Information on attendance, postal voting and proxy voting

Annual General Meeting 2018
on 3 May 2018
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ATTENDING IN PERSON OR REPRESENTATION BY A PERSON OF YOUR CHOICE

With your admission and voting ticket you can attend the Annual General Meeting of Linde Aktiengesellschaft in person or be represented by a person of your choice issued with an appropriate power of attorney.

Powers of attorney granted to persons other than a banking institution, a shareholders’ association, or persons or bodies treated as equivalent to these according to German stock corporation law, or to the representatives named by the Company (for the granting of power of attorney to the proxy voting representatives named by the Company please see below) must be issued in text form. To do so, please complete the form “Vollmachtseteilung an einen Dritten” (granting power of attorney to a third person) on the reverse of the admission and voting ticket. Please complete the form, conclude it with a signature (or another form of conclusion of statements in accordance with section 126b of the German Civil Code), and then hand the admission and voting ticket to your representative.

If a credit institution, an institution or a company treated as equivalent to credit institutions pursuant to sections 135 para. 10, 125 para. 5 German Stock Corporation Act, an association of shareholders or any of the individuals to which, pursuant to section 135 para. 8 German Stock Corporation Act, the provisions of section 135 paras. 1 to 7 German Stock Corporation Act apply mutatis mutandis is authorised to exercise voting rights by proxy, usually special rules apply, which must be obtained from the relevant proxy. Under the law, it suffices in these cases if the power of attorney is issued to a particular proxy and is kept by the proxy in a verifiable form. The requirement of text form does not apply. Moreover, the power of attorney must be complete and may only contain declarations associated with the exercising of the voting rights. Therefore, please coordinate the form of the power of attorney
with the intended proxy if you wish to appoint as proxy a credit institution, an association of shareholders or another institution, company or individual treated as equivalent to credit institutions pursuant to section 135 German Stock Corporation Act. However, any violation of the aforesaid and certain other requirements given in section 135 German Stock Corporation Act for proxy authorisation of the entities mentioned in this paragraph, does not, pursuant to section 135 para. 7 German Stock Corporation Act, impair the validity of votes cast.

You may also issue a separate power of attorney; the corresponding form of proxy can be found on the Company’s website at WWW.LINDE.COM/ANNUALGENERALMEETING. With respect to the provision of proof of the appointment of a proxy, you can send the proof by e-mail to the Company by the end of 29 April 2018, 24.00 hrs CEST at the latest, to ANMELDESTELLE-INHABERAKTIEN@ADEUS.DE. However, proof of the appointment of a proxy can also be presented at one of the reception desks at the Annual General Meeting.

Should you want to participate in the Annual General Meeting in person or be represented by a person authorised by a power of attorney in text form, you or your representative should present your admission and voting ticket for electronic registration at one of the reception desks in the foyer of the ICM – International Congress Centre Munich. Following electronic registration, you or your representative will be given back a part of the admission and voting ticket. Only by following this procedure are the shares and voting rights represented by you or your representative registered and thus eligible to vote.

Should you possess multiple admission and voting tickets, please present all admission and voting tickets in your possession for registration if you want to participate in the voting with your entire shareholding.

The meeting rooms will be open from 8.30 a.m. CEST on the day of the Annual General Meeting, 3 May 2018. In the interest of all participants, we will perform extensive security checks. Dangerous objects must not be taken into the meeting area. To make things easier for everyone, please refrain from bringing such objects with you.

For your journey to the ICM – International Congress Centre Munich on the day of the Annual General Meeting, you will receive a free ticket for local public transport in Munich (MVV) and directions together with your admission and voting ticket and this information brochure.

Should you prefer not to participate in the Annual General Meeting in person or via a representative of your choice, we offer you the opportunity to exercise your voting rights by way of postal voting or by way of issuing power of attorney and instructions to the proxy voting representatives named by Linde Aktiengesellschaft (“Proxies”). Please refer to the following chapters for detailed information.
II
POSTAL VOTING

[a] Postal voting using the postal voting form

You can cast your vote without attending the Annual General Meeting by way of postal voting. You can use the form “Postal voting or power of attorney and instructions to the proxy voting representatives of the Company” (“Briefwahl oder Vollmachts- und Weisungserteilung an die Stimmrechtsvertreter der Gesellschaft”) printed on the reverse of the admission and voting ticket. Please tick the box for “Postal voting” (“Briefwahl”) and mark your instructions on the front page of the admission and voting ticket.

