

*ANNUAL
GENERAL
MEETING*

2024

**INFORMATION ACC. TO SECTION 125
GERMAN STOCK CORPORATION
ACT (AKTG) IN CONNECTION WITH
COMMISSION IMPLEMENTING
REGULATION (EU) 2018/1212 (“EU-IR”)**



A. Specification of the message

1. Unique identifier of the event: Annual General Meeting of Henkel AG & Co. KGaA
(Formal information acc. to EU-IR: 4dc35f7e29cfee11b52f00505696f23c)
2. Type of message: Notice of convocation of Annual General Meeting
(Formal information acc. to EU-IR: NEWM)

B. Specification of the issuer

1. ISIN:

Ordinary shares	DE0006048408
Preferred shares	DE0006048432
2. Name of issuer: Henkel AG & Co. KGaA

C. Specification of the meeting

1. Date of the General Meeting: April 22, 2024
(Formal information acc. to EU-IR: 20240422)
2. Time of the General Meeting: 10:00 a.m. (CEST), 8:00 a.m. UTC
3. Type of General Meeting: Annual General Meeting
(Formal information acc. to EU-IR: GMET)
4. Location of the General Meeting: Congress Center Düsseldorf, Entrance CCD Stadthalle, Rotterdamer Strasse 141, 40474 Dusseldorf, Germany
(Formal information acc. to EU-IR: Congress Center Düsseldorf, Eingang CCD Stadthalle, Rotterdamer Straße 141, 40474 Dusseldorf, Germany)
5. Record Date: March 31, 2024
(Formal information acc. to EU-IR: 20240331)
6. Uniform Resource Locator (URL):
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>

D. Participation in the general meeting**1. Method of participation by shareholder**

Participation in person,

Exercise of voting rights by issuing powers of attorney and instructions to the proxies appointed by the Company/authorizing third parties

Exercise of voting rights by postal vote

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

2. Issuer deadline for the notification of participation

Registration for the Annual General Meeting by: April 15, 2024, 24:00 hours (CEST) (time of receipt)

(Formal information acc. to EU-IR: 20240415; 22:00 hours UTC)

3. Issuer deadline for voting

Exercising voting rights by absentee ballot/exercising voting rights by granting power of attorney and issuing instructions to the proxy appointed by the Company/authorizing third parties,

- which is done by letter: April 20, 2024, 24:00 hours (CEST) (time of receipt),

(Formal information acc. to EU-IR: 20240420; 22:00 hours UTC)

- by e-mail or fax: April 20, 2024, 24:00 hours (CEST) (time of receipt),

(Formal information acc. to EU-IR: 20240420; 22:00 hours UTC)

- electronically via the Henkel InvestorPortal (<https://www.henkel.de/hv>; <https://www.henkel.com/agm>): by end of the address by the Chair of the Management Board.

(Formal information acc. to EU-IR: 20240422, by end of the address by the Chair of the Management Board)

Exercising voting rights on site, in person or by power of attorney granted to the proxy appointed by the Company/authorized third parties: on the day of the AGM on April 22, 2024, until the end of voting.

(Formal information according to EU-IR: 20240422, until the end of voting)

E. Agenda

Agenda item 1

1. Unique identifier of the agenda item: 1
2. Title of the agenda item: Presentation of the annual financial statements, the consolidated financial statements and the combined management report relating to Henkel AG & Co. KGaA and the Group, each as approved and endorsed by the Supervisory Board, and the report of the Supervisory Board for fiscal 2023. Resolution to approve the annual financial statements of Henkel AG & Co. KGaA for fiscal 2023
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, vote against, abstention
(Formal information acc. to EU-IR: VF; VA; AB)

Agenda item 2

1. Unique identifier of the agenda item: 2
2. Title of the agenda item: Resolution on the appropriation of profit
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, 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 to approve and ratify the actions of the Personally Liable Partner
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, 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 to approve and ratify the actions of the members of the Supervisory Board
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, 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 to approve and ratify the actions of the members of the Shareholders' Committee
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, 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 appointment for fiscal 2024 of the auditor of the annual financial statements and the consolidated financial statements and of the examiner for financial review of the financial report for the first six months of the fiscal year 2024
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, vote against, abstention
(Formal information acc. to EU-IR: VF; VA; AB)

