



Deutsche
Beteiligungs AG

Convening the Annual General Meeting 2026





**Deutsche Beteiligungs AG
Frankfurt/Main**

German Securities ID (WKN): A1TNUT
ISIN: DE000A1TNUT7

CONVENING THE ANNUAL GENERAL MEETING

Unique identifier of the event: 8d3e3f8c8251f011b54300505696f23c

We hereby invite our shareholders to attend the ordinary Annual General Meeting to be held at the Radisson Blu Hotel Frankfurt, Dow Jones ballroom, Franklinstrasse 65, 60486 Frankfurt/Main, Germany, on **Tuesday, 2 June 2026, at 10:00 a.m. (CEST)**.

I. Agenda

- 1. Presentation of the confirmed financial statements of Deutsche Beteiligungs AG as at 31 December 2025, the approved consolidated financial statements as at 31 December 2025 and the combined management report of Deutsche Beteiligungs AG and the Group with an explanatory report by the Board of Management on disclosures pursuant to sections 289a, 315a of the German Commercial Code (Handelsgesetzbuch – HGB) and the report of the Supervisory Board for the financial year 2025**

The documents submitted regarding item 1 of the agenda may be viewed on the Company's website at

<https://www.dbag.com/agm-2026/>

after the convocation of the Annual General Meeting. These documents will also be available during the Annual General Meeting and will be explained verbally. The Supervisory Board has approved the financial statements and the consolidated financial statements prepared by the Board of Management for the financial year 2025. The financial statements have thus been confirmed. In accordance with statutory provisions, a resolution on agenda item 1 is therefore not required at the Annual General Meeting.

2. Resolution on the appropriation of net retained profit

The Board of Management and the Supervisory Board propose that the net retained profit of Deutsche Beteiligungs AG amounting to 223,018,243.04 euros for the financial year 2025 be appropriated as follows:

Distribution of a dividend of 1.00 euro per each share entitled to a dividend, totalling	17,464,351.00 euros
Amount carried forward	205,553,892.04 euros
Net retained profit	223,018,243.04 euros

The proposed appropriation of profits reflects 1,340,641 treasury shares held by the Company on 27 February 2026 that do not carry dividend rights under section 71b of the German Stock Corporation Act (Aktiengesetz – AktG). Since DBAG's ongoing share buyback programme will result in the number of no-par value shares (*Stückaktien*) entitled to dividends changing until the day of the Annual General Meeting, an adjusted proposal will be put forward to the Annual General Meeting, providing for an unchanged dividend of 1.00 euro per dividend-bearing share and a corresponding distribution amount and profit carried forward.

Entitlement to the dividend is due on the third working day after the Annual General Meeting, i.e. on 5 June 2026.

3. Resolution on the formal approval of the Board of Management members for the financial year 2025

The Supervisory Board and the Board of Management propose that formal approval be granted, for the financial year 2025, for the members of the Board of Management who were in office during that period.

4. Resolution on the formal approval of the Supervisory Board members for the financial year 2025

The Board of Management and the Supervisory Board propose that formal approval be granted for the members of the Supervisory Board for the financial year 2025.

5. Resolution on the approval of the remuneration report for the financial year 2025

The Board of Management and the Supervisory Board prepared a remuneration report pursuant to section 162 of the AktG, outlining the remuneration that was owed and paid to each member of the Board of Management and the Supervisory Board for the financial year 2025. This report is presented to the Annual General Meeting for its approval in accordance with section 120a (4) of the AktG. Pursuant to section 162 (3) of the AktG, this remuneration report has been reviewed by the external auditors to verify that all legally required information prescribed by section 162 (1) and (2) of the AktG has been provided.

The remuneration report for the financial year 2025 and the audit opinion can be viewed on the Company's website at

<https://www.dbag.com/agm-2026/>

.The Board of Management and the Supervisory Board propose that the remuneration report for the financial year 2025, prepared and audited pursuant to section 162 of the AktG, be approved.

6. Resolution on the approval of the adjusted system for the remuneration of the Board of Management members

In accordance with section 120a (1) of the AktG, "the general meeting of a listed company adopts a resolution regarding the [...] system governing the remuneration of the members of the management board submitted to it by the supervisory board whenever the remuneration system [is] substantially [...] modified, at a minimum, however, every four years." Under agenda item 10, the ordinary Annual General Meeting on 22 February 2024 approved the remuneration system for members of the Board of Management (Remuneration System 2023) pursuant to section 120a (1) of the AktG, as adopted by the Company's Supervisory Board on 20 December 2023, by a majority of 96.52 per cent. Exercising its duty to continuously review the remuneration system for Board of Management members, the Supervisory

Board adopted – by way of resolution – an updated remuneration system for Board of Management members (“Remuneration System 2026”) in line with the provisions of section 87a (1) of the AktG on 13 April 2026. Compared to the Remuneration System 2023, various parts of the Remuneration System 2026 have been refined and updated. In particular, this comprises the following adjustments:

