

## **Data Privacy Notice for shareholders and for authorised representatives of shareholders with regard to data processing for purposes of the virtual general meeting of Zalando SE**

Protecting your personal data and processing it in compliance with the law is a matter of high priority for us. For this reason, we would like to inform you herewith about the processing of your personal data by Zalando SE with regard to the preparation, conduct and follow-up of the virtual general meeting and your rights under the data protection provisions set out in the General Data Protection Regulation (**GDPR**) and the German Federal Data Protection Act (*Bundesdatenschutzgesetz* - **BDSG**).

We will conduct the general meeting in 2021 as an assembly without presence using means of remote communication (virtual general meeting) with the possibility of following the virtual general meeting and exercising voting rights by means of electronic connection (Connection). Shareholders and their authorised representatives can therefore not physically participate in the general meeting. However, they can follow the entire general meeting by video and audio transmission via the password-protected online service (**Shareholder Portal**), which is also used for electronic connection. The Shareholder Portal is operated by our service provider Better Orange IR & HV AG, Haidelweg 48, 81241 Munich, Germany, exclusively on our behalf and according to our instructions. It can be accessed at the Internet <https://corporate.zalando.com/en/investor-relations/annual-general-meeting-2021>.

### **1. Who is responsible for data processing?**

Controller for the processing of your personal data is:

Zalando SE  
Valeska-Gert-Straße 5  
10243 Berlin  
Germany  
Phone: + 49 (0)30 2000 88 400  
Fax: +49 (0)30 275 94 693  
Email: info@zalando.de

You can contact the Data Protection Officer of Zalando SE by post or by email at the following address:

Zalando SE  
Valeska-Gert-Straße 5  
10243 Berlin  
Germany  
Fax: +49 (0)30 2759 46 93  
Email: datenschutz@zalando.de

### **2. What personal data do we process and where do we get it from?**

We process your following personal data:

- Personal data (e.g. first and surname, title (if applicable), surname at birth (if applicable), gender, nationality, email address, address, and other contact details (e.g. your shipping address));
- Shareholder data and information on your shareholding (number of shares, class of shares, type of ownership of shares and number of registration confirmation (AGM ticket), settlement bank);
- Name and address of your authorised representative, if applicable;
- Login data for the Shareholder Portal of Zalando SE.

If you visit our Shareholder Portal on the internet, we collect data on accesses to our Shareholder Portal. The following data and device information is recorded in the web server log files:

- retrieved or requested data;
- date and time of the retrieval;
- message whether the retrieval was successful;
- type of web browser and operating system used;
- IP address;
- shareholder number and session ID;
- login and password reset;
- acknowledgement and acceptance of the terms of use.

Your browser automatically transfers this data to us when you visit our Shareholder Portal.

To the extent that the personal data is not disclosed by you or by your authorised representative in the context of the registration process for the general meeting or collected directly from you in connection with your use of the Shareholder Portal, the personal data of the shareholders or the authorised representatives will be transmitted to the company by the custodian bank or by a third party involved in the registration process.

### **3. For what purposes and on what legal basis will your data be processed?**

We process your personal data in compliance with the provisions of the GDPR, the BDSG, the Regulation on the Statute for a European company (**SE Regulation**) the German Stock Corporation Act (*Aktiengesetz* - **AktG**) as well as any other relevant legal provisions.

Via the Shareholder Portal, you may, amongst other things, follow the virtual general meeting in video and audio, exercise your voting rights, grant powers of attorney, submit questions or lodge objections for the record. In order to use the Shareholder Portal, you will have to log in with your individual access data, which will be sent to you after you have duly registered for the virtual general meeting and have duly proofed that you are a shareholder. The various options for exercising your rights will subsequently appear in the form of buttons and menus on the user interface of the Shareholder Portal.

## **Operation of the Shareholder Portal**

The processing of the above-mentioned access data and device information in web server log files is necessary in order to be able to provide the Shareholder Portal technically, as well as for misuse detection, troubleshooting and to ensure the proper course of the virtual general meeting. In this respect, we have a legitimate interest in making the Shareholder Portal available as a service for shareholders and shareholder representatives in order to exercise their shareholder rights in a user-friendly manner and connect to the virtual general meeting. The legal basis for this processing is Art. 6 (1) lit. c) GDPR in conjunction with Art. 9 (1) lit. c) ii) SE Regulation and Section 67e (1) AktG and Art. 6 (1) lit. f) GDPR with regard to the authorized representatives of the shareholders.

