

# HUGO BOSS

## Virtual Annual General Meeting of HUGO BOSS AG on 14 May 2024

### Information pursuant to section 121 para. 3 sentence 3 no. 3 of the German Stock Corporation Act (*Aktiengesetz* - "AktG") regarding the rights of shareholders

The invitation to the Virtual Annual General Meeting already contains information regarding the rights of shareholders pursuant to section 122 para. 2, sections 126 para. 1, section 127, section 130a, section 131 para. 1 of the AktG and section 118a para. 1 sentence 2 no. 8 in conjunction with section 245 of the AktG in the following, more detailed information is provided in respect of such provisions.

#### **1. Requests for the inclusion of supplementary items in the agenda at the request of a minority (section 122 para. 2 of the AktG)**

Shareholders whose combined shareholdings represent a pro-rata amount of the capital stock of at least EUR 500,000 (the latter corresponds to 500,000 no par value ordinary shares) may request that items be included in the agenda and published.

Each new item must be accompanied by a statement of grounds or a proposed resolution. In addition, the applicants need to prove that they had been holders of the shares for no less than 90 days prior to the receipt of the request and that they will hold the shares until a decision on the request has been made by the Managing Board. The request must have been received by the Company at least 30 days prior to the Virtual Annual General Meeting; for the purpose of calculating the above time period, the day of receipt of the request shall not be counted. Any move from a Sunday, a Saturday or a public holiday to a preceding or succeeding business day shall not be possible. Sections 187 to 193 of the German Civil Code (*Bürgerliches Gesetzbuch* - "BGB") shall not apply *mutatis mutandis*.

Requests for inclusion in the agenda together with the respective statement of grounds or proposed resolutions must be submitted in writing or in the form prescribed in section 126a of the German Civil Code (i.e. with qualified electronic signature); such documents must be received by the Managing Board of HUGO BOSS AG at the address stated in the invitation (HUGO BOSS AG, Vorstand (Managing Board), Holy-Allee 3, 72555 Metzingen, shareholdermeeting@hugoboss.com) at least 30 days prior to the Virtual Annual General Meeting, i.e. until Saturday, 13 April 2024, 24:00 CEST.

To the extent that the requests for inclusion which have been received in good time are subject to a publication requirement, they will be published together with the invitation of the Annual General Meeting or otherwise immediately upon receipt, in the Federal Gazette and distributed via suitable media throughout the European Union and made available on the Company's website. The amended agenda will be notified together with the invitation of the Annual General Meeting pursuant to section 125 para. 1 sentence 3 of the AktG.

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The above shareholder rights are based on the following provisions of the AktG:

## section 122; Calling of a meeting at the request of a minority (excerpt)

- (1) A shareholders' meeting shall be called if shareholders whose aggregate shareholding reaches one-twentieth of the share capital request the calling of such meeting in writing, stating the purpose and the grounds therefore; such request shall be addressed to the managing board. The articles of association may provide that the right to request the calling of a shareholders' meeting is subject to different form requirements and a lower holding in the share capital. Persons submitting a request must prove that they have held the shares for at least 90 days before the date the request is received and that they will hold the shares until a decision on the request has been made by the Managing Board. section 121 para. 7 shall apply *mutatis mutandis*.
- (2) In the same manner, shareholders whose combined shareholding amount to at least one-twentieth of the share capital or a pro rata amount of EUR 500,000 may request that items be included in the agenda and published. Each new item must be accompanied by a statement of grounds or a proposed resolution. The request within the meaning of sentence 1 must have been received by the company at least 24 days, in the case of listed companies, at least 30 days, prior to the meeting; for the purpose of calculating the above time period, the day of receipt shall not be counted.

## section 121; General information (excerpts)

- (7) Time limits and dates that are calculated backwards from the date of the meeting shall be calculated disregarding the date of the meeting. Any move from a Sunday, a Saturday or a public holiday to a preceding or succeeding business day shall not be possible. sections 187 to 193 of the German Civil Code shall not apply *mutatis mutandis*. In the case of unlisted companies, the articles of association may provide for a different calculation of the time limit.

