



INDUS Holding AG
Bergisch Gladbach
WKN 620 010/ISIN DE0006200108
Event GMEToINH0524

Annual Shareholders' Meeting
22 May 2024 at 10:30 a.m. (CEST)

Explanations regarding the rights of shareholders pursuant to section 122 (2), section 126 (1), section 127, section 131 (1) as well as section 118 (1) sentences 3 to 5, (2) sentence 2, and section 129 (5) of the German Stock Corporation Act (AktG)

The invitation to the Annual Shareholders' Meeting of INDUS Holding AG also contains information about the rights of shareholders pursuant to section 122 (2), section 126 (1), section 127, and section 131 (1) of the German Stock Corporation Act (AktG). The following information provides further details about these rights.

Explanations regarding the rights pursuant to section 118 (1) sentences 3 to 5, (2) sentence 2, and section 129 (5) of the German Stock Corporation Act (AktG) are additionally provided below.

1. Request for additions to the agenda pursuant to section 122 (2) of the German Stock Corporation Act (AktG)

Pursuant to section 122 (2) of the German Stock Corporation Act (AktG), shareholders whose shares, when combined, correspond to one twentieth of the share capital or a proportionate amount of EUR 500,000.00 (this is equal to 192,308 no-par-value shares) may request that items be placed on the agenda and announced. The request must be sent in writing (section 126 (1) of the German Civil Code (BGB)) to the Board of Management of INDUS Holding AG, with each new agenda item including grounds or a resolution proposal. In addition to the written form (section 126 (1) of the German Civil Code (BGB)), such requests may also be sent in electronic form (sections 126 (3), 126a of the German Civil Code (BGB)). Submission of the request in electronic form will require a qualified electronic

[INDUS]

signature pursuant to the German Signature Act (SigG) (section 126a (1) of the German Civil Code (BGB)). The request must be received by the company at least 30 days prior to the Shareholders' Meeting (not including either the day of the Shareholders' Meeting or the day of receipt), i.e. no later than **21 April 2024, 24:00 midnight (CEST)**.

The request must be sent to the following address:

INDUS Holding AG
- Board of Management -
Kölner Straße 32
51429 Bergisch Gladbach
Germany
E-mail: hauptversammlung@indus.de

Pursuant to section 122 (2) in conjunction with section 122 (1) sentence 3 of the German Stock Corporation Act (AktG), the petitioner or petitioners must prove that they have held the required number of shares for at least 90 days prior to receipt of the request, and that they will continue to hold the shares until the Board of Management has made a decision on the request. Corresponding confirmation from the depository bank is sufficient as proof. When calculating the 90-day period, there are certain set-off options to which reference is specifically made pursuant to section 70 of the German Stock Corporation Act (AktG). Furthermore, the provisions of section 121 (7) of the German Stock Corporation Act (AktG) shall apply *mutatis mutandis* to the calculation of the time period, i.e. the day of receipt of the request is not to be counted and rescheduling from a Sunday, a Saturday, or a holiday to a preceding or subsequent business day is not an available option. Sections 187 to 193 of the German Civil Code (BGB) shall not apply *mutatis mutandis*.

Additions to the agenda to be announced will – insofar as they have not already been announced together with the convocation notice – be published in the German Federal Gazette (Bundesanzeiger) immediately after the request has been received and will be forwarded for publication to media that can be expected to disseminate the information throughout the entire European Union. They will also be announced on the company's website at www.indus.de/en/investor-relations/annual-shareholders-meeting.

[INDUS]

Extracts of the provisions on which these shareholder rights are based read as follows:

Section 122 (1) and (2) of the German Stock Corporation Act (AktG):

