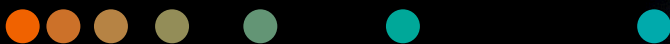


Counterproposals and election nominations

Annual Shareholders' Meeting 2022
of Siemens Healthineers AG
on February 15, 2022

Last updated: February 01, 2022



The following contains all the proposals by shareholders to be made available (counterproposals and election nominations by shareholders within the meaning of Sections 126 (1) and 127 of the German Stock Corporation Act) regarding Agenda items of the Annual Shareholders' Meeting of Siemens Healthineers AG on February 15, 2022. The proposals and accompanying statements of reasons reflect the views of their authors as communicated to us. We have also posted factual assertions on the Internet without modification or examination, to the extent we have to make them available. The Company does not assume any responsibility for said content, nor does it endorse said websites and their content.

If counterproposals by shareholders to be made available are received by midnight (CET) on January 31, 2022, they will be published here. Management's position, if any, will also be published here.

Voting and voting instructions in respect of proposals by shareholders

The Company will treat the published counterproposals as if they had been submitted orally at the Shareholders'

Meeting provided that the shareholder submitting the motion or nominating a candidate has registered to participate in the Annual Shareholders' Meeting. You can vote in favor of counterproposals by shareholders which simply reject the proposal of the Management by marking the "NO" box of the Agenda Item relating to such proposal by shareholder on the printed Registration Form or in our Shareholder Portal at siemens-healthineers.com/asm. Such proposals by shareholders are disclosed below **without capital letters**.

Proposals by shareholders that do not only reject the Management proposal but also put forward a resolution differing in content are indicated below **with capital letters**. If proposals by shareholders of this kind are to be voted on separately at the Annual Shareholders' Meeting and you wish to give instructions to a proxy representative on how to exercise your voting rights or you wish to submit your vote by postal voting, please tick the "FOR" or "AGAINST" box as appropriate under the heading "Counterproposals and election nominations by shareholders" on the printed Registration Form or in our Shareholder Portal.

Horst Schilling, Rödental, has submitted the following counterproposals:

Counterproposal concerning the Annual Shareholders' Meeting of Siemens Healthineers AG.

within the meaning of Sections 126 (1) and 127 of the German Stock Corporation Act (AktG) on the items of the agenda of the Annual Shareholders' Meeting of Siemens Healthineers AG on February 15, 2022.

Motion on Agenda Item 4 (To ratify the acts of the members of the Supervisory Board):

Re Agenda Item 4, / To ratify the acts of the Supervisory Board

Ratification of the acts of the members of the Supervisory Board shall be denied.

Rationale:

The Supervisory Board has the duty to supervise the Managing Board in the interests of shareholders and the company. The Supervisory Board fails to fulfill that duty (see the rationale on Agenda Item 5).

Motion on Agenda Item 5 (To resolve on the appointment of independent auditors):

Re Agenda Item 5, / To resolve on the appointment of Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart, to serve as independent auditors of the Annual Financial Statements and the Consolidated Financial Statements for fiscal year 2021/2022 and auditors for the review of the Half- year Financial Report for the first half of fiscal year 2021/2022

On the basis of its Audit Committee's recommendation, the Supervisory Board proposes that Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart, be appointed to serve as independent auditors of the Annual Financial Statements and the Consolidated Financial Statements

The Audit Committee's recommendation that Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart, should be appointed to serve as independent auditors for the annual financial statements and for the consolidated financial statements shall not be approved.

Rationale:

Regulation (EU) No. 537/2014 of the European Parliament and of the Council of April 16, 2014 prescribes auditor rotation – new awarding of the audit mandate taking account of limiting the share of the fees for non-audit services as a part of the total auditor's fees. Unlimited liability of the auditing firm for violations of legal principles and tax regulations. (Compensation for damages which arise to the companies, its shareholders, or third parties). For years, the auditors from EY awarded an audit opinion on the annual financial statements of the Wirecard Group – until the latter went bust. Independent auditors audit (or, to put it better, should audit ...) the annual results of companies to ascertain that they are correct, i.e. whether their revenue, profit and debts are stated correctly and whether the disclosures on provisions, cash funds and receivables are right. The auditing firm EY had conducted these audits for Wirecard since 2009 and always certified that all the numbers were in order. It was not until KPMG was finally engaged as a further auditing firm that doubts began to grow, including among the auditors, as to whether the balance sheet was reliable. The auditors from EY then refused to sign off on the last annual financial statements, i.e. those for 2019.

Several customers have already stripped Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft of engagements to audit their financial statements. A number of examples I would like to cite here include loss of the clients Commerzbank, the asset management company DWS, the state-owned bank KfW and Deutsche Telekom.

Only four large groups now share the major global engagements between them: Alongside EY, they are KPMG, PwC and Deloitte, who are termed the Big Four. This concentration came about as a result of mergers and because international groups usually engage international auditing companies instead of relying on several smaller ones. **The Wirecard affair should be cause to make an even clearer separation between auditing tasks and consulting** (as proposed by Michel Barnier, the former EU Commissioner for Internal Market and Services). The Financial Reporting Council (FRC) in London, which supervises accounting standards of companies, has now formulated guidelines under which auditors who give their seal of approval to a company's balance sheet must not act as consultants for the same company.

I as a shareholder no longer have any confidence in EY as independent auditors.

Proposal: a clearer separation between auditing tasks and consulting at Siemens AG

e.g. auditing tasks => KPMG

consulting => Deloitte

I ask the shareholders of Siemens AG, in particular employee shareholders who are committed to sustainability and the company's long-term success, and above all the fund management companies DWS (which lost more than €600 million at Wirecard) and Union Investment (which lost €243 million at Wirecard) to endorse the motions in the interests of their customers.

I ask the governing bodies of the AG to make my counterproposals, which I have submitted in due time, available in accordance with Sections 126 and 127 et. seq. of the German Stock Corporation Act (AktG).

Many thanks.

signed

Schilling

Shareholder
H. Schilling

(Shareholder Control Number:)

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Investor Relations

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