## section 70; Calculation of the Duration of Shareholding

If the exercise of rights arising from a share requires the shareholder to have been the holder of such share for a certain period of time, the claim to demand transfer of title from a credit institution, a financial services institution or an enterprise operating under section 53 para. 1 sentence 1 or section 53b para. 1 sentence 1 or para. 7 of the German Banking Act (*Gesetz über das Kreditwesen*) is deemed equivalent to ownership. The period during which a share was owned by a predecessor in title will be attributed to the shareholder, provided that the shareholder has acquired the share without consideration, from the shareholder's trustee, as a universal successor in title, in connection with the liquidation of a community of interest, or as a result of a portfolio transfer pursuant to section 13 of the German Insurance Supervision Act

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(*Versicherungsaufsichtsgesetz*) or section 14 of the German Building and Loan Associations Act (*Gesetz über Bausparkassen*).

## **2. Motions and Proposals for Election by Shareholders (sections 126 para. 1, 127 of the AktG)**

Shareholders may submit motions on individual agenda items (see section 126 of the AktG); this also applies to nominations for the election of Supervisory Board members or auditors (see section 127 of the AktG). Unlike for other motions from shareholders (motions), no grounds need to be stated for proposals by shareholders for the election of Supervisory Board members or auditors.

Motions of shareholders need not be made available where one of the exclusions pursuant to section 126 para. 2 of the AktG exists (for the wording of the statute see below).

The same applies accordingly to the making available of election proposals. In addition, the Managing Board needs not make available proposals for the election of Supervisory Board members and auditors if these proposals do not contain the name, the practiced profession and the place of residence of the proposed candidates, or, in the case of a legal entity, its corporate name and registered office, and if, in the case of proposals for the election of Supervisory Board members, no information has been provided about their membership in other statutory supervisory boards the establishment of which is required by law. Information about their membership in comparable German and foreign supervisory bodies of commercial enterprises shall be enclosed.

The statement of the grounds for motions and election proposals need not be made available if its total length exceeds 5,000 characters. If several shareholders file motions in respect of the same subject matter to be resolved or if they submit the same election proposals, the Managing Board may combine such motions or election proposals, respectively, as well as their respective grounds.

Any motions (together with grounds) or election proposals of shareholders pursuant to section 126 para. 1 and section 127 of the AktG must be addressed to: HUGO BOSS AG, Vorstand (Managing Board), Holy-Allee 3, 72555 Metzingen, or by e-mail: [shareholdermeeting@hugoboss.com](mailto:shareholdermeeting@hugoboss.com). They must have been received not later than by Monday, 29 April 2024, 24:00 CEST.

The Managing Board will add the following information to election proposals of shareholders for the election of supervisory board members that have to be made available:

1. Reference to the requirements of section 96 para. 2 of the AktG,
2. Information whether an objection against the joint fulfilment (*Gesamterfüllung*) pursuant to section 96 para. 2 sentence 3 of the AktG has been raised and

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3. Information how many seats in the supervisory board need at least to be taken by women and men, respectively, in order to meet the minimum share requirement (Mindestanteilsgebot).

Motions or election nominations by shareholders that are to be made accessible pursuant to sections 126, 127 of the AktG will be deemed to have been submitted at the virtual Annual General Meeting at the time they are made accessible pursuant to section 126 para. 4 of the AktG. Voting rights may be exercised in respect of such proposals after proper registration by the means described in the notice convening the general meeting. If the shareholder who has made the request is not registered in the share register as a shareholder of the Company and has not duly registered for the Annual General Meeting, the request need not be dealt with at the meeting.

The right of each shareholder to submit countermotions or election proposals as well as other motions by way of video communication, i.e. within the scope of the right to speak, during the general meeting shall remain unaffected.

