

Form for absentee voting or proxy voting

This form does **not** replace proper registration for the Annual General Meeting. Please refer to the notes on the following page.

1

Person of the declarant

_____ Last name or company*

_____ Number of shares*

_____ First name*

_____ Admission ticket no.*

_____ Zip code/city*

*Mandatory fields (Please refer to the admission ticket to the Annual General Meeting, which will be sent to you after proper registration).

2

Voting (absentee ballot or issuance of instructions)

Absentee ballot

I/We exercise my/our voting rights at the Annual General Meeting of HeidelbergCement AG on May 11, 2023 by absentee ballot as indicated below.

Proxy and instructions to the proxies of the Company

I/We hereby authorize the proxies appointed by HeidelbergCement AG (Dr. Norbert Boese and Mr. Boris Roth, both with the business address in 69120 Heidelberg, Berliner Str. 6) each individually and with the right to sub-authorization to exercise the voting rights for me/us without disclosure of the name(s) as indicated below.

Proposed resolutions according to the Federal Gazette

	Yes	No	Abstain	Yes	No	Abstain
2. Resolution on the appropriation of the balance sheet profit for the 2022 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
3. Resolution on the discharge of the Managing Board for the 2022 financial year				Yes	No	Abstain
3.1 Dr. Dominik von Achten	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3.6 Dr. Nicola Kimm	<input type="checkbox"/>	<input type="checkbox"/>
3.2 René Aldach	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3.7 Dennis Lentz	<input type="checkbox"/>	<input type="checkbox"/>
3.3 Kevin Gluskie	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3.8 Jon Morrish	<input type="checkbox"/>	<input type="checkbox"/>
3.4 Hakan Gurdal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3.9 Chris Ward	<input type="checkbox"/>	<input type="checkbox"/>
3.5 Ernest Jelito	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
4. Resolution on the discharge of the Supervisory Board for the 2022 financial year				Yes	No	Abstain
4.1 Fritz-Jürgen Heckmann	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.8 Luka Mucic	<input type="checkbox"/>	<input type="checkbox"/>
4.2 Dr. Bernd Scheifele	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.9 Dr. Ines Ploss	<input type="checkbox"/>	<input type="checkbox"/>
4.3 Heinz Schmitt	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.10 Peter Riedel	<input type="checkbox"/>	<input type="checkbox"/>
4.4 Barbara Breuninger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.11 Werner Schraeder	<input type="checkbox"/>	<input type="checkbox"/>
4.5 Birgit Jochens	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.12 Margret Suckale	<input type="checkbox"/>	<input type="checkbox"/>
4.6 Ludwig Merckle	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.13 Dr. Sopna Sury	<input type="checkbox"/>	<input type="checkbox"/>
4.7 Tobias Merckle	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4.14 Univ.-Prof. Dr. Marion Weissenberger-Eibl ...	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the appointment of the auditor for the 2023 financial year.....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
6. Resolution on the approval of the remuneration report for the 2022 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
7. Resolution on the approval of the amendment of the existing domination and profit and loss transfer agreement between HeidelbergCement AG and HeidelbergCement International Holding GmbH	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
8. Resolution on the amendment of article 1 of the Articles of Association (Company Name)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
9. Resolution on the amendment of article 12 para. 2 of the Articles of Association (Supervisory Board remuneration) on the remuneration of the members of the Sustainability and Innovation Committee, including the remuneration system for the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
10. Resolution on the amendment of article 16 of the Articles of Association (General Meeting) on the authorisation to hold future virtual general meetings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
11. Resolution on the amendment of article 16 of the Articles of Association (General Meeting) on allowing members of the Supervisory Board to attend virtual general meetings via video and audio transmission	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
12. Resolution on the authorisation to acquire and use treasury shares pursuant to section 71 para. 1 no. 8 of the German Stock Corporation Act with the possible exclusion of subscription rights and any right to sell shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
13. Resolution on the authorisation to use derivatives in the course of acquiring treasury shares with the possible exclusion of subscription rights and any right to sell shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
14. Resolution on the granting of a new authorisation to issue warrant bonds, convertible bonds or participating bonds with authorisation to exclude subscription rights, the cancellation of the Conditional Capital 2018, as well as the creation of new Conditional Capital 2023 and the corresponding amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			

Signature(s) or other completion of the declaration

3

Power of attorney to a third party

I/We authorize the person named below, revoking any powers of attorney already granted at an earlier date. The authorization is granted with disclosure of the name(s) and covers the exercise of all shareholder rights, including voting rights and the right to sub-proxy. I/We have expressly drawn the attention of the authorized person to the statements on data protection and the disclosure of personal data.

Last name or company of the authorized person

City or registered office of the authorized person

Signature(s) or other completion of the declaration

Notes

This form can only be taken into account if it can be clearly assigned to a registration that has already been duly completed. If assignment is not possible due to missing or incorrect registration or incomplete or illegible information on this form, voting rights cannot be exercised by postal vote or by proxies of the Company, the rights relating to the Annual General Meeting cannot be exercised respectively.

Please note the information in the notice of the Annual General Meeting regarding timely registration and the exercise of voting rights at the Annual General Meeting.

For details on the handling of personal data and rights under the EU General Data Protection Regulation (GDPR), please refer to the Company's website at <https://www.heidelbergmaterials.com/en/annual-general-meeting-2023>

1

Person of the declarant

Please fill in section 1 completely and legibly. The required information on the person making the declaration can be found on your admission ticket, which will be sent to you after proper registration.

2

Voting (absentee ballot or issuance of instructions)

You can use this form under section 2 to exercise your voting rights by postal vote or have them exercised by proxies of the Company.

If you do not make a mark, this will be counted as an abstention. Double marks will be counted as invalid. If there are individual votes on combined resolution proposals under an agenda item, your voting rights will apply accordingly to the individual resolution proposals. The Company's proxies may only exercise voting rights on your behalf in accordance with your instructions. The proxies of the Company will not carry out any other instructions.

Please send the completed form to the following address, observing the deadlines and postal delivery times stated in the notice of meeting:

HeidelbergCement AG
c/o Computershare Operations Center
80249 Munich
Germany

Email: anmeldestelle@computershare.de

Counter motions and election proposals from shareholders that are to be made accessible will be published on the Company's website at <https://www.heidelbergmaterials.com/en/annual-general-meeting-2023>. You can join a counter-motion aimed exclusively at rejecting a proposed resolution by voting against the management proposal. In the absence of express instructions, the Company's proxies cannot vote on more far-reaching motions, such as substantive counter motions or procedural motions. In this case, the Company proxies will abstain from voting.

Please note the further instructions in the notice of meeting.

3

Power of attorney to a third party

If you wish to authorize a third party, you may use section 3 of this form for this purpose.

When granting the power of attorney, its revocation and the proof of authorization vis-à-vis the Company the completed form can be sent to the above address.