



**WashTec AG**

**Augsburg**

German securities identification number (WKN) 750 750

ISIN: DE 000 750 750 1

The Act Concerning Measures in Company, Cooperative, Association, Foundation and Condominium Law to Combat the Effects of the COVID-19 Pandemic, which entered into force on March 28, 2020, provides for the possibility of holding ordinary general meetings in 2020 without the physical presence of shareholders or their proxy holders (as a virtual general meeting). In view of the COVID-19 pandemic, which is set to continue for the foreseeable future, and of the rules of conduct decided in this connection by the Free State of Bavaria, and with the objective of avoiding health risks for shareholders, internal and external staff and members of the Boards of the Company, the Management Board of WashTec AG has resolved with the approval of the Supervisory Board to make use of the option of holding a virtual Annual General Meeting.

**Invitation to the Annual General Meeting of WashTec AG  
(virtual Annual General Meeting)**

We hereby invite our shareholders to the 2020 Annual General Meeting of WashTec AG, Augsburg, on Tuesday, July 28, 2020, at 10:00 hrs CEST.

The meeting will be held as a virtual Annual General Meeting, without the physical presence of shareholders or their proxy holders. The Annual General Meeting will be transmitted on the Internet for shareholders by live audio/video stream. Shareholders will be able to exercise their voting rights exclusively by postal vote or by granting proxy to Company-designated proxy holders. The venue of the Annual General Meeting within the meaning of the German Stock Corporation Act (Aktengesetz – AktG) is Stettenstrasse 1-3, 86150 Augsburg, Germany.

## **I. Agenda**

- 1. Presentation of the adopted annual and approved consolidated annual financial statements as of and for the year ended December 31, 2019; presentation of the combined management report of WashTec AG and the Group for fiscal year 2019, including the explanatory report of the Management Board under sections 289a and 315a of the German Commercial Code (Handelsgesetzbuch – HGB); presentation of the proposal of the Management Board on the appropriation of the distributable profit and of the report of the Supervisory Board for fiscal year 2019**

The Supervisory Board has approved the annual financial statements of WashTec AG and the consolidated financial statements prepared by the Management Board. The annual financial statements have thus been adopted in accordance with Section 172 sentence 1 of the German Stock Corporation Act (Aktengesetz – AktG). In accordance with the statutory provisions, agenda item 1 is not subject to resolution by the Annual General Meeting. Section 175 (1) sentence 1 AktG merely stipulates that the Management Board must convene the Annual General Meeting to accept the adopted annual financial statements and management report and to resolve on the appropriation of any distributable profit and, in the case of a parent company, to accept the consolidated annual financial statements approved by the Supervisory Board and the Group management report. Under Sections 176 (1) sentence 1 and 175 (2) AktG, the Management Board must make available to the Annual General Meeting the annual financial statements, the management report, the report of the Supervisory Board, the proposal of the Management Board on the appropriation of distributable profit and – in the case of publicly listed companies – an explanatory report on the disclosures pursuant to Section 289a and 315a HGB and, in the case of a parent company, the consolidated annual financial statements, the Group management report and the Supervisory Board's report thereon.

The above documents will be explained in greater detail by the Management Board and – as regards the report of the Supervisory Board – by the Chairman of the Supervisory Board in the virtual Annual General Meeting. They will be made published in the Investor Relations section of the Company website, [www.washtec.de](http://www.washtec.de), from the date of convocation and will continue to be available there during the virtual Annual General Meeting.

**2. Resolution on the appropriation of distributable profit**

The Management Board and Supervisory Board propose that the distributable profit of €22,581,092.36 shown in the Company's annual financial statements for fiscal year 2019 be carried forward in full.

**3. Resolution on ratification of the actions of the Management Board in fiscal year 2019**

The Management Board and Supervisory Board propose the ratification of the actions of the Management Board in fiscal year 2019.

**4. Resolution on ratification of the actions of the Supervisory Board in fiscal year 2019**

The Management Board and Supervisory Board propose the ratification of the actions of the Supervisory Board in fiscal year 2019.

