

The shareholders of our Company are hereby invited to the

### **Ordinary Annual General Meeting**

to be held at the “Kongress am Park Augsburg” congress center (hereinafter referred to as “Congress Center”), Gögginger Strasse 10, 86159 Augsburg, Germany, on

**May 31, 2017 at 10:00 am (CEST).**

#### **I. Agenda**

- 1. Presentation of the adopted annual financial statements and the approved consolidated financial statements as well as the joint management report for KUKA Aktiengesellschaft and the Group, including the explanatory report regarding disclosure in accordance with section 289 para. 4 and para. 5 HGB [German Commercial Code], and section 315 para. 4 HGB for the 2016 financial year; presentation of the Supervisory Board’s Report for the 2016 financial year**

The aforementioned documents shall, from the day the Annual General Meeting is convened, be available for shareholders to view at the business premises of KUKA Aktiengesellschaft, Zugspitzstrasse 140, 86165 Augsburg, and be accessible on the Company’s website at [www.kuka.com](http://www.kuka.com). Each shareholder shall be given or sent a free copy on request. Moreover, the documents shall be accessible at the Annual General Meeting, where they shall be further explained. In accordance with statutory provisions, no resolution has been provided for Agenda Item 1, since the Supervisory Board has already approved the annual financial statements and the consolidated financial statements and adoption of the same at the Annual General Meeting is thus unnecessary.

#### **2. Resolution on the appropriation of the balance sheet profit**

The Executive Board and Supervisory Board propose distributing the balance sheet profit of KUKA Aktiengesellschaft for the past financial year 2016 amounting to **EUR 87,611,258.51** as follows:

Disbursement of a dividend of EUR 0.50 per entitled no-par-value share	EUR 19,887,735.00
Retained earnings	EUR 67,723,523.51

The number of entitled no-par-value shares, at the time the Annual General Meeting was convened, amounts to 39,775,470 no-par-value shares (ISIN DE0006204407).

As of the time at which the Annual General Meeting was convened, KUKA Aktiengesellschaft did not hold any treasury shares. If the Company does hold treasury shares at the time at which the Annual General Meeting is held, such shares are not entitled to dividends. In this case, an adapted resolution will be submitted for voting at the Annual General Meeting proposing to pay out an unchanged dividend of EUR 0.50 per entitled no-par-value share and increase the retained earnings while reducing the disbursement.

**3. Resolution on approving the discharge from responsibility of the members of the Executive Board**

The Executive Board and the Supervisory Board propose that the members of the Executive Board be discharged from responsibility for the 2016 financial year.

It is planned that shareholders at the Annual General Meeting shall decide on the discharge from responsibility of the members of the Executive Board as a whole.

**4. Resolution on approving the discharge from responsibility of the members of the Supervisory Board**

The Executive Board and the Supervisory Board propose that the members of the Supervisory Board be discharged from responsibility for the 2016 financial year.

It is planned that shareholders at the Annual General Meeting shall decide on the discharge from responsibility of the members of the Supervisory Board as a whole.

**5. Elections to the Supervisory Board**

Hans Ziegler resigned his seat on the Supervisory Board of KUKA Aktiengesellschaft with effect from December 1, 2016. Dr. Hubert Lienhard resigned his seat on the Supervisory Board of KUKA Aktiengesellschaft with effect from January 10, 2017. Dr. Friedhelm Loh resigned his seat on the Supervisory Board of KUKA Aktiengesellschaft with effect from January 27, 2017. Professor Dr. Dirk Abel resigned his seat on the Supervisory Board of KUKA Aktiengesellschaft with effect from January 31, 2017. Furthermore, Bernd Minning resigned as member and Chairman of the Supervisory Board of KUKA Aktiengesellschaft with effect from February 1, 2017. Professor Dr. Uwe Loos resigned as a member of the Supervisory Board of KUKA Aktiengesellschaft with effect from February 28, 2017.

