

INFORMATION

VIRTUAL
ANNUAL
GENERAL
MEETING

2020

TRATON
G R O U P

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Information

Information on the virtual
Annual General Meeting
of TRATON SE
at 10 a.m. on Wednesday,
September 23, 2020,
in 80995 Munich, Germany

Convenience translation. This translation is a working translation only. Legally binding and relevant is solely the German version.

Dear Shareholder,

Thank you for your interest in our 2020 Annual General Meeting. Together with this brochure, you will receive your access card. Among other things, the access card contains your individual registration data, which you or your authorized representatives can use to access the Company's Shareholder Portal.

This document includes important information regarding the organization of the Annual General Meeting as a virtual General Meeting, the webcast of the virtual General Meeting, the Shareholder Portal, the options to have your voting rights exercised by the proxies appointed by the Company, absentee voting, representation by an authorized third party, options to ask questions and register objections, as well as other additional information and information on data protection. To ensure that the virtual General Meeting runs smoothly and that votes are exercised properly, we ask that you take note of the information that follows and the additional information contained in the meeting notice.

1. Conducting the Annual General Meeting as a virtual General Meeting

The *Gesetz über Maßnahmen im Gesellschafts-, Genossenschafts-, Vereins-, Stiftungs- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie (C19-AuswBekG* — German Act on Measures in Corporate, Co-operative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID-19 Pandemic), which entered into force on March 28, 2020, opens up the possibility of holding annual general meetings in 2020 without the physical presence of shareholders or their authorized representatives (virtual General Meeting). In view of the COVID-19 pandemic that is set to last for an undetermined period of time, the rules of conduct adopted in this respect by the Bavarian State Ministry for Health and Care and the objective of avoiding health risks for shareholders, internal and external employees, and the Company's Board members, the Executive Board of TRATON SE has decided, with the approval of the Supervisory Board, to make use of the possibility to hold a virtual General Meeting.

This means that you or your authorized representatives are unable to physically take part in the Annual General Meeting of TRATON SE on September 23, 2020. From 10.00 hrs. on September 23, 2020, the Annual General Meeting will be broadcast live in full to duly registered shareholders or their authorized representatives in video and audio via the Company's Shareholder Portal at

www.traton.com/aggm.

Other interested members of the public can also follow the opening by the chair of the meeting and the speech of the Executive Board live on the Internet. A recording of the opening by the chair of the meeting and the speech of the Executive Board, but not the entire Annual General Meeting,

will be available on the same website after the Annual General Meeting is over.

2. Requirements for connection to the virtual General Meeting

You are entitled to connect to the Annual General Meeting (via the Shareholder Portal) if you have registered as a shareholder of the Company and submitted special proof of shareholding to the Company, which is issued by your custodian credit institution. You can find further information on registration in the information for shareholders, which is available in the invitation to the Annual General Meeting after the proposed resolutions.

As a duly registered shareholder, you will be issued with and sent an access card instead of the usual admission ticket. Among other things, the access card contains your individual registration data (access number and access code), which you or your authorized representatives can use to access the Company's Shareholder Portal. The Company's Shareholder Portal can be accessed online at:

www.traton.com/aggm

3. Information on accessing and using the Shareholder Portal

The Company offers shareholders that have registered for the Annual General Meeting by the required deadline the option to use a Shareholder Portal. This Shareholder Portal is available from September 2, 2020 (**record date**) until the end of the Annual General Meeting on September 23, 2020. The corresponding link to the Shareholder Portal can be found online at

www.traton.com/aggm

The access card contains your individual registration data (access number and access code) enabling you to do so. If you have received several access cards and wish to exercise your voting rights for each of them using the Shareholder Portal, please restart the Shareholder Portal for each card.

After they have agreed to the terms of use, shareholders can use this registration data to follow the Annual General Meeting live in full from 10.00 hrs. (CEST) on September 23, 2020, via video and audio transmission using the Shareholder Portal. Shareholders can also use the Shareholder Portal to authorize a third party or confer authority upon and issue instructions to the proxies of the Company, as well as to revoke or change authorization that has already been conferred or instructions that have already been issued until the commencement of voting on the day of the Annual General Meeting on September 23, 2020. Shareholders can also submit their votes by means of absentee voting using the Shareholder Portal until the commencement of voting on the day of the Annual General Meeting on September 23, 2020. Shareholders have the option to revoke or change any votes previously cast via the Shareholder Portal until the commencement of voting on the day of the Annual General Meeting on September 23, 2020. Please note that you can also submit questions or register objections to the minutes in preparation to or within the framework of the virtual General Meeting using the Shareholder Portal (in this respect, see further explanations under sections 7.c) and 7.d)).

