



## **- Convenience translation -**

**Alzchem Group AG**

**Trostberg**

ISIN: DE000A2YNT30

WKN: A2YNT3

### **Notice of convocation to Annual General Meeting**

(Event identifier: DE000A2YNT30-GMET-202605)

We hereby invite our shareholders to attend our  
General Meeting,  
which will be held at 10 a.m. (CEST) on Tuesday, May 5, 2026.

Our General Meeting is to be held in the form of a virtual annual general meeting pursuant to Section 118a of the German Stock Corporation Act (Aktiengesetz, AktG) in conjunction with Article 17 (2) sentence 1 of the company's Articles of Association.

There will be a live broadcast of our General Meeting for our shareholders and their authorized representatives via the AGM portal at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/). Voting rights may be exclusively exercised by way of electronic postal voting or else by authorized company's proxies.

All of the members of the Management Board and the Supervisory Board intend to attend the General Meeting in person.

The venue of the General Meeting, as defined by the German Stock Corporation Act, is the canteen building at our company's registered office situated at Dr.-Albert-Frank-Strasse 32, 83308 Trostberg, Germany. The physical presence of shareholders and their authorized representatives (with the exception of the proxies appointed by the company) at the venue of the General Meeting is excluded.

## **Part I: Agenda**

### **1. Presentation of the adopted annual financial statements, the approved consolidated financial statements and the combined management report for Alzchem Group AG and the Group, in each case as of December 31, 2025, and of the Supervisory Board's report for the 2025 fiscal year**

The above-mentioned documents also include the explanatory report from the Management Board on the information required according to Sections 289a, 315a of the German Commercial Code (Handelsgesetzbuch, HGB) as well as the corporate governance statement and the (consolidated) non-financial statement. Together with the Management Board's proposal for the appropriation of net retained profits, these documents are available online at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/). They will also be explained at the General Meeting.

The Supervisory Board has approved the annual financial statements prepared by the Management Board and the consolidated financial statements for the 2025 fiscal year. The annual financial statements have therefore been adopted. Adoption of the annual financial statements and approval of the consolidated financial statements for the 2025 fiscal year by the General Meeting pursuant to Section 173 AktG are therefore not required. For this reason, no resolution is to be passed regarding agenda item no. 1.

### **2. Resolution regarding the appropriation of net retained profits**

The Management Board and Supervisory Board propose that the net retained profits of EUR 147,747,825.27 disclosed in the annual financial statements of Alzchem Group AG as of December 31, 2025, be appropriated as follows:

- (i) Distribution to the shareholders of a total amount of EUR 21,259,782.60, corresponding to a dividend of EUR 2.10 for each no-par value share entitled to dividends;
- (ii) profit carried forward to new account in the amount of EUR 126,488,042.67.

The above profit appropriation proposal includes the 52,629 treasury shares held by the company as of the General Meeting's convocation. The company does not hold any dividend rights based on these shares. Should the number of shares entitled to dividends change prior to the General Meeting, a correspondingly amended proposed resolution will be submitted at the General Meeting in order for this to be voted on. This will continue to stipulate a dividend of EUR 2.10 per share entitled to dividends as well as a corresponding adjustment of the total amount to be distributed and the profit carried forward.

Any dividend resolved by the General Meeting will be paid out on Friday, May 8, 2026, pursuant to Section 58 (4) sentence 2 AktG.

### **3. Resolution on formally approving the actions of the Management Board for the 2025 fiscal year**

The Management Board and the Supervisory Board propose that the actions of the members of the Management Board in office during the 2025 fiscal year be approved for that period.

### **4. Resolution on formally approving the actions of the Supervisory Board for the 2025 fiscal year**

The Management Board and the Supervisory Board propose that the actions of the members of the Supervisory Board in office during the 2025 fiscal year be approved for that period.

### **5. Election of the auditor of the annual financial statements and consolidated financial statements for the fiscal year commenced January 1, 2026**

On the basis of the recommendation issued by its Audit Committee, the Supervisory Board proposes to elect RSM Ebner Stolz GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Stuttgart, to serve as the auditor of the annual financial statements and consolidated financial statements for the fiscal year 2026. This includes the election of the auditor to undertake a review of interim financial reports prepared prior to the company's next

Annual General Meeting, insofar as the company commissions a review of such interim financial reports.

The Audit Committee stated that its proposal was free from undue influence by a third party and that no contractual clause restricting the choice within the meaning of Article 16 (6) of the EU Audit Regulation had been imposed.

