



**Annual General Meeting of
Brockhaus Technologies AG
on June 20, 2024**

Information on Shareholders' Rights (in accordance with sections 122 (2), 126 (1), 127 and 131 (1) of the German Stock Corporation Act (AktG))

The notice convening the Annual General Meeting contains information on the rights of shareholders in accordance with sections 122 (2), 126 (1) and 127 of the AktG, and section 131 (1) of the AktG, which, in accordance with section 121 (3) sentence 3 no. 3 of the AktG, is largely limited to the periods for exercising these rights. The following information provides further explanations.

1. Motions for additions to the agenda at the request of a minority in accordance with section 122 (2) of the AktG

Under section 122 (2) of the AktG, shareholders whose shares, when taken together, amount to one-twentieth of the share capital (5% of the share capital) or a notional interest in the share capital of €500,000, may request that items be placed on the agenda and announced. Each new item must be accompanied by the reasons for it or by a proposed resolution.

The notice requiring the new item must be notified in writing to the Company's Executive Board and must be received by the Company at least 30 days prior to the date of the Annual General Meeting, not including the date of the Annual General Meeting and the date of receipt (section 121 (7) of the AktG). Consequently, the last possible date of receipt is Monday, **May 20, 2024, 24:00 (CEST)**. Requests for additions to the agenda received by the Company after this time will not be considered.

The address for the Executive Board is:

Brockhaus Technologies AG
- Executive Board -
Thurn-und-Taxis-Platz 6
60313 Frankfurt am Main
Germany

In accordance with section 122 (2) in conjunction with section 122 (1) sentence 3 of the AktG, the applicants must provide evidence that they have held the shares for at least 90 days prior to the date of receipt of the request and that they will hold the shares until the

Executive Board has decided on the request or, if the Company does not agree to the request and the applicants seek a court decision, until the decision by the court. When calculating this share ownership period, section 70 of the AktG, the wording of which is reproduced below, provides for certain options for counting towards this period, and express reference is hereby made to this provision.

To the extent that they have not already been announced with the notice convening the Annual General Meeting, requests for additions to the agenda to be announced will be announced in the Federal Gazette without undue delay after receipt of the request. They will also be published on the internet at <http://ir.brockhaus-technologies.com/hv> and notified to the shareholders recorded in the share register.

The statutory provisions underlying these shareholder rights are as follows:

Section 122 (1) of the AktG:

“¹The general meeting shall be convened if shareholders whose shares together account for one-twentieth of the share capital request such a meeting in writing, stating the purpose and the reasons for such a meeting; the request shall be addressed to the executive board. ²The articles of association may provide that the right to require a general meeting to be convened shall be dependent upon another form or the holding of a lower proportion of the share capital. ³Applicants must provide evidence that they have been holders of the shares for at least 90 days preceding the date of receipt of the request and that they will hold the shares until a decision on the motion has been made by the executive board. ⁴Section 121 (7) of the AktG applies, with the necessary modifications.

Section 122 (2) of the AktG:

“¹In the same manner, shareholders whose shares together account for one-twentieth of the share capital or represent a notional interest in the share capital of EUR 500,000 may request that items are added to the agenda and announced. ²Each new item must be accompanied by the reasons for it or by a proposed resolution. ³The request within the meaning of sentence 1 must be received by the company no later than 24 days, for listed companies no later than 30 days, prior to the meeting, excluding the day of receipt.”

Section 121 (7) of the AktG:

“¹In the case of deadlines and dates calculated back from the date of the meeting, the day of the meeting shall not be counted. ²Rescheduling from a Sunday, a Saturday, or a public holiday to a preceding or following working day shall not be considered. ³Sections 187 to 193 of the Civil Code shall not apply, with the necessary modifications. ⁴In the case of unlisted companies, the articles of association may stipulate a different method of calculating the notice period.”

Section 70 of the AktG:

“¹If the exercise of rights relating to the share is contingent upon the shareholder being a holder of the share for a specified period of time, a claim to transfer title to a credit institution, a financial services institution, a securities institution, or an enterprise pursuing activities in accordance with section 53 (1) sentence 1 or section 53b (1) sentence 1 or (7) of the German Banking Act is deemed to be equivalent to ownership of the share. ²The period of ownership of a predecessor in title is attributed to the shareholder if they have purchased the share in any of the following manners: without monetary consideration, from their trustee, as a universal successor, in the course of a distribution of assets among a community, or as part of a portfolio transfer in accordance with section 13 of the Insurance Supervisory Act or section 14 of the Bausparkassen Act.”

