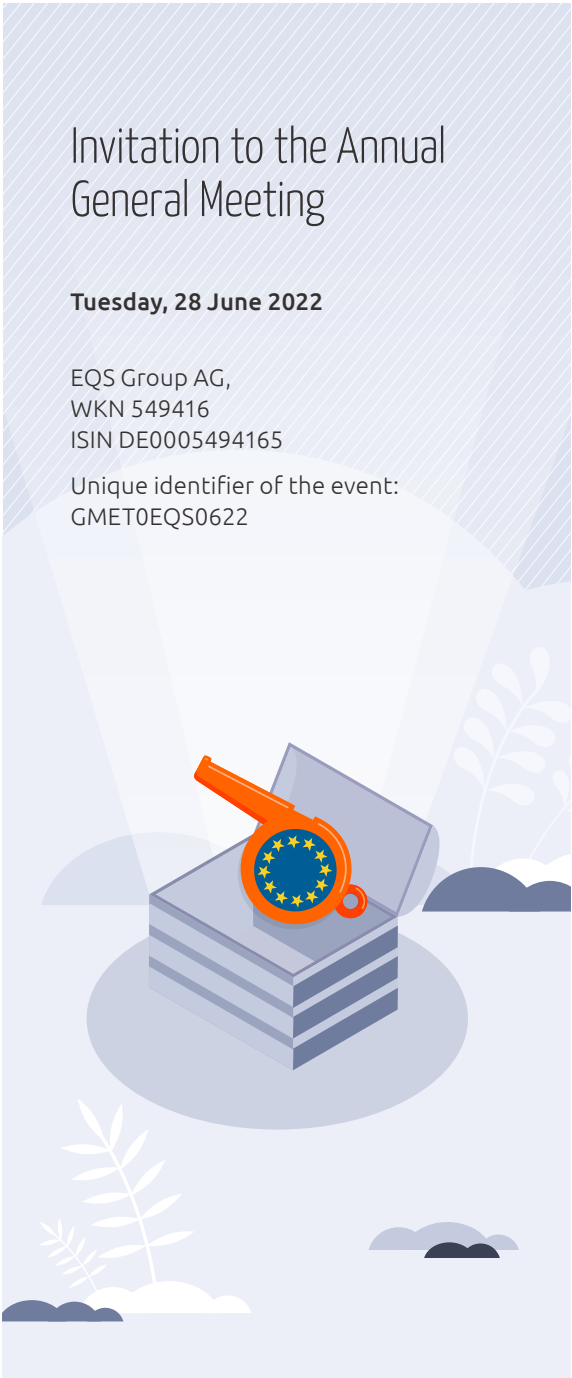


# Invitation to the Annual General Meeting

**Tuesday, 28 June 2022**

EQS Group AG,  
WKN 549416  
ISIN DE0005494165

Unique identifier of the event:  
GMET0EQS0622



Invitation to the **Annual General Meeting to be held as a Virtual Annual General Meeting without the Physical Presence of Shareholders**

The Annual General Meeting of EQS Group with registered office in Munich will take place on

**Tuesday, 28 June 2022, at 2.00 p.m. CEST\***

as a Virtual Annual General Meeting without the physical presence of any shareholders or their authorised representatives.

We hereby invite all our shareholders to attend. The entire Annual General Meeting will be broadcast live as a video and audio transmission on the Internet for any shareholders who are properly registered.

Shareholders may exercise their voting rights exclusively by electronic communication or by conferring an authorisation to company-designated voting proxies.

The place of the Annual General Meeting as defined in the German Stock Corporation Act (AktG) is in Karlstrasse 47, 80333 Munich, Germany.

For details on the holding of the Annual General Meeting as a virtual meeting, please refer to the section "Additional Information and Notes" that is available herein after the Agenda.

\* Unless explicitly stated otherwise, any and all times specified in this invitation to the Annual General Meeting refer to Central European Summer Time (CEST). Coordinated Universal Time (UTC) is Central European Summer Time (CEST) minus two hours, i.e. 2.00 p.m. CEST is 12.00 noon UTC.

# I. Agenda

- 1. Presentation of the adopted Financial Statements for the year ended on 31 December 2021, the Management Report for the 2021 Financial Year, the approved Consolidated Financial Statements for the year ended on 31 December 2021, the Group Management Report for the 2021 Financial Year and the Supervisory Board Report for the 2021 Financial Year**

The Supervisory Board approved the Financial Statements and the Consolidated Financial Statements as prepared by the Executive Board and thus adopted the Financial Statements. Accordingly, the Annual General Meeting will not need to approve them. The documents mentioned in this Agenda Item 1 are available for shareholders on the Internet at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

No resolution will be passed on this agenda item.

## **2.Resolution on Profit Appropriation**

The Executive Board and the Supervisory Board propose to use the profit for the 2021 financial year as disclosed in the company's Financial Statements for the year ended on 31 December 2021 as follows:

The full profit of EQS Group AG generated in the past 2021 financial year as disclosed in the Balance Sheet will be carried forward to the new account.

## **3.Resolution on the Discharge of Members of the Executive Board for the 2021 Financial Year**

The Executive Board and the Supervisory Board propose to grant discharge to all members of the Executive Board who were active in the 2021 financial year.

#### **4. Resolution on the Discharge of Members of the Supervisory Board for the 2021 Financial Year**

The Executive Board and the Supervisory Board propose to grant discharge to all members of the Supervisory Board who were active in the 2021 financial year.

#### **5. Resolution on the Election of the Auditor of the Financial Statements and the Consolidated Financial Statements**

The Supervisory Board proposes to elect BDO AG Wirtschaftsprüfungsgesellschaft (Auditing Company) Hamburg, branch office of Munich, as auditor for the company's financial statements and consolidated financial statements for the 2022 financial year and for the audit of any intermediate statements requiring an audit review, until the next Annual General Meeting.

#### **6. Resolution on Expansion of the Supervisory Board to Five Members and to Amend the Articles of Association Accordingly**

Both the company's business activities and the demands on the Supervisory Board have grown considerably in recent years. From the perspective of the Executive Board and the Supervisory Board, it therefore seems sensible to expand the Supervisory Board from four to five members.

The Executive Board and the Supervisory Board therefore propose to amend Art. 9(1) of the Articles of Association as follows:

“(1) The Supervisory Board shall consist of five members.”

#### **7. Resolution on the Election of the Supervisory Board**

The term of office of the currently active member of the Supervisory Board, Prof. Dr. Kerstin Lopatta,

expires at the end of the 2022 Annual General Meeting. With the effectiveness of the resolution on agenda item 6 concerning the enlargement of the Supervisory Board, another position on the Supervisory Board is also to be filled.

