



## **Proposed resolutions of the Supervisory Board**

**for the**

**28<sup>th</sup> Annual General Meeting**

### **Agenda item 1:**

**Presentation of the approved annual financial statements and the management report of the Executive Board as well as the consolidated financial statements, the consolidated management report, the corporate governance report and the proposal for the appropriation of profits for the 2024 financial year, together with the report of the Supervisory Board on the 2024 financial year.**

A resolution on this agenda item is not required.

### **Agenda item 2:**

**Resolution on the appropriation of the balance sheet profit shown in the annual financial statements at December 31, 2024.**

The annual financial statements as of December 31, 2024 show a net loss. As there is no net profit, no resolution is required on this agenda item.

### **Agenda item 3:**

**Resolution on the discharge of the members of the Executive Board for the 2024 financial year.**

The Supervisory Board proposes to pass a resolution to discharge the members of the Executive Board in office in the 2024 financial year, for this period.

**Agenda item 4:**

**Resolution on the discharge of the members of the Supervisory Board for the 2024 financial year.**

The Supervisory Board proposes to pass a resolution to discharge the members of the Supervisory Board in office in the 2024 financial year, for this period.

**Agenda item 5:**

**Resolution on the determination of the remuneration of the members of the Supervisory Board for the 2024 financial year.**

The Supervisory Board proposes to determine the remuneration for the members of the Supervisory Board for the financial year from January 1, 2024 to December 31, 2024 at EUR 3,000.00 per meeting for the Chairman of the Supervisory Board, EUR 2,000.00 per meeting for each other member of the Supervisory Board and EUR 2,000.00 per meeting for the members of the Audit Committee.

The Supervisory Board thus proposes a total remuneration of EUR 20,000.00.

**Agenda item 6:**

**Resolution on the remuneration report.**

The Supervisory Board proposes to adopt the remuneration report for the Executive Board and Supervisory Board members for the 2024 financial year, as made available on the website registered in the Company Register.

**Agenda item 7:**

**Elections to the Supervisory Board.**

Mag. Stephan Zöchling, Rajiv Bajaj and Mag. Friedrich Roithner have resigned from the Company's Supervisory Board with effect as of the end of the next General Meeting.

Pursuant to § 7 of the Articles of Association of the Company, the Supervisory Board consists of at least three members elected by the General Meeting. The Supervisory Board previously consisted of six members elected by the General Meeting. At the upcoming Annual General Meeting, three members are to be elected in order to maintain the number of six members elected by the General Meeting.

The Supervisory Board proposes that Dinesh Thapar, born on 28.07.1975, shall be elected to the Supervisory Board of the company with effect from the end of the Annual General Meeting on June 23, 2025, in accordance with § 7 of the Articles of Association and § 87 (7) of the

Austrian Stock Corporation Act (AktG), until the end of the Annual General Meeting that resolves on the discharge of the Supervisory Board for the 2029 financial year.

The Supervisory Board proposes that Ernst Chalupsky, born on 05.05.1954, shall be elected to the Supervisory Board of the company with effect from the end of the Annual General Meeting on June 23, 2025, in accordance with § 7 of the Articles of Association and § 87 (7) of the Austrian Stock Corporation Act (AktG), until the end of the Annual General Meeting that resolves on the discharge of the Supervisory Board for the 2025 financial year.

The Supervisory Board proposes that Ewald Oberhammer, born on 22.03.1974, shall be elected to the Supervisory Board of the company with effect from the end of the Annual General Meeting on June 23, 2025, in accordance with § 7 of the Articles of Association and § 87 (7) of the Austrian Stock Corporation Act (AktG), until the end of the Annual General Meeting that resolves on the discharge of the Supervisory Board for the 2025 financial year.

Dinesh Thapar, Ernst Chalupsky and Ewald Oberhammer have each has submitted a declaration within the meaning of § 87 (2) of the Austrian Stock Corporation Act (AktG), which has been made available on the Company's website together with the supporting documents of the Annual General Meeting.

The Annual General Meeting is bound by the nominations in the following manner. Proposals for the election of Supervisory Board members, including the declarations pursuant to § 87 (2) of the Austrian Stock Corporation Act (AktG) for each proposed person, must be made available on the Company's website by June 13, 2025, at the latest, otherwise the person concerned may not be included in the vote. This also applies to nominations of shareholders pursuant to § 110 of the Austrian Stock Corporation Act (AktG), which must be received by the Company in text form by no later than June 11, 2025, whereby reference is made to the details and requirements for considering such nominations in Section V paragraph 2 of the invitation.

Wels, June 2025

*The Supervisory Board*

***Disclaimer:*** *This is a working translation from the German language provided for purposes of convenience only. In case of any inconsistency, the German version shall prevail.*