In view of the above-mentioned resignations, the Executive Board of KUKA Aktiengesellschaft had applied for the court appointment of Supervisory Board members to the vacated seats pursuant to section 104 para. 1 AktG [German Stock Corporation Act] in conjunction with section 6 para. 2 MitbestG [German Co-determination Act]. By orders of Augsburg Local Court dated February 8, 2017 and delivered on Febru-

ary 10, 2017, (i) Professor Dr. Michèle Morner, (ii) Min (Francoise) Liu and (iii) Dr. Yanmin (Andy) Gu were appointed as members of the Supervisory Board. Furthermore, by orders of Augsburg Local Court dated February 22, 2017 and delivered on February 24, 2017, (i) Hongbo (Paul) Fang and (ii) Alexander Liong Hauw Tan were appointed as members of the Company's Supervisory Board.

In accordance with the orders of Augsburg Local Court, the term of office of the aforementioned court-appointed Supervisory Board members ends no later than the conclusion of the Annual General Meeting on May 31, 2017, for which reason the Annual General Meeting must elect new Supervisory Board members on May 31, 2017.

Pursuant to section 10 para. 4 sentence 1 of the Company's Articles of Association, the term of office of the newly elected Supervisory Board members shall be the remainder of the original term of office of the retiring Supervisory Board members, i.e. up to the conclusion of the Ordinary Annual General Meeting in 2018, at which the Supervisory Board members are to be discharged from their responsibility for the 2017 financial year.

Pursuant to section 96 para. 1 and section 101 para. 1 AktG [German Stock Corporation Act] in conjunction with section 7 para. 1 no. 1 MitbestG [German Co-determination Act] and section 10 para. 1 of the Articles of Association, the Supervisory Board comprises twelve members in total, consisting of six members elected by the Annual General Meeting and six members elected in accordance with the German Co-determination Act.

The Annual General Meeting is not bound by nominations for election made by the shareholders' representatives on the Supervisory Board.

On the basis of the recommendations presented by the Supervisory Board's nomination committee, the Supervisory Board proposes that the following persons be elected to the Supervisory Board as the shareholders' representatives effective upon conclusion of the Annual General Meeting on May 31, 2017:

a) Dr. Yanmin (Andy) Gu

Place of residence:	Panyu, Guangzhou, Guangdong Province, China
Age:	53 years
Profession/education:	Economist
Current activity:	Vice President of Midea Group Co., Ltd.

b) Hongbo (Paul) Fang

Place of residence:	Foshan, Guangdong Province, China
Age:	50 years
Profession/education:	Economist
Current activity:	Chairman and CEO of Midea Group Co., Ltd.

## c) Min (Francoise) Liu

Place of residence: Daliang, Shunde, Guangdong Province, China  
 Age: 40 years  
 Profession/education: Economist  
 Current activity: Director Human Resources Midea Group Co., Ltd.

## d) Professor Dr. Michèle Morner

Place of residence: Rosengarten, Germany  
 Age: 50 years  
 Profession/education: Economist  
 Current activity: Professor

## e) Alexander Liong Hauw Tan

Place of residence: Guangzhou, Guangdong Province, China  
 Age: 46 years  
 Profession/education: Industrial Engineer  
 Current activity: Deputy CFO of Midea Group

Pursuant to section 5.4.3 sentence 3 of the German Corporate Governance Codex (GCGC) the following is noted: In the event that he is elected to the Supervisory Board, Dr. Yanmin (Andy) Gu is to be nominated as a candidate for Chairman of the Supervisory Board.

