



NOTICE OF

Annual General Meeting
of Infineon Technologies AG
on February 18, 2016

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Dear Shareholders,

Notice is hereby given that the

Annual General Meeting of Infineon Technologies AG

will be held at the ICM (International Congress Center Munich), which is located at Am Messesee 6, Messegelände, 81829 Munich, Germany, on Thursday, February 18, 2016 at 10.00 a.m.

I. Agenda

- 1. Submission of the approved Separate Financial Statements of Infineon Technologies AG and the approved Consolidated Financial Statements, both as of September 30, 2015, the combined Management Report for Infineon Technologies AG and the Infineon Group, including the explanatory report on the disclosures pursuant to section 289, paragraph 4 and section 315, paragraph 4 of the German Commercial Code (*Handelsgesetzbuch*), and of the report of the Supervisory Board for the 2014/2015 fiscal year.**

The aforementioned documents have already been published on the Infineon website at www.infineon.com/hauptversammlung. They will also be made available to the Annual General Meeting, where their content will be presented in detail by the Management Board. The Supervisory Board report will be presented by the Chairman of the Supervisory Board.

The Supervisory Board has approved the Separate Financial Statements and Consolidated Financial Statements prepared by the Management Board and the Separate Financial Statements have therefore been adopted in accordance with section 172, first sentence, of the German Stock Corporation Act (*Aktiengesetz – AktG*). A resolution of the Annual General Meeting pertaining to this particular item on the Agenda is not required.

- 2. Allocation of unappropriated profit**

The Management Board and the Supervisory Board propose to allocate €224,654,296.20 of the unappropriated profit (*Bilanzgewinn*) of €225,854,296.20 reported by Infineon Technologies AG for the 2014/2015 fiscal year to pay a dividend of €0.20 per qualifying share and to transfer the remaining sum amounting to €1,200,000.00 to other revenue reserves (*andere Gewinnrücklagen*).

This proposal takes into account the 6 million own shares held at the time of the calling of the Annual General Meeting that do not qualify for payment of a dividend. If the number of shares qualifying for payment of a dividend changes prior to the resolution concerning the allocation of unappropriated profit being adopted, the Management Board and Supervisory Board will propose to the Annual General Meeting a correspondingly amended resolution concerning the allocation of unappropriated profit that still provides for the payment of a dividend of €0.20 per qualifying share.

3. Approval of the acts of the members of the Management Board

The Management Board and the Supervisory Board propose that the acts of the members of the Management Board in office during the 2014/2015 fiscal year be approved for this period.

4. Approval of the acts of the members of the Supervisory Board

The Management Board and the Supervisory Board propose that the acts of the members of the Supervisory Board in office during the 2014/2015 fiscal year be approved for this period.

5. Appointment of the auditor and Group auditor for the year-end audits and appointment of the auditor for the review of the Interim Financial Reports

- a. The Supervisory Board, concurring with the recommendation of its Investment, Finance and Audit Committee, proposes that KPMG AG Wirtschaftsprüfungsgesellschaft, Munich, be appointed auditor and Group auditor for the 2015/2016 fiscal year and auditor for the auditors' review of the remaining Interim Financial Reports still to be drawn up for the 2015/2016 fiscal year.
- b. The Supervisory Board, concurring with the recommendation of its Investment, Finance and Audit Committee, proposes that KPMG AG Wirtschaftsprüfungsgesellschaft, Munich, be appointed auditor for the auditors' review of the Interim Financial Report for the first quarter of the 2016/2017 fiscal year.

6. Revocation of Conditional Capital III (article 4, paragraph 5 of the Articles of Association)

The Conditional Capital III in article 4, paragraph 5 of the Articles of Association was available to service subscription rights issued in conjunction with the „Infineon Technologies AG 2001 International Long Term Incentive Plan“ (SOP 2001) and the „Infineon Technologies AG Stock Option Plan 2006“ (SOP 2006). Whereas the SOP 2001 expired several years ago, it has not been possible to exercise subscription rights under the terms of the SOP 2006 since June 3, 2015. Conditional Capital III is therefore no longer required and can be revoked.

