

# Invitation to the (virtual) Annual Shareholders' Meeting

Wednesday, 3 June 2026, 10:00 CEST

DIGITAL  
SOVEREIGNTY  
EIGHTY



CREATING  
BALANCE

adesso | GROUP

Minimum information pursuant to section 125 para. 1 German Stock Corporation Act (AktG) in connection with section 125 para. 5 AktG, article 4 para. 1 and table 3 blocks A to C of the annex to Implementing Regulation (EU) 2018/1212

Type of Information	Description
<b>A. Specification of the message</b>	
1. Unique identifier of the event	DE000A0Z23Q5-GMET-202606
2. Type of message	Meeting notice of a general meeting [format pursuant to Implementing Regulation (EU) 2018/1212: NEWM]
<b>B. Specification of the issuer</b>	
1. ISIN	DE000A0Z23Q5
2. Name of issuer	adesso SE
<b>C. Specification of the meeting</b>	
1. Date of the general meeting	03.06.2026 [format pursuant to Implementing Regulation (EU) 2018/1212: 20260603]
2. Time of the general meeting	10:00 hours (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 08:00 UTC]
3. Type of the general meeting	Ordinary annual general meeting [format pursuant to Implementing Regulation (EU) 2018/1212: GMET]
4. Location of the general meeting	Virtual General Meeting: <a href="https://www.adesso-group.de/hv/">https://www.adesso-group.de/hv/</a> In accordance with the German Stock Corporation Act: adesso SE, at Adessoplatz 1, 44269 Dortmund, Germany
5. Record Date	12.05.2026, 24:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20260512]
6. Uniform Resource Locator (URL)	<a href="https://www.adesso-group.de/hv/">https://www.adesso-group.de/hv/</a>

# adesso SE, Dortmund – Invitation to the (virtual) Annual Shareholders' Meeting

ISIN DE000A0Z23Q5, WKN A0Z23Q

Unique identifier of the event: DE000A0Z23Q5-GMET-202606

We hereby invite the shareholders of our company to the Annual General Meeting (virtual).

**Date:**

**Wednesday, 3 June 2026, 10:00 a.m. CEST**

The Annual General Meeting will be held on the basis of Section 13 (5) of the Articles of Association of adesso SE in the form of a virtual Annual General Meeting in accordance with Section 118a of the German Stock Corporation Act (AktG) without the physical presence of shareholders or their proxies (with the exception of the proxies appointed by the company). The venue of the Annual General Meeting within the meaning of the AktG is the company's registered office, Adessoplatz 1, 44269 Dortmund, Germany.

The Annual General Meeting will be broadcast live in audio and video format to shareholders who have duly registered and provided proof of their shareholding, and to their proxies, via the password-protected AGM portal (hereinafter the "AGM portal") at the internet address <https://www.adesso-group.de/hv/>. Properly registered shareholders and their proxies may exercise their voting rights exclusively by means of electronic postal voting or by granting a proxy and issuing instructions to the proxies appointed by the Company. Shareholders and their proxies (with the exception of the proxies appointed by the Company) may not be physically present at the venue of the Annual General Meeting.

For further details, please refer to the additional information and notes at the end of the invitation following the agenda under "Information on holding the Annual General Meeting as a virtual Annual General Meeting without the physical presence of shareholders or their proxies".

All members of the Executive Board and the Supervisory Board intend to attend the Annual General Meeting for its entire duration.

Note: The provisions applicable to stock corporations domiciled in Germany, in particular the German Commercial Code (HGB) and the German Stock Corporation Act (AktG), apply to the Company by virtue of the reference provisions of Art. 5, Art. 9 (1) lit. c) ii), Art. 53 and Art. 61 of Council Regulation (EC) No. 2157/2001 of October 8, 2001 on the Statute for a European company (SE) (SE Regulation), unless otherwise provided for in more specific provisions of the SE Regulation. For reasons of clarity, these reference standards are not cited below.