## **6. Election of the auditor of the sustainability report for the fiscal year commenced January 1, 2026**

The Supervisory Board proposes, based on the recommendation of its Audit Committee, to appoint RSM Ebner Stolz GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Stuttgart, as the auditor of the sustainability report for the 2026 fiscal year in the event that the German lawmaker, transposing the Corporate Sustainability Reporting Directive (“CSRD”) into German law, requires such auditor’s appointment by the General Meeting. This resolution will thus have no effect if the German CSRD Transposition Act either does not enter into force or else does not require the General Meeting to appoint an auditor for the 2026 sustainability report.

The Audit Committee stated that its proposal was free from undue influence by a third party and that no contractual clause restricting the choice within the meaning of Article 16 (6) of the EU Audit Regulation had been imposed.

## **7. Resolution approving the remuneration report**

According to Section 162 AktG, the Management Board and Supervisory Board must prepare an annual remuneration report to be presented to the General Meeting for approval pursuant to Section 120a (4) AktG. The remuneration report was audited by the statutory auditor in accordance with Section 162 (3) AktG to determine whether the disclosures required by law in accordance with Section 162 (1) and (2) AktG were made. The auditor’s report on its audit is attached to the audit report.

Once the General Meeting has been convened, the remuneration report including the auditor’s report may be viewed on the company’s website at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/).

The Management Board and the Supervisory Board propose that the remuneration report for the 2025 fiscal year be approved.

## **8. Amendments to the Articles of Association**

### **a. Conversion to registered shares**

Currently, the share capital of Alzchem Group AG is divided into no-par value bearer shares. The intention is to convert the company’s shares to registered shares. The name of the shareholder will be recorded in a new share register to be established. Rights and obligations arising from registered shares exist in relation to the company only for and against those entered in the share register. The value of the share and the voting rights attached to it will not be affected by the conversion.

The company expects the conversion to registered shares to bring advantages in its communication with the capital market and shareholders. In addition, registered shares facilitate the preparation of future annual general meetings. There are no plans to impose restrictions on the transferability of the shares.

The conversion to registered shares requires the amendment of various provisions of the Articles of Association.

The Management Board and the Supervisory Board propose that the Annual General Meeting pass the following resolutions to convert the bearer shares into registered shares:

- (1) The Company’s no-par value bearer shares existing at the time the amendments to the Articles of Association under (2) take effect shall be converted into registered shares while retaining their previous denomination. The Management Board is authorized to take all necessary steps for the conversion.

(2) The company's Articles of Association shall be amended as follows:

- (a) The heading of Section 5 is deleted and will henceforth read: "Registered shares; securitization; authorized capital 2022."
- (b) Section 5 (1) is repealed and shall henceforth read: "The shares of the company are registered shares. Shareholders must provide the company with the information required by law for entry in the share register."
- (c) In Section 5 (5) sentence 1, the words "no-par value bearer shares" are replaced by the words "no-par value registered shares." All other provisions of Section 5 (5) remain unchanged.
- (d) Section 18 (1) is repealed and shall read as follows: "In order to participate in the Annual General Meeting and exercise voting rights, shareholders must be entered in the share register and register for the meeting in German or English in good time prior to the meeting. Details of the registration procedure shall be announced when the Annual General Meeting is convened."
- (e) Section 18 (2) to (4) are repealed. The previous paragraph (5) thus becomes the new paragraph (2).

#### **b. Opening of the Articles of Association for the introduction of electronic shares**

The Act on the Financing of Future-Proof Investments (ZuFinG) of December 11, 2023, opens up, among other things, the possibility of issuing electronic shares in accordance with the Act on Electronic Securities (eWpG). In addition, companies can replace previously paper-based globalized shares with electronic shares with the same content. These changes serve to further enhance the effectiveness of the capital market. For shareholders, the digitization of their shares will not result in any differences; rather, the electronic shares embody the same rights as the previous shares. The only difference is that, in the case of electronic shares, the registration in a collective certificate deposited with the central securities depository is replaced by entry in an electronic securities register (Section 2 (1) eWpG). The company would like to make provisions now for the event of its share certificates being converted into electronic shares, which is not currently planned but may be necessary in the future. However, according to Section 10 (6) sentence 1 AktG, this requires a corresponding provision in the articles of association.

The Management Board and the Supervisory Board therefore propose the following resolution:

Section 5 (2) of the Articles of Association is supplemented by a new sentence 4:

*(2) [...] "Securitization is excluded for shares that are registered as electronic shares in an electronic securities register."*

The remaining parts of Section 5 (2) remain unchanged.

