

NON-BINDING CONVENIENCE TRANSLATION

EQS Group AG

Munich

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Invitation to the annual general meeting

We hereby invite our shareholders

to the

annual general meeting

on Tuesday, July 30, 2024, at 10:00 (CEST),

taking place as a virtual general meeting without the physical presence of shareholders or their proxies

The annual general meeting 2024 will be held as a virtual general meeting without the physical presence of shareholders or their proxies (with the exception of the proxies appointed by the company). Duly registered shareholders and their proxies can electronically connect to the general meeting by means of electronic communication via the company's password-protected Internet service (InvestorPortal) at the Internet address <https://www.eqs.com/about-eqs/corporate-governance/> and thus participate in the meeting and exercise their voting rights and other shareholder rights associated with the meeting. Section II describes how shareholders and their proxies can access the InvestorPortal to join the meeting electronically. Shareholders and their proxies may exercise their voting rights exclusively by means of electronic communication via electronic postal voting or by granting power of attorney to the proxies appointed by the company.

The venue of the general meeting within the meaning of the German Stock Corporation Act (*Aktiengesetz*, "**AktG**") is Karlstrasse 47, 80333 Munich. Shareholders and their proxies (with the exception of the proxies appointed by the company) have no right or opportunity to be present at the venue of the meeting.

I.

Agenda

1. Presentation of the adopted annual financial statements as of December 31, 2023, the approved consolidated financial statements as of December 31, 2023, the combined management report for the financial year 2023, and the report of the Supervisory Board for the financial year 2023

In accordance with the statutory provisions, a resolution on this agenda item is not provided for and is not possible as the Supervisory Board has already approved the annual and consolidated financial statements and the annual financial statements have therefore been adopted. With respect to the other documents mentioned under this agenda item, the law only provides for shareholders to be informed by allowing them to inspect the documents, but does not provide for a resolution to be adopted by the general meeting. The documents can be viewed on the company's website at <https://www.eqs.com/about-eqs/corporate-governance/>.

2. Resolution on the discharge of the Management Board for the financial year 2023

The Management Board and Supervisory Board propose that the members of the Management Board in office in the financial year 2023 shall be discharged for the financial year 2023.

3. Resolution on the discharge of the Supervisory Board for the financial year 2023

The Management Board and Supervisory Board propose that the actions of the members of the Supervisory Board in office in the financial year 2023 shall be discharged for the financial year 2023.

4. Election of the auditor and group auditor for the financial year 2024

The Supervisory Board proposes that Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Düsseldorf, Munich branch, shall be appointed as auditor of the annual and consolidated financial statements for the financial year 2024.

5. Elections to the Supervisory Board

In accordance with Sections 96 para. 1, 101 para. 1 AktG in conjunction with Section 9 para. 1 of the company's Articles of Association, the Supervisory Board consists of five members elected by the general meeting. The general meeting is not bound by election proposals.

With effect as of the end of the annual general meeting on July 30, 2024, which is hereby convened, the term of office of the previous members of the Supervisory Board Mr. Robert Wirth and Mr. Stephan Ritter will end. The previous members of the Supervisory Board Mr. Laurenz Nienaber, Prof. Dr. Kerstin Lopatta and Ms. Catharina van Delden have each resigned from office as a member of the Supervisory Board with effect as of the end of the annual general

meeting on July 30, 2024, which is hereby convened. Five new Supervisory Board members are therefore to be elected.

That said, the Supervisory Board proposes that the following persons shall be elected as members of the Supervisory Board with effect as of the end of the general meeting on July 30, 2024:

1. Irina Hemmers, Partner at Thoma Bravo, resident in London, United Kingdom,
2. William Downing, Vice President at Thoma Bravo, resident in London, United Kingdom,
3. David Tse, Vice President at Thoma Bravo, resident in London, United Kingdom,
4. Eugene Austin, Operating Partner at Thoma Bravo, resident in Austin, Texas, USA,
5. Anthony Palladino, Operating Partner at Thoma Bravo, resident in Canton, Michigan, USA.

The appointment is effective until the end of the general meeting that resolves on the discharge for the fourth financial year after the beginning of the term of office, not including the financial year in which the term of office begins (i.e. presumably until the end of the annual general meeting 2029).

The elections are to be held as individual elections.

The proposed persons hold the following memberships in other statutory supervisory boards and comparable domestic and foreign supervisory bodies of commercial enterprises:

1. Irina Hemmers:

Memberships in other statutory supervisory boards: None

Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises: Member of the Board of Managers of Pineapple Lux Holdco S.à r.l., Member of the Supervisory Board of Hypergene AB and member of the Board of Directors of Edge UK Topco Ltd.

