

INVITATION

2026

to the 121st Annual General Meeting
of ElringKlinger AG, Dettingen / Erms

ISIN DE 0007856023, WKN 785 602
UNIQUE IDENTIFIER:
5E67FE0FA533EF11B53600505696F23C

elringklinger 

Key Figures

ElringKlinger Group at a glance

		2025	2024	2023	2022	2021	2020	2019
Order Situation								
Order intake	EUR million	1,617.1	1,793.1	1,690.5	1,874.1	1,977.5	1,483.1	1,737.2
Order backlog	EUR million	1,134.9	1,158.6	1,305.2	1,461.9	1,386.2	1,033.1	1,030.3
Sales/Earnings								
Sales revenue	EUR million	1,640.9	1,803.1	1,847.1	1,798.4	1,624.4	1,480.4	1,727.0
Cost of sales	EUR million	1,265.2	1,404.0	1,444.3	1,459.9	1,273.4	1,195.5	1,401.7
Gross profit margin		22.9 %	22.1 %	21.8 %	18.8 %	21.6 %	19.2 %	18.8 %
EBITDA	EUR million	140.8	144.0	200.3	174.2	216.1	181.5	181.0
EBIT adjusted ¹ (adjusted earnings before interest and taxes)	EUR million	88.6	87.6	100.1	68.4	102.0	27.7	61.2
EBIT margin (adjusted) ¹		5.4 %	4.9 %	5.4 %	3.8 %	6.3 %	1.9 %	3.5 %
Earnings before taxes	EUR million	-17.0	-150.0	53.2	-56.1	100.8	-13.6	41.7
Net income	EUR million	-10.6	-163.9	33.5	-90.7	54.6	-40.0	5
Net income attributable to shareholders of ElringKlinger AG	EUR million	-6.1	-137.8	39.3	-89.1	55.7	-40.8	4.1
Earnings per share	EUR	-0.10	-2.18	0.62	-1.41	0.88	-0.64	0.06
Cash Flow								
Net cash from operating activities	EUR million	179.3	168.0	129.7	101.3	156.1	217.8	277.6
Net cash from investing activities	EUR million	-134.1	-109.6	-90.2	-95.5	-73.0	-60.6	-84.5
Net cash from financing activities	EUR million	-37.6	-59.2	-39.7	5	-106.8	-155.8	-103.8
Operating free cash flow ²	EUR million	33.1	58.4	36.7	14.8	72.0	164.7	175.8
Balance Sheet								
Balance sheet total	EUR million	1,890.4	1,759.3	2,008.2	2,046.6	2,090.0	1,963.1	2,146.5
Equity	EUR million	666.3	685.3	910.7	896.8	982.3	812.8	891.2
Equity ratio		35.2 %	39.0 %	45.3 %	43.8 %	47.0 %	41.4 %	41.5 %
Net financial debt ³	EUR million	287.2	245.9	323.2	364.2	369.2	458.8	595.3
Net debt-to-EBITDA ratio ⁴		1.6 ⁴	1.2 ⁴	1.6	2.1	1.7	2.5	3.3
Key Figures/Returns								
R&D ratio ⁵		5.5 %	5.3 %	5.2 %	5.1 %	5.1 %	5.1 %	4.7 %
ROCE (Return on Capital Employed) ⁶		7.7 %	6.7 % ⁷	6.8 % ⁷	-2.7 %	6.4 %	1.7 %	3.4 %
Return on equity after taxes		-1.6 %	-20.5 %	3.7 %	-9.7 %	6.1 %	-4.7 %	0.6 %
Return on total assets after taxes		-1.0 %	-7.3 %	2.9 %	-3.7 %	3.1 %	-1.2 %	1.2 %
Human Resources								
Employees (as at Dec. 31)		8,606	9,078	9,576	9,540	9,462	9,724	10,393

¹ Adjusted EBIT and adjusted EBIT margin shown since 2022; financial years 2019 to 2021 shown without adjustment items

² Net cash from operating activities and net cash from investing activities (adjusted by cash flows from acquisitions/divestments and from financial assets)

