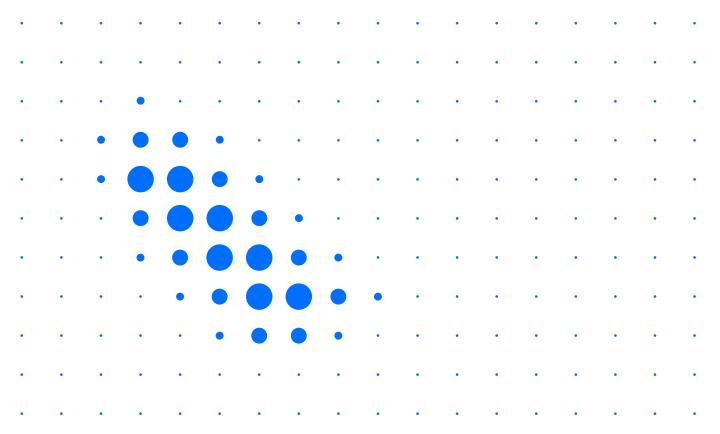


## Annual General Meeting 2022

Invitation to the Virtual Annual General Meeting

# Annual General Meeting 2022



The Annual General Meeting shall be held without the physical presence of shareholders or their proxies in accordance with Section 1 (2) of the Act on Measures under the Law of Companies, Cooperative Societies, Associations, Foundations and Commonhold Property to Combat the Effects of the COVID-19 Pandemic. The event will be broadcast on <a href="https://www.technotrans.com/investor-relations/annual-shareholders-meeting">https://www.technotrans.com/investor-relations/annual-shareholders-meeting</a>

The Board of Management and the Supervisory Board of the company will hold the Virtual General Meeting at the Messe und Congress Centrum Halle Münsterland, Albersloher Weg 32, 48155 Münster, Germany.

# Overview with the particulars pursuant to Section 125 of the German Stock Corporation Act (AktG) in conjunction with Table 3 of the Implementing Regulation (EU) 2018/1212

### A. Specification of the information

	specification of the information	
1.	Unique identifier of the event	Virtual Annual General Meeting of technotrans SE 2022 (Formal information according to EU-IR: 6ce74c7b98d9eb118121005056888925)
2.	Type of information	Notice convening the Annual General Meeting (Formal information pursuant to EU-IR: NEWM)
Sp	ecification of the issuer	
1.	ISIN	DE000A0XYGA7
2.	Name of issuer	technotrans SE
C.	Specification of the Annual Genera	l Meeting
1.	Date of the Annual General Meeting	May 13, 2022 (Formal indication according to EU-IR: 20220513)
2.	Time of the Annual General Meeting	10:00 (CEST) (Formal indication according to EU-IR: 8:00 (UTC))
3.	Type of the Annual General Meeting	Virtual Annual General Meeting without the physical presence of shareholders or their proxies (Formal information pursuant to EU-IR: GMET)
4.	Venue of the Annual General Meeting	URL to the shareholder portal of the company to enable shareholders to follow the Annual General Meeting in picture and sound, as well as to exercise shareholder rights (Formal information pursuant to EU-IR: https://www.technotrans.com/investor-relations/annual-shareholders-meeting) Place of the Annual General Meeting within the meaning of the SE Regulation and the AktG: Messe und Congress Centrum Halle Münsterland, Albersloher Weg 32, 48155 Münster, Germany
5.	Date of record (record date)	May 7, 2022, 00:00 (CEST) (Formal indication according to EU-IR: 20220506);
6.	Uniform Resource Locator (URL)	https://www.technotrans.com/investor- relations/annual-shareholders-meeting

Further information on the convening of the Annual General Meeting (blocks D to F of Table 3 of the Annex to Implementing Regulation (EU) 2018/1212)

Further information on participation in the Annual General Meeting (Block D), the agenda (Block E) and details of the deadlines for exercising other shareholder rights (Block F) is available on the following website:

https://www.technotrans.com/investor-relations/annual-shareholders-meeting

# Invitation to the Annual General Meeting

### Dear Shareholders,

we hereby cordially invite you to the Annual General Meeting of technotrans SE on **Friday, May 13, 2022, at 10:00 (CEST)**.

The health of everyone involved is our top priority. In view of the current pandemic, the event will therefore again be held as a virtual Annual General Meeting without the physical presence of shareholders or their proxies.

Please register until **May 6, 2022, 24:00 (CEST)**. As a registered shareholder, you can follow the entire Annual General Meeting live on the internet via the shareholder portal and exercise your shareholder rights. We would be pleased if you would make full use of your voting rights.

In the 2021 financial year, technotrans consistently realised the **Future Ready 2025** strategy. Group revenue and EBIT margin increased significantly. The Board of Management and the Supervisory Board will provide you with a comprehensive report on the course of business.

We are also looking forward to answering your questions. Please submit them to us via the shareholder portal by **May 11, 2022, 24:00 (CEST)**.

Please refer to the following pages for the detailed agenda and further information on the proposed resolutions and your rights as a shareholder.

All information on the Annual General Meeting 2022 and access to the shareholder portal are available for you at the following internet address:

https://www.technotrans.com/investor-relations/annual-shareholders-meeting.

The 2021 Annual Report and further information on the course of business are available at

https://www.technotrans.com/investor-relations/financial-reports.

If you have any further questions, please do not hesitate to contact our Investor Relations team.

We look forward to your participation in our virtual Annual General Meeting 2022.

O. Line

The Board of Management

hoping

Michael Finger Peter Hirsch

technotrans SE, Sassenberg | WKN: A0XYGA | ISIN: DE000A0XYGA7

### Overview of the agenda

### Agenda item 1

Presentation of the established annual financial statements of technotrans SE as of December 31, 2021, of the approved Consolidated Financial Statements as of December 31, 2021, the Combined Management Report for technotrans SE and the Group and the Report of the Supervisory Board as well as the explanatory report of the Board of Management, in each case for the 2021 financial year

### Agenda item 2

Resolution on the distribution of accumulated profit

### Agenda item 3

Resolution on the discharge of the Board of Management for the 2021 financial year

### Agenda item 4

Resolution on the discharge of the Supervisory Board for the 2021 financial year

### Agenda item 5

Election of the auditors of the individual and Consolidated Financial Statements for the 2022 financial year

### Agenda item 6

Resolution on the approval of the remuneration report of technotrans SE for the 2021 financial year

### Agenda item 7

Election of a new Supervisory Board member

### Binding character of the votes (disclosures pursuant to Table 3 EU-IR)

The scheduled votes on the announced proposals for resolutions and elections on agenda items 2 to 5 and 7 are binding. The proposed resolution on agenda item 6 is of a recommendatory nature. Regarding the proposed resolution on agenda item 6, it should be noted that the resolution of the Annual General Meeting on the remuneration report 2021 pursuant to Section 120a para. 4 sentence 2 in conjunction with para. 2 sentences 2 and 3 AktG creates neither rights nor obligations even in the event of non-approval and cannot be legally challenged. In all votes, shareholders may vote "Yes" (in favour), "No" (against) or abstain from voting on all resolutions.

### Agenda

1. Presentation of the established annual financial statements of technotrans SE as of December 31, 2021, of the approved Consolidated Financial Statements as of December 31, 2021, the Combined Management Report for technotrans SE and the Group and the Report of the Supervisory Board as well as the explanatory report of the Board of Management, in each case for the 2021 financial year.

The Supervisory Board has already approved the annual financial statements and the Consolidated Financial Statements prepared by the Board of Management. The annual financial statements are thus established. The documents mentioned under this agenda item shall be submitted to the Annual General Meeting without the need for a resolution.

### 2. Resolution on the distribution of accumulated profit

The Board of Management and Supervisory Board propose that the accumulated profit of technotrans SE of  $\le$  12,955,610.13 as reported in the annual financial statements for 2021 be distributed as follows:

Distribution of a dividend of $\in$ 0.51 per no-par value share share capital of $\in$ 6,907,665.00 bearing dividend entitlements	3,522,909.15 €
Profit carried forward	9,432,700.98 €
Accumulated profit	12,955,610.13 €

At the time of convening the company holds no treasury shares. If the company holds treasury shares at the time of the Annual General Meeting, these shall not bear dividend entitlements. In that instance, a correspondingly modified resolution on the appropriation of profits shall be put to the Annual General Meeting, based on an unchanged dividend of  $\leqslant$  0.51 per dividend-bearing share.

The entitlement to dividend thus falls due on the third business day following the resolution of the Annual General Meeting, which is May 18, 2022, pursuant to Section 58 (4) second sentence AktG.

### 3. Resolution on the discharge of the Board of Management for the 2021 financial year

The Board of Management and Supervisory Board propose that discharge be granted for the members of the Board of Management for the 2021 financial year.

### 4. Resolution on the discharge of the Supervisory Board for the 2021 financial year

The Board of Management and Supervisory Board propose that discharge be granted for the members of the Supervisory Board for the 2021 financial year.

### 5. Election of the auditors of the individual and Consolidated Financial Statements for the 2022 financial year

The Supervisory Board – supported by the recommendation of the Audit Committee – proposes that PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Osnabrück, be elected as auditors of the annual and Consolidated Financial Statements for the 2022 financial year.

Both the recommendation of the Audit Committee to the Supervisory Board and the proposal of the Supervisory Board are free from undue influence by third parties. Nor were there, pursuant to the EU Regulation on specific requirements regarding statutory audit of public-interest entities,

any arrangements that could have limited the options to the selection of a particular auditor or a particular firm of auditors to audit the financial statements.

### 6. Resolution on the approval of the remuneration report of technotrans SE for the 2021 financial year

This year technotrans SE for the first time published a remuneration report in accordance with

Section 162 AktG which was also approved by the auditor. This remuneration report concerns the 2021 financial year.

Pursuant to Section 120a AktG, the Supervisory Board and the Board of Management submit to the Annual General Meeting the remuneration report of technotrans SE for the 2021 financial year, which is reproduced in the information below on agenda item 6. It has been prepared in accordance with Section 162 AktG, has been approved by the auditors PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Osnabrück pursuant to Section 162 (3) AktG and has been provided with an auditor's certificate.

The Supervisory Board and the Board of Management propose that the remuneration report of technotrans SE for the 2021 financial year, prepared and audited in accordance with Section 162 AktG, be approved.