The Management Board and Supervisory Board propose that Conditional Capital III be revoked and that article 4, paragraph 5 of the Articles of Association be deleted. The previous paragraphs 6 to 9 of article 4 (without content) will be deleted; the previous paragraphs 10 und 11 will become paragraphs 5 and 6.

7. Creation of a new Authorized Capital 2016/I for employee shares (article 4, paragraph 7 of the Articles of Association, new)

Authorized Capital 2010/II amounting to €40 million expired on February 10, 2015. A new Authorized Capital is required in order to issue employee shares in conjunction with the Performance Share Plan (PSP) in place for Infineon Group managers. With effect from October 1, 2017, virtual shares allocated under this plan since 2013 (Performance Shares) will need to be converted by the Company for the first time into Infineon Technologies AG ordinary shares. One of the purposes of the new Authorized Capital 2016/I is to service this requirement.

The Management Board and Supervisory Board propose that the following resolutions be taken:

- a. With the approval of the Supervisory Board, the Management Board shall be authorized to increase the Company's share capital in the period up to February 17, 2021 – either once or in partial amounts – by a total of up to €30 million by issuing new no-par-value registered shares against contributions in cash for the purpose of issue to employees of the Company or its Group companies. The subscription rights of the shareholders shall be excluded in relation to these shares. The shares may be issued in such a manner that the contribution to be paid on such shares is covered by the portion of the net income for the year that the Management Board and Supervisory Board could transfer to revenue reserves in accordance with section 58, paragraph 2, AktG. The Management Board shall determine the further content of the rights attached to the shares and the terms of the share issue with the approval of the Supervisory Board (Authorized Capital 2016/I).
- b. A new paragraph 7 shall be added to article 4 of the Articles of Association (in the version after registration of the amendments stipulated in Item 6 of the Agenda), with the following wording:
 - “(7) With the approval of the Supervisory Board, the Management Board is authorized to increase the Company's share capital in the period up to February 17, 2021 – either once or in partial amounts – by a total of up to €30 million by issuing new no-par-value registered shares against contributions in cash for the purpose of issue to employees of the Company or its Group companies. The subscription rights of the shareholders are excluded in relation to these shares. The shares may be issued in such a manner that the contribution to be paid on such shares is covered by the portion of the profit for the year that the Management Board and Supervisory Board could transfer to revenue reserves in accordance with section 58, paragraph 2, AktG. The Management Board determines the further content of the rights attached to the shares and the terms of the share issue with the approval of the Supervisory Board (Authorized Capital 2016/I).”

8. Amendment to article 11 of the Articles of Association (compensation of members of the Supervisory Board)

Supervisory Board compensation was decided on most recently at the 2011 Annual General Meeting. The proposed amendment is intended to take account of developments that have occurred in the meantime. Under the terms of the amendment, the variable compensation element will be completely removed and the remaining fixed compensation raised to an appropriate level. With the new version of the article, the Company would comply in future with all recommendations of the German Corporate Governance Code with respect to supervisory board compensation.

The Management Board and Supervisory Board propose that the following resolution be taken:

Article 11 of the Articles of Association shall be revoked and newly worded as follows:

“Article 11 Compensation

- (1) Each member of the Supervisory Board receives a fixed compensation per fiscal year, comprising the basic compensation (a) and – if certain functions are performed within the Supervisory Board – an additional allowance (b):
 - (a) The basic compensation amounts to €90,000.00.
 - (b) The Chairman of the Supervisory Board receives an allowance of €90,000.00, each vice-chairman receives an allowance of €30,000.00, the Chairman of the Investment, Finance and Audit Committee as well as the Chairman of the Strategy and Technology Committee each receive an allowance of €25,000.00 and each member of a Supervisory Board committee – with the exception of the Nomination Committee and the Mediation Committee – receives an allowance of €15,000.00.

The additional allowance is payable only if the body to which the Supervisory Board or committee member belongs has convened or passed resolutions in the fiscal year concerned. A member of the Supervisory Board performing more than one of the functions indicated receives only the highest single additional allowance payable to a member performing the functions concerned.