#### **c. Location of the Annual General Meeting in the case of a virtual meeting**

The company has the option of holding its Annual General Meetings as physical, virtual, or hybrid meetings. The current provision in § 17 (1) of the Articles of Association regarding the "location of the meeting" does not differentiate between the form of the meeting, even though the location is irrelevant in the case of a virtual general meeting (which takes place *without* the physical presence of the shareholders or their proxies). An amendment to the Articles of Association is intended to clarify that the choice of location for the virtual general meeting is solely the responsibility of the inviting party, without being restricted in this respect by the Articles of Association.

The Management Board and the Supervisory Board therefore propose the following resolution:

Section 17 (1) of the Articles of Association is supplemented by a new sentence 2:

*"A virtual general meeting within the meaning of paragraph (2) may be convened at any location permitted by law."*

The remaining parts of Section 17 (1) remain unchanged.

**d. Staggered Board; constituent meeting of the Supervisory Board**

With the introduction of staggered terms of office on the Supervisory Board by the 2025 Annual General Meeting (known as a *staggered board*), the provisions of the Articles of Association governing the constitution of the newly elected Supervisory Board are no longer applicable, as they assume that "all ... members of the Supervisory Board have been newly elected." The Articles of Association are therefore to be amended to reflect the new situation.

The Management Board and the Supervisory Board therefore propose the following resolution:

- (1) Section 8 (4) of the Articles of Association is repealed and will read as follows in future:

*"(4) If a member leaves the Supervisory Board before the end of his or her term of office without a replacement member taking his or her place, a successor shall be elected only for the remainder of the term of office of the member who has left, unless the Annual General Meeting determines a different term of office at the time of the election."*

The remaining parts of § 8 shall remain unchanged.

- (2) Section 9 of the Articles of Association is repealed and shall read as follows:

*"§ 9 Chairman and Deputy Chairman*

- (1) The Supervisory Board shall elect a Chairman and a Deputy Chairman from among its members by a majority of the votes cast for the duration of their respective terms of office on the Supervisory Board, unless a shorter term of office is specified at the time of the election.*
- (2) The Chair and Deputy Chair may resign from office without giving reasons and without observing a notice period by making a declaration to the Deputy Chair (in the case of the Chair) or the Chair (in the case of the Deputy Chair); if neither of them is available for this purpose, the declaration shall be made to the oldest member of the Supervisory Board in terms of age.*
- (3) The election of the chairperson or their deputy may only be revoked for good cause. Good cause shall also include the chairperson or their deputy being permanently prevented from performing their duties. The provisions governing their election shall apply mutatis mutandis to the revocation of the election of the chairperson and their deputy.*
- (4) If the Chairman of the Supervisory Board or his Deputy resigns from office during his term of office, a new election shall be held without delay; the same shall apply if the Supervisory Board does not – or does not yet – have a Chairman and a Deputy for other reasons. In such cases, the Supervisory Board shall be convened and the meeting for the election of the chairperson shall be chaired in accordance with § 10 by the deputy chairperson or, if there is no deputy chairperson, by the oldest member of the Supervisory Board; the same shall apply to the election of the deputy chairperson with regard to the chairperson or the oldest member of the Supervisory Board.*

## **Part II: Additional information on the convocation of the General Meeting**

### **1. Total number of shares and voting rights**

The total number of shares outstanding as of the convocation of the General Meeting is 10,176,335. All of the shares outstanding belong to the same share class. Each share entitles its owner to one vote. Of the above-mentioned 10,176,335 shares, the company currently holds 52,629 treasury shares. The company does not have any rights based on these shares.

### **2. Virtual General Meeting; venue of the General Meeting; joining the General Meeting electronically**

The Management Board has resolved on the basis of Section 118a AktG in conjunction with Article 17 (2) sentence 1 of the Articles of Association to hold the General Meeting as a virtual annual general meeting.

The venue of the General Meeting, as defined by the German Stock Corporation Act, is the canteen building at our company's registered office situated at Dr.-Albert-Frank-Strasse 32, 83308 Trostberg, Germany.

Due to its virtual form, the General Meeting will be held at the above-mentioned venue without the shareholders and their authorized representatives being physically present (with the exception of the company's proxies). The General Meeting will instead be broadcast live for shareholders and their authorized representatives, via audio and video streaming, by means of a password protected internet platform ("AGM portal") at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/). The shareholders and their authorized representatives will be sent the personal access data (access code and password) necessary in order to join the General Meeting electronically after registering for the General Meeting. By using the AGM portal and clicking on the button "Join General Meeting" during the virtual General Meeting on May 5, 2026, the shareholders or their authorized representatives will join the virtual General Meeting electronically. Persons other than the registered shareholders and their authorized representatives, respectively, and individually authorized guests may not follow the General Meeting – or parts of the General Meeting – online.

