



Invitation to the Annual General Meeting of Talanx AG on 8 May 2018

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Insurance. Investments.

Key Figures Talanx Group

		2017	2016	2015	2014	2013
Gross written premiums	<i>in EUR million</i>	33,060	31,106	31,799	28,994	28,151
Net premiums earned	<i>in EUR million</i>	27,418	25,736 ⁴⁾	25,937	23,844	23,113
Underwriting result	<i>in EUR million</i>	-2,544	-1,519 ⁴⁾	-1,370	-2,058	-1,619
Net investment income	<i>in EUR million</i>	4,478	4,023	3,933	4,144	3,792
Net return on investment ¹⁾	<i>in %</i>	4.0	3.6	3.6	4.1	4.0
Operating profit (EBIT)	<i>in EUR million</i>	1,807	2,307 ⁴⁾	2,182	1,892	1,766
Net income (after financing costs and taxes)	<i>in EUR million</i>	1,270	1,564 ⁴⁾	1,409	1,368	1,252
of which attributable to shareholders of Talanx AG	<i>in EUR million</i>	672	903 ⁴⁾	734	769	732
Return on equity ²⁾	<i>in %</i>	7.5	10.4	9.0	10.2	10.2
Earnings per share						
Basic earnings per share	<i>in EUR</i>	2.66	3.57 ⁵⁾	2.90	3.04	2.90
Diluted earnings per share	<i>in EUR</i>	2.66	3.57 ⁵⁾	2.90	3.04	2.90
Current dividend proposal and prior years' dividends (per share)	<i>in EUR</i>	1.40	1.35	1.30	1.25	1.20
Combined ratio in property/casualty primary insurance and Property/Casualty Reinsurance ³⁾	<i>in %</i>	100.4	95.7	96.0	97.9	97.1
Assets under own management	<i>in EUR million</i>	107,881	107,174	100,777	96,410	86,310
Total investments	<i>in EUR million</i>	118,673	118,855	115,611	112,879	100,962
Total assets	<i>in EUR million</i>	158,386	156,626 ⁵⁾	152,760	147,298	132,793
Employees	<i>full-time equivalents</i>	20,419	20,039	20,334	19,819	20,004

¹⁾ Ratio of net investment income excluding interest income on funds withheld and contract deposits and profit on investment contracts to average assets under own management.

²⁾ Ratio of annualised net income for the reporting period excluding non-controlling interests to average equity excluding non-controlling interests.

³⁾ Combined ratio taking into account interest income on funds withheld and contract deposits, before elimination of intra-Group cross-segment transactions.

⁴⁾ Adjusted in accordance with IAS 8, see "Accounting policies", subsection "Changes in accounting policies and errors" in the Notes of the Group Annual Report.

⁵⁾ Adjusted following the adjustment described in footnote 4.

Invitation to the Annual General Meeting

Talanx Aktiengesellschaft

German Securities Code (WKN): TLX100

ISIN DE000TLX1005

Dear Shareholders,

We hereby invite you to attend the Annual General Meeting of Talanx Aktiengesellschaft, Hannover, to be held on

Tuesday, 8 May 2018 at **10.30 am (CEST)** (doors open at 9.30 am (CEST)) in the HCC Hannover Congress Centrum (Kuppelsaal), Theodor-Heuss-Platz 1–3, 30175 Hannover/Germany.

Agenda and Proposed Resolutions

1. Presentation of the adopted annual financial statements and the approved consolidated financial statements together with the combined management report for Talanx Aktiengesellschaft and the Group for the financial year 2017 and the report of the Supervisory Board

The aforesaid documents also comprise the remuneration report and the explanatory report on the information pursuant to § 289a (1), § 315a (1) of the German Commercial Code and have been made available for inspection on the Internet at www.talanx.com/agm as from the date of convocation of the Annual General Meeting. They will also be sent to the shareholders upon request. Furthermore, the documents will be made available, and explanatory comments will be provided at the Annual General Meeting.

The Supervisory Board has approved the annual financial statements drawn up by the Board of Management and the consolidated financial statements; the annual financial statements are thereby adopted. The Annual General Meeting is not required to adopt a resolution on Item 1 of the Agenda.

2. Resolution on the appropriation of the disposable profit

The Board of Management and the Supervisory Board propose that the disposable profit for the financial year 2017 in the amount of EUR 627,068,565.99 (in words: six hundred and twenty-seven million sixtyeight thousand five hundred and sixty-five euros and ninety-nine cents) be appropriated as follows:

Distribution of EUR 1.40 (in words: one euro and forty cents) dividend on each eligible no-par-value share:	EUR 353,916,687.60
Profit carried forward to new account:	EUR 273,151,878.39
Disposable profit:	EUR 627,068,565.99

3. Resolution ratifying the acts of management of the members of the Board of Management for the financial year 2017

The Board of Management and the Supervisory Board propose that the acts of management of the members of the Board of Management who held office in the financial year 2017 be ratified for this period.

