



NOTICE OF

Virtual Annual General Meeting
of Infineon Technologies AG
on 17 February 2022

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Infineon Technologies AG

Neubiberg,

Neubiberg

January 2022

ISIN: DE0006231004

Dear Shareholders,

Notice is hereby given that the

Annual General Meeting of Infineon Technologies AG

will take place on

Thursday, 17 February 2022 at 10:00 a.m. (CET)

in the form of a virtual event without the physical presence of the shareholders or their proxies.

The Annual General Meeting will be broadcast live (audio and video) on the Internet at www.infineon.com/agm for the entire duration of the event for shareholders and interested members of the public. The exercise of shareholder rights, in particular the exercise of voting rights, requires registration for the meeting in due time and in the proper form and will be performed exclusively by way of mail ballot or by granting power of attorney to company proxies.

The location of the Annual General Meeting within the meaning of the German Stock Corporation Act is Am Campeon 1-15, 85579 Neubiberg.

I. Agenda

- 1. Submission of the approved Separate Financial Statements of Infineon Technologies AG and the approved Consolidated Financial Statements, both as of 30 September 2021, the combined Management Report for Infineon Technologies AG and the Infineon Group, and the report of the Supervisory Board for the 2021 fiscal year**

These documents also include the remuneration report as well as the explanatory report on the disclosures pursuant to section 289a, paragraph 1 and

section 315a, paragraph 1 of the German Commercial Code (*Handelsgesetzbuch – HGB*) in the version applicable for the 2021 fiscal year. The documents referred to above have already been published on the Infineon website at www.infineon.com/agm. They will also be made available during the Annual General Meeting and their content presented in detail.

The Corporate Governance Statement (*Erklärung zur Unternehmensführung*) pursuant to sections 289f and 315d, HGB (including the Corporate Governance Report) is available on the Infineon website at www.infineon.com/corporate-governance-statement. The summarized separate Non-Financial Report is also available on the company website at www.infineon.com/csr_reporting.

The Supervisory Board has approved the Separate Financial Statements and the Consolidated Financial Statements prepared by the Management Board. The Separate Financial Statements have therefore been adopted in accordance with section 172, sentence 1 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. Utilization of unappropriated profit

The Management Board and the Supervisory Board propose to utilize €351,371,394.45 of the unappropriated profit (*Bilanzgewinn*) of €352,598,706.99, as reported by Infineon Technologies AG for the 2021 fiscal year, to pay a dividend of €0.27 per qualifying share and to transfer the remaining sum of €1,227,312.54 to other revenue reserves (*Gewinnrücklagen*).

Unappropriated profit will therefore be utilized as follows:

Unappropriated profit	€352,598,706.99
Distribution to shareholders	€351,371,394.45
Transfer to revenue reserves	€1,227,312.54

The proposal takes into account the 4,545,602 own shares held by the Company at the time of announcing the Annual General Meeting that do not qualify for a dividend. If the number of shares qualifying for a dividend should change prior to the resolution concerning the utilization of unappropriated profit being adopted, the Management Board and the Supervisory Board will propose to the Annual

General Meeting a correspondingly amended resolution concerning the utilization of unappropriated profit that still provides for the payment of a dividend of €0.27 per qualifying share and correspondingly adjusted amounts for the distribution and the amount transferred to revenue reserves.

In accordance with section 58, paragraph 4, sentence 2, AktG, any dividend resolved by the Annual General Meeting will fall due for payment on the third business day following the resolution of the Annual General Meeting, i.e. on 22 February 2022.

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 2021 fiscal year be approved for this period. The vote on the approval of the acts of the members of the Management Board at the Annual General Meeting is intended to be held separately for each individual member.

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 2021 fiscal year be approved for this period. The vote on the approval of the acts of the members of the Supervisory Board at the Annual General Meeting is intended to be held separately for each individual member.

5. Appointment of the Company and Group auditor for the 2022 fiscal year and the auditor for the review of the Half-Year Financial Report as well as for the possible review of other quarterly financial reports for the 2022 fiscal year

In concurrence with the recommendation of its Investment, Finance and Audit Committee, the Supervisory Board proposes that KPMG AG Wirtschaftsprüfungsgesellschaft, Munich, be appointed Company and Group auditor for the 2022 fiscal year as well as the auditor for the review of the Half-Year Financial Report pursuant to sections 115 and 117 of the German Securities Act (*Wertpapierhandelsgesetz – WpHG*) for the 2022 fiscal year as well as for the possible review of other quarterly financial reports pursuant to section 115, paragraph 7 and section 117, WpHG, for the 2022 fiscal year.

