Agenda at a glance

1. Presentation of the adopted financial statements of thyssenkrupp AG and the consolidated financial statements for the year ended September 30, 2019, the combined management report on thyssenkrupp AG and the Group for the 2018/2019 fiscal year, the report by the Supervisory Board and the explanatory report by the Executive Board on the information pursuant to § 289a (1), § 315a (1) German Commercial Code (HGB)

2. Resolution on the disposition of unappropriated net income

3. Resolution on the ratification of the acts of the members of the Executive Board

4. Resolution on the ratification of the acts of the members of the Supervisory Board

5. Resolution on the election of the auditors for the parent-company and consolidated annual financial statements and the auditors’ review of interim financial reports

6. Resolution on the election of Supervisory Board members
Invitation to the Annual General Meeting

We hereby invite you to the 21st Annual General Meeting of thyssenkrupp AG with registered office in Duisburg and Essen.

The Annual General Meeting will be held at 10.00 a.m. on Friday, January 31st, 2020, at the RuhrCongress, Stadionring 20, 44791 Bochum, Germany.

I. Agenda

1. Presentation of the adopted financial statements of thyssenkrupp AG and the consolidated financial statements for the year ended September 30, 2019, the combined management report on thyssenkrupp AG and the Group for the 2018/2019 fiscal year, the report by the Supervisory Board and the explanatory report by the Executive Board on the information pursuant to § 289a (1), § 315a (1) German Commercial Code (HGB)

Supervisory Board approved the financial statements, the consolidated statements and the combined management report prepared by the Executive Board; the financial statements are thus adopted. Adoption by the Annual General Meeting is therefore not required. The financial statements, the consolidated financial statements, the combined management report, the report by the Supervisory Board and the explanatory report by the Executive Board on the information required under takeover law are to be made available to the Annual General Meeting without requiring a resolution under the Stock Corporation Act. These documents are available for viewing on the internet at http://www.thyssenkrupp.com/de/investoren/hauptversammlung/.
2. Resolution on the disposition of unappropriated net income

The Executive Board and Supervisory Board propose to use the unappropriated net income of the 2018/2019 fiscal year in the amount of €196,476,542.20 as follows:

- Transfer to other retained earnings: €196,476,542.20

3. Resolution on the ratification of the acts of the members of the Executive Board

The Executive Board and Supervisory Board propose that the acts of the members of the Executive Board during the 2018/2019 fiscal year be ratified for this period.

4. Resolution on the ratification of the acts of the members of the Supervisory Board

The Executive Board and Supervisory Board propose that the acts of the members of the Supervisory Board during the 2018/2019 fiscal year be ratified for this period.

5. Resolution on the election of the auditors for the parent-company and consolidated annual financial statements and the auditors’ review of interim financial reports

On the recommendation of its Audit Committee, the Supervisory Board proposes:

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Essen, be elected as auditors for the parent-company and consolidated financial statements for the 2019/2020 fiscal year and for any required auditors’ review of interim financial reports for the 2019/2020 fiscal year and for any required auditors’ review of interim financial reports for the 2020/2021 fiscal year issued before the 2021 Annual General Meeting.
6. Resolution on the election of Supervisory Board members

The term of office of the eight members of the Supervisory Board of thyssenkrupp AG elected by the Annual General Meeting ends at the close of the Annual General Meeting on January 31, 2020.

The Supervisory Board of the Company comprises 20 members, ten of whom are appointed by the shareholders and ten by the employees (§ 96 (1), § 101 (1) Stock Corporation Act (AktG) and § 7 (1) sentence 1 no. 3 Codetermination Act of 1976 (Mitbestimmungsgesetz 1976)). In accordance with § 9 (2) of the Articles of Association, two of the ten members to be appointed by the shareholders are delegated to the Supervisory Board by the Alfried Krupp von Bohlen und Halbach Foundation. The term of office of the Supervisory Board members delegated by the Foundation, Prof. Dr. Dr. h.c. Ursula Gather and Dr. Lothar Steinebach, ends at the close of the 2023 Annual General Meeting.