According to Section 96(1) of the German Stock Corporation Act in conjunction with Section 101(1) and Section 95(1) of the German Stock Corporation Act in conjunction with Art. 9(1) of the Articles of Association, the Supervisory Board shall be composed of four – and in the event of a successful resolution of the Annual General Meeting in accordance with the resolution proposal published by the Executive Board and the Supervisory Board under Agenda Item 6 and the corresponding amendment to the Articles of Association coming into effect, of five Supervisory Board members to be elected by the Annual General Meeting (as shareholder representatives). The Annual General Meeting is not bound by nominations for the election.

- a) The Supervisory Board suggests electing the following person again as representative of the shareholders to the Supervisory Board:

**Prof. Dr. Kerstin Lopatta**, residing in Springe, Professorin für Betriebswirtschaftslehre (University Professor for Business Administration), in particular external accounting, auditing and sustainability at the University of Hamburg, Germany. Prof. Dr. Kerstin Lopatta will be appointed for the term until the end of the Annual General Meeting resolving on the discharge for the 2024 financial year.

Prof. Dr. Kerstin Lopatta is already a member of the company's Supervisory Board and is proposed for re-election. In addition, Prof. Dr. Kerstin Lopatta is also a member of the freenet AG, Büdelsdorf Supervisory Board. Her expertise comprises, in particular, the fields of accounting and auditing of financial statements.

- b) The Supervisory Board proposes that, subject to the effectiveness of the enlargement of the Supervisory Board to be resolved under agenda item 6, the following additional person be elected to the Supervisory Board as a shareholder representative:

**Catharina van Delden**, Munich, entrepreneur. The election of Catharina van Delden shall become effective upon registration of the amendment to the Articles of Association to be resolved under agenda item 6 in the commercial register of the Company and shall be effective for the period until the end of the Annual General Meeting which resolves on the discharge for the financial year 2022.

### **Additional Information on the Candidates for the Supervisory Board under Agenda Item 7**

**Ms Prof. Dr. Kerstin Lopatta** is a member of the EQS Group AG Supervisory Board and is to be reappointed as a member of the company's Supervisory Board.

**Ms Catharina van Delden** is to be newly appointed to the Supervisory Board.

For summary CVs, please refer to EQS Group AG's website at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

According to an assessment by the Supervisory Board, there should be no personal or business relations between the designated candidates and EQS Group AG, its group companies or any executive bodies of EQS Group AG or a shareholder holding an essential interest in the company.

The Supervisory Board's election proposals take into account the legal provisions and the objectives resolved upon by EQS Group AG's Supervisory Board on its composition. The Supervisory Board verified that the candidates it nominated will be able to take the time required for this office. The designated candidates declared in advance that they are willing to accept the office, in case they are elected.

The elections shall be held as individual elections.

## **8. Cancellation of the Authorised Capital 2021/I in Art. 4(3) of the Articles of Association and Creation of a New Authorised Capital 2022/I with the Option to Exclude the Subscription Right and Relevant Amendment of the Articles of Association**

The Annual General Meeting of 14 May 2021 resolved on the creation of Authorised Capital 2021/I of EUR 3,941,125.00 under Art. 4(3) of the Articles of Association. The Executive Board has, so far, used this authorisation by EUR 2,141,961.00.

A new authorised capital (Authorised Capital 2022/I) is to be created under Art. 4(3) of the Articles of Association, by cancelling the currently existing Authorised Capital 2021/I set forth in Art. 4(3) of the Articles, in order to grant the Executive Board and Supervisory Board sufficient flexibility in financing the company.

The Executive Board and the Supervisory Board propose to pass the following resolutions:

### **a) Cancellation of the Existing Authorised Capital 2021/I under Art. 4(3) of the Articles of Association**

The authorisation of the Executive Board set out in Art. 4(3) of the Articles of Association, to increase the company's share capital with the consent of the Supervisory Board on one or several occasions until 13 May 2026 by up to EUR 1,799,164.00, by issuing new registered common shares and/or new registered non-voting preferred shares in exchange for cash contributions and/or contributions in kind (Authorised Capital 2022/I) will be cancelled upon effective registration of the Authorised Capital 2022/I, insofar as no use has been made of the Authorised Capital 2021/I at the time of registration of its cancellation.

## **b) Creation of a new Authorised Capital 2022/I**

The Executive Board is authorised, with the consent of the Supervisory Board, to increase the share capital of the company on one or more occasions on or before 27 June 2027 by up to EUR 1,002,421.00 by issuing new registered common shares and/or new registered non-voting preferred shares in exchange for cash contributions and/or contributions in kind (Authorised Capital 2022/I).

The authorisation includes the authority to issue additional non-voting preferred shares in the event of multiple issuances of preferred shares that rank prior to or equal to the previously issued preferred shares in the distribution of profits or corporate assets.

If shareholders are granted subscription rights, the shares may also be offered to a credit institution or a company operating in accordance with Section 53(1) sentence (1) or Section 53b(1) sentence (1) or (7) of the KWG (German Banking Act) with the obligation to offer them to shareholders for subscription (indirect subscription right). The Executive Board is authorised, with the approval of the Supervisory Board, to exclude subscription rights

- To exclude fractional amounts from the shareholders' subscription rights;
- In the case of capital increases against contributions in kind for the (also indirect) acquisition of companies, parts of companies or an interest in a company, other essential operating resources or other assets, including accounts receivable against the company or against Group companies;
- In the case of capital increases against cash contributions, if the issue price of the shares is not significantly lower than the stock market price and the shares issued with the exclusion of subscription rights in accord-



ance with Section 186(3) sentence (4) of the German Stock Corporation Act do not exceed a total of 10% of the share capital, neither at the time when the authorisation takes effect nor at the time it is exercised, if this value is lower. The maximum limit shall include shares issued or to be issued during the term of this authorisation up to the time of their exercise for the purpose of fulfilling bonds with warrants or convertible bonds, provided that the bonds were issued to the exclusion of subscription rights in analogous application of Section 186(3) sentence (4) of the German Stock Corporation Act, as well as treasury shares acquired on the basis of an authorisation pursuant to Section 71(1) no. (8) of the German Stock Corporation Act and sold with the exclusion of the shareholders' subscription right pursuant to Section 186(3) sentence (4) of the German Stock Corporation Act;

- To fulfil a greenshoe option agreed with underwriters in the event of a further IPO of the company;
- Insofar as this is necessary to grant the holders of conversion and/or option rights or of a conversion obligation from convertible bonds and/or bonds with warrants already issued or to be issued in the future by EQS Group AG or its Group companies at the time of the utilisation of the Authorised Capital 2022/I a subscription right to new shares to the extent to which they would be entitled as shareholders after exercising the conversion and/or option rights or after fulfilling a conversion obligation;
- To implement a scrip dividend, whereby shareholders are offered the option of contributing their dividend entitlement, at their choice, (in whole or in part) to the company as a contribution in kind in exchange for the granting of new shares from the Authorised Capital 2022/I.