**5. Election of the auditor of the annual and consolidated financial statements for fiscal year 2020**

The Supervisory Board proposes, at the recommendation of the Audit Committee, that it be resolved:

To appoint PricewaterhouseCoopers GmbH, Wirtschaftsprüfungsgesellschaft, Munich, as auditor of the annual and consolidated financial statements for fiscal year 2020.

The Audit Committee has stated that its recommendation is free of undue influence by any third party and, in particular, that no clause of the kind referred to in Article 16(6) of Regulation (EU) No 537/2014 has been imposed upon it.

**6. Resolution on amendment of Section 9 of the Articles of Association**

- a) Participation and voting in the Annual General Meeting require registration for the Annual General Meeting and proof of share ownership. Under section 9.5 sentence 2 of the Articles of Association, the separate proof of share ownership must be provided in the form of a certificate issued by the custodian bank in text form and in German or English and must relate to the beginning of the twenty-first day prior to

the General Meeting. The Articles of Association are based here on Section 123 (4) sentence 1 AktG.

The requirements for proof of ownership have been changed by the Act to Implement the Second Shareholder Rights Directive (ARUG II). Under the amended Section 123 (4) sentence 1 AktG, proof from the last intermediary within the meaning of the newly inserted Section 67C (3) AktG is sufficient for participation or voting in an Annual General Meeting. Under Section 26j of the Introductory Act of the Stock Corporation Act (EgAktG), the amended section 123 (4) sentence 1 AktG and the new section 67c AktG do not apply until September 3, 2020 and apply for the first time to general meetings convened after September 3, 2020.

An amendment to the Articles of Association is already to be resolved now in order to prevent any divergence between the Articles of Association and the law with regard to the stipulations on such proof of ownership for participation or voting in the Company's General Meetings. The Management Board is to ensure that the amendment to the Articles of Association does not enter into effect before September 3, 2020 by registering the amendment in the Commercial Register accordingly.

The Management Board and Supervisory Board therefore propose that it be resolved as follows:

c) Section 9.5 of the Articles of Association is revised as follows:

“9.5 Only those shareholders have the right to participate in the General Meeting and exercise their voting rights who have registered for the General Meeting and have provided the Company with proof of share ownership. This requires proof of share ownership in text form from the last intermediary in German or English relating to the beginning of the twenty-first day prior to the General Meeting. Proof of ownership by the last intermediary in accordance with the requirements of Section 67c (3) AktG shall suffice. Registration and proof of share ownership must be received by the Company at the address specified for the purpose in the convocation notice at least six days prior to the meeting (the registration period). The convocation notice may provide for a shorter period, which is to be measured in days. The periods must be counted back from the date of the General Meeting. The date of the General Meeting and the date of receipt are not included in the calculation.”

The Management Board is instructed to file the amendment to the Articles of Association for entry in the commercial register in such a way that the amendment does not take effect before September 3, 2020.

the German Stock Corporation Act gives companies the option of allowing shareholders to attend face-to-face annual general meetings using electronic communication (“online attendance”). They can also stipulate that shareholders may vote in writing or by electronic communication without attending an annual general meeting (“postal vote”). The Articles of Association are to be amended so that shareholders can use these ways of taking part in the decision making process in Annual General Meetings. The Stock Corporation Act also gives companies the option of allowing video and audio broadcasting of face-to-face annual general meetings. The Articles of Association are also to be amended to provide for this possibility.

The Management Board and Supervisory Board therefore propose that it be resolved as follows:

The following new Sections 9.6 to 9.8 are inserted after Section 9.5 of the Articles of Association:

“9.6 The Management Board may provide for shareholders also to attend the Annual General Meeting without being present at the meeting venue and without a proxy and to exercise their rights in whole or part by means of electronic communication. The Management Board is free to stipulate on the detailed scope and procedure. If the Management Board makes use of this authorisation, the detailed stipulations must be contained in the convocation notice.