### **3. Conditions for attendance of the General Meeting and exercising shareholder rights; registration process; record date**

Pursuant to Article 18 of the company's Articles of Association, shareholders who have registered in good time in German or English, while attaching proof of their shareholding under Section 67c (3) AktG, will be entitled to attend the General Meeting (i.e., to join it electronically) and to exercise their shareholder rights. Proof of a shareholding issued by the custodian institution pursuant to Section 123 (4) AktG (as amended on January 1, 2020) will likewise be recognized. The company must receive this registration and proof by no later than **24:00 hrs (CEST) on Tuesday, April 28, 2026**, in text form (Section 126b of the German Civil Code (Bürgerliches Gesetzbuch, BGB)) via the following postal or e-mail address:

*Alzchem Group AG  
c/o meet2vote AG  
Marienplatz 1  
84347 Pfarrkirchen  
Germany  
Email: [anmeldung@meet2vote.de](mailto:anmeldung@meet2vote.de)*

The time of receipt of registration rather than the time of its sending shall be key for compliance with this time limit.

This shareholding must be documented as of the close of business on the 22nd day prior to the meeting, i.e. **24:00 hrs (CEST), Monday, April 13, 2026** (record date).

In case of doubt as to the accuracy or genuineness of this proof, the company is entitled to request suitable additional proof. If this proof is not provided, if it lacks the required contents or it is not provided in due form, the company may refuse access to the shareholder; however, the company

is not obliged to do so insofar as it deems this proof to be objectively adequate, while ensuring equal treatment for the shareholders.

Registration for the General Meeting will not trigger any lock-up period; our shareholders are therefore entitled to dispose of their shares even after registering for the General Meeting or upon expiry of the record date. Disposals of shares following the record date will not have any effect on the right to attend and the voting right of shareholders who have already registered. The same applies for the purchase of additional shares following the record date. Persons who become shareholders after the record date will not be entitled to attend and vote at the 2026 General Meeting by virtue of the shares which they have purchased. This is without prejudice to the possibility for a shareholder who is authorized to attend the General Meeting to this purchaser of shares an authorized representative. The record date does not have any significance for an entitlement to dividends; this will instead depend upon the shareholder's securities portfolio as of the date of the General Meeting.

Subject to timely receipt of registration and proof of their shareholding, the registration office will send the shareholder, or their authorized representative, their individual access data (access code and password) for the AGM portal at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/). Using the AGM portal, the shareholder or their authorized representative may not only follow the General Meeting via audio and video streaming within the stipulated time windows. They may also use it, inter alia, in order to electronically submit, amend or withdraw their vote cast by post; to issue, amend or withdraw an authorization and, where applicable, instructions (including for the company's proxies); to submit and view statements on the items of the agenda; to register a contribution they wish to make via the virtual request-to-speak desk (which includes the right to submit motions and nominations, to request information and to raise an objection to resolutions of the General Meeting); to submit requests for information under Section 131 (4) AktG; and to have unanswered questions or an objection to resolutions of the General Meeting recorded in the minutes. The shareholders joining the General Meeting electronically and their representatives may also use the AGM portal to view the list of persons attending the General Meeting starting with the first vote until the end of the General Meeting.

To ensure that they receive their access code and password in good time, we request that shareholders submit their registration and proof of shareholding as early as possible.

#### **4. Procedure for voting; voting by proxy**

- a. Duly registered shareholders may exercise their voting rights by means of electronic postal voting. For this purpose, they may submit, amend or withdraw their vote prior to (beginning April 14, 2026) and during the General Meeting up to the time of the chair's closure of voting by means of the AGM portal at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/). The time of receipt of the vote in question rather than the time of its sending shall be key for compliance with this time limit.
- b. Shareholders not wishing to exercise their voting right in person may entrust this task to an authorized representative who is prepared to perform this service, e.g., their custodian bank or another credit institution, a shareholders' association, a voting rights advisor or another person of their choice. Due registration for the General Meeting (including proof of shareholding) as described in Item 3 will likewise be required in this event. Authorized representatives will likewise be unable to attend the Annual General Meeting physically.

Proxies may be granted to the authorized representative (in which case the company will require proof, in text form, of their proxy status) or to the company (i) electronically by means of the AGM portal at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/) or (ii) in text form (Section 126b BGB).

