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Deutsche Post AG
Bonn
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Convening of the Annual General Meeting

We hereby convene the

Annual General Meeting of Deutsche Post AG

to be held at the World Conference Center Bonn, main building entrance, Platz der Vereinten Nationen 2, 53113 Bonn, Germany, on Friday, May 2, 2025, starting at 10:00 CEST

Agenda

1.
Presentation of the adopted annual financial statements and approved consolidated financial statements, of the combined management report for the Company and the Group with Group Sustainability Statement/Non-Financial Statement and of the report by the Supervisory Board for fiscal year 2024

Agenda item 1 does not require a resolution by the Annual General Meeting since the Supervisory Board has already approved the annual and consolidated financial statements. The documents presented serve to inform the Annual General Meeting with regard to the fiscal year ended and the position of the Company and the Group.

2.
Appropriation of available net retained profit

The Board of Management and the Supervisory Board propose that the available net retained profit (Bilanzgewinn) of EUR 8,872,295,426.01 for fiscal year 2024 be appropriated as follows:

Distribution to the shareholders: via dividend amounting to EUR 1.85 per no-par value share carrying dividend rights	EUR 2,131,674,056.95
Appropriation to other earnings reserves:	EUR 1,500,000,000.00
Profit brought forward:	EUR 5,240,621,369.06

The number of no-par-value shares carrying dividend rights may change before the date of the Annual General Meeting. In this case, an adjusted appropriation proposal will be submitted to the Annual General Meeting providing for an unchanged dividend per no-par value share carrying dividend rights and a correspondingly adjusted profit brought forward.

3.
Approval of the actions of the members of the Board of Management

The Board of Management and the Supervisory Board propose that the actions of the members of the Board of Management holding office in fiscal year 2024 be approved for this period.

4.
Approval of the actions of the members of the Supervisory Board

The Supervisory Board and the Board of Management propose that the actions of the members of the Supervisory Board holding office in fiscal year 2024 be approved for this period.

5.
Election of the auditor and the auditor of the Sustainability Report

At the recommendation of the Finance and Audit Committee, the Supervisory Board proposes to appoint Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Munich, as auditors of the Company and the Group and as auditors of the sustainability report for fiscal year 2025 and as auditors for the audit review of interim financial reports being issued before the Annual General Meeting 2026 will be held.

This year, too, the auditors of the sustainability report are appointed with the proviso that the act transposing Directive (EU) 2022/2464 of the European Parliament and of the Council of December 14, 2022 into German law assigns responsibility for appointing the auditors of the sustainability report to the Annual General Meeting.

6.
Elections to the Supervisory Board

The terms of office of Ms. Ingrid Deltenre, Dr. Nikolaus von Bomhard, and Mr. Lawrence A. Rosen will end as planned at the conclusion of the Annual General Meeting on May 2, 2025. Three new shareholder representatives must therefore be elected or reelected. Ms. Ingrid Deltenre and Mr. Lawrence A. Rosen will be available for re-election. Dr. von Bomhard is no longer available for a third term of office. The elections are to be held on the basis of separate votes.

In reference to the objectives defined by the Supervisory Board regarding its composition (competence profile), the Supervisory Board proposes that

a) Ms. Ingrid Deltenre, Zollikon, Switzerland,
Member of various boards of directors (Banque Cantonale Vaudoise SA, Switzerland*, Givaudan SA, Switzerland, SPS Holding AG, Switzerland and Sunrise Communications AG, Switzerland),

b) Prof. Dr. Georg A. Pölzl, Mödling, Austria,
Managing director and partner Pölzl & Pölzl Management GmbH and former CEO of Austrian Post AG, and

c) Mr. Lawrence A. Rosen, Lighthouse Point, USA,
Member of various supervisory boards (Lanxess AG, Lanxess Deutschland GmbH and Qiagen N.V., Netherlands**)

be elected as members of the Supervisory Board, Ms. Ingrid Deltenre for the period expiring at the close of the Annual General Meeting that passes the resolution on the approval of actions in financial year 2027, and Prof. Dr. Georg A. Pölzl and Mr. Lawrence A. Rosen for the period expiring at the close of the Annual General Meeting that passes the resolution on the approval of actions in financial year 2028. After a nine-year membership on the Supervisory Board, Ms. Deltenre will be available for another three years pursuant to the recommendations of the German Corporate Governance Code.

In accordance with Sections 96 (1) and (2), sentence 1, 101 (1), of the German Stock Corporation Act (*Aktiengesetz*, AktG); Section 7 (1), sentence 1, no. 3, of the German Co-Determination Act (*Gesetz über die Mitbestimmung der Arbeitnehmer*) dated May 4, 1976; and Article 10 (1) of the Articles of Association, the Supervisory Board of Deutsche Post AG is composed of 10 shareholder representatives and 10 employee representatives, at least 30% of whom must be women and at least 30% of whom must be men. The Company's Supervisory Board must have at least six female and six male members to meet the statutory minimum quota (Section 96(2), Sentence 1, of the AktG). The statutory minimum quota of 30% must be met by the Supervisory Board as a whole, since neither the shareholder representatives nor the employee representatives objected to meeting the quota on a plenary basis. The composition of the Supervisory Board already complies with the statutory minimum quota of women and men without taking the candidates standing for election at the Annual General Meeting into account. You will receive further information on the candidates following the details on the convening of the meeting.

The Supervisory Board of Deutsche Post AG intends to elect Dr. Katrin Suder, who was first elected to the Supervisory Board of Deutsche Post AG on May 4, 2023, as Chair of the Supervisory Board following the Annual General Meeting on May 2, 2025.

* Until May 8, 2025
** Chair

7.
Creation of an Authorized Capital 2025 and authorization to exclude subscription rights as well as amendment of the Articles of Association

The current authorization of the Board of Management to increase the Company's share capital by up to EUR 130,000,000 by issuing new shares (Authorized Capital 2021, Section 5 (2) of the Articles of Association), expires on May 5, 2026. It shall be replaced by a new authorization in the amount of EUR 150,000,000.

The Board of Management and the Supervisory Board propose adoption of the following resolution:

a) Authorization to issue shares against cash and/or non-cash contributions, exclusion of subscription rights, authorized capital

The Board of Management, with the consent of the Supervisory Board, is authorized to increase the Company's share capital until May 1, 2030 by up to EUR 150,000,000 by issuing up to 150,000,000 no-par value registered shares against cash and/or non-cash contributions (Authorized Capital 2025). The authorization may be used in full or for partial amounts. The shares may be taken over by one or more financial institutions or other companies that fulfill the requirements of Section 186 (5), sentence 1 AktG, subject to the stipulation that they offer the shares to shareholders for subscription (indirect subscription right).

The shareholders are generally entitled to a subscription right. However, with the consent of the Supervisory Board, the Board of Management is authorized to exclude the shareholders' subscription rights to shares, in particular:

— for fractional amounts arising due to the subscription ratio;

— to the extent it is necessary in order to grant holders of previously issued bonds with warrant or conversion rights or conversion obligations a subscription right to new shares to the extent they would be entitled after exercising the warrant or conversion rights or following satisfaction of the conversion obligation;

— if the shares are issued against cash contributions and the issue price of the new shares is not substantially lower than the market price of the Company's shares with identical features already listed as of the date on which the issue price is finally determined and the issued shares do not exceed a total of 10% of the Company's share capital as of the date on which this authorization enters into force or – if this amount is lower – is exercised; other shares and subscription rights for shares issued, sold or granted since the adoption of this authorization under the exclusion of shareholders' subscription rights pursuant to or in application mutatis mutandis of Section 186 (3) sentence 4 AktG shall be counted towards this 10% threshold; shares issued or to be issued for the servicing of bonds with warrants, convertible bonds and/or participating bonds, as well as profit participation certificates to the extent the bonds and/or profit participation certificates have been issued during the term of this authorization under exclusion of subscription rights in application mutatis mutandis of Section 186 (3) sentence 4 AktG shall also be counted towards this 10% threshold;

— if the new shares are to be issued in connection with shareholding or other share-based programs to members of the Board of Management of an affiliated company or to employees of the Company or an affiliated company, whereby the employment at or membership in the corporate body of the Company or an affiliated company must exist as of the grant date of the share issuance; as permitted pursuant to Section 204 (3) sentence 1 AktG, the contribution to be made for the new shares can be covered by that portion of the net income for the fiscal year which the Board of Management and the Supervisory Board may transfer to other earnings reserves pursuant to section 58 (2) AktG;

— if the new shares are to be used for an initial offering of the Company's shares on a foreign exchange on which the shares have not previously been admitted for trading; the authorization applies mutatis mutandis for the initial public offering of receipts or certificates representing shares;

— for capital increases against non-cash contributions for purposes of corporate mergers or the acquisition of companies, parts of companies, equity interests in companies (including increasing existing interests) or other assets;

— if and to the extent that the Board of Management offers shareholders the option for a due and payable dividend claim vis-à-vis the Company to be paid (in full or in part) through the issue of new shares from Authorized Capital 2025 in lieu of cash payments.

The Board of Management will utilize the authorization to exclude shareholders' subscription rights only if and to the extent that the total proportion of the share capital attributable to those shares does not exceed 10%. For the purpose of issuing new shares in connection with shareholding or other share-based programs, the Board of Management will utilize the authorization to exclude shareholders' subscription rights only if and to the extent that the total proportion of the share capital attributable to those shares does not exceed 5%. If, during the term of the authorization proposed under this agenda item 7 and up to the time of its complete utilization, other authorizations already existing at the time the resolution on this authorization is taken to issue new shares in the Company or to issue rights that allow or create an obligation to subscribe to new shares in the Company are used and statutory subscription rights of the shareholders are excluded, the issued shares or rights to subscribe to shares shall be counted toward the above 10% threshold, unless the issue of the shares or rights to subscribe to shares serves the servicing of share-based remuneration programs. Shares being issued based on convertible bonds already being issued are as well taken into account if the convertible bonds have been issued under exclusion of the statutory subscription right of the shareholders.

The Board of Management is authorized, with the consent of the Supervisory Board, to stipulate the additional content of the share rights and the conditions of the share issuance.

The aforementioned authorizations on the exclusion of the subscription rights are issued independently from one another. They do not affect the authorization to issue the shares under a granting of subscription rights to the shareholders to one or more financial institutions or other companies that fulfill the requirements of Section 186 (5), sentence 1 AktG subject to the stipulation that they offer the shares to shareholders for subscription (indirect subscription right).

b) Amendment to the Articles of Association

Section 5 (2) of the Articles of Association is amended as follows:

"The Board of Management, with the consent of the Supervisory Board, is authorized to increase the Company's share capital until May 1, 2030 by up to EUR 150,000,000 by issuing up to 150,000,000 no-par value registered shares against cash and/or non-cash contributions (Authorized Capital 2025). The authorization may be used in full or for partial amounts. The shares may be taken over by one or more financial institutions or other companies that fulfill the requirements of Section 186 (5), sentence 1 AktG, subject to the stipulation that they offer the shares to shareholders for subscription (indirect subscription right).

The shareholders are generally entitled to a subscription right. However, with the consent of the Supervisory Board, the Board of Management is authorized to exclude the shareholders' subscription rights to shares, in particular:

— for fractional amounts arising due to the subscription ratio;

— to the extent it is necessary in order to grant holders of previously issued bonds with warrant or conversion rights or conversion obligations a subscription right to new shares to the extent they would be entitled after exercising the warrant or conversion rights or following satisfaction of the conversion obligation;

— if the shares are issued against cash contributions and the issue price of the new shares is not substantially lower than the market price of the Company's shares with identical features already listed as of the date on which the issue price is finally determined and the issued shares do not exceed a total of 10% of the Company's share capital as of the date on which this authorization enters into force or – if this amount is lower – is exercised; other shares and subscription rights for shares issued, sold or granted since the adoption of this authorization under the exclusion of shareholders' subscription rights pursuant to or in application mutatis mutandis of Section 186 (3) sentence 4 AktG shall be counted towards this 10% threshold; shares issued or to be issued for the servicing of bonds with warrants, convertible bonds and/or participating bonds, as well as profit participation certificates to the extent the bonds and/or profit participation certificates have been issued during the term of this authorization under exclusion of subscription rights in application mutatis mutandis of Section 186 (3) sentence 4 AktG shall also be counted towards this 10% threshold;

— if the new shares are to be issued in connection with shareholding or other share-based programs to members of the Board of Management of an affiliated company or to employees of the Company or an affiliated company, whereby the employment at or membership in the corporate body of the Company or an affiliated company must exist as of the grant date of the share issuance; as permitted pursuant to Section 204 (3) sentence 1 AktG, the contribution to be made for the new shares can be covered by that portion of the net income for the fiscal year which the Board of Management and the Supervisory Board may transfer to other earnings reserves pursuant to section 58 (2) AktG;

— if the new shares are to be used for an initial offering of the Company's shares on a foreign exchange on which the shares have not previously been admitted for trading; the authorization applies mutatis mutandis for the initial public offering of receipts or certificates representing shares;

— for capital increases against non-cash contributions for purposes of corporate mergers or the acquisition of companies, parts of companies, equity interests in companies (including increasing existing interests) or other assets;

— if and to the extent that the Board of Management offers shareholders the option for a due and payable dividend claim vis-à-vis the Company to be paid (in full or in part) through the issue of new shares from Authorized Capital 2025 in lieu of cash payments.