4. Exercising voting rights by means of (electronic) absentee voting

Duly registered shareholders can cast their votes in text form as defined by section 126b of the *Bürgerliches Gesetzbuch* (BGB — German Civil Code) or by means of electronic communication (absentee voting).

The Shareholder Portal or the absentee voting form included on the access card are available for votes cast by means of absentee voting. The corresponding form is also available to download from the Company's website at www.traton.com/aggm.

In the event that the Company receives within the legally prescribed period any motions from shareholders that are required to be made public, these will be published on the Company's website at www.traton.com/aggm. You also have the possibility to exercise your voting rights with respect to these motions during the Annual General Meeting using the Shareholder Portal.

Please note that only one vote may be cast for each resolution item. Where you do not provide an indication of your vote on the individual agenda items by means of absentee voting, or do not do so clearly, your votes on these agenda items cannot be considered valid.

Votes submitted by means of the absentee voting form must be received by the Company at the following address by 24.00 hrs. (CEST) on September 22, 2020, at the latest (by post using the postage-paid envelope):

TRATON SE
c/o Computershare Deutschland GmbH & Co. KG
Computershare Operations Center
80249 Munich, Germany
Fax: +49 89 30903-74675
E-mail: anmeldestelle@computershare.de

Votes cast by absentee voting that cannot be assigned to a proper registration without any doubt will not be considered.

Absentee votes may also be cast via the Shareholder Portal until the commencement of voting on the day of the

Annual General Meeting on September 23, 2020. Any votes previously cast by means of absentee voting can also be revoked or changed until this date via the Shareholder Portal. This also applies to votes cast using the absentee voting form. Please also read the information under section 7.e) in this respect.

Authorized representatives can also make use of absentee voting. This does not affect the regulations on conferring, revoking, and evidencing authorization.

5. Representation by proxies appointed by TRATON SE

Should you not wish to submit your votes by means of absentee voting, you have the option to have your voting rights exercised in accordance with your instructions in the virtual General Meeting by the proxies appointed by the Company for this purpose. We have named two individuals (Mr. Rolf Woller and Mr. Alexander Buschmann), both employees of TRATON SE, to act as proxies, each of whom has the authority to delegate their authority to another person. Your authority only authorizes these proxies to vote on your behalf after being issued with specific instructions for the individual items on the agenda. The proxies must vote as you instruct.

Our Company-designated proxies can only represent your voting rights if you have issued instructions for at least one item on the agenda or one countermotion, regardless of whether they have been authorized. Missing or ambiguous instructions for individual agenda items or countermotions will be considered as abstentions.

In the event that the Company receives within the legally prescribed period any motions from shareholders that are required to be made public, these will be published on the

Company's website at www.traton.com/agm. You can also issue instructions on exercising your voting rights on these motions during the Annual General Meeting using the Shareholder Portal.

Proxies cannot be authorized to pose questions or to bring motions in the Annual General Meeting.

It is possible to confer authority with instructions for the proxies prior to the Annual General Meeting using the authorization form printed on the front page of the access card. The corresponding form is also available to download from the Company's website at www.traton.com/agm.

For organizational reasons, the authorization of the proxies and the issuing of instructions to them in advance of the Annual General Meeting by means of the authorization and instruction form must be received by the Company by September 22, 2020 (24.00 hrs. (CEST)) (date of receipt). The authorization and instructions issued to the proxies appointed by the Company by means of the authorization and instruction form shall be sent exclusively to the following address (by post using the postage-paid envelope enclosed):

TRATON SE
c/o Computershare Deutschland GmbH & Co. KG
Computershare Operations Center
80249 Munich, Germany
Fax: +49 89 30903-74675
E-mail: anmeldestelle@computershare.de

Please bear in mind that mail delivery times are out of our control.

Authorization and instructions to the proxies appointed by the Company can also be issued, changed, or revoked electronically via the Shareholder Portal of the Company

until the commencement of voting on the day of the Annual General Meeting on September 23, 2020. In this respect, please also note the information under section 3. and further information under section 7.e).