The Investment, Finance and Audit Committee has confirmed that its recommendation is free from undue influence by third parties and that it was not subject to any restriction regarding the selection of auditors within the meaning of article 16, section 6 of the EU Statutory Audit Regulation.

6. Election to the Supervisory Board

The term of office of Ms. Géraldine Picaud as shareholder representative on the Supervisory Board expires at the end of the Annual General Meeting on 17 February 2022. It is therefore necessary for the Annual General Meeting to elect a new Supervisory Board member to fill the vacant position.

The Supervisory Board, comprising eight shareholder representatives and eight employee representatives, is constituted in accordance with section 6, paragraph 1, sentence 1 of the Articles of Association in conjunction with section 95, section 96, paragraph 1 and section 101, paragraph 1, AktG as well as with section 1, paragraph 1, section 5, paragraph 1, section 7, paragraph 1, sentence 1 No. 2 and section 2 No. 2 of the German Co-Determination Act (*Gesetz über die Mitbestimmung der Arbeitnehmer – MitbestG*). Pursuant to section 96, paragraph 2, AktG in conjunction with section 1, paragraph 1 and section 5, paragraph 1, MitbestG, the Supervisory Board must comprise at least 30% women and at least 30% men. This quota is required to be complied with on the basis of the Supervisory Board as a whole, given that neither the shareholder representative side nor the employee representative side have objected to such an overall view. There must therefore be a minimum of five women and five men on the Supervisory Board. The employee representatives on the Supervisory Board currently comprise five women and three men. On the shareholder side, the Supervisory Board will include two women and five men: Dr. Wolfgang Eder, Ms. Xiaoqun Clever, Dr. Friedrich Eichiner, Mr. Hans-Ulrich Holdenried, Dr. Manfred Puffer, Dr. Ulrich Spiesshofer and Ms. Margret Suckale, all of whose Supervisory Board mandates extend beyond the 2022 Annual General Meeting. For the election of a new member as shareholder representative, the Supervisory Board now proposes that a woman again be elected at the 2022 Annual General Meeting. In this case, overall, the minimum gender quota requirement pursuant to section 96, paragraph 2, AktG would continue to be fulfilled.

The candidate proposed for election was nominated by the Supervisory Board's Nomination Committee. The Supervisory Board's election proposal to the Annual General Meeting takes into account the statutory requirements as well as the specific objectives decided upon by the Supervisory Board for its own composition, and aims to meet the competency profile requirements set for the Supervisory Board as a whole. The competency profile and catalog of objectives drawn up by the Supervisory Board, together with a description of the implementation status thereof, are contained in the Corporate Governance Statement pursuant to sections 289f and 315d, HGB, which – together with the Corporate Governance Report – is included in the documents submitted or made available under item 1 of the Agenda.

The Supervisory Board proposes to the Annual General Meeting that

Ms. Géraldine Picaud,
Oberwil b. Zug, Switzerland
Occupation: Chief Financial Officer of Holcim Ltd.

Membership of the following statutory supervisory boards in Germany:

- None

Membership of the following comparable boards in Germany and abroad:

- The following mandates within the Holcim Group:
 - Member of the Board of Directors of Holcim Group Services Ltd., Switzerland
 - Member of the Board of Directors of Holcim Technology Ltd., Switzerland
 - Member of the Board of Directors of Lafarge Maroc SA, Morocco
 - Member of the Board of Directors of LafargeHolcim Maroc SAS, Morocco (listed)
 - Member of the Board of Directors of LafargeHolcim Maroc Afrique SAS, Morocco
 - Member of the Board of Directors of Huaxin Cement Co, Ltd., China (listed)

be elected to the Supervisory Board – as one of the shareholder representatives required to be elected by the Annual General Meeting – with effect from the end of the Annual General Meeting on February 17, 2022 until the end of the Annual General Meeting which resolves on the approval of the acts of the Supervisory Board for the 2025 fiscal year.

The proposed term of office of four years is intended to make use of the option provided for in the Articles of Association to appoint Supervisory Board members for a shorter term of office than the standard five years (section 6, paragraph 1, sentence 4 of the Articles of Association).

