

## Knorr-Bremse AG

### Information pursuant to Sec. 125 of the German Stock Corporation Act (Aktiengesetz, AktG) in conjunction with the Implementing Regulation (EU) 2018/1212 (“EU IR”)

#### A. Specification of the message

1. Unique identifier of the event: 2023 virtual Annual General Meeting of Knorr-Bremse AG  
**(Formal specification pursuant to the EU IR: GMETKBX123BS)**
2. Type of message: Notice of Annual General Meeting  
**(Formal specification pursuant to the EU IR: NEWM)**

#### B. Specification of the issuer

1. ISIN: DE000KBX1006
2. Name of issuer: Knorr-Bremse AG

#### C. Specification of the meeting

1. Date of the General Meeting: 5 May 2023  
**(Formal specification pursuant to the EU IR: 20230505)**
2. Time of the General Meeting: 10:00 (CEST)  
**(Formal specification pursuant to the EU IR: 08:00 hrs. UTC)**
3. Type of General Meeting: Annual General Meeting held as a virtual general meeting without the shareholders or their authorized representatives (Bevollmächtigte) being physically present (except for the company-nominated proxies).  
**(Formal specification pursuant to the EU IR: GMET)**
4. Location of the General Meeting:  
URL to the online service of the company for following along with the Annual General Meeting via video and audio stream and for exercising shareholder rights: [www.ir.knorr-bremse.com/agm](http://www.ir.knorr-bremse.com/agm)

Location of the general meeting within the meaning of the German Stock Corporation Act (Aktiengesetz): Moosacher Straße 80, 80809 Munich, Germany

**(Formal specification pursuant to the EU IR: [www.ir.knorr-bremse.com/agm](http://www.ir.knorr-bremse.com/agm))**

5. Record Date: 14 April 2023, 00:00 hrs. CEST

Pursuant to section 21 of the Articles of Association, shareholders are entitled to attend the Annual General Meeting by electronic means via the online service and to exercise their shareholders' rights, in particular their voting rights, if they have registered for the Annual General Meeting with the company prior to the Meeting and if they have submitted proof of their entitlement to attend. Such entitlement is proven in the form of proof of a shareholding issued by the ultimate intermediary, which is usually the depository institution.

Pursuant to section 123 para. 4 sentence 2 of the German Stock Corporation Act (AktG) in conjunction with section 21 para. 1 sentence 2 of the Articles of Association, the proof of shareholding must refer to the beginning of the day on 14 April 2023 (record date). However, according to the EU-DVO, the record date with reference to shareholdings must be stated at the close of business on the 22nd day before the Annual General Meeting and therefore corresponds to 13 April 2023, 24:00 (CET). (record date).

**(Formal specification pursuant to the EU IR: 20220502, 22:00 hrs. UTC)**

6. Website to the Annual General Meeting/ URL: [www.ir.knorr-bremse.com/agm](http://www.ir.knorr-bremse.com/agm)

## D. Participation in the general meeting

### 1. Method of participation by shareholder

Electronic connection to the Annual Shareholders' Meeting as well as following via a live video and audio stream

Exercise of voting rights via absentee voting (including by means of electronic communication)

Exercise of voting rights by issuing proxy authorizations and instructions to the company-nominated proxies  
**(Formal specification pursuant to the EU IR: VI, EV, PX)**

### 2. Issuer deadline for the notification of participation

Registration for the Annual General Meeting by: 28 May 2023, 24:00 hrs. (CEST) (time of receipt is decisive)

The following along with the virtual Annual General Meeting via a live video and audio stream, the exercise of voting rights by way of absentee voting (including by means of electronic communication) and the exercise of voting rights by way of authorizing and instructing the company-nominated proxies require timely registration. The relevant deadlines for the exercise of each of these rights are listed under D.3.