## 6. Resolutions on amending the Articles of Association

### a. Amendment to section 17 para. 2 sentence 2 of the Articles of Association

Section 17 para. 2 sentence 2 of the Articles of Association is to be amended for linguistic reasons. The Executive Board and the Supervisory Board therefore propose that section 17 para. 2 sentence 2 of the Articles of Association be reworded as follows:

“(2) [...]. For chairing the Annual General Meeting (in the case of Article 21 para. 1 sentence 2 and para. 2 of the Articles of Incorporation) and also for the membership in each committee which is established not only on a temporary basis, however limited to three committee memberships, the Supervisory Board members shall receive an additional remuneration in the amount of the annual remuneration pursuant to para. 1; a Chairman of a committee shall additionally receive half of the annual remuneration even if he chairs more than one committee. Sentence 2 shall not apply with regard to the committee pursuant to section 27 para. 3 Co-Determination Act (“Mitbestimmungsgesetz”).”

b. Amendment to section 21 of the Articles of Association

The proposed amendment of section 21 para. 1 of the Articles of Association is intended to achieve greater flexibility in the chairing of the Annual General Meeting. Pursuant to the amendment, the Annual General Meeting shall be chaired either by the Chairman of the Supervisory Board or by another person designated by the shareholders' representatives on the Supervisory Board; this person must not necessarily be a member of the Supervisory Board; the chair at the Annual General Meeting can thus also be delegated to any person not on the Supervisory Board who is suited to chairing an annual general meeting. The amendment of section 21 para. 2 of the Articles of Association concerns the rights of the chairperson at the Annual General Meeting and is a linguistic adaptation of the previous section 21 para. 3 of the Articles of Association. The proposed rewording of section 21 para. 3 of the Articles of Association concerns the statutory establishment of the chairperson's right to impose reasonable limits on the shareholders' right to speak and ask questions.

The Executive Board and the Supervisory Board propose therefore that the following resolution be passed:

Section 21 of the Articles of Association is reformulated in its entirety as follows:

- “(1) The Annual General Meeting shall be chaired by the Chairman of the Supervisory Board or by another person designated by the shareholders' representatives on the Supervisory Board; this person must not necessarily be another member of the Supervisory Board.
- (2) The chairperson shall conduct the proceedings and determine the order in which the agenda items and votes are addressed, which may differ from the announced order on the agenda. Furthermore, the chairperson shall determine the form, procedure and further details of the voting process and may also decide that several items be put to the vote simultaneously.
- (3) The chairperson may impose reasonable limits on the shareholders' right to speak and ask questions. In particular at the beginning or in the course of the Annual General Meeting, he or she may establish reasonable time limits for the duration of the General Meeting, for discussion of the individual items on the agenda, and for the time available for speaking and asking questions in general or for individual speakers.”

**7. Election of the auditor of the annual financial statements and the consolidated financial statements for the 2017 financial year, as well as the auditor for an independent review, if applicable, of the condensed financial statements and the interim management report for the first half-year of the 2017 financial year**

The Supervisory Board proposes, on the basis of the Audit Committee's recommendation, to resolve that KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, be elected as the auditor of the annual financial statements and the consolidated financial statements for the 2017 financial year and for an independent review of the condensed financial statements and the interim management report for the first half-year of the 2017 financial year, if such a review of these statements is conducted.

## II. Supplementary information relating to Agenda Item 5

### 1. Disclosures pursuant to section 125 para. 1 sentence 5 AktG

The candidates proposed for election to the Supervisory Board under Agenda Item 5 are members of the supervisory board of the companies listed under a) and members of a comparable domestic or foreign controlling body of the companies listed under b) for each candidate.