In the opinion of the Supervisory Board, there are no personal or business relationships between Ms. Picaud on the one hand and Infineon Technologies AG or its group companies, the corporate bodies of Infineon Technologies AG or a shareholder directly or indirectly holding more than 10% of the voting rights in Infineon Technologies AG on the other hand that would be relevant for a shareholder making an objective decision about the election. In the opinion of the shareholder representatives, Ms. Picaud is also to be regarded as independent of the Company and the Management Board.

The Supervisory Board has also satisfied itself that Ms. Picaud will have sufficient time to perform her duties as a member of the Supervisory Board of Infineon Technologies AG.

Ms. Picaud's curriculum vitae can be found in the appendix to this Notice and – together with the curricula vitae of all other Supervisory Board members – in an annually updated form on the Infineon website at www.infineon.com/cms/de/about-infineon/company/supervisory-board.

II. Other information

1. Total number of shares and voting rights

The share capital of the Company totals €2,611,842,274 and is divided into 1,305,921,137 no-par-value shares at the time the Annual General Meeting is convened. The total number of shares includes 4,545,602 own shares held at the time the Annual General Meeting is convened, which do not carry any shareholder rights.

2. Annual General Meeting without the physical presence of the shareholders and their proxies (virtual Annual General Meeting)

Based on section 1, paragraphs 2 and 6 of the Act Concerning on Measures Under the Law of Companies, Cooperative Societies, Associations, Foundations and Commonhold Property to Combat the Effects of the COVID-19 Pandemic, last amended by section 15 of the Reconstruction Assistance Act dated 10 September 2021 (Federal Law Gazette Part I, Page 4147) (in its current version hereinafter referred to as the "**COVID-19 Act**"), the Management Board, with the approval of the Supervisory Board, has resolved to hold the Annual General Meeting as a virtual event without the physical presence of the shareholders or their proxies. Due to the unforeseeable further development of the COVID-19 pandemic and the corresponding rules of conduct, this measure is intended in particular to ensure planning security. In addition, health risks for shareholders, employees, external service providers and board members are to be avoided as far as possible. The Annual General Meeting will be held at the Company's offices in Am Campeon 1-15, 85579 Neubiberg, Germany, i.e. the location of the Annual General Meeting within the meaning of section 121, paragraph 3, AktG. The physical attendance of shareholders or their proxies (with the exception of proxies appointed by the company) is not permitted.

<p>As the holding of the Annual General Meeting in the form of a virtual event based on the COVID-19 Act will require some modifications to the procedure of the</p>
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meeting and the exercising of shareholder rights, we ask our shareholders to pay special attention to the following information.

All times stated in this Notice of the Annual General Meeting refer to Central European Time (CET). To convert to Coordinated Universal Time (UTC), it is necessary to deduct one hour from CET.

The entire Annual General Meeting will be broadcast live

on Thursday, 17 February 2022 at 10:00 a.m. (CET)

on the Internet at www.infineon.com/agm via video and audio transmission for the shareholders, their proxies and interested members of the public. The live transmission does not allow participation in the virtual Annual General Meeting as defined in section 118, paragraph 1, sentence 2, AktG.

In order to exercise shareholders' rights, in particular voting rights, registration for the Annual General Meeting must be made in due time and in the proper form. The registration procedure is explained below in point II.3.

Registration and the exercise of shareholder rights are possible in text form or electronically via the InvestorPortal, for which access data (shareholder number and individual login code) are required; shareholders will receive these together with the registration documents. Shareholders who have already registered for electronic delivery in previous years should use their shareholder number, which they will receive with their registration documents, and their self-assigned login code.

The voting rights of shareholders who are entered in the stock register and have registered in due time and in the proper form may only be exercised by mail ballot or by granting power of attorney and issuing instructions to proxies appointed by the company (details regarding company proxies are provided below in point II.4). Shareholders or their proxies who have registered in due time and in the proper form are entitled to submit questions by way of electronic communication up to midnight (CET) on 15 February 2022 (details are explained below in point II.6.c). Shareholders or their proxies who have registered in due time and in the proper form and who have exercised their voting rights will be given the opportunity to object to one or more resolutions of the Annual General Meeting by way of electronic communication.

Details are presented below.

3. Prerequisites for exercising shareholders' rights, particularly voting rights

a. Registration

Shareholders are entitled to exercise their shareholder rights, particularly their voting rights, if they have registered by

10 February 2022, midnight (CET)

for the Annual General Meeting either themselves or through a proxy (e.g. also an intermediary) and are entered in the stock register at the time of the Annual General Meeting.