In accordance with § 105 (2) AktG, the Supervisory Board appointed Ms. Martina Merz as acting Executive Board Chairwoman of thyssenkrupp AG effective October 1, 2019 until September 30, 2020, at the latest, replacing Mr. Guido Kerkhoff who departed as Executive Board Chairman at September 30, 2019. Ms. Merz’s Supervisory Board role is suspended for the term of this posting. Her Supervisory Board appointment – like that of the other Supervisory Board members elected by the Annual General Meeting – ends at the close of the 2020 Annual General Meeting. Ms. Merz is to actively resume her Supervisory Board role as soon as her role as acting Executive Board Chairwoman ends, either on the appointment of a new Executive Board chairperson or at the latest on September 30, 2020 when the maximum one-year term of her appointment ends. For this reason Ms. Merz is to be re-elected to the Supervisory Board.

In accordance with § 96 (2) AktG, at least 30% of the Supervisory Board members must be women and at least as many men. This corresponds to at least six of the twenty seats on the Supervisory Board. This minimum quota is generally to be fulfilled by the Supervisory Board as a whole. The suspended Supervisory Board role of Ms. Merz is not counted towards the gender quota. At the time of convening the Annual General Meeting, the shareholder and employee sides of the Supervisory Board of thyssenkrupp AG each comprise four women and six men. The minimum quota is therefore currently fulfilled by both the Supervisory Board as a whole and the shareholder side and the employee side individually. As the employee side has objected to joint fulfillment of the quota in accordance with § 96 (2) sentence 3 AktG, it must be ensured in the election of the eight shareholder representatives that the minimum quota of 30% women and 30% men continues to be fulfilled by the shareholder side individually. Therefore both the shareholder and employee sides of the Supervisory Board must be represented by at least three women and
at least three men. This would be the case with the election of the eight proposed candidates below.

The Supervisory Board proposes that the following candidates be elected to the Supervisory Board with effect from the end of the Annual General Meeting on January 31, 2020 for three years up to the end of the Annual General Meeting which ratifies the acts of the Supervisory Board for the 2021/2022 fiscal year:

1) **Birgit A. Behrendt**, Cologne
   Director and Management Consultant

2) **Dr. Wolfgang Colberg**, Munich
   Senior Advisor, CVC Advisers (Deutschland) GmbH, Frankfurt a.M.
   (until December 31, 2019), Multiple Director and Management Consultant (from January 1, 2020)

3) **Angelika Gifford**, Kranzberg
   Multiple Director and Technology Expert

4) **Dr. Bernhard Peter Günther**, Düsseldorf
   CFO and CHRO, innogy SE

5) **Friederike Helfer**, Zurich
   Partner, Cevian Capital Limited

6) **Dr. Ingrid Hengster**, Frankfurt a.M.
   Member of the Executive Board, KfW Bankengruppe

7) **Martina Merz**, Stuttgart
   Chairwoman of the Executive Board, thyssenkrupp AG

8) **Prof. Dr.-Ing. Siegfried Russwurm**, Michelau
   Consultant

In the event of his election, it is planned to propose Prof. Dr.-Ing. Siegfried Russwurm to the Supervisory Board as candidate for the Supervisory Board chair for the period in which Ms. Merz’s Supervisory Board role is suspended. At the end of her appointment as acting Executive Board Chairwoman, Ms. Merz is to resume the chair of the Supervisory Board.

The Supervisory Board further proposes to elect

9) **Dr. Ingo Luge**, Hanover
   Director and consultant

as substitute member in accordance with § 9 (4) of the Articles of Association for the Supervisory Board members listed above under 1) to 8).
The proposed substitute member will become a member of the Supervisory Board if a member of the Supervisory Board representing the shareholders retires before the end of his/her regular term of office without a successor having been appointed. The term of office of the substitute member joining the Supervisory Board shall end as soon as the Annual General Meeting elects a successor for the retired member with a majority of three quarters of the votes cast and at the latest upon expiration of the term of office of the retired member. The substitute member joining the Supervisory Board shall resume his/her position as substitute member when the Annual General Meeting elects a new Supervisory Board member for a member who has retired early and been replaced by the substitute member. Should several Supervisory Board members retire early at the same time, the proposed substitute member shall take the place of the retired Supervisory Board member named first in the above order 1) to 8).

The election proposals are based on the recommendations of the Supervisory Board Nomination Committee and take into account the diversity model adopted by the Supervisory Board including the targets for its composition and the competency profile for the whole board. The Annual General Meeting is not bound by election proposals. In accordance with the German Corporate Governance Code, the elections are to be carried out by individual ballot.