## **Identity verification**

When you register on the Shareholder Portal, we process your registration information and access data in order to verify your entitlement to connect to the virtual general meeting as a shareholder or shareholder representative or to take preparatory measures.

The processing is required to fulfil our obligations under stock corporation law in accordance with Art. 53 of the SE Regulation in conjunction with Section 118 et seqq. AktG. The legal basis for the processing is Art. 6 (1) lit. c) GDPR in conjunction with Art. 9 (1) lit. c) ii) SE Regulation and Section 67e (1) AktG.

## **Preparation, conduct and follow-up of the virtual general meeting**

Your personal data is processed to prepare, conduct and follow-up the virtual general meeting, in particular to manage shareholders' registration for and connection to the general meeting (e.g. checking the right of admission, creation of the list of attendees, sending access data) and to enable shareholders and their representatives to exercise their rights in connection with the general meeting (including the granting and revocation of powers of attorney and instructions).

In particular, we will also process information on your voting behaviour, provided that you or your authorised representative exercise your voting rights before or during the virtual general meeting by electronic absentee voting or by granting power of attorney and instructions to the proxies of the company in the Shareholder Portal, in order to ensure the proper resolution and valuation of votes at the virtual general meeting. In addition, we process information on your objection to resolutions of the general meeting if you declare such objection during the virtual general meeting using the corresponding function of the Shareholder Portal. Furthermore, we process your personal data in order to fulfil our obligations towards shareholders and their authorised representatives (e.g. sending electronic confirmation of votes exercised by electronic absentee voting).

The legal basis for the processing is Art. 6 (1) lit. c) GDPR in conjunction with Art. 9 (1) lit. c) ii) SE Regulation, Section 67e (1) AktG and our obligations under stock corporation law in accordance with Art. 53 of the SE Regulation in conjunction with

Section 118 et seqq. AktG and, if necessary, in connection with Art. 1 (2) nos. 2 - 4 of the Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID 19 Pandemic (Gesetz über Maßnahmen im Gesellschafts-, Genossenschafts-, Vereins-, Stiftungs- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie; C19-AuswBekG).

The processing of your personal data is necessary for the proper conduct of the virtual general meeting. If you do not provide us with the necessary personal data, we may not be able to connect you to the virtual general meeting.

If you as a shareholder make use of the opportunity to submit questions in advance of the virtual general meeting via our Shareholder Portal and your questions are considered there, this will generally be done by stating your name. Other shareholders and shareholders' representatives who are connected to the virtual general meeting may take note of your name. This processing is necessary in order to safeguard our legitimate interest in aligning the course of the virtual general meeting as closely as possible to a physical general meeting and to protect the legitimate interest of the other shareholders and shareholders' representatives who connect to the general meeting in knowing the name of a questioner. The legal basis for this processing is Art. 6 (1) lit. f) GDPR.

In connection with the preparation, conduct and follow-up of the virtual general meeting, we may also transmit your data to our legal advisors, tax advisors or auditors, as we have a legitimate interest to organize the virtual general meeting in accordance with the relevant legal provisions and in obtaining external advice on this. The legal basis for this processing is Art. 6 (1) lit. f) GDPR.

In addition, we process data disclosed to us by you or other parties subject to notification obligations (notifying persons) as part of voting rights notifications under the German Securities Trading Act (*Wertpapierhandelsgesetz*). The relevant statutory provisions and Art. 6 (1) lit. c) GDPR serve as the legal basis for this processing .

In addition, your personal data may also be processed for meeting further legal obligations such as regulatory requirements as well as retention obligations under stock corporation law, commercial law and tax law. We are required, for example, to keep a verifiable record of the declaration of power of attorney to the Company proxy named by us for the general meeting for three (3) years. The relevant legal basis in these cases is again Art. 6 (1) lit. c) GDPR in conjunction with the relevant statutory provisions.

