

Convenient translation

Annual General Meeting on 4 May 2023

Election proposal C

The following election proposal (election proposal C) for the Annual General Meeting on 4 May 2023 was received in due time.

The election proposals and their justifications reflect in each case the views of the authors communicated to us. Factual assertions and hyperlinks to third-party websites have also been placed on the internet unchanged and without verification by us, insofar as they are to be made accessible. The Company neither assumes any responsibility for these contents nor does the Company adopt these websites and their contents as its own.

Pursuant to section 127 sentence 4 AktG, we draw attention to the following:

Pursuant to sections 96 (1), 101 (1) of the German Stock Corporation Act (AktG) in conjunction with section 7 (1) no. 2 of the German Codetermination Act (MitbestG) and section 9 (1) of the Articles of Association, the Supervisory Board is composed of 16 members; eight members are elected by the shareholders and eight members are elected by the employees.

Pursuant to section 96 (2) sentence 1 AktG, at least 30 per cent of the supervisory board members must be women and at least the same number of supervisory board members must be men. Based on a unanimous resolution, the employee representatives have objected to the overall fulfilment pursuant to § 96 para. 2 sentence 3 AktG. Therefore, the minimum quota is to be fulfilled separately by the shareholders and the employees, with mathematical rounding up or down to full numbers of persons in accordance with § 96 section 2 sentence 4 AktG. The eight shareholder representatives on the supervisory board must therefore include at least two women and at least two men.

Whether and how the election proposal will be dealt with at the Annual General Meeting cannot be conclusively assessed at present. Shareholders (and their proxies) who are duly registered can nevertheless already exercise their voting rights on this election proposal. You can do this via the shareholder portal. Alternatively, you can enter "Election proposal C" in the free space on your registration form under "Motions by shareholders" and cast your vote on this.

Hanover, 20 April 2023

Talanx = T Annual General Meeting 4.5.2023, at 11am, Copyright 1 Oswald 2023

Election proposal for agenda item TOP 7 New election of the Supervisory Board

Shareholder Hans Oswald Shareholder no.:

Every shareholder has the right to make nominations for the election of members of the Supervisory Board and/or auditors (if these are on the agenda).

Will you treat our supervisory board candidates the same as you treat your own candidates, as per the Companies Act?

Or will you favour your own candidates again?

The leadership is populated with many PhDs .

Some of these people have been with our AG for many years, but they do not bring the AG any decisive progress. What we need in our AG is finally some movers and shakers, not just title holders who rip off utopian salaries. Doctoral degrees are springing up like mushrooms, even in the administration's new proposals.

Important:

Does the Talanx also check the accuracy and correctness of the doctorate title when recruiting new staff? In recent years, many doctoral degrees have had to be returned by plagiarism hunters, which can cause enormous damage not only to the person but also to the company. How strictly is this regulated at Talanx? Are the doctoral degrees at our AG only for image cultivation, or do they also do real work?

At a football club like Bayern Munich, quite a few title holders would have been replaced several times by Ulli Hoeneß and sent out the door.

We need movers and shakers who will decisively advance our AG, hence my election proposals.

Is the remuneration professor Dr Nikolaus von Bomhard the pioneer / role model for the Horizontal Remuneration Spiral upwards, who actually managed to do it, to increase its remuneration TWICE by 100%, so that the other employers can follow suit with their remuneration increases!

With your approval rates in the supervisory board elections, even Erich Honecker would turn in his grave if he received these bombastic rather communist approval rates of 98% or even 99,...%, as with your AG. That didn't even happen in the elections to the GDR's Volkskammer (People's Chamber) for the chair of the Staatsratsrat (Council of State)...how can that be explained with the current majority ratios, how do you manage that, (someone help out there)...where does the notary stand. My people didn't vote for them! Does all this have a taint....?

I ask you to make my timely submitted election proposals available to the shareholders in accordance with AktG .

We attach importance to the entry of the election proposals in the notarial record / minutes.

Please send me the HV notarial minutes as soon as possible after the AGM.

Agenda Item 7 Resolution on new elections to the Supervisory Board

Election proposals by shareholders pursuant to § 127 AktG

I ask the shareholders to support my election proposal!

I propose for election to the Supervisory Board:

Ralf Schirmacher - Business Consultant - Internationally active

Advantages of our candidate compared to a candidate from our own company or environment:

- 1. Time flexible, unrestricted objective supervision**
- 2. Independent of economic interests, including those of other corporations**
- 3. Motivation as a leadership coach and mediator**
- 4. Broad spectrum of knowledge, as can also be seen from the curriculum vitae**
- 5. Diverse international experience not only in the EU area**
- 6. Familiar with international (contract) law.**
- 7. Special experience in the economic-technical environment**
- 8. Familiar with the IT and telecommunications industry**
- 9. Mastering regulatory issues**

10. Understanding of socio-political aspects, e.g. in the context of social Responsibility in the company

CURRICULUM VITAE

Ralf Schirmacher

Expertise

**Management consultancy / corporate advisory; coaching; mediation;
Interim management; restructuring**

Professional career

01/2015 - todayad rem Unternehmensberatung GmbH
Managing Partner

07/2010 - 12/2014 Focus Asia Consult Pte. Ltd, Singapore

Managing Consultant & *Partner*

07/2008 - 10/2010 **flyport Entwicklungs- u. Betreuungsgesellschaft mbH, Berlin**

Vice President Business Development International.

01/2008 - 12/2008 **Goldman Sachs Group, Inc, Investment Mgmt. & Securities, USA**

Corporate Advisor Asset Management for the APAC Region

01/2006 - 01/2008 **SIEMENS USA**

Director Aviation Competence Center North America

02/1996 - 02/2006 **Fraport AG and investments,**

formerly FLUGHAFEN FRANKFURT MAIN AG

- Director Consulting, AirIT International GmbH (Fraport Group)
- Head of Consulting, Fraport AG vorm. Frankfurt Main Airport AG
- Vice President, debis-FRA GmbH (*Joint-Venture of Flughafen Frankfurt GmbH*)
Frankfurt Main AG with Daimler-Benz Interservices (debis) AG, today T-Systems)
- Head of Project Office, Frankfurt Airport AG

04/1994 - 12/1995 **ORACLE (Switzerland) AG**

Principal Consultant Business Process Reengineering

09/1988 - 03/1994 **WEIDMÜLLER Group, Germany**

- Coordinator Management Information Systems
- Project Management Computer Integrated Factory Automation

12/1987 - 09/1988 **ADV/Orga Tech GmbH, today GFT Technologies AG,**

Former subsidiary of ADV/Orga AG

Training

09/1982 - 12/1987 **Studies in Computer Science** and Business Administration at the Technical University of Berlin, graduating with a degree in Computer Science (TU)

1981 – 1982 **Military** service

1981Baccalaureate with general university entrance qualification at Mariengymnasium Jever

Language skills

German Mother tongue

English Business fluent

Spanish/French/ItalianCommon language

Special expertise

Merger & Acquisitions, Exit Management

Change management, coaching, mediation

Innovation management and IT

Strategic programme/portfolio management

Outsourcing / Offshoring

Compliance and Corporate Governance

International Contract Law

Investment Banking & Asset Management

Specific functions

Internationally recognised aviation expert

Engagement Manager on behalf of consultancies such as McKinsey, KPMG, BCG

Lecturer for aviation topics

Lecturer Management Information Systems

Limited partner in various companies

Yours sincerely from the Snow White town of Lohr am Main

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Hans Oswald