

Convenience Translation

This version of the Invitation to the Extraordinary General Meeting on 19 September 2024, prepared for the convenience of English-speaking readers, is a translation of the German original. For purposes of interpretation the German text shall be authoritative and final.



Mister Spex SE

Berlin

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**Invitation to the extraordinary General Meeting
(virtual General Meeting)**

We hereby invite the shareholders of Mister Spex SE ("**Company**") to the extraordinary General Meeting to be held on

Thursday, 19 September 2024, at 10:00 hours (CEST).

The General Meeting shall be convened on the basis of section 118a of the German Stock Corporation Act (*Aktiengesetz* – "**AktG**") in conjunction with section 16 para. 8 of the Company's Articles of Association ("**Articles of Association**") in the form of a virtual General Meeting without the physical presence of the shareholders or their proxies (with the exception of the voting proxies appointed by the Company) at the venue of the General Meeting. The venue of the General Meeting as defined by the AktG is the dbb Forum, Friedrichstraße 169, 10117 Berlin.

The General Meeting will be broadcast live in its entire duration in video and audio for shareholders who have duly registered and provided evidence of their shareholding and their proxies via the password-protected internet service for the General Meeting of the Company at the website

<https://ir.misterspex.com/agm>.

The voting rights of duly registered shareholders and their proxies shall be exercised exclusively by way of electronic postal voting or by granting power of attorney and issuing instructions to the voting proxies appointed by the Company. You will find more detailed explanations on this following the agenda under section II. of this invitation.

Note: The provisions applicable to stock corporations with their registered office in Germany, in particular the German Commercial Code (*Handelsgesetzbuch* – "**HGB**") and the AktG, apply to the Company by virtue of the reference provisions of Art. 5, Art. 9 para. 1 lit. c) ii), Art. 53 and Art. 61 of Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European company (SE) ("**SE Regulation**"), unless otherwise provided for in more specific provisions of the SE Regulation. For reasons of clarity, the citation of these reference provisions is omitted in the following.

I. AGENDA

1. Amendment of section 9 para. 1 of the Articles of Association regarding the number of Supervisory Board members

Pursuant to section 9 para. 1 of the Company's Articles of Association, the Supervisory Board currently consists of seven (7) members. In order to streamline the corporate management and to increase the efficiency of the decision-making process, the Management Board and the Supervisory Board propose to reduce the number of Supervisory Board members from seven (7) to five (5) members and to amend section 9 para. 1 of the Company's Articles of Association to read as follows:

"(1) *The Supervisory Board consists of five (5) members.*"

2. Amendment of section 14 para. 1 of the Articles of Association regarding the remuneration for activities in Supervisory Board committees

Pursuant to section 12 para. 2 of the Company's Articles of Association, the Supervisory Board may form committees subject to applicable legal provisions. The Supervisory Board has utilized this authority and has formed four committees from among its members: the Audit Committee, the Nomination and Remuneration committee, the Strategy and ESG Committee and the Transformation Committee. The details are stipulated in the applicable rules of procedure for the Supervisory Board.

In order to increase the efficiency of the work of the Supervisory Board, the Supervisory Board has decided, on 18 July 2024, to reduce the number of committees by consolidating the current strategy and ESG committee and the current transformation committee to form one single transformation and strategy committee, thereby reducing the number of committees from four (4) to three (3).

To the extent that the Articles of Association still reflect the previous structure of the Supervisory Board committees, the Articles of Association shall be amended to reflect the changed, new structure. Accordingly, the Management Board and the Supervisory Board propose to amend sentences 7 to 10 of section 14 para. 1 of the Articles of Association, which stipulate the remuneration for activities on the previous Strategy and ESG Committee and the previous Transformation Committee, to read as follows:

"As a member of the Transformation and Strategy Committee, members of the Supervisory Board receive an additional annual remuneration of EUR 10,000 (in words: ten thousand). In deviation from sentence 7, the Chairperson of the Transformation and Strategy committee receives an additional annual remuneration of EUR 15,000 (in words: fifteen thousand)."

3. Confirmation of the resolutions adopted by the Annual General Meeting of the Company on Friday, 7 June 2024, on request by the Management Board and the Supervisory Board on items 2 and 3, and on request of the Supervisory Board on item 6 of the agenda

The resolutions adopted by the Annual General Meeting of the Company on Friday, 7 June 2024, on request by the Management Board and the Supervisory Board on items 2 and 3 of the agenda, and on request of the Supervisory Board on item 6 of the agenda were contested on formal grounds. The actions to contest the resolutions have not yet been officially served upon the Company but have been filed with the Regional Court (*Landgericht*) of Berlin II. In order to provide for legal certainty, the Management Board and the Supervisory Board propose, and regarding item 6 of the agenda of the Annual General Meeting of the Company held on Friday, 7 June 2024, only the Supervisory Board proposes, as a precautionary measure, to confirm each of the contested resolutions pursuant to section 244 AktG. By these confirmation resolutions to be adopted it is intended to express the intention that the resolutions originally adopted on 7 June 2024 are to be recognized as legally valid and to be maintained in full force and effect.

3.1 Confirmation resolutions on the resolutions adopted by the Annual General Meeting of the Company on Friday, 7 June 2024, on item 2 of the agenda in relation to the approval of the acts of the members of the Management Board for the financial year 2023

The Management Board and the Supervisory Board propose to adopt the following confirmation resolutions in relation to the approval of the acts of the members of the Management Board for the financial year 2023:

"The following resolutions adopted by the General Meeting of Mister Spex SE on 7 June 2024 upon request of the Management Board and the Supervisory Board on item 2 of the agenda are hereby each confirmed:

3.1.1. Dirk Graber, Management Board member in office during the financial year 2023, is granted approval for his acts as a Management Board member for that period (individual approval).

3.1.2. Dr. Mirko Caspar, Management Board member in office during the financial year 2023, is granted approval for his acts as a Management Board member for that period (individual approval).

3.1.3. Maren Kroll, Management Board member in office during the financial year 2023, is granted approval for her acts as a Management Board member for that period (individual approval)."

3.2 Confirmation resolutions on the resolutions adopted by the Annual General Meeting of the Company on Friday, 7 June 2024, on item 3 of the agenda in relation to the approval of the acts of the members of the Supervisory Board for the financial year 2023

The Management Board and the Supervisory Board propose to adopt the following confirmation resolutions in relation to the approval of the acts of the members of the Supervisory Board for the financial year 2023:

"The following resolutions adopted by the General Meeting of Mister Spex SE on 7 June 2024 upon request of the Management Board and the Supervisory Board on item 3 of the agenda are hereby each confirmed:

- 3.2.1. *Peter Williams, Supervisory Board member in office during the financial year 2023, is granted approval for his acts as a Supervisory Board member for that period (individual approval).*
- 3.2.2. *Nicola Brandolese, Supervisory Board member in office during the financial year 2023, is granted approval for his acts as a Supervisory Board member for that period (individual approval).*
- 3.2.3. *Tobias Krauss, Supervisory Board member in office during the financial year 2023, is granted approval for his acts as a Supervisory Board member for that period (individual approval).*
- 3.2.4. *Birgit Kretschmer, Supervisory Board member in office during the financial year 2023, is granted approval for her acts as a Supervisory Board member for that period (individual approval).*
- 3.2.5. *Pietro Luigi Longo, Supervisory Board member in office during the financial year 2023, is granted approval for his acts as a Supervisory Board member for that period (individual approval).*
- 3.2.6. *Stuart Paterson, Supervisory Board member in office during the financial year 2023, is granted approval for his acts as a Supervisory Board member for that period (individual approval).*
- 3.2.7. *Nicole Srock.Stanley, Supervisory Board member in office during the financial year 2023, is granted approval for her acts as a Supervisory Board member for that period (individual approval)."*

3.3 Confirmation resolutions on the resolutions adopted by the Annual General Meeting of the Company on Friday, 7 June 2024, on item 6 of the agenda in relation to the election of new members of the Supervisory Board

The Supervisory Board proposes to adopt the following confirmation resolutions in relation to the election of new members of the Supervisory Board:

"The following resolutions adopted by the General Meeting of Mister Spex SE on 7 June 2024 upon request of the Supervisory Board on item 6 of the agenda, which were voted by way of separate election and were announced as follows, are hereby each confirmed:

Based on the recommendation of the Nomination and Remuneration Committee of the Supervisory Board, the Supervisory Board proposes the following individuals to be elected as members of the Supervisory Board:

- 3.3.1. Nicola Brandolese, Chief Executive Officer of Doctolib S.r.l., residing in Rome, Italy*
- 3.3.2. Birgit Kretschmer, Chief Financial Officer at C&A Europe, residing in Fürth, Germany*
- 3.3.3. Claus-Dietrich Lahrs, independent senior advisor, residing in Stuttgart, Germany*
- 3.3.4. Pietro Luigi Longo, Head of M&A and Business Development Director at EssilorLuxottica S.A., residing in Milan, Italy*
- 3.3.5. Nicole Srock.Stanley, Managing Director of dan Pearlman markenarchitektur gesellschaft von architekten und innenarchitekten mbH, residing in Berlin, Germany*
- 3.3.6. Gil Steyaert, independent senior advisor, residing in Wilmslow, United Kingdom*

Pietro Luigi Longo and Nicole Srock.Stanley are appointed for the period up to the termination of the Annual General Meeting that resolves on the approval of the acts of the members of the Supervisory Board for the financial year 2025. Nicola Brandolese and Birgit Kretschmer are appointed for the period up to the termination of the Annual General Meeting that resolves on the approval of the acts of the members of the Supervisory Board for the financial year 2026. Claus-Dietrich Lahrs and Gil Steyaert are appointed for the period up to the termination of the Annual General Meeting that resolves on the approval of the acts of the members of the Supervisory Board for the financial year 2027."

The invitation to the Annual General Meeting held on 7 June 2024 included the following additional information on item 6 of the agenda, which is restated here for information purposes in its original wording without being updated:

"The Supervisory Board has assured itself that the proposed candidates are able to devote the expected amount of time to serving on the Supervisory Board of Mister

Spex SE. Nicola Brandolese, Birgit Kretschmer, Claus-Dietrich Lahrs, Pietro Luigi Longo and Gil Steyaert each have expertise in the field of accounting in accordance with section 100 para. 5 AktG and recommendation D.3 of the German Corporate Governance Code (in the version dated 28 April 2022) (GCGC). Birgit Kretschmer also has expertise in the field of auditing in accordance with section 100 para. 5 AktG and recommendation D.3 GCGC. The proposed candidates in their entirety are familiar with the sector in which the Company operates. The election proposal also takes into account the objectives resolved by the Supervisory Board for its composition in accordance with recommendation C.1 GCGC and aims to fulfil the competence profile developed by the Supervisory Board for the entire board. It is intended to elect Claus-Dietrich Lahrs as Chairman of the Supervisory Board if he is elected as a member of the Supervisory Board and Gil Steyaert as Deputy Chairman of the Supervisory Board if he is elected as a member of the Supervisory Board. Further information on the candidates proposed for election including a CV providing information on relevant knowledge, skills and professional experience, information on memberships in other statutory supervisory boards and comparable domestic and foreign supervisory committees of commercial companies (section 125 para. 1 sentence 5 AktG) and information in accordance with recommendations C.7 and C.13 GCGC is provided after the agenda under section III. This information is also available for inspection from the time of convening and during the General Meeting on the Company's website at <https://ir.misterspex.com/agm>."

In addition, section III. of the invitation to the Annual General Meeting held on 7 June 2024 contained further information which is attached to the present invitation for information purposes as Annex 1 without being updated. Annex 1 forms an integral part of this invitation.

II.

FURTHER INFORMATION AND NOTES

1. Total number of shares and voting rights at the time of the convocation

At the time of the convocation of the General Meeting, the registered share capital of the Company amounts to EUR 35,048,001.00 and is divided into 35,048,001 no-par value bearer shares with a notional interest in the share capital of EUR 1.00 per share, each of which grants one vote. The total number of voting rights therefore amounts to 35,048,001 at the time of the convocation of the General Meeting.

Included in this total number are at the time of the convocation of the General Meeting 871,697 treasury shares held by the Company which do not entitle the Company to any rights, in particular voting rights (section 71b AktG).

2. Holding the General Meeting as a virtual General Meeting without the physical presence of the shareholders and their proxies; password-protected internet service

The Company's Management Board has decided to hold the extraordinary General Meeting in accordance with section 118a AktG in conjunction with section 16 para. 8 of the Company's Articles of Association as a virtual General Meeting without the physical presence of shareholders or their proxies (with the exception of the voting proxies appointed by the Company) at the venue of the General Meeting. A physical attendance by the shareholders or their proxies is therefore not possible (except for the voting proxies appointed by the Company). Shareholders that are properly registered and have provided evidence of their shareholding, or their proxies therefore may participate in the meeting and exercise their voting rights, as well as further shareholder rights, only by connecting to the virtual General Meeting on 19 September 2024, from 10:00 a.m. (CEST) by means of electronic communication via the password-protected internet service by clicking the button "Entering the General Meeting".

How shareholders and their proxies can access the password-protected internet service and connect to the meeting is described below under section 2.2 "*Access to the password-protected internet service and connecting to the meeting electronically*".

Shareholders who have duly registered and have provided evidence of their shareholding can exercise their voting right personally or by proxies by electronic postal vote or by granting power of attorney to one of the voting proxies appointed by the Company. Shareholders or their proxies who are connected electronically to the General Meeting will be granted the right to speak and to request information as well as the right to submit motions and nominations for election at the General Meeting by means of video communication. They also have the right to file objections to resolutions of the General Meeting by means of electronic communication. Shareholders who have duly registered for the General Meeting and their proxies are also be granted the right to submit statements prior to the General Meeting by means of electronic communication.

The electronic connection to the virtual General Meeting via the password-protected internet service and the rights to participate in the virtual General Meeting do not allow for participation in the virtual General Meeting within the meaning of section 118 para. 1 sentence 2 AktG.

2.1 Live broadcast of the General Meeting

The General Meeting will be broadcast on 19 September 2024, at 10:00 hours (CEST) live in video and audio via the password-protected internet service on the internet at

<https://ir.misterspex.com/agm>.

Only shareholders who have duly registered and have provided evidence of their shareholding (see section 3 "*Prerequisites for the exercise of shareholders' rights in connection with the virtual General Meeting*") or their proxies will be able to follow the video and audio broadcast of the entire General Meeting in the password-protected internet service. How shareholders and their proxies can access the password-protected internet service and connect to the meeting is described below under section 2.2 "*Access to the password-protected internet service and connecting to the meeting electronically*".

2.2 Access to the password-protected internet service and connecting to the meeting electronically

The Company has set up an password-protected internet service for the General Meeting. Shareholders who have duly registered and have provided evidence of their shareholding, and their proxies may connect electronically to the General Meeting via the password-protected internet service and, in this way, may participate in the meeting

and exercise their shareholder rights, and may follow the entire General Meeting in a live video and audio stream by means of electronic communication. The password-protected internet service will be available at the website

<https://ir.misterspex.com/agm>

as of 29 August 2024 for access by shareholders who have duly registered and have provided evidence of their shareholding, and their proxies.

After the registration and evidence of the shareholding have been received by the Company in due form and time in accordance with the provisions set forth below in section 3 "*Prerequisites for the exercise of shareholders' rights in connection with the virtual General Meeting*", shareholders eligible for participation and their proxies will be sent a GM ticket with their individual access data for using the password-protected internet service.

To be able to use the password-protected internet service, they will have to log in with their individual access data. After entering this access data in the password-protected internet service for the first time, a separate password can be selected there which enables any renewed access to the password-protected internet service. Proxies of shareholders also receive access to the password-protected internet service by using access data which will be sent to them after receipt of the proxy authorization or evidence of such authorization by the Company via the method chosen by the shareholder. In all other respects, the provisions on granting, revoking and providing evidence of proxy authorization (see section 5 "*Procedure for voting by proxy*") remain unaffected.