Registration must be submitted to the company in German or English either electronically

- via the InvestorPortal accessible at www.infineon.com/agm

or in text form (section 126b BGB) via one of the following contact channels:

- i. Address: Infineon Technologies AG, c/o Computershare Operations Center, 80249 Munich, Germany
- ii. E-mail: anmeldestelle@computershare.de

Observance with this deadline is determined on the basis of the date and time of receipt of the registration by the company.

In addition to their shareholder number, shareholders require a login code for electronic registration online, which they either receive with their AGM documents or have selected themselves via the InvestorPortal accessible at www.infineon.com/agm. This code is still valid if consent to electronic delivery was already given in previous years.

In accordance with legal requirements, shareholders who are only entered in the stock register on or after 27 January 2022 will not receive an invitation without requesting one and will therefore not be sent access data for electronic registration. However, they can request the invitation with the required shareholder number and the individual login code via one of the following contact channels:

- i. Address: Infineon Technologies AG, c/o Computershare Operations Center, 80249 Munich, Germany
- ii. E-mail: anmeldestelle@computershare.de

Shareholders who wish to register are requested to do so in good time.

b. Proxies

Shareholders who are entered in the stock register are entitled to exercise their voting rights either personally or via a proxy of their choice such as an intermediary, a shareholder association, a voting rights advisor or other third party. Even in these cases it is necessary to register in good time and in the proper form in accordance with point II.3.a.

Details on voting by proxy are described in point II.5.

c. Entry freeze (technical record date); disposability of shares

The exercising of shareholder rights, especially voting rights, is based on the shareholding entered in the stock register on the day of the Annual General Meeting. Shareholders should note, however, that for technical processing reasons, an entry freeze will apply from the registration deadline (11 February 2022, 00:00 (CET) until midnight on the day of the Annual General Meeting (17 February 2022 (CET)), i.e. no entries or deletions can be made to the stock register during this period. The technical record date for exercising shareholder rights, particularly voting rights, at the Annual General Meeting is therefore 10 February 2022, midnight (CET).

Registering for the Annual General Meeting does not cause shares to be blocked. Shareholders therefore retain the right to dispose of their shares without restriction, irrespective of the entry freeze (technical record date), even after registration. However, purchasers of shares whose applications for entry are not received by the company in due time may not exercise shareholder rights pertaining to those shares at the Annual General Meeting unless they have obtained a power of attorney to do so or an authorization to exercise such rights.

4. Exercising voting rights

Shareholders or their proxies may only exercise their voting rights via mail ballot or by issuing power of attorney and instructions to company proxies. In both cases, they are required to register in due time and in the proper form as described in point II.3.

a. Voting by mail ballot

Shareholders or their proxies may vote by mail ballot in either German or English. The vote may be cast, amended or revoked either electronically via the InvestorPortal or in text form by mail or e-mail.

Electronic voting by mail ballot (including amendments and revocations) is possible via the InvestorPortal accessible at www.infineon.com/agm using the shareholder number and individual access code **before voting begins at the virtual Annual General Meeting on 17 February 2022.**

Shareholders will be sent a form for voting by mail ballot in text form together with their registration documents. The form is also available online at www.infineon.com/agm and will be sent to shareholders upon request. Votes cast by mail ballot or their amendment or revocation in text form must be received by the company via one of the following contact channels within the following deadlines (date and time of receipt by the company is decisive):

- i. Address: Infineon Technologies AG, c/o Computershare Operations Center, 80249 Munich, Germany, by **16 February 2022, midnight (CET)** or
- ii. E-mail: anmeldestelle@computershare.de by **17 February 2022, 10.00 a.m. (CET)**

Voting by mail ballot is only possible with regard to proposals and election nominations that have been published by the Management Board and/or the Supervisory Board pursuant to section 124, paragraph 3, AktG or by shareholders pursuant to section 122, paragraph 2, AktG and included with the present document giving notice of the Annual General Meeting or announced subsequently or made available pursuant to sections 126 and 127 AktG.

b. Voting via company proxies

Shareholders or their proxies may also opt to be represented by Infineon employees designated as proxies (company proxies).