4. Resolution ratifying the acts of management of the members of the Supervisory Board for the financial year 2017

The Board of Management and the Supervisory Board propose that the acts of management of the members of the Supervisory Board who held office in the financial year 2017 be ratified for this period.

5. Appointment of the auditor for the audit of the annual financial statements and the consolidated financial statements for the financial year 2018 as well as of the auditor for the review of interim financial statements and interim management reports

a) The Finance and Audit Committee of the Supervisory Board following the proceedings for selecting the auditor pursuant to Art. 16 (3) of the EU Regulation on Statutory Audit (Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014), recommended to the Supervisory Board to appoint

1. PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Hannover/Germany, or

2. Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft, Hannover/Germany,

as auditor for the audit of the annual financial statements and the consolidated financial statements for the financial year 2018 and as auditor for the review of interim (condensed) financial statements and interim management reports for the financial year 2018, if and to the extent such interim (condensed) financial statements and interim management reports are prepared and reviewed. The Finance

and Audit Committee expressed a preference for an appointment of PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Hannover/Germany.

Pursuant to Art. 16 (2) Subparagraph 3 of the EU Regulation on Statutory Audit, the Finance and Audit Committee has stated that its recommendation is free from improper influence by a third party and no restriction with regard to the selection of a specific auditor (Art. 16 (6) of the EU Regulation on Statutory Audit) has been imposed upon it.

The Supervisory Board, upon recommendation of and corresponding to the preference of its Finance and Audit Committee, proposes to appoint PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Hannover/Germany, as auditor for the audit of the annual financial statements and the consolidated financial statements for the financial year 2018 and as auditor for the review of interim (condensed) financial statements and management reports for the financial year 2018, if and to the extent such interim (condensed) financial statements and management reports are prepared and reviewed.

- b) The Supervisory Board, upon recommendation of its Finance and Audit Committee, proposes to appoint PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Hannover/Germany, as auditor for the review of the interim (condensed) financial statements and management report for the first quarter of the financial year 2019, if and to the extent such interim (condensed) financial statements and management report are prepared and reviewed.

6. Resolution regarding the election of a new Supervisory Board

Pursuant to § 9 (2) of the Articles of Association, the term of office of all shareholder representatives on the current Supervisory Board ends upon conclusion of the Annual General Meeting on 8 May 2018.

Pursuant to §§ 96 (1), 101 (1) of the German Stock Corporation Act ("AktG") in conjunction with § 7 (1) no. 2 of the German Co-Determination Act and

§ 9 (1) of the Articles of Association, the Supervisory Board consists of 16 members; eight members shall be elected by the shareholders and eight members shall be elected by the employees.

Pursuant to § 96 (2) sentence 1 AktG, the Supervisory Board shall be composed of at least 30 per cent of women and, equally, as many men. The employee representatives have objected to comprehensive fulfilment pursuant to § 96 (2) sentence 3 AktG by unanimous decision. The minimum quota therefore has to be fulfilled separately by both the shareholders' side and the employees' side. Consequently, of the eight shareholder representatives on the Supervisory Board, at least two have to be women and at least two have to be men. At the time of the convocation of the Annual General Meeting, the Supervisory Board comprises a total of four women, one of them as shareholder representative. With the election of the proposed shareholder representatives the minimum quota of 30 per cent will be fulfilled.

The Supervisory Board proposes the following persons be elected (with the election to be held on an individual basis in each case) to the Supervisory Board as shareholder representatives for the period until the end of the Annual General Meeting which ratifies the acts of management for the fourth financial year after commencement of their term of office (with the financial year in which the term of office begins not being counted).

- a) **Antonia Aschendorf**, Hamburg/Germany
Lawyer and Member of the Board of Management of APRAXA eG,
Tübingen/Germany
- b) **Herbert K. Haas**, Burgwedel/Germany
Chairman of the Board of Management of Talanx AG, Hannover/
Germany (until 8 May 2018) and of HDI Haftpflichtverband der
Deutschen Industrie V.a.G. Hannover/Germany (until 13 June 2018)
- c) **Dr. Hermann Jung**, Heidenheim/Germany
former member of the Board of Directors of Voith GmbH,
Heidenheim/Germany

- d) **Dr. Thomas Lindner**, Albstadt/Germany
Chairman of the Board of Directors and General Partner of
Groz-Beckert KG, Albstadt/Germany
- e) **Dirk Lohmann**, Forch/Switzerland
Chairman of the Administrative Board and CEO of Secquaero
Advisors AG, Zurich/Switzerland
- f) **Dr. Erhard Schipporeit**, Hannover/Germany
self-employed business consultant, Hannover/Germany
- g) **Norbert Steiner**, Baunatal/Germany
former Chairman of the Board of Management of K+S AG,
Kassel/Germany
- h) **Angela Titzrath**, Hamburg/Germany
Chairman of the Board of Management of Hamburger Hafen
und Logistik AG, Hamburg/Germany

In accordance with § 100 (2) sentence 1 no. 4 AktG HDI Haftpflichtverband der Deutschen Industrie V.a.G., majority shareholder of Talanx Aktiengesellschaft, proposed to the Supervisory Board of Talanx Aktiengesellschaft to elect Herbert K. Haas as member of the Supervisory Board. The Supervisory Board of Talanx Aktiengesellschaft adopted this proposal by resolution on 10 November 2017.

