# CLEARY GOTTLIEB

Authorizations for Capital Raisings and Convertible Bond Issues (2014) DAX® and German MDAX® Companies

#### **Preface**

This booklet presents a summary overview of authorizations for capital raisings and convertible bond issuances of all DAX® and German MDAX® companies based on their 2014 annual general meetings.

The amount of any authorized capital reflected in this booklet takes into account any issuance of shares out of authorized capital entered into the commercial register prior to September 2014. The amount of any convertible bond authorization and underlying conditional capital reflected in this booklet takes into account the issuance of any convertible bonds based on such authorization prior to September 2014 and the amount of conditional capital underlying such convertible bonds as more fully described in this booklet.

All information regarding the free float of the selected companies as of the last index rebalancing date in September 2014 was taken from a website of Deutsche Börse AG (www.dax-indices.com) where such information can be found under "Downloads"  $\rightarrow$  "Composition & Indicators"  $\rightarrow$  "Composition DAX" and "Composition MDAX". Deutsche Börse AG regularly calculates the free float for index weighting purposes according to the definition set out in Section 1.9 of the "Guide to the Equity Indices of Deutsche Börse" which is also available under www.dax-indices.com ("Downloads"  $\rightarrow$  "Guides & Factsheets"). Inclusion in the DAX® and MDAX® requires, among other things, a minimum free float of 10%.

We hope you will find this booklet useful. We will be pleased to answer any queries you may have in connection with the information presented in this booklet.

Frankfurt am Main. October 2014

Dr. Gabriele Apfelbacher (gapfelbacher@cgsh.com)

Dr. Thomas Kopp (tkopp@cgsh.com)

Jochen von Berghes (ivonberghes@cash.com)

© Cleary Gottlieb Steen & Hamilton LLP, 2014. All rights reserved. Throughout this booklet, "Cleary Gottlieb" refers to Cleary Gottlieb Steen & Hamilton LLP and its affiliated entities in certain jurisdictions, and the term "offices" includes offices of those affiliated entities. This booklet was prepared based on publicly available information from third party sources as a service to clients and other friends of Cleary Gottlieb to provide a compilation of information that may be of interest to them. Cleary Gottlieb does not assume any responsibility for the accuracy or completeness of the information presented in this booklet. Also, the information presented is general, and should not be considered or relied on as legal advice.

#### **Table of Contents**

#### DAX<sup>®</sup> Companies

adidas AG	1
Allianz SE	2
BASF SE	4
Bayer Aktiengesellschaft	5
Bayerische Motoren Werke Aktiengesellschaft	6
Beiersdorf Aktiengesellschaft	7
COMMERZBANK Aktiengesellschaft	8
Continental Aktiengesellschaft	10
Daimler AG	11
DEUTSCHE BANK AKTIENGESELLSCHAFT	12
Deutsche Börse Aktiengesellschaft	14
Deutsche Lufthansa Aktiengesellschaft	16
Deutsche Post AG	17
Deutsche Telekom AG	19
E.ON SE	20
Fresenius Medical Care AG & Co. KGaA	21

Fresenius SE & Co. KGaA	2
HeidelbergCement AG	2
Henkel AĞ & Co. KGaA	
Infineon Technologies AG	2
K+S Aktiengesellschaft	2
LANXESS Aktiengesellschaft	2
Linde Aktiengesellschaft	2
MERCK Kommanditgesellschaft auf Aktien	2
Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft	
in München	3
RWE Aktiengesellschaft	3
SAP AG	3
Siemens Aktiengesellschaft	3
ThyssenKrupp AG	
VOLKSWAGEN AKTIENGESELLSCHAFT	

### German MDAX® Companies

Aareal Bank AG	40
Aurubis AG	42
Axel Springer SE	43
Bilfinger SE	
Brenntag AG	
Celesio AG	47
Deutsche Annington Immobilien SE	48
Deutsche EuroShop AG	50
Deutsche Wohnen AG	
DMG MORI SEIKI AKTIENGESELLSCHAFT	
Dürr Aktiengesellschaft	
ElringKlinger AG	
Evonik Industries AG	
Fielmann Aktiengesellschaft	58
Fraport AG Frankfurt Airport Services Worldwide	
FUCHS PETROLUB SE	
GEA Group Aktiengesellschaft	
Gerresheimer AG	
Gerry Weber International AG	63
Hannover Rück SE	
HOCHTIEF Aktiengesellschaft	
HUGO BOSS AG	
Kabel Deutschland Holding AG	67
KION GROUP AG	07
NON GROUF AG	00

Klöckner & Co SE	69
KRONES Aktiengesellschaft	70
KUKA Aktiengesellschaft	7
LEG Immobilien AG	72
LEONI AG	73
MAN SE	74
METRO AG	
MTU Aero Engines AG	77
NORMA Group SE	
OSRAM Licht AG	
ProSiebenSat.1 Media AG	
Rheinmetall Aktiengesellschaft	
RHÖN-KLINIKUM Aktiengesellschaft	
Salzgitter Aktiengesellschaft	
Sky Deutschland AG	
STADA Arzneimittel Aktiengesellschaft	
Südzucker Aktiengesellschaft Mannheim/Ochsenfurt	
Symrise AG	
TAG Immobilien AG	
Talanx Aktiengesellschaft	
TUI AG	
Wacker Chemie AG	
Wincor Nixdorf Aktiengesellschaft	95

## DAX<sup>®</sup> Companies

		I					
Company	ISIN	WKN	adidas AG		DE000A1EWWW0	A1EWWW	
Registered S	Share Cap	ital	EUR 209,216,186		209,216,186 no par value shares	1 EUR notional value per share	
Free Float as	s of Septe	ember 2014	100%				
Authorized (	Capital		Amount	Term	Subscription Rights	Type of Contribution	
Authoriz	ed Capita	l 2013/I	EUR 50,000,000	July 1, 2018	yes	cash	
Authorized Capital 2013/II			EUR 25,000,000	July 1, 2016	no	in kind (for M&A and certain other purposes; debt-equity swap possible)	
Authorized Capital 2013/III			EUR 20,000,000	July 1, 2018	yes (except up to 10% at market or listing on foreign stock exchange)	cash	
Commen	nts		aggregate amount (45.41%)	is below the statutor	ry limit of 50% of registered share capital		
Authorization to Issue Convertible Bonds and Similar Instruments (of May 8, 2014)		Amount of Principal	Term	Subscription Rights	Type of Consideration		
	ble Bonds vith Warra		up to EUR 1,000,000,000	May 7, 2019	yes (except up to 10% at market)	cash	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments	
		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different if mandatory conversion)	upon maturity of the convertible bonds (which includes maturity due to termination) the company may deliver shares of another publicly listed company		
	Conditional Capital underlying		Amount	EUR 12,500,000			
Authorization		Comments	amount (5.97%) together with other conditional capital outstanding has to be applied towards the statutory limit of 50% of registered share capital				

Company	ISIN	WKN	Allianz SE		DE0008404005		840400	
Registered Share Capital		EUR 1,168,640,000		456,500,000 no par va	lue shares	EUR 2.56 no	otional value per share	
Free Float as	of Septe	mber 2014	99.40%					
Authorized C	Capital		Amount	Term	Subscription Rights		Type of Cor	ntribution
Authorized Capital 2014/I		EUR 550,000,000	May 6, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt-equity swap possible)	
Authorized Capital 2014/II		I 2014/II	EUR 15,000,000	May 6, 2019	yes (except issuances company/group employ		cash	
Commen	ts		aggregate amount (48.35%) i issuances without subscriptio issued without subscription ri	n rights (incl. shar	es underlying convertible			
Authorization Convertible and Similar I (of May 7, 20	Bonds nstrumer		Amount of Principal	Term	Subscription Rights		Type of Co	nsideration
Convertil Bonds w Profit Pa	ith Warra	nts or	up to EUR 10,000,000,000	May 6, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap possible)

<sup>-</sup> continued on next page -

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
	yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination may be different in case of mandatory conversion)	aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights under this authorization and bonds issued without subscription rights under authorization of May 5, 2010 (incl. shares issued without subscription rights under Authorized Capital 2014/I) is limited to EUR 233,728,000			
Conditional Capital underlying	Amount	EUR 250,000,000					
Authorization	Comments	amount (21.39%) is below the statutory limit of 50% of registered share capital; bonds issued agains consideration in kind cannot be secured by this underlying conditional capital; upon conversion, company will deliver treasury shares or shares issued under authorized capital; the conditional capital is securing bonds issued under the authorization of May 7, 2014 (up to EUR 230,000,000) and under the authorization of May 5, 2010 (EUR 20,000,000)					

Company	ISIN	WKN	BASF SE		DE000BASF111	DE000BASF111		BASF11	
Registered Share Capital		EUR 1,175,652,728.32		918,478,694 no pa	r value shares	EUR 1.28 notic	onal value per share		
Free Float a	s of Septe	ember 2014	100%						
Authorized (	Capital		Amount	Term	Subscription Rigi	nts	Type of Contr	ibution	
Authoriz	Authorized Capital (2014)		EUR 500,000,000	May 1, 2019	against cash contribution: yes (except up to 10% at market)	contribution: yes contribution in (except up to kind: no		in kind (for M&A purposes; debt-equity swap not possible)	
Commer	nts		amount (42.53%) is below t subscription rights is limited			re capital; aggregate	amount of share i	ssuances without	
Convertible	Authorization to Issue Convertible Bonds and Similar Instruments		Amount of Principal	Term	Subscription Rigi	Subscription Rights		Type of Consideration	
n/a			n/a	n/a	n/a		n/a		
Basic Te	Basic Terms		Mandatory Feature	Term of Securities	Conversion / Stri	Conversion / Strike Price			
			n/a	n/a	n/a		n/a		
Conditional		nderlying	Amount	n/a					
Authorizatio	Authorization		Comments	n/a					

Company	ISIN	WKN	Bayer Aktiengesellschaft		DE000BAY0017		BAY001	
Registered Share Capital		EUR 2,116,986,388.48		826,947,808 no par value shares		2.56 EUR notional value per share		
Free Float as	Free Float as of September 2014		100%					
Authorized Capital		Amount	Term	Subscription Rights		Type of Contril	oution	
Authorized Capital I (2014)		EUR 530,000,000	April 28, 2019	against cash contribution: yes (except up to 10% at market or introduction to trading on a foreign stock exchange)	against contribution in kind: no	cash	in kind (for M&A purposes; debt-equity swap possible)	
Authorize	ed Capital	I II (2014)	EUR 211,698,560	April 28, 2019	yes (except up to 10%	6 at market)	cash	
Commen	its		aggregate amount (35.04%) in case of shares issued as 423,397,120; aggregate am	scrip dividend; Autho	rized Capital I: share is:	suances against co	ontribution in kind	are limited to EUR
Authorization to Issue Convertible Bonds and Similar Instruments (of April 29, 2014)			Amount of Principal	Term	Subscription Rights	i	Type of Consid	leration
Bonds w Profit Pa	ble Bonds ith Warrar rticipation ked Bond	nts, n Rights or	up to EUR 6,000,000,000	April 28, 2019	yes (except up to 10%	6 at market)	cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike	Price	Comments	
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		n/a	
Conditional	Capital ur	nderlying	Amount	EUR 211,698,560				
Authorizatio	n		Comments	amount (10%) is below the statutory limit of 50% of registered share capital				

Company	ISIN	WKN	Bayerische Motoren Werke Aktiengesellschaft		(ordinary shares; DAX) (preference shares)	519000 (ordinary shares; DAX) 519003 (preference shares)
Registered S	Share Cap	ital	EUR 656,254,983		par value ordinary shares par value preference shares	EUR 1 notional value per ordinary/preference share
Free Float as	s of Septe	mber 2014	ordinary shares: 53.40%			
Authorized Capital			Amount	Term	Subscription Rights	Type of Contribution
Authoriz	ed Capital	2014	EUR 5,000,000	May 14, 2019	no	cash
Commen	nts		amount (0.76%) is below the st shares to company/group empl		of registered share capital; authorize	ation is limited to issuances of preference
Authorizatio Convertible and Similar	Bonds		Amount of Principal	Term	Subscription Rights	Type of Consideration
n/a			n/a	n/a	n/a	n/a
Basic Te	Basic Terms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
			n/a	n/a	n/a	n/a
	Conditional Capital underlying Authorization		Amount	n/a		
Authorizatio			Comments	n/a		

Company	ISIN	WKN	Beiersdorf Aktiengesellsc	haft	DE0005200000		520000		
Registered Share Capital		EUR 252,000,000	UR 252,000,000		252,000,000 no par value shares		EUR 1 notional value per share		
Free Float as	s of Septe	ember 2014	39.54%						
Authorized (	Capital		Amount	Term	Subscription Righ	nts	Type of Contrib	ution	
Authoriz	ed Capita	I I (2010)	EUR 42,000,000	April 28, 2015	yes		cash		
Authoriz	ed Capita	I II (2010)	EUR 25,000,000	April 28, 2015	yes (except up to 1	0% at market)	cash		
Authorized Capital III (2010)		EUR 25,000,000	April 28, 2015	against cash contribution: yes	against contribution in kind: no	cash	in kind (for M&A purposes only, debt-equity swap not possible)		
Commen	nts		aggregate amount (36.51%) is below the statutory limit of 50% of registered share capital						
Authorization to Issue Convertible Bonds and Similar Instruments (of April 29, 2010)			Amount of Principal	Term	Subscription Rights		Type of Consideration		
	ble Bond ith Warra		up to EUR 1,000,000,000	April 28, 2015	yes (except up to 1	10% at market)	cash		
Basic Terms			Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments		
			yes	max. 20 years	at least 80% of refe determined prior to / during subscription	issuance of bonds	n/a		
Conditional Capital underlying		nderlyina	Amount	EUR 42,000,000					
Authorizatio									

Company	ny ISIN WKN COMMERZBANK Aktiengesellschaft *		DE000CBK1001	CBK100		
Registered Share Capital		ital	EUR 1,138,506,941 1,138,506,941 no par value shares		EUR 1 notional value per share	
Free Float as of September 2014			82.85%			

Authorized Capital	Amount	Term	Subscription Righ	Subscription Rights		on
Authorized Capital 2011	EUR 1,462,936,397	Mai 5, 2016	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	In kind (for M&A purposes; debt- equity swap possible)
Authorized Capital 2012/1	EUR 1,150,000,000.00	Mai 22, 2017	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	In kind (for M&A purposes; debt- equity swap possible)
Comments	aggregate amount (229.519 by means of combination of that the issuance of new shregistered share capital; sha 20,000,000 of registered sh employees and management compensation claims	shares; the company ares, if any, out of Au are issuances to com are capital; shares ca	y's management boar uthorized Capital 2011 pany/group employed an be issued to the co	od has undertaken in a I and Authorized Cap es out of Authorized Company's managemen	the agenda for the gen ital 2012/1 will be limi Capital 2011 are limite nt board members and	neral meeting 2013 ted to 50% of d to EUR d company/group

Authorization to Issue Convertible Bonds and Similar Instruments (of Mai 23, 2012)	Amount of Principal	Term	Subscription Rights		Type of Consideration	
Convertible Bonds, Bonds with Warrants or Profit Participation Rights	up to EUR 8,400,000,000	Mai 22, 2017	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- equity swap possible)

<sup>\*</sup> As a result of capital injections by the German government in 2008/2009, capital measures of COMMERZBANK Aktiengesellschaft which have a nexus to such capital injections are subject to the special regime of the German Financial Market Stabilization Acceleration Act (Finanzmarktstabilisierungsbeschleunigungsgesetz).