2. Shareholders’ countermotions and proposals for elections in accordance with sections 126 (1), 127 of the AktG

Shareholders can submit countermotions and election proposals to the Company in advance of the Annual General Meeting. The Company will make corresponding countermotions and election proposals, including the name of the shareholder, the substantiation (although this is not required for election proposals), and any statement by the management, available on the Company’s website at <http://ir.brockhaus-technologies.com/hv> if the shareholder sends them to the Company at least 14 days before the Annual General Meeting, i.e., by no later than Wednesday, **June 5, 2024, 24:00 (CEST)**,

to this mailing address or email address:

Brockhaus Technologies AG
Thurn-und-Taxis-Platz 6
60313 Frankfurt am Main
E-Mail address: ir@brockhaus-technologies.com

and the other requirements under sections 126 and 127 of the AktG have been met. Countermotions and proposals for election submitted to another address will not be considered. The wording of sections 126 and 127 of the AktG is reproduced below.

Countermotions and election proposals as well as the reasons for countermotions do not need to be made available if one of the exclusion criteria of section 126 (2) of the AktG applies. In accordance with section 127 sentence 1 of the AktG, a proposal for election will only be made available if it contains the name, occupation, and place of residence of the nominee and, in the case of proposals for the election of Supervisory Board members, details of the nominee’s memberships of other statutory supervisory boards within the meaning of section 125 (1) sentence 5 of the AktG. Under section 126 (2) sentence 2, the reasons for a countermotion do not have to be made available if their total length exceeds 5,000 characters.

If several shareholders make countermotions for resolution in respect of the same subject matter, section 126 (3) of the AktG allows the executive board to combine such countermotions and their reasons.

Please note that countermotions and election proposals, even if they have been submitted to the Company in advance, will only be considered at the Annual General Meeting if they are made or submitted there. The right of every shareholder to verbally put forward countermotions relating to the various items on the agenda or counterproposals to election proposals during the Annual General Meeting, without previously submitting them to the Company by the stated date and time, remains unaffected.

The statutory provisions underlying these shareholder rights are as follows:

Section 124 (3) sentence 4 of the AktG:

“The proposals for the election of members of the supervisory board or as auditors shall state their names, profession and place of residence.”

Section 125 (1) sentence 5 of the AktG:

“In the case of listed companies, information on the candidates’ membership of other statutory supervisory boards shall be attached to any proposal to elect members of the supervisory board; information on their membership of comparable governing bodies of business enterprises in Germany and abroad should be attached.”

Section 126 of the AktG:

„(1) ¹Motions by shareholders together with the shareholder’s name, the reasons, and any statement by management shall be made available to the entitled persons in accordance with section 125 (1) to (3) under the conditions set out there if the shareholder has sent a countermotion 14 days prior to the Annual General Meeting to a proposal of the executive board and supervisory board regarding a specific item on the agenda, with reasons, to the address indicated in the notice convening the general meeting. ²The date of receipt shall not be taken into account. ³In the case of listed companies, availability shall be ensured via the company’s website. Section 125 (3) shall apply, with the corresponding modifications.”

(2) ¹A countermotion and the reasons for it need not be made available

1. if the executive board would by doing so become criminally liable;
2. if the countermotion would result in a resolution of the general meeting that would be illegal or would violate the articles of association;
3. if the reasons contain statements that are manifestly false or misleading in material respects or that are libelous;

4. *if a countermotion by the shareholder based on the same fact patterns has already been made accessible to a general meeting of the company pursuant to section 125;*
5. *if the same countermotion of the shareholder on essentially identical grounds has already been made available in accordance with section 125 to at least two general meetings of the company within the past five years, and at the general meetings less than one-twentieth of the share capital represented voted in favor of the countermotion;*
6. *if the shareholder indicates that they will neither attend nor be represented at the general meeting; or*
7. *if the shareholder has failed to make or have made on their behalf a countermotion notified by them at two general meetings within the past two years.*

²The reasons need not be made available if their total length exceeds 5,000 characters.

