

DÜRR GROUP.

DÜRR GROUP.

**SUSTAINABLE
AUTOMATION**

INVITATION TO THE ANNUAL GENERAL MEETING 2025

KEY FIGURES¹ DÜRR GROUP (IFRS)

		2024	2023	2024/2023 Change in %
Group as a whole (including environmental technology business)				
Incoming orders	€ million	5,137.2	4,615.5	11.3
Orders on hand (Dec. 31)	€ million	4,452.2	4,201.2	6.0
Sales revenues	€ million	4,698.1	4,627.3	1.5
Gross profit	€ million	1,012.0	1,005.1	0.7
EBITDA	€ million	368.3	322.2	14.3
EBIT before extraordinary effects	€ million	257.9	280.4	-8.0
EBIT	€ million	206.0	191.4	7.6
Net profit/loss	€ million	102.1	110.2	-7.3
EBIT margin before extraordinary effects	%	5.5	6.1	-0.6 pp
EBIT margin	%	4.4	4.1	0.3 pp
Earnings per share (basic)	€	1.47	1.62	-9.3
Earnings per share (diluted)	€	1.41	1.55	-9.0
Dividend per share	€	0.70 ²	0.70	-
Continued operations (excluding environmental technology business)				
Incoming orders	€ million	4,745.7	4,182.8	13.5
Orders on hand (Dec. 31)	€ million	4,160.6	3,886.9	7.0
Sales revenues	€ million	4,290.9	4,196.0	2.3
of which abroad	%	85.5	83.2	2.3 pp
Gross profit ³	€ million	903.3	901.3	0.2
EBITDA ³	€ million	307.5	261.9	17.4
EBIT before extraordinary effects ³	€ million	196.0	224.3	-12.6
EBIT ³	€ million	152.4	139.8	9.0
EBT ³	€ million	112.4	118.9	-5.5
Net profit/loss ³	€ million	62.4	71.0	-12.1
Free cash flow	€ million	129.6	60.9	112.9
Cash conversion rate	%	207.7	85.7	-
Net financial status (Dec. 31)	€ million	-396.2	-516.6	-
Net working capital (Dec. 31)	€ million	421.3	545.3	-22.7
Employees (Dec. 31)		18,604	19,320	-3.7
of which abroad	%	52.2	52.9	-0.7 pp
Gearing (Dec. 31)	%	24.5	30.5	-6.0 pp
Gross margin	%	21.0	21.5	-0.5 pp
EBIT margin before extraordinary effects	%	4.6	5.3	-0.7 pp
EBIT margin	%	3.6	3.3	0.3 pp
Net financial debt/EBITDA		1.3	1.6	-
ROCE	%	11.4	14.8	-3.4 pp

¹ Please note the information on page 30 of the annual report.

² Dividend proposal for the annual general meeting.

³ The key earnings figures for the continued operations include charges from allocation effects (€-16.7 million) attributable to the discontinued operation.

Minor variances may occur in the computation of sums and percentages due to rounding.

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DÜRR GROUP

Dürr Aktiengesellschaft

with registered office in Stuttgart
Carl-Benz-Strasse 34, 74321 Bietigheim-Bissingen, Germany

– Securities Identification Code (WKN) 556 520 –
– ISIN DE0005565204 –

DEAR SHAREHOLDERS,

You are hereby invited to the

**36TH ANNUAL GENERAL MEETING OF DÜRR AKTIENGESELLSCHAFT
ON FRIDAY, MAY 16, 2025, 11:00 AM (CEST),**

at the headquarts of
Dürr Aktiengesellschaft,

Carl-Benz-Strasse 34,
74321 Bietigheim-Bissingen, Germany

(Admission from 10:00 am (CEST)).

I. AGENDA

1. Presentation of the adopted annual financial statements of Dürr Aktiengesellschaft, the consolidated annual financial statements approved by the Supervisory Board and the combined management report of Dürr Aktiengesellschaft and the Dürr Group as well as the report of the Supervisory Board, for the 2024 fiscal year in each case, the Board of Management's proposal for appropriation of net income as well as the Board of Management's explanatory report on the disclosures pursuant to Sections 289a and 315a German Commercial Code (HGB) for the 2024 fiscal year

The aforementioned documents are available to the shareholders on the internet at www.durr-group.com/agm. The said documents will also remain available on this website during the Annual General Meeting.

The Supervisory Board has approved the annual financial statements and the consolidated annual financial statements. The annual financial statements have thus been adopted. Pursuant to the statutory provisions, therefore, no resolution is proposed for this item of business.

2. Appropriation of net income

The Board of Management and the Supervisory Board propose that the company's net income of EUR 663,491,865.32, reported in the annual financial statements of Dürr Aktiengesellschaft for the 2024 fiscal year, be appropriated as follows:

- Payout of a dividend of EUR 0.70 Euro per share (ISIN DE0005565204) on 69,202,080 shares EUR 48,441,456.00
- Balance carried forward to the next period EUR 615,050,409.32

Pursuant to Section 58 (4) sentence 2 German Stock Corporation Act (AktG), the entitlement to a dividend is due on the third business day following the resolution adopted at the Annual General Meeting, i.e., on Wednesday, May 21, 2025

3. Ratification of the acts of the members of the Board of Management for the 2024 fiscal year

The Supervisory Board and the Board of Management propose that the acts of the members of the Board of Management in office during the 2024 fiscal year be ratified for the 2024 fiscal year.