2. William Downing:

Memberships in other statutory supervisory boards: None

Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises: Member of the Board of Managers of Pineapple Lux Holdco S.à r.l., and member of the Board of Directors of Edge UK Topco Ltd.

3. David Tse:

Memberships in other statutory supervisory boards: None

Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises: Member of the Board of Managers of Pineapple Lux Holdco S.à r.l., member of the Supervisory Board of Hypergene AB and member of the Board of Directors of Edge UK Topco Ltd.

4. Eugene Austin:

Memberships in other statutory supervisory boards: None

Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises: Chairperson of the Board of Directors of Auctane, chairperson of the Board of Managers of Pineapple Lux Holdco S.à r.l., chairperson of the Supervisory Board of Hypergene AB, chairperson of the Board of Directors of Edge UK Topco Ltd. and chairperson of the Board of Directors of Q&A ULTIMATE PARENT GP, LLC, as well as member of the Board of Directors of RealPage, Inc.

5. Anthony Palladino:

Memberships in other statutory supervisory boards: None

Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises: Member of the *Board of Directors* of Project Falcon Parent, Inc., member of the *Board of Managers* of Pineapple Lux Holdco S.à r.l., member of the *Supervisory Board* of Hypergene AB, member of the *Board of Directors* of Edge UK Topco Ltd., member of the *Board of Directors* of Magnet Forensics, LLC (previously: Grayshift, LLC), member of the *Supervisory Board* of Spring TopCo LP and member of the *Board of Directors* of NextGen Healthcare, Inc.

6. Resolution on the transfer of the shares of the remaining shareholders of EQS Group AG to Pineapple German Bidco GmbH, Munich, against payment of an appropriate cash compensation pursuant to Sections 327a et seqq. AktG

At the request of the main shareholder Pineapple German Bidco GmbH with its registered office in Munich, registered with the commercial register of the local court of Munich under HRB 288328, with

its business address c/o Apex Corporate Products (Germany), Eschersheimer Landstraße 50-54, 60322 Frankfurt a.M., the Management Board and the Supervisory Board propose to resolve as follows:

“The no-par value registered shares of the remaining shareholders of EQS Group AG (minority shareholders) will be transferred to the main shareholder in accordance with the procedure for the exclusion of minority shareholders (Sections 327a et seqq. AktG) against payment of a cash compensation to be paid by Pineapple German Bidco GmbH, based in Munich, registered with the commercial register of the local court of Munich under HRB 288328 (main shareholder), in the amount of EUR 40.00 for each no-par value registered share.”

By letter dated March 1, 2024, Pineapple German Bidco GmbH submitted a request to the Management Board of EQS Group AG pursuant to Section 327a para. 1 sentence 1 AktG that the general meeting of EQS Group AG resolves on the transfer of shares of the minority shareholders of EQS Group AG to Pineapple German Bidco GmbH as the main shareholder against payment of an appropriate cash compensation.

The share capital of EQS Group AG amounts to EUR 11,026,633.00 and is divided into 11,026,633 no-par value registered shares with a proportionate amount in the share capital of EUR 1.00 per share. As of March 1, 2024, Pineapple German Bidco GmbH held a total of 10,781,314 no-par value registered shares in EQS Group AG. This corresponds to around 97.78% of the share capital of EQS Group AG, whereby a total of 1,220 treasury shares held by EQS Group AG at that time were not included in this calculation in accordance with Section 16 para. 2 sentence 2 AktG.

By letter dated June 12, 2024, Pineapple German Bidco GmbH specified its request, stating the cash compensation it had determined. At this time, Pineapple German Bidco GmbH also held a total of 10,781,314 no-par value registered shares in EQS Group AG. This corresponds to around 97.78% of the share capital of EQS Group AG. The company no longer holds any treasury shares.

At the time of the two transfer requests, Pineapple German Bidco GmbH therefore was and continues to be the main shareholder within the meaning of Section 327a para. 1 sentence 1 AktG of EQS Group AG and is entitled to demand that the general meeting of EQS Group AG resolves on the transfer of the shares of the minority shareholders to the main shareholder against payment of an appropriate cash compensation in accordance with Sections 327a et seqq. AktG.

