



Counter motions for the Annual General Meeting on February 24, 2016 in Hamburg

We have received the following counter motions to items 3 and 4 of the agenda for our Annual General Meeting from the shareholder *Dachverband der Kritischen Aktionärinnen und Aktionäre* (Confederation of Critical Shareholders):

Counter motion to agenda item 3, formal approval of the members of the Executive Board for fiscal year 2014/15

The members of the Aurubis AG Executive Board shall not be formally approved.

Reasoning:

Aurubis does not assume any responsibility for the observance of human rights in the supply chain.

For years, non-governmental organizations have criticized the fact that Aurubis avoids its responsibility and due diligence along the supply chain in cases of human rights violations and environmental offenses, for example in the deadly protests against copper mining projects in May 2015 in Peru/Tia Maria and in October 2015 in Peru/Las Bambas. With regards to human rights violations along the supply chain, the Aurubis Executive Board avoids its own responsibility by merely referring to its adherence to the International Labour Organization's core labor standards. Despite Aurubis' announcement that it is implementing supplier screening, suppliers of Aurubis can continue carrying out environmental and human rights violations without consequences. As a purchaser of these types of raw materials, Aurubis makes itself complicit in the associated human rights violations and environmental damage as a result. Responsibility along the entire supply chain may not fail due to a misunderstood "cost-benefit relationship": Human rights are not negotiable.

Aurubis does not assume any responsibility for species conservation or biodiversity. Despite an announcement at the last Annual General Meeting that Aurubis regularly reports on measures for species conservation and biodiversity, there has been no change to company policy. Aurubis did not address species conservation or biodiversity at its sites in either the last Sustainability Report 2014 or the Aurubis Group Environmental Report from 2015. In the copper smelter at the Aurubis site in Pirdop/Bulgaria, which is in close vicinity to three Natura 2000 protection areas and a nature reserve, a 25 % capacity expansion in copper anode volume has started up in the last few years with additional emissions of process-related off-gas emissions. The company does not feel responsible for compensatory or protective measures for the Natura 2000 protection areas that are just a few hundred meters from the plant. The town of Pirdop complains of soil erosion, forest damage and the displacement of protected species in their Natura 2000 area. The

area is polluted by the Aurubis plant's environmental emissions as well as the heavy metal-bearing tailings from mining waste from the Aurubis supplier Medet Assarel, which are located in the middle of a Natura 2000 area near the Aurubis site in Pirdop. The lack of responsibility for species conservation and biodiversity from Aurubis and its suppliers cannot continue to be ignored by the Executive Board.

Aurubis does not assume any responsibility for climate protection. For years, shareholders have not been informed about the group-wide CO₂ emissions. The Group Environmental Reports only list the group-wide CO₂ emissions in relation to the production of one ton of anode copper. An overall CO₂ balance is not published. Aurubis has a high level of energy demand, which is covered by burning fossil fuels such as oil, gas and coal. When the fuels are burned, CO₂ is released, which leads to global warming and climate change. By purchasing CO₂ certificates, Aurubis attempts to avoid its own responsibility for climate protection. The amount of CO₂ certificates traded is not published in the financial reports, either. For these reasons, the formal approval of the Aurubis AG Executive Board should be denied.

**Countermotion to agenda item 4,
adoption of a resolution for the formal approval of the members of the Supervisory Board**

The formal approval of the Supervisory Board members shall be denied.

Reasoning:

The Aurubis AG Supervisory Board has failed to direct the Executive Board to take measures to ensure both responsibility for observing human rights in the entire supply chain (due diligence) as well as complete responsibility for the company's actions for species conservation, biodiversity and climate protection. Therefore, the formal approval of the Aurubis AG Supervisory Board members should be denied.

Comment on the countermotions of our shareholders:

The management will comment on the countermotions at the Annual General Meeting as necessary.

**Aurubis AG
Executive Board**