

## **Terms and conditions of use for the Online-Service for shareholders of Evonik Industries AG**

### **1. Scope of application**

These terms and conditions of use apply for all shareholders of Evonik Industries AG using the Online-Service at [www.evonik.com/asm-services](http://www.evonik.com/asm-services). This includes, inter alia, registration for the email dissemination of the invitation to the Annual Shareholders' Meeting of Evonik Industries AG, registration for the Annual Shareholders' Meeting as well as exercising the right to vote via the Online-Service.

### **2. Email dissemination**

#### 2.1. Registration for and participation in email dissemination

We require your express consent so that we can send you your invitation to the Annual Shareholders' Meeting of Evonik Industries AG by email. You can provide this consent via the Online-Service by registering for the email dissemination of the invitation to the Annual Shareholders' Meeting.

If you successfully complete your registration no later than approximately seven weeks prior to an Annual Shareholders' Meeting of Evonik Industries AG, you will receive the invitation to the Annual Shareholders' Meeting at your designated email address. Later registrations will only be valid for the following Annual Shareholders' Meeting.

Please let us know if you have not received your invitation to the Annual Shareholders' Meeting electronically, even though you registered for this in good time. For this, please contact the shareholders' hotline on +49 (0) 1802 739 376\*, Monday to Friday from 8 a.m. to 6 p.m. (except on public holidays).

#### 2.2. Providing registration data

##### *Email address*

Please provide an email delivery address that you use regularly. If, after sending the invitation to the Annual Shareholders' Meeting, we receive a technical notification that the email was not delivered, we will send you the invitation by post again. Moreover, every shareholder is responsible for ensuring that the designated email address is functional and that incoming emails can be read. If your email address changes, please inform us via the Online-Service.

##### *Access password*

To register for email dissemination of the invitation to the Annual Shareholders' Meeting you must determine a personal access password. Please keep this safe from access by third parties. In future, it can be used not only to amend your registration details but also to use the Online-Service for shareholders of Evonik Industries AG.

### 2.3. Amending your registration details

The Online-Service for shareholders is available throughout the year at [www.evonik.com/asm-services](http://www.evonik.com/asm-services). Via the Online-Service you can change your email address and your access password.

### 2.4. Withdrawal of your consent

You can withdraw your consent to email dissemination of the invitation to the Annual Shareholders' Meeting via the Online-Service at any time. You will then receive the invitation by post again. However, if withdrawal takes place after the technical preparations for sending out the invitations to the Annual Shareholders' Meeting have already started, we can only take your withdrawal in account for the subsequent Annual Shareholders' Meeting. In this case, we will endeavour to also send you the invitation to the Annual Shareholders' Meeting by post.

### 2.5. Disposal of your shares

If you have disposed of all your Evonik Industries AG shares between two Annual Shareholders' Meetings at any time and then acquire Evonik Industries AG shares again before the next Annual Shareholders' Meeting of Evonik Industries AG, the consent you provided to participate in the email dissemination of the invitation to the Annual Shareholders' Meeting will continue to apply.

If you have disposed of all your Evonik Industries AG shares between two Annual Shareholders' Meetings at any time and do not acquire Evonik Industries AG shares in good time again before the next Annual Shareholders' Meeting of Evonik Industries AG, the consent you provided to participate in the email dissemination of the invitation to the Annual Shareholders' Meeting will not continue to apply. In that case your consent is cancelled automatically. If you subsequently acquire Evonik Industries AG shares you will receive the invitation to Annual Shareholders' Meetings by post unless you re-register for email dissemination.

## **3. Registering for the Annual Shareholders' Meeting and exercising voting rights**

### 3.1. Online registration for the Annual Shareholders' Meeting

Registration for the Annual Shareholders' Meeting via the Online-Service is possible up to the end of the registration deadline. The registration deadline is set out in the invitation. You can register via the Online-Service by voting via online postal vote or authorizing the voting proxies designated by Evonik Industries AG or intermediaries (e.g. credit institutions), shareholders' associations or proxy advisors or other persons with equivalent status to vote on your behalf and issuing them with instructions relating to the agenda points.

If you have received several invitations with different shareholder numbers, please register online for the Annual Shareholders' Meeting separately for each of these shareholder numbers.

We recommend that you make early use of the Online-Service to register for the Annual Shareholders' Meeting so that in the event of any technical problems you can still register by post or email in good time before the registration deadline.