Dr. Yanmin (Andy) Gu

a) Membership in other statutory supervisory boards

None

b) Membership in comparable domestic/foreign controlling bodies

Carrier Midea India Pvt. Ltd., Haryana, India  
 Concepcion Midea Inc., Muntinlupa City, Philippines  
 Midea Planet Indonesia, PT, Setiabudi Jakarta Selatan, Indonesia  
 PT. Midea Heating and Ventilating Air Conditioner Indonesia, Jl Pluit Selatan Raya, Indonesia  
 Misr Refrigeration and Air Conditioning Manufacturing Company, S.A.E., Giza, Egypt  
 Clivet S.P.A., Villapaiera, Italy  
 Arco S.A., Province of San Luis, Argentina  
 Carrier S.A., Province of Tierra del Fuego, Argentina  
 Carrier Fuegoina S.A., Province of Tierra del Fuego, Argentina  
 MIDEA DO BRASIL – AR CONDICIONADO / S.A., State of Rio Grande do Sul, Brazil  
 Springer Carrier Ltda., State of Rio Grande do Sul, Brazil  
 Climazon Industrial Ltda., State of Rio Grande do Sul, Brazil  
 Carrier (Chile) S.A., City of Buenos Aires, Argentina  
 Toshiba Lifestyle Products & Service Corporation, Kanagawa, Japan

Note: The aforementioned companies are Midea Group companies.

Hongbo (Paul) Fang

a) Membership in other statutory supervisory boards

None

b) Membership in comparable domestic/foreign controlling bodies

Toshiba Lifestyle Products & Service Corporation, Kanagawa, Japan

Note: The aforementioned company is a Midea Group company.

Min (Francoise) Liu

a) Membership in other statutory supervisory boards

None

b) Membership in comparable domestic/foreign controlling bodies

None

Professor Dr. Michèle Morner

a) Membership in other statutory supervisory boards

Storch-Ciret Holding GmbH, Wuppertal

b) Membership in comparable domestic/foreign controlling bodies

None

Alexander Liong Hauw Tan

a) Membership in other statutory supervisory boards

None

b) Membership in comparable domestic/foreign controlling bodies

Concepcion Midea Inc., Muntinlupa City, Philippines  
Arco SA, Province of San Luis, Argentina  
Carrier SA, Province of Tierra del Fuego, Argentina  
Carrier Fuegunia SA, Province of Tierra del Fuego, Argentina  
Midea Do Brazil – AR Condicionnado/SA, State of Rio Grande do Sul, Brazil  
Springer Carrier Ltda., State of Rio Grande do Sul, Brazil  
Climazon Industrial Ltda., State of Rio Grande do Sul, Brazil  
Carrier (Chile) SA, City of Buenos Aires, Argentina

Note: The aforementioned companies are Midea Group companies.



**2. Disclosures regarding section 5.4.1 para. 4 to 6 of the German Corporate Governance Codex (GCGC)**

With reference to section 5.4.1 para. 4 to 6 GCGC, the following disclosures are made regarding the proposed candidates:

Dr. Andy Gu is Vice President of Midea Group Co., Ltd. According to the voting rights notification dated January 9, 2017, Midea Group Co., Ltd. holds an indirect interest of 94.55% of the voting rights in KUKA Aktiengesellschaft through subsidiaries.

Paul Fang is Chairman and President of Midea Group Co., Ltd. According to the voting rights notification dated January 9, 2017, Midea Group Co., Ltd. holds an indirect interest of 94.55% of the voting rights in KUKA Aktiengesellschaft through subsidiaries.

Francoise Liu is Director of Human Resources of Midea Group Co., Ltd. According to the voting rights notification dated January 9, 2017, Midea Group Co., Ltd. holds an indirect interest of 94.55% of the voting rights in KUKA Aktiengesellschaft through subsidiaries.

Alexander Liong Hauw Tan is Deputy CFO of Midea Group Co., Ltd. According to the voting rights notification dated January 9, 2017, Midea Group Co., Ltd. holds an indirect interest of 94.55% of the voting rights in KUKA Aktiengesellschaft through subsidiaries.

The résumés of all candidates proposed for election to the Supervisory Board are accessible on the Company's website at [www.kuka.com](http://www.kuka.com)

### **III. Further information relating to the convening of the Annual General Meeting**

#### **Total number of shares and voting rights**

The Company's share capital comprises, at the time the Annual General Meeting is convened, 39,775,470 no-par-value shares; there are no other share classes. Each share confers one vote, resulting in 39,775,470 participating and voting shares.