The Executive Board is authorised, with the approval of the Supervisory Board, to determine the further contents of the share rights and the conditions of the share issue as well as the further details of the capital increase and its implementation. The right to participate in profits granted to shareholders of such new shares may also deviate from Section 60(2) of the German Stock Corporation Act; such new shares might grant the right to profit participation from the beginning of the financial year preceding the year of their issue, unless the Annual General Meeting has already resolved on the appropriation of profits for such financial year at the time these new shares are issued.

The Supervisory Board is authorised to amend the wording of the Articles of Association after the full or partial implementation of the share capital increase in accordance with the respective utilisation of the authorised capital and, if the authorised capital has not been utilised or has not been fully utilised by 27 June 2027, after the expiration of the authorisation period.

**c) Art. 4(3) of the Articles of Association Will be Amended to Read as Follows:**

(3) The Executive Board is authorised, with the consent of the Supervisory Board, to increase the share capital of the company on one or more occasions on or before 27 June 2027 by up to EUR 1,002,421.00 by issuing new registered common shares and/or new registered non-voting preferred shares in exchange for cash contributions and/or contributions in kind (Authorised Capital 2022/I).

The authorisation includes the authority to issue additional non-voting preferred shares in the event of multiple issuances of preferred shares that rank prior to or equal to the previously issued preferred shares in the distribution of profits or corporate assets.

If shareholders are granted subscription rights, the shares may also be offered to a credit insti-

tution or a company operating in accordance with Section 53(1) sentence (1) or Section 53b(1) sentence (1) or (7) of the KWG (German Banking Act) with the obligation to offer them to shareholders for subscription (indirect subscription right). The Executive Board is authorised, with the consent of the Supervisory Board, to exclude subscription rights,

- To exclude fractional amounts from the shareholders' subscription rights;
- In the case of capital increases against contributions in kind for the (also indirect) acquisition of companies, parts of companies or an interest in a company, other essential operating resources or other assets, including accounts receivable against the company or against Group companies;
- In the case of capital increases against cash contributions, if the issue price of the shares is not significantly lower than the stock market price and the shares issued with the exclusion of subscription rights in accordance with Section 186(3) sentence (4) of the German Stock Corporation Act do not exceed a total of 10% of the share capital, neither at the time when the authorisation takes effect nor at the time it is exercised, if this value is lower. The maximum limit shall include shares issued or to be issued during the term of this authorisation up to the time of its exercise for the purpose of fulfilling bonds with warrants or convertible bonds, provided that the bonds were issued with the exclusion of subscription rights in analogous application of Section 186(3) sentence (4) of the German Stock Corporation Act, as well as treasury shares acquired on the basis of an authorisation pursuant to Section 71(1) no. (8) of the German Stock Corporation Act and sold with the exclusion of the shareholders' subscription right pursuant to Section 186(3) sentence (4) of the German Stock Corporation

Act;

- To fulfil a greenshoe option agreed with underwriters in the event of a further IPO of the company;
- Insofar as this is necessary to grant the holders of conversion and/or option rights or of a conversion obligation from convertible bonds and/or bonds with warrants already issued or to be issued in the future by EQS Group AG or its Group companies at the time of the utilisation of the Authorised Capital 2022/I a subscription right to new shares to the extent to which they would be entitled as shareholders after exercising the conversion and/or option rights or after fulfilling a conversion obligation;
- To implement a scrip dividend, whereby shareholders are offered the option of contributing their dividend entitlement, at their choice, (in whole or in part) to the company as a contribution in kind in exchange for the granting of new shares from the Authorised Capital 2022/I.

The Executive Board is authorised, with the consent of the Supervisory Board, to determine the further contents of the share rights and the conditions of the share issue as well as the further details of the capital increase and its implementation. The right to participate in profits granted to shareholders of such new shares may also deviate from Section 60(2) of the German Stock Corporation Act; such new shares might grant the right to profit participation from the beginning of the financial year preceding the year of their issue, unless the Annual General Meeting has already resolved on the appropriation of profits for such financial year at the time these new shares are issued.

The Supervisory Board is authorised to amend

the wording of the Articles of Association after the full or partial implementation of the capital increase in accordance with the respective utilisation of the authorised capital and, if the authorised capital has not been utilised or has not been fully utilised by 27 June 2027, after the expiration of the authorisation period.”

## **9. Resolution on an adjustment of the corporate purpose and corresponding amendment of the Articles of Association**

EQS Group AG is constantly reviewing its business strategy and expanding the scope of the services it offers. Accordingly, EQS Group AG’s corporate purpose as set out in the Articles of Association is to be adapted to the company’s new business fields.

Art. 2 of the Articles of Association currently reads as follows:

### **“Art. 2 Corporate purpose**

- (1) The corporate purpose is the worldwide, simultaneous and secure distribution of corporate news and financial information to mandatory addressees, electronic media, media portals as well as agencies by means of an internet-based software-as-a-service solution, the conclusion of partnership agreements with regard to the distribution of such corporate news worldwide. The purpose is also the provision of further service modules from the investor relations segment in this context, in particular for investor analyses, the maintenance of website content (content management systems), the administration of contact data (customer relation management) and further monitoring and analytics functions.
- (2) Furthermore, the corporate purpose is the conception, design and realisation of company-specific investor relations and corporate communications websites on the Internet. The services include investor relations websites, group websites, financial information portals,

apps for mobile phones, online financial and sustainability reports, charting and other financial market applications that can be implemented on external websites, as well as the production and transmission of video and audio formats.

- (3) The corporate purpose is also the development and sale of Internet-based software-as-a-service solutions in the area of compliance, which enable companies to comply with legal and regulatory requirements and to digitally map and efficiently manage compliance tasks.
- (4) The company shall also be entitled to carry on its activities wholly or partly indirectly through branches as well as subsidiaries, associated companies and joint ventures in Germany and abroad. In particular, it may transfer all or part of its business to undertakings dependent on it and/or outsource all or part of its business to undertakings dependent on it. The corporate purpose of subsidiaries and associated companies may also include objects outside the limits of paragraphs (1) to (3). The company may also limit itself to the activities of a management holding company and/or the other management of its own assets.
- (5) The company may engage in all business activities that are related to the corporate purpose or are suitable for promoting it directly or indirectly. It may limit its activities to one or more of the subjects referred to in paragraphs (1) to (3)."

The Executive Board and the Supervisory Board propose to pass the following resolutions:

The wording of Art. 2 of the Articles of Association will be cancelled and will be reworded as follows:

**"Art. 2 Corporate purpose**

- (1) The corporate purpose is the creation and sale of Internet-based software-as-a-service solutions in the areas of Compliance, Investor Relations and ESG (Environmental, Social and Governance), which enable companies to comply with legal and

regulatory requirements, to take communicative measures and to digitally map and efficiently manage tasks in these areas. In the Compliance segment, this includes in particular a digital platform with, among other things, service modules for an anonymous and digital whistleblowing system, the communication and management of policies, Compliance e-learning, compliance risk management and other compliance-related services. In the Investor Relations segment, the focus is primarily on a digital platform that includes, among other things, reporting obligations, investor data, contact management, event and meeting planning with investors and the worldwide, simultaneous and secure dissemination of corporate news and financial information to mandatory addressees, electronic media, media portals and agencies. The ESG segment includes, in particular, applications to support work processes associated with creating, maintaining and communicating relevant information.