6. Representation by an authorized third party

Shareholders can also have their meeting-related shareholder rights and/or their voting rights exercised by other authorized representatives, e.g., a credit institution, a shareholders' association, a proxy advisor, or any other authorized third party. In these cases as well, each shareholder is required to register in good time and furnish proof of shareholding as of the record date. Authorized third parties may in turn exercise the voting rights by absentee voting or by authorization and instructions to the proxies of the Company (see above).

Granting, amendment, and revocation of authorization, and proof of such authorization to TRATON SE must be made in text form (as defined by section 126b of the BGB unless authority is conferred under section 135 of the *Aktengesetz* (AktG — German Stock Corporation Act)).

Distinctions generally need to be observed when authorizing persons to exercise voting rights under section 135 of the AktG (authorization granted to intermediaries, proxy advisors, shareholders' associations, or other professional agents). Shareholders intending to authorize a proxy for the exercise of voting rights in accordance with section 135 of the AktG are asked to obtain information on any distinctions in conferment of authority from the party to be authorized in the respective case and to coordinate with such party.

If more than one person is authorized, the Company may disallow one or more of them pursuant to section 134 (3) sentence 2 of the AktG.

Without prejudice to other legally permissible forms of conferring authority, any other third party may be authorized in the following ways, in particular:

a) Granting authorization via the Shareholder Portal

Authorization can be granted, amended, or revoked electronically using the Company's password-protected Shareholder Portal until the commencement of voting on the day of the Annual General Meeting. Please also read the information under section 3. in this respect.

b) Granting authorization via the access card

You can also use the authorization form that we provide on the back of the access card. The authorization form also provides for subdelegation.

Please also consult your representative to check whether he/she is actually prepared to represent you.

The authorization vis-à-vis the Company or proof of authorization issued to the Company must be sent to the Company at the following address:

TRATON SE
c/o Computershare Deutschland GmbH & Co. KG
Computershare Operations Center
80249 Munich, Germany
Fax: +49 89 30903-74675
E-mail: anmeldestelle@computershare.de

If the granting or proof of an authorization or its amendment or revocation by means of a declaration to the

Company is made by post, for organizational reasons it must be received by the Company by September 22, 2020, 24.00 hrs. (CEST) (date of receipt). Transmission to the Company by e-mail or fax is also still possible until the commencement of voting on the day of the Annual General Meeting on September 23, 2020.

The exercise of rights by an authorized representative and the connection via the Shareholder Portal require that the authorized representative receive the individual registration data sent with the access card from the person granting the authorization. Proof of authorization to the Company is required in this case as well. Proof of authorization must be submitted to the Company in the manner described above.

7. Additional information

a) Countermotions and nominations from shareholders

Motions from shareholders that have to be published (countermotions) for our Annual General Meeting's agenda and nominations that have been received by us within the stipulated period can be consulted on our website at www.traton.com/agm. The Company will treat countermotions and nominations from duly registered shareholders to be made accessible in accordance with sections 126, 127 of the AktG in the context of the virtual General Meeting as if they had been submitted in the Annual General Meeting. This also applies to countermotions to agenda items that have been added to the agenda at the request of a minority of shareholders in accordance with section 122 (2) of the AktG on the basis of admissible extension requests to the agenda that were submitted in good time.

b) Documents to be made available

Documents that are to be made available in connection with the Annual General Meeting are published on our website at www.traton.com/agm.

c) Possibility for shareholders to ask questions by means of electronic communication

In a virtual General Meeting, shareholders may only ask questions by way of electronic communication (section 1 (2) sentence 1 no. 3 of the C19-AuswBekG). The Executive Board may stipulate that questions must be submitted at least two days before the Annual General Meeting. The Executive Board of TRATON SE has made use of this option with the approval of the Supervisory Board. Pursuant to section 1 (2) sentence 2 of the C19-AuswBekG, the Executive Board decides on the answering of the questions at its own discretion, exercising all due care and diligence.

Duly Registered Shareholders can submit questions via the Company's Shareholder Portal accessible at www.traton.com/agm by no later than two days prior to the Annual General Meeting, i.e., by the end of September 20, 2020, 24.00 hrs. (CEST). It is not possible to submit questions by other means. Questions can no longer be submitted after the expiry of the aforementioned deadline.