- The performance criterion for multi-year variable remuneration (LTI) in the Private Market Investments segment has been adjusted, from net asset value (NAV) growth to NAV per share growth. The Board of Management has used NAV per share, alongside NAV in absolute terms, to forecast the future performance of the Private Markets Investments segment since the financial year 2023/2024. NAV per share will also be introduced as the main key performance indicator from the financial year 2026 onwards. The aim is to now reflect this in Board of Management remuneration, too. The adjustment to NAV per share growth as a performance criterion will be first applied for the three-year period from 1 January 2026 to 31 December 2028.
- The performance criterion for multi-year variable remuneration (LTI) in the Fund Investment Services segment has been adjusted, from average EBT from Fund Investment Services to average EBITA from Fund Investment Services. The Board of Management has been using EBITA from Fund Investment Services as a performance indicator to forecast the future performance of the Fund Investment Services segment since the short financial year 2024. The aim is to now reflect this in Board of Management remuneration, too. The adjustment to EBITA from Fund Investment Services as a performance criterion will be first applied for the three-year period from 1 January 2026 to 31 December 2028.
- The target achievement mechanism has been adjusted: maximum short-term variable Board of Management remuneration (STI) will be disbursed upon a target achievement of 100 per cent (previously: 120 per cent). The previous provision stipulated that a 100 per cent target achievement would result in only 80 per cent of the maximum STI remuneration possible being disbursed; this provision has neither proven appropriate when discussing target determination and subsequently determining target achievement, nor in external communications. This will be specified and fixed for multi-year variable Board of Management remuneration (LTI) in the remuneration system. Analogously to the previous provision regarding short-term variable Board of Management remuneration (STI), multi-year variable remuneration (LTI) will also not be paid for a performance rating of less than 80 per cent.
- The option of a fundraising bonus of up to 60 per cent of the respective Board of Management member’s annual fixed salary has been introduced for successful fundraising regarding a new buyout fund. The amount of the bonus is set to depend on the volume of funds raised. The introduction of this additional remuneration component reflects the strong significance that launching new buyout funds has for the Company’s long-term development. The members of the Board of Management are obligated to invest a minimum of 50 per cent of the net amount of any fundraising bonus they are paid into shares of Deutsche Beteiligungs AG.

A document containing all tracked changes is available on the Company’s website at

<https://www.dbag.com/agm-2026/>

The Remuneration System 2026 for members of the Board of Management, as adopted by the Supervisory Board on 13 April 2026, is available on the Company’s website at

<https://www.dbag.com/agm-2026/>

The Supervisory Board recommends the adoption of the following resolution:

The Remuneration System 2026 for members of the Board of Management, as adopted by the Supervisory Board on 13 April 2026, is hereby approved.

7. By-elections to the Supervisory Board

Dr Maximilian Zimmerer resigned from his office as a member of the Supervisory Board, effective 31 December 2025. Following the application of Board of Management and Supervisory Board and the subsequent decision of the Frankfurt/Main Local Court on 14 April 2026, Mr Steffen Schmidt was appointed as Supervisory Board member of Deutscheeteiligungs AG for the period until the close of the ordinary Annual General Meeting on 2 June 2026, pursuant to section 104 (2) sentence 1 of the AktG. Dr Jörg Wulfken also resigned from his office as a member of the Supervisory Board, with effect from the close of the ordinary Annual General Meeting on 2 June 2026. This means that by-elections are required to fill two vacant Supervisory Board positions.

In accordance with sections 95 sentence 2, 96 (1) (last case) and 101 (1) of the AktG and Article 9 (1) of the Articles of Association, the Supervisory Board of Deutscheeteiligungs AG consists of six members to be elected by the Annual General Meeting.

The Supervisory Board proposes that the following individuals be elected as shareholder representatives to the Supervisory Board for one term of office until the close of the Annual General Meeting that resolves upon the formal approval for the financial year 2028, with such election taking effect upon the close of the ordinary Annual General Meeting on 2 June 2026:

- 7.1. Mr Dustin Artz, resident of Hanover, Germany; Managing Director, Spokesman of the Management Board, Dirk Rossmann Immobiliengruppe GmbH, Burgwedel, Germany
- 7.2. Mr Steffen Schmidt, resident of Magdeburg, Germany; Managing Director (Chief Financial Officer, CFO), GETEC Energie Holding GmbH, Hanover, Germany

The election proposals take into account the objectives set by the Supervisory Board regarding its composition and aim to further complete the profile of skills and expertise for the Supervisory Board as a whole.

The profile of skills and expertise and the target composition of the Supervisory Board have been outlined in the Corporate Governance Statement in accordance with sections 289f and 315d of the HGB for the financial year 2025. The report is available on the Company's website at <https://www.dbag.com/shareholder-relations/corporate-governance/management-declaration/>.

The allocation of the qualifications specified in the Supervisory Board's profile of skills and expertise to the proposed candidates results from the qualification matrix that was adjusted taking into account the election proposals. It is available at <https://www.dbag.com/agm-2026/>.

The Supervisory Board has made sure that the proposed candidates can dedicate the time required for the position.

Electing the members to the Supervisory Board shall be carried out at the Annual General Meeting by way of individual polls.

The candidates' résumés, as well as further supplemental information regarding agenda item 7, are provided under no. II.1. below.

8. Election of external auditors for the financial statements 2026 and for the review of the interim financial report

The Supervisory Board proposes the election of the Frankfurt/Main office of Hamburg-based BDO AG Wirtschaftsprüfungsgesellschaft

- a) as auditors of the financial statements 2026 and
- b) as auditors for the review of the condensed financial statements and the interim management report as at 30 June 2026, which are part of the interim financial report as defined in section 115 of the German Securities Trading Act (Wertpapierhandelsgesetz – WpHG).

The election proposal is based on the recommendation of the Audit Committee.

The Audit Committee has declared that its recommendation was not improperly influenced by any third party and that no clauses exist that restricted its choice within the meaning of Article 16 (6) of the Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014.

Further explanations regarding agenda item 8 are provided under II.2. below.

9. Resolution to revoke the existing authorisation to purchase treasury shares and to create a new authorisation to purchase or use treasury shares and to exclude tender rights (in the event of purchases) and subscription rights (in the event of use)

The authorisation to purchase treasury shares in accordance with section 71 (1) no. 8 of the AktG, granted by the Annual General Meeting on 27 May 2025 in agenda item 10, runs until 26 May 2030. Based on this authorisation, the Company purchased 487,600 treasury shares via the ongoing share buyback programme that was resolved by the Board of Management, with the approval of the Supervisory Board, on 20 February 2025 and was extended up until 31 July 2026 at the latest on 26 February 2026, in the period between 4 June 2025 and the time of transmitting the invitation to the Annual General Meeting to the Federal Gazette. This has led to (or will lead to) the existing authorisation being partially utilised.