The Board of Management will utilize the authorization to exclude shareholders' subscription rights only if and to the extent that the total proportion of the share capital attributable to those shares does not exceed 10%. For the purpose of issuing new shares in connection with shareholding or other share-based programs, the Board of Management will utilize the authorization to exclude shareholders’ subscription rights only if and to the extent that the total proportion of the share capital attributable to those shares does not exceed 5%. If, during the term of the authorization up to the time of its complete utilization, other authorizations already existing at the time the resolution on this authorization is taken to issue new shares in the Company or to issue rights that allow or create an obligation to subscribe to new shares in the Company are used and statutory subscription rights of the shareholders are excluded, the issued shares or rights to subscribe to shares shall be counted toward the above 10% threshold, unless the issue of the shares or rights to subscribe to shares serves the servicing of share-based remuneration programs. Shares being issued based on convertible bonds already being issued are also taken into account if the convertible bonds have been issued under exclusion of the statutory subscription right of the shareholders.

The Board of Management is authorized, with the consent of the Supervisory Board, to stipulate the additional content of the share rights and the conditions of the share issuance."

c) Repeal of the authorization to issue shares against cash and/or non-cash contributions dated May 6, 2021

The authorization to issue new shares against cash and/or non-cash contributions, as granted by the Annual General Meeting on May 6, 2021 under agenda item 7, shall be revoked as of the date on which the amendment to the Articles of Association resolved under b) enters into force. No use was made of the authorization.

Report of the Board of Management to the Annual General Meeting on agenda item 7 pursuant to Sections 203 (1) and (2) and 186 (4) sentence 2 AktG

The existing authorization of the Board of Management, with the consent of the Supervisory Board, to increase the share capital by up to EUR 130,000,000 (Section 5 (2) of the Articles of Association), expires on May 5, 2026. The Board of Management and the Supervisory Board propose replacing the existing authorized capital by a new authorization in the amount of EUR 150,000,000 (Authorized Capital 2025). The authorization is to be valid until May 1, 2030. The Authorized Capital 2025 provides the Company the ability to acquire new equity quickly, flexibly, and economically in accordance with international standards. In addition, it is intended for use in connection with corporate mergers or the acquisition of companies, parts of companies, equity interests in companies (including increasing existing interests) or other assets. The creation of Authorized Capital 2025 is aimed at ensuring that the Company has access at all times to the necessary instruments for raising capital – irrespective of the specific plans for its utilization or the interval between annual general meetings. There are currently no specific plans to utilize the authorized capital.

Shareholders generally have a statutory subscription right upon utilization of the Authorized Capital 2025. However, the Board of Management shall have the option of excluding the shareholders' subscription rights with the consent of the Supervisory Board, in particular in the instances stipulated explicitly and by way of example above. The Authorized Capital 2025 in the amount of EUR 150,000,000 proposed by the Board of Management and the Supervisory Board corresponds to 12.5% of the share capital*. It does by far not exhaust the statutory scope of 50% of share capital.

The Board of Management will utilize the authorization to exclude shareholders' subscription rights only if and to the extent that the total proportion of the share capital attributable to those shares does not exceed 10%. For the purpose of issuing new shares in connection with shareholding or other share-based programs, the Board of Management will utilize the authorization to exclude shareholders' subscription rights only if and to the extent that the total proportion of the share capital attributable to those shares does not exceed 5%. If, during the term of the authorization proposed under this agenda item 7 and up to the time of its complete utilization, other authorizations already existing at the time the resolution on this authorization is taken to issue new shares in the Company or to issue rights that allow or create an obligation to subscribe to new shares in the Company are used and statutory subscription rights of the shareholders are excluded, the issued shares or rights to subscribe to shares shall be counted toward the above 10% threshold, unless the issue of the shares or rights to subscribe to shares serves the servicing of share-based remuneration programs. Shares being issued based on convertible bonds already being issued are as well taken into account if the convertible bonds have been issued under exclusion of the statutory subscription right of the shareholders.

The Board of Management requires the consent of the Supervisory Board to exclude subscription rights in each instance. The authorization on the exclusion of subscription rights is intended for seven groups of cases in particular.

The first case concerns fractional amounts that may arise due to the subscription ratio. The authorization to exclude shareholders' subscription rights to so-called floating fractional shares facilitates settlement of a subscription rights issue if fractional amounts arise due to the issue volume, or to present a practicable subscription ratio. The Company will utilize the new shares excluded from the subscription right at arm's length terms to protect the share price.

The second case provides for the option of being able to offer the new shares from the authorized capital for subscription not only to the Company's shareholders, but also to the holders (or creditors) of convertible bonds or bonds with warrants issued by Deutsche Post AG or its Group companies to the extent to which they would be entitled after exercising the warrant or conversion right or upon satisfaction of the conversion obligation. This enables the Company to also grant any dilution protection expected by the capital market and generally governed in the bond or warrant terms in favor of holders (or creditors) of the convertible bonds or bonds with warrants upon an issue of shares from the Authorized Capital 2025 without compensatory payments to be paid in cash or a reduction in the conversion or warrant price.

The third case opens the possibility for excluding subscription rights if the shares are issued for cash contributions and the issue price is not substantially lower than the market price. This authorization makes use of the option for simplified exclusion of subscription rights provided by Section 203 (1) sentence 1 in conjunction with Section 186 (3) sentence 4 AktG. This allows the Company to utilize market opportunities on the capital markets quickly and flexibly. It also saves the time and expense of settling the subscription rights. The setting of the issue price close to the market price results in a high cash inflow. In addition, the Company gains the ability to offer its shares to investors, in particular institutional investors in Germany and abroad, in the interest of expanding the Company's shareholder base. Due to the statutory minimum subscription period of two weeks, the options for reacting rapidly to short-term favorable market conditions are limited in the case of a share issue with subscription rights. In addition, the successful placement of a share issue with subscription rights entails additional risks due to the uncertainty about the extent to which the rights will be exercised. Issuing the new shares at a price comparable to their stock exchange price serves to protect shareholders against dilution, since it gives all shareholders the opportunity to purchase the shares needed to maintain their ownership interests via the stock exchange at virtually identical conditions. In addition, the Board of Management will endeavor to keep any discount to the market price small taking into account current market conditions. The authorization to exclude subscription rights is limited to 10% of the Company's share capital. Shares and subscription rights for shares that have been issued, sold, or granted since the adoption of this authorization under exclusion of the shareholders' subscription rights in accordance with or in application mutatis mutandis of Section 186 (3) sentence 4 AktG shall be counted towards this 10% threshold; shares that are issued or to be issued for the servicing of bonds with warrants, convertible bonds and/or participating bonds as well as profit participation certificates shall also be counted towards the threshold to the extent that the bonds or profit participation certificates have been issued during the term of this authorization under exclusion of the subscription rights in application mutatis mutandis of Section 186 (3) sentence 4 AktG.

The fourth case provides for the exclusion of the shareholders' subscription rights in order to issue new shares to members of the Board of Management of an affiliated company or to employees of the Company or an affiliate. In this context it shall be made possible to restrict the issue of shares to a certain group of persons or to certain persons within the aforementioned group in compliance with labor law requirements. As permitted pursuant to Section 204 (3) sentence 1 AktG, it shall be made possible to cover the contribution for the new shares using that portion of the net income for the fiscal year which the Board of Management and the Supervisory Board may transfer to other earnings reserves pursuant to Section 58 (2) AktG. This simplifies settlement of the share issue and reflects the fact that the issue of new shares to employees is remunerative in nature. The issuance of shares to executives and/or employees enhances identification with the Company and encourages the readiness to assume responsibility in the Company. The share-based remuneration also offers the ability to link the remuneration of executives and/or employees to the long-term development of the Company in appropriate cases.

Deutsche Post AG has established a global Share Matching Plan for executives of the Group. Under this plan, executives with an RCS (Role Classification System) of grades B to D must invest 15%, and can invest up to 50%, of their annual variable remuneration in Deutsche Post shares at the current stock exchange price (Investment Shares). Executives with an RCS of grades E to F can invest up to 50% of their annual variable remuneration in investment shares at the current stock exchange price. After expiration of a four-year holding period and corresponding employment with the Group, the executives receive one additional share (Matching Share) for each Deutsche Post share purchased under the plan and held for the entire period. The Company's intention is to ensure the possibility to issue the investment shares and, if and to the extent the legal requirements are met, also the matching shares from Authorized Capital 2025. Furthermore, Deutsche Post AG has established a global employee share plan for executives of the Group. Under this plan, executives with an RCS of grades G to H can invest up to EUR 15,000 (grade G) or EUR 10,000 (grade H) of their annual base salary or annual variable remuneration in Deutsche Post shares with a discount of 25% on the stock exchange price. Purchased shares are subject to a two-year holding period. The Company's intention is to ensure the possibility to issue the shares from Authorized Capital 2025. Furthermore, based on the authorizations granted by the Annual General Meetings on August 27, 2020 (agenda item 7), and May 6, 2022 (agenda item 8), Deutsche Post AG also continued the Performance Share Plan established in 2014, under which Performance Share Units with subscription rights are issued to members of the management of affiliated companies as well as to executives of the Company and of its affiliated companies, provided that these individuals have been allocated an RCS of grades B to F. After expiration of a four-year holding period and corresponding employment with the Group, and dependent on achievement of the performance targets specified in the authorizations of the Annual General Meetings dated August 27, 2020 and May 6, 2022, the eligible participants receive one Deutsche Post share per subscription right. The option of issuing of Performance Share Units should also exist in future. A corresponding resolution will be proposed to the Annual General Meeting under agenda item 8. The Company's intention is to reserve the right to also issue shares from Authorized Capital 2025 to service claims under the Performance Share Plan, thus ensuring the flexibility to decide whether the shares used to service the Performance Share Plan are made available under contingent capital, Authorized Capital 2025 or from existing own shares. Finally, following a successful pilot phase, Deutsche Post AG intends to implement the employee share ownership plan “myShares” globally within the DHL Group. Under this plan, employees who are not entitled to participate in one of the aforementioned programs can invest up to EUR 3,600 of their annual base salary or annual variable remuneration in Deutsche Post shares with a discount of 15% on the stock exchange price. The Company's intention is to ensure the possibility to issue the shares from Authorized Capital 2025 in the context of this program too.

In order to be able to issue new shares as remuneration to executives and/or employees or as Investment Shares or Matching Shares, it must be possible to exclude the shareholders' subscription rights. The proposed authorization to exclude subscription rights serves this purpose. However, the authorization to exclude subscription rights is not restricted to just serving the Share Matching Plan, Employee Share Plan, Performance Share Plan, and myShares. It can also be used if the Company or a company affiliated with it introduces further or different share-based remuneration programs. In addition to a direct granting of new shares to members of the Board of Management of an affiliated company or to employees of the Company or an affiliate, shares may also be acquired by a financial institution or other entity meeting the requirements set out in Section 186 (5) sentence 1 AktG subject to the stipulation that they use them exclusively for the purpose of granting them to persons from the aforementioned group or to repay a securities loan that was taken out exclusively for that purpose. This method can facilitate settlement of the granting of remunerative shares. In all cases the Board of Management will ensure that in economic terms the new shares are issued exclusively in connection with the issued authorization to members of the Board of Management of an affiliated company or to employees of the Company or an affiliated company.

The fifth case provides for the exclusion of the shareholders' subscription rights, with the consent of the Supervisory Board, if the new shares are to be used to list the Company's shares on a foreign exchange on which the shares have not been previously admitted for trading, and applies *mutatis mutandis* to the initial public offering of receipts or certificates representing shares. The Company is committed to continually expanding its shareholder base, including outside Germany. This approach is in line with DHL Group's global orientation as the world's leading postal and logistics group. The listing of shares on a foreign exchange can support the goal of expanding the shareholder base. Investors are more willing to invest if the shares are admitted to trading on the stock exchanges in their country. Deutsche Post AG therefore seeks to reserve the option to list its shares for trading on selected exchanges outside

Germany. In order to begin trading on a foreign stock exchange, the issuer is generally required to make shares available to ensure that the shares (or receipts or certificates) are admitted to trading or to assist in trading activity after the shares have been admitted. This is only possible if Deutsche Post AG is not required to offer the new shares to its own shareholders for purchase. In keeping with the objective, the new shares are intended to be issued broadly to a large number of investors. The Company will take the market situation on the foreign stock exchange into account when determining the selling price. In the event that, for the purpose of ensuring orderly trading, the shares can only be offered at a discount to the stock exchange price in Germany, the Board of Management shall endeavor to keep the discount to a minimum. The initial listing price of the shares will not be more than 8% to a maximum of 10% (excluding transaction costs) below the closing price of previously listed shares of the Company with identical features in Xetra trading (or a comparable successor system) on the Frankfurt Stock Exchange on the last exchange trading day prior to the date on which the shares are listed. The foregoing applies mutatis mutandis if trading is to open in the form of receipts or certificates. There are no specific plans to list the Company's shares on any foreign stock exchange.

