Information pursuant to the Implementing Regulation (EU) 2018 / 1212 (“EU-IR”) for the notification pursuant to section 125 of the German Stock Corporation Act (“AktG”) by HeidelbergCement AG

In the following table you will find the information according to § 125 para. 5 sentence 1 of the German Stock Corporation Act (AktG) in connection with Art. 4 para. 1, Table 3 of the Annex to the Implementing Regulation (EU) 2018/1212.

A. Specification of the message

1. Unique identifier of the event: Annual Stockholders’ Meeting of HeidelbergCement AG 2023
   (formal specification according to EU-IR: a59b0d73d6bced118143005056888925)

2. Type of message: Convening of the Annual Stockholders’ Meeting
   (formal specification according to EU-IR: NEWM)

B. Specification to the issuer

1. ISIN: DE0006047004

2. Name of issuer: HeidelbergCement AG

C. Specification of the meeting

1. Date of the Stockholders’ Meeting: 11 May 2023
   (formal specification according to EU-IR: 20230511)

2. Time of the Stockholders’ Meeting: 10:00 hrs (CEST)
   (formal specification according to EU-IR: 08:00 hrs UTC)

3. Type of meeting: Annual Stockholders’ Meeting with physical presence of shareholders
   (formal specification according to EU-IR: GMET)

4. Location of the meeting:

   Location of the Annual Stockholders’ Meeting with physical presence of shareholders: SNP dome, Carl-Friedrich-Gauß-Ring 16, 69124 Heidelberg, Germany

   (formal specification according to EU-IR: SNP Dome, Carl-Friedrich-Gauß-Ring 16, 69124 Heidelberg, Germany)

   URL for video and audio transmission via internet: www.heidelbergmaterials.com/en/annual-general-meeting-2023

5. Technical Record Date: 19 April 2023, 24:00 hrs CEST/20 April 2023, 00:00 hrs CEST

   In accordance with article 16 para. 1 of the Company’s Articles of Association shareholders must have registered for the Annual Stockholders’ Meeting and have provided the Company with proof of their shareholding as of the start of the 21st day before the Annual Stockholders’ Meeting, i.e. as of 20 April 2023, 00:00 hrs (CEST) (so-called record date), in order to follow the Annual Stockholders’ Meeting and exercise their voting rights. For this purpose, a certificate of shareholding issued in text form by the depositary institution or a proof pursuant to section 67c para. 3 AktG (in each case "proof of entitlement") shall be sufficient.

   (formal specification according to EU-IR: 20230419)

6. Website for the Stockholders’ Meeting/ Uniform Resource Locator (URL):
   www.heidelbergmaterials.com/en/annual-general-meeting-2023
D. Participation in the Stockholders’ Meeting

1. Method of participation by stockholder

   Personal exercise of voting rights on site (physical presence of shareholders)

   Exercise of voting rights by way of absentee voting

   Exercise of voting rights by power of attorneys and voting instructions to the company proxies

   Exercise of voting rights by authorized third parties

   (formal specification according to EU-IR: PH, EV, PX)

2. Issuer deadline for the notification of participation

   Registration for Stockholders’ Meeting until: 4 May 2023, 24:00 hrs. (CEST) (time of receipt is decisive)

   The exercise of voting rights on site, the exercise of voting rights by way of absentee voting or the exercise of voting rights by proxies and voting instructions of the Company or third parties require a timely notification. The relevant time limits for the exercise of these rights are set out in D.3.

   (formal specification according to EU-IR: 20230504; 22:00 hrs UTC)

3. Issuer deadline for voting

   On-site voting will be possible on 11 May 2023 at the Annual General Meeting until the closing of the voting procedure by the chairman of the meeting.

   (formal specification according to EU-IR: 20230511, until the closing of the voting procedure by the chairman of the Annual General Meeting)

   The exercise of voting rights by way of absentee voting or the exercise of voting rights by proxies and voting instructions of the Company or third parties is possible by letter email or electronically via the investor portal www.heidelbergmaterials.com/en/annual-general-meeting-2023 until 10 May 2023, 24:00 hrs (CEST) (receipt decisive).