Agenda item 7

1. Unique identifier of the agenda item:
 - 7.1 Dr. rer. nat. Simone Bagel-Trah
 - 7.2 Lutz Bunnenberg
 - 7.3 Vinzenz Gruber
 - 7.4 Benedikt-Richard Freiherr von Herman
 - 7.5 Barbara Kux
 - 7.6 Dr. rer. pol. Anja Langenbucher
 - 7.7 Laurent Martinez
 - 7.8 Simone Menne
2. Title of the agenda item: Resolution on new elections to the Supervisory Board
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, vote against, abstention
(Formal information acc. to EU-IR: VF; VA; AB)

Agenda item 8

1. Unique identifier of the agenda item:
 - 8.1 Dr. rer. pol. HSG Paul Achleitner
 - 8.2 Dr. rer. nat. Simone Bagel-Trah
 - 8.3 Alexander Birken
 - 8.4 Kaspar von Braun, Ph.D.
 - 8.5 Dr. rer. oec. Christoph Kneip
 - 8.6 Thomas Manchot
 - 8.7 James Rowan
 - 8.8 Konstantin von Unger
 - 8.9 Jean-François van Boxmeer
 - 8.10 Poul Weihrauch
2. Title of the agenda item: Resolution on new elections to the Shareholders' Committee
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding Vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, 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 to approve the 2023 remuneration report
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Advisory Vote
(Formal information acc. to EU-IR: AV)
5. Alternative voting options: Vote in favor, 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 amendment to Article 17 (2) of the Articles of Association (Remuneration of the Supervisory Board) and approval of the remuneration systems for the members of the Supervisory Board and the members of the Shareholders' Committee
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, vote against, abstention
(Formal information acc. to EU-IR: VF; VA; AB)

Agenda item 11

1. Unique identifier of the agenda item: 11
2. Title of the agenda item: Resolution on the approval of conclusion of control and profit and loss transfer agreements between Henkel AG & Co. KGaA (controlling entity) on the one hand and, on the other, Henkel Zwölfte Verwaltungsgesellschaft mbH, Henkel Dreizehnte Verwaltungsgesellschaft mbH, Henkel Vierzehnte Verwaltungsgesellschaft mbH and Henkel Fünfzehnte Verwaltungsgesellschaft mbH (controlled entities)
3. Uniform Resource Locator (URL) of the materials:
<https://www.henkel.de/hv>; <https://www.henkel.com/agm>
4. Vote: Binding vote
(Formal information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favor, 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: Agenda item proposals requested by a minority per Section 122 (2) of the German Stock Corporation Act [AktG]

1. Object of deadline: Submission of request to propose additional agenda items
2. Applicable issuer deadline: March 22, 2024, 24:00 hours (CET) (time of receipt)
(Formal information acc. to EU-IR: 20240322; 23:00 hours UTC)

Shareholders right: Countermotions per Section 126 (1) of the German Stock Corporation Act [AktG]

1. Object of deadline: Submission of countermotions in relation to proposals on individual agenda items
2. Applicable issuer deadline: April 7, 2024, 24:00 hours (CEST) (time of receipt)
(Formal information acc. to EU-IR: 20240407; 22:00 hours UTC)

Shareholders right: Election nominations per Section 127 of the German Stock Corporation Act [AktG]

1. Object of deadline: Submission of nominations for the elections of members of the Supervisory Board and of the Shareholders' Committee, or election of auditors
2. Applicable issuer deadline: April 7, 2024, 24:00 hours (CEST) (time of receipt)
(Formal information acc. to EU-IR: 20240407; 22:00 hours UTC)

Shareholders right: Objection per Section 245 number 1 of the German Stock Corporation Act (AktG)

1. Object of deadline: Submission of an objection to a resolution of the AGM
2. Applicable issuer deadline: April 22, 2024 from the beginning of the AGM until the closure of the AGM by the Chair
(Formal information acc. to EU-IR: 20240422)