# Agenda

## 1. Presentation of the adopted annual financial statements of adesso SE and the approved consolidated financial statements as at 31 December 2025 as well as the combined management report for adesso SE and the Group (including the explanatory report on the disclosures pursuant to Sections 289a and 315a HGB) and the report of the Supervisory Board for the 2025 financial year

The Supervisory Board has approved the annual financial statements and the consolidated financial statements prepared by the Executive Board. The annual financial statements are therefore adopted in accordance with Section 172 sentence 1 AktG. The documents mentioned under this agenda item are to be submitted to the Annual General Meeting without the need for a resolution by the Annual General Meeting.

## 2. Resolution on the appropriation of the balance sheet profit

The Management Board and Supervisory Board propose that the retained profits of EUR 138,399,151.31 reported in the 2025 annual financial statements be appropriated as follows: Payment of a dividend of EUR 0.78 per share = EUR 4,997,560.62 and carry-forward of the remaining amount to new account = EUR 133,401,590.69. In accordance with Section 58(4) of the German Stock Corporation Act (AktG), entitlement to the dividend shall arise on the third business day following the resolution of the Annual General Meeting, i.e. 8 June 2026.

## 3. Resolution on the discharge of the Executive Board for the 2025 financial year

The Executive Board and Supervisory Board propose that the actions of the members of the Executive Board be approved for the 2025 financial year.

## 4. Resolution on the discharge of the Supervisory Board for the 2025 financial year

The Executive Board and Supervisory Board propose that the actions of the members of the Supervisory Board be approved for the 2024 financial year.

## 5. Election of the auditor and group auditor as well as the auditor of the sustainability reporting for the 2026 financial year

Based on a corresponding recommendation by the Audit Committee, the Supervisory Board proposes that BDO AG Wirtschaftsprüfungsgesellschaft, Hamburg, Dortmund branch, be appointed as the auditor of the annual and consolidated financial statements and as the auditor of the sustainability reporting for the 2026 financial year.

The election of the auditor of the sustainability reporting is made as a precautionary measure in the event that the German legislator, in implementing Art. 37 of the Statutory Audit Directive 2006/43/EC in the version of CSRD (EU) 2022/2464 of 14 December 2022, should require an explicit election of the auditor of the sustainability reporting by the Annual General Meeting, i.e. the audit of the sustainability reporting should not be the responsibility of the auditor anyway under German implementation law.

The Audit Committee has declared that its recommendation is free from undue influence by third parties and that no clause restricting the selection options within the meaning of Art. 16 (6) of the EU Statutory Audit Regulation has been imposed on it.

## 6. Resolution on the approval of the remuneration report for the 2025 financial year prepared and audited in accordance with Section 162 AktG

The Executive Board and Supervisory Board have prepared a remuneration report for the 2025 financial year in accordance with Section 162 AktG.

The remuneration report for the 2025 financial year with the independent auditor's report on the audit of the remuneration report in accordance with Section 162 para. 3 AktG is available on the company's website at <https://www.adesso-group.de/corporate-governance/> under the

menu item "Remuneration" or from the time the Annual General Meeting is convened and also during the Annual General Meeting at <https://www.adesso-group.de/hv/>.

The Executive Board and Supervisory Board propose that the remuneration report for the 2025 financial year, prepared and audited in accordance with Section 162 AktG, be approved.

## 7. Approval of the remuneration system for members of the Executive Board

Pursuant to Section 120a(1) of the German Stock Corporation Act (AktG), the Annual General Meeting of listed companies shall resolve, upon any material change and at least every four years, via on the approval of the remuneration system for members of the Management Board submitted by the Supervisory Board.

The current remuneration system for members of the Management Board was adopted by the Supervisory Board on 18 March 2021 and was most recently approved by the Annual General Meeting on 3 June 2025 with an approval rate of 86.85%. It has been reviewed regularly by the Supervisory Board since its implementation.

Whilst the remuneration system was submitted for approval at the 2025 Annual General Meeting essentially unchanged, the Supervisory Board adopted a new remuneration system on 16 April 2026 following an evaluation of feedback from investors, proxy advisors and other stakeholders. Significant changes were made to this end in order to adapt the existing system to evolving governance requirements and investor and market expectations.

