



ADDITIONAL INFORMATION

ON THE VIRTUAL ANNUAL GENERAL MEETING 2020

Due to the COVID-19 pandemic, Knorr-Bremse AG will hold the Annual General Meeting 2020 as a virtual Annual General Meeting to protect shareholders, employees, service providers and other visitors. In the following questions and answers we have summarized what this means and which consequences it will have for the shareholders.

1. WHAT IS A VIRTUAL ANNUAL GENERAL MEETING?

The term “virtual Annual General Meeting” currently refers to an Annual General Meeting without physical presence of shareholders and their representatives at the venue. This possibility was introduced on 27 March 2020 by the legislator. While the right of physical participation for shareholders is excluded in the virtual meeting, the online-services for following the meeting will be enhanced. Until now, Annual General Meetings in Germany mandatorily had to be held as meetings with the physical presence of shareholders. This applied even when online-services for the meeting were offered. However, in times of the current COVID-19 pandemic, holding such a meeting with physical presence would entail infection risks, which must be avoided. Furthermore, official assembly bans are impending. In order to make it possible to hold an Annual General Meeting despite these circumstances, the legislator created a short-term possibility with the Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID 19 Pandemic, to hold this year’s Annual General Meeting virtually without the presence of shareholders. Unfortunately, the participation at the venue of the Annual General Meeting in person is not possible this year.

2. HOW CAN SHAREHOLDERS PARTICIPATE IN THE VIRTUAL ANNUAL GENERAL MEETING?

On the AGM-Portal shareholders of the Knorr-Bremse AG can view the Annual General Meeting live in video and audio. Shareholders will receive the access data for the AGM-Portal after proper and timely registration together with their voting right card. The opening of the Annual General Meeting by the Chairman of the Meeting and the speech of the Chairman of the Executive Board will be webcasted publicly at ir.knorr-bremse.com/hv without requiring access data.

3. ON WHAT RECORD DATE DOES A SHAREHOLDER HAVE TO HOLD KNORR-BREMSE AG SHARES TO BE ENTITLED TO CAST A VOTE?

Pursuant to section 21 of the company’s Articles of Association, shareholders are entitled to participate in the virtual Annual General Meeting and to exercise their voting rights if they have registered with the company prior to that meeting and if they have submitted confirmation of their entitlement. Such entitlement must be proven in form of a confirmation of the shareholding issued by the depository institution. The confirmation of the shareholding must be valid as of 9 June 2020, 00:00 hrs. (CEST) (record date).

4. HOW CAN SHAREHOLDERS EXERCISE THEIR VOTING RIGHT?

Shareholders can exercise their voting right by postal vote or by granting authorization and instructions to company-nominated proxies, both in text form and electronic form. These options are available in the run-up to the Annual General Meeting and also online via the AGM-Portal during the meeting until the beginning of the vote. Thus, they can also include the explanations of the Executive Board and the answers to questions in their vote.

5. DO SHAREHOLDERS HAVE THE POSSIBILITY TO SUBMIT QUESTIONS TO THE EXECUTIVE BOARD?

Registered shareholders have the possibility to submit questions prior to the Annual General Meeting until 27 June 2020, 24:00 hrs. (CEST), at the latest, via the AGM-Portal. The Executive Board will answer those questions in the virtual Annual General Meeting at its dutiful discretion.

6. HOW CAN SHAREHOLDERS SUBMIT COUNTERPROPOSALS, ELECTION PROPOSALS AND STATEMENTS ON THE AGENDA?

Shareholders may send counterproposals to proposals of the Executive Board and / or Supervisory Board to certain items on the agenda as well as election proposals for the vote of the members of the Supervisory Board or of auditors prior to the Annual General Meeting until Monday, 15 June 2020, 24:00 hrs. (CEST). Such proposals (including their justifications) and election proposals shall be sent exclusively to: Knorr-Bremse AG; Investor Relations; Moosacher Str. 80; 80809 München; e-mail: investor.relations@knorr-bremse.com, telefax: +49 (0)89 35 444 69.

Statements on the agenda can be sent in text form by stating the name and shareholder number until Saturday, 27 June 2020, 24:00 hrs. (CEST), at the latest, to the above named address, fax number or e-mail address.

7. WHAT DO I HAVE TO DO IN ORDER TO USE THE AGM-PORTAL FOR THE VIRTUAL ANNUAL GENERAL MEETING?

a) Registration for the Annual General Meeting

Prerequisite for using the AGM-Portal at ir.knorr-bremse.com/hv is that you register in advance for the Annual General Meeting. You will usually receive the registration documents together with the information on the Notice of the Annual General Meeting from your depository institution. The depository institution is expected to send these documents towards the beginning of June. Unfortunately, we have no influence on the exact date. Please note that due to the current COVID-19 pandemic, there may be delays in postal dispatch. You can reduce such delays if you instruct your depository institution to send the documents to you electronically.

b) Use of access data

If you have registered for the Annual General Meeting, you will receive a voting right card. Your access data for the AGM-Portal are printed on the voting right card. If you access the AGM-Portal at ir.knorr-bremse.com/hv, you will be asked to enter these access data. Upon entering the access data you may use the AGM-Portal.

8. WHY DOES KNORR-BREMSE NOT POSTPONE THE ANNUAL GENERAL MEETING IN ORDER TO HOLD IT AS A MEETING IN PERSON AT A LATER STAGE?

This option has of course been assessed. However, we cannot currently foresee when it will be possible to safely hold an Annual General Meeting with shareholders and guests present at the venue. At the same time, the resolutions of the Annual General Meeting are important for our company and for the shareholders. For example, the resolution on the appropriation of profits is the basis for payment of the dividend in the proposed amount.

9. MUST A REDUCTION OF THE DIVIDEND BE EXPECTED?

No. As announced in the notice of 18 May 2020, a dividend of 1.80 euros per share will be proposed to shareholders under agenda item 2.

10. WHERE CAN I FIND DETAILED INFORMATION ON MY RIGHTS IN CONNECTION WITH THE ANNUAL GENERAL MEETING?

You can find detailed information on your rights in connection with the Annual General Meeting in the documents „Notice of the Annual General Meeting 2020“ and “Information on shareholders’ rights“. These documents are also available on this website at ir.knorr-bremse.com/hv.

11. WHAT TECHNICAL REQUIREMENTS DO I NEED IN ORDER TO FOLLOW THE VIRTUAL ANNUAL GENERAL MEETING?

Please make sure, that you use an up-to-date version of one of the following browsers: Internet Explorer 11, Edge, Firefox, Chrome or Safari. In addition, JavaScript must be activated. Furthermore, the website uses cookies.

12. WHOM CAN I CONTACT IF I HAVE FURTHER QUESTIONS REGARDING ORGANIZATIONAL ASPECTS OF THE ANNUAL GENERAL MEETING?

The Annual General Meeting hotline is available for you from Monday to Friday between 9:00 and 17:00 hrs. at +49 (0)89 21027-220. You can also write an e-mail to inhaberaktien@linkmarketservices.de.



KNORR-BREMSE