4. Ratification of the acts of the members of the Supervisory Board for the fiscal year 2024

The Board of Management and the Supervisory Board propose that the acts of the members of the Supervisory Board in office during the 2024 fiscal year be ratified for the 2024 fiscal year.

5. Resolution on the choice of auditor and group auditor as well as the auditor for the review of intra-year financial reports and the auditor for the sustainability report

Based on the recommendation of the Audit Committee, the Supervisory Board proposes

- 5.1 that Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Munich, be appointed as auditors of the annual financial statements and of the consolidated annual financial statements for the fiscal year 2025 and – where applicable – for the review of intra-year financial reports for the fiscal year 2025 and for the first quarter of the fiscal year 2026.

In its recommendation, the Audit Committee declared that its recommendation was free from any undue influence by third parties and that no restrictions had been imposed upon its choices pursuant to Article 16 (6) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council of April 16, 2014 on specific requirements regarding statutory audit of public-interest entities and repealing Commission Decision 2005/909/EC.

- 5.2 that Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Munich, be appointed as the auditor of the sustainability report for the fiscal year 2025.

The appointment of the auditor of the sustainability report by the Annual General Meeting takes place as a precautionary measure against the background of Directive (EU) 2022/2464 of the European Parliament and of the Council of December 14, 2022 amending Regulation (EU) No. 537/2014 and Directives 2004/109/EC, 2006/43/EC and 2013/34/EU („CSRD“) as regards corporate sustainability reporting, which must be transposed into national law.

The resolution will only be implemented if, pursuant to the law on the implementation of the CSRD, which was yet to be passed at the time of publication of the convening notice in the Federal Gazette, a sustainability report to be prepared for the 2025 fiscal year must be audited by an auditor appointed by the Annual General Meeting.

6. Elections to the Supervisory Board

The term of office of all Supervisory Board members representing the shareholders ends at the close of the Annual General Meeting on May 16, 2025. New members therefore need to be elected.

In accordance with Section 96 (1) and (2) and Section 101 (1) German Stock Corporation Act (AktG) and Sections 1, 6 and 7 (1) sentence 1 no. 1 German Co-determination Act (MitbestG), the Supervisory Board must be composed of six members elected by the employees and six elected by the shareholders, and contain at least 30% women and at least 30% men.

As the Supervisory Board has raised an objection with the Chair of the Supervisory Board, against fulfilment of the ratio by the Supervisory Board as a whole, pursuant to Section 96 (2) sentence 3 of the German Stock Corporation Act (AktG), the Supervisory Board must have at least two seats filled by women and at least two seats filled by men on both the shareholders' side and on the employees' side in order to comply with the minimum ratio requirement pursuant to Section 96 (2) sentence 1

of the German Stock Corporation Act (AktG). The composition of the Supervisory Board will comply with the legal requirements for the minimum quota of women and men if the nominated individuals are elected.

The Supervisory Board's nominations are based on the recommendation of its Nomination Committee, take account of the targets adopted by the Supervisory Board for its composition and aim to fulfil the skills profile developed by the Supervisory Board for the entire body. The skills profile and targets were approved by the Supervisory Board and are published, together with the implementation status, in the Corporate Governance Statement for the fiscal year 2024. This is available on our website at www.durr-group.com and will also be accessible there during the Annual General Meeting.

The Supervisory Board proposes that the following candidates be elected as shareholder representatives on the Supervisory Board for the period from the close of the 2025 Annual General Meeting until the close of the Annual General Meeting which passes resolutions on ratification for the 2028 fiscal year, i.e., for a period of four years.

The information provided in para. a) in each case relates to memberships of statutory supervisory boards required to be constituted by law, while the information provided under para. b) in each case relates to memberships of comparable German or foreign supervisory bodies of commercial enterprises.

1. **Dr. Rolf Breidenbach**, supervisory board member, resident in Dortmund
 - a) Additional Deputy Chair of the Supervisory Board of STIHL AG, Waiblingen;
Chair of the Supervisory Board of ZF Friedrichshafen AG, Friedrichshafen
 - b) Member of the Advisory Board of STIHL Holding AG & Co. KG, Waiblingen;
Member of the Advisory Board of Leopold Kostal GmbH & Co. KG, Lüdenscheid
2. **Prof. Dr. Dr. Alexandra Dürr**, professor of Neurogenetics and Research Team Leader, Paris Brain Institute, Paris, France, resident in Paris, France
 - a) No memberships of any statutory supervisory boards
 - b) No memberships of any comparable supervisory bodies
3. **Gerhard Federer**, independent consultant, resident in Gengenbach
 - a) Chair of the Supervisory Board of Homag Group AG, Schopfloch (part of the Dürr Group)
 - b) No memberships of any comparable supervisory bodies
4. **Dr. Markus Kerber**, entrepreneur, resident in Berlin
 - a) No memberships of any statutory supervisory boards
 - b) Chair of the Advisory Board of Heinz Dürr GmbH, Berlin
5. **Dr. Anja Schuler**, FMH (Swiss Medical Association), specialist in psychiatry and psychotherapy, resident in Zurich, Switzerland
 - a) Member of the Supervisory Board of Homag Group AG, Schopfloch (part of the Dürr Group)
 - b) No memberships of any comparable supervisory bodies

6. **Arnd Zinnhardt**, entrepreneur, resident in Königstein im Taunus
 - a) Member of the Supervisory Board of Grant Thornton AG (accountancy company), Düsseldorf
 - b) No memberships of any comparable supervisory bodies

The plan is to allow the Annual General Meeting to vote on the nominations individually (individual election). There has been a proposal from among Supervisory Board members that it re-elect Gerhard Federer as Chair of the Supervisory Board.