The sixth case concerns the exclusion of the shareholders' subscription rights in the event of capital increases against non-cash contributions. The Company should have the ability to offer shares from the authorized capital as non-cash consideration in the course of corporate mergers or the acquisition of companies, parts of companies, equity interests in companies (including increasing existing interests) or other assets in lieu of paying cash consideration. The authorization is intended to provide the Company with the necessary freedom to take advantage of opportunities to acquire companies, parts of companies, equity interests in companies and other assets as well as to implement corporate mergers quickly and flexibly in international competition. The ability to offer shares as consideration for the acquisition of companies or equity interests carries considerable weight. However, it may also be in the Company's interest to be able to offer shares as consideration when acquiring other assets. This will generally apply to items of tangible fixed or intangible assets. The authorization is furthermore intended to afford the option of granting shares to holders of securitized or unsecuritized cash claims in lieu of cash payment, e.g., in instances where the Company has undertaken to make a cash payment when acquiring a company and subsequently intends to offer shares instead of cash. The granting of shares eases the Company's liquidity and can assist in optimizing its financial structure. Currently, there are no plans to acquire companies, parts of companies, equity interests in companies or other assets in exchange for the issuance of new shares. The Board of Management will decide in consideration of the potential alternatives, on a case-by-case basis, with the consent of the Supervisory Board, whether the option to issue shares under the exclusion of shareholders' subscription rights will be used for a possible corporate merger or acquisition of companies, parts of companies, equity interests in companies or other assets. It will ensure that the value of the non-cash contribution is proportionate to the value of the new shares issued as consideration. As a rule, the Board of Management will determine the value of the shares to be offered as consideration based on the stock exchange price of Deutsche Post AG shares. There are however no plans to formally link the value of the shares to the stock exchange price, in particular to avoid the results of negotiations being called into question by fluctuations in the stock exchange price.

The seventh case is aimed at facilitating the payment of stock dividends. Stock dividends are understood as an offer made to all shareholders to receive due and payable dividends in the form of the Company's shares rather than cash. Technically, this can mean that shareholders invest their dividends as a non-cash contribution in the Company. In return, they receive new Deutsche Post AG shares. In practice, some stock dividends are offered through the publication of a formal subscription rights offering pursuant to Section 186 (1) and (2) AktG. If this method is selected, there is no need for statutory subscription rights to be excluded. However, it may also be in the interests of the Company and the shareholders in their entirety to deviate from the statutory provisions of Section 186 (1) and (2) AktG (minimum subscription period of two weeks, announcement of the issue price at the latest three days before the end of the subscription period) for the rights offering, observing strict non-discrimination among shareholders, and to select another procedure to pay dividends out in shares. For this purpose, it may be necessary to exclude shareholders' statutory subscription rights as a precaution – non-discrimination among shareholders notwithstanding – for instance to ensure that the dividend is paid out in a timely manner. Based on Section 186 (1) and (2) AktG, the Board of Management shall ensure in each instance that the shareholders have sufficient time to decide between a cash dividend and a dividend paid out in Deutsche Post AG shares. If a shareholder's dividend claim exceeds the subscription price for whole shares, the difference will be paid out in cash. A cash payment is also made if the dividend claim falls short of the subscription price for one share. In lieu of paying out an amount due in cash, the Company reserves the right to offer shareholders a subscription for a further share against an additional cash payment. The Company is not planning to organize trading in subscription rights or fractional interests.

In order to facilitate settlement of the statutory subscription rights and in line with common corporate financing practices, the new shares can also be taken over by one or more financial institutions or other companies that fulfill the requirements of Section 186 (5), sentence 1 AktG subject to the stipulation that they offer the shares to shareholders for subscription (indirect subscription right within the meaning of Section 186 (5) AktG). In this event, the statutory subscription right will not be substantially restricted, but rather serviced by the financial institution(s) and not by the Company in order to facilitate settlement.

The Company currently has four amounts of contingent capital (Contingent Capital 2017, 2020/1, 2022/1, and 2022/2) and authorized capital of EUR 130 million, which is to be replaced by the new authorized capital of EUR 150 million proposed under this agenda item 7. Contingent Capital 2017, 2020/1, 2022/1 and 2022/2 have been created for servicing convertible bonds and claims to remuneration of employees, respectively. The convertible bonds that have been issued and/or claims to remuneration that have arisen to date will lead to the following amounts of contingent capital being utilized: a maximum of EUR 19 million for servicing convertible bonds (Contingent Capital 2017) and a maximum of EUR 10.17 million for servicing claims to remuneration of executives with an RCS of grades B to F (Contingent Capital 2020/1 or 2022/1), corresponding to a proportion of 1.58% and 0.85% of the share capital, respectively. The new authorized capital of EUR 150 million proposed in this agenda item 7 corresponds to a proportion of 12.5% of the share capital and the new contingent capital for servicing claims to the remuneration of employees amounting to EUR 25 million proposed in agenda item 8 corresponds to a proportion of 2.08% of the share capital. When taking into account the expected maximum utilization of all existing amounts of contingent capital, the existing and proposed amounts of capital shall allow shares to be issued in an amount totaling up to EUR 204.17 million, corresponding to a proportion of 17.01% of the share capital.

The Board of Management will report to the Annual General Meeting on each utilization of the Authorized Capital 2025.

* Unless specified otherwise, any references to the Company's share capital refer to February 18, 2025.

8.
Authorization to grant subscription rights to members of management of enterprises affiliated with the Company and to executives of the Company and of enterprises affiliated with it, creation of contingent capital against contribution in kind (Contingent Capital 2025) and amendment of the Articles of Association

The current authorization, dated May 6, 2022, for the Board of Management to grant subscription rights to members of management of the enterprises affiliated with the Company and to executives of the Company and of enterprises affiliated with it expires on May 5, 2027. It shall be replaced by a new authorization with calculation parameters and performance targets for the Performance Share Units (PSUs) to be issued from January 1, 2026 that differ from the previous authorization.

The Board of Management and the Supervisory Board propose adoption of the following resolution:

a) Authorization to issue subscription rights

The Board of Management is authorized, until May 1 2030 (authorization period), to issue up to 25,000,000 Performance Share Units with subscription rights to a total of up to 25,000,000 no-par-value registered shares in Deutsche Post AG, representing a proportionate interest in the share capital of EUR 1.00 each, to members of management of the enterprises affiliated with the Company and also to executives of the Company and of the enterprises affiliated with it.

Each Performance Share Unit grants (i) a claim to remuneration (remuneration amount) as well as (ii) the right to subscribe to one no-par-value registered share in Deutsche Post AG, representing a proportionate interest in the share capital of EUR 1.00 each against the remuneration amount attributable to one Performance Share Unit as a noncash contribution in accordance with the following provisions (subscription right).

The remuneration amount is denominated in euros and is paid in full by the Company by issuing shares, unless the Company has chosen settlement by payment or the remuneration amount is forfeited in accordance with the following terms without substitution or compensation.

The Performance Share Units may also be issued by enterprises affiliated with the Company subject to the consent of the Board of Management. In this case, the Board of Management is authorized to grant new registered shares in the Company to the beneficiaries in accordance with this authorization and to guarantee payment of the remuneration amount. If and to the extent that the Performance Share Units are issued by an enterprise affiliated with the Company, the remuneration amount shall continue to represent a claim of the Company against the enterprise affiliated with the Company after its noncash contribution by the executives entitled to subscription (beneficiaries) to the Company.

(1) Beneficiaries and distribution

The group of beneficiaries includes members of management of the enterprises affiliated with the Company and executives of the Company and of the enterprises affiliated with it, provided that they possess an RCS grade of B through F (beneficiaries) in the Role Classification System (RCS) of DHL Group. Performance Share Units are not issued to the members of the Board of Management of Deutsche Post AG under this authorization. The Performance Share Units are available for issuance to the executives who are employees of the Company and of enterprises affiliated with the Company and who hold one of the aforementioned RCS grades. To the groups specified below, in each case up to a maximum of the stated number of Performance Share Units may be issued in the annual tranches:

Group	Current proportion of the total number of executives	Maximum number of annually assignable units
Members of management of the enterprises affiliated with DPAG	11%	1,000,000 million
Employees of DPAG	24%	2,000,000 million
Employees of the enterprises affiliated with DPAG	65%	5,000,000 million

During the period of the authorization under a), the proportion of executives in the stated groups can change (+/- 20%).

(2) Issue periods (acquisition periods)

The Company can issue subscription rights (with the Performance Share Units) in annual tranches within the authorization period. In the financial year 2025, the period from the day of the registration of the contingent capital (under b) below) in the commercial register until December 31, 2025 is available for this. The Board of Management, in its decision on the issuance of Performance Share Units, stipulates the date of issuance for the relevant tranche (issue date).

From January 1, 2026, the Performance Share Units will generally be issued on January 1 of the calendar year, but always in the first six months of the calendar year.

(3) Calculation of the remuneration amount

The remuneration amount shall initially be based on the stock exchange price of one share in Deutsche Post AG on the issue date (basic remuneration). If the Performance Share Units are issued up to December 31, 2025, the stock exchange price on the issue date is the non-volume-weighted average of the XETRA (or a comparable successor system) closing prices of the Deutsche Post AG shares on the 20 market trading days before the issue date and, after this, it is the average share price on the 30 market trading days before the issue date (initial price). The remuneration amount increases or decreases in accordance with the change in the stock exchange price of shares in Deutsche Post AG for a period of four years from the issue date (waiting period). For Performance Share Units issued up to December 31, 2025, the stock exchange price at the end of the waiting period is the lowest stock price for the day of the Deutsche Post AG shares on the XETRA (or a comparable successor system) on the last day of the waiting period. For Performance Share Units issued from January 1, 2026, the stock exchange price at the end of the waiting period is the non-volume-weighted average of the XETRA (or a comparable successor system) closing prices of the Deutsche Post AG shares on the 30 market trading days before the last day of the waiting period.

(4) No issue of shares during the waiting period

Shares to service subscription rights under the Performance Share Units may not be issued prior to the end of the waiting period of four years following the issue date.

(5) Performance targets

(a) Issue of Performance Share Units up to December 31, 2025

If the Performance Share Units are issued up to December 31, 2025, the following performance targets apply: The issuance of shares arising from subscription rights is dependent on the fulfillment of at least one of the performance targets set forth below, as of the last day of the waiting period. The following applies for every six Performance Share Units granted: Up to a total of four shares may be issued in accordance with the following scale if and to the extent that share performance targets have been achieved; up to two shares may be issued in accordance with the following scale if and to the extent that outperformance targets have been achieved.

(aa) The share performance targets are deemed to have been achieved if the closing price of the share in the Company exceeds the initial price, as described below:

- One share may be issued if the closing price exceeds the initial price by at least 10%.
- Two shares may be issued if the closing price exceeds the initial price by at least 15%.
- Three shares may be issued if the closing price exceeds the initial price by at least 20%.
- Four shares may be issued if the closing price exceeds the initial price by at least 25%.

The closing price is the non-volume-weighted average of the XETRA (or a comparable successor system) closing prices of the Company's shares on the 60 market trading days before the last day of the waiting period.

(bb) The outperformance targets are deemed to have been achieved if one of the following conditions has been met:

- One share may be issued if, during the waiting period, the Company's share performance (closing price/ initial price) corresponds at least to the percentage change of the STOXX Europe 600 Index (SXXP) or a comparable successor system (closing value/ starting value).
- Two shares may be issued if, during the waiting period, the Company's share performance (closing price/ initial price) exceeds the percentage change of the STOXX Europe 600 Index (SXXP) or a comparable successor system (closing value/ starting value) by at least ten percentage points.

(cc) If and to the extent that the share performance targets or outperformance targets are not deemed to have been met as of the last day of the waiting period, the subscription rights linked to the achievement of the share performance targets or outperformance targets no longer grant the right to issue shares.

(dd) If the closing price does not exceed the initial price on the last day of the waiting period, the shares related to the achievement of the outperformance targets are only issued if and when the stock exchange price of the shares subsequently exceeds the initial price (issuance prerequisite). The reference period for the calculation of the stock exchange price is the 20 preceding market trading days. If the issuance prerequisite is not fulfilled within two years of the end of the waiting period, the subscription rights in (bb) no longer grant the right to issue shares.

(b) Issue of Performance Share Units from January 1, 2026

If the Performance Share Units are issued from January 1, 2026, the following performance criteria apply in equal proportions: (i) the returns on invested capital (ROIC), (ii) the total shareholder return in relation to STOXX Europe 600 (relative total shareholder return (TSR) and (iii) the strategically relevant sustainability criteria (ESG criteria).

(aa) The planned value for the performance criterion dependent on the ROIC and for the ESG criteria shall be derived from the Group's medium-term planning.

(bb) The ESG criteria shall be taken from the performance criteria, which are derived from the materiality analysis of the company. These are currently logistics-related greenhouse gas emissions, realized decarbonization effects, employee-engagement, share of women in middle and upper management, lost time injury frequency rate (LTIFR) per 200,000 working hours, share of valid compliance training certificates in middle and upper management, and cybersecurity rating.

(cc) Before each issue date, a lower threshold and an upper threshold shall be determined for the criterion dependent on the ROIC and for each ESG criterion. The definition of ROIC and the thresholds for achieving the performance targets are determined on the basis of the provisions made by the Supervisory Board with regard to the targets of the Board of Management in the context of the remuneration of the Board of Management. The same applies to the selection of the ESG criteria for the relevant tranche.

(dd) The performance criterion dependent on the relative TSR is dependent on the change in the TSR of the Deutsche Post shares in relation to the TSR of the STOXX Europe 600 Gross Return Index, ISIN: CH0102635015. The planned value has been reached when the TSR of the Deutsche Post shares exceeds the TSR of the STOXX Europe 600 at the end of the performance period by 10 percentage points (outperformance by 10 percentage points). The lower threshold has been reached when the TSR of the Deutsche Post shares at least corresponds to the TSR of the STOXX Europe 600 Gross Return Index, ISIN: CH0102635015 (outperformance by 0 percentage points). The upper threshold has been reached when the TSR of the Deutsche Post shares exceeds the TSR of the STOXX Europe 600 by 25 percentage points (outperformance by 25 percentage points). The market prices on the first and last day of the performance period are determined on the basis of the non-volume-weighted average of the XETRA (or a comparable successor system) closing prices of the Deutsche Post AG shares or the end-of-day price of the STOXX Europe 600 Gross Return Index on the 30 preceding market trading days.

