

## Annual General Meeting SURTECO GROUP SE on 7 June 2022

### Notice about the invitation according to § 125 German Stock Corporation Act and the Commission Implementing Regulation (EU) 2018/1212

The overview below contains the information in accordance with § 125 (1) and (5) of the German Stock Corporation Act (AktG) in conjunction with Art. 4 (1) and Table 3 of the Annex to the Commission Implementing Regulation (EU) 2018/1212 (EU-IR). The complete notice of convocation, together with the agenda, the associated resolution proposals of the Board of Management and the Supervisory Board as well as all further required information is provided on the company's website under <https://ir.surteco.com/hy>. In particular, the notice of convocation contains the relevant information about the pre-requisites for participation in the shareholders' meeting and for voting, and the procedures for postal voting or for voting by proxy (inter alia via a shareholders' association), along with other important information about the shareholders' meeting and the related shareholder rights. Regarding the proposals for the election of members of the Supervisory Board the information on their respective memberships of other Supervisory Boards and comparable domestic and foreign supervisory bodies is set out in the notice of convocation.

#### A. Specification of the message

1. Unique identifier of the event: Ordinary virtual Annual General Meeting of SURTECO GROUP SE 2022  
**(Information acc. to EU-IR: 7b82151527bbec11812d005056888925)**
2. Type of message: Notice of convocation of Annual General Meeting  
**(Information acc. to EU-IR: NEWM)**

#### B. Specification of the issuer

1. ISIN: DE0005176903
2. Name of issuer: SURTECO GROUP SE

#### C. Specification of the meeting

1. Date of the Annual General Meeting: 7/06/2022  
**(Information acc. to EU-IR: 20220607)**
2. Time of the Annual General Meeting: 11.00 a.m. (CEST) [corresponds to 9.00 a.m. UTC]  
**(Information acc. to EU-IR: 09.00 a.m. (UTC))**
3. Type of Annual General Meeting: Annual General Meeting as virtual meeting without physical presence of shareholders or their representatives  
**(Information acc. to EU-IR: GMET)**

4. Location of the Annual General Meeting: <https://ir.surteco.com/hv>

Location of the Annual General Meeting according to AktG: Max-Joseph-Straße 5, 80333 Munich, Germany

**(Information acc. to EU-IR: <https://ir.surteco.com/hv>)**

5. Record Date: 16/05/2022

The proof of share ownership according to § 123 (4) sentence 2 AktG must refer to the beginning of 17/05/2022. The record date according to the EU-IR, however, refers to the close of business and therefore corresponds to 16/05/2022.

**(Information acc. to EU-IR: 20220516)**

6. Uniform Resource Locator (URL): <https://ir.surteco.com/hv>

#### **D. Participation in the Annual General Meeting**

1. Type of participation by shareholder:

Following the virtual Annual General Meeting by means of electronic video and audio transmission via the online service accessible under <https://ir.surteco.com/hv>

Exercising voting rights via postal vote

Exercising voting rights via proxy authorisation and instruction of representatives appointed by the company

Exercising voting rights via another authorised proxy (e.g. an intermediary, a shareholders' association, a proxy advisor or another person)

**(Information acc. to EU-IR: EV; PX)**

2. Issuer deadline for the notification of participation (deadline for registration): Registration for the participation in the Annual General Meeting by: 31 May 2022, 24.00 hours (CEST) (time of receipt)

Following the virtual Annual General Meeting by means of electronic video and audio transmission via the online service, exercising voting rights via postal vote, exercising voting rights via proxy authorisation and instruction of representatives appointed by the company, exercising voting rights via another authorised proxy as well as exercising of other rights related to the Annual General Meeting require a timely registration as set out above.

**(Information acc. to EU-IR: 20220531; 22.00 hours (UTC))**

3. Issuer deadline for voting:

Exercising voting rights via postal vote

– Voting via postal voting form (by letter or e-mail): 4 June 2022, 24.00 hours (MESZ), time of receipt

**(Information acc. to EU-IR: 20220604; 22.00 hours (UTC))**

– Voting via electronic communication under <https://ir.surteco.com/hv>:  
7 June 2022, until the beginning of the voting procedure in the Annual General Meeting  
**(Information acc. to EU-IR: 20220607)**

Exercising voting rights via proxy authorisation and instruction of representatives appointed by the company

– Proxy authorisation via proxy form (by letter or e-mail): 4 June 2022, 24.00 hours (MESZ), time of receipt  
**(Information acc. to EU-IR: 20220604; 22.00 hours (UTC))**

– Proxy authorisation via electronic communication under <https://ir.surteco.com/hv>:  
7 June 2022, until the beginning of the voting procedure in the Annual General Meeting  
**(Information acc. to EU-IR: 20220607)**

Exercising voting rights via another authorised proxy (e.g. an intermediary, a shareholders' association, a proxy advisor or another person)

– Authorised proxies can exercise voting rights via postal vote or via (sub)authorisation of representatives appointed by the company. The deadlines mentioned above apply.

## E. Agenda

### Agenda item 1

1. Unique identifier of the agenda item: 1

2. Title of the agenda item: Submission of the audited annual financial statements and the approved consolidated financial statements, the management reports for SURTECO GROUP SE and the Group, including the explanatory report on the disclosures pursuant to § 289a Section (1), § 315a Section (1) of the German Commercial Code (Handelsgesetzbuch, HGB) and the Declaration on Company Management pursuant to § 289f German Commercial Code (Handelsgesetzbuch, HGB), together with the Corporate Governance Report for the business year 2021, the proposal for appropriation of the net profit and the report by the Supervisory Board.