The Supervisory Board has received confirmation from the proposed candidates that they will be able to devote the necessary amount of time to the position.

Dr. Markus Kerber is Chair of the Advisory Board of Heinz Dürr GmbH, which holds a 26.2 % stake in Dürr Aktiengesellschaft. Prof. Dr. Dr. Alexandra Dürr is a member of the founding Dürr family and a minority shareholder in Heinz Dürr GmbH, which holds a 26.2 % stake in the company. In the Supervisory Board's assessment, the candidates nominated for election do not otherwise have any personal or business relationships with the company or its group companies or with any executive bodies of the company or with any of the company's major shareholders which require disclosure pursuant to C.13 of the German Corporate Governance Code as amended on April 28, 2022. In the assessment of the Supervisory Board, the candidates nominated for election are also independent of the Board of Management and of the company within the meaning of the German Corporate Governance Code as amended on April 28, 2022. The company does not have a controlling shareholder.

Further details about the candidates nominated for election to the Supervisory Board (including their CVs) will be printed following the agenda and can be viewed and downloaded as from the date of the notice convening the Annual General Meeting via our website at www.durr-group.com/agm. Furthermore, the documents will also be accessible there during the Annual General Meeting.

7. Approval of the audited remuneration report 2024

Pursuant to Section 162 German Stock Corporation Act (AktG), the Board of Management and the Supervisory Board have prepared a report on the remuneration accorded and owing to the members of the Board of Management and the Supervisory Board in the 2024 fiscal year, which will be submitted to the Annual General Meeting for approval in accordance with Section 120a (4) German Stock Corporation Act (AktG).

In accordance with Section 162 (3) German Stock Corporation Act (AktG), the auditor had conducted an audit of the Remuneration Report to determine whether the statutory particulars required pursuant to Section 162 (1) and (2) German Stock Corporation Act (AktG) have been provided. In addition to the statutory requirements, the auditor has also conducted a substantive audit. The statement on the audit of the Remuneration Report is attached to the Remuneration Report.

The Remuneration Report and the auditor's statement will be available on our website at www.durr-group.com/agm from the time that the Annual General Meeting is convened. The said documents will also remain available on this website during the Annual General Meeting.

The Supervisory Board and the Board of Management propose that the company's Remuneration Report for the 2024 fiscal year, prepared and audited in accordance with Section 162 German Stock Corporation Act (AktG), be approved.

8. Resolution on renewal of the authorization to enable virtual Annual General Meetings and corresponding amendment to the Articles of Association

The Annual General Meeting on May 12, 2023 authorized the Board of Management to arrange for the Annual General Meeting to be held without the physical presence of shareholders or their proxies at the venue of the Annual General Meeting (virtual Annual General Meeting). The authorization under Clause 16a of the Articles of Association applies to Annual General Meetings held up until August 31, 2025.

The law instituting virtual annual general meetings of public limited companies and amending provisions of the law on cooperatives and on insolvency and restructuring of July 20, 2022 (Federal Law Gazette of July 26, 2022, p. 1166 et seq.) also makes it possible to hold general meetings in the future, without the physical presence of shareholders or their proxies at the location of the general meeting (so-called virtual general meeting). Pursuant to Section 118a (1), sentence 1 of the German Stock Corporation Act (AktG), articles of association may provide for, or authorize the Board of Management to provide for, virtual general meetings.

The Board of Management of Dürr Aktiengesellschaft has not yet made use of the current authorization and intends to hold Annual General Meetings in person in the future. However, the company would like to have the option of holding a virtual general meeting if this seems necessary due to exceptional circumstances (such as renewed restrictions on public life). For this purpose, a new authorization should be created which is applicable up to August 31, 2027, which means that the Board of Management and Supervisory Board are keeping below the maximum statutory authorization period of five years.

Since the company's Annual General Meeting will in principle continue to take place in person, it is advisable, rather than mandating virtual general meetings in the Articles of Association, to authorize the Board of Management to determine the respective format of each Annual General Meeting. The decision to be taken by the Board of Management, in relation to each Annual General Meeting, on whether to hold the meeting in person or in virtual form, shall be made at its due discretion on the basis of the relevant factual criteria in each case. In this regard, the Board of Management will continue to make its decisions taking account of the interests of the company and its shareholders and keeping in mind the protection of shareholders' rights as well as such considerations as protecting the health of those involved, the effort and costs as well as sustainability considerations.

The members of the Supervisory Board, with the exception of the Chair, will still be permitted to participate in the virtual general meeting by means of video and audio transmission. Based on the experience of the last few Annual General Meetings and the continuous development of the technical facilities, the company is convinced that there are no disadvantages for the shareholders or the company associated with the virtual participation of the Supervisory Board members.