(ee) If the upper threshold of a performance criterion is reached, one share of the Company shall be issued for each Performance Share Unit in the tranche that is measured according to the relevant performance criterion, when the plan value of 40 percent of the Performance Share Units is reached. If the lower threshold is not reached, no shares can be issued for the Performance Share Units measured according to the performance criterion. Interim values can be calculated by linear interpolation. If several ESG criteria are used, the level of target achievement is determined using averaged values.

(ff) The performance period for the performance criterion dependent on the relative TSR corresponds to the waiting period and amounts to four years. For the performance criterion dependent on the ROIC and the ESG criteria, the performance period is three years. For both these target values, the three-year performance period is followed by a one-year waiting period.

(6) Allocation of shares and issue price/lapse of subscription rights

If and to the extent that the prerequisites for the issuing the shares have been met on the final day of the waiting period, the shares shall be issued to the beneficiaries as soon as possible after the end of the waiting period. An exercise notice from the executives entitled to subscription (beneficiaries) is not required. Shares are issued against the remuneration amount relevant to the respective Performance Share Unit by way of a noncash contribution at the issue price in the proportionate amount of the issued shares in the share capital. If and to the extent that performance targets are not achieved or the subscription rights no longer grant the right to the issue of shares because the cap is exceeded or for any other reason, the subscription rights lapse without entitlement to substitution or compensation, as does the remuneration amount related to the subscription rights now no longer to be serviced.

(7) Restriction on the issuance of shares arising from subscription rights (cap)

If the final amount of the total remuneration exceeds the initial amount of the total remuneration by more than 200 percent (cap), the number of subscription rights for which shares can be issued is reduced according to the ratio of the cap amount (numerator) to the final amount of the total remuneration (denominator). The number of subscription rights shall be rounded up to the next whole number. The final amount of the total remuneration equals the sum of the remuneration amounts from the Performance Share Units issued to a beneficiary in one tranche and for which the prerequisites for the issuance of shares or, if the Company has chosen settlement by payment, for the payment of the remuneration amount have been met. The initial amount of the total remuneration equals the sum of the remuneration amounts of the Performance Share Units issued to the beneficiary in this tranche on the issue date. The cap amount is the sum of the initial amount of the total remuneration and the increase by 200 percent.

For Performance Share Units issued from January 1, 2026, the remuneration amount is limited to 300 percent of the basic remuneration.

The Company reserves the right to apply an additional limit to the end amount and/or remuneration amount in the event of unusual changes.

(8) Right of replacement of the Company

Instead of providing new shares from the Contingent Capital 2025, the Company reserves the right to pay in cash the remuneration amount corresponding to the shares to be issued or – on the basis of a separate authorization from the Annual General Meeting – excluding the shareholders' subscription rights, to supply its own shares that it already holds in its portfolio or that it acquires for this purpose or to supply new shares from the Contingent Capital 2025.

(9) Other provisions

The subscription rights are inheritable but may not be transferred or sold. They cannot be pledged. The new shares issued to service subscription rights participate in profit from the beginning of the financial year in which they are issued. The Performance Share Units and the related shares to be issued can be taken over by a credit institution or other companies that fulfill the requirements of Section 186(5) sentence 1 of the German Stock Corporation Act (Aktiengesetz, AktG), subject to the stipulation that, on instruction by the Company, these Performance Share Units and shares are transferred to the beneficiaries.

(10) Further specifications

The Board of Management is authorized to stipulate the further specifications for the granting and servicing of subscription rights in addition to the issuing of shares from the contingent capital. In accordance with the aforementioned authorization, these specifications include, in particular:

- determination of the number of Performance Share Units to be issued to individual beneficiaries or groups of beneficiaries by stipulating the relevant calculation criteria or making the selection itself;
- where the Performance Share Units are issued by an enterprise affiliated with the Company: assumption of an obligation to assume liability for payment of the remuneration amount (Section 328(1) of the German Civil Code (Bürgerliches Gesetzbuch, BGB));
- amendments to the conditions of the Performance Share Units that have been or are to be issued when working relationships are transferred to other Group companies and to protect the value of the Performance Share Units;
- amendments to the Performance Share Units in the case of capitalization measures to provide protection against dilution;
- provisions governing the implementation and processing of the allocation of Performance Share Units and the further details concerning the issuing of shares;
- provisions governing the handling of Performance Share Units if, at the end of the waiting period, beneficiaries are no longer in an ongoing service or employment relationship with the Company or with any enterprises affiliated with it; also if a company, business unit, or part of a business unit leaves the Group, and in the event of a change of control or delisting;
- provisions pertaining to dilution protection for beneficiaries within the scope of the aforementioned authorization.

b) Contingent capital

The share capital is contingently increased by up to EUR 25,000,000 through the issue of up to 25,000,000 no-par-value registered shares (Contingent Capital 2025). The purpose of the contingent capital increase is to grant subscription rights to members of management of the enterprises affiliated with the Company and to executives of the Company and of the enterprises affiliated with it, provided that they hold an RCS grade of B through F (beneficiaries) in the Role Classification System (RCS) of DHL Group. Subscription rights may only be issued on the basis of the aforementioned authorization resolution (item a)). Shares shall be issued to the beneficiaries against contribution of the applicable remuneration amount at the time of the issuing of the shares and by way of a non-cash contribution at the issue price in the proportionate amount of the issued shares in the share capital. This requires one share to be issued respectively against the applicable remuneration amount from one Performance Share Unit arising on expiry of the waiting period. The contingent capital increase shall only be implemented to the extent that shares are issued based on the subscription rights granted and the Company does not redeem the subscription rights by cash payment or delivery of its own shares or with shares from Authorized Capital 2025. The new shares participate in profit from the beginning of the financial year in which they are issued. If, in lieu of the expiration of the subscription rights, a claim to relinquish the subscribed shares to the Company accrues, the relinquished shares may be redeemed subject to a decision to this effect by the Board of Management.

c) Amendments to the Articles of Association

The following new paragraph 7 is entered after Section 5 (6) of the Articles of Association; the paragraphs previously numbered 7 to 10 are renumbered 8 to 11: "The share capital is contingently increased by up to EUR 25,000,000 through the issue of up to 25,000,000 no-par value registered shares (Contingent Capital 2025). The purpose of the contingent capital increase is to grant subscription rights to members of management of the enterprises affiliated with the Company and to executives of the Company and of the enterprises affiliated with it, provided that they hold an RCS grade of B through F (beneficiaries) in the Role Classification System (RCS) of DHL Group. Subscription rights may only be issued on the basis of the authorization resolution of the Annual General Meeting on May 2, 2025. Shares shall be issued to the beneficiaries against contribution of the applicable remuneration amount at the time of the issuing of the shares and by way of a non-cash contribution at the issue price in the proportionate amount of the issued shares in the share capital. This requires one share to be issued respectively against the applicable remuneration amount from one

Performance Share Unit arising on expiry of the waiting period. The contingent capital increase shall only be implemented to the extent that shares are issued based on the subscription rights granted and the Company does not redeem the subscription rights by cash payment, delivery of own shares or with shares from Authorized Capital 2025. The new shares participate in profit from the beginning of the financial year in which they are issued. If, in lieu of the expiration of the subscription rights, a claim to relinquish the subscribed shares to the Company accrues, the relinquished shares may be redeemed subject to a decision to this effect by the Board of Management."

d) Authorization to amend the wording of the Articles of Association

The Supervisory Board is authorized to amend the wording of Section 5 (1) and (7) of the Articles of Association to reflect the issuance of subscribed shares. The same applies if and to the extent that the subscription rights can no longer be serviced.

e) Repeal of the authorization dated May 6, 2022

The authorization of the Annual General Meeting held on May 6, 2022 to grant subscription rights to members of management of the enterprises affiliated with the Company and to executives of the Company and of enterprises affiliated with it (agenda item 8) is repealed with effect from the date of the first issue of Performance Share Units under the aforementioned authorization. It ends at the latest on May 5, 2027.

Report of the Board of Management to the Annual General Meeting on agenda item 8

In 2014, Deutsche Post AG established a long-term incentive plan for executives by issuing what are known as Performance Share Units. Performance Share Units are rights linked to the share price which are serviced using shares in the Company once the waiting period has expired. Settlement by payment for Performance Share Units is only envisaged if the Company itself chooses the payment option. Following the issue of shares, the beneficiaries can decide whether they wish to remain invested in the Company as shareholders or sell the shares on the stock market. The Company's shareholder base is generally thus strengthened and its equity boosted. The Company avoids a liquidity outflow. In the Company's financial reporting, the personnel expense related to the Performance Share Plan can be presented consistently and free from share price fluctuations in the intervening period. The purpose of this long-term component in the variable remuneration based on a set performance period of several years is to incentivize executives to contribute to the long-term corporate development of the Company and to benefit from share price increases. The long-term structure promotes the loyalty to the Company.

Participation in the Performance Share Plan is open to members of management of the enterprises affiliated with the Company and executives of the Company and of the enterprises affiliated with it, provided that they hold an RCS grade of B through F in the Role Classification System (RCS) of Deutsche Post DHL Group. The Role Classification System is the Group-wide classification system for the roles of the executives. At present, approximately 2,300 of the Group's executives are allocated to the RCS grades mentioned. The Board of Management determines the specific group of beneficiaries and the amount of Performance Share Units to be granted to each beneficiary by stipulating the relevant criteria or making the selection itself. The Performance Share Units may also be issued by enterprises affiliated with the Company subject to the consent of the Board of Management. In this case, the Board of Management is authorized to grant new registered shares in the Company to the holders of the Performance Share Units in accordance with the aforementioned conditions and to guarantee payment of the remuneration amount. This is in keeping with the objective of implementing a uniform incentive program for executives within the entire Group through the Performance Share Plan. When issuing Performance Share Units to executives of enterprises affiliated with the Company, the Board of Management shall consult with the governing bodies of those enterprises. The Group's executives also include members of the management bodies of the enterprises affiliated with the Company. Under the authorization that will be decided on under agenda item 8, no Performance Share Units can be issued to the members of the Board of Management of Deutsche Post AG (for the remuneration system for the members of the Board of Management, see agenda item 11). In order to facilitate settlement, the Performance Share Units and/or the shares to be issued after the expiry of the waiting period can be taken over by a credit institution or another company that fulfills the requirements of Section 186 (5) sentence 1 of the German Stock Corporation Act (Aktiengesetz, AktG), subject to the stipulation that, on instruction by the Company, these Performance Share Units and/or shares are transferred to the beneficiaries. The Contingent Capital 2025 amounts to EUR 25 million; this corresponds to approximately 2% of the share capital*. It therefore remains significantly below the statutory maximum limit of 20% of the share capital. The Board of Management will ensure that the total volume of compensation commitments also taking into account other remuneration programs, the terms of which stipulate that their servicing must be carried out using the Company's shares or which are linked to the Company's share price, does not exceed 5% of the Company's share capital.

Based on current planning, the Performance Share Units with subscription rights are to be issued in annual tranches. The tranches are expected to be approximately equal in size. However, the Board of Management reserves the right to decide on the granting of subscription rights and the size of the individual tranches on an annual basis, based on consideration of the Company's overall situation. In addition, the tranche size may fluctuate from year to year, for example if the number of participating executives changes as a result of a company acquisition, or also due to other circumstances.

Shares shall not be issued from Contingent Capital 2025 within four years following the issue of the Performance Share Units. The issue of shares is subject to achievement of the predetermined performance targets as set out in the authorization resolution.

The performance targets of the Performance Share Units which are issued up to December 31, 2025 are measured according to the price of Deutsche Post shares. The Performance Share Plan provides for absolute and relative performance targets. The absolute performance targets are measured according to the change in the Company's share price during the four-year waiting period. The relative performance targets are based on a comparison between the share price performance of Deutsche Post shares and a comparable index; however, a prerequisite here is an absolute increase of the shares' stock exchange price. STOXX Europe 600 Index (SXXP, price index) is the selected comparable index. This index represents the shares of 600 companies from 17 European countries and is one of the STOXX Benchmark indices. It covers a wide range of European shares, making it a suitable benchmark for the performance of European stock markets. If the stock exchange price cannot be raised during the waiting period then the issue of the shares regarding the subscription rights linked to the relative performance targets, even if the relative performance targets have been achieved, depends on whether the stock exchange price is raised as compared to the initial price within two years after expiry of the waiting period. If this is not the case, the subscription rights linked to the achievement of the relative performance targets no longer grant the right to issue shares. The absolute as well as the relative performance targets are subdivided: higher performance increases the number of subscription rights to be serviced. If not all performance targets are met, this results in a reduction in the number of subscription rights to be serviced.

For the Performance Share Units to be issued from January 1, 2026, performance targets are specified which are measured one third on the ROIC, one third on the relative TSR and one third on one or more strategically relevant sustainability criteria (ESG criteria). The planned values are derived from the Group's medium-term planning. The definition of the ROIC and the upper and lower thresholds are based on the target values that the Supervisory Board has determined in the context of the remuneration for the Board of Management. For the Performance Share Units, a similar system is used as for the remuneration of the members of the Board of Management that is dependent on long-term success.

If the prerequisites for the share issuance are fulfilled, shares are issued as soon as possible after the end of the waiting time. An exercise notice from the executives entitled to subscription (beneficiaries) is not required. The beneficiaries cannot decide on an individual basis at which point in time the shares are issued. This ensures that no cases occur in which the servicing of the subscription rights gives rise to a conflict with statutory prohibitions on insider trading. In order to exclude the influence of short-term fluctuations in price, the stock exchange price is not determined by closing prices; it is instead calculated as the non-volume-weighted average closing price of the Company's share in the XETRA trading system (or a comparable successor system) on the Frankfurt Stock Exchange during a specified number of trading days.