In a written report to the general meeting in accordance with Section 327c para. 2 sentence 1 AktG dated June 19, 2024, Pineapple German Bidco GmbH set out the requirements for the transfer of the minority shareholders' shares to the main shareholder and explained and justified the appropriateness of the cash compensation.

The appropriate cash compensation to be granted to the minority shareholders of EQS Group AG was determined by Pineapple German Bidco GmbH on the basis of the expert opinion prepared by

ValueTrust Financial Advisors Deutschland GmbH, based in Munich, dated June 19, 2024, to determine the appropriate cash compensation.

On June 17, 2024, Pineapple German Bidco GmbH has submitted to the Management Board of EQS Group AG a letter of indemnity from Deutsche Bank Aktiengesellschaft, Frankfurt am Main, pursuant to Section 327b para. 3 AktG, in which Deutsche Bank Aktiengesellschaft guarantees the fulfillment of the obligation of Pineapple German Bidco GmbH to pay the determined cash compensation for each transferred share in EQS Group AG without undue delay after registration of the transfer resolution with the commercial register. A copy of the letter of indemnity is attached to the written report of the main shareholder pursuant to Section 327c para. 2 sentence 1 AktG dated June 19, 2024. The appropriateness of the cash compensation was audited and confirmed by IVA VALUATION & ADVISORY AG Wirtschaftsprüfungsgesellschaft, with its seat in Frankfurt am Main, as the expert auditor selected and appointed by the regional court of Munich I pursuant to Section 327c para. 2 sentences 2 to 4 AktG. On June 20, 2024, the court-appointed expert auditor issued a separate report on the appropriateness of the cash compensation in accordance with Section 327c para. 2 sentences 2 to 4 AktG.

Documents relating to agenda item 6

The following documents relating to agenda item 6 will be made available on the company's website under <https://www.eqs.com/about-eqs/corporate-governance/> from the time the general meeting is convened:

- the draft of the transfer resolution;
- the annual financial statement and consolidated financial statement as well as the combined management report of EQS Group AG for the financial year 2023 as well as the annual financial statements and consolidated financial statements and the management and group management reports of EQS Group AG for the financial years 2022 and 2021;
- the written report submitted by Pineapple German Bidco GmbH pursuant to Section 327c para. 2 sentence 1 AktG in its capacity as main shareholder dated June 19, 2024, to the general meeting on the conditions for the transfer of the shares of the minority shareholders of EQS Group AG to Pineapple German Bidco GmbH and the appropriateness of the determined cash compensation, together with its annexes, including the expert opinion of ValueTrust Financial Advisors Deutschland GmbH and the letter of indemnity of Deutsche Bank Aktiengesellschaft, and
- the audit report on the appropriateness of the cash compensation issued by IVA VALUATION & ADVISORY AG Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, in accordance with Section 327c para. 2 sentences 2 to 4 AktG, dated June 20, 2024.

All of the aforementioned documents will also be available during the general meeting on the company's website at <https://www.eqs.com/about-eqs/corporate-governance/>.

II.

Further information and notes

1. Virtual general meeting

On the basis of the authorization resolved by the general meeting on June 30, 2023, and registered with the commercial register on July 12, 2023, pursuant to Section 16 para. 4 of the company's Articles of Association in connection with Section 118a para. 1 AktG, the Management Board of EQS Group AG has decided to hold this year's general meeting as a virtual general meeting without the physical presence of shareholders or their proxies. Physical attendance by shareholders or their proxies (except for the proxies appointed by the company) is therefore excluded.

2. Requirements for attending the virtual general meeting and exercising voting rights

Shareholders and their proxies can follow the entire general meeting on July 30, 2024, starting 10:00 a.m. (CEST) through video and audio by using the password-protected Internet service (InvestorPortal) on the Internet at

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

How to access the InvestorPortal and to join the virtual general meeting is described in section 3 below. Shareholders or their proxies can exercise their voting rights by means of electronic communication or by granting power of attorney and issuing instructions to the proxies appointed by the company.

3. Access to the InvestorPortal and electronic connection to the general meeting

The company has set up the InvestorPortal for the general meeting for the purposes of the virtual general meeting. Duly registered shareholders can connect to the general meeting electronically via the InvestorPortal and follow it through video and audio on the day of the general meeting from 10:00 a.m. (CEST) and exercise shareholder rights by means of electronic communication. The InvestorPortal can be accessed at the Internet address

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

(Online) access to the InvestorPortal is gained by entering the shareholder number and the corresponding individual access data (password or access code). Shareholders who are entered in the

company's share register no later than July 9, 2024, 00:00 hours (CEST), will receive their individual access data together with the invitation to the general meeting.

