



**Bilfinger SE**

**Mannheim**

- ISIN DE0005909006 -

- Security Identification No. (*Wertpapier-Kenn-Nr.*) 590 900 -

### **Information on shareholders' rights**

**1 Supplementary motions for the agenda pursuant to Article 56 of the SE Regulation, section 50, para. 2 of the SE Implementation Act, section 122, para. 2 of the German Stock Corporation Act and Article 2 section 1 para. 3 sentence 4 of the COVID-19 Act**

Pursuant to Article 56 of the SE Regulation (*Verordnung (EG) Nr. 2157/2001 des Rates vom 8. Oktober 2001 über das Statut der Europäischen Gesellschaft (SE) – SE-VO*), section 50, para. 2 of the SE Implementation Act (*SE-Ausführungsgesetz – SEAG*) and section 122, para. 2 of the German Stock Corporation Act (*Aktiengesetz – AktG*), shareholders whose holdings amount to at least 5 percent of the share capital or the proportional amount of EUR 500,000.00 may call for items be included on the agenda and announced. As the proportional amount of EUR 500,000.00 at Bilfinger SE is lower than 5 percent of the share capital, achieving the proportional amount of EUR 500,000.00 suffices for a request for a supplementary motion for the agenda. This amount is equivalent to 166,667 shares in the Company.

The request has to be addressed to the Management Board in writing and, pursuant to Article 2 section 1 para. 3 sentence 4 of the COVID-19 Act (*Gesetz zur Abmilderung der Folgen der COVID-19-Pandemie im Zivil-, Insolvenz- und Strafverfahrensrecht – COVID-19-Gesetz*), must be received by the Company at least 14 days prior to the Annual General Meeting, i.e. by no later than June 9, 2020 (24:00 hrs CEST). Please submit such requests to the following address:

Bilfinger SE  
Vorstand  
Oskar-Meixner-Straße 1  
68163 Mannheim

Additions to the agenda requiring announcement, if they have not already been announced in the invitation, will be announced immediately upon receipt of the request in the Federal Gazette and sent to such media for publication as may be assumed to disseminate the information throughout the European Union. They will also be posted on the Internet at

<https://www.bilfinger.com/en/annual-general-meeting>.

**2 Countermotions and election nominations by shareholders pursuant to sections 126, para. 1 and 127 of the German Stock Corporation Act**

The shareholders' rights to make motions and nominations relating to particular agenda items and the rules of procedure are excluded according to the legal concept of the COVID-19 Act; this is because the Executive Board, with the approval of the Supervisory Board,

decided to conduct a virtual General Meeting in accordance with Article 2 section 1 para. 1, para. 2, para. 6 of the COVID-19 Act. Nevertheless, the Company gives shareholders the opportunity to submit counter motions and nominations prior to the Annual General Meeting in accordance with sections 126, 127 AktG and in accordance with the following explanations:

The Company will make corresponding counter motions and nominations available at the internet address

**<http://www.bilfinger.com/en/annual-general-meeting>**

including the name of the shareholder, the reasons, which are not required for nominations, and any statement by the management, if received by the Company at least 14 days prior to the Annual General Meeting, i.e. by no later than June 9, 2020 (24:00 hrs CEST), at the **address:**

Bilfinger SE  
Executive Board  
Oskar-Meixner-Straße 1  
68163 Mannheim  
Germany

or by **fax** to: +49 (0) 621 459-2221

or by **e-mail** to: [hv@bilfinger.com](mailto:hv@bilfinger.com)

and the other requirements in accordance with section 126 AktG and section 127 AktG are met.

However, in accordance with the legal concept of the COVID-19 Act, corresponding counter motions and nominations will not be put to the vote at the Annual General Meeting and will not be dealt with in any other way.

### **3 Shareholders' right to ask questions**

Shareholders having properly registered for the virtual Annual General Meeting will be given the opportunity to ask questions by electronic communication (Article 2 section 1 para. 2 sentence 1 no. 3 COVID-19 Act).

The Executive Board, with the approval of the Supervisory Board, decided that questions must be submitted by electronic communication no later than two days before the Annual General Meeting (Article 2 section 1 para. 2 sentence 2, half sentence 2 COVID-19 Act). This means that the questions must be received no later than June 21, 2020 (24:00 hrs CEST), via the password-protected Online Service at the internet address

**<http://www.bilfinger.com/en/annual-general-meeting>**.

Shareholders can find the necessary access data for the Online Service on the access card sent by post. In your own interest, please contact your depositary institution as early as possible to ensure early registration and timely receipt of the access card.

We explicitly point out that the Executive Board, in accordance with Article 2 section 1 para. 2 sentence 2, half sentence 1 COVID-19 Act, will decide at its dutiful, free discretion which questions will be answered and how they will be answered.