9.7 The Management Board may also provide for shareholders also to vote in writing or by electronic communication without attending an annual general meeting (postal vote). The Management Board is free to stipulate on the detailed procedure for postal voting. If the Management Board makes use of this authorisation, the detailed stipulations must be contained in the convocation notice.

9.8 The Company may allow video and audio broadcasting of the Annual General Meeting in electronic and other media. This must be indicated in the convocation notice for the Annual General Meeting.”

The previous Articles 9.6 to 9.10 are renumbered as Articles 9.9 to 9.13 of the Articles of Association without any change to their wording.

**7. Resolution approving amendment of the Control and Profit Transfer Agreement between the Company and AUWA-Chemie GmbH**

On March 19, 2009, the Company, as controlling entity, and AUWA-Chemie GmbH, Augsburg, as controlled entity, entered into a Control and Profit Transfer Agreement that was approved by the Annual General Meeting on May 7, 2009. The parties entered into an agreement amending the Control and Profit Transfer Agreement on March 9, 2020.

In accordance with a German Federal Ministry of Finance (BMF) circular dated April 3, 2019, profit transfer agreements need to be clarified with regard to the arrangements for the assumption of losses within a tax group within the meaning of Section 17 of the German Corporation Tax Act (KStG). In future, the requirement is for full reference to be made to Section 302 of the German Stock Corporation Act (Aktiengesetz – AktG) as amended from time to time. This requirement is complied with by the amending agreement. The amending agreement does not provide for any other changes.

Accordingly, the main substance of the amending agreement is as follows:

The amending agreement amends Section 5 (1) of the Control and Profit Transfer Agreement to the effect that the stipulations of Section 302 AktG as amended from time to time apply analogously to the assumption by WashTec AG of losses incurred by AUWA-Chemie GmbH.

Section 5 (1) of the Control and Profit Transfer Agreement currently reads as follows:

*“The parent company undertakes to cover any net loss otherwise incurred during the term of this Agreement to the extent that the net loss is not covered by withdrawing from other revenue reserves amounts credited to them during the term of this Agreement. In all other respects, Section 302 AktG as amended from time to time shall apply analogously.”*

The amended version as a result of the amending agreement reads as follows:

*“For the assumption of losses by the parent company, the stipulations of Section 302 AktG as amended from time to time shall apply analogously.”*

The provisions of the Control and Profit Transfer Agreement remain unaltered in all other respects. The Amending Agreement enters into effect retroactively from the beginning of the fiscal year in which all requirements for the amendment to the agreement to become effective are satisfied. To become effective, the amending agreement requires the approval of the General Meeting of WashTec AG and subsequent recording in the Commercial Register for the domicile of AUWA-Chemie GmbH. The General Meeting of AUWA-Chemie GmbH already approved the amendment to the Control and Profit Transfer Agreement on March 9, 2020.

The Management Board and Supervisory Board propose that it be resolved as follows:

The amendment of the Control and Profit Transfer Agreement between the Company and AUWA-Chemie GmbH, Augsburg, of March 19, 2009 by the amending agreement of March 9, 2020 is approved.

The Management Board of WashTec AG and the Management of AUWA-Chemie GmbH have submitted a joint report on the amending agreement in accordance with Section 293a AktG. The joint report, together with the amending agreement dated March 9, 2020, the original Control and Profit Transfer Agreement dated March 19, 2009 and the remaining documents to be published, is published in the Investor Relations section of the Company's website at [www.washtec.de](http://www.washtec.de) from the date of the convocation notice for the Annual General Meeting. The documents will also continue to be available on the Company website during the virtual Annual General Meeting on July 28, 2020.

## **II. Further information on convocation**

### **1. Total number of shares and voting rights**

On convocation of the Annual General Meeting, WashTec AG has issued a total of 13,976,970 no-par-value shares granting a total of 13,976,970 voting rights. On convocation of the Annual General Meeting, the Company holds 594,646 treasury shares in respect of which the Company has no rights.