### Remuneration report pursuant to Section 162 AktG of technotrans SE for the 2021 financial year (document relating to agenda item 6)

The Remuneration Report explains the remuneration of the members of the Board of Management and Supervisory Board of technotrans SE. In terms of its content the Remuneration Report is based in particular on the recommendations of the German Corporate Governance Code (the "Code") and the statutory requirements of the German Commercial Code (HGB) and German Stock Corporation Act (AktG).

Pursuant to Section 162 AktG, the company reports on the remuneration granted to and accrued by the members of the Board of Management and Supervisory Board in the 2021 financial year. The prin-ciples applied from the remuneration systems for the 2021 financial year are also presented.

Further particulars of the remuneration of governing bodies of technotrans SE can be found in the Notes to the Consolidated Financial Statements and in the Notes Section of the annual financial statements of technotrans SE.

The annual preparation of the Remuneration Report in accordance with Section 162 AktG is the re-sponsibility of the Board of Management and Supervisory Board. The Remuneration Report and the Independent Auditor's Report on the formal audit conducted can be accessed on the website of technotrans SE at <a href="https://www.technotrans.com/company/corporate-governance/remuneration-board-of-management-supervisory-board">https://www.technotrans.com/company/corporate-governance/remuneration-board-of-management-supervisory-board</a>.

### Remuneration of the Board of Management

### Resolution of the Annual General Meeting

Pursuant to Section 120a (1) AktG in the version in force since January 1, 2020, after the entry into force of the Shareholder Rights Directive Implementation Act (ARUG II) dated December 12, 2019, the Annual General Meeting of a listed company is to decide on the approval of the remuneration system for the Board of Management members each time the system undergoes material changes, but at least eve-ry four years.

On February 2, 2021 the Supervisory Board resolved a new remuneration system for the Board of Man-agement members that meets the requirements of ARUG II and takes account of the recommenda-tions of the Code.

The Supervisory Board presented the remuneration system of the Board of Management described below to the Annual General Meeting on May 7, 2021 under agenda item 6, for its approval.

The Annual General Meeting approved this remuneration system by a majority of 83.18 %.

### Fundamentals of the Board of Management remuneration system

The aim of the remuneration system for the Board of Management agreed by the Supervisory Board of technotrans SE in February 2021 is to remunerate the individual Board of Management members appropriately in line with their duties and areas of responsibility and to reflect the performance of each Board of Management member as well as the success of the company as a whole. It seeks to incentiv-ise a sustainable increase in the corporate value of technotrans SE and successful, performance-led corporate governance. It also aims to support attainment of the corporate targets through the de-fined parameters. The Board of Management remuneration system thus contributes to the promotion of the evolved Group strategy Future Ready 2025. Under the umbrella brand technotrans, the Group aims to further increase profitability and revenue in the coming years, with particular focus on four target markets. The strategic goals of the company constitute the basis on which the performance criteria for the variable remuneration are selected. In accordance with the interests of technotrans SE's stakeholders in long-term, sustainable corporate development, the company has set itself both financial and non-financial goals. For the financial goals, the Supervisory Board looked to the principal earnings indicators of technotrans SE, consolidated EBIT determined in accordance with the Interna-tional Finance Reporting Standards (IFRS) and return on capital employed (ROCE), and drew up target agreements for these for the Board of Management. The target agreements are sub-divided into short-term and long-term targets. There are also three short-term non-financial goals, each of which is defined based on the categories individual performance, collective performance and stakehold-ers/ESG (environmental, social, governance). By considering ESG criteria, sustainable corporate devel-opment is also assured in terms of environmental aspects and social matters.

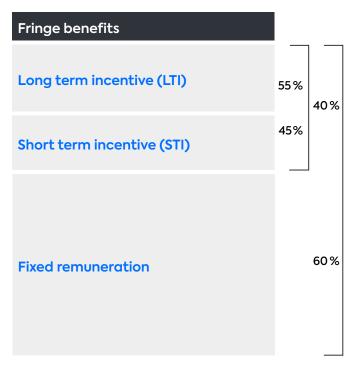
To that end, the contractually embedded remuneration system of the Board of Management uses a variety of parameters, including the size of technotrans SE and the technotrans Group, the economic environment in both regional and competitive terms, the complexity of the Board of Management activities and the current economic position of the company and its subsidiaries, as well as the perfor-mance of the overall Board of Management and the experience and performance of the individual Board member. To take appropriate account of these factors, the remuneration policy is continuously examined by the Supervisory Board.

The remuneration of the Board of Management members comprises the following elements:

- Fixed remuneration that is assessed for the full business year and is payable pro rata monthly,
- Variable, performance-related remuneration that comprises:
  - a short-term, variable remuneration component (short term incentive STI) that is linked to an EBIT target and is modified by attainment of individual, collective and ESG targets (environmental, social, responsible corporate governance criteria), and
  - a long-term, variable remuneration component (long term incentive LTI) based on an ROCE target, as well as
  - fringe benefits, in particular a company car, accident and D&O insurance cover, as well as
    contributions to the personal pension scheme (up to € 30,000.00 p.a.) of the individual Board of
    Management member.

The precise objectives for the individual Board of Management members for the short-term and long-term remuneration components are fixed on the basis of resolutions by the whole Supervisory Board in target agreements reached between the company, represented by the Supervisory Board Chair, and the respective Board of Management member.

### **Board of Management remuneration components**



For full target attainment, disregarding the fringe benefits the split between fixed remuneration and variable remuneration is 60:40. The split between short-term and long-term performance-related pay where targets are fully attained is the ratio of 45:55. Depending on the actual level of attainment of personal targets and the attainment of targets for financial ratios, there may naturally be departures from these splits.

The following aspects in particular were heeded in determining the composition of the target remuneration for the Board of Management:

- The fixed remuneration is a central component of Board of Management remuneration. Its level in each case reflects the areas of responsibility and duties of the individual Board of Management members. When the target remuneration is achieved, it should still exhibit a ratio of 60:40 to variable remuneration and constitute over half of all remuneration components, including fringe benefits.
- In the case of variable remuneration, which provides additional incentives that depend on the overall success of the company and rewards individual performance, the balance is skewed towards long-term performance-related pay in preference to short-term performance-related remuneration components. The aim here is to reinforce long-term sustainable corporate development. This also reflects the Group strategy for the coming years. The short-term performance-related remuneration components consider both the success of the company and individual targets of the recipient, for example by way of incentivising outstanding success in one-off projects. It is also possible to specify targets that support sustainability and ESG aspects.
  - In addition to fixed remuneration and variable remuneration the Board of Management
    members receive fringe benefits that are of secondary monetary importance compared with
    the other re-muneration components. They are granted independently of performance and
    are intended to usefully complement the other remuneration components.
  - For the individual level of Board of Management remuneration, a differentiated view is taken for each Board of Management member depending on their task area and function.

The Supervisory Board has called upon outside support in developing the remuneration model. Information on the remuneration level of the workforce and on remuneration of management boards in the market environment was also obtained.

Target-remuneration for the financial year 2021 (remuneration component)	Michael Finger Speaker of the Board of Man.	Peter Hirsch Member of the Board of Man.	Dirk Engel Member of the Board of Man. (until 07/31/2021)	Hendirk Niestert Member of the Board of Man. (until 01/31/2021)
Fixed remuneration	270,000 €	225,000 €	149,333 €	12,500 €
Short-term-incentive (STI)	80,000 €	67,000 €	-	-
Long-term-incentive (LTI)	100,000 €	83,000 €	-	-
Retirement benefits (defined contribution plans)	30,000 €	30,000 €	15,000 €	-
Sustainability oriented bonus - based on previous			410 000 E	2,000 €
contracts -	480.000 €	- 405.000 €	110,800 € 275.133 €	8,000 € 20.500 €
iotai	460,000€	405,000 €	2/5,155 €	20,500 €

The target remuneration shown includes the variable remuneration components with 100 % target attainment. The long-term variable remuneration component (LTI) refers here to the amount to be paid out in each case for the financial year upon attainment of the long-term financial interim target, so that the actual level of this remuneration component can only be determined from the Board of Management's perspective after the end of the performance period (2022 to 2026) because of the obligation to invest this amount in shares in the company.

### **Pension scheme**

The pension scheme is part of the fixed remuneration and represents an important fundamental of corporate policy because it offers Board of Management members a corresponding level of pension even in retirement; this increases the attractiveness of the company to potential Board of Management members. The retirement benefits for Board of Management members are provided from a defined contribution pension scheme. The expense of the defined contribution pension scheme for the Board of Management members amounted to  $\leqslant$  75 thousand in the 2021 financial year (previous year:  $\leqslant$  120 thousand).

### Setting target attainment for variable remuneration

For the remuneration system of the Board of Management, two fundamentally distinct targetsetting approaches are adopted:

- For short-term variable remuneration (STI), the starting point is annual target-setting based on the EBIT amount in €. Every 1% above or below the target amount results in a 3% decrease/increase in the target amount with the result that a negative target difference of more than 33.33% means the remuneration component lapses altogether, and a positive target difference of more than 33.33% (equivalent to a doubling of the target amount) leads to no further increase in the remuneration component. The annually fixed personal targets, collective targets and ESG targets act as modifiers. Depending on how far these targets are deemed to have been attained, the target amount from the EBIT achieved is multiplied by 0.8 to 1.2. The targets are set annually between the Board of Management member and the Supervisory Board. Target attain-ment is established by the Supervisory Board after the end of the financial year, for example by reference to the financial ratios determined. The amount earned falls due and is payable at the end of the month in which the Supervisory Board approves the annual and Consolidated Financial Statements for the respective preceding year.

#### Calculation of short term incentive

Target attainment		Degree of target attainment		Individual per- formance factor		Short term incentive (STI)
According to employment contract	X	EBIT Deviation vs. target setting Bandwith: +/- 33.3% 0% to 200%	X	Degree of attainment of - individual targets - collective targets - ESG-targets 0.8 to 1.2	X	Cash payment

- Long-term variable remuneration is determined based on a planning-oriented ROCE target. The ROCE target is set with a +/- range of 1.5% points. Attainment of the lower limit (-1.5% points ROCE compared with ROCE target) corresponds to falling short by -50%, and attainment of the upper limit (+1.5% ROCE compared with ROCE target) to exceeding the target by +50%. If the ROCE fig-ure achieved is below this range the remuneration component lapses, and if the range is exceed-ed there is no further increase in the remuneration component. The amount assessed from target attainment is payable after the relevant financial statements for the financial year in question have been established/approved. The Board of Management member is then to invest the paid-out amount in shares in the company within three months; these must be held for at least four years, after which they may then be freely sold in accordance with the statutory provisions. The company/Group does not share in the opportunities or risks from the development in value of the shares acquired by the individual Board of Management member.

