

**Invitation
to the Ordinary
Annual General Meeting
on 30 April 2019**

 **JUNGHEINRICH**

Jungheinrich Aktiengesellschaft, Hamburg
ISIN DE0006219900, DE0006219926 und DE0006219934

We hereby invite
our company's shareholders
to the

Ordinary Annual General Meeting

at 10:00 am on Tuesday, 30 April 2019,

at STAGE THEATER NEUE FLORA,
Stresemannstraße 163, 22769 Hamburg,
Germany.

Agenda

- 1. Presentation of the adopted parent company financial statements and of the consolidated financial statements approved by the Supervisory Board as well as of the management report and the Group management report for the 2018 financial year together with the report of the Supervisory Board for the 2018 financial year**

- 2. Passage of a resolution on the appropriation of distributable profit for the 2018 financial year**

The Board of Management and the Supervisory Board propose that the distributable profit disclosed for the 2018 financial year in the amount of €49,920,000.00 be fully appropriated as follows:

Payment of a dividend of €0.48 per ordinary share	€25,920,000.00
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Payment of a dividend of €0.50 per preferred share	€24,000,000.00
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- 3. Passage of a resolution on the approval of the acts of the Board of Management for the 2018 financial year**

The Board of Management and the Supervisory Board propose that the acts of the incumbent members of the Board of Management in the 2018 financial year be approved.

- 4. Passage of a resolution on the approval of the acts of the Supervisory Board for the 2018 financial year**

The Board of Management and the Supervisory Board propose that the acts of the incumbent members of the Supervisory Board in the 2018 financial year be approved.

- 5. Elections to the Supervisory Board**

The current Chairman of the Supervisory Board, Jürgen Peddinghaus, has notified the Supervisory Board and the ordinary shareholders that he resigns his office as of the close of 31 August 2019.

In accordance with Section 11, Paragraph 1 of the company's articles of association and Sections 96, Paragraph 1 and 2; 101 of the German Stock Corporation Act; 7 Paragraph 1, Sentence 1, Number 1 of the Co-Determination Act, the Supervisory Board of Jungheinrich AG is made up of six shareholder representatives and six employee representatives, of which at least 30 per cent (i.e. at least four) must be women and at least 30 per cent (i.e. at least four) must be men. The Supervisory Board decided on the basis of unilateral decisions from the shareholder representatives and the employee representatives that the Supervisory Board should not be fully occupied, in accordance with Section 96, Paragraph 2, Sentence 3 of the German Stock Corporation Act. The Supervisory Board currently consists of four women (two shareholder representatives and two employee representatives) and eight men, and thus fulfils the minimum quota requirements according to Section 96, Paragraph 2, Sentence 1 of the German Stock Corporation Act.

In accordance with Section 11, Paragraph 1, Sentence 3 of the company's articles of association, four of the shareholder representatives are elected at the Annual General Meeting and two by the holders of registered shares.

All ordinary shares in the company, i.e. 100 per cent of capital in the company with voting rights, have proposed that

Mr Hans-Georg Frey, Hanstedt-Ollsen, Chairman of the Board of Management of Jungheinrich AG, whose appointment ends as of the close of 31 August 2019, is elected to the Supervisory Board for a full period of office as of the start of 1 September 2019, on the condition that he has resigned from the Board of Management as of this date, and that the cooling-off period provided for in Section 100, Paragraph 2, Number 4 of the German Stock Corporation Act is dispensed with.

Mr Frey is a member of the following supervisory boards and similar supervisory bodies within the meaning of Section 125, Paragraph 1, Sentence 5 of the German Stock Corporation Act:

- Fielmann AG, Hamburg
- HOYER GmbH, Hamburg
- E.G.O. Blanc und Fischer & Co. GmbH, Oberderdingen

The Supervisory Board concurs with this proposal.

In the event that he is elected, the intention is to propose Mr Frey for election as Chairman of the Supervisory Board.

The Annual General Meeting is not bound by proposals for election.