The election proposals of the Supervisory Board are based on the recommendations of the Nomination Committee of the Supervisory Board and take into account the legal requirements as well as the targets and profile of required skills and expertise of the Supervisory Board, which the Supervisory Board has defined for its composition. The targets and profile of required skills and expertise including its implementation status are published in the Corporate Governance Report for the financial year 2017.

Pursuant to Section 5.4.3 sentence 3 and Section 5.4.4 sentence 2 of the German Corporate Governance Code, it is recalled that, in the event of his election as member of the Supervisory Board, it is intended to nomi-

nate Herbert K. Haas as candidate for chairmanship of the Supervisory Board. The extraordinary knowledge and experience of Herbert K. Haas in the company's management shall be maintained within Talanx Aktiengesellschaft and shall benefit the Supervisory Board's work in this key role. The Supervisory Board is of the opinion, that the immediate transfer of Herbert K. Haas to Chairman of the Supervisory Board – without any interim phase – will strengthen the Supervisory Board in its role and is therefore in Talanx Aktiengesellschaft's interest.

Pursuant to Section 5.4.1 (5) of the German Corporate Governance Code the Supervisory Board satisfied itself that all candidates are able to devote the expected amount of time required for the position as member of the Supervisory Board of the Company.

A number of the proposed candidates have certain personal or business relations pursuant to Section 5.4.1 (6) of the German Corporate Governance Code with Talanx Aktiengesellschaft or its Group Companies, the governing bodies of Talanx Aktiengesellschaft, or with HDI Haftpflichtverband der Deutschen Industrie V.a.G. as a shareholder with a material interest in Talanx Aktiengesellschaft. In particular, several candidates for the Supervisory Board are members or nominated to be elected as members of the Supervisory Board of the majority shareholder HDI Haftpflichtverband der Deutschen Industrie V.a.G. Furthermore two candidates perform executive management duties in companies, which are members of HDI Haftpflichtverband der Deutschen Industrie V.a.G. Further information on this can be found in the additional information regarding agenda Item 6, included following the agenda and containing amongst others curricula vitae and information on certain memberships of the candidates. Dirk Lohmann is CEO and Chairman of the Administrative Board of Secquaero Advisors AG, Zurich/Switzerland, and holds an equity interest of 18.47% in this company. Secquaero Advisors AG provided advisory services to Hannover Rück SE in the financial year 2017 and in connection with this received less than 10 TEUR as remuneration for the financial year 2017.

Further information on the proposed candidate for the Supervisory Board can be found in the curricula vitae, which are included following the agenda.

Information on the Rights of Shareholders

pursuant to § 122 (2), § 126 (1), § 127 and § 131 (1) AktG

Motions for additions to the Agenda at the request of a minority pursuant to § 122 (2) AktG

Shareholders whose shares account, in aggregate, for one-twentieth of the share capital or a notional interest of EUR 500,000 may request that items be included in the Agenda and published. Each new item must be accompanied by a statement of reasons or the wording of the proposed resolution. The request must be sent in writing to the Board of Management of Talanx Aktiengesellschaft and must be received by the Company at the address stated below under "**Shareholders' counter motions and election proposals pursuant to § 126 (1) and § 127 AktG**" no later than on 7 April 2018, 24:00 (CEST).

Motions for additions to the Agenda will only be considered if the applicants prove that they have been the holders of the shares that fulfil the required minimum shareholding for at least ninety days prior to the day of receipt of the motion and that they will hold the share until the decision of the Board of Management on the motion has been made; in this respect, § 70 AktG shall apply to the calculation of the time of shareholding.

Motions for additions to the Agenda which must be published and which have not already been published on convocation of the Annual General Meeting will be published in the Federal Gazette (Bundesanzeiger) without undue delay following receipt of the motion and will be transmitted for publication to such media which can reasonably be expected to disseminate the information in the entire European Union. These motions will additionally be published on the Internet at www.talanx.com/agm and communicated in accordance with § 125 (1) sentence 3 AktG.

Shareholders' counter motions and election proposals pursuant to § 126 (1) and § 127 AktG

Each shareholder is entitled to send counter motions in respect of proposals made by the Board of Management and/or the Supervisory Board regarding specific items on the Agenda, as well as proposals for the elections on the Agenda (§ 126 (1), § 127 AktG).

Shareholders' counter motions (subject to § 126 (2) and (3) AktG) and election proposals (subject to § 127 sentence 1, § 126 (2) and (3)),

§ 127 sentence 3 AktG) will exclusively be made accessible on the Internet at www.talanx.com/agm provided that the preconditions set forth below are met. The countermotions and election proposals will be made accessible including the shareholder's name, the statement of reasons and the management's comments, if any.

Countermotions that are to be made accessible must be directed against a proposal of the Board of Management and/or the Supervisory Board, must address a specific item on the Agenda, and must include a statement of reasons. Election proposals that are to be made accessible must relate to the elections on the Agenda; they need not include a statement of reasons.

