



Detailed explanations on the participation of the virtual Annual General Meeting and exercise of voting rights

Ordinary Annual General Meeting of K+S Aktiengesellschaft
on Wednesday, May 10, 2023, 10:00 a.m.,
which will be held as a virtual Annual General Meeting without the physical
presence of shareholders or their proxies.



Dear Shareholders,

We are pleased about your interest in the Annual General Meeting of K+S Aktiengesellschaft on May 10, 2023.

The Annual General Meeting will be held as a virtual Annual General Meeting in accordance with the new statutory provision in Section 118a of the German Stock Corporation Act (AktG) without the physical presence of shareholders or their proxies at the venue of the Annual General Meeting. Physical participation by shareholders and their proxies at the venue of the Annual General Meeting is excluded for this reason.

For participating in the virtual Annual General Meeting by way of electronic access to the Annual General Meeting and exercising shareholders' rights, the Company provides an Internet-based and password-protected Annual General Meeting system - the so-called Online Service - on its website at www.kpluss.com/agm.

The shareholders of the Company, who have duly registered for the Annual General Meeting, can access the virtual Annual General Meeting using the Company's Online Service at www.kpluss.com/agm, and in this way participate in the Annual General Meeting.

The entire Annual General Meeting will be broadcast live for duly registered shareholders from 10:00 a.m. (CEST) on May 10, 2023, on the Company's Online Service at www.kpluss.com/agm with video and audio. Shareholders or their proxies may exercise their voting rights by electronic postal vote or by issuing a power of attorney and instructions to the proxies nominated by the Company. Shareholders or their proxies who attend the meeting electronically have the right to speak at the meeting by means of video communication, the right to information, and the right to propose motions and nominations. They are also granted the right to object to resolutions of the Annual General Meeting by means of electronic communication for the record of the notary public. Prior to the meeting, duly registered shareholders or their proxies may also submit comments by electronic communication.

1. Online Service

Shareholders require access data consisting of their shareholder number and the associated access password for using the Online Service. Those shareholders who have already provided a self-selected access password must use their self-selected access password. All other shareholders listed in the share register will receive their shareholder number and an associated access password enclosed in the invitation letter to the virtual Annual General Meeting. After the initial registration you can assign an individual password. Proxies will receive their own access data for the Online Service.

You will find your shareholder number under "Notes" on the back of the invitation letter you received together with your registration documents. If you have not yet provided a self-selected access password, you will also find an associated access password there. Shareholders who have registered to receive the Annual General Meeting documents by e-mail will receive the associated access password electronically.

If you are entered in the share register with more than one shareholder number, you will need a separate access password for each shareholder number; and you need to register separately for each shareholder number using the Online Service.



Technical requirements: Your Internet browser must support 128-bit SSL encryption to use the Online Service. If your browser does not support this, current versions of Mozilla/Firefox (www.mozilla.org), Microsoft Internet Explorer (www.microsoft.com/germany) or Google Chrome browser (www.google.com/chrome) are available for download on the Internet.

The Online Service is expected to be available from April 13, 2023.

2. Prerequisites for participation in the virtual Annual General Meeting and the exercise of voting rights

Only those shareholders who have registered with the Company by no later than May 3, 2023, midnight (CEST) and are entered in the share register for the registered shares are entitled to attend the virtual Annual General Meeting and exercise their shareholder rights - in person or by proxy.

Shareholders are still entitled to dispose of their shares even after registering for the Annual General Meeting. For the exercise of rights, in particular voting rights, the shareholding entered in the share register on the day of the Annual General Meeting is decisive, irrespective of any securities account holdings. Orders for the rewriting of the share register received by K+S Aktiengesellschaft after the end of the registration deadline in the period from May 4, 2023, midnight (CEST), up to and including May 10, 2023, will only be processed, and considered with effect after the Annual General Meeting on May 10, 2023. The technical record date is therefore May 3, 2023, midnight (CEST).

Registration can be made using the Company's Online Service or by using the registration form sent by mail or e-mail.

a. Registration using the Online Service

After successfully logging into the Online Service using your shareholder number and the associated access password, you will first have the opportunity to change your communication settings and register to receive the Annual General Meeting documents by e-mail for subsequent years. By doing so, you will help us to save costs and protect the environment. You can also set a new password here. Please make a note of your shareholder number and access password in a safe place, as you will need to enter it again each time you use the Online Service. From the registration page you can access the Annual General Meeting area of the Online Service by agreeing to the instructions for using the Online Service and clicking "Continue". There you can register for the Annual General Meeting by using on the "Registration" button by midnight (CEST) on May 3, 2023, at the latest.

We recommend you to start the electronic registration in time, so that in case of technical problems you still have the possibility to register in time by sending the completed registration form.

b. Registration by registration form

A registration form will be sent to all shareholders entered in the share register enclosed in the invitation letter to the virtual Annual General Meeting. If you do not intend to register for the Annual General Meeting by using the Online Service, please submit the completed form to the following contact data:



K+S Aktiengesellschaft
c/o Better Orange IR & HV AG
Haidelweg 48
81241 Munich, Germany
E-mail: k-plus-s-hv2023@better-orange.de

3. Participation in the virtual Annual General Meeting

Shareholders who have duly registered for the Annual General Meeting or their proxies will be able to participating the Annual General Meeting in video and audio form from 10:00 a.m. (CEST) on May 10, 2023, in the Online Service under the button "Enter Annual General Meeting" and there under "Video and Audio Transmission".

