

Invitation to the 2024 Annual General Meeting

Date

Friday, 20 September 2024, 2:00 p.m.

Place

eco - Verband der Internetwirtschaft e.V.

Kubus

Lichtstr. 43 i

50825 Cologne

Agenda

1. Election of the recording secretary
2. Approval of the agenda
3. Report of the Executive Board
4. Resolution on the implementation of an employee participation program of DE-CIX Group AG and the associated issue of preference shares and the establishment of *DE-CIX Equity Management GmbH*

The General Meeting is asked to approve the following procedure for the implementation of an employee participation program of DE-CIX Group AG in 2025:

- a. The establishment of *DE-CIX Equity Management GmbH* by eco-Verband der Internetwirtschaft e.V. (hereinafter "eco") and the acquisition of all shares in this company by eco is approved.
- b. The increase of the share capital of DE-CIX Group AG by up to 10% through the issue of up to 110,000 registered preference shares with restricted transferability and no voting rights with an advanced dividend and an annual preference dividend per dividend-bearing preference which corresponds to a gross dividend of 4 % of the share purchase price determined in accordance with section 4 c, is approved.
- c. The acquisition of these shares by *DE-CIX Equity Management GmbH*, which is to be established, and the subsequent sale of the shares to the members of the DE-CIX Executive Competence Committee, the supervisory board members of DE-CIX Group AG and the eco Executive Board members Oliver Süme, Klaus

Landefeld, Norbert Pohlmann and Felix Höger (hereinafter "Beneficiaries") at a price corresponding to a premium of 10% of the difference between the upper and lower limit of the pro rata market value per share to the lower limit of the market value determined by an independent auditor in a court-proof IDW S1 report on the basis of the annual financial statements of DE-CIX Group AG for the year 2024 and the years 2025 and 2026 whereby each Beneficiary may acquire shares in DE-CIX Group AG in a maximum of three tranches for a period up of three years, either themselves or via a company controlled by them, and the maximum amounts may not be exceeded in accordance with the membership of the respective tier group. The Beneficiaries can receive loans from DE-CIX *Equity Management GmbH* at standard market conditions in order to refinance up to 50% of the shares that can be acquired.

- d. The General Meeting approves the amendments to the articles of association of DE-CIX Group AG required to implement the program

5. Report from the Management

6. Treasurer's report

7. Discharge of the Executive Board

8. Discharge of the Management and the Treasurer

9. Miscellaneous

Attachments

The appendices are part of the Agenda.

Agenda items 2, 3

For details, please refer to the eco - Annual Report 2023.

This is available for download at: <https://international.eco.de/event/eco-annual-general-meeting-2024/>

Agenda item 4

For details, please refer to the corresponding presentation and the FAQ.

Both documents are available for download at: <https://international.eco.de/event/eco-annual-general-meeting-2024/>

Agenda item 6

Please refer to the Treasurer's report for details.

This is available for download at: <https://international.eco.de/event/eco-annual-general-meeting-2024/>

Agenda item 7 - Discharge of the Executive Board

Individual voting on each board member, requiring a simple majority of valid votes.

Agenda item 8 - Discharge of the Management and the Auditor

Mr. Oliver Süme will put forward a motion to discharge the former CEO, Mr. Harald A. Summa (until 31.07.2023). (simple majority of valid votes required).

Mr. Oliver Süme will put forward a motion to discharge the CEO, Mr. Alexander Rabe. (simple majority of valid votes required).

Mr. Oliver Süme put forward a motion to discharge the CEO, Mr. Andreas Weiss (from 01.08.2023). (simple majority of valid votes required).

Mr. Oliver Süme will put forward a motion to discharge the Treasurer, Mr. Thomas Rickert, attorney-at-law. (simple majority of valid votes required).

End of the General Meeting approx. 17:00.