

Ordinary General Meeting of Telefónica Deutschland Holding AG on May 17, 2023

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	Specification in the format of the EU-DVO
A. Specification of the message		
1. Unique identifier of the event	Annual General Meeting 2023 of Telefónica Deutschland Holding AG	18eba58fb26fed11813d005056888925
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	17 May 2023	20230517
2. Time of the General Meeting	10.00 hours (CEST)	8.00 hours UTC
3. Type of General Meeting	Annual General Meeting	GMET
4. Location of the General Meeting	Eisbach Studios, Grasbrunner Straße 20, 81677 Munich, Germany	Eisbach Studios, Grasbrunner Straße 20, 81677 Munich, Germany
5. Record Date	10. May 2023, 24.00 hours (CEST)	20230510, 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	Personal participation	PH
2. Issuer deadline for the notification of participation	Registration for the Annual General Meeting no later than 10 May 2023, 24.00 hours (CEST) (received) at Telefónica Deutschland Holding AG c/o Computershare Operations Center 80249 München E-Mail: anmeldestelle@computershare.de	20230510, 22.00 hours UTC
3. Issuer deadline for voting	In person on site. 17 May 2023, from 10:00 hours (CEST) from the beginning of the voting process until the end of the voting process.	n/a
D. Participation in the general meeting		
1. Method of participation by shareholder	Participation by proxy	PX
2. Issuer deadline for the notification of participation	Registration for the Annual General Meeting no later than 10 May 2023, 24.00 hours	20230510, 22.00 hours UTC

	(CEST) (received) at Telefónica Deutschland Holding AG c/o Computershare Operations Center 80249 München E-Mail: anmeldestelle@computershare.de	
3. Issuer deadline for voting	In person on site. May 17, 2023, from 10:00 hours (CEST) from the beginning of the voting process until the end of the voting process.	n/a

D. Participation in the general meeting

1. Method of participation by shareholder	Exercise of voting rights by granting proxy and instructions to the proxies appointed by the Company	PX
2. Issuer deadline for the notification of participation	Registration for the Annual General Meeting no later than 10 May 2023, 24.00 hours (CEST) (received) at Telefónica Deutschland Holding AG c/o Computershare Operations Center 80249 München E-Mail: anmeldestelle@computershare.de	20230510, 22.00 hours UTC
3. Issuer deadline for voting	Authorization and issuance of instructions by communication channel: a) By letter / e-mail by 16 May 2023, 24:00 hours (CEST) b) Via the InvestorPortal until the start of the Annual General Meeting (10:00 a.m. (CEST)) on 17 May 2023 c) On site: On 17 May 2023, from admission to the Annual General Meeting until the start of voting	n/a

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, each as of 31 December 2022, the descriptive report of the Management Board pursuant to sections 289a and 315a of the German Commercial Code (HGB) and the report of the Supervisory Board each for the financial year 2022	
3. Uniform Resource Locator (URL) of the materials	https:// www.telefonica.de/agm	
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/agm	
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/agm	
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/agm	
4. Vote	Binding Vote	BV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 5.1

1. Unique identifier of the agenda item	5.1	
2. Title of the agenda item	Resolution on the appointment of the auditor and the group auditor for the financial year 2023 and the auditor for a potential review of the condensed financial statements and interim management report contained in the half-year financial report as of 30 June 2023, and a potential review of potential additional interim financial information pursuant to section 115 (7) German Securities Trading Act (WpHG) for the financial year 2023	
3. Uniform Resource Locator (URL) of the materials	https:// www.telefonica.de/agm	
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 review of any additional financial	

	information during the year pursuant to section 115 (7) of the German Securities Trading Act (WpHG) for the 2024 financial year until the next general meeting	
3. Uniform Resource Locator (URL) of the materials	https:// www.telefonica.de/agm	
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 2022 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/agm	
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 approval of the amended remuneration system for the members of the Management Board	
3. Uniform Resource Locator (URL) of the materials	https:// www.telefonica.de/agm	
4. Vote	Advisory Vote	AV
5. Alternative voting options	Vote in favour, vote against, abstention	VF, VA, AB

Agenda Item 8

1. Unique identifier of the agenda item	8	
2. Title of the agenda item	Resolution on the addition to § 22 of the Articles of Association to authorize the Management Board to hold a virtual general meeting	
3. Uniform Resource Locator (URL) of the materials	https:// www.telefonica.de/agm	
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 addition to § 23 of the Articles of Association to enable Supervisory Board members to participate in the general	

	meeting by way of video and audio transmission	
3. Uniform Resource Locator (URL) of the materials	https:// www.telefonica.de/agm	
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 Stock Corporation Act)	
2. Applicable issuer deadline	16 April 2023, 24.00 hours (CEST)	20230416, 22.00 hours UTC

Countermotions

1. Object of deadline	Countermotions (Sec. 126 Stock Corporation Act)	
2. Applicable issuer deadline	2 May 2023, 24.00 hours (CEST)	20230502, 22.00 hours UTC

Election proposals

1. Object of deadline	Election proposals (Sec. 127 Stock Corporation Act)	
2. Applicable issuer deadline	2 May 2023, 24.00 hours (CEST)	20230502, 22.00 hours UTC

Right to information

1. Object of deadline	Request for information on matters concerning the Company, to the extent that such information is necessary for a proper evaluation of the item on the agenda in accordance with section 131 (1) of the Stock Corporation Act	
2. Applicable issuer deadline	17 May 2023, from 10:00 hours CEST after the opening of the Annual General Meeting until the closing of the general debate by the chairman of the meeting	20230517, from 8:00 hours UTC after the opening of the Annual General Meeting until the closing of the general debate by the chairman of the meeting

Objections to resolutions of the General Meeting

1. Object of deadline	File objections to resolutions of the Annual General Meeting	
2. Applicable issuer deadline	17 May 2023, from 10:00 hours CEST after the opening of the Annual General Meeting until the closing of the general meeting by the chairman of the meeting	20230517, from 8:00 hours UTC after the opening of the Annual General Meeting until the closing of the general meeting by the chairman of the meeting

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 in the notice convening the Annual General Meeting published in the Federal Gazette in the section entitled "Conditions for attending the Annual General Meeting and for exercising voting rights".