4. Exercise of voting rights by electronic postal vote

Shareholders may - in person or by proxy - exercise their voting rights by electronic postal vote.

Only those registered shareholders - in person or by proxy - who have duly registered for the virtual Annual General Meeting by midnight (CEST) on May 3, 2023, at the latest, are entitled to exercise their voting rights by electronic postal vote.

Postal votes can only be cast electronically using the Company's Online Service.

Votes may also be cast during the Annual General Meeting. They must be received by the Company by the time voting closes, which is determined by the Chairman of the meeting. Votes cast by postal vote can be changed or revoked using the Online Service up to this point.

If electronic postal votes and authorizations and instructions issued to the Company's proxies for the exercise of voting rights are received by the Company, authorizations and instructions issued to the proxies shall always be deemed to have priority.

5. Exercising voting rights by granting power of attorney and issuing instructions to the Company's proxies

Shareholders or their proxies also have the possibility of authorizing Company-nominated proxies, Mrs. Maike Füllgrabe, Kassel, and Mrs. Nathalie Frost, Kassel, bound by instructions to exercise their voting rights. The proxies nominated by the Company exercise the voting right exclusively in accordance with the instructions issued by the shareholder or his/her proxy. The proxies must be issued with a power of attorney and instructions for exercising voting rights on each agenda item to be voted on. If no instructions are issued at all for an agenda item, the proxies will not participate in the relevant vote. If instructions are given that are ambiguous or contradictory, the proxies will abstain from voting. It is not possible for proxies to exercise certain rights of participation (such as the right to speak, the right to information, the right to make motions and to declare objections to resolutions of the Annual General Meeting).

Powers of attorney and instructions may be submitted in writing or in text form (by e-mail) by May 9, 2023, 6:00 p.m. (CEST) (receipt is decisive), using the following contact data



K+S Aktiengesellschaft
c/o Better Orange IR & HV AG
Haidelweg 48
81241 Munich, Germany
E-mail: k-plus-s-hv2023@better-orange.de

A form for granting power of attorney and issuing instructions is enclosed with the letter of invitation.

Powers of attorney and instructions to the proxies of the Company may also be issued electronically using the Company's Online Service using the "Proxy" button. Powers of attorney and instructions may also be issued using the Online Service during the Annual General Meeting, but must be received by the close of voting, which is determined by the Chairman of the Meeting. Powers of attorney and instructions issued can be revoked or amended using the Company's Online Service up to this point.

Furthermore, powers of attorney and instructions may be amended and revoked in writing or in text form (by e-mail) by May 9, 2023, 6:00 p.m. (CEST) (receipt is decisive) using the following contact data

K+S Aktiengesellschaft
c/o Better Orange IR & HV AG
Haidelweg 48
81241 Munich, Germany
E-mail: k-plus-s-hv2023@better-orange.de

If, in addition to postal votes, powers of attorney and instructions to the proxies of the Company are also received, powers of attorney and instructions to the proxies of the Company are always considered to have priority. If, in addition, divergent declarations are received by different means of transmission and it is not clear which was submitted last, these will be considered in the following order: 1. by Online Service, 2. by e-mail, and 3. in paper form.

6. Third party proxy

Shareholders entered in the share register may also exercise their rights, in particular their voting rights at the Annual General Meeting, through a proxy, for example an intermediary, a voting advisor, a shareholders' association, or another third party. In this case, too, proper registration by the respective shareholder is required.

Proxies may also not physically attend the Annual General Meeting. They can only exercise the voting rights for shareholders they represent by electronic postal vote or by issuing (sub)powers of attorney to the Company's proxies.

The proxies can connect to the Annual General Meeting electronically using the Company's Online Service, where they can follow the video and audio transmission of the Annual General Meeting and exercise their shareholder rights. Proxies require their own access data to use the Company's Online Service at www.kpluss.com/agm which will be sent to them after the shareholder has duly registered and granted power of attorney to the Company or provided proof of power of attorney granted to the proxy. Therefore, proxies should be appointed as early as possible to ensure prompt receipt of the access data. If the proxy's address information is



incomplete, the proxy's individual access data to the password-protected Online Service will be sent to the principal for forwarding to the proxy.

The power of attorney may be granted to the proxy or to the Company.

Granting of the power of attorney, its revocation, and proof of authorization towards the Company must be made in text form if no power of attorney is granted pursuant to Section 135 of the German Stock Corporation Act (AktG).

When granting power of attorney to exercise voting rights in accordance with Section 135 of the German Stock Corporation Act (AktG) (granting power of attorney to intermediaries, voting advisors, shareholders' associations, or persons acting on a professional basis), the declaration of power of attorney must be recorded by the proxy in a verifiable manner. The declaration of powers of attorney must also be complete and may only contain declarations associated with the exercise of voting rights. In such cases, please therefore coordinate the form of the power of attorney with the proxy.