Members joining the Supervisory Board, taking up a position in one of its committees, taking on a specific function within the Supervisory Board during the current fiscal year, or ceasing any of those duties during the current fiscal year receive one twelfth of the relevant annual compensation component for each month of membership or exercise of function, or part thereof.

- (2) The Company additionally grants each member of the Supervisory Board a meeting attendance fee of €2,000.00 per meeting of the Supervisory Board or one of its committees that is attended in person. The meeting attendance fee is paid only once if more than one meeting is held on a given day.

- (3) The Company reimburses the members of the Supervisory Board their out-of-pocket expenses and any value added tax payable by them in this connection. The Company also pays to the members of the Supervisory Board any value added tax arising on their fixed compensation and meeting attendance fees. The members of the Supervisory Board are included in any Directors' and Officers' liability insurance policy maintained by the Company, subject, at the discretion of the Company, to an appropriate excess insurance amount. The premiums for this insurance coverage are paid by the Company.
- (4) The fixed compensation is paid within one month of the end of the fiscal year, to which the compensation relates, and the meeting attendance fees fall due for payment within one month of the relevant meeting."

The first period to which the new provisions on compensation apply is the fiscal year beginning on October 1, 2015.

Report of the Management Board to the Annual General Meeting

Report of the Management Board concerning Item 7 of the Agenda: Creation of a new Authorized Capital 2016/I for employee shares (article 4, paragraph 7 of the Articles of Association, new)

Direct shareholdings represent a well-established component of managers' compensation at listed companies. At Infineon, such arrangements are enshrined in the Performance Share Plan (PSP), which has been in place since 2013. Under this plan, managers at Infineon Technologies AG and its subsidiaries are given the option of converting the virtual shares initially allocated to them into real Infineon shares, whereby 50% of the shares can only be converted if the Infineon share outperforms the Philadelphia Semiconductor Sector-Index (SOX) during the four-year term of each tranche. The prerequisite for participating in the PSP is that managers acquire a specified number of Infineon shares out of their own funds, depending on the volume of Performance Shares allocated to them, and hold those shares throughout the four-year term of the relevant PSP tranche.

The issuance of shares in conjunction with the PSP arrangements is designed to retain managers at Infineon in the long term and bolster their identification with Infineon. At the same time, the PSP arrangements are intended to allow managers to participate in the Company's long-term success as responsible-minded shareholders, thus encouraging a greater sense of responsibility throughout Infineon. Given that the virtual shares may only be converted into Infineon shares if the manager remains employed by Infineon Technologies AG or one of its Group entities without interruption through to the end of the holding period, the PSP ultimately helps to retain managers at Infineon over longer periods.

In light of the above, the issuance of shares in conjunction with the PSP is in the interest of the Company and its shareholders. Moreover, allowing employees to participate in the share capital of their company is encouraged by German legislation, including various simplifications permitted by the German Stock Corporation Act (*Aktiengesetz – AktG*).

The sole aim of the new Authorized Capital of up to €30 million is to convert employees' Performance Shares into real Infineon shares at the end of the four-year holding period. In order to issue shares in this manner

to the beneficiaries, the subscription rights of existing shareholders must be excluded. Although members of Infineon Technologies AG's Management Board and equivalent executive boards of Group entities participate in the PSP arrangements, new shares will not be issued to them from Authorized Capital 2016/I. In this case, the Company's own shares will be used.

The new shares intended for PSP participants will be issued at the lowest issue price in return for a cash capital contribution. In order to reduce the expense for beneficiaries, shares may also be issued in compliance with the conditions specified in section 204, paragraph 3, AktG. According to this legislation, the contribution to be paid on the shares is covered by the portion of the net income for the year that the Management Board and Supervisory Board could transfer to revenue reserves in accordance with section 58, paragraph 2, AktG. Accordingly, in this case, an amount corresponding to the lowest issue price of the new shares is reclassified from the special reserve (as recorded in the Separate Financial Statements) to share capital.