Powers of attorney and instructions to company proxies may be issued, amended or revoked electronically via the InvestorPortal accessible at www.infineon.com/agm **before voting begins at the virtual Annual General Meeting on 17 February 2022.**

Alternatively, powers of attorney and instructions to company proxies may be issued, amended or revoked in German or English in text form via one of the following contact channels within the following deadlines (date and time of receipt by the company is decisive).

- i. Address: Infineon Technologies AG, c/o Computershare Operations Center, 80249 Munich, Germany, by **16 February 2022, midnight (CET)** or
- ii. E-mail: anmeldestelle@computershare.de by **17 February 2022, 10.00 a.m. (CET)**

The form for granting powers of attorney and instructing company proxies in text form will be sent to shareholders together with the registration documents. The proxy and instruction form is also available online at www.infineon.com/agm and will be sent to shareholders upon request.

Company proxies may only vote on items on the Agenda for which they have been issued explicit instructions. The company proxies are obliged to vote in accordance with these instructions and do not vote if they have not received instructions. If the instructions issued are not clear or are contradictory, the company proxies will abstain from voting.

Company proxies will not accept instructions to speak, ask questions, put forward proposals or submit objections to Annual General Meeting resolutions and are only available to vote on proposals and election nominations published by the Management Board and/or the Supervisory Board pursuant to section 124, paragraph 3, AktG or by shareholders pursuant to section 122, paragraph 2, AktG and included with the document giving notice of the Annual General Meeting or announced subsequently or made available pursuant to sections 126 and 127 AktG.

c. Further information on voting

If declarations submitted using various transmission methods deviate from one another and it is unclear which declaration was submitted most recently, they will be considered in the following order: 1. via the InvestorPortal, 2. via e-mail, and 3. in paper form.

Votes cast by mail ballot and instructions to company proxies regarding item 2 on the Agenda remain valid if the proposal for the utilization of unappropriated profit is amended as a result of a change in the number of shares qualifying for payment of a dividend.

5. Exercising shareholder rights by proxy; procedure for voting by proxy

Shareholders who are entered in the stock register and have registered in due time and in the proper form may also have their voting rights and other rights exercised by a proxy of their choice, such as an intermediary, a shareholders' association or a voting rights advisor.

Similar to shareholders, proxies may not physically participate in the virtual Annual General Meeting. They may only exercise voting rights for the shareholders they represent by way of mail ballot or by issuing a (sub-)power of attorney and instructions to company proxies.

Shareholders who wish to exercise their right to vote at the Annual General Meeting via a proxy must ensure that they grant the power of attorney to the proxy in due time and in the proper form. However, the following requires to be considered when doing so:

If neither a voting rights advisor, a shareholders' association nor any other intermediary covered by section 135 AktG or a party equivalent thereto pursuant to section 135 AktG are authorized, the power of attorney must be granted either

- a. in text form or electronically via the InvestorPortal vis-à-vis the company, or
- b. in text form directly vis-à-vis the proxy (in which case proof of the appointment of the proxy in text form has to be provided to the company).

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

When granting a power of attorney to voting rights advisors, shareholders' associations or other intermediaries covered by section 135 AktG or a party equivalent thereto pursuant to section 135 AktG or revoking or authorizing a power of attorney, the respective statutory provisions, in particular section 135 AktG, are applicable. According to this provision, in such cases the power of attorney must be granted to a specific proxy and verifiably recorded by that proxy. Furthermore, the power of attorney must be complete and may only contain declarations relating to the exercising of voting rights.

However, under certain circumstances, the proxies in question may set out special rules for their own power of attorney. For this reason, shareholders are requested to consult with the proxies concerned in good time regarding the respective form and procedure of the power of attorney.

If the shareholder grants a power of attorney to more than one person, the company may reject one or more of these people pursuant to section 134, paragraph 3, sentence 2, AktG and section 16, paragraph 2, sentence 3 of the Articles of Association at its own discretion, observing the principle of equal treatment pursuant to section 53a AktG.

Powers of attorney can be issued, amended or revoked vis-à-vis the company no later than **16 February 2022, midnight (CET)** in text form via one of the following contact channels, whereby the date and time of receipt by the company is decisive. The same applies for the proof of a power of attorney granted to the proxy.

- a. Address: Infineon Technologies AG, c/o Computershare Operations Center, 80249 Munich, Germany
- b. E-mail: anmeldestelle@computershare.de

Powers of attorney may also be issued, amended or revoked vis-à-vis the company electronically using the shareholder number and individual login code via the InvestorPortal accessible at www.infineon.com/agm **before voting begins at the virtual Annual General Meeting on 17 February 2022.**

For participation in the electronic voting procedure, the proxy requires individual login data. After granting the power of attorney vis-à-vis the company or providing proof of a power of attorney granted to the proxy, the company will provide the necessary login data for the proxy.