The Board of Management is authorized to stipulate the further specifications for granting and servicing subscription rights in addition to the issuance of shares from the contingent capital, including provisions governing the handling of Performance Share Units if, on expiration of the waiting period, beneficiaries are no longer in an ongoing service or employment relationship with the Company or with any of the enterprises affiliated with it. Given that the purpose of the Performance Share Plan is also to promote the loyalty of executives to the Company, the intention is to make the servicing of subscription rights generally dependent on the beneficiary being in an ongoing service or employment relationship with the Company or with any of the enterprises affiliated with the Company upon expiry of the waiting period. However, the Board of Management would like to have the flexibility to decide in which cases exceptions may be made. For example, it is obvious that the provisions governing the subscription should state that the retirement of a beneficiary should not result in the lapse of subscription rights.

The Company wishes to have a high level of flexibility concerning the servicing of the rights from the Performance Share Plan. Instead of delivering new shares from the Contingent Capital 2025, the Company therefore reserves the right to pay the remuneration amount or – on the basis of a separate authorization – to deliver own shares that it already holds or that it acquires for this purpose (agenda items 9 and 10) or new shares from the Contingent Capital 2025 (agenda item 7). Payment of the remuneration amount may lead to a net cash outflow but avoids the share dilution entailed by issuing new shares. The issuance of new shares is also avoided by servicing subscription rights using own shares. If the price situation is favorable, the acquisition of own shares can be preferable to the issuance of new shares from the contingent capital. This would require the Company's shareholders' right to subscribe to own shares to be excluded. The Board of Management is convinced that the proposed authorization to issue Performance Share Units to members of management of the enterprises affiliated with the Company and executives of the Company and of enterprises affiliated with it is a particularly suitable method for creating a long-term performance incentive for the executives of DHL Group and, in the interest of the Company and its shareholders, thus achieving a lasting and sustainable increase in the Company's enterprise value.

The Company currently has four amounts of contingent capital (Contingent Capital 2017, 2020/1, 2022/1, and 2022/2) and authorized capital of EUR 130 million, which is to be replaced by the new authorized capital of EUR 150 million proposed under agenda item 7. The Contingent Capital 2017, 2020/1, 2022/1 and 2022/2 have been created for servicing convertible bonds and claims to remuneration of employees, respectively. The convertible bonds that have been issued and/or claims to remuneration that have arisen to date will lead to the following amounts of contingent capital being utilized: a maximum of EUR 19 million for servicing convertible bonds (Contingent Capital 2017) and a maximum of EUR 10.17 million for servicing claims to the remuneration of executives with an RCS of grades B to F (Contingent Capital 2020/1 or 2022/1), corresponding to a proportion of 1.58% or 0.85% of the share capital, respectively. The members of the Board of Management do not participate in the Performance Share Plan described in this agenda item. The new authorized capital of EUR 150 million proposed in agenda item 7 corresponds to a proportion of 12.5% of the share capital and the new contingent capital for servicing claims to the remuneration of employees amounting to EUR 25 million proposed in this agenda item 8 corresponds to a proportion of 2.08% of the share capital. When taking into account the expected maximum utilization of all existing amounts of contingent capital, the existing and proposed amounts of capital shall allow shares to be issued in an amount totaling up to EUR 204.17 million, corresponding to a proportion of 17.01% of the share capital.

* Unless specified otherwise, any references to the Company's share capital refer to February 18, 2025.

9.
Resolution on the authorization to purchase own shares pursuant to section 71 (1) number 8 of the AktG and on the use of own shares as well as on the exclusion of subscription rights

The Board of Management has largely utilized the authorization to purchase own shares, as granted by the Annual General Meeting on May 4, 2023, and acquired shares of Deutsche Post AG via the stock exchange. The proposed authorization resolution replaces and renews the previously existing authorization to purchase own shares.

The Board of Management and the Supervisory Board propose adoption of the following resolution:

a) The Company is authorized to acquire own shares amounting to a total of up to 10% of the share capital existing at the date the resolution is adopted. However, at no time may the number of shares purchased under this authorization together with shares of the Company that the Company has previously purchased and still holds or that are attributable to it pursuant to Sections 71d and 71e AktG exceed 10% of the then existing share capital.

   This said authorization takes effect upon closing of the Annual General Meeting on May 2, 2025 and is valid until May 1, 2030. The current authorization to purchase own shares granted by the Annual General Meeting on May 4, 2023 under agenda item 6 and valid until May 3, 2028 shall be revoked as of the date on which the new authorization enters into force.

b) The purchase of own shares may be effected, at the discretion of the Company, via the stock exchange, by means of a public tender offer to buy or a public invitation to the shareholders of the Company to submit sales offers or by other means in compliance with Section 53a AktG.

   The purchase price (excluding incidental transaction costs) may not exceed the average share price prior to the effective date of the transaction by more than 10%, and may not be fixed more than 20% below it. The average share price is the non-volume-weighted average of the closing prices of the Company's shares in Xetra trading (or a comparable successor system) on the Frankfurt Stock Exchange on the last five trading days. The effective date is:

   (1) if shares are purchased via the stock exchange: the date of the purchase or, if earlier, the date on which a commitment to purchase is entered into;

   (2) if shares are purchased by means of a public tender or a public invitation to the shareholders of the Company to submit sales offers: the date on which the Board of Management reaches a decision regarding the public tender offer or the public invitation to the shareholders of the Company to submit sales offers;

   (3) if shares are purchased by other means in accordance with Section 53a AktG: the date on which the Board of Management reaches a decision to purchase shares.

   If the purchase price is determined or amended after publication of a public tender offer or a public invitation to the shareholders of the Company to submit sales offers, the effective date is the date on which the purchase price was determined or amended.

   If the total amount of the shares for which the shareholders accept a public tender offer made by the Company or for which the shareholders submit a sales offer exceeds the total amount of the public tender offer made by the Company, they will be accepted at a ratio of the total amount of the public tender offer to the total shares offered for sale by the shareholders. In the event of a public invitation to submit sales offers, shares will be accepted pro rata only in the case of offers of equal value. It may be stipulated, however, that in the case of offers of equal value smaller lots of up to 100 offered shares per shareholder be accepted on a preferential basis.

c) The authorization may be exercised for any purpose permitted by law, and in particular to pursue one or more of the objectives set out in d) to f).

d) The Board of Management is authorized to use own shares purchased on the basis of this or a prior authorization pursuant to Section 71 (1) No. 8 AktG, other than by sale via the stock exchange or an offer to all shareholders, excluding the subscription rights of the shareholders for the following purposes in particular:

   (1) to grant holders of previously issued bonds with warrant or conversion rights or conversion obligations a subscription right to own shares to the extent they would be entitled after exercising the warrant or conversion rights or after satisfaction of the conversion obligation;

   (2) if the shares are issued, with the consent of the Supervisory Board, against cash consideration and the issue price is not substantially lower than the market price of the Company's shares with identical features already listed as of the date on which the issue price is finally determined and the issued shares do not exceed a total of 10% of the Company's share capital as of the date on which the authorization enters into force or – if this amount is lower – is exercised; other shares and subscription rights for shares issued, sold, or granted since the adoption of this authorization under the exclusion of shareholders' subscription rights pursuant to or in application mutatis mutandis

of Section 186 (3) sentence 4 AktG shall be counted towards this 10% threshold; shares issued or to be issued for the servicing of bonds with warrants, convertible bonds and/or participating bonds, as well as profit participation certificates to the extent the bonds and/or profit participation certificates have been issued during the term of this authorization under exclusion of subscription rights in application mutatis mutandis of Section 186 (3) sentence 4 AktG shall also be counted towards this 10% threshold;

(3) if the own shares are to be issued in connection with shareholding or other share-based programs to members of the Board of Management of an affiliated company or to employees of the Company or an affiliated company, whereby the employment at or membership in the corporate body of the Company or an affiliated company must exist as of the grant date of the share issuance. This also applies for the servicing to Performance Share Units that have been or will be issued on the basis of a corresponding authorization by the Annual General Meeting;

(4) if, with the consent of the Supervisory Board, the own shares are to be used for an initial offering of the Company's shares on a foreign exchange on which the shares have not previously been admitted for trading; the authorization applies mutatis mutandis for the initial public offering of receipts or certificates representing shares;

(5) if the own shares are issued, with the consent of the Supervisory Board, against non-cash consideration for the purposes of corporate mergers or the acquisition of companies, parts of companies or equity interests in companies (including increasing existing interests) or other assets; the granting of conversion or subscription rights and call options shall constitute issuance for the purposes of this provision;

(6) if and to the extent that the Board of Management offers shareholders the option for a due and payable dividend claim vis-à-vis the Company to be paid (in full or in part) through the issue of own shares in lieu of cash payments.

The own shares can be transferred to a credit institution or another entity satisfying the requirements set out in Section 186 (5) sentence 1 AktG if this credit institution or other entity acquires the shares subject to the stipulation that they sell them via the stock exchange, offer them to the shareholders for purchase or satisfy a public tender offer made to all shareholders and/or implement the aforementioned purposes. The Company can purchase the own shares for the purposes mentioned above under (1), (3) to (6) by way of a securities loan from a credit institution or another entity satisfying the requirements set out in Section 186 (5) sentence 1 AktG; this case requires the Company to ensure that the shares used to repay the securities loan are purchased in accordance with Section 71 (1) No. 8 sentences 3 and 4 AktG.

e) In the event of a sale of own shares by a tender offer made to all shareholders, the Board of Management is authorized to grant holders or creditors of bonds with warrants, convertible bonds and/or participating bonds, profit participation certificates or combinations of the aforementioned instruments issued by Deutsche Post AG or its Group companies a subscription right to the own shares, to the extent to which they would be entitled as shareholders after exercising the warrant or conversion rights granted to them and to which the subscription right can be offered to them subject to the underlying terms for the purpose of dilution protection.

f) The Board of Management is further authorized to redeem own shares purchased on the basis of this or a prior authorization pursuant to Section 71 (1) No. 8 AktG in whole or in part, without an additional resolution by the Annual General Meeting. The redemption will result in a reduction of the share capital. The Supervisory Board is granted the authority to amend the wording of the Articles of Association to reflect the redemption of the shares and the reduction in share capital. Alternatively, the Board of Management can stipulate by way of deviation from sentence 2 that the redemption shall result in an increase in the proportion of the remaining shares of the share capital (Section 8 (3) AktG). In this case, the Board of Management shall be authorized to amend the number of shares set forth in the Articles of Association.

g) The aforementioned authorizations are granted independently from one another. They may be exercised on one or more occasions, in whole or in part, individually or jointly. The own shares may be acquired by dependent or majority-owned enterprises of the Company or by third parties acting on their behalf or on behalf of the Company. Shares acquired in this way may be used as defined in c) to f) above. This also applies if the Company acquires the shares in accordance with Section 71d sentence 5 AktG.

Report of the Board of Management to the Annual General Meeting on agenda item 9 pursuant to Section 71 (1) No. 8 in conjunction with Section 186 (4) sentence 2 AktG

The Board of Management has largely utilized the authorization to purchase own shares, as resolved by the Annual General Meeting 2023. The proposed authorization resolution replaces and renews the existing authorization to purchase own shares. The purpose of the authorization is to enable the Company to purchase shares in an aggregate amount of 10% of the share capital existing at the time the resolution is adopted on the stock exchange, by means of a public tender offer to buy or a public invitation to the shareholders of the Company to submit sales offers or by other means in compliance with Section 53a AktG. However, at no time may the number of shares purchased under this authorization together with shares of the Company that the Company has already purchased and still holds or that are attributable to it pursuant to Sections 71d and 71e AktG, exceed 10% of the then existing share capital. The proposed resolution forms part of the Company's long-term strategy regarding capital measures: In line with a common practice for listed stock corporations in Germany, the Company wishes, for the long term, to retain flexibility with regard to buying back own shares and the appropriation of these shares. The Company also wishes to be able, at short notice, to decide freely between the various financing options available to it in the interest of the Company and its shareholders.

Own shares may be used for any legally permissible purpose; in particular, they can be sold via the stock exchange or via a tender offer to all shareholders. Additionally, the authorization shall provide the possibility of excluding shareholders' subscription rights, in particular for the case groups listed in the authorization under items d) to f):

The first case under d) provides for the option of being able to offer the own shares for subscription not only to the Company's shareholders, but also to the holders (or creditors) of convertible bonds or bonds with warrants issued by Deutsche Post AG or its Group companies to the extent to which they would be entitled after exercising the warrant or conversion rights or upon satisfaction of the conversion obligation. This enables the Company to also grant any dilution protection expected by the capital market and generally governed in the bond or warrant terms in favor of holders (or creditors) of the convertible bonds or bonds with warrants without compensatory payments to be paid in cash or a reduction in the conversion or warrant price.