### **2. Annual General Meeting held as a virtual Annual General Meeting without the physical presence of shareholders or their proxy holders**

In accordance with the Act Concerning Measures in Company, Cooperative, Association, Foundation and Condominium Law to Combat the Effects of the COVID-19 Pandemic (Article 2 of the Act of March 27, 2020 to Mitigate the Consequences of the COVID 19 Pandemic in Civil, Insolvency and Criminal Procedure Law, Federal Law Gazette I 2020, p. 569) – hereinafter the “Covid 19 Act” – the Management Board of WashTec AG has resolved with the approval of the Supervisory Board to hold the Annual General Meeting as a virtual Annual General Meeting without the physical presence of the shareholders or their proxy holders (hereinafter the “virtual Annual General Meeting”). Shareholders and their proxy holders are therefore not permitted to attend in person.

They will however be able to follow the entire Annual General Meeting on July 28, 2020, starting at 10:00 a.m. CEST, by audio/video stream in the AGM Portal in the Investor Relations section of the Company website, [www.washtec.de](http://www.washtec.de). Shareholders who wish to participate in the virtual Annual General Meeting must register for the meeting. Shareholders who have duly registered will be sent the personal access data that they need in order to follow the entire Annual General Meeting in the AGM Portal together with their voting card and additional information on exercising their rights and using the AGM Portal. The live stream does not enable participation in the Annual General Meeting within the meaning of section 118 (1) sentence 2 of the German Stock Corporation Act (Aktiengesetz – AktG).

Duly registered shareholders or their proxy holders may exercise their voting rights exclusively by means of electronic communication (postal vote) or by granting proxy to Company-designated proxy holders. Questions may be submitted to the Management Board exclusively by electronic means by July 26, 2020, 24:00 hrs CEST, using the password-protected AGM portal in the Investor Relations section of the Company website, [www.washtec.de](http://www.washtec.de). Shareholders who have exercised their voting rights and wish to lodge objections to resolutions of the Annual General Meeting may do so by electronic means for recording in the minutes using the AGM Portal, at any time from the beginning of the virtual



Annual General Meeting on July 28, 2020 to the end of the meeting. No other form of submission is permitted.

Further details are provided in the following explanatory notes.

### **3. Requirements for participating and voting in the virtual Annual General Meeting**

Shareholders who wish to participate and vote in the virtual Annual General Meeting must register before the meeting. Shareholders must also present proof of the right to participate and vote in the virtual Annual General Meeting. For this purpose, it will suffice for shareholders to present proof of share ownership from their custodian institution (credit institution or other financial services institution, including foreign institutions) relating to the start of the 21st day before the Annual General Meeting, i.e. 0:00 hrs CEST on Tuesday, July 7, 2020 (the “record date”).

Registration and proof of ownership must be in text form, must be in either the German or the English language, and must reach the Company by no later than 24:00 hrs CEST on Tuesday, July 21, 2020, at the following address:

WashTec AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 München  
Germany  
Email: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

For the purposes of the Company, only those who have submitted proof of share ownership have the right to participate and vote in the virtual meeting. The right to participate and the number of voting rights are determined solely by the shares held by a shareholder at the record date. There is no restriction on the right to sell shares after the record date. Even if all or part of a shareholding is sold after the record date, the right to participate and the number of voting rights continue to be determined solely by the shares held by the shareholder at the record date; i.e. sales of shares after the record date have no effect on the right to participate or the number of voting rights. The same applies to purchases of shares after the record date. Anyone who does not own shares at the record date and only become a shareholder afterwards has no right to participate or vote unless they have obtained proxy or power of attorney to exercise the rights in this regard. The record date is not a relevant date for dividend eligibility.

After receipt of their registration and proof of share ownership, shareholders entitled to participate will be sent voting cards with their personal access data for use of the AGM Portal for the virtual Annual General Meeting. Shareholders who wish to participate in the virtual Annual General Meeting or exercise their voting rights – either in person or by proxy – are requested to arrange the necessary registration and proof of share ownership with their custodian bank in good time.