The proposed nominal amount of the Authorized Capital 2016/I of up to €30 million (= up to 15 million shares) corresponds to approximately 1.3% of the current share capital. Assuming a roughly constant participation ratio in the PSP, similar to the rate to date, and a maximum performance success rate at the end of the four-year holding period for each tranche, this amount is sufficient to satisfy the rights of all employees participating in the plan with respect to the conversion of their virtual shares during the five-year term of Authorized Capital 2016/I. However, if the PSP performs less favorably than this assumption (fewer participants, unfavorable share price performance, higher employee turnover, net income too low, etc.), the conversion ratio could well be significantly lower in the final analysis.

In order to service rights accruing in conjunction with the PSP, as a general rule, Infineon is also entitled to use repurchased own shares. Alternatively, Infineon is entitled to make a cash payment to plan participants equivalent to the value of the Performance Shares to be converted. However, the Company should retain the necessary flexibility – either alternatively or in addition to issuing its own shares or to making cash payments – to create and issue new shares. The principal benefits arising from using Authorized Capital 2016/I in conjunction with the PSP arrangements are the ability to use the shares independently of any previous buy-back and the fact that it helps to preserve the Company's liquidity.

The Management Board will continue to examine carefully in each specific case, whether participation of a manager or group of managers in the PSP plan (and hence the potential issue of Infineon shares to beneficiaries at a later date – with subscription rights of existing shareholders excluded) is in the interest of the Company and its shareholders. Equally, the Management Board and the Supervisory Board will ensure that the utilization of Authorized Capital 2016/I to satisfy the rights of PSP participants complies with the aforementioned conditions. Authorized Capital 2016/I will only be used to satisfy any rights arising in conjunction with the PSP if this is deemed to be in the interest of the Company and its shareholders.

The Management Board will keep the Annual General Meeting informed of the extent to which Authorized Capital 2016/I is being used.

II. Other information

1. Total number of shares and voting rights

The share capital of the Company totaling € 2,261,967,666.00 is divided into 1,130,983,833 no-par-value shares at the time of the calling of the Annual General Meeting. This total includes 6 million own shares held at the time of the calling of the Annual General Meeting, which do not carry any shareholder rights.

2. Necessary conditions for participation in the Annual General Meeting and the exercising of voting rights.

a. Registration

All shareholders who have registered for the Annual General Meeting by no later than 12 midnight on February 11, 2016 (CET) and are entered in the Company's stock register are entitled, pursuant to article 14 of the Articles of Association, to participate in the Annual General Meeting and to exercise their voting rights, either in person or through a proxy.

Registrations may be submitted in text form

- to the address
Infineon Hauptversammlung 2016
c/o Computershare Operations Center
80249 München,
- to the fax number
+49 (0)89 30903 – 74681 or
- to the e-mail address
hv2016@infineon.com

or electronically via the internet

- by visiting the website www.infineon.com/agm

The date on which we receive the registration is relevant for the observance of this period.

In order to use the electronic registration option at www.infineon.com/agm you will need your individual access code, which is either supplied with the Annual General Meeting documents or – if you have already registered for electronic delivery of the Annual General Meeting documents – which you have individually selected.

b. Proxies

Shareholders who are entered in the Company's stock register may either exercise their voting rights personally or appoint a proxy, for example a bank or a shareholders' association, to exercise their voting rights at the Annual General Meeting. Please note that it is also necessary in these cases to register in good time by means of a formally acceptable method.

Details of how to appoint a proxy are provided in section 3.a. to c.

c. Mail ballot voting

Shareholders who are entered in the Company's stock register may exercise their voting rights by means of a mail ballot without attending the Annual General Meeting in person or through a proxy. Again it is necessary to register in good time by means of a formally acceptable method.

Details of the mail ballot procedure are provided in section 3.d.

d. Entry freeze (Technical Record Date)

Participation and voting rights are based on the shareholding entered in the stock register on the day of the Annual General Meeting. However, please be aware that, for procedural reasons, no transfer entries can be made in the stock register between February 12, 2016 and the day of the Annual General Meeting (each inclusive) due to a so-called entry freeze (Technical Record Date).