### Calculation of long term incentive

Target attainment		Degree of target attainment		Long term incentive (LTI)
According to emp- loyment contract	X	ROCE Deviation vs. target corridor Bandwidth: +/- 50 % 0 % to 150 %	X	Cash payment an obligation to invest in technotrans SE shares  Lockout period: 4 years

The performance criteria and set targets for 2021 as well as the degree of target attainment are shown in the following table. This refers to the remuneration granted for the year 2021, which is paid out in the following year 2022. Payable at the end of the month in which the Supervisory Board approves the annual and Consolidated Financial Statements.

### Presentation of the performance criteria for remuneration in the 2021 financial year

### 1. Short Term Incentive (STI)

	performance criterion	targets 2021	actual value FY2021	level of achievement
Michael Finger	EBIT-amount in k€	10,630	11,029	111 %
	individual target	production	achieved	
	collective target	team	achieved	Modifier of 1,2
	collective ESG-Target	enviroment	achieved	
Peter Hirsch	EBIT-amount in k€	10,630	11,029	111 %
	individual target	production	achieved	
	collective target	team	achieved	Modifier of 1,2
	collective ESG-Target	enviroment	achieved	

### 2. Long Term Incentive (LTI)

	performance criterion	targets 2021	actual value FY2021	level of achievement
Michael Finger	ROCE in %	12.1 %	12.5 %	113 %
Peter Hirsch	ROCE in %	12.1 %	12.5 %	113 %

The individual and collective targets are qualitative targets. The brand target includes the introduction of the umbrella brand technotrans, the production target includes the optimisation of the manufac-turing structure of a German production location, the team target addresses cooperation within the Board of Management and the ESG category reflects the Group's carbon footprint.

#### **Maximum remuneration**

Taking all remuneration components into account, the Supervisory Board has specified a remuneration structure for each individual Board of Management member that reflects their specific duties. The maximum remuneration for Mr Finger is set at € 850 thousand and for Mr Hirsch at € 650 thousand. This figure refers to the entitlements accrued during a calendar year, not to the payments actually made. If the cap is arithmetically exceeded, entitlements of the Board of Management member lapse (in whole or part) initially in respect of the short-term portion of the variable remuneration, and then if necessary in respect of the fixed remuneration. These amounts lapse without replacement, but only down to the point where the maximum remuneration is reached.

Mr Finger was granted total remuneration of  $\leqslant$  547 thousand in 2021 and Mr Hirsch was granted total remuneration of  $\leqslant$  456 thousand. The maximum remuneration totalling  $\leqslant$  850 thousand for Mr Finger and  $\leqslant$  650 thousand for Mr Hirsch was not achieved in the 2021 financial year. The reference figure remuneration granted comprises all remuneration entitlements acquired by Board of Management members in 2021: the fixed remuneration, pension scheme, other fringe benefits as well as the short-term and long-term variable remuneration, which is not paid out until the following year of 2022.

### Deferral periods and scope for clawback

As referred to above, deferral periods apply in respect of the sale of the shares acquired based on the long-term variable remuneration. The sale of these shares is only permissible after four years have elapsed.

In addition, the Board of Management employment contracts contain provisions under which, for material derelictions of duty, breaches of contractual obligations or breached of material principles of action, remuneration granted but not yet paid out for the financial year in which the breach occurs may be reduced in part or whole to zero (penalty). In addition, there is contractual scope under which variable remuneration components (STI and LTI) that have already been paid out can be clawed back.

There is also scope for clawback if the variable remuneration was incorrectly calculated due to defec-tive Consolidated Financial Statements and corrected, audited company financial statements indi-cate a different payout amount.

#### **Share-based remuneration**

As already indicated, remuneration components are not paid out in the form of shares. However the amount of long-term variable remuneration calculated according to the above principles and paid out must be – demonstrably – invested by the Board of Management member in question in shares in the company. These shares must be held by the Board of Management member for at least four years. The Board of Management member may thereafter dispose freely of the shares, subject to the statutory provisions. We refer in this connection to the further disclosures made in the Notes.

Under their contractual agreements Mr Finger and Mr Hirsch have undertaken to invest half of the variable sustainability-oriented management bonus for the previous year of 2020 (net amount after deduction of taxes) in shares in technotrans SE. This remuneration component was paid out in 2021. Mr Finger received a management bonus of € 55 thousand gross and acquired 1,000 shares. Mr Hirsch received a management bonus of € 82 thousand and acquired 838 shares. The former Board of Man-agement member Mr Engel received a management bonus of € 120 thousand gross for 2020 as well as a management bonus of € 111 thousand gross for 2021 and acquired 2,600 shares. The former Board of Management member Mr Niestert received a management bonus of € 63 thousand gross for 2020 and a management bonus of € 8 thousand gross for 2021 and acquired 700 shares.

The contractual agreement for the 2020 management bonus differs from the current arrangements under the employment contracts for the LTI. In essence the Board of Management members have contractually undertaken to hold these shares for at least two years after acquisition.

### Remuneration-based transactions and their termination

The Board of Management remuneration system is implemented through corresponding agreements with the individual Board of Management members in their employment contracts, in addition to the target agreements and the Supervisory Board's findings on attainment of the respective targets.

For this purpose the fundamental term of the corresponding remuneration arrangements in the employment contracts corresponds to the term of the contracts or the term of office.

The contract with Mr Finger runs until December 31, 2023.

The contract with Mr Hirsch runs until December 31, 2022.

The contract with Mr Engel, which was still concluded on the basis of the previous remuneration system, ended on July 31, 2021.

The contract with Mr Niestert, which was equally concluded based on the previous remuneration system, ended on January 31, 2021.

However it is possible to adjust the remuneration agreements by mutual agreement within the respective periods, for example to reflect changes in the law. The Board of Management employment contracts with Mr Hirsch and Mr Finger were thus recently adjusted with an eye to implementing the new remuneration system described above.

There is also scope for terminating the employment contracts for cause.

The contracts do not envisage pension or early retirement arrangements under the current remuneration system.

### Special arrangements for the termination of Board of Management mandates

The Board of Management employment contracts have fixed terms but may be terminated for cause. If the employment contract is ended by termination for cause, all entitlements to payment of variable remuneration lapse where they were not already due and payable at the time that termination takes effect. If appointment as a member of the Board of Management is revoked and the company does not give effective notice to terminate the contract for cause, the continuing entitlements for the re-mainder of the term are replaced with an entitlement to a one-off severance payment (severance payment cap). The severance payment amounts to no more than the total remuneration actually accrued by the Board of Management member in the past financial year. Special arrangements apply in cases where the Board of Management member has not yet completed a full financial year in office or the remaining term of the Board of Management employment contract is less than one year. Equally, special arrangements are agreed with the Board of Management members if the appoint-ment is revoked due to illness or being prevented from carrying out duties due to other reasons.

The above special arrangements were not used in the 2021 financial year.

### Determination of the remuneration system and individual remuneration of Board of Management members

The Board of Management remuneration system is determined by the Supervisory Board based on the proposal of the Personnel Committee.

Equally, the features and level of the remuneration of individual Board of Management members are determined by the Supervisory Board – on the proposal of the Personnel Committee – in individual contracts with the Board of Management members and through target agreements.

The Supervisory Board reviews the remuneration system and individual contractual agreements on a regular basis. The Supervisory Board will call on remuneration consultants or legal advisors for support to the extent that it deems necessary. The Supervisory Board has drawn on relevant outside expertise in determining the current remuneration of the Board of Management. Where data from the company is required, e.g. with regard to the financial ratios or employee remuneration, the information in question is prepared and presented to the Supervisory Board by the Board of Management.

Where conflicts of interest arise, they are to be disclosed in accordance with the fundamental re-quirements for the Board of Management and Supervisory Board. No such conflicts can currently be identified with regard to how the remuneration system, the individual Board of Management employment contracts and the target agreements are determined. The general supervisory duties of the Supervisory Board include reviewing any risks and responding where conflicts arise.

### Granted remuneration of the Board of Management members

The members of the Board of Management received the following remuneration in the past financial year (figures in €k):

	Michae	l Finger	Peter Hirsch		Dirk Engel (until 07/31/2021)		Hendirk Niestert (until 01/31/2021)		
	Granted	Share	Granted	Share	Granted	Share	Granted	Share	Total
Fixed remuneration 2021	270	49 %	225	49 %	149	52 %	13	59 %	657
Short-term incentive (STI) 2021	107	20 %	89	20 %	0	0 %	0	0 %	196
Long-term incentive (LTI) 2021	113	21 %	94	21 %	0	0 %	0	0 %	207
Bonus based on the old management contract	0	0%	0	0 %	111	39 %	8	36 %	119
Pension (defined contribution plans)	30	5%	30	7%	15	5%	0	0 %	75
Fringe benefits 2021	27	5 %	18	4 %	11	4 %	1	5 %	57
Total remuneration	547	100 %	456	100 %	286	100 %	22	100 %	1,311
Total remuneration 2020	231	100 %	288	100 %	366	100 %	229	100 %	1,114
Total remuneration 2019	-	-	244	100 %	297	100 %	187	100 %	728
Total remuneration 2018	-	-	96	100 %	437	100 %	196	100 %	729
Total remuneration 2017	-	-	-	-	432	-	-	-	432

	Michael Finger		Peter Hirsch		Dirk Engel (until 07/31/2021)		Hendirk Niestert (until 01/31/2021)		
	Paid	Share	Paid	Share	Paid	Share	Paid	Share	Total
Fixed remuneration 2021	270	71 %	225	63 %	149	37 %	13	15 %	657
Short-term incentive (STI) 2021	0	0%	0	0 %	0	0%	0	0 %	_
Long-term incentive (LTI) 2021	0	0%	0	0 %	0	0%	0	0 %	_
Bonus 2021 (old management contract)	0	0%	0	0 %	111	27 %	8	9 %	119
Bonus 2020 (old management contract)	55	14 %	82	23 %	120	30 %	63	74 %	320
Pension (defined contribution plans)	30	8%	30	8%	15	4%	0	0 %	75
Fringe benefits 2021	27	7%	18	5 %	11	3 %	1	1%	57
Total remuneration	382	100 %	355	100 %	406	100 %	85	100 %	1,228

The remuneration of Mr Finger in the 2020 financial year relates to the period May 1 to December 31.