³ Current and non-current financial liabilities less cash and less securities

⁴ Net financial debt/EBITDA; calculated based on adjusted EBITDA starting in financial year 2024; adjusted EBITDA: EUR 178.3 million (2025) and EUR 197.1 million (2024)

⁵ Research and development cost (incl. capitalized development cost) in relation to group sales

⁶ Calculated on the basis of adjusted EBIT starting in financial year 2024

⁷ ROCE adjusted (calculated on the basis of adjusted EBIT; unadjusted ROCE at -11.5% in 2024 and 5.6% in 2023)

*Dear Shareholders,
Ladies and Gentlemen,*

We would like to invite you to our 121st Annual General Meeting, scheduled for Tuesday, 12 May 2026, 10:00 a.m. (CEST). The Annual General Meeting shall take place virtually on the basis of Section 118a para. 1 sentence 1 of the AktG (Aktien-gesetz [German Stock Corporation Act]) in conjunction with the authorisation as per Section 15 para. 3 of the Articles of Association of EringKlinger AG, meaning without the physical presence of the shareholders or their representatives.

The entire Annual General Meeting will be broadcast over the Internet in live video and audio for shareholders and their representatives. They are able to participate in the Annual General Meeting while not personally in situ. The place of the Annual General Meeting within the meaning of the Stock Corporation Act is Plant 2 of EringKlinger AG, Paul-Lechler-Straße 31, 72581 Dettingen/Erms, Germany.

This English version is only for information purposes. The German version shall prevail in all cases.

Agenda

Agenda Item 1

The submission of the adopted annual financial statements of ElringKlinger AG, the approved consolidated financial statements, and the joint management report for ElringKlinger AG and the Group of companies, as well as the report of the Supervisory Board, in each case for financial year 2025

The documents listed also include the explanatory report on the information as per Sections 289a para. 1, 315a of the German Commercial Code. These can be accessed on the website of the company at www.elringklinger.de/hauptversammlung. The same applies to the declaration to the corporate management, including the compliance statement in accordance with the German Corporate Governance Code and the summarised non-financial report.

The Supervisory Board has endorsed the annual accounts compiled by the Management Board and approved the consolidated financial statement. The annual accounts are therefore adopted as per Section 172 sentence 1 AktG. In accordance with the statutory provisions, this agenda item does not therefore require a resolution to be passed.

Agenda Item 2

Passing of a resolution on the utilisation of net profit

The Management Board and the Supervisory Board propose that the balance sheet profit of ElringKlinger AG from the last financial year 2025 in the amount of EUR 9,503,998.50 be utilised as follows:

Payout of the dividend in the amount of EUR 0.15 per dividend-bearing share

63,359,990 items x EUR 0.15/share = EUR 9,503,998.50

In accordance with Section 58 para. 4 sentence 2 AktG, the entitlement to the dividend is due on the third business day following the Annual General Meeting resolution, that is, on May 15, 2026.

Agenda Item 3

Passing of a resolution on the discharge of members of the Management Board for financial year 2025

The Management Board and Supervisory Board propose discharging the members of the Management Board for financial year 2025.

Agenda Item 4

Passing of a resolution on discharging the members of the Supervisory Board for financial year 2025

The Management Board and Supervisory Board propose discharging the members of the Supervisory Board for financial year 2025.

Agenda Item 5

Passing of a resolution on the selection of the statutory auditor and the Group auditor, as well as on the precautionary selection of the auditor of the sustainability report, for financial year 2026

The Supervisory Board, upon the recommendation of its Audit Committee, proposes that:

- a) Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart is appointed as the statutory auditor and Group auditor for financial year 2026, as well as for the audit review of the financial reports during the year for financial year 2026 as well as for the first quarter of financial year 2027, provided this is subject to audit review.

The Audit Committee has stated that its recommendation is free from undue influence by third parties, and that no clause has been imposed on it that restricts the options of the Annual General Meeting within the meaning of Art. 16 para. 6 of the EU Statutory Auditor Regulation (Directive (EU) No. 537/2014).

- b) Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart has been appointed as a precautionary measure to audit the sustainability report for the financial year 2026.