   (formal specification according to EU-IR: 20230510; 22:00 hrs UTC)

   On the day of the Annual Stockholders Meeting, powers of attorney and instructions to the proxies of the Company can be given, amended or revoked from 9.00 hrs (CEST) on until the beginning of the voting procedure at the entrance and exit control to the meeting in the SNP dome, Carl-Friedrich-Gauß-Ring 16, 69124 Heidelberg.

   (formal specification according to EU-IR: 20230511, 07:00 hrs UTC until the beginning of the voting procedure)

   The granting and revocation of proxies to other authorised third parties via the InvestorPortal at www.heidelbergmaterials.com/en/annual-general-meeting-2023 is possible until midnight (CEST) on 10 May 2023 at the latest.

   (formal indication according to EU-DVO: 20230510; 22:00 UTC).

   Apart from that, the Company has not set a deadline for granting and revoking powers of attorney to other authorised third parties. In any case, the authorisation to exercise the voting right must be made at the latest by the time the voting is closed by the chairman of the meeting on the day of the Annual General Meeting on 11 May 2023.
E. Agenda

Agenda - Item 1
1. Unique identifier of the agenda item: 1
2. Title of the Agenda item: Submission of the adopted annual financial statements, the approved consolidated financial statements of the Group, the combined management report of HeidelbergCement AG and the Group, as well as the report of the Supervisory Board for the 2022 financial year
4. Vote: none
5. Alternative voting options: none

Agenda - Item 2
1. Unique identifier of the agenda item: 2
2. Title of the agenda item: Resolution on the appropriation of the balance sheet profit for the 2022 financial year
4. Vote: Binding vote (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 3.1
1. Unique identifier of the Agenda item: 3.1
2. Title of the agenda item: Resolution on the discharge of the Managing Board for the 2022 financial year – Dr. Dominik von Achten
4. Vote: Binding vote (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 3.2
1. Unique identifier of the agenda item: 3.2
2. Title of the agenda item: Resolution on the discharge of the Managing Board for the 2022 financial year – René Aldach
4. Vote: Binding vote
Agenda - Item 3.3

1. Unique identifier of the agenda item: 3.3
2. Title of the agenda item: Resolution on the discharge of the Managing Board for the 2022 financial year – Kevin Gluskie
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 3.4

1. Unique identifier of the agenda item: 3.4
2. Title of the agenda item: Resolution on the discharge of the Managing Board for the 2022 financial year – Hakan Gurdal
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 3.5

1. Unique identifier of the agenda item: 3.5
2. Title of the agenda item: Resolution on the discharge of the Managing Board for the 2022 financial year – Ernest Jelito
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 3.6

1. Unique identifier of the agenda item: 3.6
2. Title of the agenda item: Resolution on the discharge of the Managing Board for the 2022 financial year – Dr. Nicola Kimm
Agenda - Item 3.7

1. Unique identifier of the agenda item: 3.7
2. Title of the agenda item: **Resolution on the discharge of the Managing Board for the 2022 financial year – Dennis Lentz**
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 3.8

1. Unique identifier of the agenda item: 3.8
2. Title of the agenda item: **Resolution on the discharge of the Managing Board for the 2022 financial year – Jon Morrish**
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 3.9

1. Unique identifier of the agenda item: 3.9
2. Title of the agenda item: **Resolution on the discharge of the Managing Board for the 2022 financial year – Chris Ward**
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.1

1. Unique identifier of the agenda item: 4.1
2. Title of the agenda item: **Resolution on the discharge of the Supervisory Board for the 2022 financial year – Fritz-Jürgen Heckmann**


4. Vote: Binding vote  
   *(formal specification according to EU-IR: BV)*

5. Alternative voting options: Vote in favour, Vote against, Abstention  
   *(formal specification according to EU-IR: VF; VA; AB)*

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**Agenda - Item 4.2**

1. Unique identifier of the agenda item: 4.2

2. Title of the agenda item: **Resolution on the discharge of the Supervisory Board for the 2022 financial year – Dr. Bernd Scheifele**


4. Vote: Binding vote  
   *(formal specification according to EU-IR: BV)*

5. Alternative voting options: Vote in favour, Vote against, Abstention  
   *(formal specification according to EU-IR: VF; VA; AB)*