The authorization of representatives and the transmission of proof of authorization granted to the representative may be submitted

- no later than **24:00 hrs (CEST) on Monday, May 4, 2026** to the following postal and e-mail address:

*Alzchem Group AG  
c/o meet2vote AG  
Marienplatz 1  
84347 Pfarrkirchen  
Germany  
Email: [alzchem@meet2vote.de](mailto:alzchem@meet2vote.de)*

as well as

- prior to (beginning April 14, 2026) and during the General Meeting, up to its closure by the chair and – if a voting proxy is to be granted – up to the closure of voting by means of the AGM portal at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/).

The time of receipt of the grant of an authorization, or proof of the same, rather than the time of its sending shall be key for compliance with this time limit.

Specific requirements may apply in the event of the grant of an authorization to intermediaries, e.g., credit institutions or – if they do not have equal status to credit institutions under Section 135 (8) AktG – shareholders' associations, voting rights advisors and persons who on a commercial basis offer to exercise shareholders' voting rights at the General Meeting on their behalf; in such event, the company's shareholders are requested in good time to reach an agreement with the envisaged authorized representative on account of the form of authorization which this person may require.

Voting by proxy is subject to the above-mentioned formal requirements and time limits; an authorized representative must receive the relevant access details in order to use the AGM portal. Instead of themselves voting, authorized representatives may delegate their authorization to a third party, e.g., the company's proxies (see section e. below).

- c. The rules set out in section b. for the grant of an authorization likewise apply for its withdrawal or amendment.
- d. A power of representation form and further information on the grant of an authorization will be sent to duly registered persons together with the access details for the AGM portal. The power of representation form will also be sent to the shareholders or their authorized representatives at any time upon demand. It may also be downloaded at <https://www.alzchem.com/en/investor-relations/annual-general-meeting/>. To simplify the process, shareholders are asked to issue authorizations preferably via the AGM portal at [www.alzchem.com/de/investor-relations/hauptversammlung/](http://www.alzchem.com/de/investor-relations/hauptversammlung/) or by means of the power of representation form provided by the company.
- e. We also offer our shareholders and their authorized representatives the opportunity to be represented by the company's proxies. Persons wishing to authorize the company's proxies must likewise duly register their shares for the General Meeting in accordance with the requirements set out under Item 3. The company's proxies are exclusively authorized to vote in accordance with the instructions which they have received from the shareholder who has granted them an authorization. The company's proxies will not exercise a voting right for the agenda items in question without a clear instruction.

The company must receive authorizations and instructions from registered shareholders for the company's proxies

- via the postal address, fax number or e-mail address indicated in the above section b. by no later than **24:00 hrs (CEST) on Monday, May 4, 2026**, or
- prior to (beginning April 14, 2026) and during the General Meeting up to the closure of voting by the chair by means of the AGM portal at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/).

The same applies for the amendment and withdrawal of authorizations and instructions. Receipt of a declaration at the respective address shall be key.

Please use the form sent together with your access details if you wish to issue an authorization and instructions to the company's proxies without using the AGM portal. This form will be sent to the shareholders or their authorized representatives at any time upon request and may also be downloaded at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/).

Please note that the proxies will exclusively participate in the General Meeting for voting purposes, i.e., they may not be tasked with speaking or requesting information, submitting motions or questions, having questions recorded in the minutes or raising objections.

- f. In addition to the above methods, registration, proof of share ownership, and the issuance and amendment of authorizations and instructions can, in accordance with Section 67c AktG, also be carried out via intermediaries using SWIFT. Authorized SWIFT participants should use

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Instructions are only possible via SWIFT in accordance with ISO 20022.

Registrations and proof of share ownership via SWIFT must be received by the company no later than the last registration day (SWIFT Enrollment Market Deadline), i.e., by no later than **24:00 hrs (CEST) on Tuesday, April 28, 2026**. Proxies and instructions, as well as any changes thereto, must be received by the company via SWIFT by no later than **12:00 hrs (CEST) on Monday, May 4, 2026** (SWIFT Vote Market Deadline).

