

2023

**Annual
General Meeting of
RWE Aktiengesellschaft
on 4 May 2023**
Frequently asked Questions

RWE

Frequently asked Questions

We have put together the answers to some frequently asked questions for you here:

When and where can I follow the Annual General Meeting 2023?

The Annual General Meeting will take place on **Thursday, 4 May 2023, 10.00 a.m. CEST**, as a virtual Annual General Meeting without the attendance of shareholders or their proxies.

Properly registered shareholders and their proxies can follow the entire Annual General Meeting live via the Company's password-protected online service at www.rwe.com/hv. You will find the online service [here](#). Access to the online service requires the information on the participation ticket, which will be sent to all shareholders who have requested a participation ticket in due time via their depository bank. Proxy holders will receive their own participation tickets.

The entire Annual General Meeting will also be broadcasted for other interested members of the public at www.rwe.com/hv.

The COVID 19 pandemic allows for attendance events again - does this mean that the Annual General Meeting does not have to be held as a physical meeting again?

The Executive Board of RWE Aktiengesellschaft has decided, with the approval of the Supervisory Board, to hold the Annual General Meeting as a virtual Annual General Meeting without the attendance of shareholders or their proxies at the venue.

This is based on Section 26n, Paragraph 1 of the Introductory Act to the German Stock Corporation Act in conjunction with Section 118a, Paragraph 1 of the German Stock Corporation Act, according to which the Executive Board may decide, with the consent of the Supervisory Board, that general meetings convened up to and including 31 August 2023, shall be held as a virtual general meeting pursuant to Section 118a of the German Stock Corporation Act.

The new legal provisions on the - pandemic-independent - holding of virtual general meetings were introduced by the Act on the Introduction of Virtual General Meetings of Public Limited Companies and Amendment of Cooperative and Insolvency and Restructuring Law Provisions (Federal Law Gazette I No. 27 2022, p. 1166 et seq.) and entered into force on 27 July 2022.

Do I have to register for the virtual Annual General Meeting?

Yes, this is necessary if you wish to participate in the Annual General Meeting by means of electronic connection and intend to exercise your shareholder rights. The process for registering for the virtual Annual General Meeting is the same as the one you are familiar with from the normal Annual General Meetings with shareholder attendance that have been held thus far: You must submit your registration with the Company and furnish proof of share ownership via your depository bank by a certain deadline. You will receive a participation ticket instead of an admission ticket.

Shareholders who duly request a participation ticket from a depository bank usually do not need to do anything else. In such cases, registration and proof of share ownership are handled by the depository bank. **Please refer to the information in the invitation and any deadlines that may have been set by your depository bank.**

How can I exercise my voting rights?

As a duly registered shareholder, you can exercise your voting rights (if necessary via an authorised third party) in various ways:

You can exercise your voting rights electronically via the online service by postal vote or by authorising the voting proxies nominated by the Company before and during the Annual General Meeting until the beginning of the determination of the outcomes of the votes. The online service can be found [here](#).

Access to the online service requires the information on the participation ticket that is sent to all shareholders duly requesting a participation ticket by their depository bank. Proxy holders will receive their own participation ticket.

In addition, you can exercise your voting right by using the form ("Postal Vote and Proxy Voting"). The participation ticket with the completed form must be received at the following address by the beginning of the determination of the voting results in the Annual General Meeting:

RWE Aktiengesellschaft
c/o ADEUS Aktienregister-Service-GmbH
P.O. Box 57 03 64
22772 Hamburg
Germany

or by e-mail: hv-service.rwe@adeus.de

How can I submit my written statement in the run-up to the Annual General Meeting?

We provide our shareholders with the opportunity to submit written statements in the run-up by means of electronic communication for publication via the online service. These comments may be submitted in text form exclusively via the Company's [online service](#) accessible at www.rwe.com/hv no later than five days prior to the Annual General Meeting, not including the day of receipt and the day of the Annual General Meeting, i.e. no later than **28 April 2023, 24:00 hours CEST**. The length of a statement shall not exceed 10,000 characters.

Statements on agenda items submitted in due time will be made available on the Company's online service accessible at www.rwe.com/hv no later than four days before the Annual General Meeting, not counting the day of receipt and the day of the Annual General Meeting, i.e. no later than **29 April 2023, 24:00 hours CEST**.

How can I speak or ask questions at the Annual General Meeting?

Every shareholder who is electronically connected to the meeting has the right to speak at the meeting by means of video communication. The speech may also include motions and candidate nominations pursuant to Section 118a, Paragraph 1, Sentence 2, Item 3 of the German Stock Corporation Act and requests for information pursuant to Section 131 of the German Stock Corporation Act.

Speeches may be registered during the Annual General Meeting via the Company's online service. The online service can be found [here](#). Access to the online service requires the information on the participation ticket, which will be sent to all shareholders who have requested a participation ticket in due time via their depository bank. Proxy holders will receive their own participation ticket.

At the Annual General Meeting, please note the explanations of the Chairman of the Meeting on the procedure for requesting to speak and speaking.

What dividend is proposed for fiscal 2022?

The Supervisory Board and the Executive Board of RWE Aktiengesellschaft propose to the Annual General Meeting a dividend of €0.90 per share for fiscal 2022.

Where can I view motions for additions to the agenda, countermotions or election proposals as well as statements?

If admissible motions for additions to the agenda, countermotions or candidate nominations have been received by the Company, they will be published on our website, as will any comments by the management.

Requests for additions to the agenda are also published in the Federal Gazette and distributed throughout Europe, as well as communicated in accordance with Section 125, Paragraph 1, Sentence 3 of the German Stock Corporation Act.

Shareholders' statements submitted within the deadline will be made available via the Company's online service. Access to the online service requires the information on the participation ticket, which will be sent to all shareholders who have requested a participation ticket in due time via their depository bank. Proxy holders will receive their own participation tickets cards.

When did the last Annual General Meeting take place? What dividend was paid?

Our last Annual General Meeting was held on 28 April 2022 as virtual Annual General Meeting. The Annual General Meeting decided to pay a dividend of € 0.90 per share for fiscal 2021.

RWE Aktiengesellschaft

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