Enapter AG,
Düsseldorf
– ISIN DE000A255G02 –
– WKN A255G0 –

Unique event identifier: ENAPTERHV2026

Invitation to the Annual Shareholders' Meeting

We hereby invite our shareholders to the Annual General Meeting to be held on **September 22, 2026, at 9:00 a.m.** at the premises of

Haus der Wirtschaft Service GmbH, Kapstadtring 10, 22297 Hamburg

to attend the
Ordinary Annual Shareholders' Meeting

I. Agenda

1. Presentation of the adopted annual financial statements, the approved consolidated financial statements, the combined management report for Enapter AG and the Group for the fiscal year from January 1 to December 31, 2025, the Executive Board's explanatory report on the disclosures pursuant to Sections 289a, 315a of the German Commercial Code (HGB), as well as the Supervisory Board's report for the fiscal year from January 1 through December 31, 2025

The Supervisory Board has approved the annual financial statements prepared by the Executive Board in accordance with § 172 of the German Stock Corporation Act (AktG); the annual financial statements are thus adopted. In accordance with statutory provisions, the Annual General Meeting will therefore not pass any resolution on this agenda item.

2. Resolution on the discharge of the members of the Executive Board for the fiscal year 2025

The Executive Board and the Supervisory Board propose that the members of the Executive Board who served during the 2025 fiscal year be granted discharge for that period.

3. Resolution on the discharge of the Supervisory Board for the fiscal year 2025

The Executive Board and the Supervisory Board propose that the members of the Supervisory Board serving in the 2025 fiscal year be granted discharge for that period.

4. Resolution on the Election of the Auditor for the Annual Financial Statements and the Consolidated Financial Statements for the 2026 Fiscal Year

The Supervisory Board proposes that MSW GmbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Berlin, be elected as the auditor for the annual financial statements and the consolidated financial statements for the fiscal year 2026.

5. Elections to the Supervisory Board

Pursuant to Sections 95, 96(1), and 101(1) of the German Stock Corporation Act (AktG) in conjunction with Section 7(1), first sentence, of the Articles of Association, the Company's Supervisory Board consists of a total of four members, all of whom are elected by the Annual General Meeting.

The former Chairman of the Supervisory Board, Armin Steiner, resigned from the Company's Supervisory Board effective February 17, 2026. The terms of office of the three currently serving members of the Supervisory Board will end upon the conclusion of the Annual General Meeting on
September 22, 2026, which will resolve on the discharge of liability for the fiscal year ending December 31, 2025. Accordingly, new elections are due.

In light of the ongoing restructuring measures, one seat on the Supervisory Board is to remain vacant for the time being and will be filled at a later date through a court appointment.

Against this background, the Supervisory Board proposes that the following resolutions be adopted:

a) Ragnar Kruse, a resident of Hamburg and managing director of AI.GROUP Global GmbH, AI für Hamburg GmbH, AI.FUND Management GmbH, and AI.FUND GP GmbH,

   is re-elected to the company's Supervisory Board, provided that his term of office ends upon the conclusion of the Annual General Meeting that resolves on the discharge of liability for the fiscal year ending December 31, 2030.

As of the date of this notice, Ragnar Kruse is not a member of any statutory supervisory boards or comparable domestic or foreign supervisory bodies.

In the opinion of the company's Supervisory Board, Ragnar Kruse has no personal or business relationship with the company or its group companies, the company's governing bodies, or any shareholder holding a significant stake in the company that would require disclosure under C.13 of the German Corporate Governance Code.

b) Eva Katheder, a resident of Bad Vilbel and an independent management consultant,

is re-elected to the Supervisory Board, provided that her term of office ends upon the conclusion of the Annual General Meeting that resolves to grant discharge for the fiscal year
December 31, 2030.