The above shareholder rights are based on the following provisions of the AktG, which also stipulate the requirements to fulfil in order to abstain from making motions or election proposals available:

## section 126 of the AktG; Motions by shareholders

- (1) Motions by shareholders, including the shareholder's name, the grounds for the motion and any comments of the management, are to be made available to the relevant entitled persons set forth in section 125 para. 1 to para. 3 under the conditions set forth therein, provided that the shareholder has sent a motion to the relevant address stated in the convening notice against a proposal of the managing board and the supervisory board with respect to a particular item of the agenda, including the grounds for the motion, no later than 14 days prior to the meeting of the company. For the purposes of calculating such time period, the day of receipt shall not be counted. In the case of listed companies, the aforementioned motions must be made available on the website of the company. section 125 para. 3 shall apply mutatis mutandis.
- (2) A motion and the grounds therefor need not be made available where
  1. in doing so, the managing board would become criminally liable,
  2. the motion would result in a resolution of the shareholders' meeting which is illegal or violates the articles of association,
  3. the grounds contain statements which are manifestly false or misleading in material respects or which are libellous,

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4. a motion of such shareholder based on the same facts regarding a shareholders' meeting of the company has already been made available pursuant to section 125,
5. the same motion of such shareholder on essentially identical grounds has already been made available pursuant to section 125 in respect of at least two shareholders' meetings of the company within the past five years and at such shareholders' meetings less than one-twentieth of the share capital represented has voted in favour of such motion,
6. the shareholder indicates that he will neither attend nor be represented at the shareholders' meeting, or
7. the shareholder has failed at two shareholders' meetings within the past two years to make or cause to be made on his behalf a motion communicated by him.

The statement of the grounds need not be made available if its total length exceeds 5,000 characters.

- (3) If several shareholders file motions in respect of the same subject matter to be resolved, the managing board may combine such motions and the respective grounds.
- (4) In the case of the virtual general meeting, motions that are to be made accessible pursuant to paragraphs 1 to 3 shall be deemed to have been made at the time they are made accessible. The Company shall enable the voting right on these motions to be exercised as soon as the shareholders can prove the legal or statutory requirements for the exercise of the voting right. Unless the shareholder who made the proposal is duly legitimised and, if registration is required, duly registered for the general meeting, the proposal need not be dealt with at the meeting.

## section 127 of the AktG; Proposals for election by shareholders

Section 126 shall apply analogously to a proposal by a shareholder for the election of members of the supervisory board or external auditors. Such proposal need not be substantiated. The managing board is under no obligation to make available the proposal even if it does not contain the information required under section 124 para. 3 sentence 4 and section 125 para. 1 sentence 5. The Managing Board shall add the following information to election proposals of a shareholder, that has to be made available, for the election of supervisory board members of listed stock corporations for which the Co-Determination Act (*Mitbestimmungsgesetz*), the Montan-Co-Determination Act (*Montan-Mitbestimmungsgesetz*) or the Co-Determination Supplementation Act (*Mitbestimmungsergänzungsgesetz*) applies:

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1. Reference to the requirements of section 96 para. 2,
2. Information whether an objection against the joint fulfilment (*Gesamterfüllung*) pursuant to section 96 para. 2 sentence 3 has been raised and
3. Information how many seats in the supervisory board need at least to be taken by women and men, respectively, in order to meet the minimum share requirement (*Mindestanteilsgebot*).

section 124 of the AktG; Publication of requests for additions to the agenda; proposals for resolutions (excerpts)

- (3) (sentence 4)           The proposal for the election of members of the supervisory board or auditors shall state their names, actual profession and place of residence.

section 125 of the AktG; Communications to shareholders and supervisory board members

- (1)    At least 21 days prior to the date of the shareholders' meeting, the managing board of a company that has not exclusively issued registered shares shall communicate the notice of the shareholders' meeting to:
1.    the intermediaries who hold shares in the company in custody,
  2.    the shareholders and intermediaries who have requested such communication and
  3.    the shareholders' associations that have requested such communication or exercised voting rights at the preceding shareholders' meeting.

The day of the communication shall not be counted. If the agenda must be amended in accordance with Section 122 para. 2, such amended agenda shall be communicated in the case of stock exchange listed companies. The communication shall indicate the option of exercising voting rights by a proxy, including by a shareholders' association. In the case of listed companies, any nomination for the election of supervisory board members must be accompanied by details of their memberships in other supervisory boards whose establishment is required by law; details of their memberships in comparable domestic and foreign controlling bodies of business enterprises should also be provided.