### 3.2. Ordering Admission tickets

Ordering admission tickets is not possible.

### 3.3. Voting via the online postal vote

In the Online-Service you can cast your votes via postal vote (online postal vote).

If you have cast your votes via online postal vote in good time before the deadline of registration and have registered in this way, you can still change the cast postal vote and choose another method of exercising your voting rights until immediately before the explicit closure of voting by the chairman of the meeting during the Annual Shareholders' Meeting via the Online-Service. This also applies if you have cast postal vote in good time outside the Online-Service.

If you have cast postal vote both via the Online-Service and in any other way, your most recently cast vote takes priority.

### 3.4. Authorization of the voting proxies designated by Evonik Industries AG

Via the Online-Service you can authorize the voting proxies designated by Evonik Industries AG to vote on your behalf.

The authorized voting proxies designated by Evonik Industries AG to vote on your behalf are neutral and exercise the right to vote solely on the basis of the instructions given by you. If an individual vote takes place on an agenda item (e.g. discharge of the members of the supervisory board) an instruction granted for each individual sub-point applies.

Please note that the voting proxies designated to vote on your behalf do not accept instructions to submit questions or applications and to raise objections to resolutions of the Annual Shareholders' Meeting.

The voting proxies designated to vote on your behalf represent you anonymously, i.e. without giving your name.

If you have authorized the voting proxies designated to vote on your behalf in good time before the deadline of registration and have registered in this way, you can still amend the instructions given to the voting proxies and choose another method of exercising your voting rights until immediately before the explicit closure of

voting by the chairman of the meeting during the Annual Shareholders' Meeting via the Online-Service. This also applies if you have authorized the voting proxies in good time outside the Online-Service.

If you have authorized and instructed the voting proxies designated to vote on your behalf both via the Online-Service and in any other way, your most recently given instructions take priority.

### 3.5. Authorization of intermediaries (e.g. credit institutions), shareholders' associations and proxy advisors or other persons with equivalent status

Via the Online-Service you can authorize intermediaries, shareholders' associations and proxy advisors or other persons with equivalent status exclusively intermediaries, shareholders' associations and proxy advisors or other persons with equivalent status participating in the Online-Service.

If you have authorized an intermediary (e.g. credit institution), shareholders' association, proxy advisor or other person with equivalent status participating in the Online-Service in good time before the deadline of registration and have registered in this way, you can still amend the instructions given and choose another method of exercising your voting rights until immediately before the explicit closure of voting by the chairman of the meeting during the Annual Shareholders' Meeting via the Online-Service. This also applies if you have authorized an intermediary (e.g. credit institution), shareholders' association, proxy advisor or other person with equivalent status in good time outside the Online-Service.

Please note that among the intermediaries, many credit institutions are no longer willing to represent voting rights.

To authorize an intermediary (e.g. credit institution), shareholders' association, proxy advisor or other person with equivalent status outside this Online-Service we will send you an authorization form on request. For this, please contact our shareholders' hotline on +49 1802 739 376\*, by email at [hv-service.evonik@adeus.de](mailto:hv-service.evonik@adeus.de) or in writing at Evonik Industries AG, c/o ADEUS Aktienregister-Service-GmbH, Postbox 57 03 64, 22772 Hamburg.

If you have authorized and instructed an intermediary, shareholders' association, proxy advisor or other person with equivalent status both via the Online-Service and in any other way, your most recently authorization and instructions take priority.

The authorized intermediary, shareholders' association, proxy advisor or other person with equivalent status is exclusively responsible for exercising the voting right.

### 3.6. Change of authorized representative via the Online-Service

- a) If you have cast your vote by postal vote or authorized voting proxies you can choose another method of exercising your voting rights until immediately before the explicit closure of voting by the chairman of the meeting during the Annual Shareholders' Meeting via the Online-Service. The most recently granted postal vote respectively authorization takes priority. Previously granted postal vote respectively authorizations are considered as revoked and will no longer be taken into consideration.
- b) Simply withdrawing an authorization is only possible at the address set out in the invitation until the deadline named in the invitation of the Annual Shareholders' Meeting. The Online-Service is not available for this.

