January 1, 2026

BY-LAWS

for the Executive Board of Continental Aktiengesellschaft (the "Company")

I. Basic Principles

(1) The Executive Board manages the business of the Company under the joint responsibility of all its members in accordance with applicable law, the Articles of Association of the Company ("Articles") and these By-laws.

(2) In matters of great significance and important business transactions the Company shall be represented by two Executive Board members. Otherwise the representation of the Company shall be governed by applicable law and the Articles.

II. Management authority of the Executive Board members

(1) Without prejudice to the statutory joint responsibility of all Executive Board members and each member's obligation to cooperate closely and on the basis of mutual trust and confidence with the other members, the business shall be managed by each individual member in accordance with the business organization plan, which is attached as an **Annex** to these By-laws, as amended from time to time.

(2) Within the framework of responsibilities assigned in accordance with the business organization plan and the Executive Board Resolutions, each member of the Executive Board shall manage her/ his area on her/ his own authority.

(3) If any Executive Board member has serious concerns regarding any matter in any other Executive Board member's area of responsibility, they shall be resolved by discussion with the other Executive Board member or with the Chairperson.

(4) In any matter that affects the areas or responsibility of more than one Executive Board member, any one member may act independently if this is consistent with the business organization plan, or if it appears reasonably necessary in order to avoid imminent serious detriment to the Company. Such action shall not extend any further than is necessary in order to avert such detriment. The Executive Board shall be informed without delay.

(5) Each member of the Executive Board shall prepare plans and budgets for the activities of the Company and its consolidated entities (collectively, the "Group") for her/his respective area of responsibility in accordance with guidelines approved by the Executive Board, and shall submit them to the Executive Board for approval. The member responsible for

Group Finance and Controlling (see Annex) shall coordinate and integrate the individual plans into an overall plan. Plans and budgets are prescribed targets and constitute the framework for the activities of each area of responsibility. Deviations from such plans are permissible if they are necessary in order to promote the business development of the Company. If the deviations are substantial, they shall require a Resolution of the Executive Board. § 4 (1) a) of the By-laws of the Supervisory Board remains unaffected.

III. Chairperson of the Executive Board

(1) The Chairperson of the Executive Board leads the Company's overall management and business policy. S/he shall ensure consistent management by the Executive Board and coordinate the work of the members of the Executive Board. The other members of the Executive Board shall inform her/him about all matters material to the execution of her/his office.

(2) The Chairperson shall be responsible for coordinating relationships with the Supervisory Board, including the Executive Board's obligation to report to the Supervisory Board in accordance with Section 90 *Aktiengesetz* and the By-laws of the Supervisory Board.

(3) The Chairperson shall represent the Company to the public; in particular matters the other members of the Executive Board shall discuss and agree on questions of public-relations work with her/ him in advance.

(4) Each member of the Executive Board shall inform the Chairperson without delay about all important activities and decisions, major business events, risks, and losses within her/his respective area of responsibility. The Chairperson or the member concerned shall inform the Executive Board at its next meeting.

(5) In the event of the Chairperson being absent or prevented from attending to her/ his duties, the Deputy Chairperson or, if none has been appointed or if s/he is not present, the Executive Board member with the greatest length of service on the Executive Board shall act in her/his stead.

IV. Conflicts of interest

The members of the Executive Board shall be guided by the overall interests of the Company in all their decisions and actions. Each member of the Executive Board shall immediately notify the Chairperson of the Executive Board and the Supervisory Board of any conflicts of interest arising in connection with her/his activities for the Company or its subsidiaries. This applies in particular in the event that a member of the Ex-

ecutive Board establishes or maintains close relations, directly or indirectly via family relationships, personal friendship or economically, with any customer, supplier or other business partner of the Group. The duty of notification shall not be limited to cases in which a conflict of interest actually affects the activities of a member of the Executive Board, but shall also apply in case there is only the appearance of a potential conflict of interest.

V. Executive Board Resolutions

(1) The Executive Board shall resolve on all matters relating to the Company and its consolidated entities

a) in which its resolution is required by applicable law, the Articles, and/or these By-laws;

b) which require the consent of the Supervisory Board and/or a resolution of the Shareholders' Meeting or the Supervisory Board.

c) on which the Executive Board has taken over decision-making authority by resolution of the Board or on which a member of the Executive Board requests a decision by the Executive Board;

d) on matters which are fundamental or of material significance to the strategy, the business, corporate, human relations, financing, pricing, and/or investment policy, or the risk exposure of the Company and/or the Group.

(2) Matters of fundamental or material significance shall include (but are not limited to) the following:

a) the strategy of the Company, the Group and its Group Sectors;

b) corporate plans and budgets in accordance with Section II paragraph (5) hereof;

c) major changes to the organization or corporate structure of the Company and/or the Group;

d) adding, materially reducing or relinquishing areas of activity of the Group;

e) establishing or dissolving subsidiary or associated companies or holdings in other companies, if the value or the prospective value of the assets of such company exceeds € 10 million;

f) acquiring or disposing of, in particular selling subsidiary or associated companies or interests in such or other companies or enterprises (including an increase or decrease of the equity

interest in such companies) from, respectively to third parties, if the value exceeds € 10 million;

g) establishing, acquiring or disposing of, in particular selling or relinquishing major business establishments, in particular production locations, if (ii) the value or, in case of a new establishment, the amount of the investment foreseen exceeds € 10 million or (ii) such establishment has or is foreseen to have more than 50 employees;

h) acquiring or disposing of real estate or rights pertaining to real estate, if the value exceeds € 10 million;

i) entering into, amending, or terminating domination, profit transfer, or similar enterprise agreements within the meaning of Article 291 et seqq. *Aktiengesetz* with any third party;

j) entering into, amending, or terminating contracts of major significance to the Company and/or the Group, in particular