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
	yes	no max. term	at least 60% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)				
Conditional Capital underlying	Amount	EUR 2,750,000,00	0				
Authorization	Comments	amount (241.54%) is above the statutory limit of 50% of registered share capital as a result of the 2013 capital reduction by means of combination of shares; the company's management board has undertaken in the agenda for the general meeting 2013 that the issuance of new shares, if any, out of this conditional capital is limited to 50% of registered share capital					

Company	ISIN	WKN	Continental Aktiengesellschaft		DE0005439004		543900		
Registered S	Share Cap	ital	EUR 512,015,316.48		200,005,983 no par value shares		EUR 2.56 notional value per share		
Free Float as	s of Septe	mber 2014	54.00%						
Authorized (	Capital		Amount Term		Subscription Righ	nts	Type of Contribution		
Authorized Capital 2012		EUR 70,000,000	April 26, 2015	against cash contribution: yes (except up to 10% at market)	against contribution in kind: <i>de facto</i> no	cash	in kind		
Comments			amount (13.67%) is below the statutory limit of 50% of registered share capital						
Authorization to Issue Convertible Bonds and Similar Instruments (of April 27, 2012)		Amount of Principal	Term	Subscription Rights		Type of Consideration			
Bonds w Profit Pa	ble Bonds ith Warrar rticipation ked Bond	nts, n Rights or	up to EUR 2,500,000,000	April 26, 2015	yes (except up to 1	0% at market)	cash		
Basic Terms	•		Mandatory Feature	Term of Securities	Conversion / Strik	ce Price	Comments		
			yes	no max. term	at least 80% of refe determined prior to / during subscription	issuance of bonds	n/a		
	Conditional Capital underlying Authorizations		Amount	EUR 51,000,000					
			Comments		ogether with other cor 0% of registered shar		anding has to be a	applied towards the	

Company ISIN WKN	Daimler AG	Daimler AG D		710000		
Registered Share Capital	EUR 3,069,671,971.76		1,069,837,447 no par value shares	par value shares EUR 2.87 notional value pe		
Free Float as of September 2014	93.16%					
Authorized Capital	Amount	Term	Subscription Rights	Type of Contribut	ion	
Authorized Capital 2014	EUR 1,000,000,000	April 8, 2019	against cash against contribution: yes contribution in (except up to kind: no 10% at market)	cash	in kind (for M&A purposes; debt- equity swap possible)	
Comments amount (32.58%) is below the statutory limit of 50% of registered share capital						
Authorization to Issue Convertible Bonds and Similar Instruments (of April 14, 2010)	Amount of Principal	Term	Subscription Rights	Type of Consideration		
Convertible Bonds or Bonds with Warrants	up to EUR 10,000,000,000	April 13, 2015	yes (except up to 10% at market)	cash		
Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments		
	yes	max. 10 years	at least 80% of reference price determined prior to issuance of bonds / during subscription period	n/a		
Conditional Capital underlying	Amount	EUR 500,000,00	0			
Authorization	Comments	amount (16.29%) together with other conditional capital outstanding has to be applied towards the statutory limit of 50% of registered share capital				

Company	ISIN	WKN	DEUTSCHE BANK AKTIEN	GESELLSCHAFT	DE0005140008		514000		
Registered :	Share Cap	ital	EUR 3,530,939,215.36		1,379,273,131 no par value shares		EUR 2.56 notional value per share		
Free Float a	s of Septe	ember 2014	94.17%						
Authorized	Authorized Capital		Amount Term S		Subscription Rights		Type of Contri	bution	
Authorized Capital 2013		I 2013	EUR 579,863.04	April 30, 2018	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)	
Authoriz	Authorized Capital 2014		EUR 256,000,000	April 30, 2019	yes (except up to 1	0% at market)	cash		
Commer	nts		aggregate amount (7.27%) is below the statutory limit of 50% of registered share capital						
Authorization Convertible and Similar	Bonds		Amount of Principal	Term	Subscription Rights		Type of Consideration		
Bonds w Profit Pa	ible Bonds vith Warra articipation zation I of	nts or n Rights	up to EUR 9,000,000,000	April 30, 2017	yes (except up to 1	10% at market)	cash		
Profit Participation Rights (with Warrants or conversion feature), Hybrid Bonds or Bonds with Warrants or Convertible Bonds (Authorization II of May 22, 2014)		conversion onds or nts or	up to EUR 12,000,000,000	April 30, 2019	yes (except up to 1	10% at market)	cash		

- continued on next page -

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
Authorization I (2012)	yes	max. 20 years or indefinite term (for convertible bonds or bonds with Warrants)	at least 50% of reference price determined prior to issuance of bonds / during subscription period	n/a			
Authorization II (2014)	yes	max. 20 years or indefinite term (for convertible bonds or bonds with warrants)	at least 50% of reference price determined prior to issuance of bonds / during subscription period	profit participation rights and hybrid bonds must be in line with the requirements of European banking legislation for additional tier 1 capital			
Conditional Capital underlying Authorization	Amount	Authorization I (2012): EUR 230,400,000; Authorization II (2014): EUR 256,000,000					
Authorization	Comments	aggregate amount (13.78%) is below the statutory limit of 50% of registered share capital					

Company ISIN WKN		WKN	Deutsche Börse Aktiengesellschaft DE0005810055		581005	
Registered S	hare Cap	ital	EUR 193,000,000	193,000,000 no par value shares	EUR 1 notional value per share	
Free Float as	of Septe	mber 2014	95.36%			

Authorized Capital	Amount	Term	Subscription Rigi	nts	Type of Contribu	ıtion
Authorized Capital I (2011)	EUR 5,200,000	May 11, 2016	against cash contribution: yes	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)
Authorized Capital II (2010)	EUR 27,800,000	May 26, 2015	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)
Authorized Capital III (2010)	EUR 19,500,000	May 26, 2015	yes		cash	
Authorized Capital IV (2012)	EUR 6,000,000	May 15, 2017	against cash contribution: yes (except issuances to company/group employees, management, and executive board members)	against contribution in kind: yes (except issuances to company/group employees, management, and executive board members)	cash	in kind
Comments	aggregate amount (30.31% without subscription rights to without subscription rights to per financial year	company/group em	ployees are limited to	EUR 3,000,000; Aut	horized Capital IV: s	share issuances

<sup>-</sup> continued on next page -

Authorization to Issue Convertible Bonds and Similar Instruments (of May 15, 2014)	Amount of Principal	Term	Subscription Rights	Type of Consideration
Convertible Bonds or Bonds with Warrants	up to EUR 2,500,000,000	May 14, 2019	yes (except up to 10% at market)	cash
Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
	yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period	aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under any other authorization) is limited to 20% of registered share capital
Conditional Capital underlying	Amount	EUR 19,300,000		
Authorization	Comments	amount (10.00%) i	is below the statutory limit of 50% of regist	ered share capital

Company	ISIN	WKN	Deutsche Lufthansa Akti	Deutsche Lufthansa Aktiengesellschaft			823212	
Registered S	Share Cap	ital	EUR 1,180,352,000		461,075,000 no par value si	hares	2.56 EUR notional value per share	
Free Float as	s of Septe	mber 2014	100%					
Authorized (	Capital		Amount	Term	Subscription Rights		Type of Con	tribution
Authoriz	ed Capita	I A (2010)	EUR 561,160,092	April 28, 2015	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt- equity swap not possible)
Authoriz	ed Capita	I B (2014)	EUR 29,000,000	April 28, 2019	no		cash	
Authorizatio Convertible and Similar	Bonds		rights under authorization is	pelow) is limited to 2 s; special rules apply	res underlying convertible bond 0% of registered share capital; in respect of certain ownershi Subscription Rights	Authorized Cap	ital B: limited to	issuances of shares to Ifeguard Evidence of
Bonds w Profit Pa	ble Bonds	nts, n Rights or	up to EUR 1,500,000,000	May 2, 2016	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes only; debt- convertible swap not possible)
Basic Te		3	Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments	possible)
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period		n/a	
Conditional		nderlying	Amount	EUR 234,464,035.8	0			
Authorization			statutory limit of 509	gether with other conditional c % of registered share capital; b ng conditional capital; upon co	onds issued aga	ainst considerati	on in kind cannot be	

Company	ISIN	WKN	Deutsche Post AG DE000558		DE0005552004	DE0005552004		555200	
Registered S	Share Cap	oital	EUR 1,209,672,789		1,209,672,789 no par	value shares	EUR 1 notional value per share		
Free Float a	s of Septe	ember 2014	79.01%						
Authorized Capital		Amount	Term	Subscription Rights		Type of Cont	ribution		
Authorized Capital 2013		I 2013	EUR 239,343,085	May 28, 2018	against cash contribution: yes (except up to 10% at market, issuances to company/group employees, management and executive board members or introduction to trading on a foreign stock exchange)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap possible)	
Commer	nts		amount (19.79%) is below t subscription rights (incl. sha authorization below) is limit	res underlying con-	vertible bonds or bonds w				
Authorization Convertible and Similar (of May 29, 2	Bonds Instrume	-	Amount of Principal	Term	Subscription Rights		Type of Cons	sideration	
Bonds w Profit-lin	ble Bond vith Warra ked Bond ition Righ	nts, Is or Profit	up to EUR 1,500,000,000	May 28, 2018	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible	

<sup>-</sup> continued on next page -

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
	yes	no max. term	at least 50% of reference price determined prior to issuance of bonds / during subscription period	aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under Authorized Capital 2013) is limited to 20% of registered share capital
Conditional Capital underlying Authorization	Amount	EUR 75,000,000		
Authorization	Comments		together with other conditional capital outstandi 50% of registered share capital	ng has to be applied towards the

Company ISIN	WKN	Deutsche Telekom AG		DE0005557508		555750	
Registered Share Capital		EUR 11,611,062,392.32		4,535,571,247 no	par value shares	EUR 2.56 notional value per share	
Free Float as of September	r 2014	68.61%					
Authorized Capital		Amount	Term	Subscription Rights		Type of Con	tribution
Authorized Capital 2013	3	EUR 1,959,945,871.36	May 15, 2018	against cash against contribution: yes contribution in kind: no		cash	in kind (debt-equity swap possible in connection with M&A transaction)
Comments		aggregate amount (16.88%)	is below the statuto	ry limit of 50% of reg	istered share capital		
Authorization to Issue Convertible Bonds and Similar Instruments (of May 15, 2014)		Amount of Principal	Term	Subscription Rights		Type of Consideration	
Convertible Bonds, Bonds with Warrants, Profit Participation Rigi Profit-linked Bonds	hts or	up to EUR 6,500,000,000	May 14, 2019	yes (except up to	10% at market)	cash	
Basic Terms		Mandatory Feature	Term of Securities	Conversion / Stri	ke Price	Comments	3
		yes	no max. term	determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion) underlying conditi issued in connectivi without subscriptiv issued without sul Authorized Capita		amount of shares from conditional capital to be onnection with bonds issued scription rights (incl. shares out subscription rights under Capital 2013) is limited to stered share capital	
Conditional Capital underly	ying	Amount	EUR 1,100,000,00	00			
Authorization	•	Comments	amount (9.47%) is	s below the statutory	limit of 50% of registe	ered share cap	ital

Company	ISIN	WKN	E.ON SE		2,001,000,000 no par value shares		ENAG99	
Registered S	Share Cap	pital	EUR 2,001,000,000		2,001,000,000 no par val	ue shares	EUR 1 notional	value per share
Free Float a	s of Septe	ember 2014	95.29%					
Authorized (	Capital		Amount	Term	Subscription Rights		Type of Contrib	oution
Authorized Capital 2012		al 2012	EUR 460,000,000	May 2, 2017	contribution: yes contribution pun (except up to 10% at in kind: no swa			in kind (for M&A purposes; debt-equity swap might be possible)
Commer	nts		amount (22.99%) is below t subscription rights (incl. tho authorization below) is limit	se underlying cor	nvertible bonds or bonds wit			
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of May 3, 2012)		Amount of Principal	Term	Subscription Rights		Type of Consid	leration
Bonds w Profit Pa	ble Bond ith Warra rticipatio ked Bond	nts, n Rights or	up to EUR 5,000,000,000	May 2, 2017	yes (except up to 10% at market)		cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price	e	Comments	
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds		underlying condi issued in connect without subscrip issued without s	unt of shares from itional capital to be ction with bonds issued tion rights (incl. shares ubscription rights under tal 2012) is limited to ad share capital
Conditional		nderlying	Amount	EUR 175,000,0	000			
Authorizatio	on		Comments	amount (8.75%	s) is below the statutory limit	of 50% of registe	ered share capital	

Company	ISIN	WKN	Fresenius Medical Care	AG & Co. KGaA	DE0005785802 (ordina	ry shares; DAX)	578580 (or	dinary shares; DAX)
Registered	Share Cap	oital	EUR 308,995,730		308,995,730 no par val	ue ordinary shares	EUR 1 notional value per ordinary share	
Free Float a	s of Septe	ember 2014	69.50%					
Authorized	Capital		Amount	Term	Subscription Rights		Type of Co	ontribution
Authoriz	ed Capita	I 2010/I	EUR 35,000,000	May 10, 2015	yes		cash	
Authorized Capital 2010/II		EUR 25,000,000	May 10, 2015	against cash contribution: yes (except up to 10% at market)	cash	in kind (for M&A purposes; debt- equity swap might be possible)		
Comme	nts		aggregate amount (19.42	%) is below the statut	ory limit of 50% of registere	ed share capital		
Authorization Convertible and Similar	Bonds	-	Amount of Principal	Term	Subscription Rights		Type of Co	onsideration
n/a			n/a	n/a	n/a		n/a	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strike P	rice	Comments	5
			n/a	n/a	n/a		n/a	
Conditional		nderlying	Amount	n/a				
Authorization	on		Comments	n/a				

Company	ISIN	WKN	Fresenius SE & Co. KGa	ıA	DE0005785604 (ordin	nary shares)	578560 (ordinar	y shares)
Registered S	Share Cap	oital	EUR 540,511,632 *		540,511,632 no par v shares	alue ordinary	EUR 1 notional value per ordinary share	
Free Float as	s of Septe	ember 2014	73.19%					
Authorized (	Capital		Amount	Term	Subscription Rights	Subscription Rights		oution
Authorized Capital I (2014)		EUR 120,960,000	May 15, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)	
Comments			amount (22.38%) is below subscription rights is limited			apital; aggregate	e amount of share	issuances without
Authorization to Issue Convertible Bonds and Similar Instruments (of May 16, 2014)		Amount of Principal	Term	Subscription Rights	Subscription Rights		leration	
	ble Bonds		up to 2,500,000,000	May 15, 2019	yes (except up to 10% at market)		cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike	Price	Comments	
		yes	no max. term	at least 80% of refere determined prior to is bonds		underlying cond issued in conne without subscrip issued without s	unt of shares from itional capital to be ction with bonds issued bition rights (incl. shares subscription rights under al above is limited to 20% are capital)	
Conditional Authorizatio		nderlying	Amount	EUR 48,971,202				
Authorizatio	711		Comments		ogether with other conditi 50% of registered share ca		standing has to be	applied towards the

<sup>\*</sup> The 2014 annual general meeting resolved a stock split by increasing the registered share capital in the amount of EUR 360,341,088 out of company funds to EUR 540,511,632. The stockholders received for each share two additional new shares.