Countermotions including the statement of reasons that are to be made accessible and are directed against a proposal of the Board of Management and/or the Supervisory Board regarding a specific item on the Agenda, as well as election proposals by shareholders relating to the elections on the Agenda must be received by the Company **no later than on 23 April 2018, 24:00 (CEST)**, at the address set out below:

Talanx Aktiengesellschaft, Attn: Head of Corporate Office

- by mail: Riethorst 2, 30659 Hannover/Germany
- by telefax: +49 (0) 511 3747 2520
- electronically: vorstandsbuero@talanx.com

Shareholders' right to information pursuant to § 131 (1) AktG

At the Annual General Meeting, each shareholder shall be informed, upon request, by the Board of Management about the Company's affairs, including the legal and business relationships with affiliated companies, as well as the situation of the Group and the companies included in the consolidated financial statements, to the extent that the information is necessary for proper assessment of the subject matter of the Agenda Item.

Explanatory notes regarding the rights of shareholders

Explanatory notes on the rights of shareholders pursuant to § 122 (2), § 126 (1), § 127, § 131 (1) AktG are also available on the Internet at www.talanx.com/agm.

Information regarding Participation

Registration for the Annual General Meeting

Pursuant to § 14 (1) of the Articles of Association, only those shareholders are entitled to attend the Annual General Meeting and to exercise voting rights who have registered for the Annual General Meeting **no later than on 1 May 2018, 24:00 (CEST) (time of receipt)**

- in writing under the postal address of
Talanx Aktiengesellschaft
Aktionärservice
Postfach 1460
61365 Friedrichsdorf
- or by telefax under the number:
+49 (0) 69 2222 3312
- or electronically on the website:
<https://netvote.talanx.de>

or under the link
www.talanx.com/agm

- or electronically under the e-mail address:
talnx.hv@linkmarketservices.de

and who are entered into the Company's share register at the time of the Annual General Meeting.

A shareholder's registration for the Annual General Meeting will not entail share blocking, i.e. even after having registered for attendance, shareholders remain free to dispose of their shares. However, a disposal may affect the right to attend the Annual General Meeting and the entitlement to exercise voting rights because these rights depend on the shareholding as registered in the share register at the time of the Annual General Meeting. This shareholding will equal the shareholding as registered in the share register on **1 May 2018, 24:00 (CEST)** (= technical record date), because, for technical reasons, no further transfer entries will be made in the share register between the expiry of the registration deadline for the Annual

General Meeting and the end of the Annual General Meeting, i.e. from 1 May 2018, 24:00 (CEST), until and including 8 May 2018, 24:00 (CEST).

If a credit institution is registered in the share register, it may exercise voting rights attached to shares not owned by it only under an authorisation of the shareholder.

Due to the listing also on the Warsaw Stock Exchange specific data are to be transmitted pursuant to the applicable provisions under Polish law: At the latest on the day of the Annual General Meeting, a table showing the shareholders entitled to attend the Annual General Meeting together with the respective number of shares held and the respective voting rights, must be sent to the Polish Financial Market Authority (Komisja Nadzoru Finansowego – KNF). Furthermore, within seven days following the Annual General Meeting, a table showing those shareholders who have held at least 5% of the voting rights at the Annual General Meeting, together with the number of voting rights held and their proportion in percent of the shares represented at the Annual General Meeting and of the total number of shares, must be published and transmitted to the KNF and the Warsaw Stock Exchange.

Procedure for voting by proxy

Within the scope of statutory provisions, shareholders may have their voting rights exercised by a proxy, e.g. a credit institution or shareholders' association. Also in this case, the shareholder or proxy must ensure timely registration for the Annual General Meeting in accordance with the requirements set forth above under "**Registration for the Annual General Meeting**".

The granting of a power of attorney, its revocation and the proof of authorisation vis-à-vis the Company require text form. A power of attorney may be granted by mail, e-mail, or telefax to the address, e-mail address or telefax number set forth above under "**Registration for the Annual General Meeting**". For this purpose, please use the reply form enclosed with the registration documents for the Annual General Meeting. You can also use the Online Annual General Meeting service netVote.

If you authorise a credit institution, a shareholders' association or any other person or institution specified in § 135 (8) AktG or § 135 (10) AktG in conjunction with § 125 (5) AktG, the procedure, form and revocation of the power of attorney are subject to special rules. Please contact the relevant credit institution, shareholders' association or other person or institution specified in § 135 (8) AktG or § 135 (10) AktG in conjunction with § 125 (5) AktG for more details.

