

Proposal regarding the Resolution on the Appropriation of Retained Earnings

Item 2 on the Agenda

Resolution on the Appropriation of Retained Earnings

Payment of a dividend of EUR 3.35 per no-par-value share on the dividend-entitled nominal capital, i. e. EUR 665,761,523.05 as total dividend and carrying forward the remaining amount of EUR 39,651,047.11 to new account.

Total dividend	EUR	665,761,523.05
<u>Carried forward to new account</u>	<u>EUR</u>	<u>39,651,047.11</u>
Retained Earnings	EUR	705,412,570.16

Pursuant to § 58 section 4 sentence 2 AktG, the entitlement to payment of the dividend shall become due on May 14, 2019.

The proposal on the appropriation of retained earnings takes into account that the 1,681,403 treasury shares held by the Company at the time of preparing the annual financial statements are not entitled to dividend payment in accordance with § 71b AktG. If the number of treasury shares decreases or increases until the Annual General Meeting, the Executive Board and the Supervisory Board will present to the Annual General Meeting a correspondingly adjusted resolution proposal on the appropriation of retained earnings which will include an unchanged dividend of EUR 3.35 per dividend-entitled no-par value share and correspondingly adjusted figures of the total dividend and the income carried forward.

Herzogenaurach, March 2019

adidas AG
The Executive Board