

Convenience translation

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

**Annual General Meeting of TeamViewer AG on 29 May 2020
(virtual general meeting)**

Notes to our shareholders on the virtual Annual General Meeting

1. Implementation of the Annual General Meeting as a Virtual General Meeting

The Act on Measures in Company, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID 19 Pandemic (**C19-AuswBekG**), which came into force on 28 March 2020, opens up the possibility of holding ordinary general meetings in 2020 without the physical presence of shareholders or their proxies (**virtual general meeting**). In view of the COVID-19 pandemic that is set to last for an undetermined time, the rules of conduct adopted in this respect by the State of Baden-Württemberg and the objective of avoiding health risks for shareholders, internal and external employees and members of the company's executive bodies, the Management Board of TeamViewer AG has decided, with the consent of the Supervisory Board, to make use of the possibility of holding a virtual general meeting.

You, as a shareholder, and your proxies can therefore not physically participate in the Annual General Meeting of TeamViewer AG on **29 May 2020**. The entire meeting is broadcast under the Internet address

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>

for duly registered shareholders and their proxies via the Company's online portal (**AGM Portal**) in audio and video.

2. Requirements for the connection to the virtual Annual General Meeting

You are entitled to be connected (via the AGM Portal) to the Annual General Meeting if you register with the Company as a shareholder and submit to the Company a specific proof of your shareholding issued by the depository bank. For further information on registration, please refer to the shareholder information provided in the convening notice to the Annual General Meeting, in the section following the proposed resolutions.

As a duly registered shareholder, you will be sent a voting card with further information on exercising your right to vote instead of the conventional admission ticket. Among other things, the voting card contains your individual access data with which you or your proxies can use the Company's AGM Portal. The Company's AGM Portal can be accessed at the following Internet address:

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>.



3. Exercise of shareholder rights, in particular voting rights within the framework of the virtual Annual General Meeting

The exercise of your shareholder rights, in particular your voting rights, requires that you register with the Company and that you submit to the Company a specific proof of your shareholding issued by the depositary bank. For further information on registration, please refer to the shareholder information provided in the convening notice to the Annual General Meeting in the section following the proposed resolutions.

You may exercise your voting rights in text form or by means of electronic communication (absentee voting) or by authorizing the proxies of the Company. You can also authorize a third party.

4. AGM Portal

The company offers shareholders who have registered for the Annual General Meeting the possibility of an AGM Portal. Use of the AGM Portal will be available from 8 May 2020 until the end of the Annual General Meeting. The corresponding link to the AGM Portal can be found on the website at

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>.

The voting card contains the individual access data for the AGM Portal. If you have received several voting cards, please note that you have also received access data for the AGM Portal for all these voting cards.

With this data you can cast your vote by postal vote via the AGM Portal until the start of voting on the day of the Annual General Meeting. Votes cast can also be revoked or changed on the AGM Portal until the start of voting on the day of the Annual General Meeting. You can also use the AGM Portal to authorize a third party or issue power of attorney and instructions to the proxies of the Company or revoke or change the power of attorney or revoke or change the instructions issued until the start of voting on the day of the Annual General Meeting. Please note that in preparation for or during the virtual Annual General Meeting you can also submit questions or raise objections for the minutes via the AGM Portal (see the further explanations under 8. and 9.).

After logging in to the AGM Portal, the various options for exercising your rights appear in the form of buttons and menus on the user interface of the AGM Portal and you will receive more detailed explanations for the respective options.

5. Exercise of voting rights by absentee voting

Duly registered shareholders may cast their votes in text form or by means of electronic communication (absentee voting).

Prior to the Annual General Meeting, you can use the absentee voting form sent with the voting card. The corresponding form can be requested by post at TeamViewer AG, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany, or by e-mail to



inhaberaktien@linkmarketservices.de. It is also available for download on the company's website at

<https://ir.teamviewer.com/websites/teamviewer/German/4600/hauptversammlung.html>

Votes cast by means of the absentee voting form must be cast by **28 May 2020 (24.00 hrs (CEST))** at the latest (date of receipt) must be received by the company at the following address:

TeamViewer AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
e-mail: inhaberaktien@linkmarketservices.de

Absentee voting that cannot be assigned to a proper registration free of doubt will not be considered.