Company	ISIN	WKN	HeidelbergCement AG		DE0006047004	604700		
Registered S	Share Cap	oital	EUR 563,749,431		187,916,477 no par value shares	EUR 3 notional value per share		
Free Float as	s of Septe	ember 2014	74.57%					
Authorized (	Capital		Amount	Term	Subscription Rights	Type of Contribution		
Authoriz	Authorized Capital I (2010)		EUR 225,000,000	May 5, 2015	yes (except up to 10% at market)	cash		
Authorized Capital II (2010)		I II (2010)	EUR 54,850,569	May 5, 2015	May 5, 2015 no in kind (for debt-equity			
Commen	its		aggregate amount (49.64%	) is slightly below the	statutory limit of 50% of registered share	e capital		
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of May 8, 2013)		Amount of Principal	Term	Subscription Rights	Type of Consideration		
Bonds w Profit Pa	ble Bond ith Warra rticipation ked Bond	nts, ns Rights or	up to EUR 3,000,000,000	May 7, 2018	yes (except up to 10% at market)	cash		
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments		
			yes	no max. term	80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)	n/a		
	onditional Capital underlying	Amount	EUR 168,000,000					
Authorizatio	n		Comments	amount (29.80%) i	s below the statutory limit of 50% of regi	stered share capital		

Company	ISIN	WKN	Henkel AG & Co. KGaA		(ordinary shares) (preference shares; DAX)	604840 (ordinary shares) 604843 (preference shares; DAX)
Registered \$	Share Cap	ital	EUR 437,958,750		par value ordinary shares par value preference shares	EUR 1 notional value per ordinary/preference share
Free Float a	s of Septe	mber 2014	preference shares: 97.93%	)		
Authorized (	Capital		Amount	Term	Subscription Rights	Type of Contribution
Authorized Capital 2010		2010	EUR 25,600,000	April 18, 2015	yes (except up to 10% at market)	cash
Commen	nts		amount (5.85%) is below the shares	ne statutory limit of	50% of registered share capital; authorizat	tion is limited to issuances of preference
Authorizatio Convertible and Similar	Bonds		Amount of Principal	Term	Subscription Rights	Type of Consideration
n/a			n/a	n/a	n/a	n/a
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
			n/a	n/a	n/a	n/a
Conditional Capital underlying Authorization		derlying	Amount	n/a		

Company	ISIN WKN	Infineon Technologies AC	Infineon Technologies AG		623100	
Registered S	Share Capital	EUR 2,162,166,068		1,081,083,034 no par value sha	res EUR 2 notion	onal value per share
Free Float as	of September 2014	99.47%				
Authorized C	Capital	Amount	Term	Subscription Rights	Type of Co	ontribution
Authorized Capital 2010/I		EUR 648,000,000	February 10, 2015	against against contribut cash in kind: no contribution: yes (except up to 10% at market)	ion cash	in kind (for M&A purposes; debt- equity swap might be possible)
Authorize	ed Capital 2010/II	EUR 40,000,000	February 10, 2015	no	cash	
Commen	ts	aggregate amount (31.82% issuances to company/grou		nit of 50% of registered share capital	; Authorized Capita	Il 2010/II: limited to share
Authorization Convertible I and Similar I (of February	Bonds nstruments	Amount of Principal	Term	Subscription Rights	Type of Co	nsideration
	ole Bonds or ith Warrants	up to EUR 2,000,000,000	February 12, 2019	yes (except up to 10% at marke	t) cash	
Basic Ter	rms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments	
		yes	no max. term	at least 90% of reference price determined prior to issuance of bonds / during subscription perior	n/a od	
	Capital underlying	Amount	EUR 260,000,000			
Authorization	n	Comments		ther with other conditional capital out	standing has to be	applied towards the

Company	ISIN	WKN	K+S Aktiengesellschaft		DE000KSAG	888	KSAG88	
Registered S	hare Cap	ital	EUR 191,400,000		191,400,000	no par value shares	EUR 1 notio	nal value per share
Free Float as	of Septe	mber 2014	92.95%					
Authorized C	Capital		Amount	Term	Subscription	Subscription Rights		ntribution
n/a			n/a	n/a n/a n/a		n/a	n/a	
Commen	ts		n/a					
Convertible I	Authorization to Issue Convertible Bonds and Similar Instruments		Amount of Principal	Term	Subscription	Subscription Rights		nsideration
n/a	n/a		n/a	n/a	n/a		n/a	
Basic Ter	rms		Mandatory Feature	Term of Securities	Conversion	/ Strike Price	Comments	
		n/a	n/a	n/a		convertible warrants fai meetings in (majority re- no proposal	or authorization to issue bonds or bonds with led at annual general 2008, 2009 and 2010 quirements were not met), at annual general 011, 2012, 2013 and 2014	
Conditional (		derlying	Amount	n/a				
Authorization	n		Comments	n/a				

Company	ISIN	WKN	LANXESS Aktiengesellscl	naft	DE0005470405		547040	
Registered S	Share Cap	oital	EUR 91,522,936		91,522,936 no par	value shares	EUR 1 notiona	l value per share
Free Float a	s of Septe	ember 2014	100%					
Authorized (	Capital		Amount	Term	Subscription Righ	hts	Type of Contr	ibution
Authoriz	Authorized Capital II (2013)		EUR 16,640,534	May 22, 2018	against cash against contribution: yes contribution in (except up to kind: no 10% at market)		cash	in kind (for M&A purposes; debt-equity swap possible)
Authoriz	Authorized Capital II (2010)		EUR 8,320,268	May 27, 2015	against cash against contribution: yes contribution in (except up to kind: no 10% at market)		cash	in kind (for M&A purposes; debt-equity swap possible)
Commen	Comments		aggregate amount (27.27%)	) is below the statuto	ory limit of 50% of regi	stered share capital		
Authorizatio Convertible and Similar (of May 18, 2	Bonds Instrumer	-	Amount of Principal	Term	Subscription Rigi	hts	Type of Consi	ideration
Bonds w Profit Pa	ble Bonds ith Warra rticipation ked Bond	nts, n Rights or	up to EUR 2,000,000,000	May 17, 2016	against cash consi (except up to 10%		cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Stril	ke Price	Comments	
			yes	no max. term	at least 80% of refe determined prior to / during subscription	issuance of bonds	n/a	
	Conditional Capital underlying		Amount	EUR 16,640,534				
Authorizatio	n		Comments	amount (18.18%)	is below the statutory	limit of 50% of regis	tered share capita	al

Company	ISIN	WKN	Linde Aktiengesellschaft		DE0000400004		0.40000	
					DE0006483001 185,648,912 no par value shares		648300	
Registered S	Share Cap	oital	EUR 475,261,214.72		185,648,912 no par value shares		EUR 2.56 notional value per share	
Free Float as	s of Septe	ember 2014	92.70%					
Authorized C	Capital		Amount	Term	Subscription Rights		Type of Contrib	ution
Authorize	Authorized Capital I (2013)		EUR 47,000,000	May 28, 2018	against cash against contribution: yes contribution (except up to 10% at market or issuances to company/group employees)		cash	in kind (for M&A purposes only; debt-equity swap not possible)
Authorized Capital II (2012)		il II (2012)	EUR 37,119,265.28	May 3, 2017	against cash against contribution: yes contribution (except up to 10% at in kind: no market)		cash	in kind (for M&A purposes only; debt-equity swap not possible)
Commen	ts		aggregate amount (17.70% without subscription rights t				Authorized Capital I	: share issuances
Authorizatio Convertible and Similar I (of May 29, 2	Bonds Instrume		Amount of Principal	Term	Subscription Rights		Type of Conside	eration
Convertil Bonds w			up to EUR 3,500,000,000	May 28, 2018	yes (except up to 10% a	t market)	cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Pri	ice	Comments	
			yes	no max. term	at least 80% of referenc determined prior to issu- during subscription perio	ance of bonds /	n/a	
	onditional Capital underlying		Amount	EUR 47,000,000				
Authorization			Comments		together with other condition		anding has to be ap	plied towards the

Company	ISIN	WKN	MERCK Kommanditgesel	schaft auf Aktien	DE0006599905		659990	
Registered S	hare Cap	ital	EUR 168,014,927.60		129,242,252 no pa	r value shares *	EUR 1.30 not	ional value per share
Free Float as	of Septe	mber 2014	100%					
Authorized C	Capital		Amount	Term	Subscription Rights		Type of Con	tribution
Authorized Capital (2013)			EUR 56,521,124.19	April 26, 2018	against cash contribution: yes (except up to 10% at market)	against contribution in kind: yes	cash	in kind
Comments			amount (33.64%) is below t reflect exclusion of subscrip 2014 (majority requirements	tion rights with respe				
Authorization to Issue Convertible Bonds and Similar Instruments (of May 9, 2014)			Amount of Principal	Term	Subscription Rights		Type of Con	sideration
Bonds w Profit Par	ole Bonds ith Warrar rticipation ked Bond	nts, n Rights or	up to EUR 2,000,000,000	May 8, 2019	yes (except up to 10% at market)		cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strik	ke Price	Comments	
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds is without subscription rights (incl. sf issued without subscription rights authorized capital) is limited to 20' registered share capital	
	Conditional Capital underlying	Amount	EUR 16,801,491.2	0				
Authorizatio	n		Comments	amount (10%) is b	elow the statutory limi	t of 50% of registere	d share capital	

<sup>\*</sup> The 2014 annual general meeting resolved a stock split, dividing each share into two shares.

Company	ISIN	WKN	Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft in München		DE0008430026		843002		
Registered Share Capital  Free Float as of September 2014  Authorized Capital			EUR 587,725,396.48		172,942,618 no par value shares		EUR 3.40 notional value per share		
			88.14%						
			Amount	Term	Subscription Rights		Type of Contribution		
Authorized Capital 2011			EUR 10,000,000	April 19, 2016	no		cash		
Authorized Capital 2013			EUR 280,000,000	April 24, 2018	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)	
Comments		aggregate amount (49.34%) is slightly below the statutory limit of 50% of registered share capital; Authorized Capital 2013: aggregate amount of share issuances without subscription rights is limited to 20% of registered share capital; Authorized Capital 2011: authorization is limited to share issuances to company/group employees							
Authorization to Issue Convertible Bonds and Similar Instruments (of April 28, 2010)		Amount of Principal	Term	Subscription Rights		Type of Consideration			
Convertil Bonds w			up to EUR 3,000,000,000	April 27, 2015	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)	

<sup>-</sup> continued on next page -

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
	yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period	aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under former Authorized Capital 2009) is limited to 20% of registered share capital			
Conditional Capital underlying Authorization	Amount	EUR 117,000,000					
Authorization	Comments	amount (19.91%) is below the statutory limit of 50% of registered share capital; bonds issued against consideration in kind cannot be secured by this underlying conditional capital; upon conversion, company will deliver treasury shares or shares issued under authorized capital					

Company	ISIN	WKN	RWE Aktiengesellschaft	DE0007037129 (ordinary shares; DAX) DE0007037145 (preference shares)			703712 (ordinary shares; DAX) 703714 (preference shares)	
Registered Share Capital Free Float as of September 2014		EUR 1,573,748,477.44	575,745,499 no par value ordinary shares 39,000,000 no par value preference shares			EUR 2.56 notional value per ordinary/preference share		
		mber 2014	ordinary shares: 83.85%					
Authorized (	Capital		Amount	Term	Subscription Righ	nts	Type of Con	tribution
Authoriz	Authorized Capital (2014)		EUR 314,749,693.44	April 15, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)
Commer	nts		Amount (20%) is below the s amount of share issuances w bonds with warrants issued w	vithout subscription	rights (including share	es out of conditional	capital underlyin	
Authorization Convertible and Similar	Bonds	ts	Amount of Principal	Term	Subscription Righ	nts	Type of Con	sideration
n/a			n/a	n/a	n/a		n/a	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strik	ce Price	Comments	
			n/a	n/a	n/a		n/a	
Conditional		derlying	Amount	n/a				
Authorization		Comments	n/a					

Company	ISIN	WKN	SAP SE *		DE0007164600		716460	
Registered S	hare Capita	al	EUR 1,228,504,232		1,228,504,232 no pa	ar value shares	EUR 1 notional value per share	
Free Float as	of Septem	ber 2014	74.45%					
Authorized Capital		Amount	Term	Subscription Rights		Type of Contri	ibution	
Authorized Capital I (2010)		EUR 250,000,000	June 7, 2015	yes		cash		
Authorize	ed Capital II	(2010)	EUR 250,000,000	June 7, 2015	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)
Authorize	ed Capital II	I (2010)	EUR 29,609,256	June 7, 2015	no		cash	in kind
Comments								
Commen	ts		aggregate amount (43.11% issuances to company/grou		tory limit of 50% of regis	stered share capital;	Authorized Capita	al III is limited to share
Authorization Convertible I and Similar I (of May 25, 2	n to Issue Bonds nstruments				tory limit of 50% of regis		Authorized Capita  Type of Consi	
Authorization Convertible I and Similar I (of May 25, 2	n to Issue Bonds nstruments	or	issuances to company/grou	p employees	•	s		
Authorization Convertible I and Similar I (of May 25, 2	n to Issue Bonds nstruments 011) ble Bonds o ith Warrants	or	Amount of Principal	p employees Term	Subscription Rights	s % at market)	Type of Consi	
Authorization Convertible I and Similar I (of May 25, 2 Convertible Bonds wi	n to Issue Bonds nstruments 011) ble Bonds o ith Warrants	or	Amount of Principal  up to EUR 7,500,000,000	Term  May 24, 2016  Term of	Subscription Rights yes (except up to 10)	s % at market)  Price ence price ssuance of bonds /	Type of Consideration	
Authorization Convertible I and Similar I (of May 25, 2 Convertible Bonds wi	n to Issue Bonds nstruments 011) ble Bonds o ith Warrants rms	or S	Amount of Principal  up to EUR 7,500,000,000  Mandatory Feature	Term  May 24, 2016  Term of Securities	yes (except up to 10'  Conversion / Strike  at least 80% of referdetermined prior to is during subscription p	s % at market)  Price ence price ssuance of bonds /	Type of Consideration Comments	

<sup>\*</sup> The 2014 annual general meeting resolved transformation into SAP SE.

