

**Information pursuant to Table 3 of the Implementing Regulation (EU) 2018/1212 for the notification pursuant to section 125 of the German Stock Corporation Act (AktG) of Schaeffler AG**

**A. Specification of the message**

1. Unique identifier of the event: Virtual Annual General Meeting of Schaeffler AG 2021  
**(Formal information acc. to EU-IR: 5eecf4f7877aeb11811b005056888925)**
2. Type of message: Convocation of the Annual General Meeting  
**(Formal information acc. to EU-IR: NEWM)**

**B. Specification of the issuer**

1. ISIN:

Common shares	DE000SHA0019
Common non-voting shares	DE000SHA0159
2. Name of issuer: Schaeffler AG

**C. Specification of the meeting**

1. Date of the General Meeting: April 23, 2021  
**(Formal information acc. to EU-IR: 20210423)**
2. Time of the General Meeting: 10:00 CEST (8:00 UTC)
3. Type of General Meeting: Virtual Annual General Meeting without the without physical presence of the shareholders or their proxies  
**(Formal information acc. to EU-IR: GMET)**
4. Location of the General Meeting: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)  
Location of the Annual General Meeting within the meaning of the German Stock Corporation Act:  
Schaeffler Conference Center, Industriestraße 1-3, 91074 Herzogenaurach, Germany  
**(Formal information acc. to EU-IR: [www.schaeffler.com/hv](http://www.schaeffler.com/hv))**
5. Record Date: April 1, 2021  
**(Formal information acc. to EU-IR: 20210401)**
6. Uniform Resource Locator (URL): [www.schaeffler.com/hv](http://www.schaeffler.com/hv)

## **D. Participation in the Annual General Meeting**

### **1. Type of participation by shareholder**

Following the virtual Annual General Meeting by means of electronic video and audio transmission on the internet

Exercise of voting rights by authorizing and instructing proxies designated by the company

Exercise of voting rights by absentee vote

**(Formal information acc. to EU-IR: PX; EV)**

### **2. Issuer deadline for the notification of participation**

Registration for the Annual General Meeting by: April 16, 2021, 24:00 CEST (time of receipt).

The exercise of voting rights by absentee vote, the exercise of voting rights by authorizing and instructing proxies designated by the company, and following the virtual Annual General Meeting by means of electronic video and audio transmission on the internet require timely registration. The relevant deadlines for exercising these rights are set out in D.3 and D.4.

**(Formal information acc. to EU-IR: 20210416; 22:00 UTC)**

### **3. Issuer deadline for voting**

Exercising voting rights by means of electronic communication (absentee vote) / exercising voting rights by authorizing and instructing proxies designated by the company / authorizing third parties,

- which is done by letter or fax: April 22, 2021, 24:00 CEST (time of receipt),
- by email: April 22, 2021, 24:00 CEST (time of receipt)

**(Formal information acc. to EU-IR: 20210422; 22:00 UTC)**

### **4. Issuer deadline for voting**

Exercising voting rights by absentee vote

- by email: beyond April 22, 2021, 24:00 CEST, until the end of the voting at the day of the Annual General Meeting

**(Formal information acc. to EU-IR: 20210423)**

## E. Agenda

### Agenda item 1

1. Unique identifier of the agenda item: 1
2. Title of the agenda item: Presentation of the adopted separate financial statements and the approved consolidated financial statements as at December 31, 2020, and the combined management report for the company and the group, as well as the report of the Supervisory Board for the business year 2020
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: None
5. Alternative voting options: None

### Agenda item 2

1. Unique identifier of the agenda item: 2
2. Title of the agenda item: Resolution on the appropriation of the retained earnings available for distribution for the business year 2020
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

### Agenda item 3

1. Unique identifier of the agenda item: 3
2. Title of the agenda item: Resolution on the approval of the acts of the members of the Board of Managing Directors for the business year 2020
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

#### **Agenda item 4**

1. Unique identifier of the agenda item: 4
2. Title of the agenda item: Resolution on the approval of the acts of the members of the Supervisory Board for the business year 2020
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

#### **Agenda item 5**

1. Unique identifier of the agenda item: 5
2. Title of the agenda item: Resolution on the appointment of the auditor for the audit of the separate financial statements and the consolidated financial statements and for the review of the condensed financial statements and the interim management report as well as for any review of additional interim financial information
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

#### **Agenda item 6**

1. Unique identifier of the agenda item: 6
2. Title of the agenda item: Resolution on the amendment and approval of the remuneration system of the Supervisory Board
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

### **Agenda item 7**

1. Unique identifier of the agenda item: 7
2. Title of the agenda item: Resolution on the amendment and approval of the remuneration system of the Board of Managing Directors
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Advisory Vote  
**(Formal information acc. to EU-IR: AV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

### **Agenda item 8**

1. Unique identifier of the agenda item: 8
2. Title of the agenda item: Resolution on the election of a Supervisory Board member
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

### **Agenda item 9**

1. Unique identifier of the agenda item: 9
2. Title of the agenda item: Resolution on the amendment of section 2.1 of the Articles of Association (Purpose of the Company)
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

### **Agenda item 10**

1. Unique identifier of the agenda item: 10

2. Title of the agenda item: Resolution on the amendment of section 17.4 of the Articles of Association in accordance with changes resulting from the implementation of the Second Shareholders' Rights Directive (ARUG II)
3. Uniform Resource Locator (URL) of the materials: [www.schaeffler.com/hv](http://www.schaeffler.com/hv)
4. Vote: Binding vote  
**(Formal information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Formal information acc. to EU-IR: VF; VA; AB)**

## **F. Specification of the deadlines regarding the exercise of other shareholders rights**

### **Shareholders right – motions by shareholders to supplement the agenda pursuant to section 122 para. 2 AktG**

1. Object of deadline: Submission of request to propose additional agenda items
2. Applicable issuer deadline: March 23, 2021, 24:00 CET (time of receipt)  
**(Formal information acc. to EU-IR: 20210323; 23:00 UTC)**

### **Shareholders right – countermotions by shareholders pursuant to section 126 para. 1 AktG**

1. Object of deadline: Submission of countermotions in relation to agenda items
2. Applicable issuer deadline: April 8, 2021, 24:00 CEST (time of receipt)  
**(Formal information acc. to EU-IR: 20210408; 22:00 UTC)**

### **Shareholders right - proposals for election by shareholders pursuant to section 127 AktG**

1. Object of deadline: Submission and proposals relating to the election of auditors
2. Applicable issuer deadline: April 8, 2021, 24:00 CEST (time of receipt)  
**(Formal information acc. to EU-IR: 20210408; 22:00 UTC)**

### **Shareholders right – submission of questions pursuant to article 2 section 1 para. 2 no. 3 COVID-19-Mitigation Act**

1. Object of deadline: Electronic submission of questions
2. Applicable issuer deadline: April 21, 2021, 24:00 CEST (time of receipt)  
**(Formal information acc. to EU-IR: 20210421; 22:00 UTC)**

### **Shareholders right – Objection pursuant to article 2 section 2 para. 2 no. 4 of the COVID-19 Mitigation Act**

1. Object of deadline: Electronic submission of an objection to a resolution of the Annual General Meeting
2. Applicable issuer deadline: April 23, 2021 from the beginning to the end of the Annual General Meeting