Please do not forget to conclude the form by signing it in the designated space (or to conclude it in another form in accordance with section 126b German Civil Code).

Please send the complete admission and voting ticket with the fully completed form, to be received by the end of 29 April 2018, 24.00 hrs CEST at the latest, to:

Linde Aktiengesellschaft
Group Legal & Compliance
Klosterhofstrasse 1
80331 Munich
Germany

or by fax to: +49.89.2070-37951
or by e-mail to: ANMELDESTELLE-INHABERAKTIEN@ADEUS.DE

However, you can also cast your vote by way of postal voting at the Annual General Meeting. In such a case, please submit the fully completed form at one of the reception desks until the end of the general debate at the latest.
Postal voting via the Internet

From 13 April 2018, you can also cast your vote by way of postal voting via the Internet. Postal voting should be issued as early as possible, but must be fully entered no later than 2 May 2018, 20.00 hrs CEST. Postal votes via the Internet received later will not be accepted.

Registration and casting your vote via the Internet:

You can gain access to the Internet-based voting system online via our Company’s website at WWW.LINDE.COM/ANNUALGENERALMEETING from 13 April 2018 under the heading “Internet-based voting system”.

On the registration page, please enter the number of your admission and voting ticket imprinted above the barcode in the field “Admission and voting ticket number” (without spaces) as well as the passcode imprinted below the barcode in the field “passcode”.

After clicking on “login”, you will proceed to a page displaying your registration data. Please read the legal information, the disclaimer as well as the notice on data protection linked to this page and confirm your acceptance by selecting “I/We confirm the receipt of the legal information and agree to the disclaimer as well as to the storage of my/our data”. Then click on “Continue”. You cannot continue without accepting the disclaimer.

On the next page, you can decide whether to exercise your voting rights by way of postal voting or by way of issuing power of attorney and voting instructions to the Proxies. If you want to cast your vote by way of postal voting, please select “Postal voting” and click on “Continue”.

On the next page, you have the option to vote for the management’s proposals in their entirety, thus on all agenda items. To select this option, please click on “Yes, for the proposals of the management”. However, you also have the option to vote separately for each individual agenda item. To select this option, click accordingly on “Yes”, “No” or “Abstention” for each agenda item. Your instructions pertain to the corresponding proposal by the management, i.e. by marking the “Yes” field, for example, you vote for the management’s proposal. After issuing your instructions, please select “Confirm voting instructions”. A summary of your voting instructions now appears. If your instructions are shown correctly, please click on “Issue postal voting”, otherwise on “Change postal voting”. After clicking on “Issue postal voting”, a confirmation of your postal voting will appear. This page can be printed out for documentation purposes.

If you have no further admission and voting tickets, you can exit the Internet-based voting system by selecting “logoff”. If you have further admission and voting tickets and want to use the Internet-based voting system for those as well, you must equally “logoff” and then repeat the process described above for each individual admission and voting ticket.
Revoking or changing your power of attorney and instructions issued via the Internet:

You can revoke your votes already cast by way of postal voting via the Internet.

You have continual access to the Internet-based voting system until 2 May 2018, 20.00 hrs CEST by entering the number of your admission and voting ticket imprinted above the barcode (without spaces) and the passcode imprinted below the barcode, identical to the first-time registration process. After logging in again, you will be prompted to reconfirm the receipt of the legal information and your agreement to the disclaimer and the data storage.

On the next page, you will be told that you have already cast your votes by way of postal voting.

If you want to change or revoke your postal voting, select “Change postal voting” or “Revoke postal voting” accordingly.

By selecting “Change postal voting”, you will initially be shown an overview of the instructions you have issued. By clicking again on “Change postal voting”, you go back again to the page for issuing voting instructions and then proceed as described above for logging into the system for the first time. By selecting “Revoke postal voting”, you will also be shown an overview of the instructions you have already issued. By clicking on “Revoke postal voting”, you bindingly revoke your postal vote previously issued via the Internet. Using the Internet-based voting system, you can revoke or change postal votes previously cast via the Internet until 2 May 2018, 20.00 hrs CEST.
[c] Legal information on postal voting

Even if you have cast your vote by way of postal voting (whether by using the corresponding postal voting form on your admission and voting ticket or via the Internet), you remain entitled to participate in the Annual General Meeting in person or via an authorised person of your choice. If you or a person authorised by you participates in the Annual General Meeting, the exercise of voting rights by way of postal voting shall be deemed revoked.