The adjustments relate in particular to:

- > the ratio of long-term (LTI) to short-term variable remuneration (STI), such that the proportion of long-term variable remuneration (LTI) will in future exceed that of short-term variable remuneration (STI),
- > a more equity-oriented remuneration structure, in which around 50% of long-term variable remuneration consists of equity-based and multi-year locked-in remuneration components (share options and cash amounts that must demonstrably be invested in the company's shares with a four-year holding period), and
- > greater integration of ESG-relevant performance criteria, particularly into long-term variable remuneration.

The remuneration system submitted to the Annual General Meeting for approval is intended to apply to all Executive Board contracts to be newly concluded or renewed in future. Existing Executive Board contracts may be adjusted accordingly with the consent of the respective Executive Board member.

The new remuneration system will be available on the company's website at <https://www.adesso-group.de/hv/> from the date of convening the Annual General Meeting and will remain available there during the Annual General Meeting.

The Supervisory Board proposes that the Annual General Meeting approve this new remuneration system for the members of the Management Board.

## 8. Resolution on the authorization to acquire and use treasury shares

Section 3(9) of the Company's Articles of Association contains provisions regarding the 2015 Contingent Capital, which is no longer required.

On 2 June 2015, the Annual General Meeting authorised the Management Board and – insofar as it concerns the members of the Management Board – the Supervisory Board to issue, within the framework of a 2015 share option plan, up to 500,000 subscription rights (share options) for one share of the Company each to employees, executives and members of the Management Board of adesso SE, as well as to employees and members of the management of affiliated companies (Contingent Capital 2015). The conditional capital increase was to be implemented only to the extent that subscription rights were issued from the conditional capital under the 2015 Share Option Plan by 15 December 2019 and the holders of these subscription rights exercised them within the exercise period, unless treasury shares were used to service the issue. The options could be exercised for the first time 48 months after the respective option issue date.

Since the beginning of 2016, a total of 57,448 options have been issued from the 2015 Conditional Capital. No further share options have been issued under this programme since 16 December 2019. By resolution of the Annual General Meeting on 3 June 2020, the 2015 Conditional Capital was adjusted – already taking into account the maximum number of outstanding options still to be serviced from this capital at that time – and reduced to EUR 50,000.00. Since the first maturity date in the 2020 financial year, a total of 42,448 options to subscribe for 42,448 shares have been converted from the 2015 Contingent Capital.

By the time of the 2026 Annual General Meeting, the remaining outstanding options will have expired, meaning that the 2015 Contingent Capital is no longer required. The amount of the 2015 Contingent Capital currently stands at EUR 7,552.00 and is to be cancelled by the following resolution.

The Management Board and Supervisory Board therefore propose that the following resolution be passed:

Section 3(9) of the Company's Articles of Association (Contingent Capital 2015) is repealed and shall lapse without replacement. The existing paragraphs 10 and 11 of Section 3 of the Articles of Association remain unchanged in substance and, following the repeal of paragraph 9, shall be renumbered as paragraphs 9 and 10.

## Number of shares and voting rights

At the time of convening the Annual General Meeting, the company has issued 6.528.220 no-par value shares, each of which grants one vote. The total number of voting rights includes the 121,091 treasury shares held at the time the Annual General Meeting was convened, from which the company has no rights.

## Information on holding the Annual General Meeting as a virtual Annual General Meeting without the physical presence of shareholders or their proxies

### Virtual Annual General Meeting / transmission with video and audio / connection

On the basis of Section 13 (5) of the Articles of Association of adesso SE, the Executive Board has decided to hold the Annual General Meeting in accordance with Section 118a AktG as a virtual Annual General Meeting without the physical presence of shareholders or their proxies (with the exception of the company's proxies). The physical presence of shareholders and their proxies (with the exception of the company's proxies) at the venue of the Annual General Meeting is excluded.

For shareholders who have duly registered for the Annual General Meeting at, or their proxies, the entire Annual General Meeting, including any question-and-answer session and the voting, will be broadcast live with video and audio on the internet via the company's website at <https://www.adesso-group.de/hv/> in the AGM portal. Shareholders or their proxies will receive the necessary personal login details (username and password) after registering for the Annual General Meeting, sent to them with the "AGM ticket". Further details can be found below in the section "Eligibility to attend".