- (2) The purpose continues to be the provision of one-off or recurring services in the areas of Compliance, Investor Relations and ESG, such as the conception, design and realisation of company-specific investor relations and corporate communication websites on the Internet, the production and transmission of investor webcasts and virtual Annual General Meetings, the application for the Legal Entity Identifier (LEI) or the preparation and submission of documents in ESEF or XML format.
- (3) The company shall also be entitled to carry on its activities wholly or partly indirectly through branches as well as subsidiaries, associated companies and joint ventures in Germany and abroad. In particular, it may transfer all or part of its business to undertakings dependent on it and/or outsource all or part of its business to undertakings dependent on it. The corporate purpose of subsidiaries and associated companies may also include objects outside the limits of paragraphs

(1) to (2). The company may also limit itself to the activities of a management holding company and/or the other management of its own assets.

- (4) The company may engage in all business activities that are related to the corporate purpose or are suitable for promoting it directly or indirectly. It may limit its activities to one or more of the subjects referred to in paragraphs (1) to (2).”

#### **10. Resolution on an Amendment of Article 14 (1) of the Articles of Association (Remuneration of the Supervisory Board)**

The demands on the chairperson of the Supervisory Board and the members of the Supervisory Board and their workload have further increased in the past financial year. This should be taken into account in their remuneration and shall be adapted with effect for the entire 2022 financial year and the subsequent years.

Therefore, the Executive Board and the Supervisory Board propose to pass the following resolution:

The wording of Art. 14(1) of the Articles of Association will be amended and read as follows:

- “(1) In addition to reimbursement of reasonable expenses, each member of the Supervisory Board shall receive an annual remuneration in the amount of EUR 32,500.00, plus any value added tax payable thereon. The chairperson of the Supervisory Board shall receive 2.5 times the remuneration and their deputy 1.5 times pursuant to sentence 1. The chairperson of the Audit Committee shall receive EUR 15,000.00 in addition to their other Supervisory Board remuneration. If the term of office of a Supervisory Board member was not uninterrupted for the entire financial year, the Supervisory Board remuneration is calculated pro rata temporis. The Annual General Meeting is entitled to adjust the amount of remuneration or to set a different remuneration by resolution.”



The following new Art. 14(2) will be inserted after Art. 14(1) in the Articles of Association:

“(2) In addition, each member of the Supervisory Board shall receive attendance fees for participation in Supervisory Board meetings. The chairperson of the Supervisory Board shall receive EUR 2,000.00 per meeting per day, irrespective of whether it is a face-to-face, hybrid or virtual meeting and whether they attend the meeting in person. All other members receive EUR 750.00 per meeting per day. If the meeting is a (hybrid) meeting with the possibility of attendance in person, each physically present member shall receive EUR 1,000.00 per meeting per day in deviation from the previous sentence. Each participating member receives EUR 750.00 per meeting per day for attending committee meetings. The remuneration of attendance fees is limited to a maximum of 10 Supervisory Board or committee meetings per year. Supervisory Board meetings shall be given priority over committee meetings.”

The previous Art. 14(2) becomes Art. 14(3) and the previous Art. 14(3) becomes Art. 14(4). Art. 14 of the Articles of Association shall, otherwise, remain unchanged.

## II. Reports of the Executive Board

### **Report of the Executive Board to the Annual General Meeting on the Authorisations Specified in Agenda Item 8 for the Exclusion of the Subscription Right Pursuant to Section 203(1) and (2) Sentence (2) in conjunction with Section 186(4) Sentence (2) of the German Stock Corporation Act**

The existing Authorised Capital 2021/I as set out in Art. 4 (3) of the Articles of Association has been used in the amount of EUR 2,141,961.00, since its creation by the Annual General Meeting of 14 May 2021. The Executive Board and the Supervisory Board propose under Agenda Item 8, the creation of a new Authorised Capital 2022/I in the amount of EUR 1,002,421.00 for the maximum statutory period of five years.

This authorised capital will generate a flexible option for obtaining additional equity if that is in the interest of the company according to the opinion of the Executive Board with the consent of the Supervisory Board. The new authorised capital should expand the company's possibilities for acting in the interest of the shareholders and enable the company to react to any financing requirements at short notice. In case of any capital increase, shareholders generally have a legal subscription right. However, the Executive Board shall be authorised to exclude this subscription right in certain cases with the consent of the Supervisory Board.

The report made by the Executive Board on this topic will be announced as follows:

Shareholders will have a general subscription right if the authorised capital is used. The authorisation applied for comprises the option, however, to exclude the shareholders' subscription right in the following cases:

#### **1. Exclusion of the Subscription Right for Fractional Amounts**

The Executive Board shall be authorised to exclude fractions which arise as a consequence of the subscription ratios from the shareholder's subscription right in

order to facilitate the processing. This should enable the presentation of a practicable subscription ratio in view of the amount of the relevant capital increase. The technical performance of the capital increase and the exercising of the subscription right would be significantly impaired without such an exclusion of the subscription right for fractions. The new shares which were excluded from the subscription right as free fractions will either be sold on the stock exchange or otherwise utilised for the company in the best possible manner.

## **2. Exclusion of the Subscription Right in Case of a Capital Increase in Exchange for a Contribution in Kind**

The authorisation to exclude subscription rights in capital increases against contributions in kind for the above mentioned purposes should enable the company to have treasury shares available to offer them as consideration when it acquires companies, parts of companies or an interest in a company or other essential operating resources or assets, including for accounts receivable against the company or Group companies. The authorisation to issue common shares and/or preferred shares for a capital increase should enable the company to have more leeway for financing the acquisition of companies, parts of companies or an interest in a company or any other essential operating resources or assets. This form of financing acquisitions is often requested and used in international competition and due to the increasing globalisation of the economy, all the more in times when it is difficult to obtain borrowings. The suggested authorisation should provide the company with the necessary scope for action to flexibly and quickly react to any opportunities opening up for acquiring companies, parts of companies or an interest in a company or other essential operating resources or assets, including accounts receivable against the company or Group companies. A capital increase based on a resolution of the Annual General Meeting can normally not be implemented within short notice, whenever purchasing options arise. This situation shall be remedied by the proposed

creation of authorised capital with the exclusion of the subscription right if contributions in kind are used for acquiring companies, parts of companies or an interest in a company or other essential operating resources or assets, including accounts receivable against the company. Whenever common and/or preferred shares are issued without exclusion of the subscription right, the relative participation ratio and the relative voting interest of existing shareholders will not decrease, if the subscription right is exercised. In case of an exclusion of the subscription right, the relative participation ratio and the relative voting interest of the existing shareholders would be decreased. However, if a subscription right is granted, it would not be possible to acquire companies, parts of companies or an interest in a company or other essential operating resources or assets, including accounts receivable against the company or Group companies, by granting shares and the benefits associated with such for the company and the shareholders could not be achieved. Whether this authorisation by excluding the subscription right should be used, will be verified on a case-by-case basis. The company has currently no concrete acquisition plans for which this option should be used. The Executive Board will only use the Authorised Capital 2022/1 if a concrete purchase option arises and the Supervisory Board would only give its consent if such a purchase is in the recognised interest of the company.