The résumés and further information on the candidates proposed for election are attached in Section II. of this agenda.
II. Supplementary information on agenda item 6

Resumés in alphabetical order

**Birgit A. Behrendt**
Cologne
* 1959
Nationality: German
Director and Management Consultant

**Education**
- Commercial apprenticeship
- Business degree (VWA), Administration and Business Academy Cologne

**Career**
- 1998 to 2004 Director, Global Body & Exterior Purchasing, Ford Motor Company, USA
- 2004 to 2010 Vice President & Executive Director Purchasing, Ford of Europe GmbH, Cologne
- 2010 to 2013 Executive Director, Americas & Global Programs Purchasing, Ford Motor Company, USA
- 2013 to 2017 Vice President, Global Purchasing, Ford Motor Company, USA
- 2017 to 2019 Vice President, Joint Ventures, Alliances & Commercial Affairs, Member of the Executive Board, Ford of Europe GmbH, Cologne
- 2013 to 2019 Corporate Officer, Ford Motor Company, USA
- Since 2019 Director and Management Consultant

**Current directorships**
Membership of statutory supervisory boards in Germany:
- Kion Group AG, Frankfurt a.M.
- Ford Werke GmbH, Köln
- Ford Deutschland Holding GmbH, Köln

Membership of comparable German and non-German control bodies of business enterprises:
- none

**Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)**
There are no relationships with the Company, the governing bodies of thyssenkrupp AG or shareholders with a material interest in thyssenkrupp AG.
- Listed company
Dr. Wolfgang Colberg
Munich
* 1959
Nationality: German
Senior Advisor, CVC Advisers (Deutschland) GmbH, Frankfurt a.M. (until December 31, 2019), Multiple Director and Management Consultant (from January 1, 2020)

Education
Degree in business administration and business information systems and PhD at Kiel University

Career
1986 to 2000 Various management positions at Robert Bosch GmbH, Stuttgart
2001 to 2009 Member of the Board / Chief Financial Officer (CFO), BSH Home Appliances Group, Munich
2009 to 2013 Chief Financial Officer (CFO), Evonik Industries AG, Essen
2013 to 2018 Industrial Partner, CVC Capital Partners, Frankfurt a.M.
2018 to 2019 Senior Advisor, CVC Advisers (Deutschland) GmbH, Frankfurt a.M.
From 01.01.2020 Multiple Director and Management Consultant

Current directorships
Membership of statutory supervisory boards in Germany:
• thyssenkrupp AG (since 2019, appointed until Annual General Meeting 2020)

Membership of comparable German and non-German control bodies of business enterprises:
• Member of the Board, Pernod Ricard S.A., France
• Advisory Board Chairman, AMSilk GmbH, Munich
• Advisory Board Chairman, Efficient Energy GmbH, Munich
• Chairman of the Board, ChemicalInvest Holding B.V., Netherlands
• Conseil d’Administration, Burelle S.A., France

Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)
There are no relationships with the Company, the governing bodies of thyssenkrupp AG or shareholders with a material interest in thyssenkrupp AG.
Angelika Gifford
Kranzberg
* 1965
Nationality: German
Multiple Director and Technology Expert

Education
- Commercial apprenticeship
- Degree in business administration (banking), Frankfurt a.M.

Career
1987 to 1990  Deutsche Bank, Düsseldorf
1991 to 1992  CompuNet Computer AG, Cologne/Kerpen
1993 to 1996  Microsoft Deutschland GmbH, Munich
1996 to 1998  Microsoft France SAS (EMEA), France
1998 to 2002  Microsoft Deutschland GmbH, Munich
2003 to 2006  Various national and international management positions at Microsoft Deutschland GmbH, Munich and Microsoft France SAS (EMEA), France
2006 to 2011  Member of the Executive Board, Microsoft Deutschland GmbH, Munich
2011 to 2012  Active engagement in various sociopolitical projects and sojourn abroad
2012 to 2013  Senior Director Services, Microsoft France SAS (EMEA), France
2014 to 2017  General Manager, Hewlett-Packard Enterprise (HPE) GmbH, Böblingen
2017 to 2018  Managing Director and President Germany, Austria and Switzerland (DACH), Micro Focus GmbH, Ismaning
Since 2018  Multiple Director and Technology Expert

Current directorships
Membership of statutory supervisory boards in Germany:
- thyssenkrupp AG (since 2019, appointed until Annual General Meeting 2020)
- TUI AG, Hanover
- ProSiebenSat1 Media SE, Unterföhring

Membership of comparable German and non-German control bodies of business enterprises:
- Supervisory board, Rothschild & Co, France

Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)
There are no relationships with the Company, the governing bodies of thyssenkrupp AG or shareholders with a material interest in thyssenkrupp AG.

