Corporate Action Notice

BNY MELLON

December 16, 2024

Unsponsored to Sponsored Exchange

Revised

Heidelberg Materials AG
ADS CUSIP: 42281P205
ADS ISIN: US42281P2056
ADS Ticker Symbol: HDELY
Ratio (ADS: Underlying Shares): 5:1

The Bank of New York Mellon ("BNY Mellon") has been appointed sponsored Depositary for Heidelberg Materials AG. JPMorgan Chase Bank, N.A & Citibank, and Deutsche Bank have agreed to turn over their books, records and shares represented by outstanding unsponsored American Depositary Shares ("ADS") to BNY Mellon. As a result, BNY Mellon is announcing the mandatory exchange of Heidelberg Materials AG unsponsored ADSs into sponsored ADSs as follows:

Effective date: December 27, 2024

OLD: Heidelberg Materials AG (Unsponsored)
CUSIP: 42281P205
Symbol: HDELY
Ratio: 5 ADS: 1 Ordinary Share
Country of Incorporation: Germany

NEW: Heidelberg Materials AG (Sponsored)
CUSIP: 42281P304
Symbol: TBD
Ratio: 5 ADS: 1 Ordinary Share
Country of Incorporation: Germany

Beginning on December 27, 2024 registered holders must surrender their old unsponsored American Depositary Receipt ("ADR") certificates of Heidelberg Materials AG (CUSIP: 42281P205) to BNY Mellon for cancellation in order to receive the new sponsored ADRs of Heidelberg Materials AG (CUSIP: 42281P304) at the rate of one (1) sponsored ADS for every one (1) unsponsored ADS.

BNY Mellon hereby notifies ADR holders of the termination of the unsponsored Level I ADR program of Heidelberg Materials AG**.**

To learn more about DRs, please contact DRBrokerSolutions@bnymellon.com or visit our website at adrbnymellon.com.

PLEASE SEE INVESTOR DISCLOSURE ON LAST PAGE.

Investor Disclosure

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Nothing herein shall be deemed to constitute an offer to sell or a solicitation of an offer to buy securities.

BNY Mellon collects fees from DR holders pursuant to the terms and conditions of the DRs and any deposit agreement under which they are issued. From time to time, BNY Mellon may make payments to an issuer to reimburse and/or share revenue from the fees collected from DR holders, or waive fees and expenses to an issuer for services provided, generally related to costs and expenses arising out of establishment and maintenance of the DR program. BNY Mellon may pay a rebate to brokers in connection with unsponsored DR issuances; brokers may or may not disclose or pass back some or all of such rebate to the DR investor. BNY Mellon may also use brokers, dealers or other service providers that are affiliates and that may earn or share fees and commissions.

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In those instances where BNY Mellon's Custodian executes DR foreign currency transactions, the Custodian has no obligation to obtain the most favorable exchange rate or to ensure that the method by which the rate will be determined will be the most favorable rate, and BNY Mellon makes no representation that the rate is the most favorable rate and will not be liable for any direct or indirect losses associated with the rate. In certain instances, BNY Mellon may receive dividends and other distributions from an issuer of securities underlying DRs in U.S. dollars rather than in a foreign currency. In such cases, BNY Mellon will not engage in or be responsible for any foreign currency transactions and it makes no representation that the rate obtained by an issuer is the most favorable rate and it will not be liable for any direct or indirect losses associated with the rate.

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