In accordance with the statutory requirements, shareholders who are entered in the share register after the beginning of July 9, 2024, 00:00 hours (CEST), will not receive any invitation documents and therefore no access data for the InvestorPortal without request. However, they can register via the Registration Office (see section 4) to request the invitation documents with the required shareholder number and the corresponding individual access data.

Without proper registration for the general meeting, shareholders cannot join the general meeting electronically and cannot exercise any shareholder rights, in particular voting rights. The electronic issuing of authorizations and instructions to the company's proxies via the InvestorPortal also requires timely registration for the general meeting.

The InvestorPortal is expected to go live on June 24, 2024.

4. Registration for the general meeting and exercise of shareholder rights; Registration Stop

Pursuant to Section 17 para. 1 sentence 1 of the company's Articles of Association, only those shareholders who are entered in the company's share register on the day of the general meeting and who register with the company in good time are entitled to attend the general meeting (i.e. to join the general meeting electronically) and to exercise their shareholder rights, in particular their right to propose motions and vote at the general meeting. Registration must be received by July 23, 2024, 24:00 hours (CEST) at the latest, either electronically via the InvestorPortal or at the registration office named below ("**Registration Office**")

EQS Group AG
c/o Computershare Operations Center
80249 Munich
Germany
E-Mail: anmeldestelle@computershare.de

For access to the InvestorPortal, please refer to the information in section 3.

Pursuant to Section 67 para. 2 sentence 1 AktG, rights and obligations in relation to the company arising from shares exist only for and against the person(s) entered in the share register. The number of voting rights to which a duly registered shareholder is entitled at the general meeting is therefore determined by the entry status in the share register on the day of the general meeting. For technical reasons, however, no changes will be made to the share register in the period from the end of July 23, 2024, 24:00 hours (CEST) (*technical record date*) until the end of the general meeting on July 30, 2024 (so-called "**Registration Stop**"). Therefore, the entry status of the share register on the day of

the general meeting corresponds to the status after the last transfer on July 23, 2024. The Registration Stop does not mean a restriction on the disposal of the shares. However, transferees of shares whose applications for re-registration are received by the company after July 23, 2024, cannot exercise voting rights and other shareholder rights arising from these shares unless they have been authorized to do so or are authorized to exercise such rights. In such cases, voting rights and other shareholder rights remain with the persons entered in the share register until the change of registration. All transferees of shares in the company who are not yet entered in the share register are therefore requested to submit applications for change of registration in good time.

5. Procedure for voting

Procedure for voting by means of electronic communication (electronic postal vote)

Voting rights are exercised by means of electronic communication through electronic postal voting using the InvestorPortal. Shareholders who are entered in the share register and have duly registered for the general meeting can cast their votes by electronic postal vote ahead of the general meeting and during the general meeting using the InvestorPortal. Proxies, including authorized intermediaries (e.g. banks), shareholders' associations, proxy advisors and persons who offer to exercise voting rights at the general meeting on behalf of shareholders on a business basis may also use electronic postal voting.

After proper registration for the general meeting, votes already cast by electronic postal vote may be cast and amended using the InvestorPortal until the closing of voting at the general meeting on July 30, 2024. The exact time at which the option to cast or amend votes via the InvestorPortal ends will be determined by the chairman of the general meeting. He will point this out in good time during the general meeting.

Procedure for voting by the proxies appointed by the company

Shareholders may be represented by the company's proxies when exercising their voting rights in accordance with their instructions. Timely and proper registration for the general meeting by July 23, 2024, 24:00 hours (CEST) is also required for the authorization of proxies.

The authorization of the proxies appointed by the company and the issuing of instructions must be in text form (Section 126b of the German Civil Code, *Bürgerliches Gesetzbuch*, "BGB"). Before and during the general meeting, you can exercise your voting rights by granting power of attorney and issuing instructions to the company's proxies via the InvestorPortal of the company at

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

Authorization via the InvestorPortal is possible until the beginning of voting on the day of the general meeting. You can also use the InvestorPortal to amend or revoke any previously issued authorization and instructions during the general meeting until the beginning of voting. The exact time at which the

possibility to revoke or amend such instruction ends is determined by the chairman of the general meeting. He will point this out in good time during the general meeting.

In any case, please remember to register by the deadline of July 23, 2024, 24:00 (CEST).