As a result, the existing authorisation is intended to be revoked in the volume it will have not been used, and be replaced by a new authorisation, restricted to a period of five years.

The Board of Management and the Supervisory Board propose the following resolutions:

a) Revocation of the existing authorisation

The authorisation to purchase treasury shares granted by the Annual General Meeting on 27 May 2025 under agenda item 10 will be revoked (to the extent that it has not yet been utilised at the time of revocation) as soon as the authorisation pursuant to the following paragraphs b) and c) enters into effect.

b) Authorisation to purchase treasury shares

The Board of Management is authorised, subject to the approval of the Supervisory Board, to purchase treasury shares for purposes other than trading in own shares up until 1 June 2031, up to a maximum volume of ten per cent of the share capital at the time the resolution is passed or – if this value is lower – of the share capital existing at the time this authorisation is exercised. The acquired shares, together with any other treasury shares held by the Company or attributable to it in accordance with sections 71a et seqq. of the AktG, may at no time account for more than ten per cent of the Company's share capital.

c) Types of purchase

Purchases may be effected, at the Board of Management's discretion,

(1) via the stock exchange or

(2) via a public purchase offer addressed to all shareholders or via a public invitation to submit offers for sale.

If the purchase is made via the stock exchange, the equivalent value per share (excluding ancillary acquisition cost) paid by the Company may neither exceed nor fall short of the stock exchange price of the Company's shares, determined via opening auction on the trading day on Xetra (or a comparable successor system) at the Frankfurt Stock Exchange, by more than ten per cent.

If the purchase is made via a public purchase offer addressed to all shareholders or via a public invitation to submit offers for sale, the purchase price offered or the threshold values of the purchase price range per share (excluding ancillary acquisition cost) may neither exceed the average stock exchange price of the Company's shares during the closing auction on Xetra (or a comparable successor system) at the Frankfurt Stock Exchange on the five last exchange trading days before the public announcement of the offer or the public invitation to submit offers for sale by more than ten per cent nor fall below such a price by more than 15 per cent. In the event that the relevant share price deviates significantly following publication of a public offer or public invitation to submit offers for sale, the offer or the invitation to submit offers for sale can be adjusted accordingly. In this case, the average stock exchange price of the Company's shares during the closing auction on Xetra (or a comparable successor system) at the Frankfurt Stock Exchange on the five last exchange trading days before the public announcement of a potential adjustment will be used. DBAG can limit the volume of the offer or the invitation to submit offers for sale. Should the amount of tendered shares for a public purchase offer or public invitation to submit offers for sale exceed the stipulated buyback volume, the acquisition can be effected in the proportion of the shares subscribed or tendered; the shareholders' right to tender their shares in the proportion of their investment is thus excluded. DBAG can also decide on preferential acceptance of small numbers of shares of up to 100 tendered shares per shareholder and on rounding in accordance with customary business practices to avoid fractional shares being calculated, thus excluding any potential more far-reaching tender right for shareholders. The public offer or public invitation to submit offers for sale can be subject to further conditions.

d) Use of treasury shares

The Board of Management is authorised, subject to the approval of the Supervisory Board, to use the treasury shares acquired pursuant to the preceding paragraphs b) and c) or pursuant to an earlier authorisation granted by the Annual General Meeting in other ways than by way of a disposal via the stock exchange or via an offer to all shareholders for any permissible purpose, including but not limited to the following purposes:

(1) for a cash sale at a price that does not fall significantly below the stock exchange price of the shares. The number of shares so sold must not exceed 20 per cent of the share capital, neither as at the date this authorisation enters into effect nor as at the date of its exercise. Any other shares that have been issued or sold during the term of this authorisation, excluding subscription rights, in direct or analogous application of section 186 (3) sentence 4 of the AktG will count towards the maximum limit of 20 per cent of the share capital. Likewise, any new shares that are to be issued to service option or conversion rights or to fulfil option or conversion obligations under convertible bonds or bonds cum warrants or profit-participation certificates will also count towards this limit, provided that any such bonds or profit-participation certificates have been issued during the term of this authorisation, excluding subscription rights, in analogous application of section 186 (3) sentence 4 of the AktG;

(2) for a sale in exchange for contributions in kind, for the purpose of business combinations or for acquiring companies, parts of companies, equity interests in companies or other assets or claims to the acquisition of other assets, including claims against the Company;

(3) to pay a scrip dividend in connection with which Company shares (whether in whole or in part or optionally) are used to meet the dividend claims of the Company's shareholders;

(4) to meet subscription and exchange rights arising due to the exercise of option or conversion rights or the fulfilment of option or conversion obligations under bonds cum warrants and/or convertible bonds issued by the Company or any of its majority interest companies;

(5) where the new shares are to be issued under an employee share ownership plan or other share-based programmes to employees of the Company or employees of an affiliated company of the Company or members of the top management of an affiliated company of the Company, so long as the employment relationship with the Company or the membership on a corporate body of or the employment relationship with an affiliated company exists at the time of committing to the share issuance. The number of shares so issued, excluding shareholders' subscription rights, must not exceed a total of five per cent of the share capital, neither as at the date this authorisation enters into effect nor at the time when this authorisation is utilised. Any other shares that have been issued under an employee share ownership plan or other share-based programmes to employees of the Company or employees of an affiliated company of the Company or members of the top management of an affiliated company of the Company during the term of this authorisation, excluding subscription rights, will count towards the maximum limit of five per cent of the share capital.