As of the date of this notice, Eva Katheder is a member of the following statutory supervisory boards or comparable domestic and foreign supervisory bodies:

- Vice Chair of the Supervisory Board of 2invest AG, Heidelberg
- Vice Chair of the Supervisory Board of Delphi Group AG, Stuttgart
- Vice Chair of the Supervisory Board of Latonba AG, Heidelberg
- Vice Chair of the Supervisory Board of Pflege.Digitalisierung Invest AG, Heidelberg
- Vice Chair of the Supervisory Board of H2 Core AG, Düsseldorf
- Member of the Supervisory Board of DN Group AG, Düsseldorf
- Vice Chair of the Supervisory Board of Algene Holding SE, Düsseldorf
- Member of the Supervisory Board of Altech Advanced Materials AG, Frankfurt am Main

In the opinion of the company's Supervisory Board, Eva Katheder has no personal or business relationship with the company or its group companies, the company's governing bodies, or any shareholder holding a significant stake in the company that would require disclosure under C.13 of the German Corporate Governance Code.

c) Jens Foerst, a resident of Berlin and an independent management consultant,

is elected to the Supervisory Board, provided that his term of office ends upon the conclusion of the Annual General Meeting that resolves on the discharge of liability for the fiscal year ending December 31, 2030.

As of the date of this notice, Jens Foerst is not a member of any statutory supervisory boards or comparable domestic or foreign supervisory bodies.

In the opinion of the Company's Supervisory Board, Jens Foerst has no personal or business relationship with the Company or its group companies, the Company's governing bodies, or any shareholder holding a significant stake in the Company that would require disclosure under Section C.13 of the German Corporate Governance Code.

Concise résumés detailing relevant knowledge, skills, and experience for all members of the Supervisory Board are available on the company's website at https://enapterag.de/investor-relations/hauptversammlung/ under the heading "2026 Annual General Meeting."

6. Resolution on the creation of new authorized capital with the option to exclude subscription rights, while simultaneously canceling the existing authorized capital through a corresponding amendment to the Articles of Association

The Executive Board and the Supervisory Board propose that the following resolution be adopted:

Section 4(5) of the Articles of Association shall be amended as follows for the purpose of creating a new Authorized Capital 2026 while simultaneously canceling the existing Authorized Capital 2025, effective as of the date of entry of the corresponding amendment to the Articles of Association in the Commercial Register:

"The Executive Board is authorized, with the approval of the Supervisory Board, to increase the Company's share capital during the period up to September 21, 2031, by a total of up to EUR 16,035,961.00 through the issuance, on one or more occasions, of up to 16,035,961 new no-par value shares in exchange for cash and/or non-cash contributions (Authorized Capital 2026). Shareholders are generally entitled to subscription rights.

However, the Executive Board is authorized, with the approval of the Supervisory Board, to exclude shareholders' subscription rights in whole or in part. The exclusion of subscription rights is permitted only in the following cases:

(i) in the case of capital increases against cash contributions, if the Company's shares are traded on a stock exchange (regulated market or over-the-counter market, or the successors to these segments), the issued shares do not exceed 20% of the share capital, and the issue price of the new shares does not fall significantly below the market price of the Company's shares of the same class and with the same terms already traded on the stock exchange at the time the issue price is determined, as defined in Sections 203(1) and (2), 186(3), fourth sentence, of the German Stock Corporation Act (AktG), and all other requirements of § 186(3), fourth sentence, of the AktG are met. The 20% of the share capital is calculated based on the

The amount attributable to shares that are issued or sold during the term of this authorization, up to the time it is exercised, pursuant to other corresponding authorizations with the exclusion of subscription rights, in direct or analogous application of Section 186(3), fourth sentence, of the German Stock Corporation Act (AktG), to the extent that such offsetting is required by law. For the purposes of this authorization, in the event that new shares are underwritten by an underwriter who simultaneously undertakes to offer the new shares for purchase to one or more third parties designated by the Company, the issue price shall be the amount to be paid by such third party or parties;

(ii) *in the case of capital increases in exchange for contributions in kind, in particular for the acquisition of companies, parts of companies, and equity interests in companies, industrial property rights such as patents, trademarks, or licenses relating thereto, or other product rights, or other contributions in kind, including bonds, convertible bonds, and other financial instruments;*

(iii) *to the extent necessary to grant the holders or creditors of bonds issued by the Company or its group companies with option or conversion rights or obligations a subscription right to new shares to the extent to which they would be entitled following the exercise of their option or conversion right or following the fulfillment of an option or conversion obligation;*