The various options for exercising shareholder rights in relation to the virtual General Meeting will appear on the user interface in the password-protected internet service.

3. Prerequisites for the exercise of shareholders' rights with respect to the virtual General Meeting

Only shareholders who have duly registered for the General Meeting and have provided evidence of their right to participate in the General Meeting are entitled to follow the virtual General Meeting in the password-protected internet service and to exercise other shareholder rights in connection with the virtual General Meeting, particularly the voting right.

The registration must be made in text form (section 126b of the German Civil Code – "**BGB**") in German or English.

Evidence of shareholding issued by the last intermediary in text form (section 126b BGB) pursuant to section 67c para. 3 AktG is sufficient as evidence of shareholding. The evidence of shareholding must refer to the close of business on the 22nd day before the General Meeting, i.e. 28 August 2024, 24:00 hours (CEST) ("**record date**").

The registration and the evidence of shareholding must be received by the Company no later than on

12 September 2024, 24:00 hours (CEST),

via one of the following contact options:

Mister Spex SE

c/o Better Orange IR & HV AG

Haidelweg 48

81241 München/Munich

or

e-mail: anmeldung@linkmarketservices.eu

Regarding the participation in the General Meeting and the exercise of shareholder rights, in particular the right to vote, only persons who have provided evidence of shareholding at the record date will be considered shareholders in relation to the Company. The entitlement to exercise shareholder rights and the scope of the voting right are determined exclusively by the proven shareholding on the record date.

The record date does not constitute a cutoff date after which shares are not permitted to be sold. Even in the event of a full or partial disposal of the shareholding after the record date, the entitlement to exercise shareholder rights in connection with the virtual General Meeting and the scope of the voting right are solely based on the shareholding held by the respective shareholders on the record date, i.e., any disposals of shares after the record date do not affect the entitlement of the respective shareholders to exercise shareholder rights in connection with the virtual General Meeting and the scope of the voting right. The same applies to acquisitions and additional acquisitions of shares after the record date. Persons who do not hold any shares on the record date and only

subsequently become shareholders may exercise shareholder rights in connection with the virtual General Meeting only if they have been authorized or empowered to exercise these rights. The record date does not have any significance for dividend entitlements.

After receipt of the registration and the evidence of shareholding in due form and time at one of the contact options mentioned above, shareholders will each be sent a GM ticket with the access data for using the password-protected internet service, which contains an integrated proxy form as well as a proxy and instruction form for the General Meeting. The forms are also available on the Company's website at

<https://ir.misterspex.com/agm>.

Usually, the depository institutions take care of the required registration and the transmission of the evidence of shareholding for their customers. To ensure timely receipt, we kindly ask shareholders who wish to participate in the General Meeting to arrange for the required registration and evidence of their shareholding with their depository institution as early as possible.

4. Procedure for voting by electronic postal vote

Shareholders may exercise their voting rights by way of electronic communication ("**electronic postal vote**"). This requires due registration and evidence of shareholding (see section 3 "*Prerequisites for the exercise of shareholders' rights in connection with the virtual General Meeting*" above). Votes may be cast by electronic postal vote via the password-protected internet service at the website

<https://ir.misterspex.com/agm>

in accordance with the procedure provided for this purpose.

Voting via the password-protected internet service at the website <https://ir.misterspex.com/agm> is possible from 29 August 2024 until the closure of the voting by the chairperson of the meeting in the virtual General Meeting on 19 September 2024. A vote cast via the password-protected internet service can also be modified or revoked via the password-protected internet service until the closure of the voting by the chairperson of the meeting in the virtual General Meeting on 19 September 2024.

If no explicit or unambiguous vote is cast on an agenda item by electronic postal vote, this will be counted as an abstention from voting on this agenda item. If an agenda item

is to be decided by individual vote without this having been communicated in advance of the General Meeting, a vote cast on this agenda item as a whole will also be deemed to be a corresponding vote for each sub-item voted on individually.

5. Procedure for voting by proxy

Shareholders may be represented by a proxy, e.g., intermediary, a shareholders' association, a proxy advisor or another person of their choice, with regard to attending the virtual General Meeting, and with regard to exercising their shareholder rights at the General Meeting.

In the event that a proxy authorization is granted, registration and evidence of shareholding must also be provided in due form and time in accordance with the above provisions under section 3 "*Prerequisites for the exercise of shareholders' rights in connection with the virtual General Meeting*".

If a shareholder authorizes more than one person, the Company may reject one or more of them.

The granting of a proxy authorization that is not granted to an intermediary or a representative treated as equivalent to intermediaries pursuant to section 135 para. 8 AktG, its modification and revocation as well as the provision of proof of the authorization to the Company must be made in text form (section 126b BGB) or via the password-protected internet service using the input mask on the website at <https://ir.misterspex.com/agm> in accordance with the procedure provided therefor.

Shareholders will receive a form for granting proxy authorization together with the GM ticket after the registration and the evidence of shareholding have been received in due form and time. The form for granting proxy authorization is also available for download on the Company's website at <https://ir.misterspex.com/agm>.

Proxy authorization may be declared, or proof thereof may be provided to the proxy or to the Company. For organizational reasons, the granting of the proxy authorization, its modification or revocation and the proof of proxy authorization granted to a proxy or its revocation to the Company must be received by the Company in text form in any of the following ways by 18 September 2024, 24:00 hours (CEST):

Mister Spex SE

c/o Better Orange IR & HV AG
Haidelweg 48
81241 München/Munich

or

e-mail: misterspex@linkmarketservices.eu

or via the password-protected internet service using the input mask on the internet at <https://ir.misterspex.com/agm> from 29 August 2024 before and during the virtual General Meeting on 19 September 2024.

On the day of the virtual General Meeting on 19 September 2024, proxy authorizations may be granted, modified, or revoked only via the password-protected internet service at <https://ir.misterspex.com/agm>.

If proxy authorization is granted to intermediaries, in particular credit institutions, and to representatives treated as equivalent to intermediaries pursuant to section 135 para. 8 AktG (this includes shareholder associations, proxy advisors and persons who professionally offer the service of exercising voting rights on behalf of shareholders at general meetings, unless the individual who intends to exercise the voting right is the legal representative, spouse or life partner of the shareholder or is related to the shareholder by blood or marriage up to the fourth degree of kinship), section 135 AktG must be complied with. Under that provision, proxy authorization must be granted to a specified proxy and be kept by the proxy in a verifiable form. Furthermore, the declaration of proxy authorization must be complete and may only contain declarations linked to the exercise of the voting right. In those cases, please coordinate the form of proxy authorization with the intended proxy. However, a breach of the aforementioned requirements and certain other requirements referred to in section 135 AktG for granting proxy authorization to any of the persons referred to in this paragraph does not, pursuant to section 135 para. 7 AktG, affect the validity of the votes cast. In addition, intermediaries and other persons or institutions treated as equivalent thereto pursuant to section 135 para. 8 AktG are recommended to contact the shareholder hotline or the registration office at the address listed above prior to the General Meeting with regard to the exercise of voting rights.

Proxies (with the exception of the voting proxy appointed by the Company) cannot physically attend the General Meeting, either. They may exercise voting rights on behalf of shareholders they represent only by means of electronic postal voting or by granting sub-power of attorney and issuing instructions to the voting proxies appointed by the Company. The information on the exercise of voting rights as well as on the exercise of other shareholders' rights linked to participation, in particular the right to speak and the right to information at the General Meeting, contained in this invitation applies accordingly to the exercise of rights by proxies. In order to be able to use the internet service, the proxy will be sent access data that will enable them to exercise rights by means of electronic communication via the internet service. A prerequisite is the due registration, including evidence of shareholding of shareholders (see section 3 "*Prerequisites for the exercise of shareholders' rights in connection with the virtual General Meeting*" above). Shareholders should grant proxy authorization as early as possible so that the proxies receive their individual access data in time. Proxies are requested to use only the access data sent to them for the use of the internet service.