Company	ISIN	WKN	Siemens Aktiengesellschaft	DE0007236101		723610			
Registered S	Registered Share Capital		EUR 2,643,000,000		881,000,000 no p	881,000,000 no par value shares		nal value per share	
Free Float as	s of Septe	mber 2014	90.04%						
Authorized (	Authorized Capital		Amount	Term	Subscription Ri	Subscription Rights		tribution	
Authoriz	Authorized Capital 2014		EUR 528,600,000	January 27, 2019	against cash against contribution: contribution in yes (except up to 10% at market)		cash	in kind (for M&A purposes; debt- equity swap possible)	
Authoriz	ed Capital	2011	EUR 90,000,000	January 24, 2016	no		cash		
Comments			aggregate amount (23.41%) is below the statutory limit of 50% of registered share capital; Authorized Capital 2014: aggregate amount of share issuances without subscription rights (including shares out of conditional capital underlying convertible bonds or bonds with warrants issued without subscription rights) is limited to 20% of registered share capital; Authorized Capital 2011: limited to share issuances to company/group employees						

Authorization to Issue Convertible Bonds and Similar Instruments	Amount of Principal Term		Subscription Rights		Type of Consideration	
Convertible Bonds or Bonds with Warrants (Authorization of January 26, 2010)	up to EUR 15,000,000,000	January 25, 2015	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)
Convertible Bonds or Bonds with Warrants (Authorization of January 28, 2014)	up to EUR 15,000,000,000	January 27, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap possible)

<sup>-</sup> continued on next page -

Basic Terms	Mandatory Feature	Term of Conversion / Strike Price Comments		Comments		
Authorization 2010	yes	no max. term	m at least 80% of reference price determined prior to issuance of bonds / during subscription period bonds / during subsc			
Authorization 2014	yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)	aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under other authorizations) is limited to 20% of registered share capital		
Conditional Capital underlying	Amount	Authorization 2010	: EUR 600,000,000; Authorization 2014	: EUR 240,000,000		
Authorization	Comments	aggregate amount (31.78%) together with other conditional capital outstanding has to be applied towards the statutory limit of 50% of registered share capital; Authorization 2010: bonds issued against consideration in kind cannot be secured by this underlying conditional capital, upon conversion, company will deliver treasury shares or increase the registered share capital by way of contribution in kind; the bonds with warrants issued in February 2012 under Authorization 2010 without subscription rights are secured by up to 21,900,000 shares				

Company	ISIN	WKN	ThyssenKrupp AG		DE0007500001	750000
Registered S	Share Cap	ital	EUR 1,448,801,144.32		565,937,947 no par value sha	res EUR 2.56 notional value per share
Free Float as	s of Septe	mber 2014	76.97%			
Authorized C	Authorized Capital		Amount	Term	Subscription Rights	Type of Contribution
Authorized Capital 2014		EUR 370,000,000	January 16, 2019	against cash contribution: contribution yes (except up to 10% at market) against contribution kind: no	cash in kind (for M&A purposes; debt-equity swap might be possible)	
Commen	ts		subscription rights (includin	g treasury shares sold w	vithout subscription rights and sha	regate amount of share issuances without ares out of conditional capital underlying d to 20% of registered share capital
Convertible and Similar I	Authorization to Issue Convertible Bonds and Similar Instruments (of January 17, 2014)		Amount of Principal	Term	Subscription Rights	Type of Consideration
Convertil	ble Bonds	3	up to EUR 2,000,000,000	January 16, 2019	yes (except up to 10% at mark	xet) cash
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription pe (determination different in cas mandatory conversion)	of underlying conditional capital to be issued in connection with bonds issued	
	Conditional Capital underlying		Amount	EUR 250,000,000		
Authorization		Comments	amount (17.26%) is below the statutory limit of 50% of registered share capital			

Company	ISIN	WKN	VOLKSWAGEN AKTIENGESELLSCHAFT		DE0007664005 (ordinary shares) DE0007664039 (preference shares, DAX)			766400 (ordinary shares) 766403 (preference shares, DAX)	
Registered	<b>EUR</b> 1,217,815,534.08 295,089,818 no par value ordina 180,619,375 no par value prefer					otional value per eference share			
Free Float a	s of Sept	ember 2014	preference shares: 85.37%						
Authorized	Capital		Amount	Term	Subscription Ri	ights	Type of Conti	ribution	
Authoriz	thorized Capital (2009) EUR 179,444,485.12 December 2014		December 2, 2014	yes		cash			
Authoriz	Authorized Capital (2012)		EUR 83,193,715.20	April 18, 2017	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt-equity swap might be possible)	
Comme	nts		aggregate amount (21.57%) issuance of preference share						
Authorization to Issue Convertible Bonds and Similar Instruments (of April 22, 2010)			Amount of Principal	Term	Subscription R	Subscription Rights		Type of Consideration	
Convertible Bonds or Bonds with Warrants			up to EUR 1,300,000,000	April 21, 2015	yes (except up to 10% at market)		cash		

<sup>-</sup> continued on next page -

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
	yes	max. 20 years	at least 80% of reference price determined prior to issuance of bonds / during subscription period	in November 2012 and June 2013 the company issued mandatory convertible bonds with principal amount of EUR 2,500,000,000 and EUR 1,200,000,000, respectively; aggregate amount of preference shares from underlying conditional capital to be issued in connection with bonds (incl. shares issued under Authorized Capital 2009) is limited to 135,000,000 shares; in March 2010 the company issued 64,904,498 preference shares out of Authorized Capital 2009; in June 2014 the company issued 10,471,204 preference shares out of Authorized Capital 2012			
Conditional Capital underlying	Amount	EUR 102,386,193.92					
Authorization	Comments	amount (8.41%) is below the statutory limit of 50% of registered share capital					

## German MDAX® Companies

Company	npany ISIN WKN Aareal Bank AG *		DE0005408116	540811	
Registered S	Registered Share Capital		EUR 179,571,663	59,857,221 no par value shares	3 EUR notional value per share
Free Float as of September 2014			71.10%		

Authorized Capital	Amount	Term	Subscription Rights	bscription Rights		bution
Authorized Capital 2012	EUR 89,785,830	May 22, 2017	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt- equity swap not possible)
Comments	amount corresponds to 50% of registered share capital (statutory limit); share issuances t EUR 4,000,000; share issuances without subscription rights are limited to 20% of register					mployees are limited to

Authorization to Issue Convertible Bonds and Similar Instruments (of May 21, 2014)	Amount of Principal Term		Subscription Rights		Type of Consideration	
Profit Participation Rights (with warrants or conversion feature)	up to EUR 1,000,000,000	May 20, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt-equity swap might be possible)

<sup>\*</sup> As a result of a capital injection by the German government in 2009, capital measures of Aareal Bank AG which have a nexus to such capital injection are subject to the special regime of the German Financial Market Stabilization Acceleration Act (Finanzmarktstabilisierungsbeschleunigungsgesetz).

- continued on next page -

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
	yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period	Profit Participation rights must be in line with the requirements of European banking legislation for additional tier 1 capital; aggregate amount of shares from underlying conditional capital to be issued in connection with profit participation rights with warrants or conversion feature without subscription rights (incl. shares issued without subscription rights under Authorized Capital 2012) is limited to 20% of registered share capital			
Conditional Capital underlying	Amount	EUR 89,785,830					
Authorization	Comments	amount corresponds to 50% of registered share capital (statutory limit)					

Company	ISIN	WKN	Aurubis AG		DE0006766504		676650		
Registered Share Capital		EUR 115,089,210.88		44,956,723 no par value shares		EUR 2.56 notional value per share			
Free Float as	of Septe	mber 2014	75.00%						
Authorized Capital		Amount	Term	Subscription Rig	ghts	Type of Contrib	oution		
Authorized Capital 2011		EUR 57,544,604.16	March 2, 2016	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap possible)		
Comments			amount corresponds to 50% of registered share capital (statutory limit); aggregate amount of share issuances without subscription rights in cases of contribution in kind is limited to EUR 38,046,026.24						
Authorization to Issue Convertible Bonds and Similar Instruments (of March 1, 2012)		Amount of Principal	Term	Subscription Rights		Type of Consideration			
Convertil Bonds wi Profit Par Profit-linl	ith Warrai rticipatior	nts, n Rights or	up to EUR 700,000,000	February 28, 2017	yes (except up to 10% at market)		cash		
Basic Ter	rms		Mandatory Feature	Term of Securities	Conversion / Str	ike Price	Comments		
		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		n/a			
Conditional (		nderlying	Amount	EUR 52,313,277.44					
Authorization			Comments	amount (45.45%) is b	elow the statutory lin	mit of 50% of regist	ered share capital		

Company	ISIN	WKN	Axel Springer SE		DE0005501357	550135		
Registered S	hare Cap	ital	EUR 98,940,000		98,940,000 no par value share	EUR 1 notional value per share		
Free Float as	Free Float as of September 2014		41.45%					
Authorized C	Authorized Capital		Amount	Term	Subscription Rights	Type of Contribution		
n/a			n/a	n/a	n/a	n/a		
Commen	ts		n/a	/a				
Convertible I	Authorization to Issue Convertible Bonds and Similar Instruments		Amount of Principal	Term	Subscription Rights	Type of Consideration		
n/a			n/a	n/a	n/a	n/a		
Basic Ter	ms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments		
			n/a	n/a	n/a	n/a		
Conditional (		derlying	Amount	n/a				
Authorization			Comments	n/a				

Company	ISIN	WKN	Bilfinger SE		DE0005909006		590900	590900		
Registered S	hare Cap	ital	EUR 138,072,381		46,024,127 no par	46,024,127 no par value shares		EUR 3 notional value per share		
Free Float as	of Septe	mber 2014	95.94%	95.94%						
Authorized C	Capital		Amount	Term	Subscription Righ	nts	Type of Contrib	oution		
Authorized Capital 2014		EUR 69,000,000	May 7, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap possible)			
Comments			amount (49.97%) is slightly subscription rights is limited issued without subscription	to 20% of registered	d share capital (incl. sl	hares underlying con-	vertible bonds or bo	onds with warrants		
Authorization to Issue Convertible Bonds and Similar Instruments (of April 18, 2013)		Amount of Principal	Term	Subscription Rights		Type of Consideration				
Convertib Bonds wi	ole Bonds ith Warrar		up to EUR 500,000,000	April 17, 2018	yes (except up to 10% at market)		cash			
Basic Ter	rms		Mandatory Feature	Term of Securities	Conversion / Strik	ce Price	Comments			
		yes	max. 15 years	at least 100% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under Authorized Capital and treasury shares sold without subscription rights) is limited to 20% of registered share capital				
Conditional (		derlying	Amount	EUR 13,807,236						
Authorizatio	Authorization		Comments	amount (10.00%)	amount (10.00%) is below the statutory limit of 50% of registered share capital					

Company	ISIN	WKN	Brenntag AG		DE000A1DAHH0		A1DAHH	
Registered S	Share Cap	ital	EUR 154,500,000 *		154,500,000 no par value shares		EUR 1 notional value per share	
Free Float as	s of Septe	mber 2014	100%					
Authorized (	Capital		Amount	Term	Subscription F	Rights	Type of Contribu	ition
Authorized Capital 2014		EUR 77,250,000	June 16, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)	
Comments			amount corresponds to 50% rights is limited to 20% of re subscription rights under au	gistered share capital (ir				
Authorization to Issue Convertible Bonds and Similar Instruments (of June 17, 2014)		Amount of Principal	Term	Subscription Rights		Type of Consideration		
Convertible Bonds or Bonds with Warrants or Profit Participation Rights		up to EUR 2,000,000,000	June 16, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / S	trike Price	Comments	
		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights unde Authorized Capital 2014 or any other authorization) is limited to 20% of registered share capital		

<sup>\*</sup> The 2014 annual general meeting resolved a stock split by increasing the registered share capital in the amount of EUR 103.000.000 out of company funds to EUR 154,500,000. The stockholders received for each share two additional new shares.