Before and during the Annual General Meeting, you may also exercise your voting rights by means of (electronic) absentee voting using the Internet address

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>

using the Company's password-protected AGM Portal. Electronic absentee voting via the AGM Portal will be possible from 8 May 2020 until the start of voting on the day of the Annual General Meeting. For this purpose, the "*Briefwahl*" (absentee voting) button is provided in the AGM Portal.

You can also use the AGM Portal during the Annual General Meeting to change or revoke any votes previously cast by absentee voting until the start of voting. This also applies to votes cast using the absentee voting form.

If no explicit or unambiguous vote is cast in an absentee voting on an agenda item, this will be considered as an abstention for this agenda item.

If the Company receives several votes by absentee voting for one and the same shareholding, or if it receives them by different means of transmission, the last formally valid vote by absentee voting cast shall be deemed binding. If different votes are received by different means of transmission and it is not possible to determine which was last submitted, they will be considered in the following order: 1. via the AGM Portal, 2. by e-mail, 3. in paper form. Votes cast by absentee voting shall be invalid if they are not formally submitted.

Further instructions on absentee voting are included on the voting card sent to shareholders who have duly registered.

6. Exercising Voting Rights by Issuing Authorizations and Instructions to the Company's Proxies

As a service, we offer our shareholders the opportunity to authorize proxies appointed by the Company and bound by instructions to exercise their voting rights at the Annual General Meeting. If proxies nominated by the Company are authorized, they must in any case be given instructions on



the individual agenda items or on the counter-motions and election proposals for exercising voting rights that are made accessible prior to the Annual General Meeting. The proxies are obliged to vote in accordance with the instructions. Without such express instructions, the proxies will not exercise the voting right.

The granting of the authorization, the issuing of instructions and their amendment as well as the revocation of the authorization to the proxies must be made in text form (§ 126b German Civil Code, *BGB*); they can only be issued in the ways described below:

Prior to the Annual General Meeting, it is possible to issue an authorization with instructions to the proxies using the authorization and instructions form which the shareholders receive together with the voting card for the Annual General Meeting. The corresponding form can be requested by post at TeamViewer AG, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany, or by e-mail to inhaberaktien@linkmarketservices.de. It is also available for download on the company's website at

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>.

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 should be completed by **28 May 2020 (24:00 hours (CEST))** (date of receipt). The authorization and instruction of the proxies appointed by the Company using the authorization and instruction form must be sent exclusively to the following address:

TeamViewer AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
e-mail: inhaberaktien@linkmarketservices.de

Authorizations and instructions to the proxies appointed by the Company can also be issued, changed or revoked electronically via the Company's password-protected AGM Portal until the start of voting on the day of the Annual General Meeting. The "*Vollmacht und Weisungen*" (authorization and instructions) button on the AGM Portal is provided for this purpose.

If the proxies receive several authorizations and instructions for one and the same shareholding or if they receive them by different means of transmission, the most recently issued formally valid authorization with the corresponding instructions is considered binding. If different declarations are received via different transmission channels and it is not possible to determine which was last issued, they will be considered in the following order: 1. via the AGM Portal, 2. by e-mail, and 3. in paper form. In the case of authorizations and / or instructions granted in a formally deficient manner, the proxies appointed by the Company will not represent the votes at the Annual General Meeting. Insofar as votes via absentee voting are present in addition to the authorization and instructions to the proxies appointed by the Company, the votes via absentee voting are always considered to have priority; the proxies appointed by the Company will therefore not make use of an authorization granted to them and will not represent the shares in question.

Further instructions on granting authorization and issuing instructions to the proxies appointed by the Company are included on the voting card sent to duly registered shareholders.

7. Authorization of Third Parties to Exercise Voting and Other Rights

Shareholders may have their voting rights and other rights exercised by proxies, for example by a bank, a shareholders' association, a voting rights advisor or any other authorized third party, after granting the appropriate authorization. Also in these cases, timely registration for the Annual General Meeting and proof of shareholding are required in accordance with the above provisions. Authorized third parties may exercise the voting right in a similar manner by absentee voting or by granting authorization and instructions to the proxies of the Company (see above). If the shareholder authorizes more than one person, the Company may reject one or more of them pursuant to Section 134 para. 3 sentence 2 German Stock Corporation Act (*AktG*).