In addition, as service to its shareholders, the Company has nominated Dr. Florian Schmidt (Legal) and Bernhard Krebs (Corporate Office), both employees of the Company, in accordance with § 14 (3) of the Articles of Association as proxies who you can also authorise to exercise voting rights. The proxies nominated by the Company will exercise voting rights exclusively in accordance with the instructions given by the shareholder. The granting as well as any modifications of the power of attorney and the instructions to the proxies nominated by the Company can be made until **no later than 7 May 2018, 24:00 (CEST) (time of receipt)** by mail, e-mail or telefax at the address, e-mail address or telefax number set forth above under "**Registration for the Annual General Meeting**" (except for a power of attorney or instructions issued during the Annual General Meeting using the form provided at the Annual General Meeting), provided you have registered by **no later than 1 May 2018, 24:00 (CEST) (time of receipt)**. In case several statements are received, priority is given to the most recently received statement. You can also use the Online Annual General Meeting service netVote.

In the event that sub-items under an agenda item are put to the vote individually without this having been communicated prior to the Annual General Meeting, the instruction given for that entire agenda item shall be deemed the instruction given for each of the individual sub-items.

Please note that the proxies nominated by the Company cannot accept any instructions on procedural motions, whether prior to or during the Annual General Meeting. Nor will the proxies nominated by the Company accept any orders or instructions for requests to speak, to appeal against resolutions adopted by the Annual General Meeting or to ask questions or submit motions. If a shareholder or an authorised third party personally attends

the Annual General Meeting, the power of attorney and the instructions previously issued to the proxies nominated by the Company shall be deemed revoked automatically.

Procedure for postal vote

Shareholders may exercise their voting rights by postal vote – also, without attending the Annual General Meeting. Only those shareholders registered in the share register at the day of the Annual General Meeting will be entitled to exercise voting rights by postal vote, if they registered for the Annual General Meeting in due time in accordance with the requirements set forth above under "**Registration for the Annual General Meeting**". Using the reply form enclosed with the registration documents for the Annual General Meeting, votes cast by postal vote as well as modifications regarding your postal votes must be received **no later than on 7 May 2018, 24:00 (CEST) (time of receipt)** by mail, e-mail, or telefax at the address, e-mail address or telefax number set forth above under "**Registration for the Annual General Meeting**", provided you have registered by **no later than 1 May 2018, 24:00 (CEST) (time of receipt)**. In case of receipt of several statements, priority is given to the most recently received statement. In addition, you can also use the Online Annual General Meeting service netVote for casting your vote by postal vote.

If a shareholder or an authorised third party personally attends the Annual General Meeting, any previously submitted postal votes shall be deemed revoked automatically. In the event that sub-items under an agenda item are put to the vote individually without this having been communicated prior to the Annual General Meeting, a vote cast on that entire agenda item shall be deemed the vote cast on each of the individual sub-items.

Please note that you are unable – even if using the Online Annual General Meeting service netVote – to submit a postal vote for votings that may be held on counter motions or election proposals not brought forward prior to the Annual General Meeting or on other motions, including procedural motions, not notified prior to the Annual General Meeting.

Nor is it possible to bring forward prior to or during the Annual General Meeting requests to speak, questions, motions or election proposals or to lodge appeals against resolutions adopted by the Annual General Meeting via postal vote.

Authorised credit institutions, shareholders' associations and other persons or institutions specified in § 135 (8) AktG or § 135 (10) AktG in conjunction with § 125 (5) AktG may also exercise voting rights by postal vote.

Online Annual General Meeting service netVote – ordering admission cards via Internet

As a shareholder entered in the Company's share register, you can use the Internet to order admission cards for the Annual General Meeting, to issue to the proxies nominated by the Company powers of attorney and instructions for the exercise of your voting rights or to exercise your voting rights via postal vote. Detailed information in this respect is provided in the reply form enclosed with the registration documents for the Annual General Meeting, and on the Internet at www.talanx.com/agm.

Information regarding the shareholder hotline for shareholders and banks

Shareholders and credit institutions may send any questions regarding the Annual General Meeting of Talanx Aktiengesellschaft via e-mail to talnx.hv@linkmarketservices.de. In addition, a shareholder hotline will be available Monday to Friday from 8:00 to 17:00 (CEST) under the telephone number 0800 10 16 358 from Germany (for free) or +49 (0) 61 96 88 70 709 from abroad.

Further information is also available on the Internet at www.talanx.com/agm

Live webcast of the Annual General Meeting

The opening of the Annual General Meeting by the Chairman of the meeting and the presentation of the Board of Management will be broadcast live, including video and audio, via the website of Talanx Aktiengesellschaft at www.talanx.com/aggm. A video recording thereof will be available after the Annual General Meeting at the same Internet address. Oral contributions of the participants of the Annual General Meeting will not be recorded.

Number of shares and voting rights

As at the date of convocation of the Annual General Meeting, the total number of shares amounts to 252,797,634. As at the date of convocation of the Annual General Meeting, the total number of voting rights amounts to 252,797,634.

Website of the Company on which the information pursuant to § 124a AktG is available

The convocation of the Annual General Meeting, together with the information and explanations required under applicable law, is also available on the website www.talanx.com/aggm. There you can also find the additional information pursuant to § 124a AktG.