The Annual General Meeting shall appoint the auditor of the sustainability report as a precautionary measure with regard to the draft of the act for the implementation of Directive (EU) 2022/2464 on the sustainability reporting of companies in the version amended by Directive (EU) 2025/794 ("CSRD Implementation Act"). This act, which is still in the legislative process at the time of the resolution on convening the Annual General Meeting, outlines the appointment of the auditor of the sustainability report by the Annual General Meeting for financial years beginning after December 31, 2024.

Agenda Item 6

Passing of a resolution on the approval of the remuneration report

In accordance with Section 162 AktG, the Management Board and the Supervisory Board must create a remuneration report concerning the remuneration of the members of the management bodies and submit this to the Annual General Meeting in accordance with Section 120a para. 4 AktG for approval.

The remuneration report was reviewed by the statutory auditor. At the Company's request, the statutory auditor carried out a full audit of the remuneration report that exceeded the audit procedures required under Section 162 para. 3 AktG. The note on the audit of the remuneration report should be attached to the remuneration report.

The Management Board and Supervisory Board propose that the remuneration report created and reviewed in accordance with Section 162 AktG for financial year 2025 be approved. In accordance with Section 124a sentence 1 no. 4 AktG in conjunction with Section 26q EGAktG (Einführungsgesetz zum Aktiengesetz [Introductory Act to the Stock Corporation Act]), the remuneration report is also accessible via our website at www.elringklinger.de/hauptversammlung during the Annual General Meeting.

Agenda Item 7

Passing of a resolution on the remuneration of the Supervisory Board

The remuneration of the company's Supervisory Board was last adjusted by resolution of the Annual General Meeting of July 7, 2020. The Supervisory Board's relevant system of remuneration was last confirmed by the Annual General Meeting on May 16, 2025 without change. After conducting a corresponding market comparison, the remuneration of the Supervisory Board for activities on the Audit and Personnel Committees and with regard to the meeting fee should be adjusted. The increased requirements in terms of the scope and complexity of the activities of members of the Supervisory Board on the committees should be taken into account in an appropriate manner here. Membership of a committee is currently compensated at EUR 6,000 and membership of the Audit Committee at EUR 10,000. The Chairperson of a committee receives double the respective amount. For member-

ship of the Mediation Committee, remuneration is only paid if the committee has to act. The meeting fee for each attendance at an ordinary Supervisory Board meeting is EUR 1,000. Pursuant to Section 13 para. 1 of the Articles of Association, remuneration may be set for membership of a committee as well as for the Chairperson of a committee as determined by the Annual General Meeting. The same applies to the meeting fee.

The Management Board and the Supervisory Board propose to adjust the Supervisory Board's remuneration with effect from the beginning of the current financial year as follows:

Membership of the Audit Committee is compensated at EUR 15,000, and membership of the Personnel Committee is compensated at EUR 10,000, with the Chairperson of the Audit Committee receiving EUR 30,000 and the Chairperson of the Personnel Committee receiving EUR 20,000 as remuneration. The activities on the Nomination and Mediation Committees will not be compensated separately. Each member of the Supervisory Board shall receive the meeting fee of EUR 1,000 for participating in a Supervisory Board meeting and each committee member for participating in a Supervisory Board committee meeting. Otherwise, the Supervisory Board's remuneration shall remain unchanged.

In accordance with Section 124a sentence 1 no. 4 AktG in conjunction with Section 26q EGAktG, the Supervisory Board's adjusted remuneration system is also accessible via our website at www.elringklinger.de/hauptversammlung during the Annual General Meeting.

Agenda Item 8

Passing of a resolution on approving the system for compensating Management Board members

According to Section 120a para. 1 AktG, the Annual General Meeting of a company quoted on the stock exchange shall decide on the approval of the remuneration system for the members of the Management Board in the case of a significant change in the system.

