoing shall not apply if the Annual General Meeting is to approve the annual financial statements,
5. insofar as the Executive Board would commit a criminal offense by providing such information,
6. insofar as the information is continuously available on the Company’s website seven or more days prior to the Annual General Meeting as well as during the meeting.

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

It is envisaged that the Chair of the Meeting will determine at the General Meeting in accordance with § 131 (1f) AktG that the right to obtain information pursuant to § 131 AktG at the General Meeting may be exercised solely by means of video communication, i.e., as part of the right to speak, via the InvestorPortal. Any other manner of submitting questions by means of electronic or by other means of communication, either before or during the General Meeting, is not envisaged.

§ 131 (4) sentence 1 AktG states that if information has been provided outside a General Meeting to a shareholder by reason of his or her status as a shareholder, such information shall upon request be provided to any other shareholder or his/her proxy at the General Meeting, even if such information is not necessary to permit a proper evaluation of an item on the agenda. At the virtual General Meeting, it is ensured that shareholders or their proxies who are connected electronically to the General Meeting can submit their requests in accordance with Section 131 (4) sentence 1 AktG by means of electronic communication via the InvestorPortal during the General Meeting.

Where a shareholder's request for information is refused, he/she may demand that his/her question and the grounds for refusing to provide the information be included in the notarized minutes of the meeting. Pursuant to § 18 (4) of the Company's Articles of Association, the Chair of the Meeting may appropriately limit the time allowed for shareholders to ask questions and speak; in particular, the Chair can specify the time allowed for the entire Annual General Meeting, for discussions on the individual agenda items, and for individual questions and addresses at the beginning of or during the Annual General Meeting.

f) Filing of objections to resolutions of the General Meeting (§§ 118a (1) sentence 2 no. 8, 245 sentence 1 no. 1 AktG)

Shareholders and their proxies who are connected electronically to the General Meeting have the right to file objections to resolutions of the General Meeting by means of electronic communication. An objection can be filed via the InvestorPortal during the entire General Meeting up to the end of the General Meeting. The notary public has authorized the Company to accept objections via the InvestorPortal and will receive the objections via the InvestorPortal.

The Company-nominated proxies cannot declare objections to resolutions of the General Meeting in the record of the notary public certifying the General Meeting.

II. Information on the total number of shares and voting rights pursuant to § 124a sentence 1 no. 5 AktG

At the time of convening the General Meeting, the capital stock of the Company comprises 622,531,741 no-par shares. Each share entitles the bearer to one vote. At the time of convening the General Meeting, the Company holds no treasury shares, which means that the total number of shares bearing participation and voting rights is 622,531,741.

III. Inclusion in the list of participants

In accordance with § 129 (1) sentence 3 AktG, the shareholders who are connected electronically to or represented at the meeting and the representatives of shareholders who are connected electronically to the meeting are included in the list of participants, irrespective of the way in which votes are cast.

Shareholders who are not connected to the meeting and their proxies who cast postal votes electronically via the InvestorPortal are not listed as participants in the General Meeting. They are therefore not included in the list of participants and there is no associated disclosure of their name.

Even if Company-nominated proxies are granted authorization, only the name of the proxy will be included in the list of participants in the General Meeting, if the shareholder or his/her proxy is not connected to the meeting. The name of the shareholder or proxy is likewise not disclosed.

The full wording of the corresponding provisions of the German Stock Corporation Act (AktG) is available on the internet at www.gesetze-im-internet.de/englisch_aktg/index.html.

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