In view of the chronology for preparing the Consolidated Financial Statements, for purposes of calcu-lating the reportable Board of Management remuneration, preliminary interim values applying a ROCE of 12.7 % (= 120 % target attainment) and an EBIT figure of  $\leqslant$  11,180 thousand (= 116 % target attainment) were assumed. The STI and LTI remuneration commented on in this report is based on the final EBIT figure of  $\leqslant$  11,030 thousand and a ROCE of 12.5 %. Use of the final indicators for the reporting of the short term and long term incentive programme would have led to a reduction in the personnel expenses of  $\leqslant$  20 thousand (Mr Finger  $\leqslant$  11 thousand and Mr Hirsch  $\leqslant$  9 thousand).

### Development of average remuneration of technotrans SE employees

Average employee remuneration (paid)	Group-EBIT	Financial Year
49	11,030	2021
47	6,780	2020

The basis of comparison is the average remuneration (accrued) of technotrans SE employees in full-time employment. No further remuneration components (other than provision of a company car also available for private use, as well as accident and D&O insurance cover) were granted to the Board of Management members.

The remuneration granted comprises the contractually agreed remuneration components that the Board of Management member acquired through their work performance in the 2021 financial year. Pursuant to Section 162 (1) second sentence No. 1 AktG, remuneration is reported in the financial year in which the activity underlying the remuneration was performed in full (interpretation 2 pursuant to IDW definition "IDW 2021, Questions and Answers: Preparation of a Remuneration Report pursuant to Sec-tion 162 AktG"). The personnel expenses reported in the Consolidated Financial Statements for Board of Management remuneration (including expense under IFRS 2) amount to € 1,356 thousand (previous year € 1,114 thousand) and differ from the remuneration granted as stated here due to application of IFRS 2. The remuneration paid comprises the remuneration paid out to the Board of Management in 2021, notwithstanding the year to which the work performance related.

### Year-on-year comparison of Board of Management remuneration granted in 2021 financial year

Member of the Board of Management	Change in total remuneration (paid) 2021 compared with previous year 2020
Michael Finger	137 %
Peter Hirsch	58 %
Dirk Engel (until July 31, 2021)	-22 %
Hendirk Niestert (until January 31, 2021)	-90 %
Development of Earnings	Change compared with previous year
EBIT	63 %
Average remuneration of full-time-employees	Change compared with previous year
Employee of the company	4 %

The change figures for Michael Finger, Dirk Engel and Hendirk Niestert are distorted as a result of their intrayear entry or exit.

### Clawback of variable remuneration

The option to claw back variable remuneration had not been exercised in the 2021 financial year, in the previous year or in the year in progress up to the time of preparing the Remuneration Report.

#### Departures from the remuneration system of the Board of Management

There were no departures from the remuneration system of the Board of Management in the 2021 financial year.

### Notes to the Consolidated Financial Statements and annual financial statements of technotrans SE

We refer to the further explanations in the Notes to the Consolidated Financial Statements and annu-al financial statements of technotrans SE. The terms of the LTI satisfy the criteria of IFRS 2 on share-based payment transactions. The amounts recognised for such share-based payment transactions in the Consolidated Financial Statements are based on a mathematical model and are not comparable to the remuneration granted or accrued as presented in this Remuneration Report for reasons that are specific to IFRS 2.

### Remuneration of the Supervisory Board

### Resolution of the Annual General Meeting

Pursuant to Section 113 (3) AktG in the version in force since January 1, 2020, the Annual General Meet-ing of a listed company must decide on the remuneration as well as the remuneration system for the members of the Supervisory Board at least every four years. The initial resolution is to be passed by the end of the first Annual General Meeting after December 31, 2020.

The remuneration arrangements for the members of the Supervisory Board of technotrans SE have been thoroughly revised on the basis of a corresponding resolution of the Annual General Meeting on May 20, 2020. The provisions of the amended German Corporate Governance Code 2019 and the requirements of ARUG II were also taken into account here. The arrangements on the remuneration of the Supervisory Board are set forth in Article 17 of the Articles of Association of technotrans SE.

The Board of Management and Supervisory Board presented the remuneration system of the Supervi-sory Board described below to the Annual General Meeting on May 7, 2021 under agenda item 7 for its approval.

The Annual General Meeting approved this remuneration system by a majority of 96.60 percent.

### Basic features, goals and components of the remuneration system for the Supervisory Board

The Supervisory Board of technotrans SE oversees and advises the Board of Management of the com-pany and is closely involved in core operational and strategic matters of corporate governance. For it to act effectively as a governing body, the Supervisory Board needs to meet its adopted skills profile and composition objectives to the best possible degree. The Supervisory Board remuneration also plays a significant role in this. According to Principle 24 of the current German Corporate Governance Code, it should be commensurate with the duties of the Supervisory Board members and the situation of the company, while also ensuring that the Supervisory Board is attractive for suitable candidates. In light of this, at the proposal of the management the Annual General Meeting in 2020 resolved a thor-ough review of the Supervisory Board remuneration system by amending Article 17 of the Articles of Association.

In accordance with the suggestion of the Code in item G.18 first sentence and taking up the recommendation of many investors and voting rights consultants, the Supervisory Board remuneration at technotrans SE consists exclusively of fixed remuneration.

No variable remuneration is granted. However pursuant to Article 17 (5) of the Articles of Association the Annual General Meeting may resolve it, while setting a maximum remuneration for the Supervisory Board members.

Again following the recommendation in item G.17 of the current Code, the remuneration of the Super-visory Board members comprises basic remuneration combined with attendance fees and supple-ments for particular functions. This is in line with the function of the board as an independent advisory and supervisory body. This fixed remuneration guarantees the basis and incentive for the Supervisory Board to continuously supervise and perform its duties in the interests of the company, without making this dependent on external factors or specific economic developments of the technotrans Group.

### Procedure for determining, reviewing and implementing the remuneration system

The Annual General Meeting will resolve the remuneration of the Supervisory Board members at least every four years on the proposal of the Board of Management and Supervisory Board pursuant to Sec-tion 113 (3) first sentence AktG as amended. The Annual General Meeting can then either merely con-firm the remuneration of the Supervisory Board or amend the provisions of the Articles of Association on the Supervisory Board remuneration.

The remuneration of the Supervisory Board of technotrans SE is currently regulated by corresponding resolutions of the Annual General Meeting in 2021 in Article 17 of the Articles of Association.

### Overview of the individual components of Supervisory Board remuneration

As described below, the remuneration of Supervisory Board members comprises basic remuneration and supplements for particular functions. This combination is intended to take appropriate consideration of the individual duties of the Supervisory Board members.

#### a. Basic remuneration

The annual basic remuneration for a Supervisory Board member is € 30,000.

### b. Function supplements

The function supplements determined in the Articles of Association reflect the particular responsibility and increased amount of time required for individual functions, and simultaneously implements the recommendation in item G.17 of the Code.

### (1) Supervisory Board Chair and Deputy

The annual function supplement for the Supervisory Board Chair is 100% and for the Deputy 50% of the basic remuneration. This reflects the prominent position of the Supervisory Board Chair as the point of contact for the Board of Management. The Chair moreover has the specific task of coordinating the Supervisory Board's work. The Supervisory Board Chair is supported substantially in this by the Deputy.

### (2) Committee members

The members of the Audit Committee receive a function supplement in the amount of  $\leqslant$  7,500 in a reflection of the special function and duties of that committee. A function supplement of  $\leqslant$  5,000 is envisaged for membership of other committees.

### (3) Committee chairs

The committee chairs in each case receive double the amount that an ordinary committee member receives, in a reflection of the special duties their committee work entails.

### c. Attendance fees

In addition to the remuneration described above, the Supervisory Board members receive attendance fees for Supervisory Board meetings in the amount of  $\leqslant$  1,500 per meeting. Members of committees receive an attendance fee of  $\leqslant$  500 for committee meetings. The committee chair receives  $\leqslant$  1,000 for committee meetings. If a Supervisory Board member takes part in multiple meetings on one day, they are entitled to only one attendance fee.

No further remuneration components are granted.

### **Agenda**

### Cap

The remuneration of members of the Supervisory Board currently comprises exclusively fixed components. There is consequently no need to specify a maximum total remuneration for the members of the Supervisory Board.

#### **Due date**

The remuneration is due and payable after the end of the Annual General Meeting that gives discharge of the Supervisory Board members for the respective preceding financial year (Article 17 (4) of Articles of Association).

### Pro rata membership

Supervisory Board members who have belonged to the Supervisory Board for only part of the financial year receive the Supervisory Board remuneration pro rata temporis in accordance with their period of office (Article 17 (6) of the Articles of Association).

### **Reimbursement of expenses**

The company reimburses members of the Supervisory Board for expenses incurred in the course of exercising their office as well as for any VAT due on the remuneration and reimbursed expenses (Article 17 (7) of Articles of Association.

#### **D&O** insurance

An additional fringe benefits component is defrayal of the arithmetical per capita share of the third party financial loss insurance (D&O policy) taken out by the company, in which the Supervisory Board members are included (Section 17 (8) of Articles of Association).

### **Remuneration-based transactions**

No remuneration-based transactions according to Section 87a (1) second sentence No. 8 AktG are concluded between the company and the members of the Supervisory Board.

### Granted and accrued remuneration of the Supervisory Board members in detail

The remuneration of the individual members of the Supervisory Board was as follows for the 2021 finan-cial year. The variable remuneration is based on the former provision in the Articles of Association up until May 31, 2020 and was granted for the year 2020 and paid out in the year 2021 on the basis of a resolution of the Annual General Meeting.