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

Article 16 a of the Memorandum and Articles of Association shall be re-worded as follows:

“Article 16a

Virtual General Meeting

- (1) The Board of Management is authorized to provide that any general meetings held on or prior to August 31, 2027 be held as virtual general meetings pursuant to section 118a of the German Stock Corporation Act (AktG). The provisions in this Articles of Association relating to the convening and conduct of the General Meeting of the company shall apply mutatis mutandis in the case of a virtual general meeting, unless otherwise provided under mandatory statutory provisions or unless the Articles of Association expressly provide otherwise.
- (2) The members of the Supervisory Board, with the exception of the Chair, are permitted to participate in the virtual general meeting by means of video and audio transmission.“

II. INFORMATION ON THE SUPERVISORY BOARD CANDIDATES NOMINATED FOR ELECTION UNDER ITEM 6 OF THE AGENDA

1. Dr. Rolf Breidenbach

Born 1963, nationality: German, resident in Dortmund
Undergraduate studies: Mechanical engineering, economics

1988 – 1991	PhD (Dr.-Ing.)
1989 – 1992	SHM Sinter - HIP - Materials, Aachen Head of Development and Production
1992 – 1994	RWTÜV Rheinisch-Westfälischer Technischer Überwachungsverein e.V., Essen, Senior Executive and Lead Auditor
1995 – 2004	McKinsey & Company, Düsseldorf Partner (2000 - 2004)
2004 – 2022	HELLA GmbH & Co. KGaA, Lippstadt Chair of the Board of Management
Since 2022	Member of Supervisory Board and Advisory Board, Consultant

Member of the Supervisory Board of Dürr Aktiengesellschaft since 2018

2. Prof. Dr. Dr. Alexandra Dürr

Born 1962, nationality: French, resident in Paris, France
Undergraduate studies: Medicine (Freiburg, Ulm, Montpellier and Paris)

1992	PhD Medical Degree (University of Ulm)
1998	PhD in Genetics (Denis Diderot University, Paris, France)
1999 – 2014	Specialist in neurogenetics (Pitié-Salpêtrière Hospital, Paris, France)
2009	Habilitation in research management (Pierre et Marie Curie University, Paris, France)
Since 2014	Professorship at the Sorbonne University, Paris, France
Since 2016	Coordinator of the National Centre of Excellence for Rare Diseases
Since 2019	Research Team Leader at the Paris Brain Institute, Paris, France
Since 2023	Chair of the Scientific Council of the Foundation for Medical Research

Member of the Supervisory Board of Dürr Aktiengesellschaft since 2006

3. Gerhard Federer

Born 1954, nationality: German, resident in Gengenbach
Undergraduate studies: Industrial engineering

1980 – 1982	PASCHAL-Werk G. Maier, Steinach Assistant to the Board of Management
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1982 – 1988	E. Scheurich Pharmawerk Head of Planning and Control / Marketing Controller
1988 – 1989	Heinrich Heine Head of Corporate Planning
1989 – 2003	Schoeller & Hoesch, Gernsbach / Glatfelter Company, USA
1989	Head of Finance and IT
1997	Commercial Director
2001	Vice President at the headquarters of the parent company Glatfelter Company, York PA, USA
2003 – 2013	Schunk-Group
2003	Managing Director of the holding company
2007	Chair of the holding company (CEO) Various international advisory and supervisory board posts within the Group

Member of the Supervisory Board of Dürr Aktiengesellschaft since 2016, Chair since 2020

Special expertise:

Financial expert with expertise in the field of accounting within the meaning of Section 100 (5) of the German Stock Corporation Act (AktG) and Recommendation D.3 of the German Corporate Governance Code

4. Dr. Markus Kerber

Born 1963, nationality: German, resident in Berlin

Undergraduate studies: Economics

1992	PhD in Social Sciences, University of Hohenheim
1992 – 1995	S. G. Warburg Ltd, London Associate Director, Equity Capital Markets
1995 – 1998	Deutsche Bank AG, London Director, Equity Capital Markets
1998 – 2009	GFT Technologies AG, Stuttgart Chief Financial Officer (until 2003), Member of the Supervisory Board (until 2009) Minority shareholder since 1998
2006 – 2009	Federal Ministry of the Interior, Berlin Head of Department, Policy Issues and International Analyses
2009 – 2011	Federal Ministry of Finance, Berlin Head of Department, Fiscal and Economic Policy Issues, International Fiscal Policy
2011 – 2017	Federation of German Industries (BDI), Berlin Chief Executive Officer and Member of the Presidential Board
2018 – 2021	Federal Ministry of the Interior, Building and Home Affairs, Berlin Permanent Secretary of State
Since 2022	CDU Federal Office, , Berlin Policy Coordinator

Member of the Supervisory Board of Dürr Aktiengesellschaft since 2023

5. Dr. Anja Schuler

Born 1961, nationality: German, resident in Zurich, Switzerland

Undergraduate studies: Medicine

1993	Dissertation License to practise medicine
1994 – 2004	Resident physician working in various departments at hospitals in Schaffhausen and Basel
2002	FMH specialist qualification in psychiatry and psychotherapy (Swiss Medical Association)
2003 – 2016	Self-employed psychiatrist and psychotherapist; group practice Frobenstrasse, Basel, Switzerland
Since 2020	Practice for psychotherapy, coaching and counselling, Zurich, Switzerland