Proxies may also be authorized and instructed outside the InvestorPortal using the proxy authorization and instruction form included in the registration form, which can be downloaded on the company's website at

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

or requested from the Registration Office. If you use the proxy or instruction form (instead of the InvestorPortal), it must be received by the Registration Office no later than July 29, 2024, 24:00 hours (CEST) (time of receipt) at

EQS Group AG

c/o Computershare Operations Center

80249 Munich

Germany

E-mail: anmeldestelle@computershare.de

The proxies must be authorized and given explicit and clear instructions on how to exercise the voting right for each relevant item on the agenda. In the absence of explicit and clear instructions, the proxies will abstain from voting on the respective voting item. If an individual vote is held on an item on the agenda, any instructions issued in this regard shall apply to each individual sub-item. The proxies are obliged to vote as instructed. Proxies do not accept instructions to speak and request information, to propose motions and election proposals, to request the inclusion of questions in the minutes or to submit objections to resolutions of the general meeting.

Procedure for voting by other authorized representatives

Shareholders may also have their voting rights and other rights at the general meeting exercised by another proxy, e.g. a bank, a proxy advisor, a person who offers to exercise voting rights at the general meeting on behalf of shareholders on a commercial basis or another third party. Authorized third parties cannot physically attend the general meeting either. Authorized third parties may only exercise their voting rights by electronic postal vote or by granting power of attorney and issuing instructions to the company's proxies.

If the shareholder authorizes more than one person, the company may reject one or more of them. Timely registration is also required in the case of proxy voting.

The granting of a proxy, its revocation and proof of authorization to the company must be in text form

(Section 126b BGB) if neither a bank, an intermediary, a shareholders' association, a proxy advisor or another person within the meaning of Section 135 para. 8 AktG is authorized. Shareholders may use the proxy form available on the Internet at

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

The power of attorney may be granted to the person to be authorized or to the company.

Notwithstanding any other way of transmitting the power of attorney or proof of authorization to the company permitted by law, the power of attorney may also be granted electronically via the InvestorPortal; in this case, separate proof of the granting of the power of attorney is not required.

A proxy already granted may also be revoked via the InvestorPortal, irrespective of any other transmission channel permitted by law.

If the proxy is granted, revoked or if the proof of authorization is provided to the company outside of the InvestorPortal, it must be received by the aforementioned Registration Office by July 29, 2024, 24:00 hours (CEST) for organizational reasons. On the day of the general meeting, proxies can only be submitted, amended or revoked via the InvestorPortal.

Please note that issuing a proxy and instructions via the InvestorPortal is always considered to have priority and any other proxy and instructions issued with the same shareholder number are invalid regardless of the time of receipt.

Authorized third parties (with the exception of the proxies appointed by the company) cannot physically attend the general meeting. They can only exercise the voting rights for shareholders they represent via electronic postal vote or by granting (sub-)powers of attorney to the proxies appointed by the company. In this regard, the above information applies accordingly. The use of the InvestorPortal by a proxy requires that the proxy receives the corresponding access data. This can be obtained in two ways. Firstly, if the shareholder authorizes the proxy via the InvestorPortal, he or she can specify an e-mail address to which the access data for the proxy will be sent. Secondly, if the authorization is granted in text form outside the InvestorPortal, the access data for the proxy will be sent by post to the postal address provided when the proxy was granted. If no postal address is provided, the proxy will be sent to the shareholder's postal address. Authorization should therefore be granted as early as possible to ensure that the authorized representative receives the access data in good time.

When authorizing the exercise of voting rights in accordance with Section 135 para. 8 AktG (granting power of attorney to credit institutions, voting rights advisors, shareholders' associations and other intermediaries or equivalent parties covered by Section 135 para. 8 AktG), special requirements must be taken into account, which must be requested from the respective proxy. By law, the power of

attorney must be granted to a specific proxy in these cases and must be verifiably recorded by the proxy. The proxy declaration must also be complete and may only contain declarations related to the exercise of voting rights. Therefore, if you wish to grant a power of attorney in accordance with Section 135 AktG, please agree on the form of the power of attorney with the proxy. However, a breach of the aforementioned and certain other requirements for the authorization of the persons named in this paragraph and as set out in Section 135 AktG does not affect the validity of the vote in accordance with Section 135 para. 7 AktG.