6. Appointment of the auditors for the 2019 financial year

The Supervisory Board proposes that

KPMG AG Wirtschaftsprüfungsgesellschaft,
Hamburg, Germany

be appointed auditors for the 2019 financial year.

Notifications pursuant to Section 49, Paragraph 1, Sentence 1, Number 1 of the German Securities Trading Act

On the day on which the convocation of the Annual General Meeting was announced in the German Federal Gazette, the company's capital stock amounted to €102,000,000.00 and was divided among 102,000,000 individual share certificates, consisting of 54,000,000 no-par-value ordinary shares and 48,000,000 no-par-value preferred shares without voting rights. Each ordinary share grants its holder the right to one vote at the Annual General Meeting. Consequently, there were a total of 54,000,000 voting rights on the day on which the convocation of the Annual General Meeting was announced in the German Federal Gazette. The company's treasury stock does not bear any voting rights. The company does not have any treasury stock at present.

Attendance at the Annual General Meeting

Attendance at the Annual General Meeting by ordinary and preferred shareholders as well as the exercise of voting rights by ordinary shareholders require prior registration. The registration must be received by the company at the following address:

Jungheinrich AG
c/o Deutsche Bank AG
Securities Production
General Meetings
Postfach 20 01 07
60605 Frankfurt, Germany

Fax: +49-69-12012-86045
E-mail: wp.hv@db-is.com

no later than on

23 April 2019 (24:00 hours CEST)

in writing (Section 126b of the German Civil Code) in German or English.

The following rules apply to bearer shares: A further requirement that must be fulfilled by ordinary and preferred shareholders seeking to attend the Annual General Meeting and by ordinary shareholders seeking to exercise voting rights is the provision of written confirmation of share ownership by a custodian institution (Section 126b of the German Civil Code) in German or English. Proof of the ownership of bearer shares must reflect the share ownership at the beginning of the 21st day before the Annual General Meeting (referred to as the record date), i.e. on

9 April 2019 (0:00 hours CEST)

and must be received by the company at the aforementioned address for registering no later than on

23 April 2019 (24:00 hours CEST).

Shareholders who do not deposit their ordinary shares in a custodian account managed by a bank or financial services company may provide the company with proof of their share ownership by sending the company confirmation of their share ownership in due form and time, said confirmation having been issued by the company, a notary public domiciled in the European Union, a central securities depository, or a bank or financial services company.

Only individuals who furnish proof of share ownership in the aforementioned manner before the deadline shall be entitled by the company to attend the Annual General Meeting and exercise voting rights as shareholder; in particular, sales and transfers of shares by any other means after the record date shall be considered by the company to be irrelevant with respect to the scope and exercise of the previous shareholder's legal right to attend or exercise voting

rights. The same applies to purchases of shares after the record date. Individuals who do not yet own shares at the record date and only become shareholders thereafter shall not be entitled to attend or exercise voting rights if said shares are bearer shares. The record date is of no relevance to the dividend entitlement.

Exercising voting rights

Shareholders who are entitled to vote and have registered their shares in due form and time may have their voting right(s) exercised by a proxy, which may be a bank, a shareholders' association or another individual of their choice. The aforementioned rules relating to the registration of bearer shares in due form and time as well as the provision of proof of share ownership in due form and time also apply in this case. Pursuant to Section 134, Paragraph 3, Sentence 3 of the German Stock Corporation Act, proxies must generally be authorised in writing (Section 126b of the German Civil Code). In the event that a bank, a shareholders' association or another equivalent institution or individual is to be authorised as a proxy, such authorisation need not be in writing. Instead, such authorisations must fulfil the formal requirements stipulated by Section 135 of the German Stock Corporation Act. However, we would like to point out that the institutions and individuals who are to be authorised in these cases may require an authorisation that fulfils specific formal requirements because, pursuant to Section 135 of the German Stock Corporation Act, they may have to keep a verifiable copy of the authorisation. Therefore, if you intend to authorise a bank, a shareholders' association or another equivalent institution or individual pursuant to Section 135 of the German Stock Corporation Act, please agree with these institutions or individuals on the formal requirements that have to be met.