Member of the Supervisory Board of Dürr Aktiengesellschaft since 2016

6. Arnd Zinnhardt

Born 1962, nationality: German, resident in Königstein im Taunus

Undergraduate studies: Economics

1988 – 1997	Ernst & Young, Frankfurt am Main Auditing activities with a focus on multinational industrial companies and banks as well as risk management systems
1997 – 2002	BDO AG, Frankfurt am Main Partner, Financial Services, Mergers & Acquisitions and due diligence audits
2002 – 2020	Software AG, Darmstadt; Member of the Board of Management (CFO) Areas of responsibility: Accounting & Finance, Treasury, M&A, Investor Relations, Business Operations including pricing, taxes and general services
Since 2021	Founder and Managing Director of Z5 Invest GmbH, Kelkheim (Taunus)

Member of the Supervisory Board of Dürr Aktiengesellschaft since 2020

Special expertise:

Financial expert with expertise in the field of auditing within the meaning of Section 100 (5) of the German Stock Corporation Act (AktG) and Recommendation D.3 of the German Corporate Governance Code as well as expertise in the application of financial reporting principles and internal control procedures

III. FURTHER INFORMATION ON CONVENING THE ANNUAL GENERAL MEETING

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

The company's capital stock amounts to EUR 177,157,324.80 and is divided into 69,202,080 no-par-value shares. Each no-par-value share confers one vote at the Annual General Meeting. The total number of shares and voting rights at the time of convening the Annual General Meeting therefore amounts to 69,202,080. The company holds no treasury shares at the time of convening the Annual General Meeting.

2. Preconditions for attending the Annual General Meeting and for exercising voting rights (including the evidence reference date pursuant to Section 123 (4) sentence 2 German Stock Corporation Act (AktG) and its significance)

Attendance at the Annual General Meeting and the exercise of shareholders' rights in particular voting rights shall be restricted to those who, at the end of business on the 22nd day before the Annual General Meeting, i.e. **at midnight on Thursday, April 24, 2025 (CEST)** (evidence reference date), are shareholders of the company (entitlement) and have registered for the Annual General Meeting with evidence of their entitlement. Their registration must be in text form and must be submitted in either German or English. Evidence of such entitlement can either be provided by the last intermediary in accordance with the requirements of Section 67c (3) German Stock Corporation Act (AktG) or otherwise by the last intermediary in text form in either German or English. Registration and evidence of shareholdings as of the evidence reference date must be received by the registration office specified below no later than **midnight on Friday, May 9, 2025 (CEST)**.

Registration office:

Dürr Aktiengesellschaft
c/o Computershare Operations Center
80249 Munich, Germany
Email: anmeldestelle@computershare.de

Registration for the Annual General Meeting, voting (also by proxy), the granting of proxies and issuance of instructions to voting proxies appointed by the company and the authorization of third parties can also be transmitted to the company via intermediaries in accordance with SRD II in conjunction with Implementing Regulation (EU) 2018/1212 in ISO 20022 format (e.g. via SWIFT, CMDHDEMMXXX) in accordance with Section 67c of the German Stock Corporation Act (AktG). Authorization via the SWIFT Relationship Management Application (RMA) is required for registration via SWIFT.

In relation to the company, attendance at the meeting and the exercise of shareholders' rights, in particular voting rights, as a shareholder shall apply only to those individuals who register by the specified deadline and have provided evidence of their entitlement to attend the Annual General Meeting and exercise their voting rights. In this regard, entitlement to attend the Annual General Meeting, to exercise shareholders' rights and the number of voting rights are measured exclusively accor-

ding to the shareholding contained in the aforementioned evidence presented by the shareholder as at the evidence reference date. The evidence reference date does not place any constraints on the saleability of the shares. Even if some or all of the shares are sold after the evidence reference date, entitlement to attend the Annual General Meeting, to exercise shareholders' rights and the number of voting rights shall be determined solely by the shareholder's shareholding as at the evidence reference date, i.e. any sales of shares after the evidence reference date shall have no impact on the entitlement to attend the Annual General Meeting, to exercise shareholders' rights or on the number of voting rights. The same applies to acquisitions and additional purchases of shares after the evidence reference date. Individuals who do not hold any shares as at the evidence reference date and only become shareholders after this date are not entitled to attend or vote at the Annual General Meeting. The evidence reference date is of no relevance for dividend entitlements.

Admission tickets to the Annual General Meeting will be sent to shareholders once the registration office has duly received the registration and evidence of shareholdings. In order to ensure timely receipt of their admission tickets, shareholders are kindly requested to ensure that their registration and evidence of shareholdings are sent in good time to the registration office at the aforementioned address.

3. Voting by proxy

a) Proxy voting by third parties

Shareholders may be represented at the Annual General Meeting by a proxy – such as a credit institution, an intermediary, a proxy advisor, a shareholders' association or other third party – and they may have their voting rights exercised by such a proxy. Even in such cases, however, registration for the General Meeting and evidence of shareholdings must be submitted by the specified deadline.