6. Further information on exercising voting rights

After proper registration for the general meeting, it is still possible to cast and amend electronic postal votes or grant powers of attorney and instructions to the proxies appointed by the company or to other authorized representatives, including switching between these options or revoking them, as follows:

- The casting of electronic postal votes or changes to votes already cast by way of electronic postal vote are only possible via the InvestorPortal until the voting at the general meeting on July 30, 2024.
- Revocation and amendment of the granting of power of attorney and instructions to the proxies appointed by the company or to other authorized representatives can be submitted outside the InvestorPortal to the above-mentioned Registration Office by July 29, 2024, 24:00 hours (CEST) (receipt) at the latest.
- On the day of the general meeting, the authorization and instructions issued to the proxies appointed by the company or to other authorized representatives can only be revoked or amended via the InvestorPortal until the beginning of voting at the general meeting.

The exact time at which the respective option to amend or revoke ends on the day of the general meeting is determined by the chairman of the meeting. He will indicate in good time when the option to issue, amend or revoke declarations via the InvestorPortal ends. If several declarations are received under the same shareholder number, the following applies:

- Electronic postal votes or authorizations and instructions issued to the proxies appointed by the company via the InvestorPortal will generally be given priority over other access channels.
- A postal vote declared outside the InvestorPortal is not permitted.
- If divergent declarations regarding a power of attorney to third parties or power of attorney or instructions to the proxies appointed by the company are received by different means of transmission outside the InvestorPortal and it is not clear which was submitted last, declarations by e-mail will generally be given priority.

If shareholders authorized a third party (with the exception of the proxies appointed by the company), they may only exercise their shareholder rights – including the right to vote and speak – by themselves

if the corresponding authorization had been revoked beforehand in accordance with the regulations described in this invitation.

7. Further information on shareholders' rights pursuant to Sections 122 para. 2, 126 para. 1, 127, 130a, 131 para. 1, 118a para. 1 sentence 2 no. 8 AktG in conjunction with Section 245 AktG

Motion for additions to the agenda pursuant to Section 122 para. 2 AktG

Shareholders whose shares alone or together amount to one-twentieth (5%) of the share capital or the notional amount of EUR 500,000.00 may request that items be placed on the agenda and published.

The motion must be made in writing to the company's Management Board and must be received by the company at the address below no later than July 5, 2024, 24:00 hours (CEST):

EQS Group AG

- Management Board -

Karlstrasse 47

80333 Munich

Germany

or in electronic form in accordance with Section 126a BGB by e-mail to:

hv@eqs.com

Motions for additions received later or addressed otherwise will not be considered. The request must be signed by all shareholders whose shares together amount to one twentieth of the share capital or the proportionate amount of EUR 500,000.00.

The applicants must prove that they have held the shares for at least 90 days prior to the date of receipt of the request and that they will hold the shares until the Management Board decides on the request (Sections 122 para. 2, 122 para. 1 sentence 3 AktG and 70 AktG).

Each new item must be accompanied by a statement of reasons or a draft resolution.

Additions to the agenda to be announced will be published in the Federal Gazette without undue delay after receipt of the request. They will also be published on the Internet at

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

Countermotions and election proposals from shareholders pursuant to Sections 126 para. 1, 127, 130a para. 5 sentence 3, 118a para. 1 sentence 2 no. 3 AktG

Shareholders may submit countermotions (together with any justification) against a proposal by the

Management Board and/or Supervisory Board on a specific agenda item and nominations for the election of Supervisory Board members or auditors to the address below:

EQS Group AG

- Management Board -

Karlstrasse 47

80333 Munich

Germany

or in electronic form in accordance with Section 126a BGB by e-mail to:

hv@eqs.com.

Counter motions and election proposals addressed otherwise will not be considered.

Shareholder nominations and counter motions received by the company at the above address or e-mail address by July 15, 2024, 24:00 hours (CEST) at the latest will be published without undue delay after their receipt, including the name of the shareholder and any statement on the reasons, on the company's website at

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

provided that the other requirements for a publication obligation pursuant to Sections 126, 127 AktG are met.

Pursuant to Section 126 para. 4 AktG, counter motions and election proposals by shareholders to be published by the company are deemed to have been submitted at the time of publication. Shareholders who have duly registered for the general meeting may exercise their voting rights on these motions. If the shareholder submitting the motion or nomination is not duly registered for the general meeting, the counter motion or nomination does not have to be considered at the general meeting.

Counter motions and election proposals as well as other motions may also be submitted during the general meeting by means of video communication, i.e. within the scope of the right to speak (see below).

Right to submit statements pursuant to Section 130a para. 1 to 4, para. 6 AktG

Duly registered shareholders or their proxies have the right to submit statements on the items on the agenda no later than five days before the general meeting, not including the day of receipt and the day of the general meeting, i.e. by July 24, 2024, 24:00 hours (CEST).