- (1) *The Shareholders' Meeting is to be convened wherever shareholders whose shares of stock, in the aggregate, are at least equivalent to one twentieth of the share capital, request that it be so convened, doing so in writing and citing the purpose and the reasons therefor; the request is to be addressed to the Board of Management. The articles of incorporation may tie the right to request that the Shareholders' Meeting be convened to a different form and to possession of a lesser portion of the share capital. The petitioners are to submit proof that they have been holders of the shares of stock since at least ninety (90) days prior to the date on which their request is received, and that they will continue to so hold the shares until the Board of Management takes a decision regarding their motion. Section 121 (7) shall apply mutatis mutandis.*
- (2) *In like manner, shareholders whose shares of stock, in the aggregate, are at least equivalent to one twentieth of the share capital, or to a stake of EUR 500,000, may request that items of business be set out in the agenda and be published by notice. Each item of business to be newly added to the agenda must include the reasons therefor or a proposal for a resolution. The request in the sense of the first sentence must be received by the company at the latest twenty-four (24) days prior to the Shareholders' Meeting, in the case of companies listed on the stock exchange at the latest thirty (30) days prior to the Shareholders' Meeting; the date of its receipt shall not be included in calculating the period.*

Section 124 (1) of the German Stock Corporation Act (AktG):

- (1) *Where the minority pursuant to section 122 (2) has requested that items of business be set out in the agenda, said items of business are to be published by notice either together with the convocation notice or, if that is not the case, without undue delay after the request has been received. Section 121 (4) shall apply mutatis mutandis; moreover, in the case of companies listed on the stock exchange, section 121 (4a) shall apply mutatis mutandis. The notice is to be published and forwarded in the same way as the convocation notice.*

Section 121 (7) of the German Stock Corporation Act (AktG):

- (7) *In the case of periods and deadlines that are counted back from the date of the Shareholders' Meeting, the date of the Shareholders' Meeting itself is not to be counted. Rescheduling the Shareholders' Meeting from a Sunday, a Saturday,*



or a holiday to a preceding or subsequent business day is not an available option. Sections 187 to 193 of the German Civil Code (BGB) shall have no corresponding application. In the case of companies not listed on the stock exchange, the articles of incorporation may provide for a different calculation of the period.

Section 70 of the German Stock Corporation Act (AktG):

Where the exercise of rights attaching to the share of stock is contingent upon the shareholder having been holder of the share of stock for a specified period of time, a claim to transfer of title against a credit institution, a financial services provider, a securities institution or an enterprise pursuing activities in accordance with section 53 (1) sentence 1, or section 53b (1) sentence 1, or (7) of the German Banking Act (KWG) shall be equivalent to ownership of the share of stock. The period of ownership of a predecessor in title shall be attributed to the shareholder if he has purchased the share of stock in any of the following manners: without monetary consideration, from his trustee, as a universal successor, in the course of a distribution of assets among a community, or as part of a portfolio transfer pursuant to section 13 of the German Insurance Supervisory Act (VAG) or section 14 of the German Act on Savings and Loan Associations (BauSparkG).

2. Counter-motions and election proposals by shareholders pursuant to sections 126 (1), 127 of the German Stock Corporation Act (AktG)

Pursuant to section 126 (1) of the German Stock Corporation Act (AktG), every shareholder of the company shall be entitled to submit counter-motions in response to proposals made by the Board of Management and/or Supervisory Board in respect of specific agenda items (section 126 of the German Stock Corporation Act (AktG)) as well as election proposals concerning the election of members of the Supervisory Board and/or external auditors (section 127 of the German Stock Corporation Act (AktG)). The company shall make counter-motions within the meaning of section 126 of the German Stock Corporation Act (AktG) and election proposals within the meaning of section 127 of the German Stock Corporation Act (AktG) including the name of the shareholder, any possible grounds, and any possible statement issued by the management, as well as, in the case of proposals by a shareholder of candidates for the Supervisory Board, the information pursuant to section 127 sentence 4 of the German Stock Corporation Act (AktG) accessible under www.indus.de/en/investor-relations/annual-shareholders-meeting, if the respective counter-motion or election proposal is received by the company at least 14

[INDUS]

days before the Shareholders' Meeting (not including either the day of receipt or the day of the Shareholders' Meeting), i.e. at the latest **by 7 May 2024, 24:00 midnight (CEST)**, at the following address

INDUS Holding AG
c/o C-HV AG
Gewerbepark 10
92289 Ursensollen
Germany

or by fax to **+49 (0) 9628 92 99 871**
or by e-mail to anmeldestelle@c-hv.com

and the other criteria for a respective publication pursuant to section 126 of the German Stock Corporation Act (AktG) or section 127 of the German Stock Corporation Act (AktG) have been met. Counter-motions and election proposals that are otherwise addressed cannot be considered. The right of shareholders to have their counter-motions and election proposals made accessible corresponds to the aforementioned obligation. According to the wording of section 126 of the German Stock Corporation Act (AktG), the obligation to make counter-motions accessible – in addition to the aforementioned criteria – requires reasons to be given. In the case of election proposals within the meaning of section 127 of the German Stock Corporation Act (AktG), the wording of the law already makes stating reasons superfluous.

