

CarMax, Inc.
ANNUAL MEETING OF SHAREHOLDERS
25TH JUNE 2024
QUESTIONS FROM DWS INVESTMENT GMBH

Dear Mr. Thomas Folliard,
Dear Mr. William Nash,
Dear Mr. Mitchell Steenrod,
Dear Members of the Board,

DWS Investment GmbH, also acting on behalf of funds of DWS Investment S.A. (incl. SICAVs and PLCs) and certain institutional mandates of DWS International GmbH, all according to delegation agreements (hereafter DWS), is one of the largest asset managers in Europe. As a responsible investor in CarMax, Inc., it is part of our fiduciary duty to express our expectations in the best interest of our clients. Our commitment to environmental, social and governance practices (ESG) is a crucial element of our responsibilities and forms an integral part of our investment process.

Ahead of your 2024 annual general meeting of shareholders (AGM), we would like to share our questions with you. We would greatly appreciate your answers in written form. Please note that we will also share our questions on our website (www.dws.com) on the day of your AGM. Thank you for your consideration.

Independence and Composition of Key Committees of the Board

Qualified, experienced and independent directors are essential for competent and effective decision-making processes at board and committee level. Having a majority of independent members serving on the board as well as an independent chairperson is important for us to ensure challenging board discussions.

We appreciate the work of Mr. Mitchell Steenrod (Lead director), Mr. Ronald Blaylock, and Ms. Shira Goodman. However, as their tenure with the company has exceeded ten years as of the ensuing AGM, it contradicts our DWS Corporate Governance and Proxy Voting Policy with respect to director independence.

Our expectation on independence also extends to the board's committees. Having at least 50% independent members serving on the board's committees is important for us to ensure challenging discussions and decision making.

We observe a 33% independence ratio of the Nominating and Governance, due to the reasons stated above.

Further, the Compensation and Personnel committee has a non-independent chairperson. This falls short of the expectation of our DWS Corporate Governance and Proxy Voting Policy, which requires an independent chairperson on key committees.

QUESTION 1: Do you have any plans to reconstitute the Nominating and Governance Committee to ensure majority independence in the near future?

QUESTION 2: Would you consider appointing an independent chair on the Compensation and Personnel committee before the next AGM?

Board Gender Diversity

We expect our investee companies to incorporate gender diversity into their composition and refreshment processes and to adhere to national best practice stipulations on gender representation. We require boards to have at least 30% female directors at board level.

At present, the gender diversity at the board stands at 27%.

QUESTION 3: Would you consider increasing the gender diversity within the Board to 30%?

Rotation of External Auditors

We place high value on the quality and independence of auditors. A strong degree of transparency regarding the audit fees, the proportionality and limitations on audit and non-audit fees, the tenure of the audit firm and the lead audit partner is key for DWS to assess whether ratifications for audit firms are deemed responsibly.

We regard regular rotation of both the audit firm (after ten years at the latest) and the lead audit partner (after five years at the latest) as a reasonable measure to ensure reliable, independent and critical evaluation of a firm's accounts.

We note that KPMG LLP have been associated with the company since 1996.

QUESTION 4: Can we expect a rotation of the audit firm before the next AGM?

Executive Remuneration

Executive pay is one of the most important aspects of good corporate governance as it is one of the signals for a well-operated and supervised business. Our expectation is that the board ensures full transparency, clear and plausible key performance indicators for investors, the structure of the incentives encourages the achievement of corporate financial, social and environmental objectives and the amount ultimately granted is in line with performance.

As per the company's remuneration arrangements, no meaningful shareholding requirements i.e., no share ownership guidelines for executive directors are in place or they include unvested or unearned awards.

QUESTION 5: Would you consider incorporating meaningful executive shareholding requirements into the remuneration system?

To conclude, we would like to thank all members of the Board and all the employees of CarMax, Inc. on their commitment and dedication.

Thank you in advance for your answers.