- Listed company
Dr. Bernhard Peter Günther  
Düsseldorf  
* 1967  
Nationality: German  
CFO and CHRO, innogy SE, Essen

Education  
Degree in economics (lic. oec.) and PhD (Dr. oec.), St. Gallen

Career  
1999 to 2001  Head of Department Group Controlling, RWE AG, Essen  
2001 to 2005  Vice President Corporate Planning and Controlling, RWE Power AG, Essen and Cologne  
2005 to 2006  Vice President Group Controlling, RWE AG, Essen  
2007 to 2008  Managing Director and Chief Financial Officer, RWE Gas Midstream GmbH, Essen  
2007 to 2008  Managing Director and Chief Financial Officer, RWE Trading GmbH, Essen  
2008 to 2012  Managing Director and Chief Financial Officer, RWE Supply & Trading GmbH, Essen  
2012 to 2016  Member of the Executive Board, RWE AG, Essen  
2013 to 2016  CFO, RWE AG, Essen  
2016 to 2019  CFO, innogy SE, Essen  
Since 2019  CFO and CHRO, innogy SE, Essen

Current directorships  
Membership of statutory supervisory boards in Germany:  
• none  
Membership of comparable German and non-German control bodies of business enterprises:  
• none

Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)  
There are no relationships with the Company, the governing bodies of thyssenkrupp AG or shareholders with a material interest in thyssenkrupp AG.
Friederike Helfer  
Zurich  
* 1976  
Nationality: Austrian  
Partner, Cevian Capital Limited, Switzerland

Education
- Dipl.-Ing. in Urban Planning, Vienna University of Technology
- Master of Science in Real Estate Development, Massachusetts Institute of Technology, USA

Career
1999 to 2002  Project Manager, Stadtland Vienna and Hohenems, Austria
2004 to 2008  Engagement Manager, McKinsey & Company Inc., Switzerland
Since 2008  Partner, Cevian Capital Limited, Switzerland

Current directorships
Membership of statutory supervisory boards in Germany:
- none

Membership of comparable German and non-German control bodies of business enterprises:
- Board of Directors, Vesuvius plc., Großbritannien

Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)
There are no relationships with the Company or governing bodies of thyssenkrupp AG; the following relationships exist with shareholders with a material interest in thyssenkrupp AG: Ms. Helfer is a partner at Cevian Capital Limited, Switzerland. This company monitors and audits Cevian Capital AG in connection with its investment advisory services to Cevian Capital II GP Limited. Cevian Capital II GP Limited in turn holds a material interest in thyssenkrupp AG in the meaning of section 5.4.1 (8) GCGC.
Dr. Ingrid Hengster
Frankfurt a.M.
* 1961
Nationality: Austrian
Member of the Executive Board,
KfW Bankengruppe, Frankfurt a.M.

Education
Studied law, PhD, Paris-Lodron University Salzburg

Career
1984 to 1986  Österreichische Kontrollbank AG, Austria
1986 to 1995  Commerzbank AG, Frankfurt a.M.
1995 to 1998  Union Bank of Switzerland (Deutschland) AG, Frankfurt a.M.
1998 to 2005  Credit Suisse First Boston (Europe) Limited, Frankfurt a.M.
2005 to 2014  Country Executive, Royal Bank of Scotland plc., Frankfurt a.M. branch and CEO, RBS (Deutschland) AG, Frankfurt a.M.
Since 2014  Member of the Executive Board, KfW Bankengruppe, Frankfurt a.M.

Current directorships
Membership of statutory supervisory boards in Germany:
- thyssenkrupp AG (since 2015, appointed until Annual General Meeting 2020)
- Deutsche Bahn AG, Frankfurt a.M.
- Supervisory Board Chairwoman, KfW Capital GmbH & Co. KG Frankfurt a.M.

Membership of comparable German and non-German control bodies of business enterprises:
- Expert on the Board of Directors, European Investment Bank (EIB), Luxembourg

Other board work and functions:
- Member of the Executive Board, KfW Stiftung, Frankfurt a.M.
- Member of the SME Advisory Board of the Federal Ministry of Economics and Energy, Berlin
- Member of the Committee for Promotional Banks, Association of German Public Banks, Berlin
- Member of the Investment Advisory Committee, Volkswagen Stiftung, Hanover
- Member of the Board of Trustees of the Society of Friends of the Alte Oper, Frankfurt a.M.

Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)
There are no relationships with the Company, the governing bodies of thyssenkrupp AG or shareholders with a material interest in thyssenkrupp AG. Dr. Hengster is a member of the Executive Board of KfW Bankengruppe. Standard banking relationships exist between KfW Bankengruppe and companies of the thyssenkrupp Group which, in the appraisal of the Supervisory Board, are not regarded as decisive in the meaning of Section 5.4.1 (7) of the German Corporate Governance Code.

- Listed company
Dr. Ingo Luge
Hanover
* 1957
Nationality: German
Director and Management Consultant

**Education**
- Studied law, PhD, Ludwig-Maximilians University Munich
- Master of Science (Econ.), London School of Economics, England

**Career**
1989 to 1992 In-house Consultant, Frankona Rückversicherungs-AG, Munich
1992 to 1999 Head of Legal, Energieversorgung Müritz-Oderhaff AG, Neubrandenburg
1999 to 2006 Head of PMI and from 2001 CFO, Avacon AG, Helmstedt
2006 to 2010 Chairman of the Management Board, E.ON Kraftwerke GmbH, Hanover
2010 to 2012 Chairman of the Executive Board, E.ON Energie AG, Munich
2012 to 2018 Chairman of the Management Board E.ON Deutschland, E.ON SE, Essen
Since 2018 Director and Management Consultant

**Current directorships**
Membership of statutory supervisory boards in Germany:
- thyssenkrupp AG (since 2019, appointed until Annual General Meeting 2020)
- Avacon AG, Helmstedt
- Chairman of the Supervisory Board, E.ON Energie Deutschland GmbH, Munich
- Chairman of the Supervisory Board, PreussenElektra GmbH, Hanover

Membership of comparable German and non-German control bodies of business enterprises:
- none

**Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)**
There are no relationships with the Company, the governing bodies of thyssenkrupp AG or shareholders with a material interest in thyssenkrupp AG.
Martina Merz
Stuttgart
* 1963
Nationality: German
Chairwoman of the Executive Board, thyssenkrupp AG, Essen

Education
Studied mechanical engineering (specializing in manufacturing technology), Stuttgart vocational academy (today: DHBW Baden-Wuerttemberg Cooperative State University)

Career
1985 to 2002 Various positions in management, Robert Bosch GmbH, Stuttgart
2002 to 2005 Executive Vice President, Brose Fahrzeugteile GmbH & Co. KG, Coburg
2005 to 2012 Executive Vice President, Robert Bosch GmbH, Stuttgart
2012 to 2015 Chief Executive Officer (CEO), Chassis Brakes International B.V., Netherlands
2015 to 2019 Independent consultant
Since 2019 Chairwoman of the Executive Board, thyssenkrupp AG, Essen

Current directorships
Membership of statutory supervisory boards in Germany:
• thyssenkrupp AG (since 2019, directorship suspended, appointed until Annual General Meeting 2020)
• thyssenkrupp Elevator AG (Chair)
• Deutsche Lufthansa AG

Membership of comparable German and non-German control bodies of business enterprises:
• Board of Directors, Imerys SA, France
• Board of Directors, Volvo AB, Sweden
• Board of Directors, SAF Holland, Luxembourg (Vice Chair)

Independence (Section 5.4.1 (6 - 8) German Corporate Governance Code)
There are no relationships with the Company or shareholders with a material interest in thyssenkrupp AG; the following relationships exist with governing bodies of thyssenkrupp AG: Ms. Merz has been delegated by the Supervisory Board of thyssenkrupp AG to the Executive Board of thyssenkrupp AG until September 30, 2020 at the latest (§ 105 (2) Stock Corporation Act).
Prof. Dr.-Ing. Siegfried Russwurm
Michelau
* 1963
Nationality: German
Management Consultant

Education
Studied manufacturing technology (Dipl.-Ing.) and PhD (Dr.-Ing.),
University of Erlangen-Nürnberg

Career
1989 to 1992  Research Assistant at the Chair of Applied Mechanics,
              University of Erlangen-Nürnberg
1992 to 1999  Production Planner/Plant Manager, Siemens AG, Munich
1999 to 2002  Technical Director, Siemens Elema AB, Sweden
2002 to 2007  Manager, Siemens AG, Munich
2008 to 2017  Member of the Executive Board, Siemens AG, Munich
Since 2017    Management Consultant