6. Representation by the voting proxies appointed by the Company

We offer our shareholders the opportunity to be represented by proxies appointed by the Company, who will exercise the voting right exclusively in accordance with the instructions of the respective shareholder. In this case, registration and evidence of shareholding must be provided in due form and time in accordance with the above provisions under section 3 "*Prerequisites for the exercise of shareholders' rights in connection with the virtual General Meeting*", too.

In addition to the proxy authorization, these proxies appointed by the Company must also be given instructions for the exercise of voting right. They do not exercise the voting right at their own discretion, but exclusively on the basis of the instructions given by the respective shareholder. If no explicit, or contradictory, or unclear instructions have been given, the voting proxies appointed by the Company will abstain from voting on the relevant agenda items; this always applies to other motions as well. If an individual vote is to be taken on an agenda item without this having been communicated in advance of the General Meeting, an instruction on that agenda item as a whole is also deemed to be a corresponding instruction for each sub-item voted upon individually. Please note that the voting proxies appointed by the Company cannot accept any instructions to speak, submit questions or motions or make statements for the record, neither in the run-

up to the General Meeting nor during the General Meeting, nor can they exercise any other shareholder rights, except for exercising the voting right.

Shareholders will receive a form for granting proxy authorization and giving instructions to the voting proxies appointed by the Company together with the GM ticket after the registration and the evidence of shareholding have been received in due form and time. A corresponding form is also available for download on the Company's website at <https://ir.misterspex.com/agm>.

The granting of authorization to the voting proxies appointed by the Company, the issuance of instructions and their modification and revocation must be received by the Company in text form (section 126b BGB) in any of the following ways by 18 September 2024, 24:00 hours (CEST) at the latest for organizational reasons:

Mister Spex SE

c/o Better Orange IR & HV AG
Haidelweg 48
81241 München/Munich

or

e-mail: misterspex@linkmarketservices.eu

The granting of an authorization for the exercise of voting rights including instructions to the voting proxies appointed by the Company and their modification or revocation can also be made from 29 August 2024 by using the input mask via the password-protected internet service at the website

<https://ir.misterspex.com/agm>

until the closure of the voting by the chairperson of the meeting in the virtual General Meeting on 19 September 2024. Until the closure of the voting by the chairperson of the meeting in the virtual General Meeting on 19 September 2024, a proxy authorization with instructions to proxies appointed by the Company previously sent in text form (section 126b BGB) or granted via the password-protected internet service can also be modified or revoked.

On the day of the virtual General Meeting on 19 September 2024, proxy authorizations and instructions to the voting proxies appointed by the Company can only be issued, modified or revoked via the password-protected internet service at the website <https://ir.misterspex.com/agm> until the closure of the voting by the chairperson of the virtual General Meeting on 19 September 2024.

7. Priority of postal votes cast, proxy authorizations granted and instructions issued and additional information on the casting of votes

Please note that a postal vote, the granting of proxy authorizations and the issuing of instructions, as well as any modification or revocation thereof, effected via the internet service will always be given priority and that any votes cast or any proxy authorizations and instructions transmitted in any other way are invalid irrespective of the time of their receipt. However, in the event that several declarations have been made in due form and time without using the internet service, the last declaration received will be given priority.

If an individual vote is to be taken on an agenda item, a vote cast via electronic postal vote and/or an instruction on that agenda item as a whole will also be deemed to be a corresponding declaration for each sub-item voted upon individually.

Postal votes and/or proxy authorizations and instructions that cannot be unequivocally matched to proper registration will be disregarded.

When exercising shareholders' rights, you should note that there may be considerable delays in delivery where declarations are sent by regular mail.

8. Information on further rights of the shareholders

8.1 Additions to the agenda at the request of a minority pursuant to Art. 56 SE Regulation, section 50 para. 2 SEAG, section 122 para. 2 AktG

Shareholders whose shares individually or combined are at least equivalent to one-twentieth of the share capital or to a proportionate amount of EUR 500,000.00 in share capital (corresponding to 500,000 shares) can request pursuant to Art. 56 SE Regulation, section 50 para. 2 of the German SE Implementation Act ("**SEAG**"), which corresponds in content to section 122 para. 2 sentence 1 AktG, that items be placed on the agenda and published. Each new item must be accompanied by a reasoning or a draft resolution. The request must be submitted to the Management Board of the Company in writing and must be received, pursuant to section 122 para. 2 sentence 3 AktG, by the Company at least 30 days prior to the General Meeting, i.e. at the latest by 19 August 2024, 24:00 hours (CEST). Requests for additional items received at a later point in time will be disregarded. Please send such a request to

Mister Spex SE

– The Management Board –
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München/Munich

A ninety-day shareholding prior to the day of the General Meeting within the meaning of section 122 para. 1 sentence 3 AktG is not a prerequisite for a request for an additional item to be added to the agenda for a general meeting of an SE.

Additions to the agenda to be published will be published in the German Federal Gazette (*Bundesanzeiger*) without undue delay after receipt of the request and will be forwarded to such media as can be assumed to disseminate the information throughout the European Union. They will also be published on the Company's website at <https://ir.misterspex.com/agm> and communicated to the shareholders pursuant to section 125 para. 1 sentence 3 AktG.

8.2 *Countermotions and nominations for election by shareholders pursuant to sections 126 para. 1, 127, 118a para. 1 sentence 2 no. 3, 130a para. 5 sentence 3 AktG*

Even before the General Meeting, shareholders can submit countermotions to proposals of the Management Board and/or the Supervisory Board on a specific item of the agenda and can submit nominations for the election of Supervisory Board members and/or auditors.

Such countermotions and nominations for election (together with any reasoning) are to be sent exclusively to:

Mister Spex SE

c/o Better Orange IR & HV AG
Haidelweg 48
81241 München/Munich

or

e-mail: antraege@linkmarketservices.eu

Any countermotions and nominations for election sent to a different address will be disregarded.

Countermotions and nominations for election received by the Company no later than 4 September 2024, 24:00 hours CEST will be made available to the other shareholders without undue delay via the Company's website at <https://ir.misterspex.com/agm>, including the name of the shareholder as well as any reasoning. Any comments by the administration will also be published there. A countermotion and its reasoning or a nomination for election need not to be made available subject to the conditions under section 126 para. 2 AktG (in conjunction with section 127 sentence 1 AktG).

Furthermore, nominations for the election of Supervisory Board members or auditors pursuant to section 127 AktG will be made available only if they contain the name, profession and place of residence of the nominated person or the company name and registered office of the nominated legal entity and, in the event of the nomination for the election of Supervisory Board members, information on their memberships in other statutory supervisory boards.

Pursuant to section 126 para. 4 AktG, countermotions and nominations for election by shareholders that are to be made available by the Company will be deemed to have been submitted at the time they are made available. The Company will enable the exercise of the voting right regarding motions or nominations for election as of that point in time. Motions and nominations for election made by shareholders that have not duly registered or are not duly legitimized need not be dealt with at the General Meeting.

Countermotions and nominations for election as well as other motions can also be submitted during the General Meeting by means of video communication, i.e., within the scope of the right to speak, as described below.

8.3 Submission of statements pursuant to sections 118a para. 1 sentence 2 no. 6, 130a para. 1 to para. 4 AktG

Shareholders who have duly registered for the General Meeting or their proxies have the right to submit statements on the items of the agenda by means of electronic communication no later than five days before the General Meeting, i.e. by 13 September 2024, 24:00 hours (CEST).

The submission must be made in text form (section 126b BGB) as a file in PDF format with a recommended maximum file size of 50 MB via the password-protected internet service at the website <https://ir.misterspex.com/agm> in accordance with the procedure provided for this purpose. The submission of several statements is possible. By submitting a statement, the submitting shareholder or proxy agrees that the statement will be made available on the password-protected internet service, including the name of the submitting shareholder or proxy.

The Company will make statements available to all duly registered shareholders and their proxies no later than four days before the General Meeting, i.e. by 14 September 2024, 24:00 hours (CEST) via the password-protected internet service at the website <https://ir.misterspex.com/agm>, stating the name of the submitting shareholder or proxy. Any comments by the administration will also be published on the aforementioned internet service.