Even if the above criteria are met, a counter-motion need not be made accessible if one of the criteria for exclusion pursuant to section 126 (2) of the German Stock Corporation Act (AktG) applies. An election proposal also need not be made accessible, even if the above criteria are met, if one of the exclusion criteria pursuant to section 127 sentence 1 of the German Stock Corporation Act (AktG) in conjunction with section 126 (2) of the German Stock Corporation Act (AktG) is met. In addition to the reasons set forth in section 126 of the German Stock Corporation Act (AktG), the Board of Management need also not make an election proposal accessible under the conditions set out in section 127 sentence 3 of the German Stock Corporation Act (AktG) i.e. if the election proposals for the Supervisory Board or for external auditors do not state their names, profession exercised, and place of residence of the candidate (section 124 (3) sentence 4 of the German Stock Corporation Act (AktG)) or if information on the candidates' membership in other supervisory boards to be established pursuant to statutory

[INDUS]

provisions is not additionally attached to any election proposal for the Supervisory Board (section 125 (1) sentence 5 of the German Stock Corporation Act (AktG)).

Counter-motions and election proposals by shareholders may only be voted on if they are submitted during the Annual Shareholders' Meeting; this will also apply in the event of publication of the relevant counter-motion or election proposal prior to the Shareholders' Meeting in accordance with sections 126, 127 of the German Stock Corporation Act (AktG).

Extracts of the provisions on which these shareholder rights are based, which also determine the conditions under which counter-motions and election proposals need not be made available, read as follows:

Section 126 of the German Stock Corporation Act (AktG):

- (1) Motions by shareholders are to be made accessible to the beneficiaries set out in section 125 (1) to (3), subject to the prerequisites listed therein, including the name of the shareholder, the reasons for which the motions are being made, and a statement, if any has been made, by the management regarding its position, provided that the shareholder has sent, at the latest fourteen (14) days prior to the date of the Shareholders' Meeting, a counter-motion opposing a proposal or guidance by the Board of Management and the Supervisory Board regarding a certain item of business set out in the agenda, specifying the reasons therefor, to the address set out for this purpose in the convocation notice. The date on which the counter-motion is received shall not be included in calculating the period. In the case of companies listed on the stock exchange, the counter-motion shall be made accessible via the company's website. Section 125 (3) shall apply mutatis mutandis.*
- (2) A counter-motion and the reasons for which it is being made need not be made accessible:
 - 1. Inasmuch as the Board of Management would be liable to punishment under law, were it to make such proposal accessible;*
 - 2. If the counter-motion were to result in the Shareholders' Meeting adopting a resolution that is in violation of the law or of the articles of incorporation;*
 - 3. If the reasons make manifestly false or misleading statements regarding essential aspects, or if they are insulting;**

[INDUS]

4. *If a counter-motion made by the shareholder based on the same facts and circumstances has already been made accessible pursuant to section 125 for a Shareholders' Meeting of the company;*
5. *If the same counter-motion of the shareholder, citing essentially the same reasons, has been made accessible pursuant to section 125 in the past five (5) years to at least two (2) Shareholders' Meetings of the company, and if less than one twentieth of the share capital represented voted for this counter-motion at the Shareholders' Meeting;*
6. *If the shareholder indicates that he will not attend the Shareholders' Meeting and will not have a proxy represent him; or*
7. *If, in the past two (2) years at two (2) Shareholders' Meetings, the shareholder has failed to propose or to have proposed a counter-motion regarding which he has informed the company.*

The reasons need not be made accessible if they amount to more than 5,000 characters in total.