### **3. Exclusion of the Subscription Right in Case of Cash Capital Increases pursuant to Section 186(3) Sentence (4) of the German Stock Corporation Act**

Section 186(3) sentence (4) of the German Stock Corporation Act provides that the subscription right can be excluded, in particular, if the capital increase against cash contributions will not exceed 10% of the share capital and if the issue priced will not fall significantly below the market price. This authorisation to exclude the subscription right will put the management in the position to quickly and flexibly as well as cost effectively use any options opening up based on the relevant situation on the stock exchange. The management will thus be able to obtain new equity capital at short notice and close to the market price and thus to strengthen the company's equity basis. Furthermore, any need for capital arising from the short-term use of market chances could be covered quickly and flexibly. It is thus in the best interest of the company and the shareholders. Such cash capital increases are, in addition, restricted to 10% of the share capital which takes account of the shareholders' need for protection against any too strong dilution of their shares. This limit of 10% as specified in Section 186(3) sentence (4) of the German Stock Corporation Act includes any shares that were issued or sold by applying, directly or accordingly, this provision based on any other authorisation during the term of this authorisation. Furthermore, shares shall be included in this limit which were issued or are to be issued based on bonds with conversion or option rights or conversion obligations which were issued according to this provision at the time of its use. In addition, any discount from the current market price of the share of the company will probably not exceed 3%, however amount to a maximum of 5% of the market price. New shares are thus issued close to the market price so that every shareholder interested in preserving their stake will have the option to acquire shares on the market under almost the same conditions as provided for in the issue.

#### **4. Exclusion of the Subscription Right to Fulfil the Greenshoe Option**

The exclusion of the subscription right is, finally, also permitted to fulfil the greenshoe option agreed with underwriters in the event of a further IPO of the company. Another IPO will enable the company to have better access to the capital market and thus to easily and flexibly cover its need for capital. This is important in particular in view of another expansion of the company which might be possible in the future. Greenshoe is customary for IPOs. This applies not only to first-time IPOs but, also to other public offerings. Therefore, a provision shall also be made for this, even though there are currently no concrete plans for another IPO by using an over-allotment option. Greenshoe is a so-called over-allotment option. In case of a public offering of (more) shares, it predominantly serves to precisely determine the placement volume and to stabilise the share price. Its function is as follows: The issuing banks will not only sell the planned placement volume (100%) on the allocation date, but also a certain number of additional shares (up to 15% of the actually planned placement volume) that were provided otherwise. These additional shares can be used to stabilise the price. The issuing banks may redeem shares on the market, insofar as generally customary returns during the issue of sold shares on the market result in a price reduction below the placement price. This helps to compensate for any price decline caused by returns. Insofar as such a redemption is not made on the market, the second element of the over-allotment option takes effect, the coverage of the over-allotted and sold shares, e.g. by other shareholders' shares or by a company's capital increase. Therefore, an over-allotment option allows for a better utilisation of the market potential in pricing. Since investors can thus be given a certain security in the price development, they will be willing to pay a slightly higher price. The over-allotment option will thus, besides and due to the stabilisation, lead to an increase of the earnings to be achieved in the issue and is thus in the interest of the company and the shareholders.

## **5. Exclusion of the Subscription Right for Bonds with Warrants and Convertible Bonds**

In addition, it should be possible to exclude the subscription right with the consent of the Supervisory Board, insofar as it is necessary to provide the holders of existing bonds with warrants and/or convertible bonds or those to be issued in the future, with a subscription right for new shares, if that is provided for in the conditions of the relevant bonds. Such bonds normally include an anti-dilution mechanism to facilitate their placement on the capital market, which provides that such holders will, instead of being offered a reduction of the option or conversion price, be granted a subscription right for new shares, which the shareholders are also entitled to, when shares with subscription rights for shareholders are issued in the future. They will thus be put in the position as if their option or conversion right had already been exercised or a conversion obligation had already been fulfilled. The advantage is that the company – in contrast to an anti-dilution mechanism by reducing the option or conversion price – may achieve a higher issue price for the shares to be issued upon conversion or exercise of the option.

## **6. Exclusion of the Subscription Right to Implement a Scrip Dividend**

The Executive Board should, with the consent of the Supervisory Board, also be authorised to exclude the statutory subscription right of shareholders to be able to implement a scrip dividend under optimum conditions. In the context of a scrip dividend, shareholders are offered to contribute to the company, as a contribution in kind, their claim to a dividend distribution which arises under the profit appropriation resolution passed by the Annual General Meeting, in order to obtain new shares in the company.

A scrip dividend can be implemented as a real subscription right issue, in particular by observing the provisions of Section 186(1) of the German Stock Corporation Act (minimum subscription period of two weeks) and Section 186(2) of the German Stock Corporation Act (announcement of the issue price no later

than three days prior to the expiry of the subscription period). For this purpose, shareholders are only offered whole shares for subscription; for that part of the dividend claim that falls below (or exceeds) the subscription price for a whole share, shareholders might receive the cash dividend and may, insofar, not subscribe any shares; the company does neither plan to offer partial rights nor to establish any trade in subscription rights or fractions thereof. Since shareholders receive a cash dividend instead of receiving new shares, that seems justified and adequate.

In individual cases it might, depending on the capital market situation, be preferable to offer and prepare the grant of a share dividend, without being bound to the restrictions of Section 186(1) of the German Stock Corporation Act (minimum subscription period of two weeks) and Section 186(2) of the German Stock Corporation Act (announcement of the issue price no later than three days prior to the expiry of the subscription period). Therefore, the Executive Board shall also be authorised to formally exclude the shareholders' subscription right as a whole, but to offer all shareholders eligible for dividends new shares for subscription in exchange for contributing their claim to dividends, thus maintaining the general principle of equal treatment (Section 53a of the German Stock Corporation Act). The distribution of a share dividend by formally excluding the subscription right allows for the implementation of a capital increase under more flexible conditions. The exclusion of the subscription right seems also insofar to be justified and adequate, since new shares are offered to all shareholders and since any excessive dividend fractions will be compensated by cash dividend payments.