Statements will not be made available if they are submitted late or do not meet the above-mentioned requirements or if the Management Board would be liable to prosecution by making them available, if they contain obviously false or misleading information in

material respects or if they contain insults or if the shareholder indicates that he/she will not attend the General Meeting and will not be represented (section 130a para. 3 sentence 4 in conjunction with section 126 para. 2 sentence 1 no. 1, no. 3 and no. 6 AktG).

The possibility of submitting statements does not constitute a possibility to submit questions in advance pursuant to section 131 para. 1a AktG. Any questions contained in statements will therefore not be answered at the virtual General Meeting unless they are asked again at the General Meeting by means of electronic communication and, upon such instruction given by the chairperson of the meeting, by means of video communication. Motions and nominations for election, requests for information and objections to resolutions of the General Meeting within the scope of the statements submitted in text form will be disregarded at the General Meeting as well. The filing of motions and the submission of nominations for election (as described in section 8.2 above), the exercise of the right to information (as described in section 8.5 below) as well as the filing of objections to resolutions of the General Meeting (as described in section 8.6 below) are only possible by the means described separately in this convening notice.

8.4 Right to speak pursuant to sections 118a para. 1 sentence 2 no. 7, 130a para. 5 and para. 6 AktG

Shareholders or their proxies, as the case may be, who are connected electronically to the virtual General Meeting have the right to speak at the General Meeting, which is exercised by means of video communication. Shareholders or, as the case may be, their proxies can register their speeches starting at approximately one hour before the start of the General Meeting on the password-protected internet service at the website <https://ir.misterspex.com/agm> in accordance with the procedure provided for this purpose. Motions and nominations for election pursuant to section 118a para. 1 sentence 2 no. 3 AktG (as described in section 8.2 above) and requests for information (as described in section 8.5 below) can be part of the speech.

The entire virtual General Meeting, including video communication, will be handled in the password-protected internet service via the LinkMeeting system from Better Orange IR & HV AG. Shareholders or their proxies who wish to register their speech via the virtual registration table require either a non-mobile end device (PC, notebook, laptop) with Chrome from version 89, Edge from version 88 or Safari from version 13.1 as the

installed browser or a mobile end device (e.g. smartphone or tablet) to submit the speech. Mobile end devices with an ANDROID operating system require Chrome from version 89 as the installed browser; mobile end devices with iOS operating system require Safari from version 13.1 as the installed browser. A camera and microphone, which can be accessed from the browser, must be available on the end devices for speeches. No further installation of software components or apps on the end devices is required. Persons who have registered for a speech via the virtual registration table will be activated for their speech in the password-protected internet service.

The Company reserves the right to check the functionality of the video communication between the shareholder or the proxy and the Company at the General Meeting before the speech is held and to reject the speech if the functionality of the video communication is not ensured.

Pursuant to section 131 para. 2 sentence 2 AktG in conjunction with section 17 para. 3 of the Articles of Association, the chairperson of the meeting is entitled to impose reasonable time limits on the shareholders' right to speak and the right to ask questions within the meaning of section 131 para. 1 sentence 1 AktG, follow-up questions within the meaning of section 131 para. 1d sentence 1 AktG and new questions within the meaning of section 131 para. 1e sentence 1 AktG. In particular, the chairperson may impose reasonable restrictions on speaking time, question time (including the time for follow-up questions and new questions) or the combined speaking and question time (including the time for follow-up questions and new questions) as well as the appropriate time frame for the entire General Meeting, for individual agenda items and for individual speakers at the beginning or during the course of the General Meeting; this also includes, in particular, the possibility of closing the list of speakers early if necessary and ordering the end of the debate.

8.5 Right to information pursuant to sections 118a para. 1 sentence 2 no. 4, 131 para. 1, 1f, 4 and 5 AktG

Pursuant to section 131 para. 1 AktG, each shareholder must be provided with information by the Management Board on the Company's affairs, including legal and business relationships with affiliated companies and the situation of the Group and the companies included in the consolidated financial statements, upon request at the General Meeting. This applies only to the extent that the information is necessary for a proper assessment of the item of the agenda and there is no right to withhold information.

The right to information is to be exercised exclusively at the General Meeting. It is intended that the chairperson of the General Meeting will determine, in accordance with section 131 para. 1f AktG, that the right to information can be exercised at the General Meeting only by way of video communication, i.e., in the context of exercising the right to speak (as described in section 8.4 above).

section 131 para. 4 sentence 1 AktG provides that if a shareholder has been provided with information outside the General Meeting due to his/her capacity as a shareholder, this information must be provided to any other shareholder or his/her proxy at his/her request during the General Meeting, even if it is not necessary for the proper assessment of the item of the agenda.

In addition, section 131 para. 5 sentence 1 AktG provides that if a shareholder is denied information, he/she may request that his/her question and the reason for which the information was denied be included in the minutes of the meeting.

Within the framework of the virtual General Meeting, it is ensured that shareholders or their proxies who are connected electronically to the General Meeting can submit their request pursuant to section 131 para. 4 sentence 1 AktG and their request pursuant to section 131 para. 5 sentence 1 AktG not only by means of video communication, i.e. within the framework of the right to speak and the procedure provided for this purpose (see section 8.4 above), but also by means of electronic communication via the password-protected internet service in accordance with the procedure provided for this purpose at the General Meeting.

8.6 Possibility to object to resolutions of the General Meeting pursuant to sections 118a para. 1 sentence 2 no. 8, 245 AktG

Shareholders and their proxies who are connected electronically to the virtual General Meeting have the right to object to resolutions of the General Meeting for the record of the notary by means of electronic communication. Objections can be filed from the beginning of the General Meeting until its end via the password-protected internet service on the Company's website at

<https://ir.misterspex.com/agm>.

In addition, they may object to the notary's minutes exercising their right to speak (see section 8.4 above). The Company points out once again that the voting proxies appointed by the Company do not accept instructions to file objections.

8.7 Further explanations of the rights of shareholders

Further explanations of shareholder rights, in particular, those pursuant to Art. 56 SE Regulation, section 50 para. 2 SEAG, sections 122 para. 2, 126 para. 1, 127 and 131 para. 1 AktG are available on the Company's website at <https://ir.misterspex.com/agm>.

9. Website via which the information pursuant to section 124a AktG is available

This invitation to the General Meeting, any documents to be made available to the General Meeting and further information in connection with the General Meeting are available on the Company's website at <https://ir.misterspex.com/agm> from the time the General Meeting is convened. In accordance with section 118a para. 6 AktG, the materials to be made available will also be made available to shareholders connected electronically, or their proxies, as applicable, on the above website during the meeting.

Any countermotions, nominations for election and requests for additions to the agenda from shareholders received by the Company that are subject to publication will also be made available on the above-mentioned website. The results of the voting will also be published on that website after the General Meeting.

A confirmation of the counting of the votes pursuant to section 129 para. 5 AktG will be made available via the internet service, which can be downloaded within one month after the day of the General Meeting.

10. Technical instructions for the virtual General Meeting

To follow the virtual General Meeting and to use the password-protected internet service and to exercise shareholder rights in the password-protected internet service, you need an internet connection and an internet-enabled device. A stable internet connection with a sufficient transmission speed is recommended in order to be able to optimally reproduce the video and audio transmission of the General Meeting.

If you use a PC to receive the video and audio transmission of the virtual General Meeting, you will need a browser and speakers or headphones.

To access the password-protected internet service, you need your access data, which will be sent to you unsolicited after you have duly registered and provided evidence of your shareholding. With this access data, you can log into the password-protected internet service.

In order to avoid the risk of restrictions in the exercise of shareholder rights due to technical problems during the virtual General Meeting, it is recommended – as far as possible – that shareholder rights (in particular voting rights) be exercised before the start of the General Meeting. Voting rights can be exercised in the password-protected internet service from 29 August 2024, 00:00 hours (CEST).