### Remunerations granted to the members of the Supervisory Board in financial years 2021 and 2020

The members of the Supervisory Board received the following remuneration in the past financial year (figures in  $\in$ k):

	Fixed remune-ration *)	in %	functional allowances	in %	atten- dance fee	in %	Total	in %
Peter Baumgartner (Chairman, since May 7, 2021)	35	16 %	13	16 %	8	11 %	56	15 %
Dr. Norbert Bröcker (Deputy Chairman)	45	20 %	15	18 %	12	17 %	72	19 %
Andrea Bauer	30	13 %	25	30 %	15	21 %	70	18 %
DrIng. Gottfried H. Duti- né (since May 7, 2021)	17	8%	6	7 %	6	8 %	29	8%
Andre Peckruhn	30	13 %	3	4 %	8	11 %	41	11 %
Thorbjørn Ringkamp	30	13 %	3	4 %	8	11 %	41	11 %
Heinz Harling (until May 7, 2021)	25	11 %	12	15 %	10	14 %	47	12 %
Dr. Wolfgang Höper (until May 7, 2021)	13	6 %	5	6 %	5	7%	23	6 %
Dieter Schäfer (until May 20, 2020)	0	0 %	0	0 %	0	0 %	0	0 %
Total remuneration	225	100 %	82	100 %	72	100 %	379	100 %

<sup>\*</sup> granted remuneration without expendables

				2020				
	Fixed remune-ration *)	in %	functional allowances	in %	atten- dance fee	in %	Total	in %
Peter Baumgartner (Chairman, since May 7, 2021)	0	0 %	0	0%	0	0%	0	0%
Dr. Norbert Bröcker (Deputy Chairman)	38	20 %	8	14 %	9	19 %	55	19%
Andrea Bauer	18	9 %	15	27 %	11	23 %	44	15%
DrIng. Gottfried H. Dutiné (since May 7, 2021)	0	0 %	0	0 %	0	0 %	0	0%
Andre Peckruhn	26	13 %	0	0 %	3	6 %	29	10%
Thorbjørn Ringkamp	26	13 %	0	0 %	3	6 %	29	10%
Heinz Harling (until May 7, 2021)	51	26 %	20	36 %	17	35 %	88	30%
Dr. Wolfgang Höper (until May 7, 2021)	26	13 %	11	20 %	5	10 %	42	14%
Dieter Schäfer (until May 20, 2020)	8	4 %	2	4 %	0	0 %	10	3%
Total remuneration	193	100 %	56	100 %	48	100 %	297	100 %

<sup>\*</sup> granted remuneration without expendables

### Remunerations accrued by the members of the Supervisory Board in the 2021 financial year

The members of the Supervisory Board received the following remuneration in the past financial year (figures in  $\in$ k):

Total remuneration	276	100 %	13	100 %	289	100 %
Dieter Schäfer (until May 20, 2020)	12	4 %	0	8%	13	4 %
Dr. Wolfgang Höper (until May 7, 2021)	49	18 %	1	0 %	49	17 %
Heinz Harling (until May 7, 2021)	105	38 %	6	46 %	111	38 %
Thorbjørn Ringkamp	29	11 %	0	0 %	29	10 %
Andre Peckruhn	29	11 %	0	0 %	29	10 %
DrIng. Gottfried H. Dutiné (since May 7, 2021)	0	0 %	1	8 %	1	0 %
Andrea Bauer	52	19 %	2	15 %	54	19 %
Dr. Norbert Bröcker (Deputy Chairman)	0	0 %	1	8 %	1	0 %
Peter Baumgartner (Chairman, since May 7, 2021)	0	0 %	2	15 %	2	1%
	Fixed remuneration	in %	Expendables	in %	Total	in %

### Year-on-year comparison of Supervisory Board remuneration granted in 2021 financial year (pursuant to Section 162 (1) No. 2 AktG)

Member of the Supervisory Board	Change in total remuneration (inflow) compared with previous year
Peter Baumgartner (Chairman; since May 7, 2021) <sup>1</sup>	n.a.
Dr. Norbert Bröcker (Deputy Chairman)	22 %
Andrea Bauer	48 %
Dr. Gottfried H. Dutiné (sind May 7, 2021) <sup>1</sup>	n.a.
Andre Peckruhn	45 %
Thorbjørn Ringkamp	45 %
Heinz Harling (until May 7, 2021)	-47 %
Dr. Wolfgang Höper (until May 7, 2021)	-45 %
Development of Earnings	
EBIT	63 %
Average remuneration of full-time-employees	
Employee of the company	4 %

<sup>&</sup>lt;sup>1</sup> No details because newly appointed to Supervisory Board in 2021 financial year..

The change figures for Andrea Bauer, Heinz Harling and Dr Wolfgang Höper are distorted as a result of their intrayear entry or exit.

Vermerk des unabhängigen Wirtschaftsprüfers über die Prüfung des Vergütungsberichts nach §162 Abs. 3 AktG (Hinweis: Only available in German language)

An die technotrans SE, Sassenberg

### Prüfungsurteil

Wir haben den Vergütungsbericht der technotrans SE, Sassenberg, für das Geschäftsjahr vom 1. Januar bis zum 31. Dezember 2021 daraufhin formell geprüft, ob die Angaben nach § 162 Abs. 1 und 2 AktG im Vergütungsbericht gemacht wurden. In Einklang mit § 162 Abs. 3 AktG haben wir den Vergütungsbericht nicht inhaltlich geprüft.

Nach unserer Beurteilung sind im beigefügten Vergütungsbericht in allen wesentlichen Belangen die Angaben nach § 162 Abs. 1 und 2 AktG gemacht worden. Unser Prüfungsurteil erstreckt sich nicht auf den Inhalt des Vergütungsberichts.

### Grundlage für das Prüfungsurteil

Wir haben unsere Prüfung des Vergütungsberichts in Übereinstimmung mit § 162 Abs. 3 AktG unter Beachtung des IDW Prüfungsstandards: Die Prüfung des Vergütungsberichts nach § 162 Abs. 3 AktG (IDW PS 870) durchgeführt. Unsere Verantwortung nach dieser Vorschrift und diesem Standard ist im Abschnitt "Verantwortung des Wirtschaftsprüfers" unseres Vermerks weitergehend beschrieben. Wir haben als Wirtschaftsprüferpraxis die Anforderungen des IDW Qualitätssicherungsstandards: Anforderungen an die Qualitätssicherung in der Wirtschaftsprüferpraxis (IDW QS 1) angewendet. Die Berufspflichten gemäß der Wirtschaftsprüferordnung und der Berufssatzung für Wirtschaftsprüfer/vereidigte Buchprüfer einschließlich der Anforderungen an die Unabhängigkeit haben wir eingehalten.

### Verantwortung der gesetzlichen Vertreter und des Aufsichtsrats

Die gesetzlichen Vertreter und der Aufsichtsrat sind verantwortlich für die Aufstellung des Vergütungsberichts, einschließlich der dazugehörigen Angaben, der den Anforderungen des § 162 AktG entspricht. Ferner sind sie verantwortlich für die internen Kontrollen, die sie als notwendig erachten, um die Aufstellung eines Vergütungsberichts, einschließlich der dazugehörigen Angaben, zu ermöglichen, der frei von wesentlichen – beabsichtigten oder unbeabsichtigten – falschen Darstellungen ist.

#### Verantwortung des Wirtschaftsprüfers

Unsere Zielsetzung ist, hinreichende Sicherheit darüber zu erlangen, ob im Vergütungsbericht in allen wesentlichen Belangen die Angaben nach § 162 Abs. 1 und 2 AktG gemacht worden sind, und hierüber ein Prüfungsurteil in einem Vermerk abzugeben.

Wir haben unsere Prüfung so geplant und durchgeführt, dass wir durch einen Vergleich der im Vergütungsbericht gemachten Angaben mit den in § 162 Abs. 1 und 2 AktG geforderten Angaben die formelle Vollständigkeit des Vergütungsberichts feststellen können. In Einklang mit § 162 Abs. 3 AktG haben wir die inhaltliche Richtigkeit der Angaben, die inhaltliche Vollständigkeit der einzelnen Angaben oder die angemessene Darstellung des Vergütungsberichts nicht geprüft.

Osnabrück, den 11. März 2022

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft

Dr. Achim Lienau ppa. Christoph Hölscher Wirtschaftsprüfer Wirtschaftsprüfer



### 7. Election of a new Supervisory Board member

Dr. Norbert Bröcker has announced his resignation and will leave the Supervisory Board of technotrans SE as a shareholder representative for personal reasons at the end of this year's Annual General Meeting.

For this reason, the election of a new Supervisory Board member is required at this year's Annual General Meeting.

Pursuant to Section 12 of the Articles of Association, the rules of the participation agreement between the company and its employees as well as the statutory provisions of the SE Regulation, the SEAG and the SEBG, the Supervisory Board of technotrans SE shall comprise 6 members of who 4 members shall be shareholder representatives and 2 members shall be employee representatives. All members of the Supervisory Board shall be appointed by the Annual General Meeting. Specifically, the employee representatives on the Supervisory Board are to be appointed by the Annual General Meeting upon the proposal of the employees. The Annual General Meeting shall be bound by the proposals on the appointment of the employee representatives. The Annual General Meeting shall not otherwise be bound by election proposals.

In keeping with their self-determined objectives, the Nominating Committee and Supervisory Board have considered the matter of replacement members. This should be forward-looking and broaden the professional expertise, diversity and experience of the whole body. The Nominating Committee and the Supervisory Board have considered the provisions of Sections 100 (5), 107 (4) sentence 3 AktG regarding the requirements for the composition of the Supervisory Board and the Audit Committee. Furthermore, the proposal is made in accordance with the recommendation of the German Corporate Governance Code to take the ownership structure into account. Furthermore, in the opinion of the Supervisory Board, the election should be medium-term oriented and therefore not limited to the remaining term of office of Dr Bröcker, which would only last until the end of the Annual General Meeting in 2023. Rather, pursuant to Section 12 (2) sentence 3 last half-sentence of the Articles of Association, the election shall be for the period until the end of the Annual General Meeting that resolves on the discharge of the Supervisory Board member for the fourth financial year after the beginning of the term of office, not counting the financial year in which the term of office begins. An election according to these standards will thus take place until the end of the Annual General Meeting in 2027.

Based on the proposal of the Nominating Committee, the Supervisory Board proposes to elect **Sebastian Reppegather** to the Supervisory Board of technotrans SE. Mr Reppegather is to be elected for the period until the end of the Annual General Meeting which resolves on the discharge for the fourth financial year after the beginning of the term of office, not counting the financial year in which the term of office begins. To this extent, the election is for the period until the end of the Annual General Meeting in 2027.