- (3) *Where several shareholders propose counter-motions regarding one and the same agenda item to be resolved upon, the Board of Management may combine the counter-motions and the reasons specified for them.*

Section 127 of the German Stock Corporation Act (AktG):

Section 126 shall apply mutatis mutandis to proposals by shareholders of candidates for the Supervisory Board or for external auditors of the annual accounts. No reasons need be specified for the election proposal. The Board of Management need not make accessible the election proposal also in those cases in which the proposal does not include the information pursuant to section 124 (3), sentence 4, and section 125 (1), sentence 5. The Board of Management is to supplement the proposal by a shareholder of candidates for the supervisory board of companies listed on the stock exchange, to which the Employee Co-Determination Act (MitbestG), the Act on the Co-Determination by Employees in the Supervisory Boards and Management Boards of Mining Enterprises and Enterprises in the Iron- and Steel-Producing Industry (MontanMitbestG), or the Amending Act on Employee Co-Determination in the Iron- and Steel-Producing Industry (MontanMitbestGErgG) applies, by the following substantive content:

1. *Indication of the requirements stipulated by section 96 (2),*

[INDUS]

2. *Whether an objection has been raised against the fulfilment of the ratio by the Supervisory Board as a whole pursuant to section 96 (2) sentence 3, and*
3. *The number of seats on the Supervisory Board that must be filled, at a minimum, by women and men, respectively, in order to fulfill the requirement as to the minimum ratio pursuant to section 96 (2) sentence 1.*

Section 124 (3) sentence 4 of the German Stock Corporation Act (AktG):

- (3) *[...] The proposals of candidates for the Supervisory Board or for external auditors shall state their names, profession exercised, and places of residence. [...]*

Section 125 (1) sentence 5 of the German Stock Corporation Act (AktG):

- (1) *[...] In the case of companies listed on the stock exchange, information on the candidates' membership in other supervisory boards mandated by the law is to be attached to any proposal of candidates for the Supervisory Board; information on their membership in comparable supervisory committees of business enterprises within Germany and abroad should be attached.*

Section 96 (1) and (2) of the German Stock Corporation Act (AktG):

- (1) *The Supervisory Board shall be composed as follows:
In the case of companies to which the German Employee Co-Determination Act (MitbestG) applies: of members of the Supervisory Board representing the shareholders and the employees;
In the case of companies to which the German Act on the Co-Determination by Employees in the Supervisory Boards and Management Boards of Mining Enterprises and Enterprises in the Iron- and Steel-Producing Industry (MontanMitbestG) applies: of members of the Supervisory Board representing the shareholders and the employees and of further members;
In the case of companies to which sections 5 to 13 of the German Amending Act on Employee Co-Determination in the Iron- and Steel-Producing Industry (MontanMitbestGErgG) apply: of members of the Supervisory Board representing the shareholders and the employees and of one further member;
In the case of companies to which the German Act on One-Third Employee Representation in the Supervisory Board (DrittelbG) applies: of members of the Supervisory Board representing the shareholders and the employees;
In the case of companies to which the German Act on Employee Co-Determination in the Case of a Cross-Border Merger (MgVG) of 21*

[INDUS]

December 2006 (Federal Law Gazette (Bundesgesetzblatt) I p. 3332), as amended, applies: of members of the Supervisory Board representing the shareholders and the employees; In the case of companies to which the German Act on Employee Co-Determination in the Case of a Cross-Border Change of Corporate Form and Cross-Border Demerger (MgFSG) of 4 January 2023 (Federal Law Gazette (Bundesgesetzblatt) I no. 10), as amended, applies: of members of the Supervisory Board representing the shareholders and the employees; In the case of any other companies: solely of members of the Supervisory Board representing the shareholders.