11. Information on availability of video and audio broadcast

Shareholders who have duly registered and provided evidence of their shareholding and their proxies can follow the entire General Meeting on 19 September 2024 from 10:00 hours (CEST) via video and audio broadcast on the internet. The video and audio broadcast of the General Meeting and the availability of the password-protected internet service may, according to the current state of the art, be subject to fluctuations due to restrictions in the availability of the telecommunications network and limitations on third-party internet services, on which the Company has no influence. The Company can therefore not assume any guarantees or liability for the functionality and constant availability of the internet services used, the third-party network elements used, the video and audio broadcast or the access to the password-protected internet service and its general availability. The Company also does not assume any responsibility for errors and defects in the hardware and software used for the holding of the General Meeting via the internet, including those of the service companies used, unless caused intentionally. For this reason, the Company recommends that shareholders make use of the above-mentioned options for exercising their rights, in particular voting rights, at an early stage.

12. Data privacy information for shareholders

Compliance with the provisions of data protection law is very important to the Company. The Company will process personal data of shareholders and their proxies in connection with the virtual General Meeting. You will find below information on the controller and the data protection officer (section 12.1 below). In the following, we also provide you with information regarding the processing of personal data (section 12.2 below) and the rights of data subjects in connection with this processing (section 12.3 below).

12.1 Controller and data protection officer

a) Controller

Mister Spex SE
Hermann-Blankenstein-Straße 24
10249 Berlin
Telephone: + 49 (0) 800 810 8090
Email: datenschutz@misterspex.de

The Company is represented by its Management Board member Stephan Schulz-Gohritz.

b) Data protection officer

Mister Spex SE
Attn.: Data protection officer
Hermann-Blankenstein-Straße 24
10249 Berlin
Email: datenschutz@misterspex.de

Please note however that if you use this email address, your messages will not be read solely by our data protection officer. Therefore, if you wish to exchange confidential information with our data protection officer, please first request direct contact to our data protection officer via this email address.

12.2 *Processing of personal data*

a) Personal data and its sources

The Company will process the following personal data of shareholders and their proxies in connection with the virtual General Meeting to enable shareholders and their proxies to exercise their shareholder rights in relation to the virtual General Meeting:

- surname and first name, address, email address,
- number of shares held, type of shares held, type of ownership of shares,
- the specific identifier given to the shareholder by the last intermediary, account number of the custody account of the shareholder,
- the access data assigned to the shareholder for the password-protected internet service of the Company,
- the IP address from which the shareholder or the proxy uses the password-protected internet service of the Company, other log data that is generated for technical reasons when using the password-protected internet service of the Company (type and version of web browser, operating system used, volume of data transmitted, page accessed, page previously visited, date and time of access),
- the electronic exercise of voting rights and the content of votes cast by electronic postal vote,
- the participation in the virtual General Meeting and following the transmission of the entire virtual General Meeting in video and audio,
- the content of questions asked by means of video communication and the content of the answers given to such questions, as well as the content of statements submitted by means of electronic communication,
- the exercise of the right to speak and the right to information as well as the filing of motions and nominations for election by means of video communication (in particular image and sound data) and the electronic possibility of lodging objections against resolutions of the General Meeting,

- communication data of the shareholder to check the functionality of the video communication (in particular, IP address, image and sound data, if applicable),
- if applicable, the surname, first name and address of the proxy appointed by the relevant shareholder, the granting of proxy authorization, including any instructions given to the proxy, and his/her specific identifier given by the last intermediary.

To the extent that this personal data has not been provided by the shareholders when registering for the virtual General Meeting or obtained during the virtual General Meeting, including the use of the password-protected internet service, their depository bank or their last intermediary within the meaning of section 67c para. 3 AktG will send their personal data to the Company. The access data assigned to the shareholder for the password-protected internet service of the Company as well as the IP address from which the shareholder or the proxy uses the password-protected internet service of the Company will be communicated to the Company by the service provider commissioned by the Company to conduct the virtual General Meeting.

b) Purposes of the processing and legal basis

The Company will process the data of the shareholders and their proxies to the extent necessary to process the shareholder rights exercised by them in connection with the virtual General Meeting. The legal basis for this processing is Article 6 para. 1 lit. c of the General Data Protection Regulation ("**GDPR**") (compliance with legal obligations) in conjunction with section 67e para. 1 AktG.

The Company will process the IP address from which the shareholder or the proxy uses the password-protected internet service of the Company, as well as other log data that is generated for technical reasons when using the password-protected internet service of the Company, and to the extent necessary to provide the password-protected internet service of the Company and to ensure the security of the IT infrastructure used for this purpose. The legal basis for this processing is Article 6 para. 1 lit. c GDPR (compliance with legal obligations) in conjunction with section 67e para. 1 AktG and Article 6 para 1 lit. f GDPR (balancing of interests). The legitimate interest of the Company is the provision of the password-protected internet service of the Company and ensuring the security of the IT infrastructure used for this purpose.

Furthermore, the Company will store personal data of its shareholders and proxies to the extent that this is necessary to comply with statutory retention obligations. The legal basis for this processing is Article 6 para. 1 lit. c GDPR (compliance with legal obligations) in conjunction with the relevant statutory retention obligations.

Moreover, the Company will, if necessary, continue to store personal data of its shareholders and proxies to the extent that this is necessary to establish, exercise or defend legal claims. The legal basis for this processing is Article 6 para. 1 lit. f GDPR (balancing of interests). The Company's legitimate interest is to establish, exercise or defend legal claims.

c) Duration of storage of personal data

The Company will store this personal data for the above purposes only for as long as this is necessary for these purposes.

Log data that is technically generated when using the password-protected internet service of the Company is stored in so-called log files for a maximum period of seven (7) days, unless a security-relevant event occurs (e.g. a DDoS attack). In the event of a security-relevant event, log files are stored until the security-relevant event has been eliminated and fully clarified.

In all other cases, the storage period for the aforementioned purposes is regularly up to three years.

If a shareholder is no longer a shareholder of the Company, the Company will only store his or her personal data for a maximum of twelve months on the basis of section 67e para. 2 sentence 1 AktG, subject to statutory provisions providing otherwise.

Data will only be stored for a longer period on the basis of section 67e para. 2 sentence 2 AktG, subject to statutory provisions providing otherwise, as long as this is necessary for any possible legal proceedings to establish, exercise or defend legal claims. In this case, the Company will store the data until the end of the relevant legal proceedings.

(d) Recipient(s) of personal data

The following service provider will process the above mentioned data for the above mentioned purposes on behalf of the Company (as "processor"):

Better Orange IR & HV AG
Haidelweg 48
81241 München/Munich

The service provider will only receive such personal data from the Company as is required to perform the commissioned service and will process the data exclusively in accordance with the Company's instructions.

Otherwise, the Company will make the personal data available to shareholders and their proxies as well as to third parties only in connection with the virtual General Meeting within the framework of the statutory provisions. In particular, if shareholders and their proxies are to be represented at the virtual General Meeting by a voting proxy appointed by the Company with disclosure of their name, the Company will enter their names, place of residence, number of shares and type of ownership in the list of participants of the General Meeting to be drawn up in accordance with section 129 para. 1 sentence 2 AktG. All shareholders who are electronically connected to the virtual General Meeting and their proxies can view this data on the password-protected internet service during the virtual General Meeting and shareholders may also inspect these data for a period of up to two years thereafter pursuant to section 129 para. 4 sentence 2 AktG. With regard to the transfer of personal data to third parties in connection with the announcement of shareholder requests for additions to the agenda, statements submitted as well as counter motions and nominations for election by shareholders, please refer to the explanations in section 8 of this invitation to the virtual General Meeting on 19 September 2024.