Pursuant to the preceding paragraphs (1) to (5), shareholders' subscription rights for purchased treasury shares are excluded insofar as these shares are used in ways other than by way of a disposal via the stock exchange or via an offer to all shareholders. In addition, shareholders' subscription rights for fractional amounts are excluded in the event that treasury shares are sold via a selling offer addressed to all shareholders. The authorisation to use treasury shares under exclusion of shareholders' subscription rights shall be limited insofar as, upon exercising the authorisation, the total number of treasury shares used under exclusion of shareholders' subscription rights plus the number of other new shares issued from authorised capital during the term of this authorisation under exclusion of shareholders' subscription rights or compulsorily issued as a result of convertible bonds and/or bonds cum warrants or profit-participation certificates issued during the term of this authorisation under exclusion of subscription rights, must not exceed 20 per cent of the share capital, whereby either the share capital at the time said authorisation comes into effect or the share capital at the time said authorisation is exercised is relevant, depending on which is lower.

e) Withdrawal of treasury shares

The Board of Management is authorised to withdraw shares purchased under the authorisation stipulated in the preceding paragraphs b) and c), in whole or in part, subject to the approval of the Supervisory Board, and without the withdrawal or its execution requiring another resolution by the Annual General Meeting. The Board of Management can decide not to reduce the share capital with the withdrawal, instead increasing the proportion of the other shares in the share capital pursuant to section 8 (3) of the AktG. In this case, the Board of Management is authorised to adjust the number of shares in the Articles of Association.

f) Utilisation in partial amounts and by controlled enterprises or third parties on the Company's or the controlled enterprises' behalf

The Company shall be able to exercise all authorisations described above in full or in part, once or several times, when pursuing one or various purposes. With the exception of the

authorisation to withdraw treasury shares, the authorisations can also be exercised by dependent companies, by companies in which the Company holds a majority interest or by third parties on its or their behalf.

We note that the Company does not only have the proposed authorisation to purchase or use treasury shares as set out in agenda item 9 at its disposal, but also the Authorised Capital 2025 amounting to 13,346,664.34 euros, along with the Conditional Capital 2024/I amounting to 13,346,664.34 euros to service bonds cum warrants and/or convertible bonds. The authorisation to exclude subscription rights for capital increases from the Authorised Capital 2025 and to exclude subscription rights when issuing bonds cum warrants and/or convertible bonds is limited to a total of 20 per cent of the share capital. New shares issued from the Authorised Capital 2025 under the exclusion of subscription rights and new shares from the Conditional Capital 2024/I, which would be used to service bonds cum warrants and/or convertible bonds issued under exclusion of subscription rights, would be counted towards the above capital limit of 20 per cent of the share capital for treasury shares used under exclusion of subscription rights.

The Board of Management's written report pursuant to sections 71 (1) no. 8 sentence 5 and 186 (4) sentence 2 of the AktG on the reasons forming the basis of the Board of Management's authorisation to exclude shareholders' tender rights for purchases and shareholders' subscription rights for the use of treasury shares can be viewed on the Company's website at

<https://www.dbag.com/agm-2026/>

from the time of convocation.

II. Supplemental information regarding the agenda

1. Supplemental information regarding the by-elections to the Supervisory Board (agenda item 7)

Résumés and particulars in accordance with section 125 (1) sentence 5 of the AktG and recommendation C. 13 of the GCGC

Please see below for the résumés of the candidates nominated for election to the Supervisory Board, the particulars required by section 125 (1) sentence 5 of the AktG regarding membership on the statutory supervisory boards of other German companies and comparable supervisory bodies of other German or foreign commercial enterprises as well as the details recommended in C. 13 of the GCGC.

1.1 Dustin Artz

Current profession: Managing Director, Spokesman of the Management Board, Dirk Rossmann Immobiliengruppe GmbH, Burgwedel, Germany

Place of residence: Hanover, Germany

Year of birth: 1984

Nationality: German

This is Mr Artz's first candidature for the Supervisory Board of Deutsche Beteiligungs AG.

Résumé:

Current pursuits and professional career:

- Since 2020: Managing Director, Spokesman of the Management Board, Dirk Rossmann Immobiliengruppe GmbH, Burgwedel, Germany
- 2014–2020: Project Development Lead / Authorised Signatory (*Prokurist*), Dirk Rossmann Immobiliengruppe GmbH, Burgwedel, Germany
- 2010–2013: Dirk Rossmann Immobilien, Burgwedel, Germany

Education:

- 2008–2010: Real estate agent apprenticeship

Offices held on other statutory supervisory boards:

None

Offices held on comparable domestic or international supervisory bodies of commercial enterprises:

- Member of the Advisory Board of GETEC Immobilien I GmbH, Hanover, Germany
- Member of the Advisory Board of GETEC Immobilien II GmbH, Hanover, Germany
- Member of the Advisory Board of GETEC Immobilien III GmbH, Hanover, Germany

Further material activities in addition to membership on the Supervisory Board:

Member of the Executive Committee of the Foundation Alliance for Africa (SAfA) for the Rossmann Foundation

Relevant knowledge, skills and experience:

Mr Artz's position as Spokesman of the Management Board of Dirk Rossmann Immobiliengruppe GmbH demonstrates his proven expertise in managing SMEs and conducting investment business.

Particulars as per recommendation C. 13 of the GCGC:

The Supervisory Board deems Mr Artz to be independent within the meaning of recommendation C.6 (2) of the GCGC.

In the Supervisory Board's opinion, no personal or business relationship exists between Mr Artz and the Company or the executive bodies of Deutsche Beteiligungs AG which would require disclosure as per recommendation C.13 of the GCGC. Due to his position as Managing Director of Dirk Rossmann Immobiliengruppe GmbH, Mr Artz has a personal or business relationship with Rossmann Beteiligungs GmbH, a shareholder with a material interest in the Company.