## 5. Shareholder's rights: counter(motions), nominations, statements, right to speak, right to information, objection

- a. *Requests to add supplementary items to the agenda pursuant to Section 122 (2) AktG*

Shareholders whose combined shares constitute at least one twentieth of the share capital or the proportionate amount of EUR 500,000.00 (which corresponds to 50,000 Alzchem shares) may request that items be added to the agenda and announced (Section 122 (2) AktG). In addition, upon request under Sections 87 (4), 122 (2) sentence 1 AktG the General Meeting may reduce the maximum remuneration for the Management Board. Every request for a new agenda item must be accompanied by an explanation of the reasons therefor or a proposed resolution. Such request must be addressed to the Management Board in writing (Section 126 BGB) and the company must receive it no later than 30 days prior to the General Meeting, i.e. no later than **24:00 hrs (CEST) on Saturday, April 4, 2026**. Such request is preferably to be sent to the following address:

*Alzchem Group AG  
– The Management Board –  
c/o meet2vote AG  
Marienplatz 1  
84347 Pfarrkirchen  
Germany*

The time of receipt of the motion in question rather than the time of its sending shall be key for compliance with this time limit. The submitter of the application must provide evidence of having held the shares for at least 90 days prior to the date of receipt of the application and of holding the shares until a decision is made on the application by the Management Board.

Any amendments to the agenda that must be published – provided they were not already made public at the time the General Meeting was convened – shall be published in the Federal Gazette immediately after the request has been received and pursuant to Section 121 (4a) AktG shall also be furnished to such suitable media as may be expected to disseminate the information throughout the European Union. Pursuant to Section 124a Sentence 2 AktG, they will also be made available on the Internet at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/) immediately after having been received by the company. The amended agenda will also be communicated pursuant to Section 125 (1) Sentence 3 AktG.

*b. Motions and nominations submitted by shareholders pursuant to Sections 126 (1) and (4), 127 AktG*

(i) Shareholders may also submit countermotions opposing a resolution proposed by the Management Board and/or Supervisory Board regarding a specific item of the agenda.

If a shareholder wishes for the company to make such countermotions available prior to the General Meeting pursuant to Section 126 (1) AktG, they must be sent in writing or by e-mail to

*Alzchem Group AG  
c/o meet2vote AG  
Marienplatz 1  
84347 Pfarrkirchen  
Germany  
Email: [antrag@meet2vote.de](mailto:antrag@meet2vote.de)*

Proposals addressed otherwise will not be considered.

Countermotions received at least 14 days prior to the date of the General Meeting, i.e., by no later than **24:00 hrs (CEST) on Monday, April 20, 2026**, by means of the above-mentioned methods of communication will be made available online at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/), indicating the name of the shareholder, a statement of grounds for their motion (where applicable) and a possible statement from the company's management (Section 126 (1) AktG). The time of receipt of the countermotion in question rather than the time of its sending shall be key for compliance with this time limit.

Under certain circumstances specified in Section 126 (2) AktG, the company will not be obliged to make available a countermotion which has been received in good time. This applies in particular if, by making this countermotion available, the Management Board would render itself liable to prosecution, in the event that this countermotion would lead to a resolution of the General Meeting which would be unlawful or breach the company's Articles of Association or if significant elements of the statement of grounds contain evidently false or misleading information or insults. The company will likewise not be obliged to make the statement of grounds for the countermotion available if, overall, it exceeds 5,000 characters.

Countermotions which must be made available on the basis set out above shall, pursuant to Section 126 (4) AktG, be deemed to have been submitted at the time they are made available. They will thus be announced by the chair and taken into consideration for the General Meeting, even if they are not resubmitted there. The shareholders or their authorized representatives may already exercise their voting right for these motions once they have registered in good time (see the above Item 3 "Conditions for attendance of the General Meeting and exercising shareholder rights; registration process; record date"). However, insofar as the shareholder submitting the countermotion is not duly registered for the General Meeting their motion need not be considered there; for this reason, any votes submitted in this regard will not be recognized.

Countermotions which are not received by the above deadline – and which thus neither need be made available in advance nor will be considered to have been submitted – must be submitted during the General Meeting by means of video communication, thus while exercising the right to speak (see section d. below), in order to be valid.

(ii) The above paragraphs apply mutatis mutandis for the proposal made by a shareholder for the election of Supervisory Board members or auditors, including the details of the address to which such proposals are to be sent, consideration of such proposals at the General Meeting and voting on such proposals, subject to the proviso that the Management Board will likewise not be obliged to make this nomination available if it does not indicate the name, occupation and place of residence of the proposed person and – in case of a proposal for the election of Supervisory Board members – their membership of other statutory supervisory boards.

