

HomeToGo SE
Société européenne
Registered office: 9, rue de Bitbourg
L-1273 Luxembourg
R.C.S. Luxembourg: B 249273
(the "**Company**")

**FORM OF RESOLUTIONS TO BE PROPOSED AT THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF HOMETOGO SE TO BE HELD ON 23 MAY 2023 AT 09.00 AM CEST**

AGENDA

1. Presentation of the combined management report regarding the annual accounts of the Company and the consolidated financial statements for the financial year ended December 31, 2022.
2. Presentation of the reports of the independent auditor (*cabinet de révision agréé*) of the Company regarding the annual accounts of the Company and the consolidated financial statements for the financial year ended December 31, 2022.
3. Approval of the annual accounts of the Company for the financial year ended December 31, 2022.
4. Acknowledgement of the loss of the Company made with respect to the financial year ended December 31, 2022, and resolution to carry forward the loss of the Company for the financial year ended December 31, 2022.
5. Approval of the consolidated financial statements for the financial year ended December 31, 2022.
6. Presentation of and advisory vote on the remuneration report for the members of the Management Board and the Supervisory Board in the financial year ended December 31, 2022.
7. Discharge (*quitus*) to Christoph Schuh, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.
8. Discharge (*quitus*) to Dr. Dirk Altenbeck, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.
9. Discharge (*quitus*) to Philipp Kloeckner, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.
10. Discharge (*quitus*) to Martin Reiter, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.
11. Discharge (*quitus*) to Susanne Sandler, as member of the Supervisory Board, for the performance of her duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

12. Discharge (*quitus*) to Thilo Semmelbauer, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.
13. Discharge (*quitus*) to Christina Smedley, as member of the Supervisory Board, for the performance of her duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.
14. Discharge (*quitus*) to Dr. Patrick Andrae, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.
15. Discharge (*quitus*) to Wolfgang Heigl, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.
16. Discharge (*quitus*) to Valentin Gruber, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.
17. Discharge (*quitus*) to Steffen Schneider, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.
18. Re-Appointment of Christoph Schuh as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2026.
19. Re-Appointment of Dr. Dirk Altenbeck as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2024.
20. Re-Appointment of Philipp Kloeckner as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2024.
21. Re-Appointment of Martin Reiter as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2024.
22. Re-Appointment of Susanne Sandler as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2026.
23. Re-Appointment of Christina Smedley as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2026.
24. Renewal of the mandate of the independent auditor (*cabinet de révision agréé*) of the Company, Ernst & Young Luxembourg, represented by partner Yves Even, in relation to the annual accounts of the Company and the consolidated financial statements for the financial year ending on December 31, 2023.

The management board and supervisory board of the Company submit the following resolutions for adoption:

First Resolution

The general meeting of shareholders acknowledges the combined management report regarding the annual accounts of the Company and the consolidated financial statements for the financial year ended December 31, 2022.

Second Resolution

The general meeting of shareholders acknowledges the reports of the independent auditor (*cabinet de révision agréé*) of the Company regarding the annual accounts of the Company and the consolidated financial statements for the financial year ended December 31, 2022.

Third Resolution

The general meeting of shareholders approves the annual accounts of the Company for the financial year ended December 31, 2022.

Fourth Resolution

The general meeting of shareholders acknowledges the loss of the Company made with respect to the financial year ended December 31, 2022, and resolves to carry forward the net loss of the financial year ended December 31, 2022, amounting to EUR 341,272,502.54 to the following financial year.

Fifth Resolution

The general meeting of shareholders approves the consolidated financial statements for the financial year ended December 31, 2022.

Sixth Resolution

The general meeting of shareholders resolves to pass an advisory vote on the remuneration report for the members of the Management Board and the Supervisory Board in the financial year ended December 31, 2022.

Seventh Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Christoph Schuh, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

Eighth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Dr. Dirk Altenbeck, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

Ninth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Philipp Kloeckner, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

Tenth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Martin Reiter, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

Eleventh Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Susanne Sandler, as member of the Supervisory Board, for the performance of her duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

Twelfth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Thilo Semmelbauer, as member of the Supervisory Board, for the performance of his duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

Thirteenth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Christina Smedley, as member of the Supervisory Board, for the performance of her duties as member of the Supervisory Board for and in connection with the financial year ended December 31, 2022.

Fourteenth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Dr. Patrick Andrae, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.

Fifteenth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Wolfgang Heigl, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.

Sixteenth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Valentin Gruber, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.

Seventeenth Resolution

The general meeting of shareholders resolves to grant discharge (*quitus*) to Steffen Schneider, as member of the Management Board, for the performance of his duties as member of the Management Board for and in connection with the financial year ended December 31, 2022.

Eighteenth Resolution

The general meeting of shareholders resolves to re-appoint Christoph Schuh as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2026.

Nineteenth Resolution

The general meeting of shareholders resolves to re-appoint Dr. Dirk Altenbeck as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2024.

Twentieth Resolution

The general meeting of shareholders resolves to re-appoint Philipp Kloeckner as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2024.

Twenty-first Resolution

The general meeting of shareholders resolves to re-appoint Martin Reiter as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2024.

Twenty-second Resolution

The general meeting of shareholders resolves to re-appoint Susanne Sandler as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2026.

Twenty-third Resolution

The general meeting of shareholders resolves to re-appoint Christina Smedley as member of the Supervisory Board until the general meeting called to approve the annual accounts of the Company for the financial year ending December 31, 2026.

Twenty-fourth Resolution

The general meeting of shareholders resolves to renew the mandate of the independent auditor (*cabinet de révision agréé*) of the Company, Ernst & Young Luxembourg, represented by partner Yves Even, in relation to the annual accounts of the Company and the consolidated financial statements for the financial year ending on December 31, 2023.