In its ordinary meeting on March 25, 2026, after an appropriate review of the current system, the Supervisory Board made a resolution to adapt the existing remuneration system for the members of the Management Board to the evolving governance provisions and investor and market expectations. The changes primarily relate to the variable remuneration components. Thus, the achievement of performance criteria “adjusted EBIT” and “operating cash flow” of the short-term incentive (STI) should in future be determined based on a comparison of the target figures for the respective financial year set by the Supervisory Board with the actual values, instead of with the previous year’s values as before. In future, the long-term incentive (LTI) will be designed as a performance share plan with a three-year performance period and a further one-year holding period. Financial performance criteria are “Return on Capital Employed” (ROCE), EBIT margin and revenue growth. In addition, the LTI will include relevant and measurable ESG (Environmental, Social, and Governance) targets set by the Supervisory Board as additional performance criteria. The maximum remuneration is reduced

for the Chairperson of the Management Board in accordance with Section 87a para. 1 sentence 2 no. 1 AktG from EUR 3.5 million to EUR 3.2 million. The new remuneration system shall apply to the members of the Management Board active in financial year 2025 with effect from January 1, 2027. For members of the Management Board who are newly appointed to the Management Board after January 1, 2026, the remuneration system will enter into force retroactively as of January 1, 2026. In accordance with Section 124a sentence 1 no. 4 AktG in conjunction with Section 26q EGAktG, the Management Board’s amended remuneration system is also accessible via our website at www.elringklinger.de/hauptversammlung during the Annual General Meeting.

The Supervisory Board proposes that, in accordance with the resolution of the Supervisory Board dated March 25, 2026, the amended remuneration system for the Management Board be approved.

Further information and conditions of participation

By virtue of Section 118a para. 1 sentence 1 AktG, in conjunction with the authorisation as per Section 15 para. 3 of the Articles of Association of ElringKlinger AG, the Management Board of ElringKlinger AG has decided, with the consent of the Supervisory Board, to hold the Annual General Meeting as a virtual Annual General Meeting without the physical presence of the shareholders or their representatives. The physical attendance of the shareholders or their representatives (with the exception of proxies named by the company) is therefore ruled out.

The entire Annual General Meeting will be broadcast on May 12, 2026 starting at 10:00 a.m. (CEST) live on the Internet at

www.elringklinger.de/hauptversammlung

over an electronic system with restricted access (hereinafter the "InvestorPortal"). Please note the instructions set forth below in detail. Shareholders and/or their representatives have the opportunity to exercise their voting rights via email (electronic postal voting) or by authorising the proxies named by the company, as detailed below. During the Annual General Meeting, a right to speak via video communication shall be granted to those shareholders participating electronically or to their representatives. Likewise, they shall be entitled, in the context of their right to speak via video communications, to put forth applications and election proposals in the Annual General Meeting, and to demand information from the Management Board, and also to state objections against resolutions of the Annual General Meeting for the record via electronic communications.

Registration

Those shareholders of ElringKlinger AG who have registered by the end of **May 5, 2026 at midnight (CEST)**, and who have been listed at the time of the Annual General Meeting in the share register for the registered shares, shall be entitled to participate in the Annual General Meeting, and to exercise their shareholder rights, in particular the right to vote.

Registration must be done in German electronically over the accessible InvestorPortal at

www.elringklinger.de/hauptversammlung

Alternatively, it is possible to use one of the following contact methods:

ElringKlinger AG

c/o Computershare Operations Center
80249 Munich
Germany

or by email at: anmeldestelle@computershare.de

The InvestorPortal can be accessed as described below under "Access to the InvestorPortal". In order to establish that the registration deadline has been met, the receipt of registration by the company shall be decisive.

In accordance with Section 67c AktG, registration for the Annual General Meeting, voting (including by proxy), granting a power of attorney and issuing instructions to the proxies appointed by the company, and authorising third parties can also be transmitted to the company via intermediaries in accordance with SRD (Shareholder Rights Directive) II in conjunction with Implementing Regulation (EU) 2018/1212 in ISO 20022 format (e.g. via SWIFT, CMDHDEMMXXX). A SWIFT login requires authorisation through the SWIFT Relationship Management Application (RMA).

Access to the InvestorPortal

The shareholders receive the required access data to the InvestorPortal (shareholder number and individual access password) together with the registration information without having to request this. Shareholders who are registered for the electronic delivery of the invitation can use their personal password to gain access. Shareholders who have only been listed in the share register from April 20, 2026 shall not receive any invitation documents according to the statutory provisions without a specific request, and thus no access data to the InvestorPortal for the Annual General Meeting shall be transmitted. However, they can request the registration information with the required shareholder number and the individual access password associated with it via the above-specified registration address.