The power of attorney to of the Company may be issued electronically using the Company's Online Service using the "Power of attorney to a third party" button.

Powers of attorney may also be issued using the Online Service during the Annual General Meeting. Proof of a power of attorney issued to a proxy using the Online Service is not possible but can be provided by e-mail to k-plus-s-hv2023@better-orange.de.

Shareholders who wish to authorize a proxy by means other than the Online Service are requested to use the relevant form provided by the Company. Shareholders will receive this form for granting power of attorney to a third party enclosed with the letter of invitation.

The power of attorney to the Company may also be issued in writing or in text form (by e-mail) by May 9, 2023, 6:00 p.m. (CEST) (receipt is decisive), using the following contact data

K+S Aktiengesellschaft
c/o Better Orange IR & HV AG
Haidelweg 48
81241 Munich, Germany
E-Mail: k-plus-s-hv2023@better-orange.de

The same applies to the proof of a power of attorney granted to a proxy.

Powers of attorney issued can be revoked as follows:

Powers of attorney issued can also be revoked using the Online Service during the Annual General Meeting using the "Cancel" button. Powers of attorney issued can be revoked in writing or in text form (by e-mail) using the following contact data

K+S Aktiengesellschaft
c/o Better Orange IR & HV AG
Haidelweg 48
81241 Munich, Germany
E-Mail: k-plus-s-hv2023@better-orange.de



by May 9, 2023, 6:00 p.m. (CEST) (receipt is decisive).

7. Notes on the registration form

If you decide to use the registration form, please fill out only the front or the back side.

On the front side, you have the opportunity to register yourself or an authorized person of your choice. Please note that the Annual General Meeting will take place without the physical presence of the shareholders or their proxies, that no separate Annual General Meeting ticket will be issued, and that the proxy will be sent individual access data to the password-protected Online Service if the address is provided in full.

On the reverse side, it is possible to issue a power of attorney with instructions to the proxies of K+S Aktiengesellschaft.

Further instructions on the use of the registration form are enclosed to it. Please bear in mind the postal delivery times and return the registration form in good time. If you have received several registration forms, please complete and return all forms.

8. Information on countermotions and nomination proposals

Any countermotions and nomination proposals by shareholders which are available and must be made accessible can be viewed on the internet at www.kpluss.com/hv. Motions and nomination proposals to be made available are deemed to have been submitted to the Annual General Meeting at the time they are made accessible. If the shareholder submitting the motion or nomination proposal is not duly authorized and has not registered for the Annual General Meeting, the motion does not have to be dealt with at the Annual General Meeting. You can support any countermotion aimed exclusively at rejecting a proposed resolution by voting against the management proposal. Countermotions and nomination proposals that require an independent resolution will be marked with capital letters when they are made accessible. You can only vote or issue instructions for countermotions/nomination proposals marked with letters via the Online Service.

9. General instructions for use

When you receive the Annual General Meeting documents, please make sure that the mailing is undamaged.

Please keep your personal access data, which you provided as part of your initial registration to use the Online Service, carefully and securely and ensure that no third party uses your access. Please always terminate the Online Service using the "Logout" button provided for this purpose.

If you suspect misuse of the Online Service, please contact the telephone hotline at +49 89 889 6906-670 to have your password blocked.

If you have forgotten your password, you can have a new password sent to you via the Online Service using the "Forgotten your password?" button. The old password will be reset accordingly.



The stability and availability of the Online Service for the Annual General Meeting as well as the Internet transmission of the entire Annual General Meeting for registered shareholders may be subject to fluctuations and disruptions in accordance with the state of the art. Neither K+S Aktiengesellschaft nor the proxies have any influence on the availability, operability, stability, and reliability of the telecommunications network and the Internet services of third parties used. If security considerations make it appear absolutely necessary to K+S Aktiengesellschaft, we reserve the right to temporarily interrupt or permanently terminate our Online Service without further notice.

10. Telephone hotline

Our telephone hotline staff will also be happy to help you on +49 89 889 6906-670, Monday to Friday from 9:00 to 17:00.

11. Exclusion of liability

The Company bears unlimited liability for damages resulting from willful intent or gross negligence on the part of the Company, its legal representatives or vicarious agents.

The Company shall also bear liability in cases of simple negligence causing a breach of material contractual duties, i.e. contractual duties whose violation jeopardizes the purpose of the contract, and the performance of which the user was particularly entitled to rely on. In these cases, the Company's liability is limited to compensation of the damages that were typically foreseeable at the time of contracting; the Company's liability in cases of slight negligence is otherwise excluded.

The above limitations of liability also inure to the benefit of the Company's legal representatives and employees as well as in cases of extra-contractual liability and liability in tort.

The above provisions limiting the Company's liability are without prejudice to claims for damages under the German Product Liability Act and damages incurred as a result of having assumed a guarantee.

12. Data protection

Detailed information on data protection can be found in the convocation of the Annual General Meeting as well as at www.kpluss.com/agm.

Kassel (Germany), in March 2023

Board of Executive Directors
K+S Aktiengesellschaft
with its registered office in Kassel, Germany