The second case under d) enables the Board of Management, with the consent of the Supervisory Board, to sell the purchased own shares without a public tender offer to all shareholders, under exclusion of the subscription rights, provided the share price is not substantially lower than the stock exchange price at the time the shares are sold. The authorization makes use of the legally permissible option for simplified exclusion of subscription rights in accordance with the regulatory approach specified in Section 186 (3) sentence 4 AktG. This allows the Company to utilize market opportunities on the capital markets quickly and flexibly. The setting of the selling price close to the market price results in a high cash inflow. In addition, the Company gains the ability to offer its shares to investors, in particular institutional investors in Germany and abroad, in the interest of expanding the Company's shareholder base. Issuing the own shares at a price comparable to their listed price serves to protect shareholders against dilution, since it gives all shareholders the opportunity to purchase the shares needed to maintain their ownership interests via the stock exchange at virtually identical conditions. In addition, the Board of Management will endeavor to keep any discount to the market price small taking into account current market conditions. The authorization to exclude subscription rights is limited to 10% of the Company's share capital. Shares and subscription rights for shares that are issued, sold or granted since the adoption of this authorization under exclusion of the shareholders' subscription rights in accordance with or in application *mutatis mutandis* of Section 186 (3) sentence 4 AktG shall be counted towards this 10% threshold; shares that are issued or to be issued for the servicing of bonds with warrants, convertible bonds and/or participating bonds as well as profit participation certificates shall also be counted towards the threshold to the extent that the aforementioned bonds or profit participation certificates have been issued during the term of this authorization under exclusion of the subscription rights in application *mutatis mutandis* of Section 186 (3) sentence 4 AktG.

The third case under d) also permits the exclusion of the shareholders' subscription rights in order to issue own shares to members of the management of an affiliated company or to employees of the Company or an affiliate. In this context it shall be made possible to restrict the issue of shares to a certain group of persons or to certain persons within the aforementioned group in compliance with labor law requirements. The issuance of shares to executives and/or employees enhances identification with the Company and encourages the readiness to assume responsibility in the Company. The share-based remuneration also offers the ability to link the remuneration of executives and/or employees to the long-term development of the Company in appropriate cases.

Deutsche Post AG has established a global Share Matching Plan for executives of the Group. Under this plan, executives with an RCS (Role Classification System) of grades B to D must invest 15%, and can invest up to 50%, of their annual variable remuneration in Deutsche Post shares at the current stock exchange price (Investment Shares). Executives with an RCS of grades E to F can invest up to 50% of their annual variable remuneration in investment shares at the current stock exchange price. After expiration of a four-year holding period and corresponding employment with the Group, the executives receive one additional share (Matching Share) for each Deutsche Post share purchased under the plan and held for the entire period. The Company's intention is to ensure the possibility to issue own shares as Investment Shares and/or Matching Shares. Furthermore, Deutsche Post AG has established a global employee share plan for executives of the Group. Under this plan, executives with an RCS of grades G to H can invest up to EUR 15,000 (grade G) or EUR 10,000 (grade H) of their annual base salary or annual variable remuneration in Deutsche Post shares with a discount of 25% on the stock exchange price. Purchased shares are subject to a two-year holding period. The Company's intention is to ensure the possibility to issue own shares as part of the program. Furthermore, based on the authorizations granted by the Annual General Meetings on August 27, 2020 (agenda item 7), and May 6, 2022 (agenda item 8), Deutsche Post AG also continued the Performance Share Plan established in 2014, under which Performance Share Units with subscription rights are issued to members of the management of affiliated companies as well as to executives of the Company and of its affiliated companies, provided that these individuals have been allocated an RCS of grades B to F. After expiration of a four-year holding period and corresponding employment with the Group, and dependent on achievement of the performance targets specified in the authorizations of the Annual General Meetings, the eligible participants receive one Deutsche Post share per subscription right. The option of issuing of Performance Share Units should also exist in future. A corresponding resolution will be proposed to the Annual General Meeting under agenda item 8. The Company's intention is to ensure the possibility to use own shares to settle the rights under this program too. Finally, following a successful pilot phase, Deutsche Post AG intends to implement the employee share ownership plan “myShares” globally within the DHL Group. Under this plan, employees who are not entitled to participate in one of the aforementioned programs can invest up to EUR 3,600 of their annual base salary or annual variable remuneration in Deutsche Post shares with a discount of 15% on the stock exchange price. The Company's intention is to ensure the possibility to use own shares to settle the rights under this program too.

In order to be able to issue new shares as remuneration to executives and/or employees or as Investment Shares or Matching Shares, it must be possible to exclude the shareholders' subscription rights. The proposed authorization to exclude subscription rights serves this purpose. However, the authorization to exclude subscription rights is not restricted to just serving the Share Matching Plan, Employee Share Plan, Performance Share Plan, and myShares. It can also be used if the Company or a company affiliated with it introduces further or different share-based remuneration programs. In addition to a direct granting of new shares to members of the Board of Management of an affiliated company or to employees of the Company or an affiliate, shares may also be acquired by a financial institution or other entity meeting the requirements set out in Section 186 (5) sentence 1 AktG subject to the stipulation that they use them exclusively for the purpose of granting them to persons from the aforementioned group or to repay a securities loan that was taken out exclusively for that purpose. This method can facilitate settlement of the granting of remunerative shares. In all cases the Board of Management will ensure that in economic terms the new shares are issued exclusively in connection with the issued authorization to members of the Board of Management of an affiliated company or to employees of the Company or an affiliated company.

The fourth case under d) provides for the exclusion of the shareholders' subscription rights with the consent of the Supervisory Board if the own shares are to be used to list the Company's shares on a foreign stock exchange on which the shares have not been previously admitted for trading, and applies mutatis mutandis to the initial public offering of receipts or certificates representing shares. The Company is committed to continually expanding its shareholder base, including outside Germany. This approach is in line with DHL Group's global orientation as the world's leading postal and logistics group. In addition, the listing of shares on a foreign exchange can support the goal of expanding the shareholder base. Investors are more willing to invest if the shares are admitted to trading on the stock exchanges in their country. Deutsche Post AG therefore seeks to reserve the option to list its shares for trading on selected exchanges outside Germany. There are no specific plans to list the Company's shares on any foreign stock exchange. In order to begin trading on a foreign stock exchange, the issuer is generally required to make shares available to ensure that the shares (or receipts or certificates) are admitted to trading or to assist in trading activity after the shares have been admitted. This is only possible if Deutsche Post AG is not required to offer the shares to its own shareholders for purchase. In keeping with the objective, the own shares are intended to be issued broadly to a large number of investors. The shares may be taken over by a financial institution or another company that fulfills the requirements of Section 186 (5), sentence 1 AktG, subject to the stipulation that, on instruction by the Company, they place them on a foreign stock exchange. The Company will take the market situation on the foreign stock exchange into account when determining the selling price. In the event that, for the purpose of ensuring orderly trading, the shares can only be offered at a discount to the stock exchange price in Germany, the Board of Management shall endeavor to keep the discount to a minimum. The initial listing price of the shares will not be more than 8% to a maximum of 10% (excluding transaction costs) below the closing price of previously listed shares of the Company with identical features in Xetra trading (or a comparable successor system) on the Frankfurt Stock Exchange on the last exchange trading day prior to the date on which the shares are listed. The foregoing applies mutatis mutandis if trading is to open in the form of receipts or certificates.

The fifth case under d) governs the exclusion of subscription rights when using own shares for the purposes of acquiring assets. The Company should have the ability to offer own shares as non-cash consideration in the course of corporate mergers or the acquisition of companies, parts of companies, equity interests in companies (including increasing existing interests) or other assets in lieu of paying cash consideration. The authorization is intended to provide the Company with the necessary freedom to take advantage of opportunities to acquire companies, parts of companies, equity interests in companies and other assets as well as to implement corporate mergers quickly and flexibly in international competition. The ability to offer shares as consideration for the acquisition of companies or equity interests carries considerable weight. However, it may also be in the Company's interest to be able to offer shares as consideration when acquiring other assets. This will generally apply to items of tangible fixed or intangible assets. The authorization is furthermore intended to afford the option of granting shares to holders of securitized or unsecuritized cash claims in lieu of cash payment, e.g., in instances where the Company has undertaken to make a cash payment when acquiring a company and subsequently intends to offer shares instead of cash. The granting of shares eases the Company's liquidity and can assist in optimizing its financial structure. Currently, there are no plans to acquire companies, parts of companies, equity interests in companies or other assets in exchange for the issuance of own shares. The Board of Management will decide in consideration of the potential alternatives, on a case-by-case basis, with the consent of the Supervisory Board, whether the option to issue shares under the exclusion of shareholders' subscription rights will be used for a possible corporate merger or acquisition of companies, parts of companies, equity interests in companies or other assets. It will ensure that the value of the asset acquired is proportionate to the value of the own shares issued as consideration. As a rule, the Board of Management will determine the value of the shares to be offered as consideration based on the stock exchange price of Deutsche Post AG shares. There are however no plans to formally link the value of the shares to the stock exchange price, in particular to avoid the results of negotiations being called into question by fluctuations in the stock exchange price.

The sixth case under d) is aimed at facilitating the payment of stock dividends. Stock dividends are understood as an offer made to all shareholders to receive due and payable dividends in the form of the Company's shares rather than cash. In practice, some stock dividends are offered through the publication of a formal subscription rights offering pursuant to Section 186 (1) and (2) AktG. If this method is selected, there is no need for statutory subscription rights to be excluded. However, it may also be in the interests of the Company and the shareholders in their entirety to deviate from the statutory provisions of Section 186 (1) and (2) AktG (minimum subscription period of two weeks, announcement of the issue price at the latest three days before the end of the subscription period) for the rights offering, observing strict non-discrimination among shareholders, and to select another procedure to pay dividends out in shares. For this purpose, it may be necessary to exclude shareholders' statutory subscription rights as a precaution – non-discrimination among shareholders notwithstanding – for instance to ensure that the dividend is paid out in a timely manner. Based on Section 186 (1) and (2) AktG, the Board of Management shall ensure in each instance that the shareholders have sufficient time to decide between a cash dividend and a dividend paid out in Deutsche Post AG shares. If a shareholder's dividend claim exceeds the subscription price for whole shares, the difference will be paid out in cash. A cash payment is also made if the dividend claim falls short of the subscription price for one share. In lieu of paying out an amount due in cash, the Company reserves the right to offer shareholders a subscription for a further share against an additional cash payment. The Company is not planning to organize trading in subscription rights or fractional interests.

For all aforementioned case groups, the authorization under d) states that shares may also be acquired by a credit institution or another entity meeting the requirements set out in Section 186 (5) sentence 1 AktG, subject to the stipulation that they sell them via the stock exchange, offer them to the shareholders for purchase or satisfy a public tender offer made to all shareholders and/or appropriate the shares in accordance with the purposes described in the aforementioned cases. This is designed to simplify the technicalities of reissuing the own shares. The same applies to the option, as contained in the authorization resolution, to acquire own shares by way of a securities loan. In this case, the Company shall ensure that the shares required to repay the securities loan are acquired in compliance with Section 71 (1) No. 8 sentences 3 and 4 AktG.

Under e), in the event of own shares sold via a tender offer made to all shareholders, the authorization provides the possibility of excluding subscription rights so that a subscription right to own shares can be granted not only to the Company's shareholders but also to the holders (or creditors) of bonds issued by Deutsche Post AG or its Group companies, to the extent to which they would be entitled as shareholders after exercising the warrant or conversion rights granted to them, and subject to the underlying terms in the interest of dilution protection. This enables the Company's Board of Management to implement any dilution protection provided for in the underlying terms in favor of holders or creditors of the warrant or conversion rights without compensatory payments to be paid in cash or a reduction in the conversion or warrant price.

Finally, under f) the authorization makes clear that own shares purchased by the Company may be redeemed without an additional resolution by the Annual General Meeting.

The Board of Management will report to the Annual General Meeting on each utilization of the authorization.

10.
Authorization to use derivatives to purchase own shares

The Board of Management and the Supervisory Board propose adoption of the following resolution: In addition to the authorization to purchase own shares to be resolved under agenda item 9 and the channels for doing so described in that resolution, shares may also be acquired by using derivatives.

a) The Board of Management is authorized to acquire own shares within the scope resolved under agenda item 9 and with due regard to the following provisions: (i) by servicing options that, upon their exercise, require the Company to acquire own shares ("put options"), (ii) by exercising options that, upon their exercise, grant the Company the right to acquire own shares ("call options"), (iii) as a result of purchase agreements where more than two trading days exist between conclusion of the purchase agreement for Deutsche Post shares and actual delivery of the Deutsche Post shares ("forward purchases") or (iv) through making use of a combination of put options, call options and/or forward purchases (hereinafter also collectively referred to as "derivatives").

b) Share purchases using derivatives must not exceed the maximum of 10% of the existing share capital at the time of the adoption of the resolution on this authorization by the Annual General Meeting. The terms of the individual derivatives must expire no later than May 1, 2030, and must be selected such that own shares may not be purchased via the exercising of derivatives after May 1, 2030.

c) The purchase price (strike price) to be paid for the shares upon execution of the derivative transaction and/or the purchase price to be paid on fulfillment of forward purchase agreements (excluding incidental transaction costs in each case) may not exceed the average share price prior to conclusion of the relevant derivatives transaction by more than 10%, and may not fall below it by more than 20%. The premium received or paid on entry into the derivative contract must be taken into account unless it amounts to less than 5% of the strike price. The average share price is the non-volume-weighted average of the closing prices of the Company's shares in Xetra trading (or a comparable successor system) on the Frankfurt Stock Exchange on the last five trading days.

   The purchase price paid by the Company for derivatives may not significantly exceed, and the sales price received by the Company may not fall significantly below, the theoretical market value of the relevant derivatives as calculated in accordance with recognized methods of financial mathematics or the market value of the relevant derivatives as determined using a recognized market-based procedure, and when calculated must take into account, *inter alia*, the agreed strike price. The forward rate agreed by the Company for forward purchases may not significantly exceed the theoretical forward rate as calculated in accordance with recognized methods of financial mathematics or the forward rate as determined using a recognized market-based procedure, and when calculated must take into account, *inter alia*, the current stock exchange price and the term of the forward purchase.

d) If own shares are procured using derivatives in accordance with the above provisions, the rights of shareholders to execute such derivative transactions with the Company are excluded in application mutatis mutandis of Section 186 (3) sentence 4 AktG. The shareholders have a right to tender their shares only to the extent that the Company has an obligation to the shareholders within the scope of the derivative transaction to purchase the shares. Any further right to tender is excluded.

e) The provisions set forth under agenda item 9 apply mutatis mutandis to the sale and redemption of shares acquired using derivatives.

f) The current authorization to purchase own shares granted by the Annual General Meeting on May 4, 2023 under agenda item 7 and valid until May 3, 2028 shall be revoked as of the date on which the new authorization enters into force.