Those shareholders who are not registered for the Annual General Meeting also have access to the InvestorPortal. Without proper registration for the meeting, however, shareholders cannot connect electronically as participants in the meeting. Therefore, shareholders who have not been properly registered can follow the meeting only as observers via video and audio, but cannot exercise any shareholders' rights.

The InvestorPortal shall be open for the shareholders and their representatives starting from April 11, 2026 subject to technical availability.

Participation by shareholders or representatives in the virtual Annual General Meeting

Shareholders or their representatives can connect electronically to the Annual General Meeting and exercise shareholders' rights associated with such participation by the shareholder or their representative logging into the InvestorPortal for the duration of the Annual General Meeting on May 12, 2026 by entering their access data, i.e. their shareholder number and their individual access password.

If the shareholder has authorised one or several third parties (with the exception of the proxies named by the company), such electronic connection by the shareholder enabling them to exercise shareholders' rights (including the rights to vote and to speak) in the Annual General Meeting requires the revocation of the powers of attorney granted to the third party.

Postal voting

Shareholders or their representatives can vote via post using electronic communication. To exercise the right to vote electronically, proper registration according to the provisions in the above "Registration" section is required.

Postal votes can be cast, modified or revoked up to the time set in the Annual General Meeting on May 12, 2026 exclusively electronically over the Investment Portal at

www.elringklinger.de/hauptversammlung.

The InvestorPortal can be accessed as described above under "Access to the InvestorPortal".

Receipt of the postal votes, amendment or revocation by the company by the deadline shall be decisive.

Authorised intermediaries, shareholders' associations, consultants on voting rights and other persons considered equivalent to the intermediaries under Section 135 para. 8 AktG can avail themselves of postal voting.

Voting by proxies named by the company

ElringKlinger AG furthermore offers to its shareholders the opportunity to be represented at the Annual General Meeting by proxies named by the company in accordance with their instructions. Also in this case, proper registration is required in accordance with the provisions listed in the "Registration" section above.

Powers of attorney and instructions for the proxies named by the company can be granted, modified or revoked by the time set in the Annual General Meeting on May 12, 2026 by the Chairperson of the meeting, electronically over the InvestorPortal at

www.elringklinger.de/hauptversammlung.

The InvestorPortal can be accessed as described above under "Access to the InvestorPortal".

Receipt by the deadline of the authorisation or instruction, amendment or revocation by the company shall be decisive.

In the event of timely registration, the granting of powers of attorney and proof of authorisation as well as the issuance or amendment of instructions to the proxies designated by the company may be made **by mail or email** by May 11, 2026 at midnight (CEST) at the latest to one of the addresses specified for registration.

Representatives, including authorised intermediaries, shareholders' associations, consultants on voting rights and other persons considered equivalent to the intermediaries under Section 135 para. 8 AktG can, subject to deviating provisions of the party represented, likewise have themselves represented in accordance with their instructions by the proxies appointed by the company in the exercise of the right to vote.

We ask you to note that the proxies of the company may only exercise the right to vote on those items on the agenda, petitions and nominations on which you give instructions, and that they do not exercise the right to vote according to their own discretion. The proxies named by

the company shall take no orders to lodge objections against resolutions of the Annual General Meeting, on requests to speak, or to put forth questions or petitions.

Authorisation of third parties to exercise the right to vote and other shareholders' rights

Shareholders who are entered in the share register can also have their shareholder rights exercised, in particular their voting rights, by an authorised representative, for example an intermediary, a shareholders' association, a voting rights consultant or another third party. Also in this case, proper registration is required in accordance with the provisions listed in the "Registration" section above. Shareholders who wish to make use of the possibility of authorisation are requested to do this early.

Shareholders who wish to exercise their voting right in the Annual General Meeting not by themselves but via representatives must grant the latter a proper power of attorney before the voting. The granting of the power of attorney can be declared to the representative or to the company. If the power of attorney is granted directly to the authorised third party, proof of the authorisation for the company is required. The granting and revocation of the power of attorney as well as the proof of authorisation must be made in textual form to the company (Section 126b BGB (Bürgerliches Gesetzbuch [German Civil Code])), provided that a case pursuant to Section 135 AktG does not apply.