**(Formal specification pursuant to the EU IR: 20230428; 22:00 hrs. UTC)**

### 3. Issuer deadline for voting

For the exercise of voting rights by way of absentee voting (including by means of electronic communication) or the exercise of voting rights by way of authorizing and instructing the company-nominated proxies may be done

- if by mail, by not later than 4 May 2023, 24:00 hrs. (CEST) (time of receipt is decisive)  
(Formal specification pursuant to the EU IR: 20230504; 22:00 hrs. UTC),
- if via the online service ([ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)), after 4 May 2023, 24:00 hrs. (CEST) at the virtual Annual General Meeting on 5 May 2023, upon the time defined by the Chair of the meeting as part of voting

Shareholders may also authorize a third-party representative. Please note, however, that authorized representatives (other than the company-nominated proxies) cannot physically be present at the Annual General Meeting either. Proving the granting of a power of attorney, its revocation and the authorization to the company may be done

- if by mail or email, by no later than 4 May 2023, 24:00 hrs. (CEST) (time of receipt is decisive)  
(Formal specification pursuant to the EU IR: 20230504; 22:00 hrs. UTC),
- if via the online service ([ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)), after 4 May 2023, 24:00 hrs. (CEST) at the virtual Annual General Meeting on 5 May 2023, upon the time defined by the Chair of the meeting as part of voting

Following along with the virtual Annual General Meeting via a live video and audio stream is possible on 5 May 2023 from 10:00 hrs. (CEST) (Formal specification pursuant to the EU IR: 20230505; 08:00 hrs. UTC) until the close of the Annual General Meeting.

## E. Agenda

### Agenda item 1

1. Unique identifier of the agenda item: 1
2. Title of the agenda item: Presentation of the adopted annual financial statements, the approved consolidated financial statements and the combined management report on Knorr-Bremse Aktiengesellschaft and the Knorr-Bremse Group for the fiscal year 2022 as well as the report of the Supervisory Board for the fiscal year 2022
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: None
5. Alternative voting options: n/a

**Agenda item 2**

1. Unique identifier of the agenda item: 2
2. Title of the agenda item: Appropriation of retained earnings
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 3**

1. Unique identifier of the agenda item: 3
2. Title of the agenda item: Approval of the acts of the members of the Executive Board
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 4**

1. Unique identifier of the agenda item: 4
2. Title of the agenda item: Approval of the acts of the members of the Supervisory Board
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 5**

1. Unique identifier of the agenda item: 5
2. Title of the agenda item: Resolution on the appointment of the auditor of the annual financial statements and the consolidated financial statements as well as the auditor for the review of the half-yearly financial report for the fiscal year 2023
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 6**

1. Unique identifier of the agenda item: 6
2. Title of the agenda item: Resolution on the approval of the compensation report for the fiscal year 2022
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Advisory vote  
**(Formal specification pursuant to the EU IR: AV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 7**

1. Unique identifier of the agenda item: 7
2. Title of the agenda item: Authorization to hold general meetings virtually; amendment of the Articles of Association
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 8**

1. Unique identifier of the agenda item: 8
2. Title of the agenda item: Cancellation of Authorized Capital 2018, provided for in Art. 6 of the Articles of Association, and creation of new authorized capital against cash contributions and/or contributions in kind with the authorization to exclude subscription rights; amendment of the Articles of Association
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 9**

1. Unique identifier of the agenda item: 9
2. Title of the agenda item: Cancellation of the Executive Board's authorization approved by the General Meeting on May 29, 2018, to issue convertible bonds and/or bonds with warrants, profit participation rights and/or profit participation bonds and cancellation of Conditional Capital 2018, provided for in Art. 7 of the Articles of Association, as well as the renewed authorization of the Executive Board to issue convertible bonds and/or bonds with warrants, profit participation rights and/or profit participation bonds with the option of excluding subscription rights and the creation of new Conditional Capital 2023; amendment of the Articles of Association
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 10**

1. Unique identifier of the agenda item: 10
2. Title of the agenda item: Cancellation of the current authorization to acquire and use treasury shares and establishment of a new authorization of the Executive Board to acquire and use treasury shares pursuant to Sec. 71 (1) no. 8 AktG, as well as the exclusion of subscription and tender rights
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**Agenda item 11**