#### **4. Electronic postal voting procedure**

Shareholders or their proxy holders may cast their votes by electronic communication without participating in the Annual General Meeting (postal voting). Here, too, the above requirements for participating and voting in the virtual Annual General Meeting must be met. Postal votes (and any modification or revocation of postal votes) may be submitted to the Company exclusively using the password-protected AGB portal in the Investor Relations section of the company website, [www.washtec.de](http://www.washtec.de), and must be received by the Company no later than the commencement of voting in the virtual Annual General Meeting on Tuesday, July 28, 2020. Personal access data for the AGM Portal will be sent automatically to duly registered shareholders or their proxy holders together with their voting card.

Please note that no other communication channels are available for postal voting and in particular that it is not possible to vote by letter mail.

#### **5. Procedure for voting using Company-designated proxy holders**

For the purpose of voting in the virtual Annual General Meeting, we offer shareholders and their proxy holders the opportunity to appoint Company-designated proxy holders to act on the shareholders' instructions. Here, too, the shareholders must meet the above requirements for participating and voting in the virtual Annual General Meeting. Appointed company-designated proxy holders must be issued with binding instructions in text form for voting in each case; they are under obligation to vote in accordance with the instructions issued to them. Without such instructions, the proxy is invalid. The granting of proxy (with instructions), its revocation and proof of proxy towards the Company must be in text form. The proxy together with the instructions to the Company-designated proxy holders (and any modification or revocation of issued proxies and instructions) must be received by the Company as follows:

either by Monday, July 27, 2020, 12.00 hrs CEST, at the address given below, which includes the possibility of submission by email:

WashTec AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 München, Germany  
Email: inhaberaktien@linkmarketservices.de

or using the password-protected AGM Portal in the Investor Relations section of the Company website, [www.washtec.de](http://www.washtec.de), no later than the commencement of voting in the virtual Annual General Meeting on Tuesday, July 28, 2020.

Personal access data for the AGM Portal, as well as a form for issuing proxy and instructions to Company-designated proxy holders will be sent automatically to duly registered shareholders or their proxy holders together with their voting card.

Representation by Company-designated proxy holders is restricted to voting in accordance with instructions when voting on items on the agenda; Company-designated proxy holders do not accept instructions to exercise other shareholder rights including, in particular, instructions to submit motions or questions or to lodge objections.

## **6. Procedure for voting using other proxy holders**

Shareholders who do not participate in the virtual Annual General Meeting can exercise their voting rights (and where applicable other rights relating to the Annual General Meeting) through another proxy holder such as an intermediary (a credit institution or other financial services institution, including a foreign financial services institution), shareholders' association, Company-designated proxy holder or other third party. Here, too, timely registration and proof of share ownership in accordance with the foregoing stipulations are required.

As such proxy holders are unable to take part in person due to the annual general meeting being held as a virtual Annual General Meeting under the Covid-19 Act, they are likewise able to vote in the Annual General Meeting by postal vote using electronic communication or by granting (sub-)proxy to Company-designated proxy holders. For a proxy holder to exercise rights by electronic communication using the password-protected AGM Portal, the principal must provide the proxy holder with the personal access data sent with the voting card.

Under Section 134 (3) sentence 3 AktG, the granting and revocation of proxy and proof of proxy towards the Company must be in text form; this is without prejudice to Section 135

AktG. Notifications of appointment of proxy holders may alternatively be sent by email to the following address:

inhaberaktien@linkmarketservices.de

If an intermediary, a shareholders' association, a proxy adviser or another person for whom Section 135 (8) AktG stipulates that the provisions of Section 135 (1) to (7) AktG apply analogously is appointed as a proxy holder, the proxy holder must keep the notification of appointment for verification; the notification of appointment must also be completed in full and may only contain representations related to voting. In these cases, shareholders should agree the form of proxy with the proxy holder.

