

Annual General Meeting SURTECO GROUP SE on 7 June 2023

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

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

A. Specification of the message

1. Unique identifier of the event: Ordinary Annual General Meeting of SURTECO GROUP SE 2023
(Information acc. to EU-IR: 97dfde6218dded118145005056888925)
2. Type of message: Notice of convocation of Annual General Meeting
(Information acc. to EU-IR: NEWM)

B. Specification of the issuer

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

C. Specification of the meeting

1. Date of the Annual General Meeting: 7/06/2023
(Information acc. to EU-IR: 20230607)
2. Time of the Annual General Meeting: 10.00 a.m. (CEST) (corresponds to 8.00 a.m. UTC)
(Information acc. to EU-IR: 08.00 a.m. (UTC))
3. Type of Annual General Meeting: Annual General Meeting (in-person meeting)
(Information acc. to EU-IR: GMET)

4. Location of the Annual General Meeting: Max-Joseph-Straße 5, 80333 Munich, Germany
URL of the video and audio transmission on the internet: <https://ir.surteco.com/hv>
(Information acc. to EU-IR: Max-Joseph-Straße 5, 80333 Munich, Germany)

5. Record Date: 16/05/2023

The proof of share ownership according to § 123 (4) sentence 2 AktG must refer to the beginning of 17/05/2023. The record date according to the EU-IR, however, refers to the close of business and therefore corresponds to 16/05/2023.

(Information acc. to EU-IR: 20230516)

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

D. Participation in the Annual General Meeting

1. Type of participation by shareholder:

In-person voting on site

Exercising voting rights via postal vote

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

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

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

2. Issuer deadline for the notification of participation (deadline for registration): Registration for the participation in the Annual General Meeting by: 31 May 2023, 24.00 hours (CEST) (time of receipt)

(Information acc. to EU-IR: 20230531; 22.00 hours (UTC))

3. Issuer deadline for voting:

Exercising voting rights via postal vote

– Voting via postal voting form (by letter or e-mail): 5 June 2023, 24.00 hours (MESZ), time of receipt

(Information acc. to EU-IR: 20230605; 22.00 hours (UTC))

– Voting via electronic communication under <https://ir.surteco.com/hv>:

7 June 2023, until the beginning of the voting procedure in the Annual General Meeting

(Information acc. to EU-IR: 20230607)

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

– Proxy authorisation via proxy form (by letter or e-mail):

5 June 2023, 24.00 hours (MESZ), time of receipt
(Information acc. to EU-IR: 20230605; 22.00 hours (UTC))

– Proxy authorisation via electronic communication under <https://ir.surteco.com/hv>:
7 June 2023, until the beginning of the voting procedure in the Annual General Meeting
(Information acc. to EU-IR: 20230607)

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

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

E. Agenda

Agenda item 1

1. Unique identifier of the agenda item: 1

2. Title of the agenda item: Submission of the audited annual financial statements and the approved consolidated financial statements, the management reports for SURTECO GROUP SE and the Group, in each case for the business year 2022, including the explanatory report on the disclosures pursuant to § 289a Section (1), § 315a Section (1) of the German Commercial Code (Handelsgesetzbuch, HGB), the proposal for appropriation of the net profit and the report by the Supervisory Board.

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

4. Vote: none

5. Alternative voting options: none

Agenda item 2

1. Unique identifier of the agenda item: 2

2. Title of the agenda item: Resolution on appropriation of net profit

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

4. Vote: Binding vote
(Information acc. to EU-IR: BV)

5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 3.1

1. Unique identifier of the agenda item: 3.1
2. Title of the agenda item: Resolution on the discharge of the Management Board for the business year 2022 – Wolfgang Moyses
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 3.2

1. Unique identifier of the agenda item: 3.2
2. Title of the agenda item: Resolution on the discharge of the Management Board for the business year 2022 – Dr. Manfred Bracher
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 3.3

1. Unique identifier of the agenda item: 3.3
2. Title of the agenda item: Resolution on the discharge of the Management Board for the business year 2022 – Andreas Pötz (Member since 1 April 2022)
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 4

