

Ordinary Virtual General Meeting of Telefónica Deutschland Holding AG on 19 May 2022

Disclosures pursuant to Sec. 125 Paragraph 5 Sentence 1 Aktiengesetz in conjunction with Table 3 of the Implementing Regulation (EU) 2018/1212 („EU-DVO“)

Meeting Notice

Type of information	Description	Angabe im Format der EU-DVO
A. Specification of the message		
1. Unique identifier of the event	Invitation to the virtual Annual General Meeting 2022 of Telefónica Deutschland Holding AG	f5fb594227acec11812d005056888925
2. Type of message	Invitation to Annual General Meeting	NEWM
B. Specification of the issuer		
1. ISIN	DE000A1J5RX9	DE000A1J5RX9
2. Name of issuer	Telefónica Deutschland Holding AG	Telefónica Deutschland Holding AG
C. Specification of the meeting		
1. Date of the General Meeting	19 May 2022	20220519
2. Time of the General Meeting	10.00 hours (CEST)	8.00 hours UTC
3. Type of General Meeting	Annual General Meeting as virtual General Meeting without physical presence of the shareholders or their proxies	GMET
4. Location of the General Meeting	<p>URL to the Company's shareholder portal for following the Annual General Meeting in video and audio and for exercising shareholder rights: www.telefonica.de/agm</p> <p>Location of the Annual General Meeting as defined by the German Stock Corporation Act: in the offices of Telefónica Deutschland Holding AG, Georg-Brauchle-Ring 50, 80992 Munich</p>	https://www.telefonica.de/hauptversammlung
5. Record Date	12 May 2022, 24.00 hours (CEST)	20220512, 22.00 hours UTC
6. Uniform Resource Locator (URL)	https://www.telefonica.de/agm	https://www.telefonica.de/agm
D. Participation in the general meeting		
1. Method of participation by shareholder	Exercise of voting rights by postal vote Exercise of voting rights by granting proxy and instructions to the proxies appointed by the Company	EV PX
2. Issuer deadline for the notification of participation	Registration for the Annual General Meeting no later than 12 May 2022, 24.00 hours (CEST) (received) at Telefónica Deutschland Holding AG c/o Computershare Operations Center 80249 München E-Mail: anmeldestelle@computershare.de	20220512, 22.00 hours UTC
3. Issuer deadline for voting	Voting by postal vote or e-mail until 18 May 2022, 24.00 hours (CEST)	20220518, 22.00 hours UTC

Voting by electronic absentee voting in the InvestorPortal until the start of voting on 19 May 2022

E. Agenda

Agenda Item 1

1. Unique identifier of the agenda item	1	
2. Title of the agenda item	Submission of the adopted annual financial statements of Telefónica Deutschland Holding AG and the approved consolidated financial statements including the combined management report, in each case as of 31 December 2021, the descriptive report of the Management Board pursuant to sections 289a, 315a German Commercial Code (HGB) and the report of the Supervisory Board each for the financial year 2021	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote		
5. Alternative voting options		

Agenda Item 2

1. Unique identifier of the agenda item	2	
2. Title of the agenda item	Resolution on appropriation of balance sheet profit	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 3

1. Unique identifier of the agenda item	3	
2. Title of the agenda item	Resolution on the discharge of the members of the Management Board	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 4

1. Unique identifier of the agenda item	4	
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV

5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB
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Agenda Item 5.1

1. Unique identifier of the agenda item	5	
2. Title of the agenda item	Resolution on the appointment of the auditor and the group auditor for the financial year 2022, as well as the auditor for a potential review of the half-year financial report for the first six months of the financial year 2022 and any other potential interim financial information	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 5.2

1. Unique identifier of the agenda item	5.2	
2. Title of the agenda item	Resolution on the appointment of the auditor for the possible audit review of any additional financial information during the year within the meaning of Section 115 para. 7 WpHG for the financial year 2023, provided that such audit review takes place before the next Annual General Meeting	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 6

1. Unique identifier of the agenda item	6	
2. Title of the agenda item	Resolution on the approval of the remuneration report for the financial year 2021 prepared and audited in accordance with Sec. 162 German Stock Corporation Act (AktG)	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Advisory Vote	AV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 7

1. Unique identifier of the agenda item	7	
2. Title of the agenda item	Resolution on the adjustment of the remuneration of the Supervisory Board together with the corresponding revision of § 20 of the Articles of Association and resolution on the remuneration system for the members of the Supervisory Board	

3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.1

1. Unique identifier of the agenda item	8.1	
2. Title of the agenda item	Election on the Supervisory Board: Mr Peter Löscher	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.2

1. Unique identifier of the agenda item	8.2	
2. Title of the agenda item	Election on the Supervisory Board: Mr Pablo de Carvajal González	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.3

1. Unique identifier of the agenda item	8.3	
2. Title of the agenda item	Election on the Supervisory Board: Ms María García-Legaz Ponce	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.4

1. Unique identifier of the agenda item	8.4	
2. Title of the agenda item	Election on the Supervisory Board: Mr Ernesto Gardelliano	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.5

1. Unique identifier of the agenda item	8.5	
2. Title of the agenda item	Election on the Supervisory Board: Mr Michael Hoffmann	