Shareholders who wish to make use of the option to appoint a proxy are requested to do so in good time in order to enable timely receipt of the login data by the proxy.

A multi-purpose power of attorney, instruction and mail ballot form is available for download online at www.infineon.com/agm. This form will also be sent to shareholders free of charge upon request.

6. Shareholders' rights (proposals, election nominations, the right to ask questions by way of electronic communication, submit statements by video or in text form and object to resolutions to be taken by the Annual General Meeting)

The rights of shareholders in connection with the Annual General Meeting include the following (further details of shareholders' rights are available online at www.infineon.com/agm):

a. Additions to the Agenda

Pursuant to section 122, paragraph 2, AktG, shareholders whose aggregate holdings amount to at least one twentieth of the company's share capital or the amount of €500,000 (equivalent to 250,000 shares) may demand that certain items be included on the Agenda and published. Furthermore, pursuant to section 87, paragraph 4, AktG, the Annual General Meeting may, in accordance with a proposal pursuant to section 122, paragraph 2, sentence 1, AktG, reduce the maximum remuneration of the Management Board determined pursuant to section 87a, paragraph 1, sentence 2, No. 1 AktG. Pursuant to section 124a, sentence 2, AktG, a proposal received by the company after the Annual General Meeting has been convened must be made available on the company's website after receipt without undue delay.

Each new item must be accompanied by an argument in favor statement or a draft resolution. Pursuant to section 122 AktG, the proposal must be addressed in writing to the Management Board of Infineon Technologies AG. Pursuant to section 122, paragraph 2, sentence 3, AktG, any such request must be received by the company at least 30 days prior to the meeting, i.e. by no later than midnight (CET) on 17 January 2022. Pursuant to section 122, paragraph 2 and paragraph 1, AktG, the shareholders concerned must verify that they have owned the above-mentioned minimum number of shares for at least 90 days prior to receipt of the proposal and that they will hold the shares until a decision has been reached by the Management Board with respect to the proposal. Section 70 AktG must be observed when calculating the minimum period of ownership. When calculating the above minimum periods, section 121, paragraph 7, AktG must be applied accordingly.

Please send any supplementary proposals via one of the following contact channels:

- i. Address: Management Board of Infineon Technologies AG, Am Campeon 1-15, 85579 Neubiberg, Germany
- ii. E-mail: hv@infineon.com

Any additions to the Agenda that need to be announced will be published in the Federal Gazette immediately after receipt, unless they have already been announced with the notice convening the Annual General Meeting. They will also be published online on the Infineon website at www.infineon.com/agm. Resolution proposals relating to such applications that are duly received by 17 January 2022, midnight (CET), together with

items either placed or to be placed on the Agenda pursuant to section 122, paragraph 2, AktG will be treated in the virtual Annual General Meeting as if they had been made at the virtual event.

b. Counterproposals; election nominations

Each shareholder is entitled to submit counterproposals in response to the resolutions proposed on the items on the Agenda. In order for the counterproposals to be made available by the company prior to the Annual General Meeting, pursuant to section 126, paragraph 1, AktG they must be sent to one of the following addresses at least 14 days prior to the Annual General Meeting, i.e. by midnight (CET) on 2 February 2022

- i. to the following address: Infineon Technologies AG, Investor Relations, Am Campeon 1-15, 85579 Neubiberg, Germany, or
- ii. to the following e-mail address: hv@infineon.com

Counterproposals sent must be received by the company in due time in order to be considered.

Subject to section 126, paragraphs 2 and 3, AktG, any shareholder counterproposals that are required to be made available will be published online at www.infineon.com/agm together with the name of the shareholder and any argument in favor of the counterproposal as well as any statements made by the company's representative bodies in that regard.

Pursuant to section 127 AktG, these regulations apply mutatis mutandis to any shareholder proposals in respect of candidates for Supervisory Board elections and the selection of the auditor. 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 obligation to make available the proposal of a candidate for an election. Similarly, proposals relating to the election of Supervisory Board members do not need to be made available if details of the membership of the person concerned in other statutory supervisory boards and equivalent national or foreign company boards as defined in section 125, paragraph 1, sentence 5, AktG are not provided. Election proposals do not need to be accompanied by an argument in favor.