Such statements may be submitted to the company in text form electronically in accordance with the procedure provided for this purpose. They are to be sent exclusively by e-mail to

hv@eqs.com.

Statements submitted by other means will not be considered. We request that the scope of statements be limited to a reasonable length in order to enable shareholders to properly review the statement. A length of 10,000 characters (including spaces) must not be exceeded. Please state your shareholder number when submitting your statement.

Statements by shareholders to be published, including the name of the submitting shareholder, will be published to duly registered shareholders and their representatives via the InvestorPortal by July 25, 2024, 24:00 hours (CEST) at the latest. Statements will generally not be published if they contain more than 10,000 characters (including spaces), are offensive, criminally relevant, obviously false or misleading or if the shareholder indicates that he/she will not attend the general meeting and will not be represented (Section 130a para. 3 sentence 4 in conjunction with Section 126 para. 2 sentence 1 no. 1, no. 3 or no. 6 AktG).

Motions and nominations, questions and objections to resolutions of the general meeting submitted in text form as part of the statement will not be considered at the general meeting; the submission of motions and nominations, the exercise of the right to information and the filing of objections to resolutions of the general meeting are only possible in the ways described separately in this invitation. In particular, the opportunity to submit statements does not constitute an opportunity to submit questions (in advance) in accordance with Section 131 para. 1a AktG. Any questions included in statements will therefore not be answered in the virtual general meeting.

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

Shareholders and their proxies who have duly registered and joined the general meeting electronically have the right to speak at the general meeting by means of video communication. From the beginning of the general meeting, shareholders and their proxies may register their speeches in the InvestorPortal. Motions and election proposals pursuant to Section 118a para. 1 sentence 2 no. 3 AktG, questions pursuant to Section 131 para. 1d AktG and other questions pursuant to Section 131 para. 1e AktG may form part of the speech.

In accordance with Section 19 para. 3 of the company's Articles of Association, the chairman of the meeting may impose reasonable time limits on the shareholder's right to ask questions and to speak. In particular, at the beginning or during the general meeting, he is entitled to set a reasonable time frame for the entire course of the general meeting, for the discussion of the individual agenda items and for the individual questions and speeches. In order to exercise their right to speak, shareholders require an internet-enabled device (PC, laptop, tablet or smartphone) with a camera or microphone that can be accessed from the browser.

The company reserves the right to check the functionality of the video communication between the

shareholder and the company during the general meeting and before the speech and to reject it if the functionality is not ensured. The minimum technical requirement for a live video link is therefore an internet-capable device with a camera and microphone as well as a stable internet connection.

Right to information pursuant to Sections 118a para. 1 sentence 2 no. 4, 131 para. 1a AktG

Pursuant to Section 131 para. 1 sentence 1 AktG, shareholders must be provided with information on company affairs by the Management Board upon request at the general meeting, insofar as this information is necessary for the proper assessment of the agenda and there is no right to withhold information. The Management Board's duty to provide information also extends to the company's legal and business relationships with its affiliated companies. Furthermore, the duty to provide information also applies to the situation of the group and the companies included in the consolidated financial statements.

In accordance with Section 131 para. 1a, 1b AktG, the Management Board has decided for the general meeting on July 30, 2024, which is hereby convened, that shareholders who have duly registered, or their proxies, may ask questions in advance by means of electronic communication in order to exercise their right to information.

The questions must be submitted in German via the InvestorPortal by July 26, 2024, 24:00 hours (CEST) at the latest. Any other form of transmission is excluded. The length of the submission is limited to a reasonable amount and may not exceed 10,000 characters (including spaces).

The duly submitted questions will be made available to all shareholders and will be answered by July 28, 2024, 24:00 hours (CEST) at the latest. The duly submitted questions and the respective answers will be published on the company's website at

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

and will be continuously available until the end of the general meeting. If the answers are continuously accessible one day before the start and during the general meeting, the Management Board has the right to refuse to provide information on these questions at the general meeting in accordance with Section 131 para. 1c sentence 4 AktG. When answering questions and making them accessible before the general meeting, the name of the shareholder asking the question can only be disclosed if consent to the disclosure of the name was expressly declared when the question was submitted. There is no entitlement to the disclosure of names even after consent has been given.