## **Summary**

Considering all circumstances, the relevant authorisation for excluding the subscription right in the limits described above, is necessary and imperative in the interest of the company and thus of its shareholders. The Executive Board will exercise the authorisation with the consent of the Supervisory Board. The terms and conditions will be determined at the relevant



time such that the interests of the shareholders and company remain protected under consideration of the prevailing conditions. The Executive Board will report to the Annual Meeting about any use of this authorisation.

### **Use of the Authorisation**

The company currently has no concrete plans to utilise the Authorised Capital 2022/I. Such anticipatory resolutions offering the option of an exclusion of the subscription right are customary at a national and international level. The consent of the Supervisory Board is required for all cases of an exclusion of the subscription right as proposed herein. In addition, the Executive Board will verify carefully in each case, whether the utilisation of the Authorised Capital 2022/I is in the interest of the company; it will also verify, in particular, whether such a subscription right exclusion is factually justified in each individual case. The Executive Board will report to the next Annual General Meeting about any use of this authorisation.

The Executive Board's written report pursuant to Section 203(2) sentence (2) in conjunction with Section 186(4) sentence (2) of the German Stock Corporation Act on the authorisation of the Executive Board to exclude the shareholders' subscription right in connection with a resolution on Agenda Item 8 will be made available to the shareholders at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

### III. Total number of shares and voting rights

At the time of convocation of this Annual General Meeting, the company's share capital of EUR 10,024,212.00 is divided in 10,024,212 shares with the same number of votes. No voting rights may be exercised in respect of the 639 shares held by the Company.

### IV. Additional information and notes

#### 1. Annual General Meeting without the Physical Presence of Shareholders or their Authorised Representatives

The Executive Board decided, with the consent of the Supervisory Board, to hold the Annual General Meeting without the physical presence of any shareholders or their authorised representatives as a virtual Annual General Meeting on the basis of Section 1(2), (6) of the Act on Measures under the Laws applicable to Companies, Cooperatives, Associations, Foundations and Residential Property to Counteract the Effects of the COVID-19 Pandemic, published as Art. 2 of the Act to Mitigate the Consequences of the COVID-19 Pandemic in Civil, Insolvency and Criminal Procedural Law of 27 March 2020, published in the Federal Law Gazette, part I of 27 March 2020, page 569, as amended by the Act on the Further Abridgement of the Discharge of Residual Debt Proceedings and to Adapt Pandemic-Based Regulations in the Laws on Companies, Cooperatives, Associates and Foundations and in Rental and Leasing Laws of 22 December 2020, published in the Federal Law Gazette part I of 30 December 2020, p. 3328 and extended in this application area by the Law on the Establishment of a Special 2021 Assistance Fund and on the Temporary Suspension of the Duty to Report Insolvency Proceedings due to Heavy Rainfall and Floods in 2021 as well as the amendment of other laws published in the Federal Law Gazette part I, of 10 September 2021, p. 4147 (in this amended version hereinafter referred to as "COVID-19-Act").

The Annual General Meeting will be held in the premises of EQS Group AG, in Karlstraße 47, 80333 Munich, Germany, in the physical presence of the chairperson of the meeting, the members of the Executive Board and the notary public engaged for recording it as well as the voting proxies designated by the company. No shareholders or their authorised representatives (apart from the company's voting proxies) will be physically present in the place of the Meeting. Shareholders or their authorised representatives will not be given access to this place, but will participate virtually through an AGM (Annual General Meeting) portal provided by EQS Group AG on the Internet at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

The entire Meeting will be transmitted as a video and audio transmission. Please observe the technical information at the end of this announcement of the invitation.

Since the performance of the Annual General Meeting as a virtual Annual General Meeting pursuant to the COVID-19-Act will result in some modifications of the structure of the meeting and the exercise of shareholders' rights, we ask our shareholders to specifically take note of the following information on their options for participating in the Annual General Meeting through a video and audio transmission, in particular, on the exercise of voting rights and the right to ask questions and other shareholder rights.

## **2. Preconditions for Participating in the Annual General Meeting and for Exercising Voting Rights; Amendment Stop**

Shareholders registered in the share register who registered with the company in due time for participation are authorised to take part in the Meeting and to exercise their voting right pursuant to Art. 17(1) of the company's Articles of Association. The company must have received the registration no later than at 12.00 (midnight) on 21 June 2022 (CEST) either electronically through the AGM portal available at

**<https://www.eqs.com/about-eqs/corporate-governance/>**

or in writing at the address

EQS Group AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 München  
Germany

or at the email address:

[namensaktien@linkmarketservices.de](mailto:namensaktien@linkmarketservices.de)

In order to facilitate the registration to the Annual General Meeting and the granting of powers of attorney for shareholders, all shareholders registered in the share register no later than at the beginning of 7 June 2022 will receive information on the convocation, including documents from the company by post for registration and granting of powers of attorney (registration form) and other information. For more information on the registration process, please refer to the notes you will receive with the registration form. Relevant information is also available on the Internet at

**<https://www.eqs.com/about-eqs/corporate-governance/>**

In relation to the company, rights and duties arising from shares only exist for and against persons registered in the share register pursuant to Section 67(2) sentence (1) of the German Stock Corporation Act. Therefore, the status of registration in the share register on the date of the Annual General Meeting will be decisive for the number of voting rights to which a properly registered shareholder is entitled in the Annual General Meeting. For organisational reasons, no amendments can be made to registrations in the share register (so-called "Amendment Stop") in the period from the expiry of 21 June 2022 (so-called "Technical Record Date") to the end of the Annual General Meeting on 28 June 2022. Therefore, the state of registration in the share register on the date of the Annual General Meeting will correspond to the state

after the last amendment was made on 21 June 2022. The Amendment Stop does not constitute any block on disposing over the shares. Purchasers of shares whose requests for amendments are received by the company after 21 June 2022, will, however, not be able to exercise any voting rights and other shareholder rights arising from these shares, unless they have themselves authorised or entitled to exercising rights. In such cases, voting rights and other shareholders' rights will remain with the shareholder still registered in the share register until the amendment. Any and all buyers of shares in the company who are not yet registered in the share register are thus asked to file their requests for amendments in due time.

### **3. Process for Exercising Voting Rights**

Votes can be cast by shareholders and their representatives both by taking part in the Meeting online or by electronic postal voting or by authorising the voting proxies designated by the company.

Shareholders registered in the share register may cast their votes electronically by postal voting or during the Annual General Meeting when they take part online through the AGM portal. Only shareholders who properly registered with the company in due time until the registration deadline (12.00 (midnight) on 21 June 2022 (CTST)) at the registration address are authorised to participate online and to exercise the voting right. Votes can be cast by electronic postal voting and by electronic means during an online participation in the Annual General Meeting through the AGM portal pursuant to the explanations set out below.

#### **Exercising Voting Rights Prior to and Until the Vote during the Annual General Meeting: Electronic Postal Voting**

You may exercise the voting right by electronic postal voting, before and during the Annual General Meeting up until the start of voting, by using the AGM portal available at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

Please note that to use this option, you will need the login data sent to you in the invitation.