Hannover, March 2018

Talanx Aktiengesellschaft
The Board of Management

Additional Information

Information about the candidates proposed for election to the Supervisory Board under Item 6 of the Agenda



Antonia Aschendorf

Hamburg, Germany

Lawyer and Member of the Board of Management of APRAXA eG

First elected: 01.09.2011

Elected until: 08.05.2018

Personal data

Year of birth: 1963

Nationality: German

Professional career

Since 2012

APRAXA eG – Member of the Board of Management

2004 – 2011

Hamburger Feuerkasse Versicherung AG – Spokeswoman of the Management Board

Provinzial Versicherungen – Executive Management

2000 – 2004

HDI Rechtsschutz Versicherung AG – Member of the Management Board

1999 – 2000

Münchener Rückversicherungs-Gesellschaft AG – Head of the Primary Insurance section within the division Finance Equity Investments/ Real Estate

Academic background

Studied law at the University of Hamburg

Second state examination in law

Seats on legally required domestic supervisory boards

HDI Kundenservice AG¹⁾

Talanx AG²⁾

Talanx Deutschland AG¹⁾

Seats on comparable domestic or foreign control boards of commercial enterprises

Supervisory Board Hamburger Friedhöfe AöR

Supervisory Board HGV Hamburger Gesellschaft für Vermögens- und Beteiligungsmanagement mbH

¹⁾ Seat held on the supervisory board of a Group company

²⁾ Listed company



Herbert K. Haas

Burgwedel, Germany

Chairman of the Board of Management of Talanx AG (until 8 May 2018) and of HDI Haftpflichtverband der Deutschen Industrie V.a.G. (until 13 June 2018)

Personal data

Year of birth: 1954

Nationality: German

Professional career

since 2006

Talanx AG und HDI Haftpflichtverband der Deutschen Industrie V.a.G. – Chairman of the Board of Management

since 2002

Talanx AG und HDI Haftpflichtverband der Deutschen Industrie V.a.G. – Member of the Board of Management

1994

Hannover Rückversicherung AG and E+S Rückversicherung AG – Member of the Executive Board

1989

Hannover Rückversicherung AG and E+S Rückversicherung AG – Vice President Finance, Participations, Controlling, Taxes

1985

Insurance Corporation of Hannover, USA – Vice President Finance and Chief Financial Officer

1984

Hannover Rückversicherung AG –
Section Manager Subsidiaries and Strategic
Investments

1982

E+S Rückversicherung AG –
Executive Assistant to the Executive Board

1980

Federal Supervisory Office for the Insurance
Industry – Specialist in the department
"Financial Supervision of Property/Casualty
Insurers and Reinsurers"

Academic background

Studied business administration at the
Technical University of Berlin

Seats on legally required domestic supervisory boards

E+S Rückversicherung AG¹⁾ (Chair)

Hannover Rück SE^{1) 2)} (Chair)

Talanx International AG¹⁾ (Chair)
(until 8 May 2018)

Talanx Systeme AG¹⁾ (Chair) (until 8 May 2018)

HDI Haftpflichtverband der Deutschen
Industrie V.a.G.³⁾ (envisaged from 13 June 2018)

Seats on comparable domestic or foreign control boards of commercial enterprises

Advisory Board NORD/LB

¹⁾ Seat held on the supervisory board of a Group company

²⁾ Listed company

³⁾ This seat will be held on the supervisory board of a shareholder with a material participation in Talanx AG, i.e. a shareholder with an interest of more than 10% in the voting shares of Talanx AG.



Dr. Hermann Jung

Heidenheim, Germany

former member of the Board of Directors
of Voith GmbH

First elected: 06.05.2013

Elected until: 08.05.2018

Personal data

Year of birth: 1955

Nationality: German

Professional career

2000–2016

Voith GmbH – member of the Board of Directors, responsible for Finance & Controlling

1994–2000

Voith Sulzer Papiertechnik GmbH –
Managing Director, responsible for Finance &
Controlling; Managing Director Marketing &
Organisational Development

1991–1994

J. M. Voith GmbH – Section Manager
Finance & Accounting

1989–1991

Voith S. A., Brasilien – Chief Financial Officer

1988–1989

Scharmann Machine Tool Corporation, USA –
Vice President Finance

1986–1987

Voith Morden, Inc., USA –
Accounting Manager

1985–1986

J. M. Voith GmbH – Commercial trainee

Academic background

Studied commercial engineering at the Technical University of Darmstadt

Doctorate (Dr. rer. pol.)

Seats on legally required domestic supervisory boards

HDI Haftpflichtverband der Deutschen Industrie V.a.G.¹⁾

Talanx AG²⁾

Seats on comparable domestic or foreign control boards of commercial enterprises

Administrative Board
Dachser GmbH & Co. KG

¹⁾ This seat is held on the supervisory board of a shareholder with a material participation in Talanx AG, i.e. a shareholder with an interest of more than 10% in the voting shares of Talanx AG.