3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.6

1. Unique identifier of the agenda item	8.6	
2. Title of the agenda item	Election on the Supervisory Board: Mr Julio Linares López	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.7

1. Unique identifier of the agenda item	8.7	
2. Title of the agenda item	Election on the Supervisory Board: Ms Stefanie Oeschger	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8.8

1. Unique identifier of the agenda item	8.8	
2. Title of the agenda item	Election on the Supervisory Board: Mr Jaime Smith Basterra	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 9

1. Unique identifier of the agenda item	9	
2. Title of the agenda item	Resolution on the authorization to acquire and use treasury shares with the option to exclude shareholders' subscription rights	
3. Uniform Resource Locator (URL) of the materials	https://www.telefonica.de/hauptversammlung	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

F. Specification of the deadlines regarding the exercise of other shareholders rights

Motions for additions to the agenda

1. Object of deadline	Motions for additions to the agenda (Sec. 122 Para. 2 AktG)	
2. Applicable issuer deadline	18 April 2022, 24.00 hours (CEST)	20220418, 22.00 hours UTC

Counter motions

1. Object of deadline	Counter motions (Sec. 126 Para. 1 in conjunction with Sec. 1 Para. 2 Sentence 3 COVID-19-Act)	
2. Applicable issuer deadline	4 May 2022, 24.00 hours (CEST)	20220504, 22.00 hours UTC

Election proposals

1. Object of deadline	Election proposals (Sec. 127 AktG in conjunction with Sec. 1 Para. 2 Sentence 3 COVID-19-Act)	
2. Applicable issuer deadline	4 May 2022, 24.00 hours (CEST)	20220504, 22.00 hours UTC

Ask questions

1. Object of deadline	Ask questions (Sec. 1 Para. 2 Sentence 1 No. 3 Sentence 2 COVID-19-Act)	
2. Applicable issuer deadline	17 May 2022, 24.00 hours (CEST)	20220517, 22.00 hours UTC

Objections to resolutions of the General Meeting

1. Object of deadline	File electronically objections to resolutions of the Annual General Meeting	
2. Applicable issuer deadline	19 May 2022 during the virtual Annual General Meeting until its closing by the chairman of the meeting	20220519

Information on agenda items 8.1 to 8.8: Election to the Supervisory Board

The curricula vitae of the proposed candidates are accessible at www.telefonica.de/hauptversammlung from the day the Annual General Meeting is convened.

Information pursuant to Section 125 para. 1 Sentence 4 AktG

Shareholders are also entitled to vote by proxy, e.g. an intermediary, a shareholders' association or another person of their choice. Also, in the case of a proxy, the shareholder or proxy must ensure registration in due time by the shareholder or proxy in accordance with the provisions set out above in the section "Conditions for attending the virtual Annual General Meeting without physical presence and for exercising voting rights".

Information pursuant to section 125 para. 1 sentence 5 German Stock Corporation Act (AktG)

re 8.1) At the time of the announcement of the convening of this Annual General Meeting, Mr Peter Löscher is not a member of any other statutory supervisory boards, but is a member of the following comparable domestic and foreign supervisory bodies of business enterprises:

- Member of the supervisory board of Koninklijke Philips N.V., Amsterdam, Netherlands;
- Independent, non-executive member of the Board of Directors of Telefónica, S.A., Madrid, Spain;
- Non-executive member of the Board of Directors of Thyssen-Bornemisza Group AG, Zurich, Switzerland;
- Non-executive Director of Doha Venture Capital LLC, Doha, Qatar;
- Senior Advisor to Bain Capital Private Equity, Boston, Massachusetts, USA.

re 8.2 to 8.4) At the time of the announcement of the convening of this Annual General Meeting, Mr Pablo de Carvajal González, Ms María García-Legaz Ponce and Mr Ernesto Gardelliano are not

members of any other supervisory boards required to be established by law or of any comparable domestic or foreign supervisory bodies of business enterprises.

re 8.5) At the time of the announcement of the convening of this Annual General Meeting, Mr Michael Hoffmann is member of the supervisory board and chairman of the audit committee at Westwing Group SE, Munich.

re 6.) At the time of the announcement of the convening of this Annual General Meeting, Mr Julio Linares López is not a member of any other statutory supervisory boards, but is a member of the following comparable domestic and foreign supervisory bodies of business enterprises:

- Member of the Board of Directors and Chairman of the Strategy Committee of Telefónica Brasil S.A., São Paulo, Brazil;
- Non-executive director of Telefónica de España S.A.U., Madrid, Spain;
- Non-executive director of Telefónica Móviles España S.A.U., Madrid, Spain.

re 8.7) At the time of the announcement of the convening of this Annual General Meeting, Ms Stefanie Oeschger is not member of any other statutory supervisory boards or comparable domestic or foreign supervisory bodies of business enterprises.

re 8.8) At the time of the announcement of the convening of this Annual General Meeting, Mr Jaime Smith Basterra is not a member of any other statutory supervisory boards, but is a member of the following comparable domestic and foreign supervisory bodies of business enterprises:

- Independent non-executive member of the Board of Directors and Chairman of the Audit and Control Committee of the (not listed) Cetin Group N.V., Amsterdam, Netherlands.