(iii) The above rights of the shareholders under Section 126 (1) and (4), 127 AktG are without prejudice to the right of the chair during voting to first put forward the management's proposals for voting. Should the management's proposals in such event be adopted with the necessary majority, this will dispense with any countermotions or nominations.

c. *Submission of statements pursuant to Section 130a (1) to (4) AktG*

Duly registered shareholders and their authorized representatives are entitled prior to the General Meeting to submit to the company one or more statements regarding the items of the agenda via electronic communication pursuant to Section 130a (1) to (4) AktG. They may do so up to five days prior to the meeting, thus by no later than **24:00 hrs (CEST) on Wednesday, April 29, 2026**, and exclusively by means of the AGM portal at

[www.alzchem.com/de/investor-relations/hauptversammlung/](http://www.alzchem.com/de/investor-relations/hauptversammlung/).

Statements submitted regarding the items of the agenda will be made available to duly registered shareholders or their authorized representatives, while indicating the name and place of residence/registered office of the shareholder or authorized representative submitting such statement, by no later than **24:00 hrs (CEST) on Thursday, April 30, 2026**, by means of the AGM portal at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/) – except where the company may, exceptionally, refrain from making such statements available under Section 130a (3) sentence 4 AktG. Upon submitting a statement, the shareholder or their authorized representative consents to their statement thus being made available.

Statements must be submitted via the procedure provided for in the AGM portal

- in text form, as a file in PDF format, with a recommended file size not exceeding 50 MB
- and/or-as a video in MPEG-4 or MOV format, with a file size not exceeding 1 GB.

Questions may not be submitted in advance (Section 131 (1a) AktG) by means of the above-mentioned statements. For this reason, questions which are nonetheless included in statements will not be considered at the General Meeting.

The same applies for any motions, nominations and objections to General Meeting resolutions which are included in statements. In order to exercise these rights, the shareholders and their authorized representatives must instead make use of the options separately described in this notice of convocation.

d. *Right to speak pursuant to Section 130a (5) and (6) AktG*

Shareholders and their authorized representatives who join the General Meeting electronically shall have a right to speak at the meeting by means of video communication. To exercise their right to speak, the shareholders or their authorized representatives must register the contribution that they wish to make via the virtual request-to-speak desk by means of the AGM portal at

[www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/).

This virtual request-to-speak desk will be open from 9 a.m. (CEST) on the day of the General Meeting. The chair will explain the procedure for requesting and granting the right to speak at the General Meeting.

The right to speak includes the right to submit motions and nominations (see section b. above), to request information (see section e. below) and to raise an objection (see section f. below). This is without prejudice to the right of the chair to appropriately restrict the time for speaking (and asking questions) under Article 20 (3) of the Articles of Association.

(ii) The General Meeting, including video communication by means of the virtual request-to-speak desk, will be hosted by a system provided by our service provider by means of the AGM portal. In order to use this system, participants who wish to exercise their right to speak must comply with certain technical requirements:

- They will require either a non-mobile device (PC, notebook, laptop) or a mobile device (e.g. smartphone or tablet) with one of the following browsers in its most recent software version in order for their contribution to be broadcast: Microsoft Edge, Google Chrome, Mozilla Firefox or Safari. JavaScript must also be enabled. The use of other current browsers with the security settings recommended by the manufacturer is possible, but has not been tested.
- All devices used must feature a camera and a microphone which can be accessed from the browser in question. It is not necessary to install any other software components or apps on devices.

Persons who have registered to speak via the virtual request-to-speak desk will be granted access to speak via the AGM portal. The company reserves the right to check whether video communication between the shareholder or authorized representative and the company is functioning properly before the person in question speaks and, if video communication is not functioning properly, to deny this person the right to speak.

e. *Right to information pursuant to Section 131 AktG*

The Management Board is obliged to provide any shareholder or their authorized representatives upon demand at the General Meeting with information concerning affairs of the company, insofar as this information is necessary for an appropriate assessment of an item of the agenda, and the Management Board is not entitled to refuse to provide this information (Section 131 (1) AktG). The obligation of the Management Board to provide information includes the company's legal and business relationships with its affiliates. This obligation to provide information also extends to the situation of the Group and the companies included in the consolidated financial statements. In addition, persons attending the General Meeting shall have a right of inquiry in relation to all of the Management Board's replies (Section 131 (1d) AktG).

The chair intends to stipulate that the right to information may exclusively be exercised by means of video communication, i.e. while exercising the right to speak and via the procedure envisaged for this purpose (see section d. above).

In addition to their rights stated above, the shareholders and their authorized representatives may require that the information provided to a shareholder, due to this person's shareholder status, outside the scope of the General Meeting be likewise provided to any other shareholder or their authorized representatives at the General Meeting, even if this information is not necessary for a proper assessment of the agenda item in question (Section 131 (4) sentence 1 AktG).