As this year's Annual General Meeting is being held as a virtual event without the physical presence of shareholders and their proxies, no proposals may be submitted during the virtual Annual General Meeting.

Pursuant to section 1, paragraph 2, sentence 3 of the COVID-19 Act, proposals or election nominations by shareholders which are required to be made available pursuant to sections 126 or 127 AktG will be deemed to have been made at the Annual General Meeting if the shareholder submitting the proposal or election nomination is duly authorized to do so and registered for the Annual General Meeting.

This does not affect the right of the Chair of the Annual General Meeting to have the proposals of the management voted on first. Should the proposals put forward by the management be accepted with the necessary majority, the counterproposals or (differing) election nominations are thus deemed to have been settled.

- c. Submission of questions pursuant to section 1, paragraph 2, sentence 1 No. 3 and sentence 2 of the COVID-19 Act exclusively by way of electronic communication by 15 February 2022, midnight (CET)

Pursuant to section 1, paragraph 2, sentence 1 No. 3 and sentence 2 of the COVID-19 Act, shareholders have the right to submit questions by way of electronic communication. With the approval of the Supervisory Board, the Management Board has decided that shareholders who are entered in the stock register and have registered for the Annual General Meeting in due time and in the proper form, or their proxies, must submit their questions to the company by way of electronic communication no later than one day prior to the virtual Annual General Meeting, i.e. no later than midnight (CET) on 15 February 2022. An input screen is available for this purpose on the InvestorPortal which is accessible using the shareholder number and individual login code at www.infineon.com/agm. Other forms of transmission are not permitted. No questions may be submitted or asked after this time or during the Annual General Meeting.

The Management Board decides according to its duly exercised and free discretion, how to answer questions that have been properly submitted.

When answering questions during the virtual Annual General Meeting, the name of the person asking the question will only be disclosed (to the extent that questions are answered individually) if consent to do so was expressly stated when the question was submitted.

- d. Submitting statements for publication via the InvestorPortal

If a virtual Annual General Meeting is held without the physical presence of shareholders or their proxies, the aforementioned will have no opportunity

to comment on the Agenda at the Annual General Meeting. With the approval of the Supervisory Board and over and above the requirements of the COVID-19 Act, the Management Board has therefore decided to give shareholders or their proxies the opportunity to submit statements on the Agenda either by means of video messages or in text form.

For this reason, shareholders who are entered in the stock register and have registered for the Annual General Meeting in due time and in the proper form, or their proxies, have the opportunity, until **13 February 2022, midnight (CET)**, to submit statements relating to the Agenda electronically via the InvestorPortal accessible at www.infineon.com/agm, **either by video or in text form**, using the shareholder number and individual login code. The length of a statement submitted in text form may not exceed 10,000 characters and the length of a video message may not exceed three minutes. Moreover, video messages are only permissible if the shareholder or proxy appear in the video in person. By submitting a statement, shareholders and proxies agree that the statement may be published on the InvestorPortal together with the shareholder's and/or proxy's name.

Details of the technical and legal requirements for submitting statements are available via the company's InvestorPortal accessible at www.infineon.com/agm.

The company intends to publish any statements submitted prior to the virtual Annual General Meeting on its InvestorPortal, which is accessible only to shareholders and/or their proxies using the shareholder number and individual login code at www.infineon.com/agm. However, Infineon wishes to point out that there is no legal entitlement to the publication of a statement. In particular, the company reserves the right not to publish statements containing offensive, discriminatory, criminally relevant or obviously false or misleading information, those without any reference to the Agenda, or those submitted in languages other than German. The same applies in particular to statements that exceed 10,000 characters or three minutes in length, those that do not meet the technical requirements, or those made by video in which the shareholder or proxy does not appear in person. Only one statement will be published per shareholder. The rules for questions as well as for counterproposals and election nominations are set out exclusively by the procedures described above in points II.6.c. and b. respectively. Please note that questions, counterproposals or election nominations contained in a statement that has not been submitted in the manner described above in points II.6.c and b. respectively, will not be considered.

e. Filing objections to resolutions of the Annual General Meeting

Pursuant to section 245, No. 1, AktG, section 1, paragraph 2, sentence 1, No. 4 of the COVID-19 Act, shareholders who have exercised their voting rights, or their proxies, will have the opportunity to lodge objections to resolutions of the Annual General Meeting by way of electronic communication with the notary public appointed to record the minutes of the virtual Annual General Meeting.