Current directorships
Membership of statutory supervisory boards in Germany:
• thyssenkrupp AG (since 2019, Supervisory Board Chairman,
              appointed until Annual General Meeting 2020)
• Dr. Johannes Heidenhain GmbH, Traunreut
• Voith GmbH & Co. KGaA, Heidenheim (Chairman of the Shareholders’
              Committee and Supervisory Board

Membership of comparable German and non-German control bodies
of business enterprises:
• Member of the Supervisory Board, BBS Automation GmbH, Garching

Other board work and functions:
• Member of the Advisory Board, Tönnies Holding ApS & Co. KG,
              Rheda-Wiedenbrück
• Member of the Executive Board, National Academy of Science and
              Engineering (acatech), Munich

Independence (Section 5.4.1 (4 - 6) German Corporate Governance Code)
There are no relationships with governing bodies of thyssenkrupp AG,
shareholders with a material interest in thyssenkrupp AG, or the
thyssenkrupp Group.

• Listed company
III. Further information

1. Total number of shares and voting rights

At the time of convening the Annual 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 Annual General Meeting, the Company holds no treasury shares. The total number of shares bearing participation and voting rights at the time of convening the Annual General Meeting amounts to 622,531,741.

2. Conditions of participation in the Annual General Meeting and exercise of voting rights

Only those persons who are Company shareholders at the start of the 21st day before the Annual General Meeting, i.e. January 10, 2020, 00.00 hours (record date) and register for the Annual General Meeting may participate in the meeting – either in person or by proxy – and exercise voting rights. The registration must reach the registration office specified below by no later than midnight on January 24, 2020, at the latest together with the confirmation of shareholding issued by the depository bank or financial services company on the record date. The registration and confirmation of shareholding must be in German or English. Text form is sufficient for the confirmation of shareholding.

Registration office:
thyssenkrupp AG
c/o Computershare Operations Center
80249 Munich, Germany
Fax: +49 89 30903-74675
E-mail: anmeldestelle@computershare.de

Normally the depository banks submit the registration and confirmation of shareholding on behalf of their customers. Shareholders are therefore requested to contact their depository bank at the earliest opportunity and order an admission ticket for the Annual General Meeting at the same time. As in previous years, the registration office will issue only one admission ticket to the Annual General Meeting per shareholder.

Data protection
When you register for the Annual General Meeting or authorize a proxy, we will collect personal data on you and/or your authorized proxy. We do so to enable shareholders to exercise their rights at the Annual General Meeting.
Further information

As data controller, thyssenkrupp AG will process your data in compliance with the provisions of the EU General Data Protection Regulation (GDPR) and all further applicable laws. Details of how your personal data is handled and your rights under the GDPR can be found on the internet website of the Annual General Meeting: www.thyssenkrupp.com/en/investors/annual-general-meeting/

3. Procedure for voting by postal vote

Shareholders who do not wish to attend the Annual General Meeting in person can submit their votes by postal vote. Timely registration as described in section 2 above is required for this. The form printed on the admission ticket is available to shareholders for voting by postal vote. Votes submitted by postal vote must reach the Company at the address given in section 2 above by no later than January 29, 2020.

4. Procedure for voting by proxy

Authorizing a third-party proxy
Shareholders can also have their voting rights exercised by a proxy, e.g. a bank, a shareholders’ association or another third party. In this case, too, timely registration by the shareholder as described in section 2 above must be ensured. Proxy authorizations, the revocation thereof and proof of authorization vis-à-vis the Company must be in text form, if neither a bank, an equivalent institute or enterprise pursuant to § 135 (10) AktG in conjunction with § 125 (5) AktG, a shareholders’ association nor a party of equal status pursuant to § 135 (8) AktG has been authorized to exercise voting rights. The form printed on the admission ticket can be used to authorize proxies. Proxies may also be authorized via the Company’s internet-based authorization and instruction system using the data given on the admission ticket. Specific rules have to be observed when authorizing banks, equivalent institutes or enterprises pursuant to § 135 (10) AktG in conjunction with § 125 (5) AktG, shareholders’ associations or parties of equal status pursuant to § 135 (8) AktG; details should be requested from the party to be authorized.