### Personal details in accordance with the German Stock Corporation Act (AktG) and German Corporate Governance Code

### **Sebastian Reppegather**

### Curriculum vitae

Profession: Business administration graduate (Diplom-Betriebswirt)

Place of Residence: Schondorf / Ammersee, Germany

Date and place of birth: February 6, 1969 in Düsseldorf, Germany

Nationality: German

### Mandates and significant activities

- 1. Mandates in domestic Supervisory Boards formed by law
  - Member of the Administrative Board of SNP Schneider-Neureither & Partner SE, Heidelberg, Germany
- 2. Mandates in comparable domestic and foreign supervisory bodies of commercial enterprises none
- 3. Significant activities in addition to the Supervisory Board mandate
  - Senior Investment Director/Head of Listed Investments at Luxempart S.A., Leudelange, Luxembourg

### **Professional career**

since 2021	Member of the Administrative Board of SNP Schneider- Neureither & Partner SE, Heidelberg, Germany
since 2014	Senior Investment Director & Head of Listed Investments at Luxempart S.A., Leudelange, Luxembourg
2008 - 2014	Investment Advisor of Sterling Strategic Value Limited (now Sterling Strategic Value Fund S.A., Luxembourg, Luxembourg)
2006 - 2008	Co-founder and COO/CFO of EUVESTOR Investmentaktiengesellschaft mvK, Munich, Germany
2004 - 2008	Co-founder and Managing Director of EUVESTOR GmbH, Munich, Germany
2002 - 2004	Senior Vice President at BFD Capital Beteiligungs GmbH, Munich, Germany
2000 - 2002	Senior Investment Manager at Schoeller Metternich Beteiligungsberatung GmbH, Munich, Germany
1995 - 2000	Manager M&A and Private Equity Advisory at KPMG Corporate Finance, Frankfurt am Main, Germany and Birmingham, UK

### Former Supervisory Board membershipis

2021 - 2021	Member of the Supervisory Board of Schaltbau Holding AG, Munich, Germany
2016 – 2017	Member of the Supervisory Board of Nanogate SE (formerly Nanogate AG), Quierschied-Göttelborn, Germany
2009 - 2011	Member of the Supervisory Board of Suess MicroTec SE (formerly Suess MicroTec AG), Garching, Germany

#### Other activities

2009 - 2017	Lecturer for Corporate Governance at the Ostbayerische Technische Hochschule
	Amberg-Weiden, Germany, Faculty of Industrial Engineering and Management

#### Education

2016	ESMT European School of Management and Technology, Executive Education Seminar The Supervisory Board
1991 - 1995	University of Worms, Germany, International Business Studies
1989 - 1991	Apprenticeship as a merchant in wholesale and foreign trade at Krupp Lonrho GmbH, Düsseldorf

### Relevant knowledge, skills and experience

Sebastian Reppegather has many years of international experience in the areas of entrepreneurial investments in listed companies, M&A and private equity as well as corporate finance. His expertise includes the development and implementation of sustainable value-enhancing investment strategies in growth as well as repositioning and restructuring

situations of companies in various industries, primarily in the German-speaking countries, the Benelux region, Scandinavia, Great Britain and France. Mr Reppegather has repeatedly contributed his broad experience to companies as a Supervisory Board member, among other things. He also has profound knowledge in questions of organisation, corporate governance as well as the financial management of companies. Mr Reppegather also deals with current developments in corporate governance and the financial expert within governance on an ongoing basis and beyond the day-to-day business. For example, from 2009 to 2017 he was a lecturer in corporate governance at the Faculty of Industrial Engineering and Management at the Ostbayerische Universität Technische Hochschule Amberg-Weiden, Germany.

Mr Reppegather will spend the time expected with the Supervisory Board mandate.

### Personal and business relationships

Sebastian Reppegather holds an executive position at Luxempart S.A., which as a shareholder has a significant interest in technotrans SE. Beyond this, he does not maintain any personal or business relationships with the company or any other company in the technotrans Group or with the company's governing bodies.

# Further information on the convening and conduct of the Annual General Meeting

### I. Conducting as a virtual Annual General Meeting without physical presence of the shareholders or their proxies

The COVID-19 pandemic continues to have a significant impact on private and economic life worldwide. It is unclear whether there will be lockdowns and other severe restrictions again, depending on the further development of the situation and, among other things, due to further virus mutations.

In light of the pandemic, in spring 2020 the legislators passed the Act to Mitigate the Consequences of the COVID-19 Pandemic under Civil, Insolvency and Criminal Procedure Law. This omnibus act includes the Act Concerning Measures Under the Law of Companies, Cooperative Societies, Associations, Foundations and Commonhold Property to Combat the Effects of the COVID-19 Pandemic (hereinafter referred to as "COVID-19 Act" as amended). Pursuant to Section 1 (2) COVID-19 Act, it for example permits stock corporations and listed European companies (SE) such as technotrans SE to conduct an Annual General Meeting in a virtual format without the physical presence of the shareholders or their proxies. The application period of the regulations on the convening and conducting of virtual Annual General Meetings was last extended in September 2021 until 31 August 2022.

This year's Annual General Meeting is to be held as a virtual Annual General Meeting based on a corresponding resolution by the Board of Management with the consent of the Supervisory Board and in application of these regulations, after weighing up the interests and for the protection of the shareholders, corporate bodies and workforce of technotrans SE, and taking into account the planning horizon for the Annual General Meeting.

The rights of the shareholders to participate, exercise voting rights, grant powers of proxy, regarding the right to ask questions and regarding the right to object are to that extent attached to Section 1 COVID-19 Act and the general regulations governing invitation to and conducting of the Annual General Meeting of a listed European company (SE) and the Articles of Association of the company, unless specified otherwise by Section 1 COVID-19 Act and if use is made of these regulations.

Shareholders duly registered for the Annual General Meeting or their proxies have the opportunity to follow the entire Annual General Meeting live in picture and sound via the shareholder portal by means of electronic transmission (hereinafter "Participation"). It is expressly pointed out that this is not a participation in the Annual General Meeting within the meaning of Section 118 (1) sentence 2 AktG.

The voting rights of the duly registered shareholders shall be exercised – also in case of authorisation of third parties – exclusively by way of (electronic) postal voting or by granting power of attorney and issuing instructions to the proxies appointed by the company. Each share grants one vote at the Annual General Meeting. Properly registered shareholders or their proxies will be given the opportunity to submit questions via the shareholder portal by way of electronic communication. Furthermore, they may declare their objection to a resolution of the Annual General Meeting electronically by e-mail.

### II. Condition of Participation in the Annual General Meeting and exercising of shareholder rights

### 1. Registration

Shareholders shall be entitled to participate in the virtual Annual General Meeting and exercise shareholder rights, in particular the right to vote, if pursuant to Article 19 (2) of the Articles of Association they have registered for the Annual General Meeting by Friday, May 6, 2022, 24:00 (CEST), and are entered on the share ledger at the time of the Annual General Meeting. Registration must be received by the company in German or English either by electronic means using the passwordprotected shareholder portal on the company's website at https://www.technotrans.com/investor-relations/annual-shareholders-meeting or in text form (Section 126b German Civil Code) stating full name and shareholder number using one of the following channels of communication:

#### technotrans SE

c/o Computershare Operations Center 80249 Munich

E-mail anmeldestelleacomputershare.de

To register electronically via the shareholder portal on the internet, shareholders will need their shareholder number and an access code, which they will receive together with the papers for the Annual General Meeting. This will enable them to use the password-protected shareholders' area and thus also to follow the complete remote Annual General Meeting, as well as to cast votes and submit questions.

Shareholders who are only entered on the share ledger after **Friday, April 22, 2022, 0:00 (CEST)** will in accordance with the statutory regulations not receive an invitation and therefore not be sent any access data for electronic registration. However, they may retrieve the invitation on the following web page of the company: https://www.technotrans.com/investor-relations/annualshareholders-meeting

Shareholders who have not received any registration documents can register for the Annual General Meeting informally in text form, stating their name, full address and shareholder number, subject to the above deadlines. This registration is to be sent to the following address or e-mail address:

### technotrans SE

c/o Computershare Operations Center 80249 Munich

E-mail anmeldestelleacomputershare.de

### 2. Re-registration embargo

The exercising of shareholder rights, especially the right to participate and vote, is determined by the number of shares held as entered on the share ledger on the day of the Annual General Meeting. This will correspond to the number of shares at the end of the day on which registrations close because orders for re-registration on the share ledger during the period from Saturday, May 7, 2022, 0:00 (CEST), to Friday, May 13, 2022, 24:00 (CEST), are only processed and considered with effect from after the Annual General Meeting. The technical record date for the exercising of voting rights on the day of the Annual General Meeting is **Friday, May 6, 2022, 24:00 (CEST)**.

Shareholders will continue to have access to their shares after registering for the Annual General Meeting and irrespective of the technical record date. However, those acquiring shares whose reregistration applications are not received by the company sufficiently before the above deadline will not be able to exercise participation rights and voting rights for those shares at the Annual General Meeting unless they authorise a proxy to represent them or exercise their rights on their behalf.

### III. Procedure for postal voting and electronic postal voting

Exercising of voting rights by the shareholders or their proxies shall be exclusively by way of (electronic) postal vote or by granting powers of proxy and issuing instructions to the proxies nominated by the company. In every instance timely and formally correct registration as described under No. II (1) is required.

#### 1. Postal voting

Shareholders and their proxies may cast their votes by postal vote and electronic postal vote within the meaning of Section 1 (2) No. 2 COVID-19 Act in German and English.

The casting of votes or their amendment by way of postal voting may be done in writing or in text form and must have been received by the company at the following address by **Wednesday**, **May 11**, **2022**, **24:00** (**CEST**) inclusive, quoting the full name and the shareholder number. The form enclosed with the registration documents can also be used for this purpose.

#### technotrans SE

c/o Computershare Operations Center 80249 Munich

E-mail anmeldestelleacomputershare.de

For electronic postal voting, the password-protected shareholder portal at the following website <a href="https://www.technotrans.com/investor-relations/annual-shareholders-meeting">https://www.technotrans.com/investor-relations/annual-shareholders-meeting</a> will also be available beyond the above deadline, until the end of the general debate (answering of questions submitted in advance by shareholders by the administration) at the Annual General Meeting.