1.2 Steffen Schmidt

- Current profession: Managing Director (Chief Financial Officer, CFO), GETEC Energie Holding GmbH, Hanover, Germany
- Place of residence: Magdeburg, Germany
- Year of birth: 1977
- Nationality: German

Mr Schmidt has been a member of Deutsche Beteiligungs AG's Supervisory Board since 2026.

Résumé:

Current pursuits and professional career:

Since 2024: Managing Director (Chief Financial Officer, CFO), GETEC Energie Holding GmbH, Hanover, Germany

2018–2026 Chair of the Board, VALERE S.A. SICAV RAIF, Luxembourg, Luxembourg

2015–2024: Division Head, Group Development & Management at GETEC Group – GETEC Energie Holding GmbH, Hanover, Germany

2011–2015: UniCredit Bank AG, Munich, Germany – Internal Audit / Head Auditor

2008–2011: UniCredit Bank AG, Munich, Germany – Corporate and Investment Banking Strategy

2007–2008: HypoVereinsbank AG, Munich, Germany – Corporate Banking

2005–2006: HypoVereinsbank AG, Munich, Germany – Trainee

2001–2005: Fraunhofer Institute, Magdeburg, Germany

1999–2000: Deutsche Bank 24 AG, Magdeburg, Germany

1999: Basic military service

Education:

2000–2005: Business administration / international management studies, Otto von Guericke University Magdeburg, Germany (focusing on: international management, international economics, auditing/accounting)

1996–1999: Bank clerk apprenticeship at Deutsche Bank AG, Magdeburg branch office, Germany

Offices held on other statutory supervisory boards:

None

Offices held on comparable domestic or international supervisory bodies of commercial enterprises:

Member of the Supervisory Board of Handball Magdeburg GmbH, Magdeburg, Germany

Member of the Advisory Board of Convex Energy GmbH, Berlin, Germany

Member of the Advisory Board of GETEC Corp GmbH, Hanover, Germany*

Chair of the Advisory Board of GETEC Immobilien I GmbH, Hanover, Germany*

Member of the Advisory Board of GETEC Immobilien II GmbH, Hanover, Germany*

Chair of the Advisory Board of GETEC Immobilien III GmbH, Hanover, Germany*

Member of the Advisory Board of Versicherungsstelle Zellstoff und Papier GmbH, Cologne, Germany

* Companies that are part of the Dr Karl Gerhold / GETEC Group

Further material activities in addition to membership on the Supervisory Board:

None

Relevant knowledge, skills and experience:

Mr Schmidt's position as Managing Director (Chief Financial Officer, CFO) of GETEC Energie Holding GmbH demonstrates his proven financing and mid-market expertise and his expertise in dealing with liquid and illiquid investments.

Particulars as per recommendation C. 13 of the GCGC:

The Supervisory Board deems Mr Schmidt to be independent within the meaning of recommendation C.6 (2) of the GCGC.

In the Supervisory Board's opinion, no personal or business relationship exists between Mr Schmidt and the Company, the executive bodies of Deutsche Beteiligungs AG or any shareholder with a material interest in the Company which would require disclosure as per recommendation C.13 of the GCGC.

2. Additional information regarding the external auditors (agenda item 8)

At the ordinary Annual General Meeting on 27 May 2025, the Frankfurt/Main office of Hamburg-based BDO AG Wirtschaftsprüfungsgesellschaft was elected as auditors for the financial year 2025 and as auditors for the review of the condensed financial statements and the interim management report as at 30 June 2025, which are part of the interim financial report as defined in section 115 of the German Securities Trading Act (Wertpapierhandelsgesetz – WpHG). BDO AG Wirtschaftsprüfungsgesellschaft has been auditing Deutsche Beteiligungs AG's financial statements since the financial year 2018/2019; Dr Jan Faßhauer first acted as responsible auditor for the financial year 2025 audit.

III. Supplemental information concerning the convocation

All time references in this convening notice are stated in Central European Summer Time (CEST), which is the time zone Germany is located in. In relation to Coordinated Universal Time (UTC), this corresponds to UTC = CEST minus two hours. The scheduled casting of votes on agenda items 5 and 6 are merely recommendations whereas the scheduled casting of votes regarding all other agenda items are binding in nature. Shareholders can vote "Yes" (in favour) or "No" (against), or decide to abstain (e.g. by refraining from casting a vote).

Preconditions for the right to take part in the Annual General Meeting and for the exercise of voting rights

Only those shareholders who have been entered into the share register and have registered their intention to attend the Annual General Meeting in good time shall be entitled to attend the Annual General Meeting and exercise their voting rights.

Registration shall be carried out in text form (*Textform*; in German or English) and must reach the Company at least six days before the Annual General Meeting (not counting the date of the Annual General Meeting and the date of receipt), i.e., no later than

Tuesday, 26 May 2026, 24:00 (CEST),

at the following address:

Deutsche Beteiligungs AG
c/o Computershare Operations Center
80249 Munich
Germany
E-mail: anmeldestelle@computershare.de

or electronically, using the password-protected shareholder portal on the Company's website at

<https://www.dbag.com/agm-2026/>

.Pursuant to section 67c of the AktG, shareholders can also transmit their registration to the Company via intermediaries **by no later than Tuesday, 26 May 2026, 24:00 (CEST, time of receipt)**. (Please refer to the section "Information for intermediaries" below for more details.)

Shareholders can also download a universal registration, authorisation, instruction, and postal voting form from our website at <https://www.dbag.com/agm-2026/>; this form can also be sent to the shareholders upon request. Shareholders who wish to register via the shareholder portal need personal access data. For shareholders receiving the invitation by post, the access data for the shareholder portal will be forwarded with the personal registration documentation. Shareholders registered for electronic dispatch will not receive any further access data and are asked to use their access data and the password they chose themselves. A new access can be created via the password-protected shareholder portal in the event that the access data have been lost.