- (2) *In the case of companies listed on the stock exchange, to which the German Employee Co-Determination Act (MitbestG), the German Act on the Co-Determination by Employees in the Supervisory Boards and Management Boards of Mining Enterprises and Enterprises in the Iron- and Steel-Producing Industry (MontanMitbestG) or the German Amending Act on Employee Co-Determination in the Iron- and Steel-Producing Industry (MontanMitbestGERgG) applies, the Supervisory Board shall be composed of women at a minimum ratio of 30 percent and of men at a minimum ratio of 30 percent. The minimum ratio is to be fulfilled by the Supervisory Board as a whole. Where, prior to the election, the side of the shareholder representatives or the side of the employee representatives raises an objection with the chair of the Supervisory Board, based on a resolution adopted by a majority, against the fulfillment of the ratio by the Supervisory Board as a whole, the minimum ratio for that election is to be fulfilled separately by the side of the shareholder representatives and by the side of the employee representatives. In all cases, the ratio is to be mathematically rounded up or down in order to achieve full numbers of persons. If, in the case of the ratio being fulfilled by the Supervisory Board as a whole, the higher ratio of women of one side is reduced subsequently and that side then objects to the fulfillment of the ratio by the Supervisory Board as a whole, this shall not cause the composition of the respective other side to be invalid. Where an election of members of the Supervisory Board by the Shareholders' Meeting and their delegation to the Supervisory Board violates the requirement as to the minimum ratio, this election shall be null and void. Where an election is declared to be null and void for other reasons, the elections performed in the meantime do not violate the requirement as to the minimum ratio in this regard. The acts governing co-determination set out in the first sentence are to be applied to the election of members of the Supervisory Board representing the employees.*



3. Shareholders' right to request information pursuant to section 131 (1) of the German Stock Corporation Act (AktG)

Pursuant to section 131 (1) of the German Stock Corporation Act (AktG), the Board of Management is to inform each shareholder at the Shareholders' Meeting, upon a corresponding request being made, concerning matters pertaining to the company, including the legal and business relations of the company with an affiliated enterprise, the situation of the group and the enterprises included in the consolidated financial statements, insofar as this is required in order to appropriately adjudge the item of business set out in the agenda and there is no right to refuse a request for information. The rights to refuse a request for information are listed in section 131 (3) of the German Stock Corporation Act (AktG). Exercising the statutory right to request information pursuant to section 131 (1) of the German Stock Corporation Act (AktG) requires attendance at the Annual Shareholders' Meeting. In this regard, the requirements for attending the Shareholders' Meeting set out in the convocation notice, in particular the registration deadline, must be observed.

If a shareholder or his proxy requests information at the Annual Shareholders' Meeting, his name or the name of his proxy will be disclosed to the other participants in the Annual Shareholders' Meeting when the information is provided. You can find further information on the processing of personal data in connection with the Shareholders' Meeting on the company's website at www.indus.de/en/investor-relations/shareholders-meeting.

Extracts of the provisions on which these shareholder rights are based, which also determine the conditions under which information need not be provided, read as follows:

Section 131 of the German Stock Corporation Act (AktG):

(1) The Board of Management is to inform each shareholder at the Shareholders' Meeting, upon a corresponding request being made, insofar as this is required in order to appropriately adjudge the item of business set out in the agenda. The obligation to provide information also extends to include the legal and business relations of the company with an affiliated enterprise. Where a company avails itself of the eased requirements pursuant to section 266 (1) sentence 3, section 276 or section 288 of the German Commercial Code (HGB), each shareholder may request that, at the Shareholders' Meeting deliberating on the annual financial statements, the annual financial statements be made available to them in the form that they would be in

[INDUS]

without these eased requirements. The obligation of the Board of Management of a parent undertaking to provide information (section 290 (1), (2) of the German Commercial Code (HGB)) at the Shareholders' Meeting to which the consolidated financial statements and the consolidated management report are submitted also extends to cover the situation of the group and the enterprises included in the consolidated financial statements.

[...]