- (2)    The managing board of a company that has issued registered shares shall provide the same communication to persons registered in the share register, as well as to the shareholders and intermediaries who have requested such communication and to the shareholders' associations that have requested such communication or exercised voting rights at the preceding shareholders' meeting, by the beginning of the 21st day before the shareholders' meeting.

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- (3) Every member of the supervisory board may request that the managing board send the same communication to him / her.
- (4) Upon request, every member of the supervisory board and every shareholder shall be sent the resolutions adopted at the shareholders' meeting.
- (5) The minimum requirements as regards the content and format of the information contained in the communications in accordance with section 125 para. 1 sentence 1 and para. 2 are specified in Commission Implementing Regulation (EU) 2018 / 1212. Section 67a para. 2 sentence 1 shall apply to section 125 para. 1 and para. 2 mutatis mutandis. In the case of listed companies, the intermediaries who hold shares in the company in custody are obligated pursuant to sections 67a and 67b to forward and communicate the information specified in section 125 para. 1 and para. 2, unless the intermediary knows that the shareholder receives it from another party. The same shall apply to non-listed companies, with the proviso that the provisions of Commission Implementing Regulation (EU) 2018 / 1212 shall not be applied.

### **3. Submission of comments pursuant to section 130a para. 1 to 4 of the AktG**

Prior to the Annual General Meeting, duly registered shareholders may submit comments on the items on the agenda by way of electronic communication. Such comments may be submitted to the Company exclusively in text form via the online service at [shareholdermeeting.hugoboss.com](https://shareholdermeeting.hugoboss.com) under "Annual General Meeting 2024", sub-item "Service for the Annual General Meeting" under the link "Online Service for the Annual General Meeting" as soon as this service is activated (expected in the 16th calendar week 2024). The deadline for the submission of comments is Wednesday, 08 May 2024, 24:00 CEST. Comments must not exceed 10,000 characters (including spaces).

Statements to be made accessible will be published for duly registered shareholders in the online service at [shareholdermeeting.hugoboss.com](https://shareholdermeeting.hugoboss.com) under "Annual General Meeting 2024", sub-item "Service for the Annual General Meeting" under the link "Online service for the Annual General Meeting" no later than Thursday, 09 May 2024, 24:00 CEST. By submitting their comments, shareholders agree to the publication of their comments, disclosing their name and place of residence or registered office. Any comments by the administration will also be published in the online service.

Statements will not be made accessible if the Board of Directors would render itself liable to prosecution by making them accessible, if the statement contains obviously false or misleading information or insults in essential points, or if the person submitting the statement indicates that he/she will not participate in the virtual Annual General Meeting and will not be represented.

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The opportunity to submit comments does not constitute an opportunity to submit questions in advance pursuant to § 131 para. 1a of the AktG. Any questions contained in statements will therefore not be answered in the virtual general meeting, unless they are asked within the scope of the right to speak in the general meeting. Motions, election proposals and objections against resolutions of the virtual general meeting contained in statements will also not be considered. These are to be submitted or made or declared exclusively by the means indicated in sections 1, 2 and 5.

The provisions of the AktG on which these shareholder rights are based are as follows:

section 130a of the AktG; Right to comment and speak at virtual general meetings (excerpt)

- (1) In the event of a virtual general meeting, the shareholders shall have the right to submit comments on the items on the agenda prior to the meeting by way of electronic communication using the address provided for this purpose in the notice convening the meeting. The right may be restricted to shareholders duly registered for the meeting. The scope of the comments may be appropriately limited in the convening notice.
- (2) Comments shall be submitted no later than five days before the meeting.
- (3) The submitted statements shall be made available to all shareholders no later than four days before the meeting. The disclosure may be limited to shareholders duly registered for the meeting. In the case of listed companies, such disclosure shall be made on the website of the company; in the case of sentence 2, such disclosure may also be made on the website of a third party. Section 126 (2) sentence 1 number 1, 3 and 6 shall apply accordingly.
- (4) Section 121(7) shall apply to the calculation of the periods referred to in subsections (2) and (3) sentence 1.