For more detailed information on voting by electronic postal voting, please see the documents sent to the shareholders. Relevant information is also available on the Internet at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

Authorised intermediaries, consultants on share voting rights in terms of Section 134a (1) no. 3, (2) no. 3 of the German Stock Corporation Act as well as shareholders' associations or any other equivalent persons pursuant to Section 135(8) of the German Stock Corporation Act may use the AGM portal for postal voting by complying with the rules and periods described above and below. Please note that no other communication options for postal votes will be available; you may, in particular, not send the postal vote by post.

### **Exercising Voting Rights in the Annual General Meeting: Online participation**

Participating online means that shareholders may – personally or through an authorised representative – see the entire Annual General Meeting as a video and audio transmission through the AGM portal, they may cast their votes in real time and electronically inspect the list of participants of the Annual General Meeting. For this purpose, they need to properly register as described above and log onto the AGM portal by using the access data provided to them.

Votes will be cast during the Annual General Meeting in real time through the provided AGM portal that is available at:

***<https://www.eqs.com/about-eqs/corporate-governance/>***

### **Exercising Voting Rights through Authorised Representatives**

The voting right can also be exercised during the (virtual) Annual General Meeting by an authorised representative, namely by a voting proxy designated

by the company who is bound by instructions, but also e.g. by an intermediary, consultant on share voting rights, a shareholders' association or any other person appointed by the shareholder. Even in this case, shareholders must still be registered in the share register and must register for participation in due time with the company. Section 67a (4) of the German Stock Corporation Act provides that an intermediary is a person who renders the services of depositing or managing securities or of keeping custody accounts for shareholders or other persons, if such services are associated with shares of shareholders having their registered office in a member state of the European Union or in another signatory state of the Agreement on the European Economic Area. Intermediaries might, in particular, be credit institutions in terms of Article 4(1) no. (1) of the EU Regulation no. 575/2013.

Intermediaries and shareholder associations, consultants on share voting rights in terms of Section 134a (1) no. 3, (2) no. 3 of the German Stock Corporation Act and other persons equivalent to intermediaries pursuant to Section 135(8) of the German Stock Corporation Act may only exercise the voting right for registered shares that they do not own but for which they are registered as owners in the share register based on an authorisation, Section 135(6) of the German Stock Corporation Act.

The granting of a power of attorney, its revocation and the proof of authorisation to the company shall be made in writing (Section 126b of the German Civil Code (BGB)). The document evidencing a power of attorney can be sent to the company by post or electronically by email to the following address:

EQS Group AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 München  
Germany

or at the email address:  
namensaktien@linkmarketservices.de

If an intermediary, a shareholder association, a consultant on share voting or any other person is authorised in terms of Section 135(8) of the German Stock Corporation Act, deviating regulations might apply which must be enquired from them.

A power of attorney form is enclosed in the documents which will be sent with the invitation. For granting the power of attorney, shareholders may also use the power of attorney form available on the Internet at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

In addition, we offer our shareholders the opportunity to have themselves represented by company-designated voting proxies. A proper registration in due time is also necessary for giving powers of attorney and instructions to the voting proxies designated by the company. Voting proxies must be given this power of attorney and explicit and clear instructions for exercising the voting right regarding each relevant item of the agenda. Voting proxies are obliged to cast their vote in line with such instructions. They will not receive any requests for speaking, asking questions, applications or proposals for election or for lodging complaints against resolutions of the Annual General Meeting.

Please remember to register your shares in due time until no later than by 12.00 (midnight) on 21 June 2022 (CEST). The power of attorney and instruction forms can be requested, free of charge, from the contact address set out below. If you use the power of attorney and instruction form, please exclusively sent it to the following postal address or email address and such must have been received there no later than by 12.00 (midnight) on 27 June 2022 (CEST) (date of receipt):

EQS Group AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 München  
Germany



or at the email address:  
namensaktien@linkmarketservices.de

Prior or during the Annual General Meeting and up to the start of the vote, you may also use the company's AGM portal which is available at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

to exercise voting rights by granting a power of attorney and giving instructions to the company-designated voting proxies (also for any changes or revocation of any power of attorney and instructions given before).

More information on the granting of powers of attorney and giving of instructions to such company-designed voting proxies will be enclosed in the invitation to the Annual General Meeting. Relevant information is also available on the Internet at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

Even those authorised representatives – apart from the company-designated voting proxies – will not be able to attend the Annual General Meeting. Authorised third parties may exercise the voting rights exclusively by electronic absentee vote or in a real-time vote through the AGM portal (see above) or by giving a (sub-)power of attorney and instructions to the company-designated voting proxies (see above). If the shareholder authorises more than one representative, the company may reject one or several of them. A registration for the Meeting in due time is also required if voting proxies are used.

The revocation of any power of attorney which has already been granted can also be declared directly to the company through the above-mentioned means of communication, irrespective of any other transmission methods permitted by law.

If the power of attorney or its revocation is granted or evidenced through any declaration made toward the company which is sent by any other means of commu-

nication than those mentioned above, the company must receive it no later than at 12.00 (midnight) of 27 June 2022 (CEST) (date of receipt), for organisational reasons of the company.

A precondition for authorised representatives to see and participate in the Annual General Meeting online through an electronic access to the AGM portal is that such authorised representative has received the access data (login data) sent with the invitation to the Annual General Meeting. The use of such access data by authorised representatives shall be considered proof of their authorisation.

#### **4. Lodging of Complaints Against Resolutions of the Annual General Meeting**

Shareholders who registered their shares in due time and exercised their voting rights, will have the option to lodge complaints against the resolutions of the Annual General Meeting with the notary public engaged for recording it, by using electronic communication.

Such declarations can be made through the web-based AGM portal at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

for recording pursuant to Section 245(1) of the German Stock Corporation Act, from the opening of the Annual General Meeting. The declaration can be filed through the web-based AGM portal from the beginning of the Annual General Meeting to its end. The notary public has authorised the company to receive the complaints through the web-based AGM portal so that complaints against resolutions of the Annual General Meeting which are made electronically through the web-based AGM portal of the company will be recorded by the notary public.

## V. Shareholders' rights

### 1. Additions to the Agenda according to Section 122(2) of the AktG

Shareholders whose shares amount, combined, to the twentieth part of the share capital or the pro-rated amount of EUR 500,000.00, may request that items be put on the Agenda and be announced. The request must be made in writing, to the Executive Board of EQS Group AG and the latter must have received it no later than at 12.00 (midnight) on 3 June 2022 (CEST). A relating request must be sent to the following address:

EQS Group AG  
Vorstand  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 München  
Germany

Requests for adding items to the agenda which the company receives at a later time or which are addressed to other bodies cannot be considered. The request must be signed by all shareholders who, combined, hold the twentieth part of the share capital or the pro-rated amount of EUR 500,000.00. Reasons or a draft resolution must be attached to each new item. Applicants must evidence that they hold a sufficient number of shares for the term of the legally required minimum possession period of 90 days prior to the receipt of the request and that they will hold them until the decision about the request has been made (Sections 122(2), 122(1), sentence<sup>o</sup>(3) of the German Stock Corporation Act and Section 70 of the German Stock Corporation Act).