- (2) The information provided is to comply with the principles of conscientious and faithful accounting. The articles of incorporation or the rules of procedure pursuant to section 129 may grant authority to the person chairing the meeting to impose reasonable time limits on the shareholder's right to ask questions and to speak and may also allow them to make further determinations concerning the details in this regard.*
- (3) The Board of Management may refuse a request for information:*
 - 1. inasmuch as the provision of the information, when assessed applying prudent business judgment, is suited to cause a greater than insignificant disadvantage to the company or an affiliated enterprise;*
 - 2. inasmuch as it refers to carrying values for tax purposes or the amount of individual taxes;*
 - 3. regarding the difference between the value at which objects were stated in the annual balance sheet and a higher value of such objects, unless the Shareholders' Meeting approves and establishes the annual financial statements;*
 - 4. regarding the accounting and valuation methods insofar as it suffices to cite these methods in the notes in order to accurately represent the company's assets, financial position and revenue situation in keeping with its actual circumstances within the meaning of section 264 (2) of the German Commercial Code (HGB); this does not apply if the Shareholders' Meeting approves and establishes the annual financial statements;*
 - 5. inasmuch as the Board of Management would be liable to punishment under law were it to provide the information;*
 - 6. inasmuch as, in the case of a credit institution, a financial services provider or a securities institution, no information need be provided regarding the accounting and valuation methods applied, nor regarding the netting*

[INDUS]

performed in the annual financial statements, management report, consolidated financial statements or consolidated management report;

- 7. inasmuch as such information is continuously accessible on the company's website for at least seven days prior to commencement of the Shareholders' Meeting, and also in its course.*

Any refusal to provide information for other than the grounds set out above is not permissible.

- (4) Where information has been provided to a shareholder because of their capacity as such, and this was done outside of the Shareholders' Meeting, it is to be provided to every other shareholder making a corresponding request at the Shareholders' Meeting, even if such information is not required in order to appropriately adjudge the item of business set out in the agenda. In the case of a virtual Shareholders' Meeting, it must be ensured that every shareholder who is electronically connected to the meeting can submit his or her request as per sentence 1 via electronic communication. The Board of Management may not refuse to provide the information in accordance with subsection 3 sentence 1 nos. 1 to 4. Sentences 1 to 3 do not apply if a subsidiary undertaking (section 290 (1) and (2) of the German Commercial Code (HGB)), a joint venture (section 310 (1) of the German Commercial Code (HGB)) or an associated enterprise (section 311 (1) of the German Commercial Code (HGB)) issues the information to a parent undertaking (section 290 (1) and (2) of the German Commercial Code (HGB)) for purposes of including the company in the consolidated financial statements of the parent undertaking and the information is required for this purpose.*
- (5) Where a shareholder's request for information is refused, the shareholder may demand that their question and the grounds for refusing to provide the information be included in the minutes of the meeting. [...]*

In addition, the person chairing the meeting is authorized to take various managerial and regulatory measures at the Shareholders' Meeting. An extract from the underlying provision in section 20 of the company's Articles of Incorporation, which is based on the corresponding provision option of section 131 (2) sentence 2 of the German Stock Corporation Act (AktG), which was also outlined above, reads as follows:



Section 20 Chair of the Annual Shareholders' Meeting, shareholders' right to ask questions and speak

- (1) The Annual Shareholders' Meeting shall be chaired by the Chairman of the Supervisory Board or, if he is prevented from doing so, by another Supervisory Board member to be appointed by him. [...]*
- (2) The chair of the meeting determines the order in which the items on the agenda are addressed, the order in which the speakers are to appear, and the nature, order, and form of the votes.*
- (3) The chair of the meeting can, as appropriate, limit the time allocated to the shareholders' right to speak and ask questions. At the beginning or during the course of the Annual Shareholders' Meeting, the chair can, in particular, specify the duration of the entire meeting proceedings, the discussion of the individual items on the agenda, the total time available for speaking and asking questions, as well as the time available to individual speakers for speaking and asking questions as appropriate. The chair may also order the early closure of the list of speakers and the end of the debate.*

4. Receipt of a statement on the receipt of votes cast pursuant to section 118 (1) sentences 3 to 5, (2) sentence 2 of the German Stock Corporation Act (AktG) or statement about the counting of votes pursuant to section 129 (5) of the German Stock Corporation Act (AktG)