Conditional Capital underlying	Amount	EUR 25,750,000
Authorization	Comments	amount (16.67%) is below the statutory limit of 50% of registered share capital

Company	ISIN	WKN	Celesio AG		DE000CLS1001		CLS100			
Registered S	Share Cap	oital	EUR 260,122,792.96		203,220,932 no pa	r value shares	EUR 1.28 notional value per share			
Free Float as	s of Septe	ember 2014	24.08%							
Authorized (	Capital		Amount	Term	Subscription Righ	nts	Type of Contrib	ution		
Authorized Capital 2011		EUR 65,318,400	May 16, 2016	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)			
Authorized Capital 2012		EUR 43,545,600	May 15, 2017	yes		cash				
Comments			aggregate amount (41.85%) is below the statutory limit of 50% of registered share capital							
Authorization to Issue Convertible Bonds and Similar Instruments (of May 16, 2013)		Amount of Principal	Term	Subscription Rights		Type of Consideration				
	ble Bonds ith Warra		up to EUR 500,000,000	May 15, 2018	yes (except up to 1	0% at market)	cash			
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strik	ke Price	Comments			
		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		n/a				
Conditional		nderlying	Amount	EUR 21,772,800						
Autnorizatio	Authorization		Comments		ogether with other cor 0% of registered shar		anding has to be ap	plied towards the		

Company	ISIN	WKN	Deutsche Annington Imme	obilien SE	DE000A1ML7J1		A1ML7J			
Registered Share Capital		EUR 240,242,425		240,242,425 no par value shares		EUR 1 notional value per share				
Free Float as	s of Septen	nber 2014	50.58% (according to company, http://investors.deutsche-annington.com/websites/da/English/3300/shareholder-structure.html)							
Authorized (	Capital		Amount	Term Subscription Rights		Type of Con	tribution			
Authorized Capital 2013		EUR 95,111,111	June 29, 2018	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap possible)			
Authorized Capital 2014			EUR 25,010,101	May 8, 2019	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap possible)		
Commen	ts		aggregate amount correspo 2014: issuances without sub					and Authorized Capital		
Authorization to Issue Convertible Bonds and Similar Instruments (of June 30, 2013)		Amount of Principal	Term	Subscription Rights		Type of Consideration				
Bonds w	ble Bonds, ith Warran rticipation	ts or	up to EUR 3,000,000,000	June 29, 2018	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible		

<sup>-</sup> continued on next page -

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
	yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)	n/a
Conditional Capital underlying	Amount	EUR 100,000,000		
Authorization	Comments	amount (41.62%) is	s below the statutory limit of 50% of registe	ered share capital

Company	ISIN	WKN	Deutsche EuroShop AG		DE0007480204		748020		
Registered S	Share Cap	oital	EUR 53,945,536		53,945,536 no pa	53,945,536 no par value shares		EUR 1 notional value per share	
Free Float as	s of Septe	ember 2014	84.02%						
Authorized (	Authorized Capital		Amount	Term	Subscription Rig	ghts	Type of Contrib	ution	
Authorized Capital 2013		EUR 26,972,768	June 19, 2018	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)		
Comments			amount corresponds to 50% of registered share capital (statutory limit); aggregate amount of share issuances without subscription rights against contribution in kind is limited to 20% of registered share capital						
Authorization to Issue Convertible Bonds and Similar Instruments (of June 16, 2011)		-	Amount of Principal	Term	Subscription Rights		Type of Consideration		
	ble Bonds		up to EUR 100,000,000	June 15, 2016	yes (except up to	10% at market)	cash		
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Str	ike Price	Comments		
		yes	max. 10 years	at least 80% of reference price determined prior to issuance of bonds / during subscription period		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights is limited to 20% of registered share capital; in November 2012, the Company issued EUR 100,000,000 convertible bonds without subscription rights secured by up to approximately 2,700,000 shares from underlying conditional capital			

<sup>-</sup> continued on next page -

Conditional Capital underlying Authorization	Amount	EUR 7,300,000 (original amount of conditional capital EUR 10,000,000 minus amount of conditional capital securing November 2012 convertible bond issuance of approximately EUR 2,700,000)				
	Comments	original amount (18.54%) is below the statutory limit of 50% of registered share capital				

Company	ISIN	WKN	Deutsche Wohnen AG		DE000A0HN5C6		A0HN5C		
Registered S	Share Cap	ital	EUR 286,216,731		286,216,731 no par	286,216,731 no par value shares		EUR 1 notional value per share	
Free Float as	s of Septe	mber 2014	94.52%						
Authorized C	Authorized Capital		Amount	Term	Subscription Right	ts	Type of Contr	ibution	
Authorized Capital 2014		EUR 85,000,000	June 10, 2017	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)		
Comments			amount (29.70%) is below the statutory limit of 50% of registered share capital; issuances without subscription rights to company/group employees are limited to 5% of registered shares capital; aggregate amount of share issuances without subscription rights (incl. shares underlying convertible bonds, bonds with warrants or profit participation rights issued without subscription rights under authorization below) is limited to 20% of registered share capital						
Convertible and Similar I	Authorization to Issue Convertible Bonds and Similar Instruments (of June 18, 2014)		Amount of Principal	Term	Subscription Rights		Type of Consideration		
Bonds w	ble Bonds ith Warra rticipatior	nts or	up to EUR 950,000,000	June 10, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike	e Price	Comments		
		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under Authorized Capital 2014) is limited to 20% of registered share capital			

Conditional Capital underlying Authorization	Amount	EUR 50,000,000
Authorization	Comments	amount (17.47%) together with other conditional capital outstanding has to be applied towards the statutory limit of 50% of registered share capital

Company	ISIN	WKN	DMG MORI SEIKI AKTIE	DMG MORI SEIKI AKTIENGESELLSCHAFT *		DE0005878003		587800	
Registered S	Share Cap	ital	EUR 204,926,784.40		78,817,994 no pa	78,817,994 no par value shares		EUR 2.6 notional value per share	
Free Float as	s of Septe	mber 2014	75.67%						
Authorized (	Capital		Amount	Term	Subscription Rig	ghts	Type of Contril	oution	
Authorized Capital 2014		EUR 102,463,392.20	May 15, 2019	against cash contribution: contribution in yes (except up to 10% at market or issuances to company/group employees)		cash	in kind (for M&A purposes; debt- equity swap might be possible)		
Commen	its		amount corresponds to 50 employees are limited to I any other authorized capit	EUR 5,000,000; aggreg	ate amount of share	issuances without s	ubscription rights (in	ncl. those issued under	
Authorizatio Convertible and Similar	Bonds		Amount of Principal	Term	Subscription Rig	hts	Type of Consid	eration	
n/a			n/a	n/a	n/a		n/a		
Basic Terms		Mandatory Feature	Term of Securities	Conversion / Stri	ke Price	Comments			
			n/a	n/a	n/a		n/a		
		derlying	Amount	n/a					
Conditional Capital underlying Authorization									

<sup>\*</sup> DMG MORI SEIKI AKTIENGESELLSCHAFT was formerly named Gildemeister Aktiengesellschaft.

Company	ISIN	WKN	Dürr Aktiengesellschaft		DE0005565204		556520		
Registered :	Share Cap	ital	EUR 88,578,662.40		34,601,040 no pa	ar value shares	EUR 2.56 notiona	I value per share	
Free Float a	s of Septe	mber 2014	71.14%						
Authorized	Capital		Amount Term Subsc		Subscription Rig	Subscription Rights		tion	
Authorized Capital 2014		I 2014	EUR 44,289,331.20	April 29, 2019	19 against cash against cash i contribution: contribution in yes (except up kind: no to 10% at market)				
Comments			amount corresponds to 50% rights (incl. shares underlyir is limited to 20% of registere	ig convertible bonds or b					
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of April 30, 2014)		Amount of Principal	Term	Subscription Rights		Type of Consideration		
Bonds w Profit Pa	ible Bonds vith Warra articipation aked Bond	nts, n Rights or	up to EUR 1,600,000,000	April 29, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Str	ike Price	Comments		
			yes	no max. term	determined prior to issuance of bonds / during subscription period issued in conwithout subscription between the converse of t		without subscription issued without sul	onal capital to be ion with bonds issued on rights (incl. shares oscription rights under ) is limited to 20% of	
Conditional		nderlying	Amount	EUR 44,289,331.20					
Authorizatio	on		Comments	amount corresponds	to 50% of registered	I share capital (stat	utory limit)		

Company	ISIN	WKN	ElringKlinger AG		DE0007856023		785602	
Registered S	Share Cap	oital	EUR 63,359,990		63,359,990 no par	63,359,990 no par value shares		alue per share
Free Float as	s of Septe	ember 2014	47.98%					
Authorized (	Capital		Amount	Term	Subscription Righ	nts	Type of Contrib	ution
Authorized Capital 2012		EUR 31,679,995	May 17, 2017	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity might be possible)	
Commen	Comments		amount corresponds to 50%	6 of registered share	capital (statutory limit)			
Convertible	Authorization to Issue Convertible Bonds and Similar Instruments		Amount of Principal	Term	Subscription Righ	ts	Type of Conside	eration
n/a			n/a	n/a	n/a		n/a	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike	Conversion / Strike Price		
			n/a	n/a	n/a		n/a	
Conditional		nderlying	Amount	n/a				
Authorizatio	n		Comments	n/a				

Company	ISIN	WKN	Evonik Industries AG		DE000EVNK013	EVNK01	
Registered	Share Cap	oital	EUR 466,000,000		466,000,000 no par value shares	EUR 1 notional value per share	
Free Float a	s of Septe	ember 2014	14.16%				
Authorized	Capital		Amount	Term	Subscription Rights	Type of Contribution	
Authorized Capital (2014)		l (2014)	EUR 116,500,000	May 1, 2019	against cash contribution: yes contribution: yes (except up to 10% at market or issuances to company/group employees)	cash in kind (for Ma purposes; det equity swap is possible)	
Comments			company/group employees	is limited to 1% of reg ng convertible bonds	of registered share capital; amount of sha gistered share capital; aggregate amount of or bonds with warrants issued without sub	of share issuances without subscription	
Authorization to Issue Convertible Bonds and Similar Instruments (of May 20, 2014)		-	Amount of Principal	Term	Subscription Rights	Type of Consideration	
	ble Bond vith Warra		up to EUR 1,250,000,000	May 1, 2019	yes (except up to 10% at market)	cash	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments	
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)	aggregate amount of shares from underlying conditional capital to be issued in connection with bonds isst without subscription rights (incl. sha issued without subscription rights ur authorized capital) is limited to 20% registered share capital	
Conditional Authorization		nderlying	Amount	EUR 37,280,000  amount (8%) is below the statutory limit of 50% of registered share capital			

Company ISIN WKN	Fielmann Aktiengesell	schaft	DE0005772206	577220
Registered Share Capital	EUR 84,000,000 *		42,000,000 no par value shar	res EUR 2.00 notional value per share
Free Float as of September 2014	28.36%			
Authorized Capital	Amount	Term	Subscription Rights	Type of Contribution
Authorized Capital 2011	EUR 5,000,000	July 6, 2016	against cash against contribution: contributi yes (except up to 10% at market)	cash in kind (for M&A purposes only; debt-equity swap not possible)
Comments	amount (5.95%) is below	v the statutory limit	of 50% of registered share capita	al
Authorization to Issue Convertible Bonds and Similar Instruments	Amount of Principal	Term	Subscription Rights	Type of Consideration
n/a	n/a	n/a	n/a	n/a
Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
	n/a	n/a	n/a	n/a
Conditional Capital underlying	Amount	n/a		
Authorization	Comments	n/a		

<sup>\*</sup> The 2014 annual general meeting resolved a stock split through increasing the registered share capital by EUR 29.400.000 out of company funds and subsequently dividing the new registered share capital of EUR 84,000,000 into 42,000,000 shares.

Company	ISIN	WKN	Fraport AG Frankfurt Airport Service	es Worldwide	DE0005773303	577330
Registered S	Share Cap	ital	EUR 923,389,980		92,338,998 no par value shares	EUR 10 notional value per share
Free Float as	s of Septe	mber 2014	40.14%			
Authorized (	Capital		Amount	Term	Subscription Rights	Type of Contribution
Authorize	Authorized Capital (2013)		EUR 3,006,560	May 30, 2018	yes (except issuances to company/group employees)	cash
Commen	Comments		amount (0.33%) is below s	statutory limit of 50%	6 of registered share capital	
Convertible	Authorization to Issue Convertible Bonds and Similar Instruments		Amount of Principal	Term	Subscription Rights	Type of Consideration
n/a			n/a	n/a	n/a	n/a
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
			n/a	n/a	n/a	
Conditional		derlying	Amount	n/a		
Authorizatio	n		Comments	n/a		

Company	ISIN	WKN	FUCHS PETROLUB SE	DE0005790430 ( DE0005790406 (	preference shares; MDAX) ordinary shares)	579043 (preference shares; MDAX) 579040 (ordinary shares)
Registered S	Share Cap	ital	EUR 139,000,000 *		ar value preference shares ar value ordinary shares	EUR 1 notional value per ordinary/preference share
Free Float as	s of Septe	mber 2014	preference shares: 100%			
Authorized 0	Capital		Amount	Term Subscription Rights		Type of Contribution
n/a	n/a		n/a	n/a	n/a	n/a
Comments		proposal for a new Authoriz adopted	ed Capital 2014 wa	s on the agenda of the annual general r	neeting 2014, however, no resolution was	
Convertible	Authorization to Issue Convertible Bonds and Similar Instruments		Amount of Principal	Term	Subscription Rights	Type of Consideration
n/a			n/a	n/a	n/a	n/a
Basic Te	Basic Terms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
			n/a	n/a	n/a	
Conditional		nderlying	Amount	n/a		
Authorizatio	n		Comments	n/a		

<sup>\*</sup> The 2014 annual general meeting resolved to increase the registered share capital by EUR 69,500,000 out of company funds to EUR 139,000,000. The stockholders of preference or ordinary shares received for each share one additional new share.

Company	ISIN	WKN	GEA Group Aktiengesells	schaft	DE0006602006		660200	
Registered S	Share Cap	ital	EUR 520,375,765.57		192,495,476 no pa	r value shares	EUR 2.70 notion	al value per share
Free Float as	s of Septe	ember 2014	92.12%					
Authorized (	Capital		Amount	Term	Subscription Rights		Type of Contribution	
Authoriz	ed Capita	I I (2012)	EUR 77,000,000	April 23, 2017	yes		cash	
Authoriz	Authorized Capital II (2010)		EUR 72,000,000	April 20, 2015	against cash contribution: yes	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)
Comments			aggregate amount (28.63% without subscription rights a amount of EUR 99,000,000	against contribution in	kind are limited to E	UR 50,000,000; prop	osal for new Author	
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of April 21, 2010)		Amount of Principal	Term	Subscription Rights		Type of Consideration	
	ble Bonds		up to EUR 750,000,000	April 20, 2015	yes (except up to 1	10% at market)	cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Stril	ke Price	Comments	
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		n/a	
Conditional		nderlying	Amount	EUR 48,659,656.7	1			
Authorizatio	n		Comments		gether with other cor 1% of registered shar	nditional capital outsta	anding has to be ap	plied towards the

Company	ISIN	WKN	Gerresheimer AG		DE000A0LD6E6		A0LD6E		
Registered S	Share Cap	oital	EUR 31,400,000		31,400,000 no par	31,400,000 no par value shares		EUR 1 notional value per share	
Free Float a	s of Septe	ember 2014	100%						
Authorized (	Capital		Amount	Term	Subscription Righ	nts	Type of Con	tribution	
Authorized Capital (2012)		EUR 15,700,000	April 25, 2017	contribution: yes contribution in purpo (except up to kind: no swap			in kind (for M&A purposes; debt-equity swap might be possible)		
Comments  amount corresponds to 50% of registered share capital (statutory limit); aggregate amount of share issuances wrights (incl. shares underlying convertible bonds or bonds with warrants issued without subscription rights under is limited to EUR 6,280,000									
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of April 26, 2012)		Amount of Principal	Term	Subscription Rigi	Subscription Rights		sideration	
	ble Bonds ith Warra		up to EUR 500,000,000	April 25, 2017	yes (except up to 1	0% at market)	cash		
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strik	ke Price	Comments		
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		n/a		
Conditional		nderlying	Amount	EUR 6,280,000					
Authorizatio	n		Comments	amount (20%) is	below the statutory lim	nit of 50% of registere	ed share capital		