Pursuant to Section 134 para. 3 sentence 3 German Stock Corporation Act (*AktG*), Section 18 para. 2 of the Articles of Association, the granting of the authorization, its revocation and the proof of authorization to the Company require text form (Section 126b German Civil Code, *BGB*) if no power of attorney is granted in accordance with Section 135 German Stock Corporation Act (*AktG*). Please note that, typically, special requirements may apply when granting an authorization to exercise voting rights in accordance with section 135 German Stock Corporation Act (*AktG*) (granting of power of attorney to intermediaries, proxy advisors, shareholders' associations, or other persons acting in a businesslike manner). Shareholders who wish to grant a proxy to exercise voting rights in accordance with section 135 German Stock Corporation Act (*AktG*) are kindly requested to enquire about any special requirements of granting a proxy from the respective proxies and to coordinate with them.

The authorization may be issued to the authorized party or to the Company. Proof of a granted authorization can be furnished by the authorized party sending the proof (e.g. the original or a copy of the authorization) by mail or e-mail to

TeamViewer AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
e-mail: inhaberaktien@linkmarketservices.de

The aforementioned means of transmission are also available if the authorization is to be granted by declaration to the Company; in this case, separate proof of the granting of the authorization is not required. The revocation of an authorization already granted may also be declared directly to the Company using the aforementioned means of transmission.

If the granting or proof of an authorization or its revocation by means of a declaration to the Company is made by post, for organizational reasons it must be received by the Company by **28 May 2020, 24:00 hours** (date of receipt). Transmission to the Company by e-mail is still possible until the start of voting on the day of the Annual General Meeting.

Shareholders who wish to authorize a representative are kindly requested to use the form provided by the Company for this purpose. It will be sent to the duly registered shareholders together with the voting card and can be requested by post at TeamViewer AG, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany, or by e-mail to



inhaberaktien@linkmarketservices.de. In addition, a form can also be downloaded from the Company's website at

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>.

Authorization can also be issued or revoked electronically via the Company's password-protected AGM Portal until the start of voting on the day of the Annual General Meeting. For this purpose, the "*Vollmacht an Dritte*" (Authorization to third parties) button is provided in the AGM Portal.

The exercise of rights by an authorized representative and the connection via the AGM Portal requires that the representative receives the access data sent with the voting card from the shareholder granting the authorization. Also in this case, proof of authorization must be provided to the Company. The proof of authorization must be sent to the Company in the manner described above.

Banks, shareholders' associations, proxy advisors and other intermediaries or persons of equal standing pursuant to Section 135 German Stock Corporation Act (*AktG*) who represent multiple shareholders are recommended to notify the exercise of voting rights in this manner in advance of the Annual General Meeting at the following address:

TeamViewer AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
e-mail: inhaberaktien@linkmarketservices.de

Further instructions on granting authorization to third parties are included on the voting card sent to shareholders who have duly registered.

8. Possibility for shareholders to ask questions

Duly registered shareholders have the possibility to ask questions via electronic communication. Any questions must be submitted at the latest two days before the Annual General Meeting, i.e. by the end of **26 May 2020, 24:00 hours (CEST)**, via the Company's AGM Portal accessible under

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>.

The "*Fragen einreichen*" (submit questions) button on the AGM Portal is provided for this purpose. It is not possible to submit questions by any other means of transmission.

Questions may not be submitted after the above deadline. Generally, it is planned to disclose the name of the shareholder posing the question when answering the questions. Please also note the more detailed explanations on shareholder rights and data protection which are provided in the convening notice to the Annual General Meeting in the section following the proposed resolutions. You will also find information on this subject at the Internet address

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>.



9. Lodging of objections to the minutes

If you have exercised your voting rights by means of electronic communication or by granting an authorization, you may lodge objections against resolutions of the general meeting by electronic means to the notary's minutes from the beginning to the end of the Annual General Meeting via the Company's AGM Portal accessible under

<https://ir.teamviewer.com/websites/teamviewer/English/4600/annual-general-meeting.html>.

For this purpose, the "*Widerspruch einlegen*" (lodge an objection) button is provided in the AGM Portal.