Registering for the Annual General Meeting does not cause shares to be blocked, so shareholders retain the right to dispose of their shares without restriction, irrespective of the entry freeze, even after registration has been completed.

3. Voting procedures

a. General

Once properly registered, you may attend the Annual General Meeting in person and exercise your right to vote personally. You may also exercise your right to vote through a proxy, an employee proxy (Company representative) or by mail ballot.

b. Procedure for voting through a proxy

Shareholders who wish to exercise their right to vote at the Annual General Meeting through a proxy rather than personally must ensure that they grant their intended proxy the proper power of attorney prior to the ballot. Shareholders wishing to use a proxy must consider the following:

- aa. If neither a bank nor another person or institution equivalent thereto in accordance with section 135, paragraphs 8 and 10, AktG (for example a shareholders' association) is named as a proxy, the power of attorney must be granted either
 - i. in text form or electronically via the internet vis-à-vis the Company using one of the addresses listed above for registration or
 - ii. in text form directly vis-à-vis the proxy (in which case the Company must be notified in text form of the appointment of the proxy)

The same provisions apply if a shareholder wishes to revoke the power of attorney.

Shareholders and/or their proxies may notify the Company of the appointment of the proxy or of the revocation of the power of attorney, using one of the addresses listed above for registration. On the day of the Annual General Meeting, such notification can also be given at the appropriate check-in and check-out points.

- bb. The pertinent statutory provisions, in particular section 135 AktG, apply when granting a power of attorney to banks and other persons or institutions equivalent thereto in accordance with section 135, paragraphs 8 and 10, AktG (for example shareholders' associations) and when providing notification of or revoking any such power of attorney. Please also note any rules imposed in this respect by banks or other persons equivalent thereto.

If banks and/or other persons or institutions equivalent thereto in accordance with section 135, paragraphs 8 and 10, AktG (for example shareholders' associations) do not actually own shares for which they are registered as the holder in the stock register, they may not exercise the voting rights for such shares without a corresponding authorization.

- cc. If the shareholder grants a power of attorney to more than one person, the Company may reject one or more of these people in accordance with section 134, paragraph 3, second sentence, AktG in conjunction with article 16, paragraph 2, third sentence, of the Articles of Association.

c. Procedure for voting through an employee proxy

Shareholders may also opt to be represented at the Annual General Meeting by Company employees selected by Infineon (referred to as „employee proxies“). Shareholders wishing to use an employee proxy must consider the following:

- aa. Employee proxies may only vote on items on the Agenda for which they have been issued explicit instructions. Employee proxies are bound to vote in accordance with the instructions issued to them. Employee proxies may not vote if they have not received instructions.
- bb. Please note that employee proxies
 - i. will not accept instructions to speak, to submit objections to Annual General Meeting resolutions or to ask questions or introduce proposals and that they
 - ii. are available to vote only on proposals and election nominations made by the Management Board and/or Supervisory Board in accordance with section 124, paragraph 3, AktG or by shareholders in accordance with section 124, paragraph 1, AktG that are included with the present document giving notice of the Annual General Meeting or announced subsequently or that are made available in accordance with sections 126 and 127 AktG.
- cc. Powers of attorney and instructions for the Company's employee proxies may be issued, amended or revoked
 - i. in text form using the address Infineon Hauptversammlung 2016, c/o Computershare Operations Center, 80249 Munich, Germany, until February 17, 2016, 12 midnight (CET),

- ii. in text form using the fax number +49 (0)89 30903 – 74681 or the e-mail address hv2016@infineon.com until February 18, 2016, 12 noon (CET) or
- iii. electronically via the internet at www.infineon.com/agm until the end of the general debate at the Annual General Meeting using the relevant shareholder number and individual access code

Admissibility will be determined in all of these cases on the basis of the date and time of receipt by the Company of the power of attorney, instruction, amendment or revocation. On the day of the Annual General Meeting and up to the end of voting, powers of attorney and instructions for the Company's employee proxies can also be submitted, amended or revoked in text form at the appropriate check-in and check-out points.