However, shareholders with voting rights who intend to authorise a proxy need not use the form provided by the company for this purpose. Shareholders are sent this proxy authorization form as well as additional information relating to the authorisation when they are sent their admission ticket.

Proof of the authorisation must be presented by the proxy on the day of the Annual General Meeting or a declaration of such proof must be made to the company and sent to the following address:

Jungheinrich AG
HV-Stelle
Friedrich-Ebert-Damm 129
22047 Hamburg, Germany
Fax: +49-40-6948-1288
E-mail: hv@jungheinrich.de

Shareholders are sent a form for registering their attendance at the Annual General Meeting by their custodian bank. Shareholders intending to attend the Annual General Meeting in person or by proxy must use this form to request an admission ticket in their name or in the name of the proxy.

Shareholders with voting rights may be represented at the Annual General Meeting by a proxy appointed by the company. Shareholders

intending to authorise a proxy appointed by the company must also request an admission ticket for the Annual General Meeting. Further details shall be communicated to the shareholders with voting rights in writing.

In the event that a shareholder authorises more than one individual, the company may reject one or more of said individuals.

Motions and candidates proposed by shareholders

Pursuant to Section 122, Paragraph 2 of the German Stock Corporation Act, shareholders holding shares which together account for one-twentieth of the capital stock or a prorated €500,000.00 (the latter corresponds to 500,000 shares) may file motions for items to be placed on the Agenda and published.

Individuals filing motions must prove that they have held the shares for at least 90 days prior to the date on which their request is received and that they will continue to hold the shares until the Board of Management has reached a decision on the request. Section 70 of the German Stock Corporation Act shall apply to the calculation of the shareholding period.

Each new item must be accompanied by a reasoning and a draft resolution. Such requests must be received by the company at the following address:

Jungheinrich AG
HV-Stelle
Friedrich-Ebert-Damm 129
22047 Hamburg, Germany

or electronically in accordance with Section 126a of the German Civil Code at the following address

E-mail: hv@jungheinrich.de

at least 30 days before the Annual General Meeting, i.e. no later than at the end of the day on

30 März 2019 (24:00 hours CET).

Reasoned countermotions filed by shareholders against a proposal made by the Board of Management or the Supervisory Board concerning an item on the agenda in accordance with Section 126 of the German Stock Corporation Act and proposals submitted by shareholders regarding the election of Supervisory Board members or of auditors in accordance with Section 127 of the German Stock Corporation Act may only be sent to the following address (original), by fax or via e-mail:

Jungheinrich AG
HV-Stelle
Friedrich-Ebert-Damm 129
22047 Hamburg, Germany
Fax: +49-40-6948-1288
E-mail: hv@jungheinrich.de

Counter motions filed and candidates proposed by shareholders that are received at the aforementioned address at least 14 days before the day of the Annual General Meeting, i.e. no later than by the end of the day on

15 April 2019 (24:00 hours CEST)

shall be made available to all shareholders on the Internet immediately at www.jungheinrich.com under Investor Relations/Annual General Meeting together with a statement by management where applicable, as long as the other requirements for the obligation to publish them pursuant to Section 126 or Section 127 of the German Stock Corporation Act have been fulfilled, especially as long as proof of shareholder qualification has been provided (for bearer shares). Counter motions filed by shareholders that are not sent to this address shall not be considered.

Shareholder right to obtain information

According to Section 131, Paragraph 1 of the German Stock Corporation Act, every shareholder is entitled to ask the Board of Management for information on the company's affairs as long as such information is necessary to properly assess the pertinent item on the agenda. The obligation to furnish information also covers the company's legal and business relationships with affiliated companies as well as the situation of the Group and the companies included in the consolidated financial statements—also provided that this serves the purpose of correctly assessing the subject matter of the agenda.