1. Unique identifier of the agenda item: 4
2. Title of the agenda item: Resolution on consent to a settlement agreement with the former Chairman of the Management Board of the Company, Dr.-Ing. Herbert Müller
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 5

1. Unique identifier of the agenda item: 5
2. Title of the agenda item: Resolution on the discharge of Dr.-Ing. Herbert Müller for his activity as Chairman of the Management Board of the Company in the business year 2019
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.1

1. Unique identifier of the agenda item: 6.1
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Andreas Engelhardt
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.2

1. Unique identifier of the agenda item: 6.2
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Tim Fiedler
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.3

1. Unique identifier of the agenda item: 6.3
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Tobias Pott
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.4

1. Unique identifier of the agenda item: 6.4
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Jens Krazeisen
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.5

1. Unique identifier of the agenda item: 6.5
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Jochen Müller
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.6

1. Unique identifier of the agenda item: 6.6
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Dirk Mühlenkamp
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.7

1. Unique identifier of the agenda item: 6.7
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Jan Oberbeck
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.8

1. Unique identifier of the agenda item: 6.8
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Thomas Stockhausen
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 6.9

1. Unique identifier of the agenda item: 6.9
2. Title of the agenda item: Resolution on the discharge of the Supervisory Board for the business year 2022 – Jörg Wissemann
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 7

1. Unique identifier of the agenda item: 7
2. Title of the agenda item: Election to the Supervisory Board
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Advisory vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 8

1. Unique identifier of the agenda item: 8
2. Title of the agenda item: Resolution on the approval of the compensation report for the business year 2022 prepared and audited pursuant to § 162 Stock Corporation Act (Aktiengesetz, AktG)
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Advisory vote
(Information acc. to EU-IR: AV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 9

1. Unique identifier of the agenda item: 9
2. Title of the agenda item: Resolution on the amendment to § 13 of the Articles of Association in order to enable the Management Board to provide for the holding of a virtual Annual General Meeting
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 10

1. Unique identifier of the agenda item: 10
2. Title of the agenda item: Resolution on an amendment to § 13 of the Articles of Association to enable Members of the Supervisory Board to participate in the Annual General Meeting by way of audiovisual transmission
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

Agenda item 11

1. Unique identifier of the agenda item: 11
2. Title of the agenda item: Resolution about the appointment of the auditor of the annual financial statements and the consolidated financial statements
3. Uniform Resource Locator (URL) of the materials:
<https://ir.surteco.com/hv>
4. Vote: Binding vote
(Information acc. to EU-IR: BV)
5. Alternative voting options: Vote in favour, vote against, abstention
(Information acc. to EU-IR: VF, VA, AB)

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

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

1. Object of deadline: Request for items to be added to the agenda
2. Applicable issuer deadline: 7 May 2023, 24.00 hours (CEST) (time of receipt)
(Information acc. to EU-IR: 20230507; 22.00 hours (UTC))

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

1. Object of deadline: Submission of countermotions to resolutions proposed by the Board of Management and/or the Supervisory Board on specific agenda items Submission of election proposals regarding the election of the auditor and the elections to the Supervisory Board
2. Applicable issuer deadline: 23 May 2023, 24.00 hours (CEST) (time of receipt)
(Information acc. to EU-IR: 20230523; 22.00 hours (UTC))

Right to information of the shareholder pursuant to Article 53 SE Directive and § 131 Section (1) Stock Corporation Act (Aktengesetz, AktG)

1. Object of deadline: Shareholder's right to information
2. Applicable issuer deadline: 7 June 2023, from the beginning of the Annual General Meeting until the restriction of the right to information by the chairman of the meeting
(Information acc. to EU-IR: 20230607; 22.00 hours (UTC))

Objection to resolutions of the Annual General Meeting

1. Object of deadline: Objection to resolutions of the general meeting

2. Applicable issuer deadline: 7 June 2023, from the beginning of the Annual General Meeting until the restriction of the right to information by the chairman of the meeting

(Information acc. to EU-IR: 20230607)