Report of the Board of Management to the Annual General Meeting on agenda item 10

In addition to the possibilities for acquiring own shares set forth under agenda item 9, the Company shall also be authorized to acquire own shares through making use of put options, call options, forward purchases or a combination of these instruments (hereinafter also referred to collectively as "derivatives"). This is intended to allow the Company to structure any acquisition of own shares in an optimal manner. It may be advantageous to the Company to sell put options or acquire call options instead of directly acquiring shares of the Company. Furthermore, it may be favorable to purchase own shares by way of forward purchases or via a combination of put and call options and/or forward purchases. The authorization proposed under agenda item 10 can also enable the Company to reliably plan future measures that require the issuance of shares.

When issuing put options the Company grants the purchaser of the put option the right to sell shares of the Company to the Company at a price stipulated in the put option (strike price). As consideration, the Company receives an option premium equivalent to the value of the put option having regard to factors such as the strike price, the term of the option and the volatility of Deutsche Post shares. If the put option is exercised, the option premium paid by the purchaser of the put options reduces the total consideration rendered by the Company for the acquisition of the shares. It only makes economic sense for the option holder to exercise the put option if the price of Deutsche Post shares at the time of exercise is less than the strike price, because the holder can then sell the shares at a higher strike price. From the Company's viewpoint, buying back shares by means of put options offers the advantage of the strike price being fixed when the option transaction is concluded, whereas there is no outflow of liquidity until the date the option is exercised. In addition, the option premium received reduces the acquisition cost for the shares. If the option holder does not exercise the option because the share price on the exercise date exceeds the strike price, the Company cannot acquire own shares in this manner, but it retains the agreed option premium.

Where call options are purchased, the Company receives the right, in return for the payment of an option premium, to buy a previously fixed number of Deutsche Post shares at a previously determined price (strike price) from the option seller. It makes economic sense for the Company to exercise the call option if the price of Deutsche Post shares exceeds the strike price, because it can then purchase the shares from the option seller at a lower strike price. In this way the Company can hedge against increasing share prices. The Company's liquidity is also preserved, because the fixed purchase price for the shares need only be paid when the call option is exercised.

For a forward purchase the Company agrees to purchase the shares from the forward seller at a predetermined date in the future. The purchase is made at a forward rate determined at the time the transaction was concluded. On the delivery date, the Company pays the forward seller the agreed forward rate and the forward seller delivers the shares in return.

The acquisition of own shares via derivatives is merely intended to complement the instruments available for a share buyback. The authorization proposed under agenda item 10 therefore does not serve to extend the maximum limit for acquiring own shares proposed under agenda item 9 of up to a total of 10% of the share capital existing at the time the resolution is adopted; rather, it merely opens up additional structuring options within the prescribed acquisition limit. Both the requirements applicable to structuring the derivatives and those applicable to shares available for delivery ensure that even if this method of acquisition is used, the principle of non-discrimination vis-à-vis shareholders is always observed.

The authorization will be granted for five years in line with the maximum period for an authorization resolution set out in Section 71 (1) (8) AktG. The derivatives must expire no later than May 1, 2030, and must be selected such that own shares may not be purchased by exercising or satisfying the derivatives after May 1, 2030. This ensures that the Company does not acquire any more own shares on the basis of this supplemental authorization after the authorization to acquire own shares expires on May 1, 2030.

Moreover, the authorization stipulates that the purchase price (excluding incidental transaction costs in each case) payable by the Company for the Deutsche Post shares is the strike price or forward rate agreed under the respective derivative. The strike price or forward rate may be higher or lower than the stock exchange price for Deutsche Post shares on the date on which the derivative transaction was entered into, however it may not exceed the average share price prior to conclusion of the relevant transaction by more than 10%, and may not fall below it by more than 20%. The option premium received or paid must be taken into account unless it amounts to less than 5% of the strike price. The purchase price paid by the Company for derivatives may not significantly exceed, and the sales price received by the Company may not fall significantly below, the theoretical market value of the relevant options at the date of the transaction as calculated in accordance with recognized methods of financial mathematics or the market value of the relevant options at the date of the transaction as determined using a recognized market-based procedure, and when calculated must take into account, *inter alia*, the agreed strike price. However, the discount on the theoretical market value as calculated in accordance with recognized methods of financial mathematics or on the market value as determined using a recognized market-based procedure when put options are sold, or the premium when call options are purchased, shall under no circumstances exceed 5% of the calculated theoretical market value of the options or their market value as determined using a recognized market-based procedure. Similarly, the forward rate agreed by the Company for forward purchases may not significantly (i.e., by no more than 5%) exceed the theoretical forward rate as calculated in accordance with recognized methods of financial mathematics or the forward rate as determined using a recognized market-based procedure, and must when calculated take into account, *inter alia*, the current stock exchange price and the term of the forward purchase. Those shareholders who do not participate in option transactions suffer no disadvantage in terms of value because the Company receives or pays a fair market price.

The shareholders have a right to tender their shares only to the extent that the Company has an obligation to the shareholders within the scope of the derivative transaction to purchase the shares. Otherwise, it would not be possible to use derivatives in order to buy back own shares or realize the associated advantages for the Company. After careful consideration of shareholders' interests and the interests of the Company, the Board of Management regards the non-grant or restriction of shareholders' right of tender as justified because of the benefits that accrue to the Company as a result of using derivatives.

The own shares acquired via derivatives may be used, in particular, for the purposes resolved by the Annual General Meeting under agenda item 9 c) to f). In this respect, subscription rights may be excluded subject to the prerequisites set forth therein. The statements in the report of the Board of Management to the Annual General Meeting on agenda item 9 apply mutatis mutandis. The transaction will be implemented through a qualified and independent financial institution.

The Board of Management will report to the Annual General Meeting on each utilization of the authorization.

11.
Approval of the remuneration system for Board of Management members

The Supervisory Board proposes, on the recommendation of the Executive Committee, approval of the remuneration system published at the web address group.dhl.com/agm for Board of Management members.

12.
Approval of the remuneration report

The Board of Management and the Supervisory Board propose that the remuneration report for fiscal year 2024 in accordance with Section 162 of the AktG, published at the web address group.dhl.com/agm, be approved.

13.
Authorization to hold a virtual Annual General Meeting as well as amendment of the Articles of Association

According to Section 118a (1) sentence 1 AktG, the Articles of Association can stipulate or authorize the Board of Management to stipulate that the Annual General Meeting is held virtually, in other words is not physically attended by shareholders or their proxies at the location of the Annual General Meeting. The Annual General Meeting 2023 granted such an authorization for a period of two years following entry into the commercial register. The Board of Management shall now once again be authorized to hold a virtual Annual General Meeting; once again, use shall not be made the maximum possible period of five years provided for by law. Instead, authorization shall be granted only for holding virtual Annual General Meetings until the end of 2027. For future Annual General Meetings, a decision shall be taken separately in each case in view of the particular circumstances as to whether to make use of the authorization and to hold an Annual General Meeting virtually. The Board of Management shall make its decisions in acknowledgment of the interests of the Company and its shareholders, and with the involvement of the Supervisory Board, giving particular consideration here to upholding the rights of shareholders, as well as aspects relating to protecting the health of attendees, the associated effort and costs, and sustainability issues. The Board of Management has not made use of the authorization granted by the Annual General Meeting 2023 to hold the Annual General Meeting virtually.

The Board of Management and the Supervisory Board propose adoption of the following resolution:

Section 18 (2) of the Articles of Association is amended as follows:

> “The Board of Management is authorized to stipulate that the Annual General Meeting be held in accordance with the regulations without the physical attendance of the shareholders or their proxies at the location of the Annual General Meeting (virtual Annual General Meeting). This authorization is limited to Annual General Meetings held until the end of 2027.”

Further information on the convening of the Annual General Meeting

1. Total number of shares and voting rights

On the date this invitation to the Annual General Meeting is published, the share capital of the Company amounts to EUR 1,200,000,000 divided into 1,200,000,000 no-par value voting shares, each of which grants one vote. The total number of voting rights thus amounts to 1,200,000,000 voting rights.

2. Registration for the Annual General Meeting

Registration requirement. Those persons who are registered in the Company's share register and have notified their intention to attend by April 28, 2025 (inclusive) are eligible to attend the Annual General Meeting and exercise their voting rights.

Registration using the shareholder portal. You may register for the Annual General Meeting via our shareholder portal.

- This shareholder portal will be available from April 4, 2025 at group.dhl.com/agm. If you have registered for electronic transmission of the invitation, you will receive an e-mall message with a direct link to the shareholder portal via the e-mail address that you have stated. You can register for electronic transmission of the invitation at group.dhl.com/agm-mail.

- To access the shareholder portal, you require an access code that you will receive by mail together with the invitation to the Annual General Meeting. If you have registered for electronic transmission of the invitation to the Annual General Meeting, you are requested to use the access code that you have assigned yourself during the registration process.
- On the shareholder portal, you can register for the Annual General Meeting by clicking on the button “Register for Annual General Meeting”. Registrations may also be submitted by proxy. Once you register for the Annual General Meeting, you can also use the other functions of the shareholder portal, e.g. to order an admission ticket for yourself or for a third party on or before April 28, 2025, to issue proxy authorizations and instructions to the proxies designated by the Company, intermediaries and shareholders' associations that are available via the shareholder portal. You can also vote by postal ballot or issue a proxy vote authorization to a third party or evidence of such.
- You must register within the aforementioned registration period, i.e. on or before April 28, 2025.
- Please note the terms and conditions, which may be accessed on the shareholder portal – in particular the fact that registrations and actions submitted via the shareholder portal in principle take priority.
- The Company can assume no liability if the shareholder portal cannot be fully used. We therefore recommend that you make early use of the possibilities specified, in particular when exercising your voting right.

Registration by mail or telefax. You can also register for the Annual General Meeting by mail or fax.

- For this purpose, you will receive a reply form by mail. Please register by completing the reply form and returning it to the following postal address:

  Deutsche Post AG
  Hauptversammlung
  c/o ADEUS Aktienregister-Service-GmbH
  20716 Hamburg, Germany
  Fax +49 (0)228 182 63631

- Please send the reply form only to the address or fax number indicated above.
- Registrations will be deemed to be on time if received by the Company on or before April 28, 2025.
- Registrations may also be submitted by proxy.
- Please note the instructions set out on the reply form.

Admission tickets. You can order an admission ticket for yourself or for a third party via the shareholder portal or by sending the reply form to the address or fax number indicated above. If more than one person is registered as a shareholder in the share register (community of shareholders), you may order one admission ticket or – if the voting rights are divided equal-ly – two admission tickets for the shareholder named in the first position in the share register. If a person other than the one indicated on the admission ticket is to exercise the rights of the community of shareholders at the Annual General Meeting, please ensure that this person has been authorized by the community of shareholders or the person named in the admission ticket to exercise the voting rights (see no. 4 below for information on issuing a proxy).

Personal participation after postal voting or issuing proxy authorization. Personal participation after postal voting or issuing proxy authorization Shareholders who have registered to participate in the Annual General Meeting within the requisite period may also subsequently decide not to exercise their voting rights by postal voting or the designated proxies of the Company for shareholders, intermediaries, shareholder associations, Voting Rights Advisors or other persons or institutions with the same rights in accordance with Section 135 of the AktG provided that they exercise their rights at the Annual General Meeting themselves or through (another) proxy. Participation in the Annual General Meeting renders invalid any postal ballots previously submitted physically or via the shareholder portal or a previously issued proxy.

Shareholdings. The registration status in the share register on the day of the Annual General Meeting is decisive with respect to the right to attend the Annual General Meeting and the number of voting rights at the Annual General Meeting dedicated to each authorized participant. Please note that modifications to the share register will be suspended from April 29, 2025, until the end of the Annual General Meeting. Therefore, on the day of the Annual General Meeting, the share register reflects the registration status as of April 28, 2025, by midnight, 24:00 CEST.

3. Procedure for voting by postal ballot

Shareholders who are entitled to vote may also exercise their voting rights by submitting a postal ballot.

Postal voting using the shareholder portal. The shareholder portal will be available to you for postal voting from April 4, 2025. If you have registered to attend the Annual General Meeting within the requisite period, you may submit your postal ballot via the shareholder portal up until the beginning of voting at the Annual General Meeting or alter postal votes already submitted.

Postal voting by mail or telefax. To vote by post or telefax, please use the reply form and send the postal ballot to the postal address or telefax number indicated in section 2 on or before April 28, 2025. You can then alter any votes cast by post or telefax via the shareholder portal up until the beginning of voting at the Annual General Meeting.