	1							
Company	ISIN	WKN	Gerry Weber International	y Weber International Aktiengesellschaft DE0003304101		330410		
Registered S	Share Cap	ital	EUR 45,905,960		45,905,960 no par value shares		EUR 1 notional value per share	
Free Float a	s of Septe	mber 2014	53.61%					
Authorized (	Capital		Amount	Term	Subscription Righ	ts	Type of Contr	ribution
Authorized Capital (2013)		(2013)	EUR 22,952,980	June 5, 2018	against cash against cast contribution: yes contribution (except up to in kind: no 10% at market)		cash	in kind (for M&A purposes; debt-equity swap might be possible)
Comments amount corresponds to 50% of registered share capital (statutory limit); aggregate amorights is limited to 20% of registered share capital		ggregate amount	of share issuance	es without subscription				
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of June 6, 2013)		Amount of Principal	Term	Subscription Rights		Type of Consi	deration
	ble Bonds vith Warrar		up to EUR 200,000,000	June 5, 2018	yes (except up to 1	0% at market)	cash	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strik	e Price	Comments	
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		n/a	
Conditional		nderlying	Amount	EUR 4,590,590				
Authorizatio	on		Comments	amount (10.00%) is b	elow the statutory limi	t of 50% of regist	ered share capita	I

Company	ISIN	WKN	Hannover Rück SE		DE0008402215		840221	
Registered S			EUR 120,597,134		120,597,134 no pa	ar value shares	EUR 1 notional va	lue ner share
Free Float as			49.78%		120,007,104 110 pe	ii value silales	LOTO I Hottorial Ve	iluo per share
Tiee Hoat as	o or ocpic	511DE1 2014	49.7070					
Authorized (	Capital		Amount	Term	Subscription Rigi	hts	Type of Contribu	ıtion
Authorized Capital 2010/l		l 2010/l	EUR 60,298,567	May 3, 2015	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)
Commen	ts			ds to 50% of registered share capital (statutory limit); aggregate amount o /group employees is limited to EUR 1,000,000			ount of share issuance	es without subscription
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of May 3, 2011)		Amount of Principal	Term Subscription Rig		hts	Type of Conside	ration
	ble Bonds		(1) up to EUR 500,000,000	May 2, 2016	against cash consideration: yes (except up	against consideration in kind: no	cash	in kind
Profit Pa		n Rights (2),	(2) up to EUR 500,000,000	=				
Profit-lin	ked Bond	ls (3)	(3) up to EUR 500,000,000	=	to 10% at market)			
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Stri	ke Price	Comments	
			no	max. 20 years	at least 80% of reference price determined prior to issuance of bonds		are secured by th conditional capita	ntical authorizations that e same underlying l; share issuances against d are limited to 20% of apital
Conditional		nderlying	Amount	EUR 60,298,567	,			
Authorizatio	n		Comments	amount correspo	onds to 50% of regist	ered share capita	l (statutory limit)	

			l					
Company	ISIN	WKN	HOCHTIEF Aktiengesellsc	haft	DE0006070006		607000	
Registered S	Share Cap	oital	EUR 177,432,151.04		69,309,434 no par	value shares	EUR 2.56 notic	onal value per share
Free Float a	s of Septe	ember 2014	21.09%					
Authorized (	Capital		Amount	Term	Subscription Righ	nts	Type of Contr	ibution
Authoriz	Authorized Capital I (2010)  Authorized Capital II (2011)		EUR 35,840,002.56	May 10, 2015	against cash against contribution contribution: yes (except up to 10% at market)		cash	in kind (for M&A purposes; debt- equity swap might be possible)
. , ,		l II (2011)	EUR 23,296,000	May 11, 2016	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)
Commer	Comments		aggregate amount (33.33%) of share issuances without samount of share issuances	subscription rights is	limited to 20% of regi	stered share capital; Aut	horized Capital II	(2011): aggregate
Authorization Convertible and Similar (of May 12, 2	Bonds Instrumer		Amount of Principal	Term	Subscription Righ	nts	Type of Cor	nsideration
Bonds w Profit Pa	ble Bonds vith Warra erticipation ked Bond	nts, ns Rights or	up to EUR 1,000,000,000	May 11, 2016	yes (except up to 1	0% at market)	cash	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strik	ce Price	Comments	
			yes	no max. term	prior to issuance of		n/a	
					subscription period in case of mandato	I (determination different ory conversion)		
Conditional		nderlying	Amount	EUR 49,280,000				
Conditional Authorization		nderlying	Amount  Comments	,,	in case of mandato			

Company	ISIN	WKN	HUGO BOSS AG		DE000A1PHFF7		A1PHFF		
Registered Share Capital			EUR 70,400,000		70,400,000 no par value shares		EUR 1 notional value per share		
Free Float as of September 2014			48.03%						
Authorized Capital		Amount	Term	Subscription Rights		Type of Contribution			
Authorized Capital (2014)			EUR 35,200,000	May 12, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)	
Comments		amount corresponds to 50% of registered share capital (statutory limit); aggregate amount of share issuances without subscription rights is limited to 20% of registered share capital							
Authorization to Issue Convertible Bonds and Similar Instruments		Amount of Principal	Term	Subscription Rights		Type of Consideration			
n/a		n/a	n/a	n/a		n/a			
Basic Te	Basic Terms		Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments		
		n/a	n/a	n/a		n/a			
Conditional Capital underlying Authorization		nderlying	Amount	n/a					
			Comments	n/a					

Company	ISIN	WKN	Kabel Deutschland Holdin	g AG	DE000KD88880		KD8888		
Registered Share Capital Free Float as of September 2014			EUR 88,522,939		88,522,939 no par value shares		EUR 1 notional value per share		
			23.43%						
Authorized Capital		Amount	Term	Subscription Rights		Type of Contribution			
Authorized Capital (2014)			EUR 44,261,469	October 8, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)	
Comments		amount corresponds to 50% of registered share capital (statutory limit)							
Authorization to Issue Convertible Bonds and Similar Instruments (of October 9, 2014)		Amount of Principal	Term	Subscription Rights		Type of Consideration			
Convertible Bonds, Bonds with Warrants, Profit Participation Rights or Profit-linked Bonds		up to EUR 1,500,000,000	October 8, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)		
Basic Te	Basic Terms		Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments		
		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination may be different in case of mandatory conversion)		n/a			
Conditional Capital underlying		nderlying	Amount	EUR 44,261,469					
Authorizatio	n		Comments	amount corresponds to 50% of registered share capital (statutory limit)					

Company	ISIN	WKN	KION GROUP AG		DE000KGX8881		KGX888	
Registered S	Share Ca	oital	EUR 98,900,000		98,900,000 no par v	alue shares	EUR 1 notion	al value per share
Free Float as	s of Sept	ember 2014	39.5% (according to compa	company, http://www.kiongroup.com/en/main/investor_relations/share/shareholder_		areholder_structu	re/structure.jsp)	
Authorized (	Capital		Amount	Term	Subscription Right	s	Type of Contr	ibution
Authorized Capital 2014		ıl 2014	EUR 9,890,000	May 18, 2019	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)
Commen	Comments		amount (10%) is below the subscription rights to compa under Authorized Capital 20 authorization) is limited to 1	any/group employees is l 014 (incl. shares underlyi	limited to 5% of registe ing bond issued under	red share capital; a	ggregate amount	of shares issued
Authorizatio Convertible and Similar (of May 19, 2	Bonds Instrume		Amount of Principal	Term	Subscription Right	·s	Type of Consi	deration
Converti Bonds w Profit Pa Profit-lin	ith Warra	nts, n Rights or	up to EUR 800,000,000	May 18, 2019	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike	Price	Comments	
	Dasic Terms		yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination may be different in case of mandatory conversion)  authorization) is limit registered share capi		ditional capital to be ection with bonds sued under any other s limited to 10% of	
Conditional	Conditional Capital underlying		Amount	EUR 9,890,000				
Authorizatio	n	_	Comments	amount (10%) is belo	w the statutory limit of	50% of registered s	hare canital	

Company	ISIN	WKN	Klöckner & Co SE		DE000KC01000		KC0100	
Registered S	Share Capita	al	EUR 249,375,000		99,750,000 no par va	lue shares	EUR 2.50 not	onal value per share
Free Float as	s of Septem	ber 2014	95.02%					
Authorized (	Capital		Amount	Term	Subscription Rights		Type of Contribution	
Authorized Capital 2012  Comments			EUR 124,687,500	May 24, 2017	against contribution in kind: no	cash in kind (for M&, purposes; debt equity swap mi be possible)		
			amount corresponds to 50 <sup>th</sup> rights (incl. shares underly EUR 49,875,000					
Authorizatio Convertible and Similar (of May 24, 2	Bonds Instruments	i.	Amount of Principal	Term	Subscription Rights	s	Type of Consideration	
	ble Bonds c rith Warrant		up to EUR 750,000,000	May 23, 2018	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash in kind (for M& purposes; deb convertible sw possible)	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments	
		yes no max. teri		at least 80% of reference price determined prior to issuance of bonds		aggregate amount of shares fro underlying conditional capital to issued in connection with bonds issued without subscription righ (incl. other shares issued withou subscription rights) is limited to EUR 49,875,000		
Conditional		erlying	Amount	EUR 49,875,000				
Authorization —		Comments		gether with other condition		ng has to be appli	ed towards the	

Company	ISIN	WKN	KRONES Aktiengesellscl	naft	DE0006335003	633500
Registered S	Registered Share Capital Free Float as of September 2014		EUR 40,000,000		31,593,072 no par value shares	EUR 1.27 notional value per share
Free Float as	s of Septe	mber 2014	48.15%			
Authorized (	Authorized Capital		Amount Term		Subscription Rights	Type of Contribution
Authorize	Authorized Capital (2011)		EUR 10,000,000	June 15, 2016	yes	cash
Commen	its		amount (25%) is below the	statutory limit of 50%	% of registered share capital	
Authorizatio Convertible and Similar I	Bonds		Amount of Principal	Term	Subscription Rights	Type of Consideration
n/a			n/a	n/a	n/a	n/a
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments
			n/a	n/a	n/a	n/a
Conditional		nderlying	Amount	n/a		
Authorizatio	Authorization		Comments	n/a		

Company	ISIN	WKN	KUKA Aktiengesellschaft		DE0006204407		620440	
Registered S	Share Cap	ital	EUR 88,180,120.60		33,915,431 no par	value shares	EUR 2.6 notiona	I value per share
Free Float as	s of Septe	ember 2014	75.11%					
Authorized (	Capital		Amount Term		Subscription Righ	nts	Type of Contribution	
Authorize	Authorized Capital 2011		EUR 44,090,059	May 25, 2016	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap possible)
Comments			amount corresponds to 50% rights is limited to 30% of re			;); aggregate amount	of share issuances	without subscription
Authorizatio Convertible and Similar I (of May 28, 2	Bonds Instrumer		Amount of Principal	Term	Subscription Righ	nts	Type of Consid	eration
Bonds w Profit Pa	ble Bonds ith Warra rticipatior ked Bond	nts, n Rights or	up to 600,000,000	May 27, 2019	against cash consideration: yes (except up to 10% at market)		cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments	
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		n/a	
Conditional		nderlying	Amount	EUR 33,486,707	7.80			
Authorizatio	n		Comments		b) together with other of 50% of registered sha		utstanding has to be	applied towards the

Company	ISIN	WKN	LEG Immobilien AG		DE000LEG1110		LEG111	
Registered S	hare Cap	ital	EUR 52,963,444		52,963,444 no par	value shares	1 EUR notion	al value per share
Free Float as	of Septe	mber 2014	92.28%				Type of Contribution	
Authorized C	apital		Amount	Term	Subscription Righ	hts	Type of Cont	tribution
Authorize	ed Capital	2014	EUR 26,481,722	June 24, 2019	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt-equit swap might be possible)
Comments			amount corresponds to 50% 1,324,086 shares; aggregate					
Authorization Convertible I and Similar I (of June 25,	Bonds nstrumen		Amount of Principal	Term	Subscription Rigi	hts	Type of Cons	sideration
	ole Bonds ith Warrar ticipation	nts or	up to EUR 1,200,000,000	June 24, 2019	yes (except up to 1 market)	10% at	cash	
Basic Ter	rms		Mandatory Feature	Term of Securities	Conversion / Stril	ke Price	Comments	
Basic Terms			yes	no max. term	m at least 80% of reference price determined prior to issuance of bonds / during subscription period		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issu without subscription rights (incl. othe shares issued or sold without subscription rights) is limited to 20% registered share capital	
Conditional (		derlying	Amount	EUR 26,481,722				
Authorization	n	=	Comments	amount corresponds to	50% of registered sha	are capital (stat	utory limit)	

Company	ISIN	WKN	LEONI AG		DE0005408884		540888	
Registered S	Share Cap	ital	EUR 32,669,000		32,669,000 no pa	r value shares	EUR 1 notional	alue per share
Free Float as	s of Septe	mber 2014	100%					
Authorized C	Capital		Amount	Term	n Subscription Rights		Type of Contribution	
Authorize	Authorized Capital (2012)		EUR 16,334,500	May 15, 2017	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)
Commen	ts		amount corresponds to 50% rights against contribution in				t of share issuances	without subscription
Authorizatio Convertible and Similar I (of May 6, 20	Bonds Instrumen		Amount of Principal	Term	Subscription Rig	yhts	Type of Consid	eration
	ble Bonds ith Warra		up to EUR 400,000,000	May 5, 2015	yes (except up to 10% at market)		cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments	
			yes	max. 20 years	at least 80% of re determined prior t bonds / during sul	o issuance of	n/a	
Conditional		nderlying	Amount	EUR 14,850,000				
Authorizatio	n		Comments	amount (45.46%) is	s below the statutory	limit of 50% of regis	tered share capital	

Company	ISIN	WKN	MAN SE		ordinary shares; MDAX preference shares)		593700 (ordinary shares; MDAX) 593703 (preference shares)	
Registered S	Share Cap	ital	EUR 376,422,400		ar value ordinary share value preference share	EUR 2.56 notional value per ordinary/preference share		
Free Float as	s of Septe	mber 2014	ordinary shares: 24.74%					
Authorized (	Capital		Amount	Term	Subscription Right	s	Type of Contr	ribution
Authoriz	ed Capita	I 2010	EUR 188,211,200	March 31, 2015	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)
Commen			amount corresponds to 50% employees are limited to EU bonds issued without subscr limited to issuance of ordinar	R 4,000,000; aggregatiption rights under au	ate amount of share iss	suances without su	bscription rights (i	incl. shares underlying
Authorizatio Convertible and Similar								
(of April 1, 2			Amount of Principal	Term	Subscription Right	s	Type of Consid	deration
Converti		nts s or	Amount of Principal  up to EUR 2,500,000,000	<b>Term</b> March 31, 2015	Subscription Right yes (except up to 10		Type of Consideration Cash	deration
Converti	010) ble Bonds ith Warra	nts s or	·			% at market)		deration