Further commentary and publications on the company's website

More detailed commentary in accordance with Section 121, Paragraph 3, Sentence 3, Number 3 of the German Stock Corporation Act on attendance at the Annual General Meeting, the issuance of authorisations and instructions as well as shareholder rights pursuant to Sections 122, Paragraph 2; 126, Paragraph 1; 127 and 131, Paragraph 1 of the German Stock Corporation Act can be obtained from www.jungheinrich.com under Investor Relations/Annual General Meeting

Information pursuant to Section 124a of the German Stock Corporation Act will be made available to shareholders on Jungheinrich AG's website at www.jungheinrich.com under Investor Relations/Annual General Meeting. There is no need to submit a report of the Board of Management along with a commentary in accordance with Sections 315a, Paragraph 1; 289a, Paragraph 1 of the German Commercial Code as the prerequisites for this do not exist.

Data protection information

The company processes the following categories of personal data for the organisation of the Annual General Meeting: contact details (e.g. name or email address), information about your shares (e.g. number of shares) and administrative data (e.g. number of entrance ticket). The processing of personal data in the context of the Annual General Meeting takes place on the basis of Article 6, Paragraph 1 lit. c of the General Data Protection Regulation. This provides that the processing

of personal data is lawful if it is required to meet a legal obligation. The company is legally obliged to carry out an Annual General Meeting of shareholders. To satisfy this obligation, it is necessary to process the aforementioned categories of personal data. You cannot register for the Annual General Meeting without providing your personal details.

The company is the controller of the data being processed. The contact data of the controller is

Jungheinrich AG
Group Data Protection Officer
Friedrich-Ebert-Damm 129
22047 Hamburg, Germany
E-mail: datenschutz@jungheinrich.de

Personal data concerning you is not generally transferred to third parties. Third parties do exceptionally gain access to the data insofar as they have been engaged by the company to provide services in the context of organising the Annual General Meeting. This relates to typical service providers for shareholder meetings, such as specialised agencies, law firms or public auditors. These service providers only receive personal data to the extent necessary for them to perform the service.

While exercising their statutory right to inspect the list of people attending the Annual General Meeting, other participants and shareholders may see data about you that is recorded in the list of participants. Your personal data is also made public in connection with requests to add items to the agenda, opposing motions and proposals for election that require a public announcement, if these requests, motions and proposals are made by you.

Depending on the specific case, the aforementioned data is retained for up to 3 years (but not less than 2 years) after the end of the Annual General Meeting and then erased, unless the further processing of the data is still necessary in the specific case to process proposals, decisions or legal procedures relating to the Annual General Meeting.

Notice regarding photographs

During the Annual General Meeting, we reserve the right to produce and edit sound recordings and images of the attendants and shareholders for the purpose of internal documentation, unless they are objected to in individual instances. The legal basis for this is Article 6, Paragraph 1 lit. f of the General Data Protection Regulation, which permits data processing provided there is a legitimate interest. During production of the photos, care will be taken that the legitimate interests of the persons portrayed are not compromised. The image and sound recordings will not be transferred to third parties and will be deleted as described above.

Upon request, you have the right to receive information about stored data that concerns you at no charge. In addition, you have the right to the correction of inaccurate data, the right to demand the restriction of too-extensively processed data, and the right to demand the

erasure of wrongfully processed data or of personal data that has been stored too long (provided this does not conflict with any legal obligation to preserve records or any other reasons stipulated by Article 17, Paragraph 3 of the General Data Protection Regulation). Furthermore, you have the right to receive all data concerning you which is stored by us in a common file format (the right to "data portability").

To exercise your rights, simply send an email to:

datenschutz@jungheinrich.de

In addition, you have the right to file a complaint with a data protection supervisory authority.

You can reach the data protection officer of Jungheinrich AG at the following address:

Jungheinrich AG
Group Data Protection Officer
Friedrich-Ebert-Damm 129
22047 Hamburg, Germany
E-mail: datenschutz@jungheinrich.de

Hamburg, March 2019

Jungheinrich AG

The Board of Management

Jungheinrich Aktiengesellschaft

Friedrich-Ebert-Damm 129
22047 Hamburg, Germany
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