<u>Information on voting by postal ballot:</u> Any votes submitted on agenda item 2 (appropriation of available net earnings) will also apply to any adjusted proposal on the appropriation of available net earnings resulting from a change in the number of shares carrying

dividend rights. If separate votes are held on agenda item 3 and/or agenda item 4 (Approval of the actions of the members of the Board of Management and the Supervisory Board, respectively), any votes submitted relating to these agenda items shall apply *mutatis mutandis* to the separate votes. By casting your vote for approval of the actions of the members of the Board of Management and/or Supervisory Board, you are also casting your vote(s) against other shareholder motions on agenda item 3 and/or agenda item 4, for example against a special audit motion that has not been announced as a separate agenda item. The casting of votes in favor of the Supervisory Board's nomination for the Supervisory Board election (agenda item 6) shall also be deemed to be a vote cast against a shareholder proposal to elect another person as a member of the Supervisory Board. If you wish to deviate from the above instructions, a separate voting and voting instruction form is available at group.dhl.com/agm. We kindly request that you send the form exclusively to the postal address or fax number specified in item 2 by April 28, 2025.

4. Procedure for voting by proxy

Shareholders who are entitled to vote may appoint a proxy to vote on their behalf. In this case too, shareholders or proxies must ensure that the shareholding has been registered in good time (see section 2).

Issuing and revoking voting proxies. Unless the invitation provides for a simplified procedure, proxies must be issued and revoked in text form; likewise, proof of proxy and proof of revocation must be submitted to the Company in text form. You may submit the proxy (i) via the shareholder portal, (ii) by using the reply form provided by the Company and returning it by mail or telefax, (ii) by completing the proxy form on the admission ticket or (iv) by completing the proxy section of the AGM card. Please note the instructions on the shareholder portal, on the reply form or on the admission ticket and the organizational information provided at the Annual General Meeting.

The shareholder portal will be available to you from April 4, 2025 for the electronic submission of the proxy or proof that you have revoked it. Proof that you have issued a proxy may also be provided at the accreditation desks at the Annual General Meeting.

Proxies of the company. We offer our shareholders the option of authorizing employees of the Company to exercise their voting rights on their behalf and in accordance with the shareholders' instructions. To issue the proxy for, and voting instructions to, the proxies designated by the Company, you can use the shareholder portal or the reply form enclosed with the invitation or the shareholder portal. If you use the reply form, proxy and voting instructions may only be sub-mitted to the postal address or fax number indicated above. Shareholders may also issue the proxy for, and voting instructions to, the designated proxies of the Company during the Annual General Meeting by using the AGM card. The designated proxies of the Company may only exercise the voting rights if they have received instructions.

<u>Voting instruction information for the Company's designated proxies:</u> Any instructions issued to the designated proxies of the Company regarding agenda item 2 (Appropriation of available net earnings) shall also apply to any adjusted proposal on the appropriation of available net earnings resulting from a change in the number of shares carrying dividend rights. If separate votes are held on agenda item 3 and/or agenda item 4 (Approval of the actions of the members of the Board of Management and the Supervisory Board, respectively), any instructions relating to these agenda items shall apply mutatis mutandis to the separate votes. By issuing voting instructions for approval of the actions of the members of the Board of Management and/or Supervisory Board, you are also instructing the designated proxies of the company to cast your vote(s) against other shareholder motions on agenda item 3 and/or agenda item 4, for example against a special audit motion that has not been announced as a separate agenda item. The instruction to cast votes in favor of the Supervisory Board's nomination for the Supervisory Board election (agenda item 6) shall also be deemed to be voting instructions issued against a shareholder proposal to elect another person as a member of the Supervisory Board. If you wish to deviate from the above instructions, a separate voting and voting instruction form is available at group.dhl.com/agm. We kindly request that you send the form exclusively to the postal address or fax number specified in item 2 by April 28, 2025.

Proxies and voting instructions issued to the designated proxies of the Company must be received by no later than April 28, 2025 inclusive. If you have registered to attend the Annual General Meeting within the requisite period, you may still issue the proxy for, and voting instructions to, the designated proxies of the Company – outside the shareholder portal – up until voting begins. The shareholder portal does not provide this option. If you have issued proxy for, and voting instructions to, the designated proxies of the Company within the requisite period, the instructions may be amended up until voting begins.

Appointment of intermediaries. The appointment of an intermediary, a shareholders' association, a proxy adviser or another legally equivalent person or institution pursuant to Section 135 AktG to serve as a proxy is subject to the statutory provisions, specifically Section 135 AktG. In such cases, we kindly request that shareholders verify the willingness of the potential proxy to attend the AGM and to exercise the voting right, as well as to clarify the details of issuing the proxy, including its form. Those intermediaries and shareholders' associations that are available via our shareholder portal may also be appointed to serve as proxies via the shareholder portal until April 28, 2025 inclusive.

5. Publication of information, reports and documents

The adopted annual financial statements and the approved consolidated financial statements, the combined management report for the Company and the Group with the Group Sustainability Statement/Non-Financial Statement, the report by the Supervisory Board for fiscal year 2024, the proposal by the Board of Management on the appropriation of available net earnings, the reports by the Board of Management on agenda items 7 to 10, the remuneration system for members of the Board of Management presented for approval and the remuneration report for the 2024 financial year will be available to you on the Company's website at group.dhl.com/agm from the date this invitation to the Annual General Meeting is published. The documents will also be accessible during the Annual General Meeting. The information to be made accessible on the Company's website in accordance with Section 124a AktG may be viewed following the publication of the invitation to the Annual General Meeting or without undue delay following receipt of the request on the Company's website at group.dhl.com/agm.

6. Broadcast of the Annual General Meeting

Shareholders entered into the shareholder register and their proxies will be able to watch and listen to the AGM during an online livestream. To view the stream, please use the Livestream (live stream) button on the shareholder portal. The AGM will be streamed without restriction until the end of the CEO's speech at group.dhl.com/agm. The Company can assume no liability if the streaming system experiences any technical problems. We would request that you respect the rights of all attendees of the Annual General Meeting to their photographic likeness and speech. It is not permitted to make visual and sound recordings of the Annual General Meeting without the consent of the attendees concerned. We would like to remind you that if the Annual General Meeting is not publicly accessible but is reserved for the shareholders and their proxies entered in the share register, making recordings of the Annual General Meeting may result in prosecution under Section 201 (1) of the German Criminal Code (Strafgesetzbuch, StGB).

7. Motions, election proposals, requests to add items to the agenda, requests for information, shareholder rights, privacy notice

Shareholder motions and shareholder proposals for the election of members of the Supervisory Board or auditors, which shall be made available prior to the Annual General Meeting, must be directed to the addresses or fax number of Deutsche Post AG as specified below:

Postal address: Deutsche Post AG, Zentrale, Investor Relations, Stichwort: Hauptversammlung, 53250 Bonn, Germany
Fax +49 (0)228 182 63199
E-mail: hauptversammlung@dhl.com

We will publish motions and election proposals which are received by midnight, 24:00 CEST, April 17, 2025, and which must be made available, without undue delay at group.dhl.com/agm. Motions or election proposals must be brought forward or presented during the Annual General Meeting even if previously submitted.

Requests by shareholders to add items to the agenda and to announce such additions to the agenda (Section 122 (2) AktG) must be received by the Company no later than by midnight, 24:00 CEST, April 1, 2025. Please address this type of inquiry directly to the Board of Management of Deutsche Post AG:

Postal address: Deutsche Post AG, Zentrale, Vorstand, Stichwort: Hauptversammlung, 53250 Bonn, Germany
Fax +49 (0)228 182 63199
E-mail: hauptversammlung@dhl.com

Each shareholder who attends the Annual General Meeting has a right to information during the Annual General Meeting in accordance with Section 131 (1) AktG. This means that during the Annual General Meeting, any shareholder may request information from the Board of Management on the affairs of the Company, to the extent that such information is required in order to make a proper assessment of the agenda item.

Further information on the aforementioned rights of shareholders in accordance with Section 122 (2), Section 126 (1), Section 127 and Section 131 (1) AktG is available on the Company's website at group.dhl.com/agm.

Information on how your personal data is processed in connection with the Annual General Meeting and the share register can be found at group.dhl.com/data-protection-ir. We would also be happy to send you this information by post.

Bonn, March 2025

Deutsche Post AG
The Board of Management

Information on Agenda Item 6 (Elections to the Supervisory Board), in particular in accordance with Section 125 (1) sentence 5 AktG (German Stock Cooperation Act) and the German Corporate Governance Code:

<u>Ingrid Deltenre</u>

Personal data

Year of birth:	1960
Nationality:	Dutch / Swiss
Date of initial appointment:	5/2016
Current term of office:	2021-2025
Independence*:	(+)

Expertise/Focus
International experience; risk management; strategy; corporate governance/controlling; digitalization, IT; human resources

Current occupation and professional career

Current	Member of various boards of directors,
2010-2017	Director General of the EBU, European Broadcasting Union, Switzerland
2004-2009	CEO of the SRF, Schweizer Radio und Fernsehen
2000-2004	CEO of publisuisse SA, Switzerland
1998-1999	Chief Marketing Officer of Swisscard AECS GmbH, Switzerland
1991-1998	Various positions at Ringier AG, Switzerland
1989-1991	Verband Schweizer Presse, Media Research department (responsible for audience research and electronic media), Switzerland

Professional training

1989	Master's in Journalism and Educational Sciences, University of Zurich

Membership of domestic supervisory boards or comparable domestic or nondomestic supervisory bodies of commercial enterprises required by law:
Banque Cantonale Vaudoise SA, Switzerland (Board of Directors), until May 8, 2025
Givaudan SA, Switzerland (listed, Board of Directors)
SPS Holding AG, Switzerland (Board of Directors)
Sunrise Communications AG, Switzerland (listed, Board of Directors)

C.13 of the German Corporate Governance Code
In the opinion of the Supervisory Board, no personal or business relationships exist between Ingrid Deltenre – proposed for election to the Supervisory Board under Agenda Item 6 – and Deutsche Post AG or its Group companies, the executive bodies of Deutsche Post AG, or a shareholder holding a material interest in Deutsche Post AG that an objective shareholder would consider decisive for his or her vote.

* In accordance with the German Corporate Governance Code

<u>Prof. Dr. Georg A. Pölzl</u>

Personal data

Year of birth:	1957
Nationality:	Austrian
Independence*:	(+)

Expertise/Focus
International experience; risk management; logistics; strategy; sustainability; corporate governance/controlling; digitalization, IT, KI, human resources

Current occupation and professional career

Current	Managing director and partner Pölzl & Pölzl Management GmbH
As of 2014	Professor at the University of Graz (until the 2025 summer semester)
2009-2024	Chairman of the Board of Management, Austrian Post AG
2009	Management spokesperson of T-Mobile Deutschland GmbH
2007-2008	Special representative of the Board of Management of Deutsche Telekom AG
1998-2006	Chair of the Management Board of max.mobil, subsequently renamed T-Mobile Austria GmbH
1993-1997	Member of the Board of Management responsible for technology and development, subsequently CEO of Binder+Co AG CS
1987-1993	Management consultant, McKinsey & Co (Offices in Munich, Vienna, Milan)
1984-1986	Freelancer, Heinemann Oil Technology

Professional training

1986	Dr. mont. degree, Montanuniversität Leoben (Geotechnical and structural engineering)
1983	Dipl.-Ing. degree from Montanuniversität Leoben (Petroleum engineering, energy and business management)

Membership of domestic supervisory boards or comparable domestic or nondomestic supervisory bodies of commercial enterprises required by law:
ARAS Kargo A.S., Turkey (Board of Directors)
bank99 AG, Austria (Supervisory Board)
H.K.L. Holding Stiftung, Liechtenstein (Foundation Board, Chair)

C.13 of the German Corporate Governance Code
In the opinion of the Supervisory Board, no personal or business relationships exist between Prof. Dr. Georg A. Pölzl – proposed for election to the Supervisory Board under Agenda Item 6 – and Deutsche Post AG or its Group companies, the executive bodies of Deutsche Post AG, or a shareholder holding a material interest in Deutsche Post AG that an objective shareholder would consider decisive for his or her vote.

* In accordance with the German Corporate Governance Code.

Lawrence A. Rosen

Personal data

Year of birth:	1957
Nationality:	US American
Date of initial appointment:	8/2020
Current term of office:	2020-2025
Independence*:	(+)

Expertise/Focus
International experience; accounting; financial expert in accordance with Section 100(5) AktG; risk management; logistics; strategy; corporate governance/controlling; digitalization, IT, KI; cybersecurity and IT security

Current occupation and professional career

Current	Member of various supervisory boards
2009-2016	Member of the Board of Management/CFO, Deutsche Post AG
2003-2009	Member of the Board of Management/CFO, Fresenius Medical Care AG & Co. KGaA
2000-2003	Group Treasurer and Senior Vice President, Aventis SA, France
1994-1999	Group Treasurer and Senior Vice President, Hoechst AG and Hoechst Marion Roussel AG
1984-1994	Diverse positions with American Hoechst Corp./Hoechst Celanese Inc., USA
1981-1984	Production planning analyst, Republic Steel Corp., Cleveland, OH, USA

Professional training

1979-1981	MBA, University of Michigan, USA
1975-1979	Bachelor in Business Administration at the University of New York Brockport, USA

Membership of domestic supervisory boards or comparable domestic or nondomestic supervisory bodies of commercial enterprises required by law:
LANXESS AG (listed, Supervisory Board)
LANXESS Deutschland GmbH** (Supervisory Board)
Qiagen N.V., Netherlands (listed, Supervisory Board, Chair)

** Group mandate

C.13 of the German Corporate Governance Code
In the opinion of the Supervisory Board, no personal or business relationships exist between Lawrence A. Rosen – proposed for election to the Supervisory Board under Agenda Item 6 – and Deutsche Post AG or its Group companies, the executive bodies of Deutsche Post AG or a shareholder holding a material interest in Deutsche Post AG that an objective shareholder would consider decisive for his or her vote.

* In accordance with the German Corporate Governance Code