The grant of proxy, its revocation and the proxy notice to the company must be in text form (Section 126b German Civil Code (BGB)) unless a proxy is granted pursuant to Section 135 German Stock Corporation Act (AktG). When granting a proxy, shareholders may use the proxy form which they receive along with their admission ticket; however, shareholders may also grant a separate proxy in text form.

The proxy form will likewise be sent to shareholders or their proxies, free of charge, at any time on request and can also be downloaded at www.durr-group.com/agm.

The grant of proxy may be addressed to the proxy or to the company. Notice of a grant of proxy can be submitted by sending the notice to the following postal address or email address by **midnight on Thursday, May 15, 2025, (CEST)** (date of receipt):

Dürr Aktiengesellschaft
c/o Computershare Operations Center
80249 Munich, Germany
Email: anmeldestelle@computershare.de

Proxies can also be granted via the shareholder portal at www.durr-group.com/agm.

The aforementioned transmission channels are also available if the grant of a proxy is to take place by way of a declaration to the company; separate evidence of the grant of a proxy is not necessary in this case. The revocation or amendment of a proxy that has already been granted can likewise be communicated directly to the company through the aforementioned transmission channels.

On the day of the Annual General Meeting, it will also be possible to grant, give notice of and revoke a proxy at the checkpoints situated at the entrance and exit to the Annual General Meeting at the headquarters of Dürr Aktiengesellschaft, Carl-Benz-Strasse 34, 74321 Bietigheim-Bissingen, Germany. Notice of a proxy granted at or during the Annual General Meeting can be submitted by sending the notice by email to the address indicated above.

If a shareholder issues proxies to more than one person, the company may reject one or more of these individuals.

Proxies, including their revocation and the corresponding notice thereof to the company, issued to intermediaries, shareholders' associations, proxy advisors or other persons, referred to in Section 135 (8) German Stock Corporation Act (AktG), who offer to exercise voting rights on a commercial basis on behalf of shareholders at the Annual General Meeting, shall be subject to the statutory provisions, in particular Section 135 German Stock Corporation Act (AktG), as well as any additional requirements stipulated by the persons to be authorized. We ask our shareholders to coordinate with the persons to be authorized in this respect.

b) Voting by way of a proxy appointed by the company

In addition, we offer our shareholders the option of authorizing proxies appointed by the company to exercise their voting rights in accordance with their instructions prior to the Annual General Meeting. If proxies appointed by the company are authorized to vote, they must always be given instructions on how to exercise such voting rights. Without these instructions, the proxy is invalid. The individuals or entities appointed as proxies by the company are required to vote in accordance with instructions; they cannot exercise these voting rights at their own discretion. Please note that voting proxies can only exercise voting rights with respect to items on the agenda for which shareholders give clear instructions, and that the proxies cannot accept instructions on procedural motions either before or during the Annual General Meeting. Likewise, voting proxies appointed by the company cannot accept instructions to speak, raise objections to resolutions of the Annual General Meeting or to ask questions or submit motions. Even if a proxy appointed by the company is authorized to vote, timely receipt of registration and evidence of shareholdings are required in accordance with the aforementioned provisions on the requirements for attending the Annual General Meeting and exercising voting rights.

Shareholders will receive a form for appointing proxies and issuing instructions, as well as further information on attending the Annual General Meeting and exercising voting rights, along with their admission ticket to the Annual General Meeting. The proxy form will likewise be sent to shareholders or their proxies at any time on request and can also be downloaded at www.durr-group.com/agm.

The authorization of voting proxies appointed by the company and the issuance of instructions to them must be in text form (Section 126b BGB). Shareholders are requested to send proxy authorizations, with instructions to voting proxies appointed by the company, as well as their revocation or amendment, either by post or email, to the following address by **midnight on Thursday, May 15, 2025 (CEST)**:

Dürr Aktiengesellschaft
c/o Computershare Operations Center
80249 Munich, Germany
Email: anmeldestelle@computershare.de

Shareholders are kindly requested to use the form accompanying their admission ticket, which is sent to them following registration, and return it to the above address. Authorizations with instructions to voting proxies appointed by the company, which cannot be attributed beyond any doubt to a due and proper registration, will not be counted.

In addition, authorizations and instructions to company-appointed proxies can be issued, amended or revoked up until **midnight on Thursday, May 15, 2025, (CEST)**, via the shareholder portal, which can be accessed at www.durr-group.com/agm. We would like to point out that these functions will cease to be available on the shareholder portal upon expiry of the aforesaid deadline.

On the day of the Annual General Meeting, it will also be possible to grant, give notice of and revoke a proxy authorization at the checkpoints situated at the entrance and exit to the Annual General Meeting at the headquarters of Dürr Aktiengesellschaft, Carl-Benz-Strasse 34, 74321 Bietigheim-Bissingen, Germany. Notice of a proxy granted at or during the Annual General Meeting can be submitted by sending the notice by email to the address indicated above.

In the event that the shareholder or their proxy attends the Annual General Meeting in person, the voting proxy appointed by the company will not exercise any proxy authorization granted to them.

In the event that several separate votes are required for one agenda item without this having been announced in advance of the Annual General Meeting, a proxy authorization/instruction relating to this agenda item shall also be deemed to be the corresponding authorization/instruction for each sub-item requiring a separate vote.