1. Unique identifier of the agenda item: 11
2. Title of the agenda item: Approval of a domination and profit and loss transfer agreement between Knorr-Bremse Aktiengesellschaft and Knorr-Bremse Systeme für Nutzfahrzeuge GmbH
3. Uniform Resource Locator (URL) of the materials: [ir.knorr-bremse.com/agm](http://ir.knorr-bremse.com/agm)
4. Vote: Binding vote  
**(Formal specification pursuant to the EU IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal specification pursuant to the EU IR: VF; VA; AB)**

**F. Specification of the deadlines regarding the exercise of other shareholders rights****Shareholders right – Motion to add items to the agenda pursuant to Sec. 122 (2) AktG**

1. Object of deadline: Transmission of the motion to add items to the agenda
2. Applicable issuer deadline: 4 April 2023, 24:00 hrs. (CEST) (time of receipt is decisive)  
**(Formal specification pursuant to the EU IR: 20230404; 22:00 hrs. UTC)**

**Shareholders right – Shareholder counter-motion pursuant to Sec. 126 (1) AktG**

1. Object of deadline: Transmission of the counter-motion relating to resolution proposals on the agenda items
2. Applicable issuer deadline: 20 April 2023, 24:00 hrs. (CEST) (time of receipt is decisive)  
**(Formal specification pursuant to the EU IR: 20230420; 22:00 hrs. UTC)**

**Shareholders right – Shareholder election proposal pursuant to Sec. 127 AktG**

1. Object of deadline: Transmission of the election proposal for the election of Supervisory Board members or independent auditors
2. Applicable issuer deadline: 20 April 2023, 24:00 hrs. (CEST) (time of receipt is decisive)  
**(Formal specification pursuant to the EU IR: 20230420; 22:00 hrs. UTC)**

**Shareholders right – Possibility to submit statements for publication prior to the Annual General Meeting, Sec. 130a (1)-(4) AktG**

1. Object of deadline: Possibility to submit statements for publication prior to the Annual General Meeting by way of electronic communication
2. Applicable issuer deadline: 29 April 2023, 24:00 hrs. (CEST) (time of receipt is decisive)  
**(Formal specification pursuant to the EU IR: 20230429; 22:00 hrs. UTC)**

**Shareholders right – Right to submit motions and speak, Sec. 118a (1) Sentence 2 No. 7, 130a (5), (6) AktG**

1. Object of deadline: Exercise of the right to submit motions and speak by way of video communication via the online service
2. Applicable issuer deadline: 5 May 2023, during the Annual Shareholders' Meeting in accordance with the instructions of the chair of the meeting  
**(Formal specification pursuant to the EU IR: 20230505; during the Annual Shareholders' Meeting in accordance with the instructions of the chair of the meeting)**

**Shareholders right – Right to obtain information, Sec. 131 (1) AktG**

1. Object of deadline: Request for information by way of video communication via the online service
2. Applicable issuer deadline: 5 May 2023, during the Annual Shareholders' Meeting in accordance with the instructions of the chair of the meeting  
**(Formal specification pursuant to the EU IR: 20230505; during the Annual Shareholders' Meeting in accordance with the instructions of the chair of the meeting)**

**Shareholders right – Right to lodge an objection to a resolution for the record (Widerspruch zur Niederschrift) pursuant to Sec. 118a (1) Sentence 2 No. 8, 245 No. 1 AktG**

1. Object of deadline: Lodging objections to resolutions of the Annual General Meeting by means of electronic communication via the online service
2. Applicable issuer deadline: 5 May 2023 from the beginning to the end of the Annual General Meeting  
**(Formal specification pursuant to the EU IR: 20230505; during the Annual Shareholders' Meeting from the beginning to the end of the Annual General Meeting)**

**Shareholders right – Request for the issuance of a confirmation of the counting of the votes pursuant to Sec. 129 (5) AktG**

1. Object of deadline: Requesting the issuance of a confirmation of the counting of the votes
2. Applicable issuer deadline: 5 June 2023, 24:00 hrs. (CEST) (time of receipt is decisive)  
**(Formal specification pursuant to the EU IR: 20230605; 22:00 hrs. UTC)**