Votes already cast by postal voting or electronic postal voting may be changed or revoked, in each case by the same means, up until the deadlines stated above.

### 2. Casting of votes by the proxies nominated by the company

Shareholders or their proxies may also have their voting rights exercised by employees of the company appointed by the company (company proxies).

Powers of proxy and instructions to the company proxies may be issued, amended or revoked in German or English in writing or in text form, stating the full name and the shareholder number, via the following contact channel up to and including **Wednesday, May 11, 2022, 24:00 hours (CEST)**. The form enclosed with the registration documents can also be used for this purpose.

### technotrans SE

c/o Computershare Operations Center 80249 Munich

E-mail anmeldestelleacomputershare.de

Likewise, the password-protected shareholder portal on the following website is available for authorising and issuing instructions to the proxies as well as for changing and revoking these until the end of the general debate:

For authorising and issuing instructions to the proxies as well as amending and revoking these, the password-protected shareholder portal will be available on the following website <a href="https://www.technotrans.com/investor-relations/annual-shareholders-meeting">https://www.technotrans.com/investor-relations/annual-shareholders-meeting</a> until the end of the general debate.

The proxies bound by instructions shall exercise voting rights exclusively based on the instructions issued by the shareholders. If a proxy nominated by the company is to be authorised, instructions must be given on how voting rights are to be exercised. In the absence of such instructions, powers of proxy shall be invalid. If instructions granted are unclear or contradictory, the proxies shall abstain from voting.

The proxies shall not accept mandates to speak, ask questions, table motions or raise objections to resolutions of the Annual General Meeting.

Powers of proxy and instructions already granted may be changed or revoked, in each case by the

### Participation in the Annual General Meeting

same means, up until the deadlines stated above.

Information on granting powers of proxy to the persons nominated by the company is also available on the internet at https://www.technotrans.com/investor-relations/annual-shareholders-meeting.

### IV. Exercising of shareholder rights by a proxy, procedure for casting votes by a proxy

Shareholders may have their voting rights and other rights exercised by a proxy of their choice, also by an intermediary, a shareholders' association or a voting legal advisor.

Proxies may also not physically participate in the virtual Annual General Meeting. They may only exercise the voting right for shareholders represented by them by way of (electronic) postal vote or by granting (sub-)power of attorney and issuing instructions to the proxies nominated by the company. Authorised representatives will receive their own access data for the shareholder portal after authorisation by the shareholder.

Shareholders who do not wish to exercise their voting rights at the Annual General Meeting in person, but through a proxy, must grant proxy to such proxy in due time and form prior to the vote. Please note the following:

If neither a proxy advisor nor a shareholders' association nor any other intermediary covered by Section 135 AktG or equivalent pursuant to Section 135 AktG is authorised, the power of proxy shall be granted either

- in text form or electronically via the shareholder portal, in each case vis-à-vis the company, or
- in text form directly vis-à-vis the authorised representative (in this case, proof of authorisation vis-à-vis the company in text form is required)

The same shall apply to changing or revoking the powers of proxy.

For the authorisation of proxy advisors, shareholders' associations or other intermediaries covered by Section 135 AktG or equivalent persons according to Section 135 AktG as well as to the revocation and proof of authorisation the legal regulations of Section 135 AktG apply. Under this requirement, in these cases powers of proxy must be granted to a specific proxy and verifiably be held by them; the proxy declaration must moreover be complete and may contain only declarations concerning the exercising of voting rights.

However, in certain situations the proxies concerned may set specific rules for their own granting of powers of proxy; shareholders are therefore requested to agree the form and procedure regarding the granting of powers of proxy with the proxy in question in ample time.

If an intermediary within the meaning of Section 67a (4) AktG is entered on the share ledger, they may exercise voting rights for shares that do not belong to them only based on an authorisation of the economic owner of the shares. The same shall apply to proxy advisors, associations of shareholders or other intermediaries recognised under Section 135 AktG or equivalents under Section 135 AktG.

If the shareholder appoints more than one person, pursuant to Section 134 (3) second sentence AktG and Article 19 (3) of the Articles of Association the company shall be entitled to reject one or more of them at its discretion, under consideration of the principle of equal treatment pursuant to Section 53a AktG.

Powers of proxy may be granted, amended or revoked in German or English, in writing or in text form, quoting the full name and the shareholder number, using the following channel of communication, up to and including **Wednesday**, **May 11, 2022, 24:00 (CEST)**. The form enclosed with the registration documents can also be used for this purpose.

### technotrans SE

### Participation in the Annual General Meeting

c/o Computershare Operations Center 80249 Munich

E-mail anmeldestelleacomputershare.de

The same shall apply to evidence of the powers of proxy granted to the proxy.

For granting, amending and revoking powers of proxy, the password-protected shareholder portal will be available on the following website https://www.technotrans.com/investor-relations/annual-shareholders-meeting until the end of the general debate.

### Supplementary information on the exercise of voting rights

If voting rights are exercised in due time by several means (letter, e-mail, electronically via the shareholder portal by postal vote) or if proxy and, if applicable, instructions are issued, these will be considered in the following order, irrespective of the time of receipt: 1. electronically via the shareholder portal, 2. by letter and 3. by e-mail.

If more than one postal vote or proxy and instructions are received in due time by the same means of transmission, the declaration received last shall be binding.

A later vote as such shall not be deemed to be a revocation of a previous vote. The last revocation of a declaration received in due time shall be decisive.

Should declarations with more than one form of exercise of voting rights be received through the same channel, the following shall apply: Postal votes shall have priority over the granting of proxy and, if applicable, instructions to the proxies of the company and the latter shall have priority over the granting of proxy and instructions to an intermediary, a shareholders' association, a voting advisor pursuant to Section 134a AktG as well as a person equivalent to these pursuant to Section 135 (8) AktG.

If an intermediary, a shareholders' association, a proxy advisor pursuant to Section 134a AktG and a person equivalent to these pursuant to Section 135 (8) AktG is not willing to act as proxy, the proxies of the company shall be authorised to act as proxies in accordance with the instructions.

The votes cast by postal vote or by proxy and, if applicable, the instructions for agenda item 2 (distribution of accumulated profit) shall remain valid even in the event of an adjustment of the proposal for the distribution of accumulated profit due to a change in the number of shares entitled to dividends.

Should an individual vote be held on an agenda item instead of a collective vote, the postal vote or instruction cast on this agenda item shall apply accordingly to each item of the individual vote.

### V. Live broadcast of the Annual General Meeting on the internet

The opening of the Annual General Meeting by the meeting's chair and the speech by the Board of Management will be broadcast live and freely accessibly on the internet. The broadcast will be interrupted for the general debate and will then conclude with the voting proceedings and the annuancement of the results. This form of live broadcast will take place on

https://www.technotrans.com/investor-relations/annual-shareholders-meeting.

In addition, the full remote Annual General Meeting – in other words, in particular the questions and answers session and the announcement of the outcome of votes – will be broadcast on the password-protected shareholder portal made available for the Annual General Meeting and only accessible with the access data received with the registration documents. This full broadcast will be via the password-protected shareholder portal, which can be accessed on the following website: https://www.technotrans.com/investor-relations/annual-shareholders-meeting

### VI. Total number of shares and voting rights at the time of convening the Annual General Meeting

At the time of convening the Annual General Meeting the company's capital stock amounts to EUR 6,907,665.00, divided into 6,907,665 no par value shares carrying eligibility to participate and vote. The company does not hold any treasury shares at the time of convening.

### VII. Rights of shareholders

The shareholders have the following rights, among others, before and during the Annual General Meeting:

### 1. Right to supplement the Agenda, Art. 56 second and third sentence SE Regulation, Section 50 (2) SEAG, Section 122 (2) AktG, Section 1 (3) COVID 19 Act

Shareholders whose shares together amount to one-twentieth of the share capital (i.e. 345,384 no par value shares) may demand that items be placed on the agenda and announced. The applicants shall demonstrate that they were the holders of the above minimum number of shares for at least 90 days before the date of receipt of the supplementary motion and that they will hold the shares at the time of the Board of Management decision about the motion. Section 70 AktG shall be noted in calculating the minimum holding period. Section 121 (7) AktG shall be applied correspondingly for calculation of the deadline.

For each new subject a reason must be stated or a draft resolution presented.

The request must be received by the Board of Management of the company in writing by the end of **Tuesday, April 12, 2022, 24:00 (CEST)**, stating the full name and the shareholder number, using the following channel of communication:

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- Investor Relations -Robert-Linnemann-Strasse 17 48336 Sassenberg

Supplementary motions for publication shall be announced immediately upon receipt of the request in the Federal Gazette unless this already occurred with the convening. They shall also be announced on the website <a href="https://www.technotrans.com/investor-relations/annual-shareholders-meeting">https://www.technotrans.com/investor-relations/annual-shareholders-meeting</a> and shareholders shall be informed. Resolution proposals attached to such supplementary motions shall be treated at the Annual General Meeting in accordance with the legal regulations.

### 2. Counter-motions and nominations for election by shareholders, Sections 126 (1), 127 AktG in conjunction with Section 1 (2) third sentence COVID-19 Act

Every shareholder is entitled to make counter-motions to the resolution proposals on the Agenda items. If a shareholder wishes to submit counter-motions to a proposal of the Board of Management and/or Supervisory Board, it shall be sent to the company exclusively stating the full name and the shareholder number and using the following channel of communication:

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Investor Relations -Robert-Linnemann-Strasse 1748336 Sassenberg

E-mail: hv2022atechnotrans.de

Reasons for counter-motions, but not for nominations for election, shall be given. The counter-motions and nominations for election received from shareholders at the following address at least 14 days before the meeting, in other words by no later than the end of **Thursday April 28, 2022, 24:00** (CEST) and to be disclosed, will be published by us on the internet at

https://www.technotrans.com/investor-relations/annual-shareholders-meeting.

Counter-motions and nominations for election sent to another address or received after the deadline shall not be considered. Any comments by the management shall likewise be published on the internet at the same address.

Because the company's Annual General Meeting this year takes the form of a virtual Annual General Meeting without the physical presence of the shareholders or their proxies, no motions can be tabled during the virtual Annual General Meeting. Counter-motions or nominations for election to be disclosed pursuant to Sections 126, 127 AktG, by shareholders who are entered on the share ledger and have registered in a timely manner, shall pursuant to Section 1 (2) third sentence COVID-19 Act regarding the virtual Annual General Meeting be treated as tabled or submitted.