Conditional Capital underlying	Amount	EUR 76,800,000
Authorization	Comments	amount (20.40%) is below the statutory limit of 50% of registered share capital

Company	ISIN	WKN	METRO AG	DE0007257503 (or DE0007257537 (pr	rdinary shares; MDAX reference shares)	()	725750 (ordinary 725753 (preferen	
Registered S	Share Cap	ital	EUR 835,419,052.27	324,109,563 no par value ordinary shares 2,677,966 no par value preference shares			EUR 2.56 notional value per ordinary/preference share	
Free Float as	s of Septe	ember 2014	ordinary shares: 45.12%					
Authorized (	Authorized Capital  Authorized Capital I (2012)		Amount	Term	Subscription Rights		Type of Contrib	ution
Authorize	ed Capita	I I (2012)	EUR 325,000,000	May 22, 2017	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt- equity swap not possible)
Commen	Comments		amount (38.90%) is below t	he statutory limit of 5	0% of registered shar	e capital; authorization	on is limited to issuar	nce of ordinary shares
Authorizatio Convertible and Similar I (of May 5, 20	Bonds Instrumer		Amount of Principal	Term	Subscription Righ	nts	Type of Consider	ration
	ble Bonds ith Warra		up to EUR 1,500,000,000	May 4, 2015	yes (except up to 1	0% at market)	cash	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price		Comments	
			yes	no max. term	at least 80% of refe determined prior to / during subscriptio	issuance of bonds	n/a	
Conditional		nderlying	Amount	EUR 127,825,000				
Authorizatio	n		Comments	amount (15.30%)	is below the statutory	limit of 50% of regist	ered share capital	

Company	ISIN	WKN	MTU Aero Engines AG DE000A0D9PT0		A0D9PT			
Registered S	Share Cap	oital	EUR 52,000,000		52,000,000 no par	value shares	EUR 1 notional	value per share
Free Float as	s of Septe	ember 2014	97.80%					
Authorized C	Capital		Amount	Term	Subscription Rigi	hts	Type of Contril	bution
Authorized Capital I 2010 Authorized Capital II 2011		I I 2010	EUR 5,200,000	April 21, 2015	yes (except up to 10% at market)		cash	
Authorize	ed Capita	l II 2011	EUR 15,600,000	April 21, 2015	yes		cash	
Authorize	ed Capita	l III 2011	EUR 5,200,000	April 21, 2015	against cash contribution: yes	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)
Commen	its		aggregate amount corresponds subscription rights (incl. sh					
			registered share capital					
	Bonds Instrumer	-	Amount of Principal	Term	Subscription Righ	nts	Type of Consid	deration
	Bonds Instrumer 2010) ble Bonds	nts s or		<b>Term</b> April 21, 2015	Subscription Rigit		Type of Consid	deration
Convertible I and Similar I (of April 22, 2 Convertible	Bonds Instrumer 2010) ble Bonds ith Warra	nts s or	Amount of Principal			0% at market)		deration
Convertible and Similar I (of April 22, 2)  Convertible Bonds with	Bonds Instrumer 2010) ble Bonds ith Warra	nts s or	Amount of Principal  up to EUR 500,000,000	April 21, 2015	yes (except up to 1	0% at market)  ce Price  erence price issuance of	cash	deration
Convertible and Similar I (of April 22, 2)  Convertible Bonds with	Bonds Instrumer 2010) ble Bonds ith Warran rms	s or nts	Amount of Principal  up to EUR 500,000,000  Mandatory Feature	April 21, 2015  Term of Securities	yes (except up to 1  Conversion / Stril  at least 80% of reference determined prior to	0% at market)  ce Price  erence price issuance of	cash	deration

Company	ISIN	WKN	NORMA Group SE		DE000A1H8BV3		A1H8BV		
Registered S	Share Cap	ital	EUR 31,862,400		31,862,400 no par	value shares	1 EUR notional	value per share	
Free Float as	s of Septe	ember 2014	100%						
Authorized C	Authorized Capital		Amount	Term	Subscription Rights		Type of Contribution		
Authorized Capital 2011/II		l 2011/II	EUR 15,931,200	April 5, 2016	against cash against contribution: yes contribution in (except up to kind: no 10% at market)		cash	in kind (for M&A purposes; debt-equity swap might be possible)	
Commen	its		amount corresponds to 509	% of registered share	capital (statutory limit	)			
Authorizatio Convertible and Similar I (of April 6, 20	Bonds Instrumer		Amount of Principal	Term	Subscription Righ	its	Type of Consid	deration	
Bonds w Profit Par	ble Bonds ith Warra rticipatior ked Bond	nts, n Rights or	up to EUR 800,000,000	April 5, 2016	oril 5, 2016 against cash: against yes (except up to contribution in 10% at market) kind: no		cash	in kind (for M&A purposes; debt- convertible swap might be possible)	
Basic Ter	rms		Mandatory Feature	Term of Securities	Conversion / Strik	e Price	Comments		
			yes	no max. term	at least 80% of refe determined prior to / during subscriptio	issuance of bonds	n/a		
Conditional		nderlying	Amount	EUR 12,505,000					
Authorizatio	n		Comments	amount (39.25%) i	s below the statutory	limit of 50% of regist	ered share capital		

Company				LED400				
Registered S	hare Cap	ital	EUR 104,689,400		104,689,400 no p	ar value shares	1 EUR notional val	ue per share
Free Float as	of Septe	mber 2014	83.00%					
Authorized C	Capital		Amount Term Subscription Rights		ghts	Type of Contribution		
Authorize	ed Capita	I 2013	EUR 52,344,700	February 28, 2018	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)
Commen	ts		amount corresponds to 50%	% of registered share cap	ital (statutory limit)			
Authorization Convertible I and Similar I (of June 14,	Bonds nstrumer		Amount of Principal	Term	Subscription Rig	yhts	Type of Considera	ation
Convertib Bonds wi			up to EUR 300,000,000	February 28, 2018	yes (except up to	yes (except up to 10% at market)		
Basic Ter	rms		Mandatory Feature	Term of Securities	Conversion / Str	ike Price	Comments	
	yes		yes	no max. term	at least 80% of re determined prior bonds / during su (determination dif mandatory conve	to issuance of bscription period ferent in case of	n/a	
Conditional Capital underlying		Amount	EUR 10,207,216					
Authorization	n		Comments	amount (9.75%) is be	low the statutory lim	it of 50% of registe	red share capital	

Company ISIN W	N ProSiebenSat.1 Media	AG	DE000PSM7770	PSM777	
Registered Share Capital	EUR 218,797,200		218,797,200 no par value ordinar	y shares EUR 1 notion	al value per share
Free Float as of September 2	<b>014</b> 97.45%				
Authorized Capital	Amount	Term	Subscription Rights	Type of Con	tribution
Authorized Capital 2013	EUR 109,398,600	July 22, 2018	against cash against contribution: kind: de facto yes		in kind (for M&A purposes; debt- equity swap might be possible)
Comments	of preference shares may	y be excluded from s e shares; proposal f	are capital (statutory limit); cross-exclusubscription of ordinary shares and holor a new Authorized Capital 2014 was	lders of ordinary shares ma	ay be excluded from
Authorization to Issue Convertible Bonds and Similar Instruments	Amount of Principal	Term	Subscription Rights	Type of Con	sideration
Convertible Bonds or Bonds with Warrants	n/a	n/a	n/a	n/a	
Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments	
	n/a	n/a	n/a	n/a	
Conditional Capital underlyin	g Amount	n/a			
Authorization	Comments	n/a			

Company	ISIN	WKN	Rheinmetall Aktiengesell	schaft	DE0007030009		703000			
Registered S	Share Cap	ital	EUR 101,373,440		39,599,000 no par valu	e shares	EUR 2.56 notic	onal value per share		
Free Float as	s of Septe	mber 2014	95.25%							
Authorized (	Capital		Amount Term		Subscription Rights		Type of Contr	ibution		
Authorized Capital (2014)		(2014)	EUR 50,000,000	May 5, 2019	against cash against contribution: yes contribution (except up to 10% at market or issuances to company/group employees)		cash	in kind (for M&A purposes only; debt-equity swap not possible)		
Comments			amount (49.32%) is slightly below the statutory limit of 50% of registered share capital; aggregate amount of share issuances without subscription rights (incl. shares underlying bonds issued without subscription rights under authorization below and treasury shares sold without subscription rights or used for M&A purposes) is limited to 20% of registered share capital; share issuances to company/group employees are limited to EUR 1,000,000							
Convertible and Similar	Authorization to Issue Convertible Bonds and Similar Instruments (of May 6, 2014)		Amount of Principal	Term	Subscription Rights		Type of Consideration			
	ble Bonds ith Warrar		up to EUR 800,000,000	May 5, 2019	yes (except up to 10% a	at market)	cash			
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Pr	rice	Comments			
		yes	max. 20 years	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds iss without subscription rights (incl. sha issued without subscription rights un authorized capital above and treasu shares sold without subscription rig or used for M&A purposes) is limited 20% of registered share capital				

<sup>-</sup> continued on next page -

Conditional Capital underlying Authorization	Amount	EUR 20,000,000
Authorization	Comments	amount (19.73%) is below the statutory limit of 50% of registered share capital

Company	ISIN	WKN	RHÖN-KLINIKUM Aktieng	gesellschaft	DE0007042301	704230		
Registered S	Share Cap	ital	EUR 345,580,000		138,232,000 no par value shares	EUR 2.50 notional value per share		
Free Float as	s of Septe	mber 2014	62.40%					
Authorized (	Capital		Amount	Term	Subscription Rights	Type of Contribution		
n/a	n/a		n/a	n/a	n/a	n/a		
Commen	Comments		n/a					
Authorizatio Convertible and Similar I	Bonds		Amount of Principal	Term	Subscription Rights	Type of Consideration		
n/a			n/a	n/a	n/a	n/a		
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments		
			n/a	n/a	n/a	n/a		
Conditional		nderlying	Amount	n/a				
Authorizatio	Authorization		Comments	n/a				

Company	ISIN	WKN	Salzgitter Aktiengesellsch	naft	DE0006202005		620200		
Registered S	Share Cap	oital	EUR 161,615,273.31		60,097,000 no par value	shares	EUR 2.69 notiona	l value per share	
Free Float a	s of Septe	ember 2014	63.52%						
Authorized (	Capital		Amount	Amount Term Sub-			Type of Contribu	tion	
Authorized Capital 2012		l 2012	EUR 80,807,636.65	May 23, 2017	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap might be possible)	
Commer	Comments		amount corresponds to 50% of registered share capital (statutory limit); aggregate amount of share issuances without subscription rights (incl. shares underlying convertible bonds, bonds with warrants, profit participation rights or profit-linked bonds issued without subscription rights) is limited to 20% of registered share capital; share issuances to company/group employees are limited to 5% of registered share capital						
Authorization Convertible and Similar (of May 23, 2	Bonds Instrume		Amount of Principal	Term	Subscription Rights		Type of Consider	ation	
Bonds w Profit Pa	ble Bond vith Warra articipation ked Bond	nts, n Rights or	up to EUR 1,000,000,000	May 22, 2018	yes (except up to 10% a	at market)	cash		
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strike Pr	ice	Comments		
			yes	no max. term	at least 80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issue without subscription rights (incl. share issued without subscription rights und authorized capital) is limited to 20% of registered share capital		

<sup>-</sup> continued on next page -

Conditional Capital underlying	Amount	EUR 71,259,604.66
Authorization	Comments	amount (44.09%) is slightly below the statutory limit of 50% of registered share capital

Company	ISIN	WKN	Sky Deutschland AG		DE000SKYD000		SKYD00	
Registered	Share Capital		EUR 877,200,755		877,200,755 no pa	r value shares	EUR 1 notio	nal value per share
Free Float a	s of September	2014	45.17%					
Authorized	Capital		Amount	Term	Subscription Righ	nts	Type of Cor	ntribution
Authorized Capital 2012		EUR 291,163,888	April 2, 2017	against cash contribution: yes	against contribution in kind: no	cash	in kind (for M&A purposes; debt-equity swap possible for shareholder Adelaide Holdings B.V.)	
Authorized Capital 2013			EUR 147,436,489	April 17, 2018	yes (except up to 1	0 % at market)	cash	
Comments			aggregate amount corresponds share issuances without suramount of share issuances Capital 2012) is limited to 2	bscription rights is li without subscription	mited to 20% of reginal rights (including sh	stered share capital;	Authorized Cap	oital 2013: aggregate
		12)	Amount of Principal	Term	Subscription Rights		Type of Consideration	
	ible Bonds or vith Warrants		up to EUR 1,500,000,000	April 2, 2017	yes (except up to 1	0% at market)	cash	
Basic Te	erms		Mandatory Feature	Term of Securities	Conversion / Strik	ke Price	Comments	
			yes	no max. term	at least 80% of refe determined prior to / during subscriptio (determination diffe mandatory convers	issuance of bonds on period erent in case of	n/a	
	Conditional Capital underlying		Amount	EUR 335,538,696				
Authorization		_	Comments		ogether with other co		tanding has to	be applied towards the

Company	ISIN WKN	STADA Arzneimittel Aktie	engesellschaft	DE0007251803	725180			
Registered	Share Capital	EUR 157,150,500		60,442,500 no par value shares	EUR 2.60 notional value per share			
Free Float a	s of September 2014	100%						
Authorized	Capital	Amount	Term	Subscription Rights	Type of Contribution			
Authoriz	ed Capital (2013)	EUR 77,134,304	June 4, 2018	against cash against contribution: yes contribution in (except up to kind: no 10% at market)	cash in kind (for M&A purposes; debt- equity swap possible)			
Commer	nts		gregate amount (49.08%) is slightly below the statutory limit of 50% of registered share capital; aggregate amount of share uances without subscription rights (incl. shares underlying convertible bonds issued without subscription rights) is limited to 20% egistered share capital					
Authorization to Issue Convertible Bonds and Similar Instruments (of June 5, 2013)		Amount of Principal	Term	Subscription Rights	Type of Consideration			
Bonds w Profit Pa	ible Bonds, vith Warrants, articipation Rights or aked Bonds	up to EUR 1,000,000,000	June 4, 2018	yes (except up to 10% at market)	cash			
Basic Te	erms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
		yes	no max. term	80% of reference price determined prior to issuance of bonds / during subscription period (determination different in case of mandatory conversion)	aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under authorized capital) is limited to 20% of registered share capital			
Conditional Capital underlying Authorization		Amount	EUR 69,188,34	0				
		Comments		6) together with other conditional capital outs	standing has to be applied towards the			