The company reserves the right not to publish questions to the extent the Management Board would make itself liable to prosecution by publishing them or if the question contains obviously false or misleading information in material respects or insults, or if the shareholder indicates that he/she will not attend the general meeting and will not be represented (Sections 131 para. 1c sentence 3, 126 para.

2 sentence 1 no. 1, 3 and 6 AktG).

Pursuant to Section 131 para. 1d and 1e AktG, shareholders or their proxies who are duly registered and connected electronically to the general meeting have the right to ask follow-up questions on the answers given by the company's Management Board to questions submitted in advance and to answers given by the Management Board at the general meeting. Furthermore, questions may be asked on matters arising after the deadline for the advance submission of questions, i.e. after July 26, 2024, 24:00 hours (CEST). Questions relating to a matter before the deadline for the advance submission of questions (i.e. before July 26, 2024, 24:00 hours (CEST)) may no longer be asked at the general meeting.

It is intended that the chairman of the general meeting will stipulate in accordance with Section 131 para. 1f AktG that shareholders or their proxies connected to the general meeting may, from the beginning of the general meeting, ask their questions or questions on new matters exclusively by means of video communication, i.e. in the context of exercising their right to speak (see the previous section).

Objection to the minutes pursuant to Section 118a para. 1 sentence 2 no. 8 AktG in conjunction with Section 245 AktG

Shareholders and their representatives who are connected electronically to the general meeting have the right to object to resolutions of the general meeting by means of electronic communication. Such an objection can be declared from the beginning to the end of the general meeting via the InvestorPortal. The company's proxies cannot be instructed to declare objections to resolutions of the general meeting for the minutes of the notary public notarizing the general meeting.

8. Total number of shares and voting rights

The company's share capital of EUR 11,026,633.00 is divided into 11,026,633 no-par value registered shares. Each no-par value share grants one vote. The total number of shares and voting rights at the time the general meeting is convened is therefore 11,026,633. The company does not hold any treasury shares at the time the general meeting is convened.

9. Further explanations and information on the company's website/documents

All documents required by law for the general meeting and shareholder motions are available on the company's website at

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

The voting results will be published at the same Internet address after the general meeting.

The documents required by law to be made available during the general meeting will also be published on the company's website at

10. Information on data protection for shareholders and shareholder representatives

EQS Group AG, as the “controller” within the meaning of Art. 4 no. 7 General Data Protection Regulation (“**GDPR**”), processes personal data of shareholders and any shareholder representatives (in particular name, address, e-mail address, number of shares, class of shares, type of ownership of the shares and the granting of any voting proxies) for the preparation and conduct of its general meeting on the basis of the data protection provisions applicable in Germany in order to enable shareholders and shareholder representatives to exercise their rights at the general meeting and to ensure a lawful and statutory course of the negotiations and resolutions of the general meeting. To the extent that EQS Group AG does not receive this data from the shareholders and any shareholder representatives, the bank maintaining their securities account will transmit this personal data to EQS Group AG.

The processing of the personal data of shareholders and any shareholder representatives is mandatory for the conduct of the general meeting. The legal basis for the processing is Art. 6 para. 1 subpara. 1 letter c GDPR in conjunction with Sections 123, 129, 135 AktG.

For the purpose of organizing the general meeting, EQS Group AG commissions various service providers and consultants. These only receive such personal data that is required for the execution of the respective order. The service providers and consultants process this data exclusively in accordance with the instructions of EQS Group AG.

The personal data will be stored for as long as required by law or as long as the company has a legitimate interest in storing it, for example in the event of disputes in or out of court from the general meeting. The personal data will then be deleted.

Subject to the legal requirements, the existence of which must be verified in each individual case, shareholders and any shareholder representatives have the right to request information on the processing of their personal data, rectification or erasure of their personal data or restriction of processing and to receive their personal data in a structured, common and machine-readable format (data portability). Subject to the statutory requirements, the existence of which must be verified in each individual case, shareholders and any shareholder representatives also have the right to object to the processing of their personal data.

Data subjects may exercise these rights using the following contact details of EQS Group AG:

EQS Group AG
Karlstrasse 47
80333 Munich
Germany

Phone: +49 89 444430-050

E-Mail: datenschutz@eqs.com

In addition, data subjects have a right to appeal to the data protection supervisory authorities pursuant to Art. 77 GDPR.

The company data protection officer of EQS Group AG can be contacted as follows:

Oliver Kunert

EQS Group AG

Karlstrasse 47

80333 Munich

Germany

E-Mail: datenschutz@eqs.com

Munich, June 2024

The Management Board