All the aforementioned forms of participation and representation, in particular personal participation or participation by proxy, such as a credit institution, an intermediary or a shareholders' association, will not be affected by the offer to authorize a voting proxy appointed by the company and remain fully possible.

4. Postal voting

Shareholders who are entitled to vote or their proxies may also cast their votes, without attending the Annual General Meeting, either in text form (Section 126b German Civil Code (BGB)) or by means of electronic communication (postal voting). In this case, registration in due time and evidence of share ownership in accordance with the aforementioned provisions are still required.

Postal votes can be submitted by post or email up until **midnight on Thursday, May 15, 2025 (CEST)** (date of receipt) via the following contact channels:

Dürr Aktiengesellschaft
c/o Computershare Operations Center
80249 Munich, Germany
Email: anmeldestelle@computershare.de

Please use the form accompanying your admission ticket, which is sent to you following registration, and return it to the above address. Postal votes that cannot be attributed beyond any doubt to a due and proper registration shall not be counted.

Postal votes can also be submitted, amended or revoked up until **midnight on Thursday, May 15, 2025, (CEST)**, via the shareholder portal, which can be accessed at www.durr-group.com/agm. We would like to point out that these functions will cease to be available on the shareholder portal upon expiry of the aforesaid deadline.

In the event that several separate votes are required for one agenda item without this having been announced in advance of the Annual General Meeting, one vote cast on this agenda item shall also be deemed to have been cast overall for each sub-item requiring a separate vote.

Proxies, authorized intermediaries, shareholders' associations, proxy advisors or other persons contemplated by Section 135 (8) German Stock Corporation Act (AktG) who offer their professional services to exercise shareholders' voting rights at the Annual General Meeting can also use postal voting.

In the event that the shareholder (or their proxy) attends the Annual General Meeting in person, any postal vote previously cast shall not be counted.

5. Shareholders' rights pursuant to Sections 122 (2), 126 (1), 127 and 131 (1) German Stock Corporation Act (AktG)

Motions to include supplementary items on the agenda at the request of a minority pursuant to Section 122 (2) German Stock Corporation Act (AktG)

In accordance with Section 122 (2) German Stock Corporation Act (AktG), shareholders whose shares equal the aggregate of one twentieth of the capital stock or the proportional nominal amount of EUR 500,000, may request that items be placed on the agenda and published accordingly ("motion for supplementary items"). Each new item on the agenda must be accompanied by reasons or a draft motion. The request must be submitted in written or electronic form and must be received by the company by **midnight on Tuesday, April 15, 2025 (CEST)**. A request for the inclusion of supplementary items must be sent to the following address:

Board of Management
Dürr Aktiengesellschaft
Carl-Benz-Strasse 34
74321 Bietigheim-Bissingen, Germany
Email: hv2025@durr.com

The parties filing the motion have to provide evidence of the fact that they have been holders of a sufficient number of shares for the duration of the legally prescribed minimum holding period of at least 90 days prior to the date of receipt of the request and that they will hold the shares until a decision has been reached by the Board of Management on the relevant motion and, if the Board of Management does not allow the motion, that they will continue to hold the shares until the court has decided on the request for supplementary items (Sections 122 (2), (1) sentence 3, (3) and 70 German Stock Corporation Act - AktG). The rule in Section 121 (7) German Stock Corporation Act (AktG) shall apply accordingly in accordance with Section 122 (1) sentence 4 German Stock Corporation Act (AktG).

Motions and election nominations by shareholders pursuant to Sections 126 (1) and 127 German Stock Corporation Act (AktG)

Shareholders may submit motions relating to specific items on the agenda; this also applies to nominations for the election of Supervisory Board members and of auditors of the financial statements.

Motions submitted by shareholders, including the respective shareholder's name, the reasons for the motion and any comments by management will be made accessible to the relevant entitled persons set forth in Section 125 (1) to (3) German Stock Corporation Act (AktG) subject to the terms and conditions set forth therein (this includes shareholders who have requested it), provided that the shareholder has sent a counter-motion to the address specified below opposing a proposal of the Board of Management and/or the Supervisory Board with respect to a particular item on the agenda, including the reasons for the counter-motion, no later than 14 days prior to the Annual General Meeting of the company. The date of receipt is not to be counted in this regard. The latest possible date of receipt is **midnight on Thursday, May 1, 2025 (CEST)**. A counter-motion and/or the reasons therefor need not be made accessible where one of the exemptions pursuant to Section 126 (2) German Stock Corporation Act (AktG) applies.

No reasons need to be specified for election nominations submitted by shareholders pursuant to Section 127 German Stock Corporation Act (AktG). Election nominations are only made accessible if they contain the name, practiced profession and place of residence of the person nominated, and if, in the case of nominations for the election of Supervisory Board members, information has been provided about their membership of other statutory supervisory boards. Section 127 (1) German Stock Corporation Act (AktG) in conjunction with Section 126 (2) German Stock Corporation Act (AktG) specifies further situations in which election nominations need not be made accessible. In other respects the preconditions and provisions stipulating when motions are to be made accessible apply mutatis mutandis; in this case, too, **midnight on Thursday, May 1, 2025 (CEST)** is the latest possible deadline for receipt of election nominations, at the address specified below, in order for them to be made accessible.