Company	ISIN	WKN	Südzucker Aktiengesells Mannheim/Ochsenfurt			729700		
Registered S	Share Cap	ital	EUR 204,183,292		204,183,292 no pa	r value shares	EUR 1 notiona	al value per share
Free Float as	s of Septe	mber 2014	38,00%					
Authorized (	Capital		Amount	Term	Subscription Rights		Type of Contr	ribution
Authorized Capital 2013		EUR 12,000,000	July 31, 2018	against cash contribution: yes (except up to 3% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt- equity swap possible)	
Commen	Comments		amount (5.88%) is below s rights is limited to 3% of re			apital; aggregate amo	ount of share issua	ances without subscription
Authorizatio Convertible and Similar	Bonds		Amount of Principal	Term	Subscription Righ	ıts	Type of Cons	ideration
n/a			n/a	n/a	n/a		n/a	
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Strik	e Price	Comments	
			n/a	n/a	n/a)		n/a	
Conditional		nderlying	Amount	n/a				
Authorizatio	Authorization		Comments	n/a				

Company	ISIN	WKN	Symrise AG		DE000SYM9999		SYM999		
Registered S			EUR 129,812,574		129,812,574 no par	value charee	EUR 1 notional va	alua par chara	
			· · ·		129,612,574 NO Pai	value shares	EUR I HOUOHAI VA	alue per share	
Free Float as	s of Septe	ember 2014	94.65%						
Authorized C	Capital		Amount	Term	Subscription Right	ts	Type of Contribu	ıtion	
Authorized Capital (2011)		EUR 11,360,726	May 17, 2016	against cash contribution: yes (except up to 10% at market or issuances to company/group employees)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)		
Commen			amount (8.75%) is below th subscription rights to compa				mount of share issua	ances without	
Convertible I	Authorization to Issue Convertible Bonds and Similar Instruments (of May 14, 2013)		Amount of Principal	Term	Subscription Rights		Type of Consideration		
Convertib Bonds wi			up to EUR 1,000,000,000	May 13, 2018	yes (except up to 10	0% at market)	cash		
Basic Ter	rms		Mandatory Feature	Term of Securities	Conversion / Strike	e Price	Comments		
		yes	no max. term	80% of reference price determined prior to issuance of bonds / during subscription period		aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights is limited to 20% of registered share capital			
Conditional (		nderlying	Amount	EUR 23,000,000					
Authorization	n		Comments	amount (17.72%) is	amount (17.72%) is below the statutory limit of 50% of registered share capital				

Company	ISIN	WKN	TAG Immobilien AG		DE0008303504		830350		
Registered S	Share Cap	oital	EUR 131,298,317		131,298,317 no pa	r value shares	1 EUR notiona	I value per share	
Free Float as	s of Septe	ember 2014	100%						
Authorized (	Capital		Amount	Term	Subscription Righ	nts	Type of Contr	ibution	
Authorize	Authorized Capital 2012/I		EUR 8,190,307	June 13, 2017	against cash against contribution: yes contribution in (except up to 10% at market)		cash	in kind (for M&A purposes; debt-equity swap might be possible)	
Authorized Capital 2013/I		il 2013/l	EUR 20,000,000	June 13, 2018	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes; debt-equity swap might be possible)	
Commen	its		aggregate amount (21.47% amount of share issuances aggregate amount of share	without subscription	rights is limited to 209	% of registered share	capital; Authorize	ed Capital 2013/I:	
Authorizatio Convertible and Similar I (of July 14, 2	Bonds Instrume		Amount of Principal	Term	Subscription RigI	nts	Type of Consi	ideration	
Convertil Bonds w			up to EUR 160,000,000	June 13, 2018	yes (except up to 1	0% at market)	cash		
Basic Te	rms		Mandatory Feature	Term of Securities	Conversion / Stril	ke Price	Comments		
			yes	no max. term	at least 80% of refe determined prior to	erence price o issuance of bonds	n/a		
Conditional		nderlying	Amount	EUR 13,000,000					
Authorizatio	n		Comments		amount (9.90%) together with other conditional capital outstanding has to be applied towards the statutory limit of 50% of registered share capital				

Company ISIN WKN			Talanx Aktiengesellschaft		DE000TI Y1005		TIVAGO		
			Talanx Aktiengesellschaft		DE000TLX1005	DE0001LX1005		TLX100	
Registered S	Share Cap	ital	EUR 315,997,042.50		252,797,634 no pa	r value shares	1.25 EUR noti	onal value per share	
Free Float as	s of Septe	mber 2014	14.48%						
Authorized C	Capital		Amount	Term	Subscription Righ	nts	Type of Cont	ribution	
Authorized Capital (2012)		EUR 142,307,260	September 28, 2017	against cash against contribution: yes contribution in (except up to 10% at market or issuances to company/group employees)		cash	in kind		
Comments			amount (45.03%) is below t limited to EUR 785,060	he statutory limit of 5	0% of registered shar	re capital; share issu	ances to compan	y/group employees are	
Authorizatio Convertible l and Similar I	Bonds		Amount of Principal	Term	Subscription Rights		Type of Consideration		
	ble Bonds zation of N		up to EUR 1,100,000,000	May 14, 2017	no		cash		
Bonds w	ble Bonds ith Warrar zation I of		up to EUR 26,000,000	August 27, 2017	against cash consideration: yes (except up to 10% at market)	nsideration: consideration in kind: no		in kind	
Profit Participation Rights (Authorization II August 28, 2012)			up to EUR 26,000,000	August 27, 2017	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind	
	ked Bonds zation III A	-	up to EUR 26,000,000	August 27, 2017	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind	

Basic Terms	Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments		
Authorization of May 15, 2012	only mandatory conversion	no max. term	conversion ratio is determined by dividing the outstanding principal amount of the bonds through the subscription price per share of Talanx AG	ling the outstanding principal management board of the company is unt of the bonds through the entitled to issue subordinated		
Authorization I	yes	indefinite term or max. 20 years	at least 80% of reference price determined prior to issuance of bonds	aggregate amount of shares from underlying conditional capital to be		
Authorization II	Yes	max. 20 years	at least 80% of reference price determined prior to issuance of bonds	issued in connection with bonds issued without subscription rights against		
Authorization III	Yes	max. 20 years	at least 80% of reference price determined prior to issuance of bonds	consideration in kind is limited to 20% of registered share capital		
Conditional Capital underlying Authorization	Amount	Conditional Capital II: EUR 78,000,000 ; Conditional Capital III: EUR 26.000.000				
Authorization	Comments	aggregate amount (32.91%) is below the statutory limit of 50% of registered share capital; Conditional Capital III is securing bonds issued out of Authorizations I to III above; Conditional Capital II is securing bonds issued under Authorization of May 15, 2012				

C	ISIN	WIZN	TUI AG		DECOSTUA COSO	TUA 000		
Company		WKN			DE000TUAG000	TUAG00		
Registered Share Capital		ital	EUR 645,443,034.42		252,475,370 no par value shares	EUR 2.56 notional	value per share	
Free Float as	of Septe	mber 2014	68.47%					
Authorized Capital			Amount Term		Subscription Rights	Type of Contribution		
Authorize	ed Capital	(2011)	EUR 246,000,000	February 8, 2016	yes	cash		
Authorize	Authorized Capital (2013/I)		EUR 9,744,865.35	February 12, 2018	yes (except issuances to company/group employees)	cash		
Authorize	ed Capital	(2013/II)	EUR 64,500,000	February 12, 2018	yes (except up to 10% at market)	cash		
Commen	ts		aggregate amount (49.62%) is s	slightly below the stat	utory limit of 50% of registered share cap	pital		
Authorization Convertible I and Similar I (of February	Bonds nstrumen	its	Amount of Principal	Term	Subscription Rights	Type of Considera	ition	
Convertit Bonds wi Profit Par Profit-link	ith Warrai	nts, n Rights or	up to EUR 1,000,000,000	February 14, 2017	against cash against consideration: consideration in yes (except up to 10% at market) against consideration in kind: no	pur cor	kind (for M&A poses; debt- overtible swap ght be possible)	
Basic Terms			Mandatory Feature	Term of Securities Co	onversion / Strike Price	Comments		
			yes	de / c (d	least 60% of reference price etermined prior to issuance of bonds during subscription period letermination different in case of andatory conversion)	n/a		
	Conditional Capital underlying		Amount	EUR 120,000,000				
Authorization			Comments	aggregate amount (18.59%) together with other conditional capital outstanding has to be applied towards the statutory limit of 50% of registered share capital; bonds issued against consideration in kind cannot be secured by underlying conditional capital, upon conversion, company will deliver treasury shares or shares issued under authorized capital				

Company	ISIN	WKN	Wacker Chemie AG		DE000WCH8881	WCH888			
Registered S	Registered Share Capital		EUR 260,763,000		52,152,600 no par value shares	EUR 5 notional value per share			
Free Float as	Free Float as of September 2014		28.76%						
Authorized C	Authorized Capital		Amount	Term	Subscription Rights	Type of Contribution			
n/a			n/a	n/a	n/a	n/a			
Commen	ts		n/a	n/a					
Authorizatio Convertible and Similar I	Bonds		Amount of Principal	Term	Subscription Rights	Type of Consideration			
n/a	n/a		n/a	n/a	n/a	n/a			
Basic Te	Basic Terms		Mandatory Feature	Term of Securities	Conversion / Strike Price	Comments			
			n/a	n/a	n/a	n/a			
Conditional		nderlying	Amount	n/a					
Authorizatio	Authorization		Comments	n/a					

Company	ISIN	WKN	Wincor Nixdorf Aktiengesellschaft		DE000A0CAYB2		A0CAYB		
Registered Share Capital		EUR 33,084,988		33,084,988 no par value shares		EUR 1 notional value per share			
Free Float as	s of Septe	mber 2014	90.01%						
Authorized (	Capital		Amount Term		Subscription Rights		Type of Contribution		
Authorized Capital 2014		EUR 16,542,494	January 19, 2019	against cash contribution: yes (except up to 10% at market)	against contribution in kind: no	cash	in kind (for M&A purposes only; debt-equity swap not possible)		
Commen	ts		aggregate amount corresponds to 50% of registered share capital (statutory limit); aggregate amount of share issuances without subscription rights (incl. shares underlying convertible bonds or bonds with warrants) is limited to 20% of registered share capital aggregate amount of share issuances against contribution in kind is limited to 20% of registered share capital						
Authorization to Issue Convertible Bonds and Similar Instruments (of January 21, 2013)		Amount of Principal	Term	Subscription Rights		Type of Consideration			
Convertible Bonds, Bonds with Warrants, Profit Participation Rights or Profit-linked Bonds		January 20, 2018	against cash consideration: yes (except up to 10% at market)	against consideration in kind: no	cash	in kind (for M&A purposes; debt- convertible swap might be possible)			
Basic Te	rms		Mandatory Feature	Term of Securities	O years at least 90% of reference price determined prior to issuance of bonds (determination different in case of mandatory conversion) with issuance		Comments	Comments	
			yes	max. 20 years			aggregate amount of shares from underlying conditional capital to be issued in connection with bonds issued without subscription rights (incl. shares issued without subscription rights under authorized capital) is limited to 20% of registered share capital		

<sup>-</sup> continued on next page -

Conditional Capital underlying	Amount	EUR 10,000,000		
Authorization	Comments	amount (30.23%) together with other conditional capital outstanding has to be applied towards the statutory limit of 50% of registered share capita		

# Office Locations

# FRANKFURT

Main Tower Neue Mainzer Strasse 52 60311 Frankfurt am Main, Germany T: +49 69 97103 1 F: +49 69 97103 199

#### BRUSSELS

Rue de la Loi 57 1040 Brussels, Belgium T: +32 2 287 2000 F: +32 2 231 1661

## LONDON

City Place House 55 Basinghall Street London EC2V 5EH, England T: +44 20 7614 2200 F: +44 20 7600 1698

## ABU DHABI

Al Sila Tower, 27<sup>th</sup> Floor Sowwah Square, PO Box 29920 Abu Dhabi, United Arab Emirates T: +971 2 412 1700 F: +971 2 412 1899

# COLOGNE

Theodor-Heuss-Ring 9 50688 Cologne, Germany T: +49 221 80040 0 F: +49 221 80040 199

#### PARIS

12, rue de Tilsitt 75008 Paris, France T: +33 1 40 74 68 00 F: +33 1 40 74 68 88

#### MOSCOW

Cleary Gottlieb Steen & Hamilton LLC Paveletskaya Square 2/3 Moscow, Russia 115054 T: +7 495 660 8500 F: +7 495 660 8505

## BUENOS AIRES

F: +54 11 5556 8999

CGSH International Legal Services, LLP-Sucursal Argentina Avda. Quintana 529, 4to piso 1129 Ciudad Autonoma de Buenos Aires Argentina T: +54 11 5556 8900

#### NEW YORK

One Liberty Plaza New York, NY 10006-1470 T: +1 212 225 2000 F: +1 212 225 3999

## ROME

Piazza di Spagna 15 00187 Rome, Italy T: +39 06 69 52 21 F: +39 06 69 20 06 65

#### HONG KONG

Cleary Gottlieb Steen & Hamilton (Hong Kong) Bank of China Tower, 39<sup>th</sup> Floor One Garden Road Hong Kong T: +852 2521 4122 F: +852 2845 9026

## SÃO PAULO

Cleary Gottlieb Steen & Hamilton Consultores em Direito Estrangeiro Rua Funchal, 418, 13 Andar São Paulo, SP Brazil 04551-060 T: +55 11 2196 7200 F: +55 11 2196 7299

# WASHINGTON

2000 Pennsylvania Avenue, NW Washington, DC 20006-1801 T: +1 202 974 1500 F: +1 202 974 1999

## MILAN

Via San Paolo 7 20121 Milan, Italy T: +39 02 72 60 81 F: +39 02 86 98 44 40

#### BELIING

Twin Towers – West (23<sup>rd</sup> Floor) 12 B Jianguomen Wai Da Jie Chaoyang District Beijing 100022, China T: +86 10 5920 1000 F: +86 10 5879 3902

# SEOUL

Cleary Gottlieb Steen & Hamilton LLP Foreign Legal Consultant Office 19F, Ferrum Tower 19, Eulji-ro 5-gil, Jung-gu Soul 100-210, Korea T:+82 2 6353 8000 F:+82 2 6353 8099

**NEW YORK** WASHINGTON **PARIS BRUSSELS** LONDON MOSCOW **FRANKFURT** COLOGNE ROME MILAN **HONG KONG BEIJING BUENOS AIRES** SÃO PAULO **ABU DHABI** SEOUL

# CLEARY GOTTLIEB STEEN & HAMILTON LLP

www.clearygottlieb.com