3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>

4. Vote: none

5. Alternative voting options: none

## Agenda item 2

1. Unique identifier of the agenda item: 2
2. Title of the agenda item: Resolution on appropriation of net profit
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 3.1

1. Unique identifier of the agenda item: 3.1
2. Title of the agenda item: Resolution on the discharge of the Management Board for the business year 2021 – Wolfgang Moyses
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 3.2

1. Unique identifier of the agenda item: 3.2
2. Title of the agenda item: Resolution on the discharge of the Management Board for the business year 2021 – Dr. Manfred Bracher
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

#### Agenda item 4

1. Unique identifier of the agenda item: 4
2. Title of the agenda item: Resolution for further postpone the discharge of Dr.-Ing. Herbert Müller
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

#### Agenda item 5.1

1. Unique identifier of the agenda item: 5.1
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Andreas Engelhardt
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

#### Agenda item 5.2

1. Unique identifier of the agenda item: 5.2
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Dr. Christoph Amberger (Member until 8 April 2021)
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

### Agenda item 5.3

1. Unique identifier of the agenda item: 5.3
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Tim Fiedler
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

### Agenda item 5.4

1. Unique identifier of the agenda item: 5.4
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Tobias Pott
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

### Agenda item 5.5

1. Unique identifier of the agenda item: 5.5
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Jens Krazeisen
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 5.6

1. Unique identifier of the agenda item: 5.6
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Jochen Müller
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 5.7

1. Unique identifier of the agenda item: 5.7
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Jan Oberbeck (Member since 12 April 2021)
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 5.8

1. Unique identifier of the agenda item: 5.8
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Thomas Stockhausen
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

### Agenda item 5.9

1. Unique identifier of the agenda item: 5.9
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Heinz Dieter Stöckler (Member until 23 June 2021)
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

### Agenda item 5.10

1. Unique identifier of the agenda item: 5.10
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Jörg Wissemann
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

### Agenda item 5.11

1. Unique identifier of the agenda item: 5.11
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2021 – Dirk Mühlenkamp (Member since 1 September 2021)
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 6

1. Unique identifier of the agenda item: 6
2. Title of the agenda item: Resolution on the approval of the compensation report prepared and audited in accordance with Section 162 AktG for the 2021 financial year
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Advisory vote  
**(Information acc. to EU-IR: AV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 7

1. Unique identifier of the agenda item: 7
2. Title of the agenda item: Resolution on the approval of adjustments to the remuneration system for members of the Management Board
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Advisory vote  
**(Information acc. to EU-IR: AV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## Agenda item 8

1. Unique identifier of the agenda item: 8
2. Title of the agenda item: Resolution about the appointment of the auditor of the annual financial statements and the auditor of the consolidated financial statements as well as the auditor for the audit review of the interim financial reports
3. Uniform Resource Locator (URL) of the materials:  
<https://ir.surteco.com/hv>
4. Vote: Binding vote  
**(Information acc. to EU-IR: BV)**
5. Alternative voting options: Vote in favour, vote against, abstention  
**(Information acc. to EU-IR: VF, VA, AB)**

## **F. Specification of the deadlines regarding the exercise of other shareholders rights**

**Supplementary motions to the Agenda in accordance with § 122 Section (2) Stock Corporation Act (Aktengesetz, AktG) and Articles 53 and 56 of the SE Directive, § 50 Section (2) of the SE Implementation Act (SE-Ausführungsgesetz, SEAG)**

1. Object of deadline: Request for items to be added to the agenda
2. Applicable issuer deadline: 7 May 2022, 24.00 hours (CEST) (time of receipt)  
**(Information acc. to EU-IR: 20220507; 22.00 hours (UTC))**

**Motions and election proposals by shareholders pursuant to Article 53 SE Directive and § 126 Section (1), § 127 Stock Corporation Act (Aktengesetz, AktG)**

1. Object of deadline: Submission of countermotions to resolutions proposed by the Board of Management and/or the Supervisory Board on specific agenda items Submission of election proposals regarding the election of the auditor and the elections to the Supervisory Board
2. Applicable issuer deadline: 23 May 2022, 24.00 hours (CEST) (time of receipt)  
**(Information acc. to EU-IR: 20220523; 22.00 hours (UTC))**

**Right to ask questions according to § 1 (2) sentence 1 No. 3 in conjunction with sentence 2 of the Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID 19 Pandemic (COVMG)**

1. Object of deadline: Electronic submission of questions via the online service under <https://ir.surteco.com/hv>
2. Applicable issuer deadline: 5 June 2022, 24.00 hours (CEST) (time of receipt)  
**(Information acc. to EU-IR: 20220605; 22.00 hours (UTC))**

**Objection to resolutions of the Annual General Meeting according to § 245 No. 1 AktG, § 1 (2) sentence 1 No. 4 COVMG**

1. Object of deadline: Electronic submission of an objection to a resolution of the Annual General Meeting via the online service under <https://ir.surteco.com/hv>
2. Applicable issuer deadline: 7 June 2022, from opening until closing of the Annual General Meeting by the chairman  
**(Information acc. to EU-IR: 20220607)**