Any motions (together with reasons) or election nominations submitted by shareholders pursuant to Section 126 (1) and Section 127 German Stock Corporation Act (AktG) must be addressed exclusively to:

Dürr Aktiengesellschaft
Legal Department
Carl-Benz-Strasse 34
74321 Bietigheim-Bissingen, Germany
Email: hv2025@durr.com

Motions and election nominations submitted by shareholders that are to be made accessible (including the name of the shareholder and – in the case of motions – the relevant reasons) will be made accessible, following receipt, on the internet at www.durr-group.com/agm. Any responses by the Management will also be made accessible at the specified website address.

Shareholder's right to information pursuant to Section 131 (1) of the German Stock Corporation Act (AktG)

Upon request, at the Annual General Meeting, each shareholder shall be provided with information by the Board of Management on the affairs of the company, including the legal and business relations of the company with affiliated companies, as well as on the situation of the Group and the companies included in the consolidated financial statements, to the extent that such information is necessary for a proper evaluation of the item on the agenda. Pursuant to Article 19 a of the Articles of Association, the Chair of the meeting may place a reasonable limit on the time allowed for shareholders to ask questions and speak.

6. Publications on the company's website

As soon as the Annual General Meeting has been convened, the following information and documentation will be available on the company's website at www.durr-group.com/agm (cf. Section 124a German Stock Corporation Act [AktG]):

- the content of the convening notice, with explanatory notes on the absence of a resolution on item 1 of the agenda, along with the total number of shares and voting rights at the time of the convening notice;
- the documentation to be made accessible to the Meeting.

This information and documentation will remain available on this website during the Annual General Meeting.

Further explanations and information on the rights of shareholders pursuant to Sections 122 (2), 126 (1), 127 and 131 (1) German Stock Corporation Act (AktG) are available to shareholders on the company's website at www.durr-group.com/agm.

Any counter-motions, election nominations and motions for supplementary items submitted by shareholders, which require publication and are received by the company in compliance with the time limits specified above, will likewise be made accessible on the aforementioned website.

The voting results will be published on the same website after the Annual General Meeting.

7. Internet-based shareholder portal

The company will maintain an internet-based shareholder portal via the „Shareholder Portal“ link at www.durr-group.com/agm. Duly registered shareholders (or their proxies) can, among other things, exercise their voting rights via the shareholder portal. In order to use the shareholder portal, shareholders or their proxies must log in there using the access code and password which they receive with their admission ticket. In order for the authorized proxy to use the password-protected internet service, the proxy must receive the corresponding access data from the relevant shareholder. The various options for exercising your rights appear in the form of buttons and menus on the user interface of the shareholder portal.

Shareholders will receive further details about the shareholder portal, and about registration and the terms of use, along with their admission ticket and on the internet at www.durr-group.com/agm.

Properly registered shareholders (and, if applicable, their proxies) can follow the entire Annual General Meeting by video and audio transmission via the „Shareholder Portal“ link on the website www.durr-group.com/agm.

In order to follow the Annual General Meeting and to use the shareholder portal, duly registered shareholders (or their proxies) require an internet connection and a device capable of connecting to the internet. In order to receive optimum audio and video transmission of the Annual General Meeting, a stable internet connection with a sufficient transmission speed is recommended.

The internet-based shareholder portal is an extra service provided for the Annual General Meeting of the company that is to be held in person. The company provides this additional service to duly registered shareholders (or their proxies) in order to enable and facilitate the participation and involvement in the Annual General Meeting of duly registered shareholders (or their proxies) to the extent and under the conditions described above. Via the internet-based shareholder portal, duly registered shareholders (or their proxies) may only take the aforementioned actions; in particular, they are not permitted to submit any supplementary or countermotions, make any election nominations to the Supervisory Board, make speeches, ask questions or propose motions at the Annual General Meeting, or raise any objections. Even though duly registered shareholders (or their proxies) can follow an audio and video transmission of the entire Annual General Meeting via the internet-based shareholder portal, they are not participants in the Annual General Meeting within the meaning of the German Stock Corporation Act (AktG).

8. Public broadcast of the Annual General Meeting

An audio and video transmission of the Annual General Meeting will be broadcast to all shareholders and the interested public up to the end of the report from the Board of Management, on the internet at www.durr-group.com/agm. Duly registered shareholders (and, if applicable, their proxies) can follow the entire Annual General Meeting by video and audio transmission via the internet-based shareholder portal, see Clause 7 above.

9. Information on data protection (privacy) for shareholders

Dürr Aktiengesellschaft processes the personal data of shareholders and shareholder representatives for statutory purposes, in particular for the organization of Annual General Meetings, and in individual cases to protect its legitimate interests. Information on the processing of your personal data can be found on the Internet at www.durr-group.com/agm.

Bietigheim-Bissingen, Germany, March 2025

Dürr Aktiengesellschaft with Registered Office in Stuttgart
– The Board of Management –

Please note: This is a convenience translation. Only the German text is legally binding.

DÜRR AKTIENGESELLSCHAFT

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Germany

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Email corpcom@durr.com

FINANCIAL CALENDAR 2025

May 13, 2025

Interim statement for
the first quarter of 2025

May 16, 2025

Annual general
meeting

August 7, 2025

Interim financial
report for the first
half of 2025

November 13, 2025

Interim statement for
the first nine months
of 2025