Shareholders or their proxies may exercise their voting rights exclusively by means of electronic absentee voting or by granting power of attorney to the proxies appointed by the company. Shareholders connected to the Annual General Meeting electronically and their proxies are granted the right to speak and request information at the Annual General Meeting by means of video communication, as well as the right to submit motions and election proposals. They also have the right to object to resolutions of the Annual General Meeting by means of electronic communication. Shareholders who have duly registered for the Annual General Meeting and their proxies are also granted the right to submit statements prior to the Annual General Meeting by means of electronic communication.

Via the AGM portal, shareholders who have duly registered (and, where applicable, their proxies) may, in accordance with the procedures provided for this purpose, exercise their shareholder rights, amongst other things.

Use of the AGM portal by a proxy requires that the proxy be provided with the relevant login details.

Authorised intermediaries, shareholder associations, proxy advisors and other persons treated as equivalent under Section 135(8) of the German Stock Corporation Act (AktG) may also use the AGM portal. The Company will provide them with electronic access upon request.

Upon using the AGM portal and clicking the "Enter AGM" button, shareholders or their proxies will be electronically connected to the virtual Annual General Meeting on 3 June 2026. However, electronic connection does not permit participation in the meeting within the meaning of Section 118(1) sentence 2 of the German Stock Corporation Act (AktG), nor does it permit the exercise of voting rights by way of electronic participation within the meaning of Section 118a(1) sentence 2 no. 2 of the German Stock Corporation Act (AktG).

### Eligibility to participate

Only those shareholders who register with the company by the end of 27 May 2026 and provide proof of their shareholding are entitled to participate in the virtual Annual General Meeting and exercise their voting rights. Proof of share ownership in text form by the last intermediary pursuant to Section 67c (3) AktG is sufficient for this purpose. The registration and proof must be submitted in text form to the following address or e-mail address of the company:

adesso SE  
c/o meet2vote AG  
Marienplatz 1  
84347 Pfarrkirchen  
Germany  
E-Mail: [anmeldung@meet2vote.de](mailto:anmeldung@meet2vote.de)

Proof of share ownership must relate to the close of business on the twenty-second day before the Annual General Meeting (record date), i.e. 12 May 2026, 24:00 hours CEST.

Upon receipt of the registration and proof of shareholding, shareholders will be sent the login details (username and password) for using the AGM portal ('AGM Ticket'). We ask shareholders to ensure that they register and send proof of their shareholding to the Company in good time.

### Meaning of the record date

The record date is the decisive date for the scope and exercise of participation and voting rights in the virtual Annual General Meeting. In relation to the company, only those who have provided proof of share ownership on the record date are deemed to be shareholders for the purposes of attending the Annual General Meeting or exercising voting rights. Changes in shareholdings after the record date are irrelevant in this respect. Shareholders who only acquired their shares after the record date may therefore not participate in the Annual General Meeting unless they have been granted a proxy or authorized to exercise their rights. Shareholders who have duly registered and provided evidence are entitled to attend the Annual General Meeting and exercise their voting rights even if they sell their shares after the record date. The record date has no effect on the saleability of the shares and is not a relevant date for dividend entitlement.

### Procedure for voting by proxy

Shareholders may also exercise their voting rights or their right to participate in the virtual Annual General Meeting by proxy, e.g. through an intermediary, a shareholders' association, a proxy advisor, the proxies appointed by the company or another third party

In these cases, too, shareholders must register in good time in accordance with the above provisions, submitting special proof of share ownership.

Authorized representatives cannot physically attend the Annual General Meeting either. They can only exercise the voting rights for the shareholders they represent within the scope of their respective power of attorney by means of electronic postal voting or by (sub-)authorizing the company's proxies who are bound by instructions.

The use of the AGM portal by the proxy requires that the proxy receives the relevant login details.