#### **4. Shareholder's right to speak, right to file motions and right to information (sections 130a (5) and (6) AktG, 131 (1) AktG)**

Shareholders who are duly registered and electronically connected have the right to speak in the virtual general meeting by way of video communication pursuant to section 130a (5) and (6) of the AktG. Motions and election proposals pursuant to section 118a para. 1 sentence 2 no. 3 of the AktG as well as all types of requests for information (including follow-up questions) pursuant to section 131 of the AktG may be part of the speech.

Speeches must be registered during the virtual Annual General Meeting upon request by the chairman of the meeting via the online service at [shareholdermeeting.hugoboss.com](https://shareholdermeeting.hugoboss.com) under "Annual General Meeting 2024", sub-item "Service for the Annual General Meeting" under the link "Online Service for the Annual General Meeting". The chairman of the meeting will explain



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the procedure for requesting and speaking at the virtual general meeting in more detail. The Company reserves the right to check the functionality of the video communication between a shareholder and the Company in the virtual General Meeting and prior to the speech and to reject it if the functionality is not ensured. The minimum technical requirement for a live video link is an internet-capable device with camera and microphone as well as a stable internet connection. Recommendations for an optimal functioning of the video communication can be found on our website at [shareholdermeeting.hugoboss.com](https://shareholdermeeting.hugoboss.com) under "Annual General Meeting 2024".

In the virtual Annual General Meeting, shareholders who have duly registered and are connected electronically may also request information from the Executive Board in accordance with section 131 (1) of the AktG. Questions must relate to matters of the company, the legal and business relationships of the company with affiliated companies as well as the situation of the group and the companies included in the consolidated financial statements, insofar as this is necessary for the proper assessment of an item on the agenda. Furthermore, in the virtual general meeting, pursuant to § 131 section 1d of AktG, there is a right to ask follow-up questions on all answers given by the Executive Board in the virtual general meeting as well as on questions asked in speeches in the virtual general meeting.

It is intended that the chairman of the meeting will determine that all types of the right to information in the virtual general meeting can be exercised exclusively by way of video communication, i.e. in the context of the exercise of the right to speak. No other submission of questions by way of electronic or other communication is foreseen, neither before nor during the virtual general meeting.

Pursuant to Section 16 (3) of the Articles of Association of HUGO BOSS AG, the chairman of the meeting is authorised to impose reasonable time limits on the right to ask questions and speak for the entire course of the Annual General Meeting, for individual agenda items or for individual speakers.

The Executive Board may refuse to provide information under the conditions specified in § 131 para. 3 of the AktG (the wording of the norm is reproduced below).

If information has been given to a shareholder outside the general meeting because of his capacity as a shareholder, it must be given to any other shareholder at his request in the general meeting, even if it is not necessary for the proper assessment of the item on the agenda. In this case, the executive board may not refuse to provide the information pursuant to section 131, paragraph 3, nos. 1 to 4 of the AktG.

If a shareholder is refused information, he may demand that his question and the reason for which the information was refused be recorded in the notarial record of the meeting.

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The provisions underlying these shareholder rights are as follows:

section 130a of the AktG; Right to comment and speak at virtual general meetings (excerpt)

- (5) Shareholders who are electronically connected to the meeting shall be granted the right to speak at the meeting by means of video communication. The form of video communication offered by the company shall be used for the speeches. Motions and election proposals according to § 118a paragraph 1 sentence 2 number 3, the request for information according to § 131 paragraph 1, follow-up questions according to § 131 paragraph 1d as well as further questions according to § 131 paragraph 1e may be part of the speech. § 131 paragraph 2 sentence 2 shall apply accordingly.
- (6) The company may reserve the right in the convening notice to check the functionality of the video communication between shareholder and company in the meeting and before the speech and to reject it if the functionality is not ensured.