The right of the meeting's chair to put proposals of the management to the vote first remains unaffected. If the proposals of the management are accepted by the required majority, the countermotions or (alternative) nominations for election shall be deemed resolved...

### 3. Shareholder's right to submit questions, Section 1 (2) COVID-19 Act

Every shareholder shall fundamentally, on request, be given information by the Board of Management at the Annual General Meeting on matters concerning the company, including its legal and business relationships with subsidiaries as well as the position of the group and the companies included in the Consolidated Financial Statements, to the extent that this information is required to form an objective opinion of a subject on the agenda and no right to refuse information exists.

Pursuant to Section 1 (2) COVID-19 Act, it is not possible to exercise the right to information to the customary extent due to the conducting of a virtual Annual General Meeting without the physical presence of the shareholders or their proxies. However, pursuant to Section 1 (2) No. 3 COVID-19 Act the company is creating a right to ask questions by enabling every registered shareholder to submit questions to the management by means of electronic communication. To exercise the right to ask questions, questions should be entered on the password-protected shareholder portal on the following website:

https://www.technotrans.com/investor-relations/annual-shareholders-meeting

Pursuant to Section 1 (2) second sentence COVID-19 Act, questions must be received by the company no later than one day before the start of the Annual General Meeting, i.e. by **Wednesday, May 11**, **2022, 24:00 (CEST)**,

A right to information is not associated with the right to submit questions, in deviation from Section 131 (1) AktG. Rather, in accordance with Section 1(2) of the COVID-19 Act, the Board of Management shall use its dutiful discretion in deciding how to answer the questions submitted. It may summarise questions and their answers in the interest of a reasonable time frame for the virtual Annual General Meeting. The Board of Management also reserves the right to answer questions in general terms in advance on the company's website.

The Board of Management reserves the right to name the questioners when replying to questions via the password-protected shareholder portal. Shareholders who do not consent to this have the option of objecting to their naming on the shareholder portal.

### 4. Objection

Pursuant to Section 245 No. 1 AktG in conjunction with Section 1 (2) first sentence COVID-19 Act, shareholders who have exercised their voting right can lodge an objection to the resolutions of the Annual General Meeting with the notary public taking the minutes of the virtual Annual General Meeting, by means of electronic communication.

### Participation in the Annual General Meeting

Such declarations may be submitted by e-mail to the e-mail address widerspruch-hv2022a technotrans. de from the opening of the virtual Annual General Meeting until it is closed by the chair of the meeting.

#### 5. Vote confirmation / evidence of voting count (Sections 118 (1), 129 (5) AktG)

In accordance with Section 118 (1) third sentence, (2) second sentence of the German Stock Corporation Act, where voting rights are exercised electronically or votes are cast by means of electronic communication (postal vote) the voter shall receive electronic confirmation of receipt of the vote cast according to the requirements pursuant to Art. 7 (1) and Art. 9 (5) subparagraph 1 of Implementing Regulation (EU) 2018/1212. If the confirmation is issued to an intermediary, they shall immediately forward the con-firmation to the shareholder in accordance with Section 118 (1) fourth sentence of the German Stock Corporation Act. Furthermore, in accordance with Section 129 (5) first sentence of the German Stock Corporation Act the voter may demand confirmation from the company, within one month of the day of the Annual General Meeting, of whet-her and how their vote was counted. The company shall issue confirmation pursuant to the requirements in Art. 7 (2) and Art. 9 (5) subparagraph 2 of the Implementing Regula-tion (EU) 2018/1212. If the confirmation is issued to an inter-mediary, they shall immediately forward the confirmation to the shareholder in accordance with Section 129 (5) third sentence AktG. Such a confirmation may also be accessed in electronic form via the password-protected shareholder portal until Monday, June 13, 2022, 24:00 (CEST) on the following website:

https://www.technotrans.com/investor-relations/annual-shareholders-meeting

#### 6. Times

All times in the Section "Further particulars on convening" shall be stated in Central European Time (CEST) as appli–cable in Germany. With regard to coordinated universal time (UTC), this is UTC = CEST less two hours.

### 7. Additional notes and information and documents for the Annual General Meeting

Notes on the rights of shareholders, including on Section 1 (2) COVID-19 Act, can be found on the internet at https://www.technotrans.com/investor-relations/annual-shareholders-meeting

The documents on the agenda items to be made available, in particular on item 1, will be sent to shareholders without delay upon request. These documents may furthermore be consulted on the company's website at https://www.technotrans.com/investor-relations/annual-shareholders-meeting and downloaded from there.

The additional information and documents for the Annual General Meeting, and in particular for participation in the Annual General Meeting, postal voting, granting powers of proxy and issuing instructions, can likewise be consulted there and downloaded if desired.

The results of votes will equally be posted on this website after the Annual General Meeting..

### 8. Privacy information

Based on current data protection laws, the company processes personal data to enable shareholders to partici-pate in the Annual General Meeting as well as exercise their rights associated with the Annual General Meeting.

The company is the data controller. The legal basis for the processing of data is Article 6 (1) sentence 1 letter c of GDPR.

### Participation in the Annual General Meeting

The company commissions various service providers for the purpose of organising the Annual General Meeting. The latter receive from the company only such personal data as is required for providing the service for which it has been commissioned. The service providers process this data exclusively in accordance with the company's instructions. This aside, as provided for by law personal data is made available to the shareholders and shareholder representatives in connection with the Annual General Meeting.

The personal data is saved to comply with legal obligations and then deleted.

Every person whose data is affected at all times shall, sub-ject to the statutory provisions, have the right to information, rectification, restriction, objection and erasure with regard to the processing of their personal data, as well as a right to data portability according to Chapter III of GDPR. These rights may be asserted against the company at no charge via the e-mail address hv2022a technotrans.de or by contacting the company as follows:

### technotrans SE

- Investor Relations -Robert-Linnemann-Straße 17 48336 Sassenberg

In addition, as set out in further detail under Article 77 GDPR there exists a right to complain to the data protec-tion supervisory authority.

The invitation to the Annual General Meeting is published in the Federal Gazette dated **Friday**, **April 1**, **2022**.

Sassenberg, April 2022

### technotrans SE

The Board of Management

### Financial calendar

Publication Date

Quarterly Statement 1-3/2022 May 3, 2022

Annual General Meeting May 13, 2022

Half-Year Financial Report 2022 August 9, 2022

Quarterly Statement 1-9/2022 November 8, 2022

Current information on events can be found on our website at

https://www.technotrans.com/investor-relations/financial-calendar

### Contact



### Frank Dernesch

Manager Investor Relations & Corporate Finance

Telefon: +49 (0)2583-301-1868 Fax: +49 (0)2583-301-1054

E-mail: frank.derneschatechnotrans.de

### General enquiries

### technotrans SE

Robert-Linnemann-Straße 17 48336 Sassenberg

Telefon: +49 (0)2583-301-1000 Fax: +49 (0)2583-301-1054 E-mail: infoatechnotrans.de

# Key figures of the technotrans - group (IFRS)

		∆ previous year	2021	2020	2019	2018	2017
Revenue	k€	10.8 %	211,102	190,454	207,927	216,286	205,095
Technology <sup>1</sup>	k€	10.6 %	156,890	141,916	148,424	156,476	147,570
Services <sup>1</sup>	k€	11.7 %	54,212	48,538	59,503	59,810	57,525
EBITDA	k€	30.5 %	18,069	13,849	16,008	22,599	22,654
EBITDA margin	%		8.6	7.3	7.7	10.4	11.0
EBIT	k€	62.7 %	11,030	6,780	8,338	17,351	17,438
EBIT margin	%		5.2	3.6	4.0	8.0	8.5
Net profit for the period <sup>2</sup>	k€	41.6 %	7,020	4,956	6,088	12,383	12,191
as percent of revenue	%		3.3	2.6	2.9	5.7	5.9
ROCE	%		12.5	7.8	9.6	21.2	24.5
Net profit per share	€		1.02	0.72	0.88	1,.79	1.76
Dividend <sup>3</sup>	€	41.7 %	0.51	0.36	0.00	0.88	0.88
Balance Sheet	k€	-0.6 %	147,197	148,117	146	136	125
Equity	k€	6.7 %	84,776	79,418	75,067	75,244	69,750
Equity ratio	%		57.6	53.6	51.4	55.3	55.7
Return on equity⁴	%		8.3	6.2	8.1	16.5	17.5
Net debt⁵	k€	-28.8 %	15,344	21,539	24,232	19,435	9,291
Net Working Capital Ratio <sup>6</sup>	%		20.6	21.0	20.2	21.1	19.0
Free cash flow <sup>7</sup>	k€	154.3 %	9,955	3,915	7,648	-3,753	150
Employees (Balance sheet date)		1.7 %	1,433	1,409	1,474	1,453	1,329
Employee (FTE) (average)	Ø	-1.3 %	1,247	1,263	1,280	1,236	1.132
Personnel expenses	k€	3.8 %	78,750	75,879	77,679	74,564	69,847
as percent of revenue	%		37.3	39.8	37.4	34.5	34.1
Revenue per employee (FTE)	k€	12.1 %	169	151	162	175	181
Number of shares at end of period			6,907,665	6,907,665	6,907,665	6,907,665	6,907,665
Share price max <sup>8</sup>	€		31.95	28.65	30.00	47.90	50.75
Share price min <sup>8</sup>	€		23.90	10.14	15.52	24.00	22.17

<sup>1</sup>Revenues Technology/Services

<sup>2</sup>Net profit for the period <sup>3</sup>Dividend

<sup>6</sup>Net Working Capital Ratio

<sup>7</sup>Free cash flow

<sup>8</sup>Xetra closing price

In 2020: reclassifications of revenue from the initial installation of equipment from Services to Technology with  $k\!\in\!4,\!200$ 

- Profit attributable to shareholders of technotrans SE proposal to the Annual General Meeting
- = Net profit of the period/Equity of technotrans SE's shareholders
- = financial liabilities (incl. lease liabilities according to IFRS 16) minus cash and cash equivalents
- = Net Working Capital/Revenue
- = Net cash from operating acitivities
- + cash used for investments according to cash flow statement

<sup>4</sup>Return on equity

⁵Net debt