Authorizing Company-nominated proxies
Shareholders can also participate in the voting by issuing instructions to a proxy nominated by the Company. The proxies are obligated to vote as instructed; they cannot exercise the voting rights at their own discretion. Proxy authorizations and voting instructions to Company-nominated proxies can likewise be issued via the Company’s internet-based authorization and instruction system before and even during the Annual General Meeting but must be available before the start of voting. Shareholders can access the internet-based authorization and instruction system with the data on their admission ticket.
5. Transmission of the Annual General Meeting on the internet

At the instruction of the Chairman of the Meeting, all shareholders of thyssenkrupp AG and interested members of the public can follow the entire Annual General Meeting live on the internet at http://www.thyssenkrupp.com/en/investors/annual-general-meeting/ on January 31st, 2020, starting at 10.00 a.m. The opening of the Annual General Meeting by the Chairman of the Meeting together with the speech by the Executive Board Chairwoman will also be available as a recording after the Annual General Meeting.

The transmission of the Annual General Meeting does not allow participation in the Annual General Meeting in the meaning of § 118 (1) sentence 2 AktG.

6. Additional agenda item proposals pursuant to § 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 submitted in writing to the Company by the close of December 31st, 2019, 24.00 hours. Shareholders are asked to submit corresponding requests to the following address:

Executive Board of thyssenkrupp AG
Attn.: Investor Relations (HV)
thyssenkrupp Allee 1
45143 Essen
Germany

Anyone submitting such proposals 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. We draw attention to § 70 AktG.
7. Shareholder motions and election proposals pursuant to § 126 (1) and § 127 AktG

Countermotions against a proposal made by the Executive Board and/or Supervisory Board with regard to a specific agenda item and shareholder proposals for the election of Supervisory Board members or auditors, which are to be made accessible before the Annual General Meeting, should be sent exclusively to the following address. Countermotions and election proposals sent to a different address will not be taken into consideration.

thyssenkrupp AG
Investor Relations
thyssenkrupp Allee 1
45143 Essen
Germany
Fax: +49 201 845-6900365
E-mail: hv-antrag@thyssenkrupp.com

Insofar as they satisfy the requirements of § 126 AktG / § 127 AktG and are required to be made available to the other shareholders, countermotions and election proposals arriving with evidence of shareholder status at this address by no later than the close of January 16, 2020, 24.00 hours, will be published immediately stating the name of the shareholder on the internet at http://www.thyssenkrupp.com/en/investors/annual-general-meeting/. Any comments from the boards will likewise be published at the same internet address.

This does not affect the right of shareholders to put forward countermotions on the various agenda items and proposals for the election of Supervisory Board members or auditors during the meeting without submitting them to the Company in advance by the above deadline.

Please note that, even when submitted to the Company in good time in advance, shareholders’ countermotions and election proposals can only be included in the voting if they are put forward during the Annual General Meeting.
8. Shareholder right of information pursuant to § 131 (1) AktG

The Executive Board is obligated to provide information about Company matters including legal and business relationships with affiliated companies as well as the situation of the Group and the companies included in the consolidated financial statements to any shareholder at their request during the Annual General Meeting insofar as such information is necessary for proper appraisal of an agenda item.

9. Publication on the website pursuant to § 124a AktG / Supplementary information

This invitation to the Annual General Meeting, the publishable documents and proposals of shareholders as well as further information, in particular on the rights of shareholders, on participating in the Annual General Meeting, on the postal vote and on authorizing and instructing proxies, are also available on the website of the Company at http://www.thyssenkrupp.com/en/investors/annual-general-meeting/. The results of voting will also be published at the same internet address after the Annual General Meeting.

More details on participating in the Annual General Meeting, the postal vote, and authorizing and instructing proxies will also be sent to shareholders together with their admission ticket.

The invitation was published in the Federal Gazette (“Bundesanzeiger”) on December 12, 2019.

Duisburg and Essen, December 2019

thyssenkrupp AG
The Executive Board
Dates 2020/2021

January 31, 2020
Annual General Meeting

February 13, 2020
Interim report
1st quarter 2019/2020 (October to December)
Conference call with analysts and investors

May 12, 2020
Interim report
1st half 2019/2020 (October to March)
Conference call with analysts and investors

August 13, 2020
Interim report
9 months 2019/2020 (October to June)
Conference call with analysts and investors

November 19, 2020
Annual report
2019/2020 (October to September)
Analysts’ and investors’ conference

February 5, 2021
Annual General Meeting