

Agenda Item 2

The Management Board and the Supervisory Board propose that the Annual General Meeting pass the following resolution:

RESOLUTION

The profit available for distribution recognised in the Company's financial accounts as at 31 December 2020 and amounting to EUR 644,700,000.00 will be appropriated as follows:

For each share entitled to a dividend, a dividend of EUR 0.50 will be disbursed, adding up to a total of no more than EUR 214,900,000.00.

The Company is not entitled to any dividend payments from own shares.

The remaining balance sheet profit will be carried forward to new account.

Notwithstanding clause 23.4 of the Articles of Association, which stipulates payout of the dividend 10 days after the Annual General Meeting, the dividend payment date will be on 27 May 2021.

JUSTIFICATION

The proposed resolution of the Management Board and the Supervisory Board takes into account the Recommendation of the European Central Bank of 15 December 2020 on dividend distributions during the COVID-19 pandemic and repealing Recommendation ECB/2020/35 (ECB/2020/62).

The disbursement of dividends will be subject to withholding tax in accordance with the tax regulations.