### 2. Counter-Motions and Election Proposals of Shareholders pursuant to Sections 126 (1), 127 of the German Stock Corporation Act

Shareholders of the company may send counter-motions to resolutions proposed by the Executive Board and/or Supervisory Board on certain Agenda items as well as election proposals for the election of members of the Supervisory Board or auditors (cf. Sections 126, 127 of the German Stock Corporation Act). Insofar

as counter-motions or election proposals are to be made available by the company, the latter must have received them, including the name of the shareholder, no later than 14 days prior to the meeting, i.e. by 12.00 (midnight) on 13 June 2022 (CEST).

Counter-motions to Agenda items of the Annual General Meeting or election proposals must be sent to:

EQS Group AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 München  
Germany

or at the email address:  
antraege@linkmarketservices.de

Any counter-motions to be made accessible should state reasons. No reasons need to be given for election proposals. Sections 126(2), 127(1) and (3) of the German Stock Corporation Act provide for the preconditions under which counter-motions and election proposals do not need to be made available. Any counter-motions and election proposals issued by shareholders, including the name of the shareholder and the necessary reasons for counter-motions which need to be made available after their receipt, including a statement of the administration will be published on the company's website at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

pursuant to Section 126(1) of the German Stock Corporation Act. Election proposals issued by shareholders will only be made accessible if they state the name, exercised profession and place of residence of the proposed person (cf. Section 127(3) in conjunction with Section 124(3) sentence<sup>o</sup>(4)).

Shareholder motions or election proposals which are to be made available pursuant to Section 126 or 127 of the German Stock Corporation Act will be deemed to be submitted during the Meeting, if the person submitting the motion or proposal is duly legitimised

and registered to take part in the Annual General Meeting.

The right of every shareholder to submit counter-motions or election proposals on different agenda items during the Annual General Meeting by participating online, even without any prior transmission to the company, will remain unaffected. This can be done by using a button in the AGM portal linking to a counter-motion form.

### **3. Shareholders' Right to Ask Questions; Shareholders' Right to Information pursuant to Section 131(1) of the German Stock Corporation Act in conjunction with Art. 2 Section 1(2) Sentence 2 of the COVID-19 Act by Electronic Communication**

The shareholders' right to information is restricted in case of a virtual Annual General Meeting pursuant to Section 1(2) of the COVID-19 Act. According to such, shareholders will have the right to pose their questions by electronic communication (Section 1(2) sentence (1) no. (3) of the COVID-19 Act). Properly registered shareholders will have the option to ask questions in text form in the AGM portal by electronic communication before and during the Annual General Meeting as well as to contribute articles to be read out loud from the opening of the general debate until its closure by the chairman of the Meeting.

The Executive Board will decide according to its due and free discretion how it will answer questions pursuant to Section 1(2) sentence (2) of the COVID-19-Act.

## VI. Detailed notes

For more detailed explanations on the rights of shareholders, please visit the website of the company at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

## VII. Technical information on the virtual annual general meeting

In order to see the virtual Annual General Meeting and to use the AGM portal as well as to exercise your shareholder rights, you need an internet connection and an internet-enabled terminal. A stable internet connection with a sufficient transmission rate is recommended for receiving an optimum video and audio transmission of the Annual General Meeting.

If you use a computer for receiving the audio and sound transmission of the virtual Annual General Meeting, you need a browser and speakers or headphones.

For accessing the company's AGM portal you need your individual access data that you received with the invitation to the Annual General Meeting. You may also use these access data to log onto the AGM portal.

In order to avoid any risk of restrictions when exercising the shareholders' rights during the virtual Annual General Meeting caused by technical problems, we recommend exercising the shareholders' rights (in particular the voting right) already prior to the start of the Annual General Meeting.

## VIII. Note on the availability of video and sound transmission

Properly registered shareholders may see the full Annual General Meeting on 28 June 2022 from 2.00 p.m. (CEST), live as a video and sound transmission. It is also planned that certain parts of the Annual General Meeting, in particular the speech by the Chairperson of the Executive Board, can be followed on the internet without registration. According to today's state of technology, the video and sound transmission of the virtual Annual General Meeting and the availability of the AGM portal might be subject to impairments due to restrictions of the availability of the telecommunication and the restriction of internet services of third-party providers, on which the company has no influence. Therefore, the company will not assume any guarantees and liability for the functioning and constant availability of the internet services you use, the network elements of third parties applied, the video and sound transmission and the access to the AGM portal and its general availability. The company will also not assume any responsibility for errors and defects of the hardware and software used for the online services, including those of the applied service companies, unless in case of intent. For this reason, the company recommends to use the above-mentioned options for exercising rights, in particular for exercising the voting right, at an early time. The chairman of the Annual General Meeting must reserve the right to interrupt or fully abort the virtual Annual General Meeting, insofar as that is mandatorily required for data protection or security considerations.

## IX. Company's website

The documents to be provided to the Annual General Meeting are available on the company's website at

***<https://www.eqs.com/about-eqs/corporate-governance/>***

Any counter-motions, election proposals and requests for supplements submitted to the company by shareholders which are liable to be published will also be made available on the above-mentioned website. The entire meeting can be viewed as a video and audio transmission on the above-mentioned website by using the AGM portal. The AGM portal allows you, inter alia, to exercise the voting right before and during the Annual General Meeting. The voting results will also be published on this website after the Annual General Meeting.

## X. Shareholder hotline

Shareholders and intermediaries who have general questions on the course of the virtual Annual General Meeting, may call the Shareholder Hotline on +49 (89) 21027-333, from Monday to Friday (apart from public holidays) between 9.00 a.m. and 5.00 p.m.



## XI. Information on data protection

Personal data will be processed in the context of the Annual General Meeting of EQS Group AG. For details, please refer to our Privacy Notice at

<https://www.eqs.com/about-eqs/corporate-governance/>

Shareholders authorising an authorised representative are asked to inform them about the data protection notice.

Munich, May 2022



Achim Weick  
(Founder and CEO)



Christian Pflieger  
(COO)



Marcus Sultzer,  
(CRO)



André Silverio Marques,  
(CFO)

# Notes

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## Notice

The official version of the EQS Group AG AGM invitation is in German. The English translation is provided as a convenience to our shareholders. While we strive to provide an accurate and readable version of our invitation in English, the technical nature of such documents often yields awkward phrases and sentences. We understand this can cause confusion. So, please always refer to the German invitation for the authoritative version.



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