We ask shareholders wishing to register to do so in good time. The time of receipt of the registration in the Company's mailroom is decisive for meeting the deadline. We recommend that shareholders register electronically, via the shareholder portal or via e-mail, to avoid post-related delays and to ensure that the deadline for registration is met.

Pursuant to section 67 (2) sentence 1 of the AktG, the rights and obligations arising from shareholdership in relation to the Company exist only for and against the person registered in the share ledger. For this reason, the status of the share ledger as at the day of the Annual General Meeting is decisive for the right to attend the Annual General Meeting and for the number of voting rights that an eligible shareholder can cast at the Annual General Meeting. Please note that for technical processing reasons, no recording of a change in ownership will be made in the share ledger from the close of 26 May 2026, 24:00 (CEST) (the technical record date), until the close of the day of the Annual General Meeting (so-called transfer freeze). The status of the share ledger on the day of the Annual General Meeting therefore reflects the status on 26 May 2026, 24:00 (CEST). Shareholders may dispose of their shares despite this transfer freeze. However, purchasers of shares whose transfer applications are received by the Company after 26 May 2026 may only exercise their right to participate and to vote under these shares if they are so authorised, or granted a proxy, by the shareholder that is still registered in the share ledger. All purchasers of Company shares who have not yet been entered in the share ledger are therefore asked to apply for registration of their share transfer as soon as possible.

Procedure for proxy voting

Shareholders who do not wish to attend the Annual General Meeting can exercise their voting right at the Annual General Meeting by authorising a proxy, e.g. an intermediary, a shareholders' association or another person of their choice. Registration in the share ledger and timely registration to attend the Annual General Meeting in accordance with the above provisions are once again required.

Authorities not granted to an intermediary (e.g. a credit institution), a shareholders' association or any other individual or entity of equivalent standing under section 135 (8) of the AktG, their revocation and proof of authorisation vis-à-vis the Company require text form or are to be granted via the shareholder portal. The text form requirement does not apply if an intermediary, a shareholders' association or any other individual or entity of equivalent standing under section 135 (8) of the AktG is authorised to act as a proxy, nor does it apply to any revocation or proof of such authorisation; special rules apply in these cases. In any such case, shareholders are asked to consult in good time with the individual or entity to be authorised regarding the form of authorisation said individual or entity may request and regarding the procedure of granting the authority. To grant an authority, shareholders can download a universal registration, authorisation, instruction, and postal voting form from our website at <https://www.dbag.com/agm-2026/>; this form can also be sent to the shareholders upon request.

The notification that the authority has been granted may be made vis-à-vis the proxy or the Company.

The notification that the authority has been granted, and proof of authority granted to a proxy, may be transmitted to the Company via our password-protected shareholder portal at

<https://www.dbag.com/agm-2026/>

or by post or e-mail to the following address:

Deutsche Beteiligungs AG
c/o Computershare Operations Center
80249 Munich
Germany
E-mail: anmeldestelle@computershare.de

Where the authority is granted to the Company, separate proof of proxy will not be required. Similarly, an authority granted may be revoked directly vis-à-vis the Company by using the above-mentioned forms of transmission, including the shareholder portal. We kindly ask shareholders to submit authorities, proof thereof and any revocations of authority to the Company by no later than

Monday, 1 June 2026, 24:00 (CEST, time of receipt).

Pursuant to section 67c of the AktG, notification that the authority has been granted or revoked vis-à-vis the Company, and proof of authority granted to a proxy, may also be transmitted to the Company via intermediaries by no later than **Monday, 1 June 2026, 24:00 (CEST, time of receipt)**. (Please refer to the section "Information for intermediaries" below for more details.)

Attendees will also be able to grant authorities, provide proof thereof and revoke them in situ, at the entrance or exit desks of the Annual General Meeting, on the day of the meeting.

If a shareholder appoints several persons as proxies, the Company is entitled to reject one or several of these proxies. The option of appointing an individual representative each for the Annual General Meeting regarding Company shares held in different securities accounts remains unaffected.

Voting procedure for proxies nominated by the Company

The Company offers its shareholders the option of authorising voting proxies nominated by the Company prior to the Annual General Meeting. Shareholders who wish to authorise voting proxies nominated by the Company must have been entered in the share ledger according to the aforementioned provisions and register for the Annual General Meeting in good time.

The voting proxies nominated by the Company exercise their voting rights solely in accordance with the instructions they are given. In the absence of such instructions, the proxies nominated by the Company are not authorised to vote.

Timely registration in accordance with the above provisions notwithstanding, authorisation of and instructions to the voting proxies nominated by the Company must be sent to the Company in text form by no later than **Monday, 1 June 2026, 24:00 (CEST, time of receipt)**.

Shareholders who wish to authorise voting proxies nominated by the Company are asked to enter their authority and instructions via the password-protected shareholder portal on the Company's website at

<https://www.dbag.com/agm-2026/>

or to use the universal registration, authorisation, instruction, and postal voting form, which is both available on our website at <https://www.dbag.com/agm-2026/> and can be sent to the shareholders upon request, transmitting such fully completed form by post or via e-mail to the following address:

Deutsche Beteiligungs AG
c/o Computershare Operations Center
80249 Munich
Germany
E-mail: anmeldestelle@computershare.de

The time of receipt is authoritative in all cases. Granted authorities and instructions can be amended or revoked up until the date mentioned above and in the same manner.