Any statements of this nature can be made electronically via the Investor-Portal accessible at www.infineon.com/agm from the opening of the virtual Annual General Meeting until it is closed by the person chairing the meeting.

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

The information and documents indicated in section 124a AktG may be viewed and downloaded online at www.infineon.com/agm. The company intends to publish the key points that will be contained in the speeches of the Chairman of the Supervisory Board, the Chairman of the Management Board and the Chief Financial Officer on the company's website on or around 4 February 2022. After the Annual General Meeting, the voting results will be announced on the same website and the speeches of the Chairman of the Supervisory Board, the Chairman of the Management Board and the Chief Financial Officer will be made available as recordings. The website also contains information on how to obtain confirmation pursuant to section 118, paragraph 1, sentence 3, AktG that votes cast electronically were received as well as confirmation of the voting pursuant to section 129, paragraph 5, AktG, both of which may be requested by the voter up to one month after the Annual General Meeting.

Holders of American Depositary Shares (ADS) will receive the information they require in order to participate in the virtual Annual General Meeting from Citibank, N.A. (depository).

8. Data protection notice for shareholders

For the purpose of maintaining the stock register and conducting the Annual General Meeting, the company collects personal data on its shareholders and/or their proxies. This is done to meet its legal obligations pursuant to the COVID-19 Act and in order to enable shareholders to exercise their rights at the Annual General Meeting, particularly as it is being held as a virtual event without the physical presence of shareholders or their proxies. Infineon Technologies AG processes the data as the responsible party in accordance with the provisions of the EU

Data Protection Regulation ("**GDPR**") and all other relevant laws. Details regarding the treatment of personal data and the rights of shareholders and/or their proxies in accordance with the GDPR are available online at www.infineon.com/data-protection-for-shareholders and can also be requested in printed form via the addresses provided for registration purposes.

Yours sincerely

Infineon Technologies AG

The Management Board

Géraldine Picaud

Chief Financial Officer of Holcim Ltd

Member of the Infineon Technologies
Supervisory Board since 2017
(elected until 2022)



Person

Year of birth 1970
Residence Oberwil b. Zug, Switzerland
Nationality French

Education

1989 – 1992 Master of Business Administration, Reims Superior School of Commerce

Professional career

Since 2018 CFO, member of the Executive Committee, Holcim Ltd, Zug, Switzerland
2011 – 2017 Group CFO, member of the Executive Committee, Essilor International,
Paris, France
2008 – 2011 CFO, Volcafe Holdings Ltd. (ED&F Man coffee Division), Zürich, Switzerland
2007 – 2008 Head of Corporate Finance, responsible for M&A, ED&F Man, London, UK
1994 – 2007 CFO, Safic Alcan SAS, Paris, France
1992 – 1994 Junior, afterwards Senior Auditor, Arthur Andersen, Paris, France

Memberships in other statutory supervisory boards in Germany

None

Memberships in comparable supervisory bodies of business enterprises in Germany and abroad

- Following Holcim Group memberships:
 - Member of the Board of Directors der Holcim Group Services Ltd., Switzerland
 - Member of the Board of Directors der Holcim Technology Ltd., Switzerland
 - Member of the Board of Directors der Lafarge Maroc SA, Morocco
 - Member of the Board of Directors der LafargeHolcim Maroc SAS, Morocco (listed)
 - Member of the Board of Directors der LafargeHolcim Maroc Afrique SAS, Morocco
 - Member of the Board of Directors der Huaxin Cement Co., Ltd., China (listed)

Relevant know-how, expertise and experience

Ms. Picaud is a highly regarded financial expert who has served for many years as CFO of a number of globally operating enterprises, including some listed companies. Accordingly, she qualifies as an "independent financial expert" pursuant to section 100, paragraph 5 of the German Stock Corporation Act. Her professional career to date has equipped her with a wealth of valuable experience and knowledge in the fields of financial reporting, accounting, controlling and M&A.

Infineon Technologies AG



Chairman of the Supervisory Board:

Dr. Wolfgang Eder

Management Board: Dr. Reinhard Ploss (CEO),

Dr. Helmut Gassel, Jochen Hanebeck,

Constanze Hufenbecher, Dr. Sven Schneider

Registered Office: Neubiberg

Commercial Register: Amtsgericht München HRB 126492