In certain cases, we process your data to comply with securities regulations in non-European countries. In particular this applies if, in the case of capital increases, we have to exclude specific shareholders or groups of shareholders from the provision of information about subscription offers due to their nationality or place of residence. The legal basis for the processing of your personal data is Art. 6 (1) lit. c) GDPR in conjunction with Art. 9 (1) lit. c) ii) SE Regulation and Section 67e (1) AktG.

We are furthermore entitled to process your data for safeguarding our legitimate interests or the legitimate interests of a third party in accordance with Art. 6 (1) lit. f)

GDPR. This is the case, for example, when we prepare analyses and statistics (e.g. for illustrations of the shareholder structure and development, of trading volumes or to create an overview of our major shareholders). Furthermore, we have a legitimate interest to prevent or disclose illegal activities, fraud or similar threats in order to protect ourselves against any damage. Before processing your data on the basis of our legitimate interests, we will check on a case-by-case basis by way of a balancing of interests whether our interests outweigh your interests. You can obtain further details about such a balancing of interests from our Data Protection Officer at the address specified under no. 1 above.

### List of attendees

If you grant a power of attorney to the Company proxy appointed by us for the general meeting to exercise your voting rights, and if this Company proxy represents you by disclosing your name, we will include your name or firm, your place of residence or registered office, the number of shares you own, the type of ownership and the granting of this power of attorney in the list of attendees of the general meeting. This is accessible during the virtual general meeting on the Shareholder Portal for all shareholders or their authorised representatives who are logged in and it can be inspected by any shareholder on request for up to two years thereafter. The legal basis for making the list of attendees accessible on the Shareholder Portal is Art. 6 (1) lit. f) GDPR. We and our shareholders have a legitimate interest in aligning the course of the virtual general meeting as closely as possible to a physical general meeting. In particular, this processing also serves the legitimate interest of our shareholders of being able to better control the correctness of the evaluation of votes cast in this way. The legal basis for creating and keeping the list of attendees available for inspection after the general meeting is Art. 6 (1) lit. c) GDPR and our corresponding obligations under stock corporation law pursuant to Art. 53 of the SE Regulation in conjunction with Section 129 (1) sentence 2 and (4) sentence 2 AktG.

### Cookies

For our Shareholder Portal we use technically absolutely necessary cookies, described below.

Cookie Name	Company	Purpose	Duration
JSESSIONID	Better Orange	Required to store the information whether SSL is active.	Session
JSESSIONID	Better Orange	Required to reset the session.	Session

Cookies are small files that are stored on your desktop, notebook or mobile device by a website that you visit. From this we can recognise, for example, whether there has already been a connection between your device and our Shareholder Portal. Cookies can also contain personal data. You can set your browser so that you are informed about the setting of cookies and allow cookies only in individual cases, exclude the acceptance of cookies for specific cases or in general and activate the automatic

deletion of cookies when closing the browser. If you decide against the use of cookies, it is possible that not all functions of our Shareholder Portal will be available to you or that individual functions will only be available to a limited extent.

The necessary session cookies we use are only used for the purpose of providing the Shareholder Portal and for the registration and identification of shareholders. They are absolutely necessary for the functions of the Shareholder Portal and are deleted when you close your browser.

The setting of and access to the data stored in absolutely necessary cookies and the processing of personal data associated with these cookies is necessary to safeguard our legitimate interest in enabling our shareholders and shareholder representatives to visit our Shareholder Portal. The legal basis for this processing is Art. 6 (1) lit. f) GDPR.

If, in providing the Shareholder Portal, we wish to use cookies that are not absolutely necessary for the operation of the Shareholder Portal, such as functional or performance cookies, we will only do so if you have given your consent. In this case, when you visit the Shareholder Portal, we will inform you about our cookies and associated data processing before setting cookies and ask you for your voluntary consent.

### **Further processing**

If we intend to process your personal data for any purpose other than those mentioned above, we will inform you of any such intention in advance in compliance with the statutory provisions and obtain your consent, if required.

