



**Information Sheet and Terms of Use
for the Online Service
for the Shareholders' Meeting 2020
of INDUS Holding AG on 13 August 2020
(Virtual Shareholders' Meeting)**

Dear Shareholder,

To exercise your shareholder rights relating to the virtual Shareholders' Meeting, in particular your voting rights, we ask you to register with the company in good time as described in the invitation to the Shareholders' Meeting or, if registration is to be made via your depositary bank, to request an access card for the online service from your depositary bank as soon as possible. The deadlines to be observed for registration and proof of shareholding are specified in the invitation to the Shareholders' Meeting in the section **"Requirements for exercising shareholder rights in relation to the virtual Shareholders' Meeting"**:

Your access card allows you to follow the video and audio transmission of the virtual Shareholders' Meeting via the Company's online service and to exercise the following shareholder rights in relation to the virtual Shareholders' Meeting:

- Exercising voting rights by means of electronic postal vote
- Issuing power of attorney and instructions to the company's designated proxies
- Authorizing a representative to exercise shareholder rights in relation to the virtual Shareholders' Meeting
- Possibility to ask questions electronically
- Possibility to electronically file an objection with a notary

Online service

Access to / Registration for the online service

Access to our online service will be available from Thursday, 23 July 2020, 0.00 h, until the **end of the Shareholders' Meeting** via the company's website at www.indus.de/en/investor-relations/shareholders-meeting. The access is password protected. The information required for access can be found on your access card to the Shareholders' Meeting.

On the registration page of the online service, please first enter the six-digit access card number in the field provided. Then enter the eight-character alphanumeric string in the "Access code" field below it; this string can also be found on the access card.

After clicking on the "Login" button on the screen, please confirm on the following page that you have read and accept the information sheet and, hence, the terms of use for the company's online service. On this page, please also confirm that you are the registered participant or their authorized representative.

On the following page ("**Main menu**"), the following items may be selected:

- Audio and video transmission (only on 13 August 2020 from 10.15 a.m.)
- Online postal voting (from 23 July 2020 until the end of voting on 13 August 2020)
- Issuing power of attorney and instructions to the proxies (from 23 July 2020 until the end of voting on 13 August 2020)
- Authorizing a representative to vote at the virtual Shareholders' Meeting (from 23 July 2020 until the end of voting on 13 August 2020)
- Asking questions electronically (from 23 July 2020 to 11 August 2020, 10.30 a.m.)
- Objection to resolutions adopted by the Shareholders' Meeting (only on 13 August 2020 from 10.30 a.m. until the end of the Shareholders' Meeting)

Select one of the items and confirm your selection by clicking the "Continue" button.

(1) Audio and video transmission

Clicking on the link shown will open an additional window with audio and video transmission of the Shareholders' Meeting. This function will be available from 10.15 a.m. on 13 August 2020.

(2) Voting by online postal vote

The online service allows you to cast your votes by online postal vote. To do so, select the "Online postal vote" option in the main menu.

To cast your vote, click on the respective items on the agenda. You may either agree to all of the proposals made by the management or cast your vote on each individual item on the agenda (click on "Yes", "No" or "Abstention", respectively). Once you have processed the items on the agenda, please click on "Submit postal vote".

The following page will show an overview of the votes you have cast. If you wish to make corrections, click on "Change votes". If you want to revoke your votes, click on "Revoke online postal vote".

You may use the “Print” button to print out your voting behavior for documentation purposes. Press the “Logout” button to end the dialog.

Select the “Main menu” button to return to the main menu. Here you can also revoke your online votes by clicking on the “Revoke online postal vote” screen button.

(3) Issuing power of attorney and instructions to the proxies

To exercise your voting rights via the company’s online service, you may grant power of attorney to the company’s designated proxies and give them instructions for voting. To do so, select the option “Issue power of attorney and instructions to the proxies” in the main menu. Then select the item “I/We hereby authorize the designated proxies of INDUS Holding AG (Mr. Andreas Reindl, Ursensollen, and Mr. Felix Meedt, Ursensollen), each individually and with the right to issue sub-proxy, to exercise the voting right at the Shareholders’ Meeting of INDUS Holding AG on 13 August 2020 for me/us in accordance with my/our instructions and by disclosing my/our name” and confirm your selection by clicking on the button “Authorize Proxies”.

You may then issue instructions to the proxies designated by the company. You are free to instruct the proxy to vote as proposed by the management or to issue separate instructions for each agenda item. To do so, either select the button “Mark all voting items with Yes” or issue a separate instruction for each agenda item by clicking on “Yes”, “No” or “Abstention” and confirm your selection by clicking on the “Issue instructions” button.

If you wish to change or revoke this power of attorney and/or the instructions at a later date, simply enter your access data, select the item “Revoke power of attorney and instructions to the proxies” and then click on “Revoke power of attorney”.

(4) Authorize a representative for the virtual Shareholders’ Meeting

You may also authorize third parties via the online service. To do so, select the option “Authorize a representative for the virtual Shareholders’ Meeting”.

Here, you select the item “I herewith authorize the following person”. Please enter the first name, last name, street, postcode and city of the authorized representative and then click on “Save entries”.

Your access card number and the access code for the representative will then be displayed. Please note this access code or print it out and forward this access data to your authorized representative so that they can then log in with your access card number and the newly generated access code.