#### **Prerequisites for attending the Annual General Meeting and exercising voting rights**

Shareholders wishing to attend the Annual General Meeting and exercise their voting right must register prior to the General Meeting. In addition, shareholders are required to provide proof of their right to attend the Annual General Meeting or to exercise voting rights. A certificate of share ownership issued in German or English by their custodian bank with reference being made to the start of the 21st day before the Annual General Meeting, namely Wednesday, May 10, 2017, 0:00 hours CEST (so-called "record date") is sufficient.

The registration and proof of share ownership must be in text form and be sent to the Company to the following address and be received no later than the seventh day prior to the General Meeting, i.e. at the latest by Wednesday, May 24, 2017, 24:00 hours, CEST:

**KUKA Aktiengesellschaft  
c/o C-HV AG  
Gewerbepark 10  
92289 Ursensollen**

**Fax: +49 (0) 9628 92 99 871  
e-mail: HV@Anmeldestelle.net**

With respect to attendance at the General Meeting and the exercise of voting rights, only those persons shall be deemed shareholders for the Company's purposes who have provided such proof. In this respect, the right to attend and the scope of the voting rights shall be determined exclusively on the basis of the shareholding proven as of the record date. The record date does not involve any lock-up period for the shares. Even if all or some of the shares are sold after the record date, the shares held by the shareholder as of the record date shall be authoritative for attendance and for the scope of the voting rights; i.e. any sale of shares after the record date shall not affect the right to attend or the scope of voting rights. The same shall apply accordingly to new shares or additional shares acquired after the record date. Persons who do not hold any shares yet as of the record date and become shareholders after that date shall not be entitled to attend or vote. Furthermore, the record date is not a relevant date for dividend rights.

Admission tickets to the Annual General Meeting shall be issued to the shareholders after proper receipt of the registration and proof of share ownership. To ensure timely receipt of

admission tickets, we kindly ask shareholders to send the registration and proof of share ownership as early as possible.

### **Voting by proxy**

Shareholders may, by appropriately granting power of attorney, also exercise their voting rights at the Annual General Meeting by way of proxy, e.g. through a bank or a shareholders' association. If the shareholder appoints more than one person as a proxy, the Company may reject one or more of these persons. The requirement to register in due time and form and provide proof of share ownership in accordance with the above stipulations shall apply also in the case of voting by proxy.

In principle, any granting of power of attorney, revocation thereof and proof of authorization in relation to the Company must be in text form in accordance with section 134 para. 3 sentence 3 AktG. For granting power of attorney, shareholders may use the proxy section on the admission ticket form that they will receive after registration, or the proxy form that can be downloaded from the Company's website at [www.kuka.com](http://www.kuka.com). Shareholders shall also have the option of issuing special power of attorney in text form. Until the beginning of voting at the Annual General Meeting, the following address, fax number and e-mail address shall be available for sending proof of authorization as a proxy and for revoking power of attorney:

**KUKA Aktiengesellschaft  
c/o C-HV AG  
Gewerbepark 10  
92289 Ursensollen**

**Fax: +49 (0) 9628 92 99 871  
e-mail: [vollmacht@c-hv.com](mailto:vollmacht@c-hv.com)**

The entry and exit desks at the Annual General Meeting shall be available for this purpose on the day of the Annual General Meeting, from 9:00 am, at the Congress Center, Gögginger Strasse 10, 86159 Augsburg.

If a bank, a shareholders' association or any other equivalent institution, entity or person in accordance with section 135 AktG is appointed as a proxy, the text form requirement for such power of attorney shall apply neither by law nor according to the Company's Articles of Association. According to the law, it shall, in such cases, suffice if the proxy is able to validate its power of attorney. In addition, the power of attorney must be complete and refer only to the exercise of voting rights. Therefore, we advise shareholders wishing to authorize a bank, a shareholders' association or any other equivalent institution, entity or person as a proxy in accordance with section 135 AktG to confer with the proxy regarding the form that the power of attorney should take. In such cases, power of attorney shall be granted only to a specified proxy. According to section 135 para. 7 AktG, however, the effectiveness of the voting shall not be impaired by any breach of the aforementioned and

specified additional requirements stated in section 135 AktG for the appointment of a proxy as stated in this section.