Authorisation vis-à-vis the company or the proof of authorisation, as well as any revocation or amendment of the power of attorney, must be sent to the company by **May 11, 2026 at midnight (CEST)** at the latest, to the address below:

ElringKlinger AG

c/o Computershare Operations Center
80249 Munich
Germany

or by email at: anmeldestelle@computershare.de

or by the time designated by the Chairperson of the meeting in the Annual General Meeting over the InvestorPortal at

www.elringklinger.de/hauptversammlung.

The authorisation can be in any other correct form or manner.

If the shareholder authorises more than one person, then the company shall be entitled, in accordance with the provisions of Section 134 para. 3 sentence 2 AktG in conjunction with Art. 10 para. 2 of the Shareholders' Rights Directive (Directive 2007/36/EC of the European Parliament and Council dated July 11, 2007 on the exercise of certain rights of shareholders in companies quoted on the stock exchange) to revoke one or several of them.

In the case of an authorisation in accordance with Section 135 AktG (Authorisation of intermediaries, in particular depositary credit institutions, and those considered equivalent thereto such as shareholder associations and voting rights consultants), adherence to textual form is not required. Under the law, the power of attorney in these cases must be granted to a certain representative and be verifiably retained by that representative. The power of attorney declaration must also be complete and must contain only the statements associated with the exercise of the right to vote. Any breach of this requirement and those further named in Section 135 AktG however does not impair the effectiveness of the voting in accordance with Section 135 para. 7 AktG. Shareholders are requested, in the case of an authorisation in the cases specified in Section 135 AktG, to coordinate with the representative in good time.

Intermediaries (in particular depositary credit institutions) and those considered equivalent thereto in accordance with Section 135 para. 8 AktG can exercise the voting right for shares that do not belong to them, if their holders are registered in the share register in accordance with Section 135 para. 6 AktG, only on the basis of an authorisation from the shareholder.

Representatives (with the exception of proxies named by the company) cannot physically participate in the Annual General Meeting either. They can exercise the right to vote for the shareholders they represent merely in the form of postal voting or via granting (substitute) powers of attorney to the proxies named by the company according to the respective regulations provided for this. The representative requires individual access data for the use of the InvestorPortal. After granting the power of attorney to the company or after the proof of a power of attorney is granted to the representative, the company shall provide the

shareholder with the access data for the representative for the purpose of forwarding to the representative. Shareholders who undertake the granting of the power of attorney to the company via the InvestorPortal shall receive the access data of the representative directly via the InvestorPortal. The authorisation should therefore be issued as early as possible in order to enable timely receipt of the access data.

Further information on exercising the right to vote

If an individual vote is held on an agenda item instead of a collective vote without this being communicated in the run-up to the Annual General Meeting, then any declaration already made on this agenda item shall also be deemed to be a corresponding vote or authorisation and instruction for each item of the individual vote.

Postal votes as well as powers of attorney and instructions that cannot be assigned to a proper registration beyond doubt will not be taken into consideration.

Cessation of transfers

The shares will not be locked or blocked through registration for the Annual General Meeting. Shareholders can therefore freely dispose of their shares also after successful registration. The share portfolio entered in the share register as of the day of the Annual General Meeting shall be decisive in determining the right to participate and vote. This will correspond to the portfolio as of the end of registration on **May 5, 2026 at midnight (CEST)**, since due to technical reasons, no changes in the share register will be undertaken with effect from the expiry of the end of registration until the end of the day of the Annual General Meeting (cessation of transfers). The decisive portfolio date (technical record date) is therefore the expiry of May 5, 2026. Acquirers of shares in the company that have not yet been entered in the share register are therefore requested to submit applications for registration in as timely a manner as possible.

Total number of shares and voting rights

At the time of convening the Annual General Meeting, the share capital of the company amounts to EUR 63,359,990. Of the total of 63,359,990 shares issued, at the time of convening this Annual General Meeting, all have the right to participate and vote.