Pursuant to section 67c of the AktG, authorities and instructions vis-à-vis voting proxies nominated by the Company can be granted, revoked, and changed by transmitting such messages to the Company via intermediaries by no later than **Monday, 1 June 2026, 24:00 (CEST, time of receipt)**. (Please refer to the section "Information for intermediaries" below for more details.)

Authorising voting proxies nominated by the Company does not preclude personal attendance at the Annual General Meeting. Should a shareholder decide to attend the Annual General Meeting, personally or via another proxy, and exercise their shareholder rights, despite having authorised a voting proxy nominated by the Company, personal attendance or attendance via another proxy will be deemed a revocation of the authority granted to the voting proxy nominated by the Company.

We also offer shareholders who are entered in the share ledger in accordance with the above provisions and who have not only registered for the Annual General Meeting in good time, but have also attended said meeting, to authorise the voting proxies nominated by the Company to exercise their voting rights at the Annual General Meeting. Shareholders may do so on the day of the Annual General Meeting until shortly before voting begins, in situ, at the entrance or exit desks of the Annual General Meeting.

Please note that the voting proxies nominated by the Company will not accept any instructions to ask questions or submit motions or ask procedural questions, or to raise objections against Annual General Meeting resolutions.

Procedure for postal voting (including electronic voting)

Shareholders or their proxies can vote by post as described below (including electronic voting), without attending the Annual General Meeting. Shareholders must be entered in the share ledger and must comply with the deadlines for registration as described above in this case,

too. Postal votes that cannot be allocated to a correct registration are null and void. The casting of votes by postal ballot is limited to the vote on the proposals for resolution submitted by the Board of Management and/or the Supervisory Board (including any adjustment to the proposals for resolution regarding profit appropriation to the number of shares that are entitled to dividend payments at the time of adopting such resolution), about which notice was given via the invitation to the Annual General Meeting, any counter-motions or election proposals made available by shareholders and voted upon pursuant to sections 126, 127 of the AktG, and any shareholder proposals announced or made available with a potential adjustment to the agenda in accordance with section 122 (2) of the AktG.

Timely registration in accordance with the above provisions notwithstanding, when casting a vote by postal ballot, this vote must be transmitted to the Company in writing or by way of electronic communication by no later than **Monday, 1 June 2026, 24:00 (CEST, time of receipt)**.

Shareholders who wish to cast their vote by postal ballot are asked to do so via the password-protected shareholder portal on the Company's website at

<https://www.dbag.com/agm-2026/>

or to use the universal registration, authorisation, instruction, and postal voting form, which is both available on our website at <https://www.dbag.com/agm-2026/> and can be sent to the shareholders upon request, transmitting such fully completed form by post or via e-mail to the following address:

Deutsche Beteiligungs AG
c/o Computershare Operations Center
80249 Munich
Germany
E-mail: anmeldestelle@computershare.de

The time of receipt is authoritative in all cases. Cast postal votes can be amended or revoked up until the date mentioned above and in the same manner.

Postal voting does not preclude attendance at the Annual General Meeting. Should a shareholder decide to attend the Annual General Meeting, personally or via a proxy, and exercise their shareholder rights, despite having cast their vote by post, personal attendance or attendance via proxy will be deemed a revocation of the vote cast by postal ballot.

Authorised intermediaries, shareholders' associations and other individuals or entities that are of equivalent standing pursuant to section 135 (8) of the AktG may also use postal voting.

Additional information regarding the exercise of voting rights by postal vote as well as authorisation of and instructions to the voting proxies nominated by the Company

Where conflicting statements are received on time prior to the Annual General Meeting, both via the shareholder portal and other transmission channels, it will only be the statements submitted via the shareholder portal that will be considered binding, independent of the time of receipt.

Where conflicting statements are received on time prior to the Annual General Meeting, but via differing transmission channels (other than the shareholder portal), statements transmitted by an intermediary pursuant to section 67c of the AktG will be prioritised in terms of their binding effect, followed by statements submitted via e-mail, while statements in any other kind of text form will be given the least priority, in each case independent of the time of receipt; postal ballots have priority over the granting of authorities and instructions to the Company's voting proxies. The last received timely revocation of a statement will prevail.

Where a separate vote is conducted with regard to an agenda item, without this having been communicated prior to the Annual General Meeting, the casting of votes and the instructions concerning this agenda item will be deemed to be the respective voting or instruction for each item covered by any such separate vote.

Voting per postal ballot or via authorities and instructions granted or issued regarding agenda item 2 (Resolution on the allocation of net retained profit) will remain valid even if the proposal for the allocation of profits changes due to an amended number of shares entitled to dividends.

Shareholder rights

(Information in accordance with sections 122 (2), 126 (1), 127, 131 (1) of the AktG)

Motions to extend the agenda pursuant to section 122 (2) of the AktG

In accordance with section 122 (2) of the AktG, shareholders whose combined shareholdings add up to one twentieth of the share capital, or to a proportional share of 500,000.00 euros, may demand that certain items be included in the agenda and communicated. Each new item to be added must be accompanied by an explanation or a proposal. The demand must be made to the Board of Management in writing and must reach the Company at least 30 days before the Annual General Meeting (not counting the date of the Annual General Meeting and the date of receipt), i.e., no later than

Saturday, 2 May 2026, 24:00 (CEST).