If shareholders or their proxies make use of their right to request information pursuant to section 131 para. 1 AktG or otherwise speak, this might be done by stating the name and, if applicable, the place of residence or registered office of the shareholder asking the question and/or his*her proxy. Requests for information and other requests to speak can only be acknowledged by other participants in the virtual General Meeting. Pursuant to section 130a para. 3 AktG, comments submitted will be made available to other users of the password-protected internet service as described in section 8 above. In the case of requests for additions to the agenda pursuant to Art. 56 SE Regulation, section 50

para. 2 SEAG, section 122 para. 2 AktG and in the case of counter motions and election nominations pursuant to sections 126 para. 1, 127 AktG, these will be made publicly accessible as explained in more detail in section 8 above and, if applicable, be put to the vote at the virtual General Meeting.

e) No transfer of personal data to third countries

The Company will not transfer the personal data processed in the context of the virtual General Meeting to countries outside the European Union or the European Economic Area (referred to as third countries).

f) No obligation to provide the data

Shareholders and their proxies are not obliged to provide the Company with the above-mentioned data in connection with the General Meeting. Provision of the data is not required by law or by contract. The data is not required for the conclusion of a contract either. However, the provision of personal data is absolutely necessary to exercise shareholder rights with respect to the General Meeting.

If shareholders and their proxies do not provide the data, the Company will not be able to enable them to exercise shareholder rights in relation to the General Meeting.

g) No automated decision-making, including profiling

The Company will not carry out any automated decision-making, including profiling, on the basis of the personal data pursuant to Article 22 para. 1 and 4 GDPR.

h) Use of technically necessary cookies for the password-protected internet service

In order to ensure the secure operation of the password-protected internet service and to enable the use of certain functions, technically essential cookies are used. These are small text files that are stored on the end device of shareholders or their proxies when using the internet service. When the internet service is called up again with the same end device, the cookie and the information stored in it can be retrieved. Shareholders and their proxies can generally prevent the use of cookies via their browser settings. However, completely blocking all cookies may result in the password-protected internet service not being able to be used. The legal basis for this data processing is section 25 para. 2 no. 2 of the German Telecommunications Digital Services Data Protection Act (TDDDG).

12.3 Rights of data subjects in relation to the processing

The shareholders and their proxies, as data subjects, have the following rights with respect to the processing of their personal data:

- right to access (Article 15 GDPR)
- right to rectification (Article 16 GDPR)
- right to erasure ("right to be forgotten") (Article 17 GDPR)
- right to restriction of processing (Article 18 GDPR)
- right to data portability (Article 20 GDPR)
- right to object (Article 21 GDPR)
- right to withdrawal of consent (Article 7 para. 3 GDPR)

The following right to object under Article 21 para. 1 GDPR is especially highlighted:

Right to object on grounds relating to the data subject's particular situation (Article 21 para. 1 GDPR)

Shareholders and their proxies have the right as data subjects pursuant to Article 21 para. 1 GDPR to object, on grounds relating to their particular situation, at any time to processing of personal data concerning them which is based on Article 6 para. 1 lit. f GDPR (see section 13.2 (b) above).

If an objection is raised, the Company will no longer process the personal data unless the Company demonstrates compelling legitimate grounds for the processing which override the interests, rights and freedoms of the shareholders and their proxies as data subjects or for the establishment, exercise or defense of legal claims.

Data subjects can contact the Company or its data protection officer using the contact details referred to above in order to exercise their rights. In addition, shareholders and their proxies have a right to appeal to a data protection supervisory authority (Article 77 GDPR). Data subjects can assert this right to appeal; in particular; to the supervisory authority of the (federal) state in which they have their domicile or permanent residence or the data protection supervisory authority for the non-public sector of the federal state of Berlin (*Berliner Beauftragte für Datenschutz und Informationsfreiheit*), where the Company has its registered office.

For more information on the General Data Protection Regulation and the rights of data subjects in relation to the processing of their personal data, please refer to the online information brochure (in German only) of the Federal Commissioner for Data Protection and Freedom of Information (*Der Bundesbeauftragte für den Datenschutz und die Informationsfreiheit, BfDI*)).

Berlin, August 2024

Mister Spex SE
The Management Board (Vorstand)

Appendix 1

With Respect to the Invitation to the Extraordinary General Meeting on 19 September 2024 (Virtual General Meeting)

Information on Item 6 of the Agenda of the Annual General Meeting of the Company on Friday, 7 June 2024

Information on the Candidates Proposed for Election to the Supervisory Board

1. **Nicola Brandolese**

Practiced profession: Chief Executive Officer (CEO) of Doctolib S.r.l.
residing in Rome, Italy
Member of the Supervisory Board since: 15 June 2021

a) Personal data

Year of birth: 1971
Gender: Male
Nationality: Italian

b) Academic career

1999	Babson College, Boston, USA – Executive business administration program
1996	Politecnico di Milano – Master of Science in management, economics and industrial engineering

c) Professional experience

Since 2021	Doctolib Italia – CEO
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2019 to 2021	NET-A-PORTER (Richemont Group) – Managing Director
2017 to 2019	LVMH Group – Group Executive
2014 to 2017	Luxottica Group S.p.A – Group President Retail and head of the digital department (Chief Digital Officer)
2012 to 2013	Luxottica Group S.p.A – Chief Digital Officer
2003 to 2012	SKY – 21st Century Fox – Executive Vice President
2000 to 2003	Sapient Corp. – Director of Digital Strategy
1998 – 2000	The Boston Consulting Group – Project Leader
1997 to 1998	GEA Management Consultants - Consultant
1995 to 1997	Oy Erikstone AB – Sales Manager

d) Information on memberships in other statutory Supervisory Boards

None

e) Information on memberships in comparable domestic and foreign supervisory committees of commercial companies

None

f) Other significant activities

None

g) Disclosures in accordance with the recommendations of the German Corporate Governance Code (GCGC)

In the opinion of the Supervisory Board, there are no personal or business relationships of Nicola Brandolese with the Company, its group companies, the executive bodies of the Company or a shareholder with a material interest in the

Company that require disclosure pursuant to recommendation C.13 GCGC. In the opinion of the Supervisory Board, Nicola Brandolese is also considered independent within the meaning of recommendation C.7 GCGC.

2. **Birgit Kretschmer**

Practiced profession: Chief Financial Officer (CFO) at C&A Europe
residing in Fürth, Germany

Member of the Supervisory Board since: 15 June 2021

a) Personal data

Year of birth: 1970

Gender: Female

Nationality: German

b) Academic career

1990 to 1994	University of Nürnberg – International business administration
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c) Professional experience

Since 2021	C&A Europe - CFO
2017 to 2020	Adidas AG – Senior Vice President Finance
2012 to 2017	Adidas AG – CFO Europe
2006 to 2011	Adidas AG – Head of Project Management Office Global eCommerce / Reebok Europe Controlling
2004 to 2005	Adidas AG – CFO adidas International BV, Amsterdam
1994 to 2003	Adidas AG – Group Treasury
1986 to 1989	Sparkasse Rothenburg – Trainee & Internal Auditor

- d) Information on memberships in other statutory Supervisory Boards

Ceconomy AG – Member of the Supervisory Board

- e) Information on memberships in comparable domestic and foreign supervisory committees of commercial companies

None

- f) Other significant activities

None

- g) Disclosures in accordance with the recommendations of the German Corporate Governance Code (GCGC)

In the opinion of the Supervisory Board, there are no personal or business relationships of Birgit Kretschmer with the Company, its group companies, the executive bodies of the Company or a shareholder with a material interest in the Company that require disclosure pursuant to recommendation C.13 GCGC. In the opinion of the Supervisory Board, Birgit Kretschmer is also considered independent within the meaning of recommendation C.7 GCGC.