section 131 of the AktG; Shareholder's right to information

- (1) The management board is to inform each stockholder at the general meeting, upon a corresponding request being made, concerning matters pertaining to the company insofar as this is required in order to appropriately adjudge the item of business set out in the agenda. The obligation to provide information also extends to include the legal and business relations of the company with an affiliated enterprise. Where a company avails itself of the eased requirements pursuant to section 266 (1) sentence 3, section 276 or section 288 of the Commercial Code, each stockholder may request that, at the general meeting deliberating on the annual financial statements, the annual financial statements be made available to them in the form that they would be in without these eased requirements. The obligation of the management board of a parent undertaking to provide information (section 290 (1) and (2) of the Commercial Code) at the general meeting to which the consolidated financial statements and the consolidated management report are submitted also extends to cover the situation of the group and the enterprises included in the consolidated financial statements.
  - (1a) In the case of a virtual general meeting, paragraph 1 sentence 1 shall apply with the proviso that the executive board may stipulate that shareholders' questions must be submitted by electronic communication no later than three days before the meeting. For the calculation of the deadline, § 121 paragraph 7 shall apply. Questions not submitted in due time need not be considered.
  - (1b) The scope of the submission of questions may be reasonably limited in the convening notice. The right to submit questions may be restricted to shareholders duly registered for the meeting.

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- (1c) The company shall make duly submitted questions available to all shareholders before the meeting and answer them no later than one day before the meeting; § 121 paragraph 7 shall apply to the calculation of the time limit. In the case of listed companies, the questions shall be made available and answered via the company's website. § Section 126 subsection 2 sentence 1 number 1, 3 and 6 shall apply mutatis mutandis to the making available of the questions. If the answers are continuously accessible one day before the beginning and at the meeting, the executive board may refuse to provide information on these questions at the meeting.
- (1d) Each shareholder who is electronically connected to the meeting shall be granted the right to ask questions at the meeting by means of electronic communication regarding all answers given by the executive board before and at the meeting. Paragraph 2 sentence 2 shall also apply to the right to ask questions.
- (1e) In addition, every shareholder who is electronically connected to the meeting shall be granted the right at the meeting by means of electronic communication to ask questions on matters that have only arisen after the expiry of the period pursuant to paragraph 1a sentence 1. Paragraph 2 sentence 2 shall also apply to this right to ask questions.
- (1f) The chairman of the meeting may determine that the right to information pursuant to paragraph 1, the right to ask questions pursuant to paragraph 1d and the right to ask questions pursuant to paragraph 1e may be exercised in the general meeting exclusively by means of video communication.
- (2) The information provided is to comply with the principles of conscientious and faithful accounting. The by-laws or the rules of procedure pursuant to section 129 may grant authority to the person chairing the meeting to impose reasonable time limits on the stockholder's right to ask questions and to speak, and may also allow them to make further determinations concerning the details in this regard.
- (3) The management board may refuse a request for information:
1. inasmuch as the provision of the information, when assessed applying prudent business judgment, is suited to cause a greater than insignificant disadvantage to the company or an affiliated enterprise;
  2. inasmuch as it refers to carrying values for tax purposes or the amount of individual taxes;
  3. regarding the difference between the value at which objects were stated in the annual balance sheet and a higher value of such objects, unless the general meeting

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approves and establishes the annual financial statements;

4. regarding the accounting and valuation methods insofar as it suffices to cite these methods in the notes in order to accurately represent the company's assets, financial position and revenue situation in keeping with its actual circumstances within the meaning of section 264 (2) of the Commercial Code; this does not apply if the general meeting approves and establishes the annual financial statements;

5. inasmuch as the management board would be liable to punishment under law were it to provide the information;

6. inasmuch as, in the case of a credit institution, a financial services provider or a securities institution, no information need be provided regarding the accounting and valuation methods applied, nor regarding the netting performed in the annual financial statements, management report, consolidated financial statements or consolidated management report;

7. inasmuch as such information is continuously accessible on the company's website for at least seven days prior to commencement of the general meeting, and also in its course.

Any refusal to provide information for other than the grounds set out above is not permissible.