- any agreement on material terms and/ or any framework agreement with an OEM;
- external research contracts with a total compensation in excess of € 1 million;
- major cooperation or joint venture agreements;

The mere prolongation of an approved contract does not require a new approval of the Executive Board;

k) retaining any external management, business or strategic consultant for a total compensation in excess of €50,000. Expert service providers (accounting, finance, IT, law, tax etc.) are not considered consultants for the purpose of this provision;

l) defining the position of the Company with respect to impending or ongoing major labor disputes;

m) basic human relations and personnel policy issues, in particular management, remuneration or post employment benefit principles;

n) the creation and grading of, and any first appointment to, any position at grade 15 or higher;

o) appointments to and removals from the corporate bodies and top management positions (managing director, president, general manager etc.) of subsidiary and associated companies (other than mere holding or dormant companies);

p) issuing and revoking *Generalvollmacht* (general power of attorney);

q) defining the basic principles for the membership and representation of the Group in business organizations and trade associations;

r) defining the basic principles for the communication to the public and the basic positions to be communicated;

s) sponsoring activities with an annual value in excess of € 50.000 or with entities belonging to or being closely connected to any customer of the Group;

t) initiating any law suit or other litigation in which the amount in dispute exceeds €10 million or which is otherwise of major significance to the Group; settlement of any litigation (other than product liability and warranty claims by third parties) which is of major significance to the Group;

u) borrowing of money for more than 12 months and in an amount exceeding € 50 million in any one case;

v) granting of guarantees or other collateral in favor of third parties outside the Group in excess of € 10 million in any one case.

(3) By resolution of the Board, the Executive Board may create one or more management boards/executive management committees for a Group Sector and may transfer any of the matters set forth in Section V clause (2) above to such management board if and to the extent such matters solely affect the respective Group Sector. The Executive Board member responsible for the respective Group Sector shall be the chairperson of such management board. The Executive Board shall resolve on the by-laws for each such management board.

(4) By resolution of the Board, the Executive Board may create one or more committees and transfer any of the matters set forth in Section V clause (2) above to any such committee. Sections VI and VII shall apply *mutatis mutandis* to meetings of such committee(s).

(5) By resolution of the Board, the Executive Board may entrust one or more of its members with the execution of its decisions.

(6) As an exception, any member of the Executive Board shall be permitted, when working on a matter which requires a resolution of the Executive Board, to take a decision jointly with the Chairperson or, in her/his absence, with her/his substitute as provided in Section III clause (5), or, if necessary, alone, if serious detriment is imminent if a decision is not taken immediately. Such member of the Executive Board shall determine in her/his reasonable best judgment whether such a situation exists.

VI. Executive Board meetings

(1) As a rule, Executive Board meetings shall take place twice a month. At any time, any member shall have the right to request the Chairperson to call a meeting and shall state the matter to be discussed.

(2) The Chairperson shall prepare, call, and conduct the meetings of the Executive Board. Meetings shall be called, if at all possible, with the agenda prepared by the Chairperson and with reasonable advance notice. The participation of non-members in the meetings shall be discussed and agreed in advance with the Chairperson.

(3) Any member of the Executive Board shall have the right at any time to request specific matters to be put on the agenda. If the request to put a matter on the agenda is only made in the meeting or with unreasonably short notice, no vote shall be taken on the matter if any member objects.

(4) In preparation for the Executive Board meetings each member shall timely receive a written submission on each matter on the agenda from the member responsible for such matter. Such submission shall contain a proposal for the resolution to be adopted.

(5) The Executive Board shall pass its resolutions at its meetings. Meetings may be held in person and/or by telephone or video conference. At the request of any member of the Executive Board resolutions may also be adopted outside of meetings and voted on in writing, by telecopy, telephone, or by any other means of electronic or telecommunication; provided always that no other member immediately objects to such procedure, and that such resolutions are appropriately documented.

(6) Meeting minutes shall be taken of every Executive Board meeting. The minutes shall be made available to all Executive Board members no later than two days prior to the following meeting. The minutes shall be deemed to be approved, if no Executive Board member raises any objection to them by the next meeting, at the latest.

(7) Executive Board members who have not attended any given meeting shall be informed by the Chairperson or by any other Executive Board member authorized by her/him about any matters that require immediate information.

VII. Quorum and voting

(1) The Executive Board shall have a quorum if at least half its members are present. An Executive Board member shall also be deemed present who takes part in the discussions and the voting by telephone, videoconference or by any other means of electronic or telecommunication.

(2) Other than in exceptional cases no important matters relating to any given area of responsibility shall be discussed unless the Executive Board member responsible for such area participates in the meeting.

(3) The Executive Board shall endeavor to pass its resolutions unanimously. If a unanimous vote cannot be achieved, any Executive Board member shall have the right to request the postponement of the vote until the next meeting. Unless otherwise provided by applicable law, the Articles, or these By-laws, the Executive Board shall pass its resolutions by a simple majority vote of the members present. In case of a deadlock the Chairperson shall have the casting vote.

VIII. Absence

In case any member of the Executive Board will not be available for an extended period of time, s/he will immediately inform the Chairperson and discuss arrangements for her/his absence, if necessary.

Annex to the By-laws for the Executive Board of Continental AG

Business Organization Plan

	Area of Responsibility
Christian Kötz	Chairperson
	Group Communication
	Group Sustainability
	Group IT
	Group Integrity & Law (Law, Compliance, Internal Audit)
	Group Sector Tires
Ulrike Hintze	Group Human Relations
	Director of Labor Relations
Philip Nelles	Group Sector ContiTech
Roland Welzbacher	Group Finance and Controlling
	Group M&A

This business organization shall be effective from January 1, 2026.