We offer our shareholders the possibility of authorizing Company-appointed proxies to exercise their voting rights. The Company has laid down the following provisions for this: The exercise of voting rights by such Company-appointed proxies shall be subject to express instructions given in respect of the specific items on the agenda. Without such express instructions, voting rights shall not be deemed to have been represented. The form for granting power of attorney and issuing instructions that is sent together with the admission ticket can be used for granting power of attorney. Any granting of power of attorney (along with instructions), revocation thereof and proof of authorization in relation to the Company must be in text form. The Company must receive power of attorney for Company-appointed proxies, along with express instructions, at the latest by Monday, May 29, 2017, 24:00 hours CEST, sent to the address below:

**KUKA Aktiengesellschaft  
c/o C-HV AG  
Gewerbepark 10  
92289 Ursensollen**

**Fax: +49 (0) 9628 92 99 871  
e-mail: vollmacht@c-hv.com**

The entry and exit desks at the Annual General Meeting shall be available for giving, revoking and altering instructions in relation to any Company-appointed proxy on the day of the Annual General Meeting, from 9:00 am, at the Congress Center, Gögginger Strasse 10, 86159 Augsburg.

The offer of the option to authorize Company-appointed proxies to exercise voting rights shall not affect any of the aforementioned possibilities of participation and representation, including attendance in person or participation via another proxy, such as a bank or shareholders' association. All these possibilities shall remain fully open to shareholders.

## **Publication on the Company's website**

Shortly after the convening of the Annual General Meeting, the following information and documents shall be available on the Company's website at [www.kuka.com](http://www.kuka.com) (cf. section 124a AktG):

1. The content of the convening notice, including an explanation as to why no resolution has been provided for Agenda Item 1, as well as the total number of shares and voting rights at the time of convening;
2. the documents to be made available to the General Meeting;
3. a form that can be used for voting by proxy.

## **Shareholder rights in accordance with section 122 para. 2 section 126 para. 1 section 127 and section 131 para. 1 AktG**

### **Addition to the agenda in accordance with section 122 para. 2 AktG**

Shareholders whose shares amount in aggregate to EUR 500,000 of the share capital may request that items be included in the agenda and published. A statement of grounds or a proposal for a resolution must be attached to every new item. Any such request must be directed in writing or using electronic means in accordance with section 126a BGB [German Civil Code] to the Executive Board of the Company (KUKA Aktiengesellschaft, Executive Board, reference: "Annual General Meeting", Zugspitzstrasse 140, 86165 Augsburg (e-mail: [hauptversammlung2017@kuka.com](mailto:hauptversammlung2017@kuka.com))) and must be received by the Company at least 30 days prior to the Annual General Meeting, not counting the day of receipt and the day of the Annual General Meeting. The last permissible day of receipt is therefore Sunday, April 30, 2017, 24:00 hours CEST. Further details concerning the prerequisites for exercising this right and the limitations of this right can be found on the Company's website at [www.kuka.com](http://www.kuka.com) under "Announcements in accordance with section 121 para. 3 sentence 3 no. 3 AktG regarding shareholder rights".

### **Motions and nominations by shareholders in accordance with section 126 para. 1 and section 127 AktG**

Shareholders may propose motions regarding specific items on the agenda (cf. section 126 AktG). The same applies to nominations for the election of Supervisory Board members or the auditors of the annual financial statements (cf. section 127 AktG).