The granting of a proxy, its revocation and proof of authorization to the company must be in text form. Exceptions to the text form requirement may exist for intermediaries, shareholders' associations, voting rights advisors or equivalent persons or institutions pursuant to Section 135 (8) AktG. We therefore ask our shareholders who wish to authorize an intermediary, a shareholders' association, a proxy advisor or an equivalent person or institution pursuant to

Section 135 para. 8 AktG to exercise their voting rights to agree on the form of the proxy with the person or institution to be authorized.

Proof of authorization can be sent to the company no later than 2 June 2026, 24:00 CEST, at the following postal address or e-mail address

adesso SE  
c/o meet2vote AG  
Marienplatz 1  
84347 Pfarrkirchen  
Germany  
E-Mail: adesso@meet2vote.de

or, from 13 May 2026, via the AGM portal at <https://www.adesso-group.de/hv/> in accordance with the procedures provided for that purpose. The date of receipt by the company shall be decisive.

On the day of the virtual Annual General Meeting, proxies can only be issued, amended or revoked using the AGM portal accessible at <https://www.adesso-group.de/hv/> in accordance with the procedures provided for this purpose.

The aforementioned transmission channels are also available up to the aforementioned dates if the proxy is to be granted by declaration to the company; in this case, separate proof of the granting of the proxy is not required. The revocation or amendment of a proxy already granted can also be declared directly to the company via the aforementioned transmission channels up to the aforementioned dates.

Shareholders who wish to authorize another person can use the form that will be sent to them after proper registration and proof of share ownership. A corresponding form is also available for download on the company's website at <https://www.adesso-group.de/hv/>.

If a shareholder authorises more than one person, the Company may reject one or more of them. This does not affect the possibility of appointing a separate representative for the Annual General Meeting for each of the Company's shares held by a shareholder in different securities accounts.

### Procedure for voting by company proxies

As a service, the company offers its shareholders the option of authorizing proxies appointed by the company who are bound by instructions. Shareholders who wish to make use of this option must register for the virtual Annual General Meeting in due time in accordance with the above provisions and provide proof of share ownership.

Proxies and instructions to the Company's proxies may be sent by post or email to the address or email address specified above in the section 'Procedure for voting by proxy' by no later than 2 June 2026, midnight CEST, or from 13 May 2026 using the AGM portal accessible at <https://www.adesso-group.de/hv/> in accordance with the procedures provided for this purpose, until the time the voting is closed by the chair of the meeting at the virtual Annual General Meeting on 3 June 2026.

A corresponding form will be sent after proper registration and proof of share ownership and is also available for download on the company's website at <https://www.adesso-group.de/hv/>.

If the proxies appointed by the company are authorized, they must always be given instructions for exercising voting rights. The proxies are obliged to vote in accordance with the instructions issued to them; they are only authorized to exercise voting rights, even if they have been granted power of attorney, if they have received express instructions regarding the proposed resolutions. The company's proxies do not accept any authorizations to lodge objections to resolutions of the Annual General Meeting, to exercise the right to ask questions or to submit motions.

If an individual vote is held on an agenda item without this having been communicated in advance of the virtual Annual General Meeting, an instruction on this agenda item as a whole shall also be deemed to be a corresponding instruction for each item of the individual vote.

### Procedure for voting by electronic postal vote

Duly registered shareholders may cast their votes by means of electronic communication (postal vote) even without attending the Annual General Meeting. Shareholders who wish to cast their votes by means of electronic postal voting must also register in good time and submit special proof of share ownership.

Electronic postal votes may be cast, amended or withdrawn from 13 May 2026 via the AGM portal accessible at <https://www.adesso-group.de/hv/>, in accordance with the procedures set out therein, until the chair of the meeting closes the voting at the virtual Annual General Meeting on 3 June 2026.

If no explicit or unambiguous vote is cast for an agenda item in the electronic postal vote, this shall be deemed an abstention for this agenda item. If an individual vote is taken on an agenda

item without this having been communicated in advance of the Annual General Meeting, the vote cast by electronic postal vote on this agenda item as a whole shall also be deemed to be a corresponding vote for each item of the individual vote.

Authorized intermediaries, shareholders' associations and proxy advisors or other equivalent persons and institutions pursuant to Section 135 (8) AktG may also use electronic postal voting.