Please send any such demands to the following address:

Deutsche Beteiligungs AG
Board of Management
Untermainanlage 1
60329 Frankfurt/Main
Germany

Counter-motions and election proposals by shareholders pursuant to sections 126 (1) and 127 of the AktG

Shareholders may send counter-motions to proposals made by the Board of Management and/or the Supervisory Board on a particular item of the agenda, as well as proposals for the election of Supervisory Board members and/or external auditors. In accordance with section 126 (1) of the AktG, the Company makes counter-motions, including the shareholder's name, any reasons stated and any statement by the management, available on the Company's website at

<https://www.dbag.com/agm-2026/>

if it receives such counter-motions, including any reasons stated, no later than 14 days prior to the Annual General Meeting (with the date of the Annual General Meeting and the date of receipt not being counted in calculating this period), i.e. by no later than

Monday, 18 May 2026, 24:00 (CEST)

at the following address:

Deutsche Beteiligungs AG
Untermainanlage 1
60329 Frankfurt/Main
Germany
E-mail: hauptversammlung@dbag.de

Any motions addressed in a different manner will not be taken into consideration. The above provisions, which are based on section 127 of the AktG, apply accordingly to nominations by shareholders for elections to the Supervisory Board and/or for the election of external auditors.

The Company may decide not to publish a counter-motion, subject to the provisions of section 126 (2) of the AktG; for instance, because a counter-motion would cause a resolution by the Annual General Meeting to infringe statutory provisions or the Articles of Association. The reasons for a counter-motion (or an election proposal, if reasons are provided) need not be made available if they are more than 5,000 characters long. Furthermore, the Company is entitled to refrain from publishing election proposals by shareholders, except in the instances stated in section 126 (2) of the AktG, if the proposals do not include the nominee's name, profession and place of residence. In addition, nominations for elections to the Supervisory Board need not be published if the nomination does not contain information concerning offices held on other statutory supervisory boards.

Please note that even those counter-motions and nominations submitted to the Company in good time will only be taken into consideration if they are made or presented orally during the Annual General Meeting. The right of every shareholder to table counter-motions regarding each item of the agenda or submit nominations at the Annual General Meeting without having sent them to the Company previously shall remain unaffected.

Right to disclosure pursuant to section 131 (1) of the AktG

Section 131 (1) of the AktG stipulates that the Board of Management is to provide information about matters concerning the Company to all shareholders making an oral request at the Annual General Meeting, to the extent that the information is necessary for the proper assessment of an agenda item. This information obligation also extends to the Company's legal and commercial relations with affiliates and to the state of the Group and companies included in the consolidated financial statements. That is because under item 1 of the agenda, the consolidated financial statements and the combined management report of the Company and the Group are presented to the Annual General Meeting.

The Board of Management is entitled to refrain from answering certain questions for reasons stated in section 131 (3) of the AktG; for example, if the information, when adjudged applying prudent business judgement, is suited to cause a greater than insignificant disadvantage to the Company or an affiliated company. In accordance with Article 16 (3) of the Articles of Association, the person chairing the meeting may reasonably limit the shareholders' right to speak and ask questions. In particular, the chairperson is authorised, at the beginning of or during the Annual General Meeting, to set a time limit for the entire Annual General Meeting, for individual agenda items or for individual speakers or questioners.

Further comments and information on the Company's website

The information as per section 124a of the AktG regarding the Annual General Meeting is available to shareholders on the Company's website at

<https://www.dbag.com/agm-2026/>

If required, information and documentation to be made available will also be available for inspection during the Annual General Meeting. The voting results will be published on the same webpage following the Annual General Meeting.

Further explanations regarding shareholder rights under sections 122 (2), 126 (1), 127 and 131 (1) of the AktG are also available on the above website of the Company.

Information for intermediaries

Pursuant to section 67c of the AktG, registrations for the Annual General Meeting, authorisations and instructions granted to the voting proxies nominated by the Company, and third-party authorisations can also be transmitted to the Company via intermediaries in the ISO 20022 format (e.g. via SWIFT, CMDHDEMMXXX). Transmissions via SWIFT require an authorisation via the SWIFT Relationship Management Application (RMA).

Broadcasting of the Annual General Meeting

As per the authority in Article 16 (4) of our Articles of Association, we intend to audio and video stream the entire Annual General Meeting on the internet, thus making it public.

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

The Company's share capital at the time of convening the Annual General Meeting amounted to 66,733,328.76 euros, divided into 18,804,992 shares, each entitling the holder to one vote. This means that the total number of shares and voting rights amounted to 18,804,992 when the Annual General Meeting was convened. At the time of transmitting the invitation to the Annual General Meeting to the Federal Gazette, the Company held 1,463,341 treasury shares. Pursuant to section 71b of the AktG, these shares do not entitle the Company to any voting rights.

All the members of the Board of Management and the Supervisory Board intend to participate in the Annual General Meeting for the entire duration.

Frankfurt/Main, April 2026

Deutsche Beteiligungs AG

The Board of Management

Data protection information for shareholders of Deutsche Beteiligungs AG

The party responsible for the processing of your personal data in the context of the Annual General Meeting is Deutsche Beteiligungs AG, Untermainanlage 1, 60329 Frankfurt/Main, telephone: +49 69 95787-01, e-mail: datenschutz@dbag.de. You can reach DBAG's Data Protection Officer at: Deutsche Beteiligungs AG, Data Protection Officer, Untermainanlage 1, 60329 Frankfurt/Main, Germany, phone: +49 69 95787-01, e-mail: datenschutz@dbag.de.

DBAG processes your personal data in connection with the Annual General Meeting for the purposes of preparing and conducting the Annual General Meeting, of allowing shareholders and shareholder representatives to exercise their rights, and of meeting any other obligations under German public company law. The legal basis is the German Stock Corporation Act (Aktengesetz – AktG), in particular section 67e of the AktG in conjunction with Article 6 (1c) of the GDPR.

For further information on the processing of your personal data in the context of the Annual General Meeting, and on your rights (to request information, to rectification, restriction of processing, to object, to erasure, transfer of your data and on your right to lodge a complaint with the responsible supervisory authority) please also refer to <https://www.dbag.com/agm-2026/>. We would be happy to send you a copy by post. Please do not hesitate to contact the Data Protection Officer at any time, under the above contact details, with any questions you may have.