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Hamburger Hafen und Logistik Aktiengesellschaft

Hamburg

A Shares:
ISIN DE000A0S8488
WKN A0S848

S Shares (not admitted to stock market trading)

Announcement on the Dividend and Profit Appropriation

The Annual General Meeting of Hamburger Hafen und Logistik Aktiengesellschaft passed a resolution on 10 June 2021 to distribute a dividend of EUR 0.45 from the distributable profit for the 2020 financial year in the amount of EUR 175,504,837.61 (of which the A class accounts for EUR 137,107,716.31 and the S class 38,397,121.30) to each of the 71,700,215 A Shares entitled to receive a dividend (i.e. a total of EUR 32,265,096.75) and a dividend of EUR 2.10 to each of the 2,704,500 S Shares entitled to receive a dividend (i.e. a total of EUR 5,679,450.00) and to carry forward both the residual amount of EUR 104,842,619.56 attributable to the A class and the residual amount of EUR 32,717,671.30 attributable to the S class to new account.

The dividend will be paid in cash in relation to S Shares. The A Shareholders receive a right to choose. As chosen by the A Shareholder, the dividend will be paid (i) in cash only (“Cash Dividend”), or (ii) in a cash amount sufficient to pay their tax liability in respect of the dividend payment and in the form of A Shares in the Company for the remainder of the dividend (“Scrip Dividend”), or (iii) as a Cash Dividend for part of the A Shareholder’s A Shares and as a Scrip Dividend for the other part. Details relating to dividend payment in cash and the ability of A Shareholders to opt to receive A Shares are explained in a document containing information on the number and nature of the shares and the reasons for and details of the offer (“Prospectus-Exemption Document”). This document is published on the Company website at www.hhla.de/scrip-dividend. Details of the subscription to the new A Shares are given in the subscription offer, which will be published on the Company’s website at www.hhla.de/scrip-dividend and in the *Bundesanzeiger* (German Federal Gazette) on 11 June 2021. Subscription of the new A Shares is permitted only if, at the time of making the declaration of subscription, the A Shareholder is not residing in the United States of America, Australia, Japan, Canada or in any other jurisdiction under which subscription to shares is subject to restrictions or would not be permissible, except for any exemptions that may apply under local law.

The subscription rights and the A Shares referred to herein have not been and will not be registered in accordance with the U.S. Securities Act of 1933, as amended (the “Securities Act”), or with the securities regulators of individual states or other territories of the United States of America. At no time may the subscription rights and new A

shares be offered, sold, exercised, pledged or transferred, neither directly nor indirectly, to the or within the United States of America, except to Qualified Institutional Buyers (“QIBs”) as defined in Rule 144A of the Securities Act or pursuant to an exemption from the registration requirements of the Securities Act or in such a transaction that is not covered by them, if it does not constitute a breach of applicable securities legislation in the individual states of the United States of America.

Cash dividends will be paid to Shareholders by the depository banks as from 6 July 2021. The paying agent is COMMERZBANK Aktiengesellschaft, Frankfurt am Main. Dividends in the form of new A Shares are expected to be delivered to depository banks on 8 July 2021.

Since the dividend for the 2020 financial year will be paid in full from the distributable profit (and not from the equity account relevant for tax purposes within the meaning of section 27 of the German Corporation Tax Act), the dividend is subject to regular withholding taxation – irrespective of which option an A Shareholder chooses; a deduction is made of 25% withholding tax plus 5.5% solidarity surcharge on the withholding tax (for a total of 26.375%) and, as appropriate, church tax. Part of the dividend in the amount of EUR 0.13 is therefore also distributed in cash when opting for the Scrip Dividend so as to cover the withholding tax (including the solidarity surcharge and, as appropriate, church tax to be paid by the depository bank to the tax authorities depending on the A Shareholder’s tax status. Any differential amount will be credited to the A Shareholder’s account.

Withholding tax and the solidarity surcharge and, where appropriate, church tax are not deducted for Shareholders who have submitted a “non-assessment certificate” from their tax office to their depository bank. The same applies entirely or partially to Shareholders who have submitted an “exemption order” to their depository bank, insofar as the exemption volume stated in this order has not already been exhausted by other income from capital assets. For Shareholders in Germany, the withholding tax retained, including the solidarity surcharge, may decrease taking into consideration the double taxation agreement between the Federal Republic of Germany and the relevant state and observing the statutory application deadline. Applications for tax refunds are to be submitted to the Federal Tax Office at the following address: Bundeszentralamt für Steuern, 53225 Bonn.

Hamburg, June 2021

Hamburger Hafen und Logistik Aktiengesellschaft

The Executive Board

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