### Transmission of information by intermediaries via SWIFT

In addition to the above-mentioned methods of registration, proof of shareholding and voting, registration and proof of shareholding, as well as the granting of a proxy and instructions and any amendments thereto in accordance with Section 67c of the German Stock Corporation Act (AktG), may also be carried out via intermediaries using SWIFT. Authorised SWIFT participants should use

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Instructions can only be sent via SWIFT in accordance with ISO 20022.

Registrations and proof of shareholding via SWIFT must be received by the Company no later than the final registration date (SWIFT Enrolment Market Deadline), i.e. by 27 May 2026, 24:00 CEST. Proxies and voting instructions, as well as any amendments, may still be submitted via SWIFT after this date and must be received by the Company by 2 June 2026, 12:00 CEST (SWIFT Vote Market Deadline).

### Shareholders' rights: Additions to the agenda

Shareholders whose shares together account for one twentieth of the share capital or a proportionate amount of EUR 500,000 may request that items be placed on the agenda and in accordance with Art. 56 sentence 2 and sentence 3 SE Regulation, Section 50 para. 2 SEAG, which corresponds to Section 122 para. 2 sentence 1 AktG. Each new item must be accompanied by a statement of reasons or a draft resolution. Requests for additions to the agenda must be addressed to the Executive Board in writing and must be received by the company at least 30 days before the meeting, i.e. by the end of 3 May 2026. Please send such requests to the following address:

adesso SE  
Executive Board  
Mr. Michael Knopp  
Adessoplatz 1  
44269 Dortmund, Germany

A ninety-day shareholding prior to the day of the Annual General Meeting within the meaning of Section 122 para. 1 sentence 3 AktG is not a prerequisite for a motion to add an item to the agenda for an Annual General Meeting of an SE pursuant to Section 50 para. 2 SEAG.

Additions to the agenda that are to be announced will be in the Federal Gazette immediately after receipt of the request and forwarded for publication to media that can be expected to disseminate the information throughout the European Union, unless they have already been announced with the notice of the meeting. They will also be published on the company's website at <https://www.adesso-group.de/hv/> and communicated to the shareholders.

### Shareholders' rights: countermotions and election proposals

Every shareholder is entitled to submit countermotions to items on the agenda or nominations for election.

The Company will publish shareholders' motions, including the shareholder's name, any supporting statement and any response from the management, on the Company's website at <https://www.adesso-group.de/hv/>, provided that the shareholder has, at least 14 days prior to the meeting, i.e. by the end of 19 May 2026, has sent the Company a valid counter-motion against a proposal by the Management Board and Supervisory Board on a specific item on the agenda, together with any supporting reasons, to the address or email address set out below.

adesso SE  
Executive Board  
Mr. Michael Knopp  
Adessoplatz 1  
44269 Dortmund, Germany  
Email: [ir@adesso.de](mailto:ir@adesso.de)

These regulations apply analogously to the proposal of a shareholder for the election of Supervisory Board members or auditors of the annual or consolidated financial statements.

If a proposal does not contain the name, profession and place of residence of the proposed person, the Executive Board does not need to make the nomination accessible. Proposals for the election of members of the Supervisory Board also do not have to be made accessible if they are not accompanied by information on the proposed person's membership of other statutory supervisory boards. Furthermore, the Executive Board does not need to make countermotions and the reasons for them accessible in the cases of Section 126 para. 2 AktG.

Shareholders are requested to provide proof of their shareholder status at the time of sending the countermotion or election proposal.

Motions or election proposals by shareholders or their proxies that are to be made accessible in accordance with Section 126 or Section 127 AktG are deemed to have been submitted at the time they are made accessible. The company enables the voting right on these motions or election proposals to be exercised from this point in time. Motions from shareholders who have not duly registered or are not duly authorized do not have to be dealt with at the Annual General Meeting.

Shareholders or their proxies who are connected to the Annual General Meeting also have the right to submit motions and election proposals at the meeting by means of video communication within the scope of their right to speak (see section "Right to speak").