(3) If several shareholders make countermotions for resolution in respect of the same subject matter, the executive board may combine such countermotions and their reasons.”

Section 127 sentences 1 to 3 of the AktG:

„¹Section 126 shall apply, with the necessary modifications, to proposals by a shareholder for the election of Supervisory Board members or the auditors. ²No reasons need to be given for proposals for election. ³The executive board is not required to make the proposal for election available if it fails to contain the information stipulated in section 124 (3) sentence 4 and section 125 (1) sentence 5.”

3. Right to receive information in accordance with section 131 (1) of the AktG

In accordance with section 131 (1) of the AktG, each shareholder is entitled to request information from the Executive Board during the Annual General Meeting on matters relating to the Company, provided that the information is required for the proper assessment of the item of the agenda, and there is no right to refuse disclosure. The right to receive information can only be exercised at the Annual General Meeting. It also extends to the legal and business relationships of the Company with its affiliated companies. Additionally, the right to receive information also relates to the position of the Group and the companies included in the consolidated financial statements.

In accordance with section 131 (2) sentence 1 of the AktG, the information provided must comply with the principles of conscientious and accurate accountability. Please note that the Executive Board may refuse to provide such information under the conditions set out in section 131 (3) of the AktG. Under section 131 (2) sentence 2 of the AktG in conjunction with Article 21 (2) of the Company’s Articles of Association, the Chair of the Annual General Meeting is authorized to impose reasonable restrictions on the time available to shareholders

to speak and ask questions; in particular, the Chair is entitled, at the beginning of the Annual General Meeting or during the course of the Annual General Meeting, to specify a reasonable time frame for the course of the Annual General Meeting, for individual agenda items, and for individual speakers.

The statutory provision underlying this shareholder right is as follows:

Section 131 (1) of the AktG:

“¹Each shareholder is entitled to request and receive information from the executive board during the general meeting on matters relating to the company, provided that the information is required for the proper assessment of the item of the agenda. ²The obligation to provide information also applies to the legal and business relationships of the Company with an affiliated company. ³If a company makes use of the relief under section 266 (1) sentence 3, section 276, or section 288 of the German Commercial Code, each shareholder may request that the annual financial statements be made available to them at the general meeting deliberating on the annual financial statements in the form they would have been in without this the application of this relief. ⁴During the general meeting in which the consolidated financial statements and group management report are presented, the obligation of the executive board of a parent company (section 290 (1), (2) of the German Commercial Code) to provide information also extends to the position of the group and the companies included in the consolidated financial statements.”

Section 131 (2) of the AktG:

“¹The information provided shall comply with the principles of conscientious and accurate accountability. ²The articles of association or the rules of procedure under section 129 may authorize the chair of the annual general meeting to impose reasonable restrictions on the time available to shareholders to speak and ask questions, and to determine more specific requirements in this regard.”

Section 131 (3) of the AktG:

“¹The executive board may refuse to provide information

- 1. to the extent that providing the information is, according to prudent business judgment, likely to cause not inconsiderable damage to the company or an affiliated company;*
- 2. to the extent that such information relates to tax bases or the amount of certain taxes;*
- 3. with regard to the difference between the value at which items are reported in the annual balance sheet and any higher value of such items, unless the general meeting adopts the annual financial statements;*
- 4. with regard to the accounting policies, if the disclosures on such policies in the notes suffice to provide a true and fair view of the company’s net assets, financial position, and results of operations within the meaning of section 264 (2) of*

the German Commercial Code; the foregoing shall not apply if the general meeting adopts the annual financial statements;

- 5. if the provision of this information would render the executive board criminally liable;*
- 6. insofar as, in the case of a credit institution, a financial services institution, or a securities institution, information need not be given on the accounting policies applied and amounts offset in the annual financial statements, the management report, the consolidated financial statements, or the group management report;*
- 7. if the information is continuously available on the company's website for at least seven days prior to the beginning of, and during, the general meeting.*

²the executive board may not refuse to provide the information for other reasons.”

Frankfurt am Main, May 2024

Brockhaus Technologies AG

The Executive Board