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**Agenda - Item 4.3**

1. Unique identifier of the agenda item: 4.3

2. Title of the agenda item: **Resolution on the discharge of the Supervisory Board for the 2022 financial year – Heinz Schmitt**


4. Vote: Binding vote  
   *(formal specification according to EU-IR: BV)*

5. Alternative voting options: Vote in favour, Vote against, Abstention  
   *(formal specification according to EU-IR: VF; VA; AB)*

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**Agenda - Item 4.4**

1. Unique identifier of the agenda item: 4.4

2. Title of the agenda item: **Resolution on the discharge of the Supervisory Board for the 2022 financial year – Barbara Breuninger**


4. Vote: Binding vote  
   *(formal specification according to EU-IR: BV)*

5. Alternative voting options: Vote in favour, Vote against, Abstention  
   *(formal specification according to EU-IR: VF; VA; AB)*
Agenda - Item 4.5
1. Unique identifier of the agenda item: 4.5
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Birgit Jochens
4. Vote: Binding vote (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.6
1. Unique identifier of the agenda item: 4.6
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Ludwig Merckle
4. Vote: Binding vote (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.7
1. Unique identifier of the agenda item: 4.7
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Tobias Merckle
4. Vote: Binding vote (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.8
1. Unique identifier of the agenda item: 4.8
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Luka Mucic
4. Vote: Binding vote (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.9
1. Unique identifier of the agenda item: 4.9
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Dr. Ines Ploss
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.10
1. Unique identifier of the agenda item: 4.10
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Peter Riedel
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.11
1. Unique identifier of the agenda item: 4.11
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Werner Schraeder
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.12
1. Unique identifier of the agenda item: 4.12
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Margret Suckale
4. Vote: Binding vote
   (formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention
   (formal specification according to EU-IR: VF; VA; AB)
4. Vote: Binding vote  
(formal specification according to EU-IR: BV)

5. Alternative voting options: Vote in favour, Vote against, Abstention  
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.13
1. Unique identifier of the agenda item: 4.13
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Dr. Sopna Sury
4. Vote: Binding vote  
(formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention  
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 4.14
1. Unique identifier of the agenda item: 4.14
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the 2022 financial year – Univ.-Prof. Dr. Marion Weissenberger-Eibl
4. Vote: Binding vote  
(formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention  
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 5
1. Unique identifier of the agenda item: 5
2. Title of the agenda item: Resolution on the appointment of the auditor for the 2023 financial year
4. Vote: Binding vote  
(formal specification according to EU-IR: BV)
5. Alternative voting options: Vote in favour, Vote against, Abstention  
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 6
1. Unique identifier of the agenda item: 6
2. Title of the agenda item: Resolution on the approval of the remuneration report for the 2022 financial year

4. Vote: Advisory vote
(formal specification according to EU-IR: AV)

5. Alternative voting options: Vote in favour, Vote against, Abstention
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 7

1. Unique identifier of the agenda item: 7

2. Title of the agenda item: Resolution on the approval of the amendment of the existing domination and profit and loss transfer agreement between HeidelbergCement AG and HeidelbergCement International Holding GmbH


4. Vote: Binding vote
(formal specification according to EU-IR: BV)

5. Alternative voting options: Vote in favour, Vote against, Abstention
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 8

1. Unique identifier of the agenda item: 8

2. Title of the agenda item: Resolution on the amendment of article 1 of the Articles of Association (Company Name)


4. Vote: Binding vote
(formal specification according to EU-IR: BV)

5. Alternative voting options: Vote in favour, Vote against, Abstention
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 9

1. Unique identifier of the agenda item: 9

2. Title of the agenda item: Resolution on the amendment of article 12 para. 2 of the Articles of Association (Supervisory Board remuneration) on the remuneration of the members of the Sustainability and Innovation Committee, including the remuneration system for the Supervisory Board


4. Vote: Binding vote
(formal specification according to EU-IR: BV)

5. Alternative voting options: Vote in favour, Vote against, Abstention
(formal specification according to EU-IR: VF; VA; AB)
Agenda - Item 10

1. Unique identifier of the agenda item: 10

2. Title of the agenda item: **Resolution on the amendment of article 16 of the Articles of Association (General Meeting) on the authorisation to hold future virtual general meetings**