### Submission of comments

Properly registered shareholders or their proxies have the right, pursuant to Section 130a(1) to (4) of the German Stock Corporation Act (AktG), to submit statements on the items on the agenda in text form via electronic communication. To this end, the AGM portal on the Company's website at <https://www.adesso-group.de/hv/> is available to them with the relevant login details.

Written comments must be submitted in accordance with the procedure provided for this purpose as a PDF file with a recommended maximum file size of 50 MB. It is possible to submit multiple comments. By submitting a comment, the shareholder or their proxy agrees that the comment will be made available on the AGM portal, citing their name.

Comments must be submitted no later than five days before the meeting, i.e. by midnight CEST on 28 May 2026 at the latest. Submitted comments on the items on the agenda will, unless in exceptional cases it is permissible to refrain from making them available pursuant to Section 130a(3) sentence 4 of the German Stock Corporation Act (AktG), be made available no later than four days before the Annual General Meeting, i.e. no later than 29 May 2026, midnight CEST, on the AGM portal on the Company's website at <https://www.adesso-group.de/hv/>, which is accessible only to duly registered shareholders or their proxies with the relevant login details.

Motions and election proposals, questions and objections to resolutions of the Annual General Meeting submitted in text form will not be considered at the Annual General Meeting; the submission of motions or nominations (see section "Shareholders' rights: countermotions or election proposals"), the exercise of the right to information (see section "Right to information") and the filing of objections to resolutions of the Annual General Meeting (see section "Objection to a resolution of the Annual General Meeting") is only possible in the ways described separately in this notice of invitation.

## Right to speak

Shareholders or their proxies who are connected to the Annual General Meeting electronically have the right to speak at the meeting by means of video communication.

From approximately one hour before the start of the Annual General Meeting, a virtual speaking list will be maintained via the AGM portal on the Company's website at <https://www.adesso-group.de/hv/>, through which shareholders or their proxies may register to speak.

In particular, the right to speak also includes the right to submit motions and election proposals in accordance with Section 118a para. 1 sentence 2 no. 3 AktG (see also section "Shareholders' rights: Countermotions and election proposals"), the right to request information in accordance with Section 131 para. 1 AktG (see also section "Right to information") and the right to object to a resolution of the Annual General Meeting for the minutes of the notary (see also section "Objection to a resolution of the Annual General Meeting").

Pursuant to Section 131 para. 2 sentence 2 AktG in conjunction with Section 15 (3) of the Articles of Association, the Chairman of the Annual General Meeting is entitled to impose a reasonable time limit on the shareholders' right to speak and ask questions.

The entire virtual Annual General Meeting, including video communication, will be conducted on the AGM portal via a system provided by our service provider. Shareholders or their proxies who wish to register to speak via the virtual speaking desk require either a non-mobile device (PC, notebook, laptop) or a mobile device (e.g. smartphone or tablet) with one of the following browsers installed in the latest software version: Microsoft Edge, Google Chrome, Mozilla Firefox or Safari. JavaScript must also be enabled. The use of other current browsers with the security settings recommended by the manufacturer is possible, but has not been tested. To speak, the devices must have a camera and a microphone that can be accessed via the browser. No further installation of software components or apps on the devices is required. Please ensure that you have a good, stable internet connection on your computer or mobile device and are using an up-to-date version of your browser. Individuals who have registered to speak via the virtual speaking list will be granted access to speak on the AGM portal. The Company reserves the right to check the functionality of the video communication between the shareholder or proxy and the Company during the meeting and prior to the speech, and to reject it if functionality cannot be guaranteed.

## Right to information

Upon request, the Executive Board must provide each shareholder with information on company matters at the Annual General Meeting, insofar as this is necessary for a proper assessment of the agenda item and there is no right to withhold information. The duty to provide information also extends to the legal and business relationships of the company with an affiliated company as well as the situation of the adesso SE Group and the companies included in the consolidated financial statements of adesso SE.