²⁾ Listed company



Dr. Thomas Lindner

Albstadt, Germany

Chairman of the Board of Directors and
General Partner of Groz-Beckert KG

First elected: 27.06.2003

Elected until: 08.05.2018

Personal data

Year of birth: 1951

Nationality: German

Professional career

since 1996

Groz-Beckert KG – Chairman of the Board of
Directors and General Partner of Groz-Beckert KG

since 1984

Theodor & Groz Söhne & Ernst Beckert
Nadelfabrik Commandit-Gesellschaft –
General Partner and Managing Partner

1983–1984

Management consultant with a focus on
corporate restructuring

Academic background

Studied business administration at Ludwig Maximilian University of Munich

Doctorate (Dr. rer. pol.)

Seats on legally required domestic supervisory boards

HDI Haftpflichtverband der Deutschen Industrie V.a.G.¹⁾

Talanx AG²⁾

Seats on comparable domestic or foreign control boards of commercial enterprises

Advisory Board Stuttgart Deutsche Bank AG (Chair)

Board of Trustees Carl-Zeiss-Stiftung

Regional Advisory Board Southwest Commerzbank AG

¹⁾ This seat is held on the supervisory board of a shareholder with a material participation in Talanx AG, i.e. a shareholder with an interest of more than 10% in the voting shares of Talanx AG.

²⁾ Listed company



Dirk Lohmann

Forch, Switzerland

President of the Administrative Board and
CEO of Secquaero Advisors AG

First elected: 06.05.2013

Elected until: 08.05.2018

Personal data

Year of birth: 1958

Nationality: German

Professional career

since 2007

Secquaero Advisors AG – CEO

2006

Lohmann Convergence
Capital Advisory – Director

2005–2007

Securis I Fonds – Director

2001–2005

Converium Holding AG – CEO

1997–2001

Zurich Financial Services Group –
various positions; most recently member
of the Executive Board

1980–1997

Hannover Rückversicherung AG –
various positions; most recently member
of the Executive Board

Academic background

Studied politics and economics at the University of Michigan

Studied business administration at the University of St. Gallen

- Secquaero Re Concord IC Ltd., Guernsey
- Secquaero Re Amaral IC Ltd., Guernsey
- Secquaero Re Melnik IC Ltd., Guernsey
- Secquaero Re Acolon IC Ltd., Guernsey
- Zweigelt Holdings Ltd., Guernsey

Seats on legally required domestic supervisory boards

Talanx AG ¹⁾

Seats on comparable domestic or foreign control boards of commercial enterprises

Administrative Board Secquaero Advisors AG, Zurich, Switzerland (President)

Administrative Board Schroder Investment Management (Switzerland) AG

Board of Directors:

- Ambrosia Re IC Ltd., Guernsey
- Secquaero Re (Guernsey) ICC Ltd., Guernsey
- Secquaero Re Vinyard IC Ltd., Guernsey
- Secquaero Re Regent IC Ltd., Guernsey
- Secquaero Re Rivaner IC Ltd., Guernsey
- Secquaero Re Cloudy Bay IC Ltd., Guernsey
- Secquaero Re Solaris IC Ltd., Guernsey
- Secquaero Re Arvine IC Ltd., Guernsey

¹⁾ Listed company



Dr. Erhard Schipporeit

Hannover, Germany

self-employed business consultant

First elected: 27.06.2003

Elected until: 08.05.2018

Personal data

Year of birth: 1949

Nationality: German

Professional career

since 2006

self-employed business consultant

2000 – 2006

E.ON AG – Member of the Executive Board

1997 – 2000

VIAG AG – Member of the Executive Board

1993 – 1997

Varta AG – Chief Executive Officer

1990 – 1993

Varta AG – Member of the Executive Board

Academic background

Studied business administration at the University of Göttingen

Doctorate (Dr. rer. pol.)

Seats on legally required domestic supervisory boards

innogy SE¹⁾ (Chair)

BDO AG

Deutsche Börse AG¹⁾

Fuchs Petrolub SE¹⁾

Hannover Rück SE^{1) 2)}

HDI Haftpflichtverband der Deutschen Industrie V.a.G.³⁾

RWE AG¹⁾

SAP SE¹⁾

Talanx AG¹⁾

Seats on comparable domestic or foreign control boards of commercial enterprises

none

¹⁾ Listed company

²⁾ Seat held on the supervisory board of a Group company

³⁾ This seat is held on the supervisory board of a shareholder with a material participation in Talanx AG, i.e. a shareholder with an interest of more than 10% in the voting shares of Talanx AG.



Norbert Steiner

Baunatal, Germany

former Chairman of the Board of Management
of K+S AG

First elected: 06.05.2013

Elected until: 08.05.2018

Personal data

Year of birth: 1954

Nationality: German

Professional career

2007–2017

K+S AG – Chairman of the Board of
Management

2000–2007

K+S AG – Member of the Board of
Management

1993–2000

K+S AG – Section Head Legal, Taxes
and Insurance

1988–1993

BASF AG – Head of Department Customs
and Excise

1983–1988

BASF AG – Central Department Taxes and
Customs Duties

Academic background

Studied law at the University of Heidelberg

Second state examination in law

Seats on legally required domestic supervisory boards

HDI Haftpflichtverband der Deutschen Industrie V.a.G.¹⁾

Talanx AG²⁾

Seats on comparable domestic or foreign control boards of commercial enterprises

none

¹⁾ This seat is held on the supervisory board of a shareholder with a material participation in Talanx AG, i.e. a shareholder with an interest of more than 10% in the voting shares of Talanx AG.