Shareholders who wish to appoint a proxy holder other than a Company-designated proxy holder to participate and vote will find a form in accordance with Section 48 (1) no. 5 of the Securities Trading Act (WpHG) on the back of the voting rights card sent out to shareholders after proper and timely registration.

Any granting or revocation of proxy communicated to the Company and the communication of any proof or revocation of proxy issued to a proxy holder must be received no later than Monday, July 27, 2020, 12:00 hrs CEST at one of the above addresses listed for registration.

## **7. Publication on the Company website**

This convocation notice for the Annual General Meeting together with the information and explanatory notes required by law and the documents to be published will be published in the Investor Relations section of the Company website, [www.washtec.de](http://www.washtec.de) (see Section 124a AktG). All documents to be published for the Annual General Meeting by law will also continue to be available on the Company website during the virtual Annual General Meeting.

## **8. Notes on shareholders' rights**

### **8.1. Right to have items put on the agenda under Section 122 (2) AktG**

Shareholders whose shares together make up one-twentieth of the registered share capital or a pro rata amount of €500,000.00 (this pro rata amount being equivalent to 174,713 no-par-value shares) may have items put on the agenda and published. Each new item must be accompanied by reasons and a draft resolution. Requests must be directed in writing to the Management Board of the Company and must reach the Company no later than midnight (24:00 hrs CEST) on June 27, 2020. They are to be submitted to the following address:

WashTec AG  
Investor Relations Department  
Argonstrasse 7  
86153 Augsburg, Germany

Requesters are required to prove that they have owned the shares since at least 90 days before the date of receipt of the request by the Company and that they continue to hold the shares until the request is decided upon by the Management Board, not including the day of receipt. Confirmation from the custodian institution will suffice as proof. The shareholding period is computed in accordance with Section 70 AktG.

Items put on the agenda that require publishing – unless already published with the convocation – will, without delay following receipt of the request, be published in the German Federal Gazette and released for publication by media for which it can be assumed that the information will be disseminated throughout the entire European Union. They will also be published in the Investor Relations section of the Company website, [www.washtec.de](http://www.washtec.de), and communicated to shareholders.

Orderly motions received by 24.00 hrs CEST on June 27, 2020 on business put on the agenda or to be put on the agenda under Section 122 (2) AktG will be treated in the Annual General Meeting as if brought in the Annual General Meeting.

## **8.2. Countermotions and nominations under Sections 126 (1) and 127 AktG**

Any shareholder has the right to send in countermotions to proposals of the Management Board and/or Supervisory Board on specific items of the agenda and to send in nominations for election. Countermotions requiring publication must be accompanied by a justification. Countermotions (with reasons) and nominations must be sent exclusively to this address:

WashTec AG  
Investor Relations Department  
Argonstrasse 7  
86153 Augsburg, Germany  
Email: [hauptversammlung@washtec.de](mailto:hauptversammlung@washtec.de)

Countermotions and nominations addressed differently will be disregarded. Orderly countermotions and nominations received from shareholders at the foregoing address by no later than midnight (24:00 hrs CEST) on July 13, 2020 will, following receipt, be published without delay in the Investor Relations section of the Company website,

www.washtec.de (including the name of the shareholder and – in the case of motions – the reasons). Any position taken by management on motions and nominations received will likewise be published on the above-mentioned website.

Any countermotion or nomination to be published under section 126 or 127 AktG will be treated in the virtual Annual General Meeting as if made orally in the Annual General Meeting if the shareholder making it has duly registered for the Annual General Meeting.

### **8.3. Provision for shareholders to submit questions under Article 2 Section 1 (2) sentence 1 no. 3 and sentence 2 of the Covid-19 Act; right to request information under Section 131 (1) AktG**

Under the Covid-19 Act, shareholders do not have a right within the meaning of Section 131 AktG to request information in the Annual General Meeting, but provision has to be made for them to submit questions. There is no right to receive an answer.