If you have cast your vote by way of postal voting using both the postal voting form on your admission and voting ticket and via the Internet in due time, we shall regard only the postal votes cast using the postal voting form on your admission and voting ticket as binding, regardless of the dates of receipt. In addition, postal votes cast using the postal voting form cannot be revoked or changed via the Internet.

Should your votes cast by way of postal voting not be explicit and clear regarding a certain agenda item, your vote will be considered an abstention from voting for the respective agenda item. If, by way of postal voting, you do not cast explicit and clear votes for any agenda item, you will not participate in the voting process.

If, in the individual case, it is not clear from the documents submitted whether you intend to cast your vote by way of postal voting or whether you intend to issue power of attorney to the Proxies, the Company will assume you wish to use postal voting in case of doubt.

If, instead of a collective vote, individual voting for any single item of the agenda should take place, the postal vote cast for that agenda item shall apply mutatis mutandis for each item of the individual votes.

By way of postal voting, you cannot cast any votes in the voting on motions of procedure in the Annual General Meeting or on counterproposals made at the Annual General Meeting or on other motions or proposals not announced prior to the Annual General Meeting. In such cases, you will not participate in the voting process.

If you have cast your vote by way of postal voting (using either the postal voting form on your admission and voting ticket or the Internet), you will not count as a participant in the Annual General Meeting. Your name will not be registered in the list of participants at the Annual General Meeting and will not be disclosed in this case.
Without attending the Annual General Meeting, you can have your voting rights exercised by the Proxies of the Company. The Company has appointed Edith Christoffer and Dr. Henning Asche, employees of Linde Aktiengesellschaft and based in Munich, as Proxies, individually and with the power to delegate authority to a third person. The Proxies are obliged to vote on the agenda items in accordance with your instructions. The power of attorney granted entitles the Proxies to exercise your voting rights only insofar as you have issued explicit and clear instructions on the agenda items. If you have not issued explicit and clear instructions on individual agenda items, the Proxies will vote with “Abstention” for those agenda items. If, instead of a collective vote, individual voting for any single item of the agenda should take place, the postal vote cast for that agenda item shall apply mutatis mutandis for each item of the individual votes.

[a] Issuing power of attorney and instructions to the proxy voting representatives in text form

You can issue power of attorney and instructions to the Proxies using the form “Postal voting or power of attorney and instructions to the proxy voting representatives of the Company” (“Briefwahl oder Vollmachts- und Weisungserteilung an die Stimmrechtsvertreter der Gesellschaft”) printed on the reverse of the admission and voting ticket. Please tick the box for “Power of attorney and instructions to the proxy voting representatives of the Company” (“Vollmacht und Weisungen an die Stimmrechtsvertreter der Gesellschaft”) and mark your instructions on the front page of the admission and voting ticket.
Do not forget to conclude the form by signing it (or to conclude it in another form in accordance with section 126b German Civil Code).

Please send the complete admission and voting ticket with the fully completed form, to be received by the end of 29 April 2018, 24.00 hrs CEST at the latest, to:

Linde Aktiengesellschaft
Group Legal & Compliance
Klosterhofstrasse 1
80331 Munich
Germany

or by fax to: +49.89.2070 37951
or by e-mail to: ANMELDESTELLE-INHABERAKTIEN@ADEUS.DE

However, power of attorney and instructions to the proxy voting representatives named by the Company can also be issued at the Annual General Meeting. In such a case, please submit the fully completed form at one of the reception desks until the end of the general debate at the latest.
[b] Issuing power of attorney and instructions to the proxy voting representatives via the Internet

From 13 April 2018, you can also issue your power of attorney and your instructions to the Proxies via the Internet. Powers of attorney and instructions should be issued as early as possible, but must be fully entered no later than 2 May 2018, 20.00 hrs CEST. Powers of attorney and instructions via the Internet received later will not be accepted.