3. **Claus-Dietrich Lahrs**

Practiced profession: Independent senior advisor
residing in Stuttgart, Germany

- a) Personal data

Year of birth: 1963

Gender: Male

Nationality: German

- b) Academic career

1986 to 1989 University of Cologne – Business administration
(Diplom-Kaufmann)

c) Professional experience

Since 2023	Independent senior advisor
2019 to 2022	s. Oliver-Group – Chief Executive Officer (CEO)
2016 to 2019	Bottega Veneta SA – CEO
2008 to 2016	HUGO BOSS AG – Chairman of the Management Board and CEO
2004 to 2008	Christian Dior Couture – Managing Director
2000 to 2003	Louis Vuitton Northern America – President/ CEO
1997 to 2000	Louis Vuitton and Loewe, Germany and Austria – General Manager
1996 to 1997	Cartier Northern Europe – Marketing & Retail Manager
1992 to 1995	Cartier Germany – Marketing Manager
1990 to 1991	Delton AG – Trainee (Marketing & Sales)

d) Information on memberships in other statutory Supervisory Boards

Hellmann Verwaltungs SE – Member of the Supervisory Board

Ravensburger AG – Member of the Supervisory Board

e) Information on memberships in comparable domestic and foreign supervisory committees of commercial companies

None

f) Other significant activities

None

- g) Disclosures in accordance with the recommendations of the German Corporate Governance Code (GCGC)

In the opinion of the Supervisory Board, there are no personal or business relationships of Claus-Dietrich Lahrs with the Company, its group companies, the executive bodies of the Company or a shareholder with a material interest in the Company that require disclosure pursuant to recommendation C.13 GCGC. In the opinion of the Supervisory Board, Claus-Dietrich Lahrs is also considered independent within the meaning of recommendation C.7 GCGC.

4. **Pietro Luigi Longo**

Practiced profession: Head of M&A and Business Development Director at EssilorLuxottica S.A.
residing in Milan, Italy
Member of the Supervisory Board since: 20 May 2021

a) Personal data

Year of birth: 1972
Gender: Male
Nationality: Italian

b) Academic career

1991 to 1997 Università Commerciale L. Bocconi Milano –
Economics

c) Professional experience

Since 2014 EssilorLuxottica S.A. – currently: Head of M&A and
Business Development Director

2011 to 2014 Banca IMI S.p.A – Managing Director

1997 to 2011 Credit Suisse – most recently Head of Corporate
Advisory Group Italy

- d) Information on memberships in other statutory Supervisory Boards

None

- e) Information on memberships in comparable domestic and foreign supervisory committees of commercial companies

Artgri Group International Pte Ltd, Singapore – Member of the Board of Directors

Xiamen Yarui Optical Company Ltd, China – Member of the Board of Directors

- f) Other significant activities

None

- g) Disclosures in accordance with the recommendations of the German Corporate Governance Code (GCGC)

EssilorLuxottica S.A. is a major supplier of the Company. EssilorLuxottica S.A. is also the Company's largest shareholder and holds approximately 11.3% of the voting rights in the Company. In the opinion of the Supervisory Board, there are no other personal or business relationships of Pietro Luigi Longo with the Company, its group companies, the executive bodies of the Company or a shareholder with a material interest in the Company that require disclosure pursuant to recommendation C.13 GCGC. Taking into account the professional position of Pietro Luigi Longo as Head of M&A and Business Development Director of EssilorLuxottica S.A., Pietro Luigi Longo is, as a precaution, not considered to be independent of the Company.

5. **Nicole Srock.Stanley**

Practiced profession: Managing Director of dan pearlman markenarchitektur gesellschaft von architekten und innenarchitekten mbH
residing in Berlin, Germany

Member of the Supervisory Board since: 1 July 2021

a) Personal data

Year of birth: 1969

Gender: Female

Nationality: German

b) Academic career

1992 to 1996 Universities of Hannover and London – Design, Art
and Interior Architecture

c) Professional experience

Since 1999 dan pearlman Group – Co-Founder and CEO

Since 2020 beam cross realities GmbH – Co-Founder

Since 2016 Spring.Brandideas GmbH – Co-Founder

Since 2016 Climate Education GmbH – Co-Founder

d) Information on memberships in other statutory Supervisory Boards

None

e) Information on memberships in comparable domestic and foreign supervisory committees of commercial companies

None

f) Other significant activities

Since 2023 Rotary Club Berlin - President

Since 2021 German Council of Design – Vice President

Since 2020 Foundation Berliner Leben – Chairman of the
Advisory Board

Since 2017 Institute of Place Management at the University
of Manchester – Senior Fellow

- g) Disclosures in accordance with the recommendations of the German Corporate Governance Code (GCGC)

The Company has signed contracts with dan pearlman markenarchitektur gesellschaft von architekten und innenarchitekten mbH in relation to design and brand concepts, in particular with regard to the interior design of the Company's new administration building. In the opinion of the Supervisory Board, there are no other personal or business relationships of Nicole Srock.Stanley with the Company, its group companies, the executive bodies of the Company or a shareholder with a material interest in the Company that require disclosure pursuant to recommendation C.13 GCGC. Taking into account the professional position of Nicole Srock.Stanley as a shareholder and Managing Director of dan pearlman markenarchitektur gesellschaft von architekten und innenarchitekten mbH, Nicole Srock.Stanley is, as a precaution, not considered to be independent of the of the Company.

6. Gil Steyaert

Practiced profession: Independent senior advisor
residing in Wilmslow, United Kingdom

- a) Personal data

Year of birth: 1962
Gender: Male
Nationality: French

- b) Academic career

1984 to 1986	Institut Supérieur du Commerce, Paris
2012	IMD Lausanne, Executive Leadership Program
2017 to 2018	Harvard Business School, Executive Education

- c) Professional experience

Since 2019	Independent senior advisor
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2017 to 2019	adidas AG – Member of the Management Board and Chief Operations Officer
2013 to 2017	adidas Group – Senior Vice President/ Managing Director Adidas Europe
2003 to 2013	adidas Group North Europe – Senior Vice President/ Managing Director
2001 to 2002	adidas AG – Vice President for strategic projects
1999 to 2001	adidas France – Managing Director
1997 to 2001	Kellogg's – Marketing Director for France and Benelux
1994 to 1997	Kellogg's – Marketing Director for Benelux
1990 to 1993	Kellogg's – Various positions marketing
1987 to 1989	Kenner Parker/Hasbro – Brand Manager

d) Information on memberships in other statutory Supervisory Boards

None

e) Information on memberships in comparable domestic and foreign supervisory committees of commercial companies

Velcro Ltd. – Member of the Board of Directors

f) Other significant activities

None

g) Disclosures in accordance with the recommendations of the German Corporate Governance Code (GCGC)

In the opinion of the Supervisory Board, there are no personal or business relationships of Gil Steyaert with the Company, its group companies, the executive bodies of the Company or a shareholder with a material interest in the Company

that require disclosure pursuant to recommendation C.13 GCGC. In the opinion of the Supervisory Board, Gil Steyaert is also considered independent within the meaning of recommendation C.7 GCGC.

Minimum information pursuant to Section 125 para. 1 German Stock Corporation Act (AktG) in connection with Section 125 para. 5 AktG, Article 4 para. 1 and Table 3 blocks A to C of the Annex to Implementing Regulation (EU) 2018/1212

Type of Information	Description
A. Specification of the message	
1. Unique identifier of the event	MRX092024aHV
2. Type of message	Meeting notice of an Extraordinary General Meeting [format pursuant to Implementing Regulation (EU) 2018/1212: NEWM]
B. Specification of the issuer	
1. ISIN	DE000A3CSAE2
2. Name of issuer	Mister Spex SE
C. Specification of the meeting	
1. Date of the General Meeting	19.09.2024 [format pursuant to Implementing Regulation (EU) 2018/1212: 20240919]
2. Time of the General Meeting	10:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 08:00 UTC]
3. Type of the General Meeting	Extraordinary General Meeting in the form of a virtual General Meeting without the physical presence of the shareholders or their proxies (with the exception of the voting proxies appointed by the Company) at the venue of the General Meeting [format pursuant to Implementing Regulation (EU) 2018/1212: XMET]
4. Location of the General Meeting	Venue of the General Meeting in accordance with the German Stock Corporation Act (AktG): dbb Forum, Friedrichstraße 169, 10117 Berlin, Germany Physical attendance on site is not possible. URL to the Company's internet service as a virtual venue via which the video and audio transmission of the entire meeting takes place and which can or must be used to exercise certain shareholder rights: https://ir.misterspex.com/agm
5. Record Date	28.08.2024, 24:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240828; 22:00 UTC]
6. Uniform Resource Locator (URL)	https://ir.misterspex.com/agm