Pursuant to section 118 (1) sentence 3, (2) sentence 2 of the German Stock Corporation Act (AktG), when voting rights are exercised electronically, a statement on the receipt of votes cast electronically shall be provided by the company to the voter electronically in accordance with the requirements set out in Art. 7 (1) and Art. 9 (5) subpara. 1 of the Commission Implementing Regulation (EU) 2018/1212 of 3 September 2018 laying down minimum requirements implementing the provisions of Directive 2007/36/EC of the European Parliament and of the Council as regards shareholder identification, the transmission of information and the facilitation of the exercise of shareholders' rights ("Implementing Regulation (EU) 2018/1212"). If the statement on the receipt of votes cast is provided to an intermediary, the intermediary must immediately send the statement to the shareholder in accordance with section 118 (1) sentence 4 of the German Stock Corporation Act (AktG). Our shareholders may receive the statement on the receipt of votes cast electronically using the password-protected online service at the following internet address.



www.indus.de/en/investor-relations/shareholders-meeting.

In addition, pursuant to section 129 (5) sentence 1 of the German Stock Corporation Act (AktG), the person voting may request a statement from the company within one month of the date of the Shareholders' Meeting, i.e. **by 22 June 2024, 24:00 midnight (CEST)**, as to whether and how his/her vote was counted. The company shall provide the statement about the counting of votes in accordance with the requirements of Art. 7 (2) and Art. 9 (5) subpara. 2 of the Implementing Regulation (EU) 2018/1212. If the statement on the receipt of votes cast is provided to an intermediary, the intermediary must immediately send the statement to the shareholder in accordance with section 129 (5) sentence 3 of the German Stock Corporation Act (AktG). Our shareholders can request the statement about the counting of votes at the email address anmeldestelle@c-hv.com.

Extracts of the provisions on which these shareholder rights are based read as follows:

Section 118 (1) and (2) of the German Stock Corporation Act (AktG):

- (1) [...] When voting rights are exercised electronically, a statement confirming the receipt of votes cast electronically shall be provided by the company to the vote caster electronically in accordance with the requirements set out in Art. 7 (1) and Art. 9 (5) subpara. 1 of the Commission Implementing Regulation (EU) 2018/1212. If the statement is provided to an intermediary, the intermediary must send the statement to the shareholder without undue delay. Section 67a (2) sentence 1 and (3) shall apply mutatis mutandis.*
- (2) The articles of incorporation may stipulate or authorize the Board of Management to make arrangements for the shareholders to cast their votes in writing or by means of electronic communication (absentee voting) even if they do not attend the meeting. Subsection 1 sentences 3 to 5 shall apply mutatis mutandis.*

Section 129 (5) of the German Stock Corporation Act (AktG):

- (5) The person voting may demand a statement from the company within one month of the date of the Shareholders' Meeting as to whether and how his vote was counted. The company shall provide the statement in accordance with the requirements of Art 7 (2) and Art. 9 (5) subpara. 2 of the Implementing Regulation (EU) 2018/1212. If the statement is provided to an intermediary, the intermediary must send the statement to the shareholder without undue delay. Section 67a (2) sentence 1 and (3) shall apply mutatis mutandis.*

[INDUS]

Art. 7 (1) and (2) of the Implementing Regulation (EU) 2018/1212:

Format of statement confirming the receipt and recording and counting of votes

- (1) The minimum types of information and data elements that a statement confirming the receipt of votes cast electronically as provided for in the first subparagraph of Article 3c(2) of Directive 2007/36/EC comprises shall be as set out in Table 6 of the Annex.*
- (2) The minimum types of information and data elements that a statement on the recording and counting of votes by the issuer to the shareholder or third party nominated by the shareholder as provided for in the second subparagraph of Article 3c (2) of Directive 2007/36/EC comprises shall be as set out in Table 7 of the Annex.*

Art. 9 of the Implementing Regulation (EU) 2018/1212:

Deadlines to be complied with by issuers and intermediaries in corporate events and in shareholder identification processes

[...]

- (5) The statement confirming the receipt of votes cast electronically as provided for in Article 7(1) shall be provided to the person that cast the vote immediately after the cast of the votes.*

The statement on the recording and counting of votes as provided for in Article 7(2) shall be provided by the issuer in a timely manner and no later than 15 days after the request or meeting, whichever occurs later, unless the information is already available.

Bergisch Gladbach, April 2024

INDUS Holding AG