It is intended that the Chairman of the Annual General Meeting will stipulate that the right to information pursuant to Section 131 para. 1 AktG may only be exercised at the Annual General Meeting by means of video communication, i.e. in the context of exercising the right to speak (see section "Right to speak") (Section 131 para. 1 et seq. AktG). The chairman of the meeting will provide further instructions on this during the Annual General Meeting. No other submission of questions by means of electronic or other communication is intended either before or during the Annual General Meeting.

Section 131 para. 4 sentence 1 AktG stipulates that if a shareholder has been provided with information outside the Annual General Meeting in his capacity as a shareholder, this information must be provided to any other shareholder or his proxy at the Annual General Meeting upon request, even if it is not necessary for the proper assessment of the agenda item.

In addition, Section 131 para. 5 sentence 1 AktG stipulates that if a shareholder is denied information, they may request that their question and the reason for which the information was denied be recorded in the minutes of the meeting.

In the context of the virtual general meeting, it is ensured that shareholders or their proxies who are connected to the general meeting electronically may submit their requests under Section 131(4), first sentence, of the German Stock Corporation Act (AktG) and their requests under Section 131(5), first sentence, of the German Stock Corporation Act (AktG), not only by means of video communication, i.e. within the framework of the right to speak and the procedure provided for this purpose (see the section 'Right to speak' above), but also by means of electronic communication via the AGM portal on the Company's website at <https://www.adesso-group.de/hv/> in accordance with the procedure provided for this purpose, using the relevant login details, to the Annual General Meeting.

### Objection to a resolution of the Annual General Meeting

Shareholders who have duly registered or their proxies who are connected to the Annual General Meeting electronically have the right to submit an objection via the AGM portal accessible on the Company's website at <https://www.adesso-group.de/hv/> in accordance with the procedures provided for this purpose, from the start of the virtual Annual General Meeting on 3 June 2026 until the end of the virtual Annual General Meeting.

In addition, they also have the opportunity to raise objections for the notary's minutes as part of their right to speak (see also section "Right to speak"). The company would like to point out once again that the proxies appointed by the company do not accept instructions to raise objections.

### Information on the company's website

This invitation to the Annual General Meeting, the documents to be made available to the Annual General Meeting, the information pursuant to Section 124a AktG, further information in connection with the Annual General Meeting and further explanations of shareholders' rights are available on the company's website at <https://www.adesso-group.de/hv/> as soon as the meeting has been convened. The voting results will be announced after the Annual General Meeting at the same Internet address.

### Information on data protection for shareholders

adesso SE processes personal data (name, address, e-mail address, number of shares, class of shares, type of ownership of the shares and number of the AGM ticket, access data, if applicable also name, address and e-mail address as well as number of the AGM ticket, access data of the respective authorized representative) on the basis of the applicable data protection laws in order to enable shareholders to exercise their rights at the Annual General Meeting.

The processing of your personal data is mandatory for your participation in the Annual General Meeting. adesso SE is the controller responsible for the processing. The legal basis for the processing is Art. 6 (1) c) General Data Protection Regulation.

The service providers of adesso SE, which are commissioned for the purpose of organizing the Annual General Meeting, only receive personal data from adesso SE that is necessary for the execution of the commissioned service and process the data exclusively in accordance with the instructions of adesso SE.

You have the right to information, correction, restriction, objection and deletion regarding the processing of your personal data at any time, as well as a right to data transfer in accordance with Chapter III of the General Data Protection Regulation. You can exercise these rights against adesso SE free of charge via the e-mail address

[datenschutz@adesso.de](mailto:datenschutz@adesso.de)

or via the following contact details:

adesso SE  
Adessoplatz 1  
44269 Dortmund, Germany  
Fax: +49 231 7000-1506

You also have the right to lodge a complaint with the data protection supervisory authorities in accordance with Article 77 of the General Data Protection Regulation.

You can reach our company data protection officer at

adesso SE  
Data Protection Officer  
Adessoplatz 1  
44269 Dortmund, Germany  
Email: [datenschutz@adesso.de](mailto:datenschutz@adesso.de)

Further information on data protection can be found on the company's website at [www.adesso-group.de](http://www.adesso-group.de)

Dortmund, April 2026

adesso SE / The Executive Board

**adesso SE**

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