Rights of shareholders

- **Additional agenda items according to Section 122 para. 2 AktG**

Additional agenda items can be requested by shareholders whose combined shares amount to one 20th portion of the share capital or the proportional amount of EUR 500,000. The request must be made in writing and be received by the company at least 30 days before the Annual General Meeting, i.e. on **April 11, 2026 at midnight (CEST)**. Every request must be accompanied by a justification or a proposal for a resolution.

- **Election nominations in accordance with Section 127 AktG and counter-motions in accordance with Section 126 para. 1 AktG**

Shareholders can send election nominations for selecting the statutory auditor (and/or electing a member of the Supervisory Board) as well as counter-motions for certain resolution proposals of the agenda. Counter-motions must be accompanied by a justification. Election nominations and/or counter-motions must be received by the company at least 14 days before the Annual General Meeting, i.e. on **April 27, 2026 at midnight (CEST)** so that they can be made accessible by the company.

A counter-motion or election nomination to be made available under Sections 126 and 127 AktG are considered to have been lodged in the Annual General Meeting if the shareholder putting forth the motion or the election nomination has been properly registered for the Annual General Meeting. If the shareholder putting forth the motion or the nomination has not been properly registered, the counter-motion or nomination will not be dealt with in the Annual General Meeting. The right of the Chairperson of the meeting to have the administration's proposals voted on first, remains unaffected.

Requests for additional agenda items should and counter-motions and election nominations can be delivered to the Management Board of the company exclusively to the following address: ElringKlinger AG, Hauptversammlung [Annual General Meeting], Max-Eyth-Straße 2, 72581 Dettingen/Erms, Germany; email: hauptversammlung@elringklinger.com. Such motions are published if statutory prerequisites exist in accordance with the statutory provisions regarding the designation of the name of the shareholder, and shall be available on the company's website at www.elringklinger.de/hauptversammlung. Any statements made by the administration will likewise be published under the specified web address.

• **Submission of statements in accordance with Section 130a para. 1 to 4 and 6 AktG**

Shareholders listed in the share register who have properly registered for the Annual General Meeting, or their representatives, have the right to submit statements in textual form on the agenda items by at least five days prior to the Annual General Meeting, i.e. at the latest by **May 6, 2026 at midnight (CEST)**. The company will only give access to the statements to shareholders and their representatives at the latest four days before the Annual General Meeting, that is, by **May 7, 2026 at midnight (CEST)**, stating the name of the submitting shareholder via the InvestorPortal available at www.elringklinger.de/hauptversammlung. Statements in textual form must be submitted as PDF files. They must contain a maximum of 10,000 characters. The language must be German. Statements that do not meet these requirements or that contain defamatory, illegal, obviously false or misleading content, or if the shareholder makes it known that they will not participate or will be represented at the Annual General Meeting will not be made available.

Motions and election nominations, questions and objections to resolutions of the Annual General Meeting in the context of the statements submitted in textual form will not be considered in the Annual General Meeting. The lodging of motions and the submission of election nominations, the exercise of the right to information as well as the lodging of objections against resolutions of the Annual General Meeting are only possible in the ways specifically described in this invitation.

• **Right to speak under Sections 118a para. 1 sentence 2 no. 7, 130a para. 5 and 6 AktG**

Shareholders or their representatives that are electronically connected to the Annual General Meeting have the right to speak at the Annual General Meeting. This right must be exercised in the form of video communication. From the start of the Annual General Meeting, shareholders or their representatives can register their contributions in the virtual sign-up desk run by the InvestorPortal. Motions and election nominations pursuant to Section 118a para. 1 sentence 2 no. 3 AktG, questions pursuant to Section 131 para. 1e AktG and supplementary questions under Section 131 para. 1d AktG can form part of the contributions. The Chairperson of the meeting is entitled under Section 19 para. 2 of the company's Articles of Association to give a reasonable time limit for contributions and questions.