With the approval of the Supervisory Board, the Management Board of WashTec AG has resolved that questions from shareholders duly registered for the virtual Annual General Meeting may be submitted to the Management Board exclusively using the AGM Portal in the Investor Relations section of the Company website, www.washtec.de. Questions must relate to the Company's affairs, the Company's legal and business relations with affiliates and the situation of the Group and the companies included in the consolidated financial statements in so far as is necessary to permit proper evaluation of an agenda item.

Shareholders' questions must be received by the Company via the Company's password-protected AGM Portal no later than 24.00 hrs CEST on July 26, 2020. No questions can be submitted during the virtual Annual General Meeting.

The Management Board will duly decide at its free discretion with regard to answering such questions (section 1 (2) sentence 2 of the Covid-19 Act). According to the explanatory memorandum to Section 1 (2) sentence 2 of the Covid-19 Act, management is not required in any circumstances to answer all questions; it may combine questions and select relevant questions in the interest of the other shareholders. It may give preference to shareholder associations and institutional investors with substantial voting rights. Questions in languages other than German will not be considered. The Management Board reserves the right to answer frequently asked questions in general terms in advance on the Company website.

The person posing a question will normally be named in any answer. Please also note the above explanatory notes on shareholders' rights and the notes on data protection at the end of this convocation notice.

## **9. Objections to resolutions of the Annual General Meeting**

Duly registered shareholders who have exercised their voting rights in the virtual Annual General Meeting by electronic communication or by granting proxy, or their proxies, who wish to lodge objections to resolutions of the Annual General Meeting may do so by electronic means for recording in the minutes using the password-protected AGM Portal in the Investor Relations section of the Company website, [www.washtec.de](http://www.washtec.de), at any time from the beginning to the end of the Annual General Meeting.

## **10. Note on availability of the audio/video stream**

Shareholders can follow the entire Annual General Meeting by audio/video stream on the Internet. The audio/video stream of the Annual General Meeting and the availability of the Internet-based AGM Portal may, according to the current state of technology, be subject to fluctuations beyond the Company's control due to restrictions in the availability of the telecommunication network and restrictions in third-party Internet services. The Company cannot give any warranty or assume any liability for the functioning and constant availability of the contracted Internet services, contracted third-party network elements or the audio/video stream or for access to the AGM portal and its availability in general. The Company furthermore assumes no responsibility for errors and defects in the hardware and software used to conduct the virtual Annual General Meeting on the Internet, including those of contracted service providers, except in the case of willful intent.

### **III. Data protection**

#### **1. General information**

##### **(a) Introduction**

WashTec AG attaches great importance to data protection and the protection of privacy. In the data protection information that follows, we would like to inform our shareholders about the processing of their personal data and their rights in accordance with applicable data protection law, notably Regulation (EU) No 2016/679 (the General Data Protection Regulation/GDPR), in connection with the preparation, conduct and follow-up of the virtual Annual General Meeting.

##### **b) Controller within the meaning of Article 4(7) GDPR**

WashTec AG, Argonstrasse 7, 86153 Augsburg, Germany

##### **(c) Contact details of the Data Protection Officer**

WashTec AG

Data Protection Officer

Mr. Lars Beitlich

Tel.: +49 (0)821 5584 1111

Argonstrasse 7, 86153 Augsburg, Germany. Email: [datenschutzbeauftragter@washtec.com](mailto:datenschutzbeauftragter@washtec.com)

#### **2. Information regarding processing**

##### **(a) Categories of data**

We process, in particular, the following categories of personal data:

- Forename and surname
- Address
- Number of shares
- Class of shares
- Type of share ownership
- Voting card number

In addition, we may also process the personal data (in particular, the name and place residence) of any proxy nominated by a shareholder. If shareholders or their proxy holders contact us, we also process the personal data necessary to respond to any requests (such as contact details – e.g., email address or telephone number – provided by the shareholder or



proxy holder). Where applicable, we also process information on motions, questions, nominations for election and shareholders' requests in the virtual Annual General Meeting.