We would like to remind shareholders that the shareholder submitting the question may also be named when that question is answered unless he/she explicitly objects to this when asking the question.

d) Registering objections to the minutes

Duly registered shareholders who have exercised their voting rights themselves or by granting authorization may register their objections to any resolutions of the Annual

General Meeting to the notary's minutes electronically via the Company's Shareholder Portal, accessible at www.traton.com/agm, from the beginning of the Annual General Meeting until its closing by the chair of the meeting on September 23, 2020.

e) Further information on absentee voting and representation by the proxies of the Company

If, in respect of the same shareholding, the proxies receive several authorizations and instructions or if they receive them in different ways of transmission, then the authorization most recently received in due form is considered as binding with its relevant instructions. If differing declarations are received through different ways of transmission and it cannot be determined which of them was issued most recently, such declarations will be taken into consideration in the following order: 1. via the password-protected Shareholder Portal, 2. by e-mail, 3. by fax, and 4. in paper format. If authorizations are not granted in due form, the proxies will not represent the votes in the Annual General Meeting.

If, in respect of the same shareholding, the Company has received absentee voting in addition to an authorization having been granted and instructions having been issued to the proxies appointed by the Company, the absentee voting will always be considered to have priority; accordingly, the proxies will not make use of the authorization granted to them in this regard and will not represent the relevant shares.

If, in respect of the same shareholding, the Company receives several votes by absentee voting or if it receives them in different ways of transmission, then the absentee vote most recently received in due form is considered as binding. If differing declarations are received through different ways of transmission and it cannot be determined

which of them was issued most recently, such declarations will be taken into consideration in the following order: 1. via the password-protected Shareholder Portal, 2. by e-mail, 3. by fax, and 4. in paper format. If votes cast by absentee voting are not cast in due form, they are not considered valid.

8. Data protection

When registering for the virtual General Meeting, granting an authorization, using the Shareholder Portal, and connecting to the virtual General Meeting, TRATON SE, Dachauer Str. 641, 80995 Munich, Germany, as the controller within the meaning of Article 4 no. 7 of the General Data Protection Regulation (GDPR), processes shareholders' personal data (e.g., surname and first name, address, e-mail address, number of shares, class of shares, type of ownership of the shares, and number of the access card) and, if applicable, personal data of the shareholder representatives in order to enable shareholders or shareholder representatives to connect to and exercise their rights in connection with the virtual General Meeting. The processing of personal data is necessary for the connection to the virtual General Meeting of TRATON SE. The legal basis for processing is point c) of sentence 1 of Article 6(1) of the GDPR in conjunction with sections 118ff. of the AktG. As a rule, TRATON SE either receives the shareholders' personal data from the shareholders themselves or from the bank that the shareholders have commissioned to hold their shares for safekeeping (so-called custodian bank) via the registration office (*Anmeldestelle*).

The service providers commissioned by TRATON SE to organize the virtual General Meeting only process the shareholders' and the shareholder representatives' personal data as instructed by TRATON SE and to the extent that this is required in order for the commissioned services

to be rendered. Order processing contracts have been concluded with these service providers in accordance with Article 28 of the GDPR. All TRATON SE employees and any employees of the commissioned service providers that have access to and/or process the shareholders' and shareholder representatives' personal data are obliged to treat said data as confidential.

TRATON SE shall erase the shareholders' and the shareholder representatives' personal data in compliance with statutory regulations, especially if the personal data in question is no longer required for the purpose for which it was originally collected or processed or no longer required in connection with any administrative or court proceedings, and if no statutory retention periods apply.

Subject to statutory requirements, the shareholders and shareholder representatives, as data subjects, have a right to access their personal data that is processed, to request the correction or erasure of their personal data or to restrict its processing as well as to request that data be transferred to themselves or to a third party designated by them. The data subjects shall also be entitled to file a complaint with the supervisory authorities. In the event that personal data is processed on the basis of point f) of sentence 1 of Article 6(1) of the GDPR, the data subjects also have a right to object to the processing of their data. In particular, the following e-mail address is available to data subjects for asserting these rights: dataprotection@traton.com.

Further information on the handling of your personal data in connection with the virtual General Meeting and on your rights under the GDPR can be accessed at any time on the Company's website at www.traton.com/agm or be requested from the following address:

TRATON SE
Dachauer Str. 641
80995 Munich, Germany
E-mail: dataprotection@traton.com

Should shareholders and shareholder representatives have general comments or questions about the processing of personal data, they can contact the data protection officer of TRATON SE at:

TRATON SE – Datenschutzbeauftragter
Dachauer Str. 641
80995 Munich, Germany

Yours sincerely,

TRATON SE
The Executive Board

TRATON SE

Dachauer Straße 641

80995 Munich

Germany

www.traton.com/agm

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