- (4) Where information has been provided to a stockholder because of their capacity as such, and this was done outside of the general meeting, it is to be provided to every other stockholder making a corresponding request at the general meeting, even if such information is not required in order to appropriately adjudge the item of business set out in the agenda. The management board may not refuse to provide the information in accordance with subsection (3) sentence 1 nos. 1 to 4. Sentences 1 and 2 do not apply if a subsidiary undertaking (section 290 (1) and (2) of the Commercial Code), a joint venture (section 310 (1) of the Commercial Code) or an associated enterprise (section 311 (1) of the Commercial Code) issues the information to a parent undertaking (section 290 (1) and (2) of the Commercial Code) for purposes of including the company in the consolidated financial statements of the parent undertaking and the information is required for this purpose.
- (5) Where a stockholder's request for information is refused, the stockholder may demand that their question and the grounds for refusing to provide the information be included in the minutes of the meeting.

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## **5. Objections to resolutions (section 245 no. 1 of the AktG, section 118a para. 1 no. 8 AktG)**

The shareholders duly registered and electronically connected to the Annual General Meeting have the right to file an objection to the minutes by way of electronic communication pursuant to section 118a para. 1 sentence 8, 245 no. 1 of the AktG against resolutions of the virtual Annual General Meeting. Corresponding declarations can be made in accordance with the procedure established for that purpose using the Online Service in line with the procedure starting from the opening of the virtual Annual General Meeting up to its closing by the person chairing the meeting. The notary public has authorized the Company to receive objections via the Online Service, which will provide the notary public with the objections.

You will be granted access to the Online Service after entering your shareholder number and the related individual access number, which you can find in the documents sent to you. You will receive the data necessary to access the Online Service together with the Invitation to the Annual General Meeting provided you are registered in the shareholder register as a shareholder at the beginning of 23 April, 2024. Shareholders whose registration in the shareholder register only takes place after that point in time will be provided with the access data for the Online Service by the Company upon request. Shareholders who have registered for electronic mailing of the Invitation to the Annual General Meeting and who have entered their own access password for this purpose must use the access password chosen by them upon registration instead of the individual access number. Special rules concerning the use of the Online Service apply in the event of registrations by a proxy, e.g., by an intermediary (notably credit institutions), a shareholder association or a proxy advisor. Please see the aforementioned website for further details.

The above shareholder rights are based on the following provisions of the AktG:

### Section 245 of the AktG; Authority to bring an action for avoidance (excerpt)

The following shall have authority to bring an action for avoidance:

1. Any shareholder attending the shareholders' meeting, provided he / she has already acquired the shares prior to the agenda having been published by notice and provided he / she raised an objection concerning the resolution and had it recorded in the minutes.

### Section 118a of the AktG (excerpt);

- (1) The articles of association may provide or authorise the board to provide that the meeting shall be held without the physical presence of the shareholders or their proxies at the place of the general meeting (virtual general meeting). If a virtual general meeting is held, the following requirements shall be complied with; [...]

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8. Shareholders electronically connected to the meeting shall be granted a right to object to a resolution of the general meeting by means of electronic communication.

## **6. Voting confirmation (section 129 para. 5 of the AktG)**

Confirmations on whether and how votes were counted pursuant to section 129 para. 5 of the AktG can be obtained within one month as of the date of the Annual General Meeting after successfully logging into our Internet Service at [shareholdermeeting.hugoboss.com](https://shareholdermeeting.hugoboss.com) under "Annual General Meeting 2024", subitem "Service for the AGM".

Alternatively, anyone who has voted can address their request to our Shareholder Hotline (Tel. +49 7123 94 80910, E-Mail: [hv-service.hugoboss@adeus.de](mailto:hv-service.hugoboss@adeus.de)).

The above shareholder rights are based on the following provisions of the AktG:

section 129 of the AktG; Voting confirmation (excerpt)

- (5) The person voting may request confirmation from the company within one month of the day of the shareholders' meeting as to whether and how his vote was counted. The company shall provide the confirmation in accordance with the requirements of Article 7 para. 2 and Article 9 para. 5, second subparagraph, of the Implementing Regulation (EU) 2018/1212. If the confirmation is given to an intermediary, the intermediary shall send the confirmation to the shareholder without undue delay. Section 67a para. 2 sentence 1 and para. 3 shall apply accordingly.