In order to exercise their right to speak, shareholders or their representatives require a web-enabled device, such as a PC, laptop, tablet or smartphone. The devices must be equipped with a microphone and a camera, which can both be accessed with the browser. For contributions, the devices must be connected to the Internet with stable upload and download bandwidth of at least five Mbps. Shareholders or their representatives who, as described, have registered to make comments will be connected for their contribution. The company will check the functionality of the video communication between the shareholder or their representative and the company before the contribution is given during the Annual General Meeting. It may reject the contribution if the functionality is not assured.

• **Right of information under Sections 118a para. 1 sentence 2 no. 4, 131 para. 1 AktG**

Every shareholder under Section 131 para. 1 AktG has the right upon request to be given information about company matters in the Annual General Meeting by the Management Board, provided the information is required for the objective assessment of an agenda item and no right exists to refuse information. The duty to give information extends also to the legal and business relationships of the company to its associated enterprises. Furthermore, the duty to give information also concerns the situation of the Group and the enterprises included in the consolidated financial statement.

It is intended that the Chairperson of the meeting will establish that the aforementioned right to information under Section 131 para. 1 AktG can be exercised in the same way at the Annual General Meeting exclusively via video communications, i.e. in the context of the exercise of the right to speak (see the comments on the right to speak).

Section 131 para. 4 sentence 1 AktG specifies that if a shareholder has been given information outside the Annual General Meeting due to his capacity as a shareholder, such information must be given to every other shareholder or their representative upon their request in the Annual General Meeting, even if this is not required for the objective assessment of the agenda items. In the context of the virtual Annual General Meeting, it is guaranteed that shareholders or their representatives who are electronically connected to the Annual General Meeting can communicate their requests under Section 131 para. 4 sentence 1 AktG via electronic communications on the InvestorPortal.

- **Objections to resolutions of the Annual General Meeting**
Shareholders or their representatives who are electronically connected to the Annual General Meeting and have duly registered to participate in it can lodge an objection to resolutions of the Annual General Meeting via electronic communication. The objection can be lodged from the beginning to the end of the Annual General Meeting via the InvestorPortal available at www.elringklinger.de/hauptversammlung

Information on the company's website

All information and documents concerning the Annual General Meeting, including the information in accordance with Section 124a AktG, the aforementioned further comments on the rights of shareholders as well as further instructions on data protection, can be found on the company's website at www.elringklinger.de/hauptversammlung.

The annual report for financial year 2025 can be accessed on the company's website under Investor Relations or www.elringklinger.de/hauptversammlung.

Internet broadcast

For shareholders of ElringKlinger AG, the entire Annual General Meeting will be broadcast on May 12, 2026 starting at 10:00 a.m. (CEST). Shareholders can gain online access by entering their shareholder number and the associated access password. The report of the Supervisory Board and the speech of the Chairperson of the Management Board can also be followed by other interested

parties live on the Internet at www.elringklinger.de/hauptversammlung, and will remain available there after the Annual General Meeting as a recording. It is anticipated that the speech of the Chairperson of the Management Board will be published in advance on the homepage of the company at www.elringklinger.de/hauptversammlung from May 9, 2026 at noon (CEST).

Publication in the Federal Gazette

The Annual General Meeting on May 12, 2026 has been convened via publication of the aforementioned agenda in the Federal Gazette.

Dettingen/Erms, March 2026

ElringKlinger AG
The Management Board



Thomas Jessulat



Isabelle Damen



Reiner Drews



Dirk Willers

Information regarding data protection

Your personal data will be processed for administering the share register as prescribed in the German Stock Corporation Act, for communication with you as a shareholder, and for holding our Annual General Meeting. Beyond this, your data will be used for purposes associated therewith and for the fulfilment of further legal obligations (for example, proof or retention obligations). Further information on data protection is available at www.elringklinger.de/hauptversammlung. ElringKlinger AG will also send you this information in printed form upon request.

Financial Calendar 2026

MAY

12

121st Annual General
Shareholders' Meeting,
Virtual event

AUGUST

05

Interim Report
on the 2nd Quarter and
1st Half of 2026

NOVEMBER

05

Financial Results
on the 3rd Quarter and
1st Nine Months of 2026

Changes to the above dates cannot be ruled out.
We therefore recommend visiting our website to check specific financial dates at
www.elringklinger.de/en/investor-relations/financial-calendar.



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