- dd. Instructions to employee proxies for Item 2 on the Agenda remain valid if the proposal for the allocation of unappropriated profit is amended as a result of a change in the number of shares qualifying for payment of a dividend.
 - ee. If votes are required to be cast for individual points of an Agenda proposal rather than collectively, the instruction given for that Agenda proposal will apply correspondingly to each individual point.
- d. Procedure for mail ballot voting

Shareholders wishing to exercise their voting rights by mail ballot must consider the following:

- aa. Mail ballots can be submitted, amended or revoked
 - i. in text form using the address Infineon Hauptversammlung 2016, c/o Computershare Operations Center, 80249 Munich, Germany, until February 17, 2016, 12 midnight (CET),
 - ii. in text form using the fax number +49 (0)89 30903 – 74681 or the e-mail address hv2016@infineon.com until February 18, 2016, 12 noon (CET) or
 - iii. electronically via the internet at www.infineon.com/agm until the end of the general debate at the Annual General Meeting using the relevant shareholder number and individual access code

Admissibility will be determined in all of these cases on the basis of the date and time of receipt of the mail ballot by Infineon. On the day of the Annual General Meeting and up to the end of voting, mail ballots can also be issued, amended or revoked in text form at the appropriate check-in and check-out points.

- bb. Please note that shareholders using a mail ballot will only be able to vote on proposals and election nominations made by the Management Board and/or Supervisory Board in accordance with section 124, paragraph 3, AktG or by shareholders in accordance with section 124, paragraph 1,

AktG and that are included with the present document giving notice of the Annual General Meeting or announced subsequently, or, alternatively, for proposals and election nominations that are made available in accordance with sections 126 and 127 AktG

- cc. Proxies, including duly authorized banks and other persons or institutions equivalent thereto in accordance with section 135, paragraphs 8 and 10, AktG (for example shareholders' associations) may also make use of the option of mail ballots.
 - dd. The personal attendance of a shareholder or authorized proxy at the Annual General Meeting is deemed to be a revocation of votes previously cast by mail ballot.
 - ee. Votes cast by mail ballot for Item 2 on the Agenda remain valid if the proposal for the allocation of unappropriated profit is amended as a result of a change in the number of shares qualifying for payment of a dividend.
 - ff. If votes are required to be cast for individual points of an Agenda proposal rather than collectively, votes cast by mail ballot will apply correspondingly to each individual point.
- e. Forms for registration, granting a power of attorney and mail ballots

Shareholders may register, appoint a proxy or vote by mail ballot using the form included in the registration pack or by any other formally acceptable method. There is also a universal power of attorney and mail ballot form available to download from our website at www.infineon.com/agm. This form will also be sent free of charge on request. A power of attorney can also be granted using the power of attorney cards in the voting block.

Shareholders wishing to appoint a bank or another person or institution equivalent thereto in accordance with section 135, paragraphs 8 and 10, AktG (for example a shareholders' association) as proxy should consult with their intended proxy on the method by which power of attorney is to be granted.

4. Rights of shareholders

The rights of shareholders prior to and during the Annual General Meeting include the following (further details of shareholder rights may also be found on the internet at www.infineon.com/agm):

- a. Additions to the Agenda

Section 122, paragraph 2, AktG entitles shareholders whose combined shareholdings reach the nominal amount of €500,000.00 of the Company's share capital (corresponding to 250,000 shares) to demand that items be added to the Agenda and announced. Each new item must be accompanied by an argument in favor or a proposed resolution. The demand must be submitted in writing to the Management Board of Infineon Technologies AG (Am Campeon 1-12, 85579 Neubiberg, Germany) and must be received by the Company at least 30 days prior to the meeting, i.e. no later than 12 midnight (CET) on January 18, 2016. According to section 122, paragraph 2, and paragraph 1, AktG in

the version valid until December 30, 2015 in conjunction with section 142, paragraph 2, second sentence, AktG, the shareholders concerned must verify that they have owned the shares at least since 0.00 a.m. (CET) on November 18, 2015.

