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Shareholder of Deutsche Lufthansa AG
No. 9407075 and shareholder of UBS
Group AG No. 844081.6

Deutsche Lufthansa Aktiengesellschaft
- Executive Board attn: Investor Relations (HV) FRA CW
Lufthansa Aviation Center
Airportring

60546 Frankfurt

Basel, 20/04/2020

67th Annual General Meeting of Deutsche Lufthansa AG on 05/05/2020 Agenda item 3: Discharge of liability of Executive Board members for the 2019 financial year: motion opposing the proposal by Executive Board and Supervisory Board

## Dear Sir/Madam

As a shareholder of Deutsche Lufthansa AG and a shareholder of UBS Group AG, I hereby submit a motion, within the specified time limit (20/04/2020 / 0.00 a.m.), opposing the proposal by the Executive Board and Supervisory Board to discharge the members of the Executive Board of liability for the 2019 financial year: The discharge from liability should be withheld from all Executive Board members. Specifically, I submit an opposing motion that Mr Carsten Spohr should not be discharged for the 2019 financial year.

## Reason for refusing discharge:

In the years 2014–2020 Mr Carsten Spohr abused his twin role as Chairman of the Supervisory Board of Lufthansa Technik AG, Hamburg, and Chairman of the Executive Board and CEO of Deutsche Lufthansa AG, Frankfurt, on several occasions to the detriment of third parties. This repeated and deliberately unlawful conduct, as well as Mr Carsten Spohr's conflicts of interest, meant that the Supervisory Board of Lufthansa Technik AG was obliged to announce Carsten Spohr's resignation from the Supervisory Board of Lufthansa Technik AG in an extraordinary Supervisory Board meeting on 2.4/11.4.2020. As long as the specific circumstances of Mr Carsten Spohr's sudden resignation from the contract, which was valid until 2023, are not clarified, Mr Carsten Spohr may not be discharged of liability.

## Reason for a separate resolution:

The proposal by the Executive Board and Supervisory Board to discharge him of liability concerns the general work of the entire Executive Board and ignores the special case of Mr Carsten Spohr's misconduct described above, which must be dealt with in a separate vote. The other Executive Board members should not be negatively affected by these special circumstances. I therefore insist on a separate resolution on my motion not to discharge Mr Carsten Spohr of liability.

In addition, I submit the following motion for agenda item 3:

I hereby move to appoint the auditors Ernst & Young GmbH, Flughafenstrasse 61, 70629 Stuttgart, as a special auditor within the meaning of Sections 142–146 German Stock Corporation Act. The special auditor should examine all the events surrounding Mr Carsten Spohr's sudden resignation from the Supervisory Board of Lufthansa Technik AG. It should also examine whether any breaches of duty by other Supervisory Board members occurred with regard to the appointment and monitoring of the Executive Board.

Reason for the motion to appoint a special auditor:

In a letter dated 18/04/2013 Wolfgang Mayrhuber, the designated Chairman of the Supervisory Board of Deutsche Lufthansa AG and at the time a member of the Board of Directors of UBS Group AG (formerly UBS AG), wrote to the shareholder Beat Kaiser as follows: 'Dear Mr Kaiser, having received another letter from you today concerning the "Open Connect Group", I would like to inform you that – apart from your correspondence – I have had nothing to do with the matter. I have therefore passed on all your letters to the legal department of Lufthansa Technik AG and am certain that they will be dealt with correctly there.' (See exhibit 01). What was meant in the letter of 18/04/2013 by the legal department of Lufthansa Technik AG dealing with my correspondence correctly has remained unanswered to this day; with no response coming from any of the supervisory bodies of the entire Lufthansa Group or any supervisory bodies of UBS Group AG.

In the first statement by the Executive Board on the motions I proposed at the Annual General Meeting of Deutsche Lufthansa AG on 08/05/2018 it said: 'The shareholder had tabled several motions in the past, also in connection with Open Connect AG, of which Mr Mayrhuber was Chief Executive Officer, and which was dissolved after its liquidation.'

I made the following addition to the statement by the Executive Board on the motions I proposed at the Annual General Meeting of Deutsche Lufthansa AG on 08/05/2018: "The insolvency proceedings for Open Connect GmbH, Munich, at Landshut District Court are still pending and parallels to the actions taken by Deutsche Lufthansa AG in the insolvency proceedings for Air Berlin are unmistakeable."

The following shocking fact should also be mentioned: the letter from Wolfgang Mayrhuber of 18/04/2013 (see exhibit 01) was already an integral part of the motions tabled at the Annual General Meeting of Deutsche Lufthansa AG on 08/05/2018. However, this letter was only published online after the Annual General Meeting of Deutsche Lufthansa AG had taken place, along with the results of voting on 08/05/2018 (see internet address: <a href="https://investorrelations.lufthansagroup.com/de/veranstaltungen/mluna/hauptversammlung-2018/antraege-von-aktionaeren.html.">https://investorrelations.lufthansagroup.com/de/veranstaltungen/mluna/hauptversammlung-2018/antraege-von-aktionaeren.html.</a>)

In the notes to shareholder rights according to Sections 112 para. 2, 126 para.1, 127 and 131 para. 1 German Stock Corporation Act for the Lufthansa Annual General Meeting on 08/05/2018 it reads as follows: "If a shareholder has been given information as a shareholder outside the Annual General Meeting, this information must be given to any other shareholder on request at the Annual General Meeting, even if it is not necessary for a correct assessment of an agenda item. The Executive Board may not refuse the request on the basis of paragraph 3, sentence 1 no. 1 to 4."

In conclusion, I appeal to you, my fellow shareholders of Deutsche Lufthansa AG, to approve the motions tabled above. Thank you.

Kind regards

Mit freundlichen Grüssen

Beat Kaise

Copy to:

Philippe Hildebrand, BlackRock Asset Management Schweiz AG
Karl-Ludwig Kley, Chairman of the Supervisory Board, Deutsche Lufthansa AG
Monika Ribar, President of the Board of Directors, Schweizerische Bundesbahnen SBB
Simonetta Sommaruga, President of the Swiss Confederation and head of the Federal
Department of Environment, Transport, Energy and Communications
Axel Weber, President of the Board of Directors of UBS Group AG

Olaf Scholz, German Federal Finance Minister

Peter Altmaier, German Federal Economics and Energy Minister

## **Wolfgang Mayrhuber**

Lufthansa Aktiengesellschaft

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wolfgang.mayrhuber@dlh.de

Mr Beat Kaiser Elsternweg 4

4103 Bottmingen

18/04/2013

Dear Mr Kaiser,

Having received another letter from you today concerning the "Open Connect Group", I would like to inform you that – apart from your correspondence – I have had nothing to do with the matter. I have therefore passed on all your letters to the legal department of Lufthansa Technik AG and am certain that they will be dealt with correctly there.

Yours sincerely, [signed]

Copy to: USB AG