²⁾ Listed company



Angela Titzrath

Hamburg, Germany

Chairman of the Board of Management of Hamburger Hafen und Logistik AG

Personal data

Year of birth: 1966

Nationality: German

Professional career

since 2017

Hamburger Hafen und Logistik AG –
Chairman of the Board of Management

since 2016

Hamburger Hafen und Logistik AG –
Member of the Board of Management

2014–2016

Executive Consultant for investments
and start-ups

2012–2014

Deutsche Post AG – Member of the Executive
Board, Human Resources and Labour Director

2011–2012

Daimler AG, Business Division Buses –
Member of the Management Board, Sales
Evobus AG – Member of the Executive Board
of Directors

2005–2011

Daimler AG – Vice President Executive
Management Development

2002–2005

Mercedes-Benz Vitoria, Spain –
Member of the Management Board

2000–2002

DaimlerChrysler AG –
Divisional Head of Corporate Strategy

1999–2000

DaimlerChrysler Bank –
Managing Director;
DC Finanzdienstleistungen Europa –
Member of the Management Board;
DaimlerChrysler AG –
Leadership of the Post-Merger Integration
Team Daimler + Chrysler

1996–1999

Credit of Canada, Canada – Managing
Director, CEO;
MB Credit Corporation, USA – Member
of the Management Board;
Daimler-Benz InterServices Debis AG –
Member of the North American
Management Board

1994–1995

Daimler-Benz InterServices Debis AG –
Assistant to the Executive Board; Head of
Internal and External Communication

1991–1994

Mercedes-Benz Finanziaria S.p.A., Italy –
Head of Operations and Strategic
Management

1989–1991

Institute of Management, Ruhr University
of Bochum – Scientific Assistant

Academic background

Studied economics and Romance philology at
Ruhr University of Bochum

**Seats on legally required
domestic supervisory boards**

Evonik AG¹⁾

HDI Haftpflichtverband der Deutschen
Industrie V.a.G.²⁾ (envisaged from 13 June 2018)

**Seats on comparable domestic or foreign
control boards of commercial enterprises**

none

¹⁾ Listed company

²⁾ This seat will be held on the supervisory board of a shareholder with a material participation in Talanx AG, i.e. a shareholder with an interest of more than 10% in the voting shares of Talanx AG.

Directions

Please enter “Schillstraße” in Hannover in your navigation device because some devices do not recognise “Theodor-Heuss-Platz”.

Parking:

Schackstraße or parking garage at the HCC Hannover Congress Centrum.

From the south

Stay on the A7 motorway until the motorway junction Hannover-Süd, continue on the A37/Messeschnellweg to the exit H.-Kleefeld. Turn left, then take a right at the first set of traffic lights into Clausewitzstraße.

From the north

Stay on the A7 motorway until the motorway junction Hannover-Kirchhorst, continue on the A37/Messeschnellweg. Take the exit H.-Kleefeld and turn right, then right again at the first set of traffic lights into Clausewitzstraße.



From the east

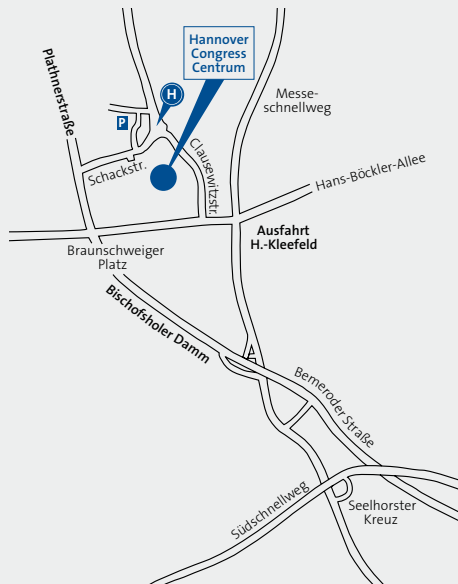
Stay on the A2 motorway via the motorway junction Hannover-Ost until you reach the motorway junction Hannover-Buchholz. Continue on the A37/ Messeschnellweg. Take the exit H.-Kleefeld and turn right, then right again at the first set of traffic lights into Clausewitzstraße.

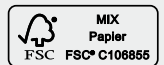
From the west

Stay on the A2 motorway until you reach the motorway junction Hannover-Buchholz, then take a right towards Hannover via the A37/Messeschnellweg. Take the exit H.-Kleefeld and turn right, then right again at the first set of traffic lights into Clausewitzstraße.

Public transport

From the central railway station take bus number 128 or 134 (direction "Peiner Straße") directly to Hannover Congress Centrum. The journey time is roughly 10 minutes. From Kröpcke you can take the suburban light rail line 11 (direction "Zoo") to Hannover Congress Centrum. The journey time is roughly 10 minutes.





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