If you wish to change or revoke this power of attorney at a later date, simply enter your access data, select the item “I herewith revoke my power of attorney previously issued” and then click on “Revoke power of attorney”. Should the authorized representative be logged into the system at the same time, their system access will be terminated once you have logged in with your access data.

(5) Asking questions electronically

The online service allows you to ask questions to the management. If questions you ask are answered individually during the Shareholders’ Meeting, we will disclose your name only if you expressly consent to the disclosure of your name in relation to the questions you ask. For this purpose, select the “Asking questions electronically” option in the main menu. This will take you to the input mask for the question.

Enter your question in the designated field and click on the “Save” button on the screen to forward your question to the company. Questions must be submitted by this means by 11

August 2020, 10.30 a.m. (CEST) at the latest. Questions submitted by other means or later will not be considered. Please note that the maximum number of characters for each individual question is 200. Once you have entered and forwarded all your questions, return to the main menu by selecting the “Main menu” button.

(6) Possibility to electronically file an objection with a notary

You may also use the online service to lodge an objection with a notary regarding individual agenda items of the virtual Shareholders’ Meeting. To do so, select the option “Objection to resolutions adopted by the Shareholders’ Meeting” in the main menu. This will take you to the input mask provided for this purpose.

Enter your objection in the designated field and click on the “Save” button on the screen to forward your objection to the notary. Please note that the maximum number of characters for each individual objection is 200. Once you have entered and forwarded your objection, return to the main menu by selecting the “Main menu” button. Please note that the objection will be considered only if you also exercise your voting right.

Terms of use of the online service

(1) Scope of application

The terms and instructions for use apply to all shareholders who use our online service at www.indus.de/en/investor-relations/shareholders-meeting to exercise their shareholder rights in relation to the 2020 Shareholders' Meeting of INDUS Holding AG.

(2) Period of use

Declarations via the online service should be made as early as possible. We recommend that you use our online service early so that you can still vote by postal vote in due form and time in the event of any technical problems. The online service will be available from 23 July 2020, 0.00 h.

(3) Amendment/revocation of declarations made online

You may change or revoke your online votes or the electronically issued power of attorney to third parties at any time via the online service. In the event of revocation, you may use all functions of the online service again within the aforementioned periods.

(4) Treatment of multiple declarations

Please note that for technical reasons and regardless of the time of receipt by the recipient, the most recent declaration transmitted via the online service always takes priority over declarations made by other means and over declarations previously made via the online service. Otherwise, the last duly issued declaration received will be deemed binding.

(5) Declarations for multiple access cards

If you are in possession of several access cards with different access card numbers and associated access passwords for which you wish to use the online service, you must repeat the procedures for each of your access cards. Restart the online service for each access card.

(6) Technical requirements

To use the online service, your browser must support 128-bit SSL encryption. The online service is optimized for Microsoft Internet Explorer, version 11.0 or higher, and Google Chrome including the latest security updates. The system opens in a separate window. If this does not work, please make sure that your browser's internal pop-up blocker permits this access. Furthermore, the security or data protection settings of the browser must allow the program to run properly. In particular, when using tablet PCs, smartphones or similar mobile devices, the online service may be available only to a limited extent or not be available at all due to device-specific issues.

(7) Stability and availability of the online service / Disclaimer

The technical and organizational measures we have taken to ensure the functionality of our internet services as well as data security comply with the latest standards. However, the availability, functionality, stability and reliability of the internet services may be subject to fluctuations and disturbances according to the current state of technology. Neither INDUS Holding AG nor the service providers commissioned by the company have any influence on the availability, functionality, stability and reliability of the telecommunications network, the internet services and network elements of third parties used. INDUS Holding AG and its proxies assume no guarantee or liability for the availability, functionality, stability and reliability of the

telecommunications network, the internet services and network elements of third parties used as well as for 24/7 access to our internet services. Moreover, INDUS Holding AG accepts no responsibility for errors and defects in the hardware and software used for the online service, including that of the service providers used, except in cases of intent or gross negligence.

(8) Duty of care of the user

When receiving your access card, please make sure that the envelope is intact and store your personal access code with care. Please do not make your personal access code accessible to unauthorized persons.

If you suspect abuse, you should have your access blocked by calling our shareholder service on +49 (0) 9628 4270086. After access has been blocked, votes previously cast online and powers of attorney previously issued to third parties electronically will **not** be considered. Once access has been blocked, postal voting and the granting of power of attorney to third parties are possible only after a new access card with new access data has been sent.

Please also make sure to complete the online service properly. Your online votes and your power of attorney to third parties are registered only if you receive confirmation. If the program is aborted at an earlier time (e.g. by clicking the "Cancel" button or by closing the window), your transaction will not be properly registered.

(9) Data protection information

The security of your personal data and the protection of your privacy are our top priority. Please find all relevant information in the data protection information, which is available at www.indus.de/en/investor-relations/shareholders-meeting.

Contact

In the event of technical problems, please contact our shareholder service on +49 (0) 9628 4270086, which is available to you from Monday to Friday from 9 a.m. to 5 p.m. (except on public holidays). We will be happy to answer your questions.

Bergisch Gladbach, June 2020

Yours faithfully,

INDUS Holding AG