In addition, Section 131 (5) sentence 1 AktG prescribes that whenever a shareholder is denied information, they may require that their question and the reason for the denial of this information be included in the minutes of the meeting.

The company shall ensure for the virtual General Meeting that shareholders or their authorized representatives who join the General Meeting electronically are able at the General Meeting to submit a request under Section 131 (4) sentence 1 AktG and a request under Section 131 (5) sentence 1 AktG other than by means of video communication, i.e. as part of their right to speak and via the procedure provided for this purpose (see section d. above), including by

means of electronic communication via the AGM portal, using the procedure provided for this purpose.

No other right to information is envisaged either before or during the General Meeting.

*f. Raising of objections to General Meeting resolutions pursuant to Section 118a (1) sentence 2 no. 8 AktG*

The shareholders joining the General Meeting electronically or their General Meeting have the option pursuant to Section 118a (1) sentence 2 no. 8 AktG to raise objections to General Meeting resolutions by means of electronic communication. Such declarations may be submitted electronically using the AGM portal at

[www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/)

from the opening of the virtual Annual General Meeting up to its closure by the chair. The recording notary has authorized the company to receive such objections via the AGM portal and will himself subsequently receive them from the company.

Shareholders or their authorized representatives who join the General Meeting electronically are also entitled, while exercising their right to speak (see section d. above), to raise an objection for recording by the notary.

Information about the above shareholders' rights is also available online at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/).

**6. Information under Section 124a AktG; the company's website**

This notice of convocation, the documents to be submitted to the General Meeting and the other information specified in Section 124a AktG, such as the remuneration report, are available online at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/). Information on the grant of confirmation for counting of votes is also available there pursuant to Section 129 (5) AktG. The voting results will likewise be published there immediately after the General Meeting.

**7. Data protection information for shareholders**

Alzchem Group AG processes personal data, i.e., last name and first name, address, email address, number of shares, class of shares, type of shareholding, registration number, and login credentials for the shareholder's AGM portal, as well as the last name, first name, address, email address, and login credentials for the AGM portal of any proxy appointed by the respective shareholder, in accordance with applicable data protection laws, in order to enable shareholders or their proxies to exercise their rights at the Annual General Meeting. To the extent that this personal data has not already been provided by the shareholders or their proxies themselves, particularly in connection with registration for the Annual General Meeting, the custodian bank (final intermediary) will transmit it to the Company.

Detailed information on how your personal data will be processed in connection with the General Meeting and your related rights is also available at [www.alzchem.com/en/investor-relations/annual-general-meeting/](http://www.alzchem.com/en/investor-relations/annual-general-meeting/). We will be pleased to send you this information by post.

Trostberg, March 2026

Alzchem Group AG  
The Management Board

**Minimum information pursuant to Section 125 (1) German Stock Corporation Act (AktG) in connection with Section 125 (5) AktG, Article 4 (1) and Table 3 blocks A to C of the Annex to Implementing Regulation (EU) 2018/1212**

Type of Information	Description
<b>A. Specification of the message</b>	
1. Unique identifier of the event	DE000A2YNT30-GMET-202605
2. Type of message	Meeting notice of a General Meeting [format pursuant to Implementing Regulation (EU) 2018/1212: NEWM]
<b>B. Specification of the issuer</b>	
1. ISIN	DE000A2YNT30
2. Name of issuer	Alzchem Group AG
<b>C. Specification of the meeting</b>	
1. Date of the General Meeting	05.05.2026 [format pursuant to Implementing Regulation (EU) 2018/1212: 20260505]
2. Time of the General Meeting	10:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 08:00 UTC]
3. Type of the General Meeting	Ordinary General Meeting [format pursuant to Implementing Regulation (EU) 2018/1212: GMET]
4. Location of the General Meeting	Virtual General Meeting: <a href="http://www.alzchem.com/en/investor-relations/annual-general-meeting/">www.alzchem.com/en/investor-relations/annual-general-meeting/</a>  In accordance with the German Stock Corporation Act: Alzchem Group AG, Dr.-Albert-Frank-Straße 32, 83308 Trostberg, Germany
5. Record Date	13.04.2026, 24:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20260413; 22:00 UTC]
6. Uniform Resource Locator (URL)	<a href="http://www.alzchem.com/en/investor-relations/annual-general-meeting/">www.alzchem.com/en/investor-relations/annual-general-meeting/</a>