b. Counterproposals; proposals for elections

Each shareholder is entitled to submit counterproposals in response to the resolutions proposed on the items on the Agenda. If the counterproposals are to be made available by the Company prior to the Annual General Meeting, they must – in accordance with section 126, paragraph 1 AktG – be directed, together with an argument in favor, to one of the following addresses at least 14 days prior to the meeting, i.e. by 12 midnight (CET) on February 3, 2016

- to the address
Infineon Technologies AG
Investor Relations
Am Campeon 1-12
85579 Neubiberg,
- to the fax number
+49 (0)89 30903 – 74681 or
- to the e-mail address
hv2016@infineon.com

Counterproposals sent to other addresses need not be made available.

Admissibility will be determined in all cases on the basis of the date and time of receipt of the counterproposal by the Company. Subject to section 126, paragraphs 2 and 3, AktG, shareholder counterproposals that are required to be made available will be published on the internet at www.infineon.com/agm together with the name of the shareholder, the argument in favor of the counterproposal and any observations of the Company's representative bodies in relation to the counterproposal.

Pursuant to section 127 AktG, these regulations also apply as appropriate to shareholder proposals in respect of candidates for Supervisory Board elections and the selection of the auditor, but do not need to be accompanied by an argument in favor. In addition to the grounds defined in section 126, paragraph 2, AktG, the omission from the proposal of the candidate's name, practiced profession and place of residence also exempts the Management Board from any duty to make available the proposal of a candidate for an election. A shareholder proposal in respect of candidates for Supervisory Board elections that omits to enclose details of the proposed Supervisory Board candidate's membership of other supervisory boards whose existence is required by law as defined in section 125, paragraph 1, fifth sentence, AktG need similarly not be made available.

c. Right to information

Section 131, paragraph 1, AktG affords every shareholder the right to receive information regarding the affairs of the Company from the Management Board, on request, at the Annual General Meeting, insofar as this information is necessary in order to assess an item on the Agenda in a proper manner and no right to refuse

information applies. The Management Board's duty to disclose information also extends to the legal and commercial relationships between Infineon Technologies AG and the Infineon Group companies. This duty to disclose information additionally encompasses the position of the Infineon Group and the companies included in the Infineon Consolidated Financial Statements.

5. Information and documents for the Annual General Meeting; website; American Depositary Shares

The information and documents indicated in section 124 a AktG may be viewed and downloaded via the internet at www.infineon.com/agm. All of the documents that are required by law to be made available to the Annual General Meeting will also be available for inspection at the Annual General Meeting.

Holders of American Depositary Shares (ADS) will receive the information they need for the Annual General Meeting from Citibank, N.A. (Depositary).

6. Broadcasting of the Annual General Meeting

The entire Annual General Meeting will be broadcasted live on the internet at www.infineon.com/agm for shareholders of Infineon Technologies AG and their proxies, provided that the Chairperson of the Annual General Meeting permits the broadcast. Shareholders will need their shareholder number and individual access code to obtain online access. This live broadcast will not allow participation in the Annual General Meeting for the purposes of section 118, paragraph 1, second sentence, AktG.

Subject to the consent of the Chairperson of the Annual General Meeting, the speeches of the Chairman of the Supervisory Board and the members of the Management Board at the beginning of the meeting will also be made available to all interested parties live on the internet. Recordings of these speeches will be available after the Annual General Meeting at www.infineon.com/agm.

The Chairperson of the Annual General Meeting has the authority to grant or refuse representatives of the press and media the right to broadcast video and/or audio material of the Annual General Meeting.

The document giving notice of the Annual General Meeting was published in the German Federal Gazette on January 7, 2016.

Best regards

Infineon Technologies AG

The Management Board

Infineon Technologies AG



Chairman of the Supervisory Board:

Wolfgang Mayrhuber

Management Board: Dr. Reinhard Ploss (CEO),

Dominik Asam, Arunjai Mittal

Registered Office: Neubiberg

Commercial Register: Amtsgericht München HRB 126492