#### **b) Purpose and legal basis of the processing**

We use personal data in order to enable shareholders to participate in and exercise their rights at the virtual Annual General Meeting. The processing of personal data is essential to the proper preparation, conduct and follow-up of the virtual Annual General Meeting and to enable shareholders to participate in the virtual Annual General Meeting pursuant to Sections 118 et seq. of the German Stock Corporation Act (Aktiengesetz – AktG). The legal basis for the processing of personal data is Article 6(1)c GDPR read in conjunction with Sections 118 et seq. AktG and Section 1 of the Covid-19 Act. In addition, we also process personal data as necessary to fulfil other legal obligations, such as regulatory requirements and retention obligations under stock corporation law, securities law, commercial law and tax law. The legal basis for this processing is Article 6(1)c GDPR read in conjunction with the applicable statutory provisions. In addition, data processing necessary for the organization of the virtual Annual General Meeting may be performed on the basis of overriding interests (Article 6(1)(f) GDPR).

All shares in WashTec AG are bearer shares. In contrast to registered shares, WashTec AG does not maintain a share register stating the family name, date of birth, address and the number of shares held, as stipulated in Section 67 AktG.

#### **c) Categories of recipients of personal data**

We make use of external service providers for the preparation, conduct and follow-up of the virtual Annual General Meeting (in particular for printing and sending out invitations to the Annual General Meeting, for registrations for and for the conduct of the Annual General Meeting). Service providers contracted for the purpose of the preparation, conduct and follow-up of the Annual General Meeting receive from us only the personal data needed to perform the contracted service and process the data exclusively in accordance with WashTec AG's instructions. All of our employees and all employees of external service providers who have access to and/or process personal data are under obligation to treat the data confidentially.

In addition, personal data of shareholders and proxy holders attending the virtual Annual General Meeting may be seen by other shareholders and proxy holders as required by law (notably in the list of attendees under Section 129 AktG). The same applies in connection with answering questions submitted in advance by shareholders or proxy holders (Section 1 (2) sentence 1 no. 3 and sentence 2 of the Covid-19 Act).

#### **(d) Data sources**

As a rule, we and our contracted service providers obtain shareholders' personal data via our registration office from the credit institutions used by shareholders for the custody of their shares ("custodian banks").

#### **(e) Retention period**

The retention period for data stored in connection with the Annual General Meeting is generally up to three years. We anonymize or erase personal data unless statutory verification and retention obligations require us to retain it for a longer period and unless longer retention is necessary in connection with legal proceedings. Information on shareholders' questions and spoken contributions in the coming Annual General Meeting will be anonymized after one month unless longer retention is necessary for the aforementioned reasons.

### **3. Rights of data subjects**

As data subjects, shareholders may contact our Data Protection Officer, using the contact data provided above under 1 (c), with a non-formal request in order to exercise their rights under the GDPR, the requirements for which are subject to individual appraisal. In particular, these rights comprise:

- The right to obtain information about the processing and a copy of the processed data (right of access, Article 15 GDPR);
- The right to obtain the rectification of inaccurate data and the completion of incomplete data (right of rectification, Article 16 GDPR);
- The right to obtain erasure of personal data and, if personal data have been published, to have other controllers notified of the request for erasure (right to erasure, Article 17 GDPR);
- The right to obtain the restriction of processing (right to restriction of processing, Article 18 GDPR).

If personal data is processed on the basis of Article 6(1)(f) GDPR, shareholders and shareholder representatives also have a right of objection subject to the statutory requirements (Article 21 GDPR).

Data subjects also have the right to lodge a complaint with a supervisory authority. The competent supervisory authority in Bavaria is as follows:

Bayerisches Landesamt für Datenschutzaufsicht (Bavarian Data Protection Authority/BayLDA), Promenade 18, 91522 Ansbach, Germany, Tel. +49 (0) 981 53 1300, Fax: +49 (0) 981 53 98 1300, Email: [poststelle@lda.bayern.de](mailto:poststelle@lda.bayern.de)

Augsburg, June 2020

WashTec AG

The Management Board