4. Vote: Binding vote
   (*formal specification according to EU-IR: BV*)

5. Alternative voting options: Vote in favour, Vote against, Abstention
   (*formal specification according to EU-IR: VF; VA; AB*)

Agenda - Item 11

1. Unique identifier of the agenda item: 11

2. Title of the agenda item: **Resolution on the amendment of article 16 of the Articles of Association (General Meeting) on allowing members of the Supervisory Board to attend virtual general meetings via video and audio transmission**


4. Vote: Binding vote
   (*formal specification according to EU-IR: BV*)

5. Alternative voting options: Vote in favour, Vote against, Abstention
   (*formal specification according to EU-IR: VF; VA; AB*)

Agenda - Item 12

1. Unique identifier of the agenda item: 12

2. Title of the agenda item: **Resolution on the authorisation to acquire and use treasury shares pursuant to section 71 para. 1 no. 8 of the German Stock Corporation Act with the possible exclusion of subscription rights and any right to sell shares**


4. Vote: Binding vote
   (*formal specification according to EU-IR: BV*)

5. Alternative voting options: Vote in favour, Vote against, Abstention
   (*formal specification according to EU-IR: VF; VA; AB*)

Agenda - Item 13

1. Unique identifier of the agenda item: 13

2. Title of the agenda item: **Resolution on the authorisation to use derivatives in the course of acquiring treasury shares with the possible exclusion of subscription rights and any right to sell shares**

4. Vote: Binding vote  
(formal specification according to EU-IR: BV)

5. Alternative voting options: Vote in favour, Vote against, Abstention  
(formal specification according to EU-IR: VF; VA; AB)

Agenda - Item 14

1. Unique identifier of the agenda item: 14

2. Title of the agenda item: Resolution on the granting of a new authorisation to issue warrant bonds, convertible bonds or participating bonds with authorisation to exclude subscription rights, the cancellation of the Conditional Capital 2018, as well as the creation of new Conditional Capital 2023 and the corresponding amendment of the Articles of Association


4. Vote: Binding vote  
(formal specification according to EU-IR: BV)

5. Alternative voting options: Vote in favour, Vote against, Abstention  
(formal specification according to EU-IR: VF; VA; AB)
F. Specification of the deadlines regarding the exercise of other stockholders’ rights

Stockholder Right - Requests for additions to the agenda pursuant to section 122 (2) AktG

1. Object of deadline: Submission of requests for additions to the agenda

2. Applicable issuer deadline: 10 April 2023, 24:00 hrs (CEST) (time of receipt is decisive) (formal specification according to EU-IR: 20230410; 22:00 hrs UTC)

Stockholder Right - Countermotions in accordance with section 126 (1) AktG

1. Object of deadline: Submission of countermotions in response to resolutions proposed on the agenda items

2. Applicable issuer deadline: 26 April 2023, 24:00 hrs (CEST) (time of receipt is decisive) (formal specification according to EU-IR: 20230426; 22:00 hrs UTC)

Stockholder Right - Proposals for election in accordance with section 127 AktG

1. Object of deadline: Submission of proposals for election in respect of elections of candidates to the Supervisory Board and the appointment of the auditors

2. Applicable issuer deadline: 26 April 2023, 24:00 (CEST) (time of receipt is decisive) (formal specification according to EU-IR: 20230426; 22:00 hrs UTC)

Stockholder Right - Right to request information in accordance with section 131 (1) of the German Stock Corporation Act

1. Object of deadline: Request for information on matters concerning the Company

2. Applicable issuer deadline: On 11 May 2023, during the Annual Stockholders’ Meeting in accordance with the instructions of the chairman of the meeting (formal specification according to EU-IR: 20230511; during the Annual Stockholders’ Meeting in accordance with the instructions of the chairman of the meeting)

Stockholder Right - Objections to resolutions of the Annual Stockholders’ Meeting in accordance with section 245 no. 1 of the German Stock Corporation Act

1. Object of deadline: Submission of objections to resolutions of the Annual Stockholders’ Meeting

2. Applicable issuer deadline: On 11 May 2023 from the beginning of the Annual Stockholders’ Meeting until the closure by the chairman of the meeting (formal specification according to EU-IR: 20230511, from the beginning of the Annual Stockholders’ Meeting until the closure by the chairman of the meeting)