## **4. With which recipients do we share your data?**

For managing our general meetings, we make use of external service providers, e.g. service providers for the organization of general meetings, for printing and sending invitations to general meetings and notifications to shareholders as well as for conducting general meetings (primarily checking attendance, technical infrastructure for voting and documentation of the general meeting). However, the service providers commissioned by us receive only such personal data that is required for the provision of the service requested and they process the data exclusively on behalf and on our instructions. In connection with the preparation, conduct and follow-up of the general meeting, we may also transfer your personal data to our legal advisors, tax advisors or auditors.

If we include your above-mentioned data in the list of attendees of the general meeting, this data will be accessible during the general meeting on the Shareholder Portal for all shareholders or their authorised representatives who are logged in and can be inspected by any shareholder upon request for up to two years after the general meeting.

If a shareholder requests any items to be added to the agenda, we will announce such

items by indicating the name of the shareholder, provided that the requirements under stock corporation law are met. We will also publish shareholders' counter motions and election proposals on the company's website by indicating the name of the shareholder in accordance with stock corporation law, provided the requirements are met.

If you as a shareholder make use of the right to submit questions and your questions are dealt with during the virtual general meeting, your name will generally be disclosed together with your question. All persons who are connected to the virtual general meeting may take note of that.

We furthermore make use of external service providers for conducting the analyses mentioned under no. 3 above.

Finally, we may be required to disclose your personal data to further recipients, e.g. when publishing voting rights notifications in accordance with the provisions of the German Securities Trading Act, or to authorities in order to comply with statutory notification requirements (e.g. to tax authorities or prosecuting authorities).

Your data is processed solely in the European Union.

## **5. How long do we store your data?**

We will erase or anonymize your personal data once it is no longer needed for the aforementioned purposes and to the extent that we are no longer required to continue storing such data in compliance with statutory obligations of documentation or retention (e.g. under the German Stock Corporation Act, the German Commercial Code, the German Fiscal Code or other legal provisions).

In addition, we also retain data if required in relation to claims asserted by or against our company or for safeguarding our aforementioned legitimate interests.

If you have specific questions concerning the storage period, please contact our Data Protection Officer.

## **6. How do we protect your data?**

We maintain appropriate technical and organizational security measures to protect your personal data against any accidental, unlawful or unauthorized destruction, loss, alteration, disclosure or use.

## **7. What rights do you have under data protection law?**

If the legal requirements are met, shareholders and their authorised representatives as data subjects have the right ,

- to obtain information on data processing and a copy of the processed data (right of access, Art. 15 GDPR),
- demand the rectification of inaccurate data or the completion of incomplete data (right to rectification, Art. 16 GDPR),

- demand the erasure of personal data without undue delay (right to erasure, Art. 17 GDPR),
- to demand the restriction of processing (right to restriction of processing, Art. 18 GDPR),
- as well as to receive personal data concerning them, which they have provided to a controller in a structured, commonly used and machine-readable format, and also to transmit these data to another controller without hindrance from the controller to which the personal data have been provided (right to data portability, Art. 20 GDPR).

**Right to object to the processing of data for purposes of legitimate interests**

**Where we process your data for the purposes of the legitimate interests pursued by Zalando SE or a third party, you have the right to object to this processing on grounds relating to your particular situation. In this case, we will no longer process your personal data unless we can demonstrate compelling legitimate grounds for the processing which override your interests, rights and freedoms or if the processing serves the purpose of establishing, exercising or defending legal claims.**

You can assert the aforementioned rights by contacting our Data Protection Officer at the address specified under no. 1 above. Please note that there may be statutory exceptions (e.g. continuing retention obligations) that may limit the exercise of your rights.

Irrespective thereof, you also have the right to lodge a complaint with a competent data protection supervisory authority (Art. 77 GDPR). The competent supervisory authority can be found via the following link: [https://www.bfdi.bund.de/DE/Infothek/Anschriften\\_Links/anschriften\\_links-node.html](https://www.bfdi.bund.de/DE/Infothek/Anschriften_Links/anschriften_links-node.html)

**8. Do you have any complaints about the handling of your data?**

If you have any complaint regarding the processing of your personal data, you can contact our Data Protection Officer using the contact details listed at no. 1 above to clarify the facts directly with us.

---

The information in this document was updated in April 2021

In case of any relevant changes, we will provide an update of this information on our website <https://corporate.zalando.com/en/investor-relations/annual-general-meeting-2021>.

\*\*\*