Registration and issuing power of attorney and instructions via the Internet:

You can access the Internet-based voting system online via our Company’s website at WWW.LINDE.COM/ANNUALGENERALMEETING from 13 April 2018 under the heading “Internet-based voting system”.

On the registration page, please enter the number of your admission and voting ticket imprinted above the barcode in the field “Admission and voting ticket number” (without spaces) as well as the passcode imprinted below the bar code in the field “passcode”.

After clicking on “login”, you will proceed to a page displaying your registration data. Please read the legal information, the disclaimer as well as the notice on data protection linked to this page and confirm your acceptance by selecting “I/We confirm receipt of the legal information and agree to the disclaimer as well as to the storage of my/our data”. Then click on “Continue”. You cannot continue without accepting the disclaimer.

On the next page, you can decide whether to exercise your voting rights by using postal voting or by issuing power of attorney and voting instructions to the Proxies. If you want to issue power of attorney and instructions to the Proxies, please select “Power of attorney for the Proxies of the Company” and tick the box “Grant power of attorney” to grant power of attorney to the Proxies. Please click on “Continue”.

On the next page, you will receive confirmation of the power of attorney you issued and be prompted to issue your instructions. By clicking on “Continue”, you will reach the page for issuing instructions. Here, you have the option to vote for the management’s proposals in their entirety, thus on all agenda items. To select this option, please click on “Yes, for the proposals of the management”. However, you also have the option to issue separate instructions for each individual agenda item. To select this option, click accordingly on “Yes”, “No” or “Abstention” for each agenda item. Your instructions pertain to the corresponding proposal by the management, i.e. by marking the “Yes” field, for example, you vote for the management’s proposal. After issuing your instructions, please select “Confirm instructions”. A summary of your instructions will now appear. If your instructions are shown correctly, please click on
“Issue instructions”, otherwise on “Change instructions”. After clicking on “Issue instructions”, a confirmation of your instructions will appear. This page can be printed out for documentation purposes.

If you have no further admission and voting tickets, you can exit the Internet-based voting system by selecting “logoff”. If you have further admission and voting tickets and want to use the Internet-based voting system for those as well, you must equally “logoff” and then repeat the process described above for each individual admission and voting ticket.

Revoking or changing your power of attorney and instructions issued via the Internet:

You can revoke your power of attorney and change the instructions already issued.

You have continual access to the Internet-based voting system until 2 May 2018, 20.00 hrs CEST by entering the number of your admission and voting ticket imprinted above the barcode (without spaces) and the access code imprinted below the barcode, identical to the first-time registration process. After logging in again, you will be prompted to reconfirm the receipt of the legal information and your agreement to the disclaimer and the data storage.

On the next page, you will be told that power of attorney and instructions have already been issued to the Proxies. If you want to change given instructions or revoke the given power of attorney, select “Change instructions” or “Revoke power of attorney” accordingly.

By selecting “Change instructions”, you will initially be shown an overview of the instructions you have issued. By clicking again on “Change instructions”, you go back again to the page for issuing instructions and then proceed as described above for logging into the system for the first time. By selecting “Revoke power of attorney”, you will also be shown an overview of the instructions you have already issued. By clicking on “Revoke power of attorney and instructions”, you bindingly revoke the power of attorney and instructions previously issued to the Proxies.

Using the Internet-based voting system, you can revoke or change powers of attorney and instructions previously issued via the Internet until 2 May 2018, 20.00 hrs CEST.
Legal information on proxy voting

Even if you have issued a power of attorney to the Proxies (whether in text form or via the Internet), you remain entitled to participate in the Annual General Meeting in person or via an authorised person of your choice. If you or a person authorised by you participate in the Annual General Meeting, the power of attorney and instructions issued to the Proxies in text form or via the Internet shall be deemed revoked.

If you have issued power of attorney and instructions to the Proxies both in text form and via the Internet in due time, we shall regard only the power of attorney and instructions issued in text form as binding, regardless of the dates of receipt. In addition, powers of attorney and instructions issued in text form cannot be revoked or changed via the Internet.

Please note that your power of attorney only entitles the Proxies to exercise your voting rights if you have issued explicit and clear instructions on the individual agenda items. If you have not issued an explicit and clear instruction for an individual agenda item, or have given contradictory or unclear instructions, the Proxies will vote with “Abstention” on the agenda item concerned. If you have issued a power of attorney to the Proxies, but no instructions at all, the Proxies cannot represent you at the Annual General Meeting.