## 4. Associations of persons / legal entities

Please note that in the case of associations of persons (e.g. married couples, communities of heirs), partnerships or legal entities entered in the share register, the person carrying out registering or amending the registration details, casting postal vote, authorizing the voting proxies designated to vote on their behalf or intermediaries, shareholders' associations, proxy advisors or other persons with equivalent status participating in the Online-Service as well as giving or amending instructions, must be authorized to do so by all members of the association of persons, respectively the partnership / legal entity, or have the necessary legal power to represent the association of persons / legal entity. As a user of the Online-Service, you confirm to Evonik Industries AG that you are authorized in the required manner.

## 5. Live transmission of the Annual Shareholders' Meeting

The entire Annual Shareholders' Meeting will be webcast live for shareholders of Evonik Industries AG via the Online-Service from the beginning ([www.evonik.com/asm-services](http://www.evonik.com/asm-services)). You can obtain online access by entering your shareholder number and your access password or the password selected by yourself. Please find your shareholder number and your access password in the materials sent to you.

## 6. Possibility for shareholders to ask questions

Shareholders have the opportunity to ask questions. The questions can be submitted in German via the Online-Service ([www.evonik.com/asm-services](http://www.evonik.com/asm-services)) by shareholders registered for the Annual Shareholders' Meeting.

Questions from shareholders must be submitted exclusively via the Online-Service no later than August 29, 2020 (12:00 midnight). Due to technical reasons, the length of a question is limited to a certain number of characters; however, the number of questions will not be affected thereby.

## **7. Duty of care of the user**

Please do not make your shareholder number and your access password available to unauthorized persons so that no third party can utilise your access.

If misuse is suspected you should have your access blocked by calling the shareholders' hotline on +49 (0) 1802 739 376\*, Monday to Friday from 8 a.m. to 6 p.m. (except on public holidays).

Please make sure you close the Online-Service properly. The exercising of your voting rights is only registered when you receive a notification of exercise. If the program is canceled prematurely, your exercise of voting rights will not be properly registered. Properly closing the program also prevents unauthorized parties from being able to see or manipulate your entries during your absence.

## **8. Stability and availability / Exclusion of liability**

The technical and organizational measures taken by us to guarantee the proper functioning of our Online-Services and data security are in line with the latest standards. Nevertheless, the availability, functioning, stability and reliability of the Online-Service can be subject to fluctuations and disruption. Neither Evonik Industries AG nor the service providers commissioned by it has influence on the availability, functioning, stability and reliability of the telecommunications network and the internet services as well as the network elements of third parties. Evonik Industries AG cannot therefore guarantee and assume liability for the availability, functioning, stability and reliability of the telecommunications network and the internet services and network elements of third parties as well as for access to our internet service at all times. Furthermore, Evonik Industries AG assumes no responsibility for faults and defects in the hardware and software used for the Online-Service, including that of service provider companies unless intent or gross negligence are present. If safety considerations make this appear imperative, we reserve the right to suspend or shut down our Online-Services without further announcement. In the event of technical problems, please contact the shareholders' hotline on +49 (0) 1802 739 376\*, Monday to Friday from 8 a.m. to 6 p.m. (except on public holidays).

## **9. Information on data protection**

Information on the processing of your personal data in connection with the Annual Shareholders' Meeting and the share register as well as further information on data protection law can be found at [www.evonik.com/annual-shareholders-meeting](http://www.evonik.com/annual-shareholders-meeting).

## **10. Amendments to the terms of use**

We reserve the right to amend these terms and conditions of use at any time. The currently applicable terms and conditions of use will be displayed each time you

access the Online-Service. By accessing the Online-Service, you explicitly accept the terms and conditions of use in the currently applicable version.

You can object to the terms and conditions of use in writing at any time. Also you can withdraw your consent to email dissemination of the invitation to the Annual Shareholders' Meeting via the Online-Service at any time.

Adaptation or amendment of these terms and conditions of use takes place in particular when we wish to technically expand the Online-Service or to take into consideration amended legal, in particular share-related regulations. For this reason, it is imperative that they apply uniformly for all participants in the Online-Service. Therefore, if you object to an amendment to the terms and conditions of use we will at the same time treat your objection as withdrawal of your consent to participate in the email dissemination of the invitation to the Annual Shareholders' Meeting as well as the Online-Service overall. In future your invitations to the Annual Shareholders' Meetings will again be sent to you by post.

\*6 cent per call from the landlines of Deutsche Telekom / call charges from German mobile networks max. 42 cent per minute.

