

## Questions and answers on the conversion of bearer shares into registered shares

### 1. What is a registered share?

Stock corporations (including Societas Europaea, SE) are allowed to categorize the share capital either as registered or bearer shares. A registered share is registered in the name of the shareholder. A company with registered shares keeps a register of shares that lists the shareholders by name, date of birth, postal address and electronic address as well as the number of shares they hold (Section 67 (1) German Stock Corporation Act (*Aktiengesetz*, AktG). As far as the company is concerned, only persons entered in the share register are regarded as shareholders (Section 67 (2) AktG). The Company may use the register data for its tasks in relation to the shareholders. Shareholders can request that the company provide them with information about their personal data as entered in the share register (Section 67 (6) AktG).

### 2. What are the advantages for a shareholder in connection with the conversion?

In recent years, numerous stock corporations converted bearer shares into registered shares. Registered shares enable the direct dialogue between the company and its shareholders. The company can provide its shareholders with information more quickly and in a more targeted manner. The possibilities of electronic communication, in particular with regard to the Annual General Meeting, are simplified.

### 3. Why is FUCHS PETROLUB SE proposing converting into registered shares?

FUCHS PETROLUB SE attaches great importance to transparent and direct communication and to direct contact with its shareholders. By registering shareholders in the share register, we are able to contact our shareholders directly and keep them updated on the company's development. Furthermore, Investor Relations will be more efficient and can target its operations more directly. It is not intended to implement a restriction of the transferability of the shares (so-called *Vinkulierung*) in the course of the conversion into registered shares.

### 4. What will change for a shareholder due to the conversion into registered shares?

After the conversion into registered shares, shareholders entered in the share register will receive information directly from the company. The shareholder can register to attend the Annual General Meeting by himself or authorize a proxy (for example an intermediary, a shareholders' association, a proxy advisor or a company-appointed proxy) to vote on their behalf. There will be no changes in the crediting of dividends due to the conversion into registered shares.

**5. Can a shareholder who is not registered in the share register attend the Annual General Meeting?**

After the conversion into registered shares, only the shareholders registered in the share register can apply to attend the Annual General Meeting (Section 67 (2) AktG). Non-registered shareholders cannot apply to attend the Annual General Meeting themselves. In such a case, a proxy issued by the person registered in the share register is required for the non-registered shareholders to attend the Annual General Meeting.

**6. Is it necessary to notify the company of changes in address?**

The ultimate intermediaries or the custodian banks respectively are supposed to report changes of address to the company, although it is also possible for shareholders to briefly notify the company of their new address themselves. The same applies to a change in the name of a shareholder.

**7. Will an entry in the share register be made automatically when shares are acquired?**

If the ultimate intermediary or the custodian bank respectively is not instructed otherwise, the entry in the share register will be made automatically.

**8. What is the difference between bearer shares and registered shares in terms of custody?**

As far as custody is concerned, there is no difference between bearer and registered shares. However, shareholders registered in the share register receive their invitations to the Annual General Meeting directly from the company.

**9. What do shareholders have to do regarding the conversion?**

The conversion is carried out automatically by the ultimate intermediaries or the custodian banks respectively. Shareholders do not have to do anything. Shareholders will be informed by their custodian bank once the conversion is complete.

**10. What costs will shareholders incur due to the conversion?**

The conversion into registered shares is free of charge for all shareholders. No costs are incurred for initial entry in the share register, and there are no ongoing costs or increased custodian bank fees.

**11. What will the conversion ratio be for the bearer shares?**

Bearer shares will be converted into registered shares at a 1:1 ratio.

**12. Does the conversion into registered shares have any tax implications?**

The conversion into registered shares has no tax implications as tax law does not differentiate between bearer and registered shares.

**13. Will the German securities code (WKN) or ISIN for shares of FUCHS PETROLUB SE change?**

The shares of FUCHS PETROLUB SE will be given a new German securities code (WKN) and a new International Securities Identification Number (ISIN) in conjunction with the conversion. You will receive corresponding information on the new WKN/ISIN from your custodian bank.

**14. When will the conversion into registered shares be completed?**

The conversion is expected to take place within three months after the amendment of the Articles of Association required for the conversion into registered shares takes effect.

**15. Which classes of shares does the conversion into registered shares affect?**

The conversion affects both ordinary and preference shares.

**16. Will the conversion to registered shares mean that shareholders' holdings will now also be published externally?**

The notification and disclosure obligations pursuant to sections 33 et seqq. of the German Securities Trading Act (*Wertpapierhandelsgesetz*, **WpHG**) continue to apply. The notification thresholds are 3%, 5%, 10%, 15%, 20%, 25%, 30%, 50% or 75% of the voting rights in a listed company. The conversion into registered shares does not trigger any notification obligations for shareholders pursuant to sections 33 et seqq. WpHG.

This document is a convenience translation of the German text. In the event of any conflict or inconsistency between the English and the German version, the German version shall prevail.