If, in the individual case, it is not clear from the documents submitted whether you intend to cast your vote by way of postal voting or whether you intend to issue power of attorney to the Proxies, the Company will assume you wish to use postal voting in case of doubt.

If, instead of a collective vote, individual voting for any single item of the agenda should take place, the postal vote cast for that agenda item shall apply mutatis mutandis for each item of the individual votes.

Via the Proxies, you cannot participate in the voting on motions of procedure in the Annual General Meeting or on counterproposals made at the Annual General Meeting or on other motions or proposals not announced prior to the Annual General Meeting. In such cases, the Proxies will vote with “Abstention”.

If you have issued power of attorney to the Proxies via the Internet or in text form prior to the Annual General Meeting, the name of one of the Proxies will be registered in the list of participants at the Annual General Meeting. Your name will not be disclosed in this case.
IV

BROADCAST OF THE ANNUAL GENERAL MEETING ON THE INTERNET

All shareholders and interested persons can follow the statements of the Chairman of the Supervisory Board and of the Chief Executive Officer at the beginning of the Annual General Meeting on the Internet at

WWW.LINDE.COM/ANNUALGENERALMEETING.

The broadcast will end before the general debate begins.

You can register for the live broadcast from 2 May 2018, using the above Internet address.
V
MOTIONS AND PROPOSALS BY SHAREHOLDERS

Should we receive any shareholder motions or proposals relating to agenda items which have to be made accessible, we will publish the wording online at [WWW.LINDE.COM/ANNUALGENERALMEETING](http://WWW.LINDE.COM/ANNUALGENERALMEETING). To support possible counterproposals, you have to vote “No” to the agenda item these counterproposals relate to. Should there be further voting on an agenda item concerned, you cannot participate in that voting via postal voting or via the Proxies.
VI
LEGAL INFORMATION ON THE USE OF INTERNET SERVICES/ DISCLAIMER/ DATA PROTECTION

[a] Legal information on the use of Internet services

- When you receive the admission and voting ticket, please make sure that the package has not been tampered with. Should you suspect misuse of the online service, you can have the access blocked by sending an e-mail to Hauptversammlung@linde.com, providing your address, your admission and voting ticket number and the number of your votes. Your postal vote, respectively, your power of attorney and your instructions to the Proxies are thereby revoked and will be deleted. You will then be notified by e-mail and can log into the Internet-based voting system again and cast a new postal vote or issue a new power of attorney and new instructions to the Proxies, as the case may be.

- Postal voting, powers of attorney and instructions to the Proxies issued via the Internet can be changed or revoked until 2 May 2018, 20.00 hrs CEST.

- No requests to speak or questions from shareholders can be accepted online.

- Based on the present state of technology, the stability and availability of the Internet-based voting system, as well as the Internet broadcast of the statements of the Chairman of the Supervisory Board and of the Chief Executive Officer at the beginning of the Annual General Meeting, may be subject to fluctuations and disruptions. Neither Linde Aktiengesellschaft nor the Proxies have any
influence on the availability, functionality, stability and reliability of the telecommunication network and the third-party Internet services used. If, despite all security precautions taken, we detect unauthorised manipulation of the data being stored and processed in accordance with the German Data Protection Act for the purpose of exercising voting rights online, we reserve the right to interrupt or prematurely terminate use of the system without further notice. In that case, only such exercise of voting rights via the Internet where any manipulation can be excluded will be considered.

[b] Disclaimer

→ Linde Aktiengesellschaft does not assume any guarantee or liability for the functionality, availability, stability and reliability of the Internet-based voting system or for access to the system.

→ Notwithstanding the above, Linde Aktiengesellschaft does not assume any liability for Internet services and network elements provided by third parties. Linde Aktiengesellschaft also does not accept any responsibility for errors and defects in the hardware and software, including those of the service providers used, for the exercising of voting rights.

→ This disclaimer shall not apply in the case of wilful misconduct or gross negligence of Linde Aktiengesellschaft or its agents or subcontractors.

[c] Data protection

→ The data you have provided to exercise voting rights via the Internet-based voting system will be collected, stored, processed and used exclusively for this purpose. In order to meet the requirements for verification under German stock corporation law, we will store your login and proxy data for at least three years.