

ORDINARY ANNUAL GENERAL MEETING

HENKEL AG & CO, KGAA

APRIL 24, 2023

PRESENCE AND VOTING RESULTS



PRESENCE

| | | |
|--|------------------------------------|--|
| Registered Capital Stock | 437,958,750 Euro (= 100%) | |
| out of which are | | |
| Ordinary shares | 259,795,875 Euro (= 59.32%) | |
| Preferred shares | 178,162,875 Euro (= 40.68%) | |
| Number of shares issued | 437,958,750 | |
| out of which are | | |
| Ordinary shares | 259,795,875 | |
| Preferred shares | 178,162,875 | |
| Number of shares present | 240,470,117 | (=54.91 % of the total registered capital stock) |
| out of which are | | |
| Ordinary shares | 228,136,378 | (= 87.82 % of ordinary shares issued) |
| Preferred shares | 12,333,739 | (= 6.92 % of preferred shares issued) |
| Number of postal voting (Ordinary shares) | 35,218 | (= 0.01 % of ordinary shares issued) |
| Number of shares represented in total | 240,505,335 | (= 54.92 % of the total registered capital stock) |
| out of which are | | |
| Ordinary shares | 228,171,596 | (= 87.83 % of ordinary shares issued) |
| Preferred shares | 12,333,739 | (= 6.92 % of preferred shares issued) |

Percentages are only approximate values

VOTING RESULTS

ONLY ORDINARY SHARES CARRY VOTING RIGHTS; INCLUDING POSTAL VOTING

| Agenda Item | Valid Votes cast* | | | Yes-Votes | | No-Votes | | Abstentions | Proposal |
|--|-------------------|-------------------------|--|------------------|--------|------------------|-------|------------------|----------|
| | Number of shares | in % of capital stock** | in % of capital stock attributable to ordinary shares*** | Number of shares | in % | Number of shares | in % | Number of shares | |
| 1. Approval of annual financial statements | 226,941,422 | 51.82% | 87.35% | 226,876,012 | 99.97% | 65,410 | 0.03% | 1,230,174 | accepted |
| 2. Appropriation of profit | 228,168,389 | 52.10% | 87.83% | 228,167,928 | 99.99% | 461 | 0.01% | 3,207 | accepted |
| 3. Approval and ratification of the actions of the Personally Liable Partner | 222,631,614 | 50.83% | 85.69% | 222,146,913 | 99.78% | 484,701 | 0.22% | 1,102,559 | accepted |
| 4. Approval and ratification of the actions of the Supervisory Board | 218,616,630 | 49.92% | 84.15% | 212,679,105 | 97.28% | 5,937,525 | 2.72% | 1,118,120 | accepted |
| 5. Approval and ratification of the actions of the Shareholders' Committee | 213,780,797 | 48.81% | 82.29% | 212,871,616 | 99.57% | 909,181 | 0.43% | 1,103,084 | accepted |

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* Corresponds in each case to the number of shares for which valid votes were cast

** Share of capital stock represented by valid votes cast in the total registered capital stock; total registered capital stock including treasury shares

*** Share of capital stock represented by valid votes cast in the registered capital stock attributable to ordinary shares; registered capital stock attributable to ordinary shares including treasury ordinary shares

VOTING RESULTS

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|---|-------------------|-------------------------|--|------------------|--------|------------------|-------|------------------|----------|
| | Number of shares | in % of capital stock** | in % of capital stock attributable to ordinary shares*** | Number of shares | in % | Number of shares | in % | Number of shares | |
| 6. Appointment of auditors for fiscal 2023 | 228,166,488 | 52.10% | 87.83% | 228,019,690 | 99.94% | 146,798 | 0.06% | 5,108 | accepted |
| 7. By-election to the Supervisory Board (Laurent Martinez) | 228,165,577 | 52.10% | 87.82% | 217,863,555 | 95.48% | 10,302,022 | 4.52% | 6,019 | accepted |
| 8. Approval of the Remuneration Report | 224,051,150 | 51.16% | 86.24% | 209,525,237 | 93.52% | 14,525,913 | 6.48% | 4,120,446 | accepted |
| 9. Approval of the Remuneration System for the Management Board | 224,093,573 | 51.17% | 86.26% | 219,709,940 | 98.04% | 4,383,633 | 1.96% | 4,077,988 | accepted |
| 10. Amendment of Article 19 of the Articles of Association (virtl. AGM) | 227,996,033 | 52.06% | 87.76% | 221,628,273 | 97.21% | 6,367,760 | 2.79% | 175,503 | accepted |

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|--|-------------------|-------------------------|--|------------------|--------|------------------|-------|------------------|----------|
| | Number of shares | in % of capital stock** | in % of capital stock attributable to ordinary shares*** | Number of shares | in % | Number of shares | in % | Number of shares | |
| 11. Amendment of Article 23 of the Articles of Association (participation Supervisory Board in AGM) | 227,996,531 | 52.06% | 87.76% | 227,389,992 | 99.73% | 606,539 | 0.27% | 175,065 | accepted |
| 12. Authorization to acquire treasury shares | 228,159,753 | 52.10% | 87.82% | 224,654,158 | 98.46% | 3,505,595 | 1.54% | 11,843 | accepted |
| 13. Authorization to acquire treasury shares via equity derivatives | 228,159,105 | 52.10% | 87.82% | 224,878,367 | 98.56% | 3,280,738 | 1.44% | 12,491 | accepted |
| 14. Approval of a control and profit and loss transfer agreement with a 100% subsidiary | 228,164,617 | 52.10% | 87.82% | 228,163,014 | 99.99% | 1,603 | 0.01% | 6,979 | accepted |

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