According to section 126 para. 1 AktG, shareholder motions, including the name of the shareholder, a statement of grounds for the motion and any statement from the Management shall be made available to the persons entitled to access this information as set forth in section 125 para. 1 to 3 AktG under the conditions stated therein (this includes, among others, shareholders who demand this), provided that the shareholder has submitted a countermotion to a motion of the Executive Board and/or Supervisory Board on a specific

item on the agenda, with a statement of grounds for the countermotion, to the address given below at least 14 days before the Company's Annual General Meeting, not counting the day of receipt. The last permissible day of receipt is therefore Tuesday, May 16, 2017, 24:00 hours CEST. A countermotion does not have to be made available if one of the exclusions under section 126 para. 2 AktG applies. Further details concerning the prerequisites for exercising this right and the limitations of this right can be found on the Company's website at [www.kuka.com](http://www.kuka.com) under "Announcements in accordance with section 121 para. 3 sentence 3 no. 3 AktG regarding shareholder rights".

The right of each shareholder to propose, during the Annual General Meeting, countermotions regarding the various agenda items even without prior communication to the Company shall remain unaffected. We point out that any countermotions sent to the Company in advance in due time shall be considered at the Annual General Meeting only if they are made orally during the meeting.

A statement of grounds does not need to be provided for nominations made by shareholders in accordance with section 127 AktG. Nominations for election shall be made available only if they include the name, the profession exercised and the place of residence of the nominee and, in the case of an election of Supervisory Board members, information on their membership in other supervisory boards prescribed by law (cf. section 127 sentence 3 in conjunction with section 124 para. 3 and section 125 para. 1 sentence 5 AktG). According to section 127 sentence 1 in conjunction with section 126 para. 2 AktG, there are further grounds on which nominations for election do not need to be made available on the Internet. In all other respects, the prerequisites and provisions for making motions available shall correspondingly apply, in particular that Tuesday, May 16, 2017, 24:00 hours CEST, is the last permissible date for the receipt of nominations at the address given below, in order for them to still be made available. Further details concerning the prerequisites for exercising this right and the limitations of this right can be found on the Company's website at [www.kuka.com](http://www.kuka.com) under "Announcements in accordance with section 121 para. 3 sentence 3 no. 3 AktG regarding shareholder rights".

Any motions (including any statement of grounds) or nominations made by shareholders in accordance with section 126 para. 1 and section 127 AktG must be sent exclusively to:

**Executive Board**  
**KUKA Aktiengesellschaft**  
**Reference "Annual General Meeting"**  
**Zugspitzstrasse 140**  
**86165 Augsburg**

**Fax: +49 (0) 821 797 5393**  
**e-mail: [hauptversammlung2017@kuka.com](mailto:hauptversammlung2017@kuka.com)**

Motions and nominations for election that are to be made available (including the name of the shareholder and – in the case of motions – a statement of grounds) shall be made

available after their receipt on the Internet at [www.kuka.com](http://www.kuka.com). Any statements from the Management shall also be made available at the above Internet address.

### **Right of shareholders to information in accordance with section 131 para. 1 AktG**

At the Annual General Meeting, each shareholder and shareholder representative may request from the Executive Board information on the Company's affairs, to the extent that such information is necessary to permit a proper evaluation of the relevant item on the agenda (cf. section 131 para. 1 AktG). This right to information also extends to information on the Company's legal and business relations with any affiliated company, as well as information on the state of the Group and the companies included in the consolidated financial statements. Requests for information are generally to be made orally at the Annual General Meeting during the discussion.

The information shall comply with the principles of conscientious and accurate accounting. Subject to the prerequisites set forth in section 131 para. 3 AktG, the Executive Board may refuse to provide information. Further details concerning the prerequisites for exercising this right and the limitations of this right can be found on the Company's website at [www.kuka.com](http://www.kuka.com) under "Announcements in accordance with section 121 para. 3 sentence 3 no. 3 AktG regarding shareholder rights".

Augsburg, April 2017

KUKA Aktiengesellschaft

The Executive Board