(iv) *for fractional amounts arising as a result of the subscription ratio; or*

(v) *in other cases where an exclusion of subscription rights is in the best interests of the Company.*

The Executive Board is authorized, with the approval of the Supervisory Board, to determine the further content of the share rights and the other details of the capital increase and its implementation. The Executive Board is authorized to stipulate that the new shares, in accordance with Section 186(5) of the German Stock Corporation Act (AktG), are to be subscribed by a credit institution, a securities institution, or a company operating pursuant to Section 53(1), first sentence, or Section 53b(1), first sentence, or (7) of the German Banking Act, with the obligation to offer them to the shareholders for subscription.

The Supervisory Board is authorized to amend the Articles of Association in accordance with the respective amount of the increase in share capital from the Authorized Capital 2026."

Until the amendments to the Articles of Association proposed above for resolution are registered, the Executive Board remains authorized to utilize the existing Authorized Capital 2025, currently amounting to EUR 13,017.479.00, and to file any capital increases resolved from the Authorized Capital 2025 after the Annual General Meeting has been convened for entry in the Commercial Register in order of priority before the Authorized Capital 2026.

7. Resolution on the authorization to issue convertible bonds, warrants, and profit participation rights with or without conversion or subscription rights, as well as on the exclusion of subscription rights with simultaneous revocation of the previous authorization

The Executive Board and Supervisory Board propose that the following resolution be adopted:

a) Volume

The Executive Board is hereby authorized, subject to the simultaneous revocation of the authorization to issue convertible bonds and warrants, as well as participation rights with or without conversion or subscription rights, which was approved by the Annual General Meeting on

July 3, 2025, under agenda item 6, to issue convertible bonds or warrants, and, with the approval of theSupervisory Board, to issue, on one or more occasions, convertible and/or option bonds or profit participation rights, with or without conversion or subscription rights (collectively referred to hereinafter as “bonds”), with a total par value of up to EUR 50,000,000.00, through September 21, 2031. Holders of the bonds referred to in the preceding sentence may be granted conversion or subscription rights to up to 7,317,981 no-par shares of the Company, representing a proportionate amount of the share capital totaling up to EUR 7,317,981.00. The conversion and subscription rights may be satisfied from conditional capital to be resolved upon at this or future Annual General Meetings, from existing or future authorized capital, and/or from a cash capital increase, and/or from existing shares, and/or may provide for a cash settlement in lieu of the delivery of shares.

b) Consideration

The bonds may be issued in exchange for cash payments and also for contributions in kind, provided that the value of the contribution in kind equals the issue price. The bonds may also be issued, subject to the permissible maximum total par value, not only in euros but also in the legal currency of an OECD country.

c) Term

The bonds may be issued with or without a maturity date.

d) Issuance by a Group Company

The bonds may also be issued by a group company of the Company within the meaning of Section 18 of the German Stock Corporation Act (AktG), in which the Company holds a direct or indirect stake of at least 75%; in such a case, the Executive Board is authorized, with the approval of the Supervisory Board, to assume on behalf of the Company the guarantee for the respective convertible and/or option bonds and/or profit participation rights and to grant the holders of option and/or convertible bonds or profit participation rights option or conversion rights to shares of the Company.

e) Subscription Rights

Upon the issuance of the bonds, shareholders are entitled to statutory subscription rights, unless such rights are excluded in accordance with the provisions set forth below. If the bonds are issued by a group company as described above under d), the Company is obligated to ensure that shareholders are granted the statutory subscription right, unless the subscription right is excluded in accordance with the provisions below. The bonds may also be offered to an underwriter with the obligation to offer them to shareholders for subscription.

f) Exclusion of Subscription Rights

The Executive Board is authorized, with the approval of the Supervisory Board, to exclude shareholders' subscription rights

(i) to exclude fractional amounts from the subscription rights;

(ii) to offer convertible and/or option bonds and/or profit participation rights, which are accompanied by a conversion or subscription right, to individual investors for subscription, provided that, in accordance with
Section 186(3), fourth sentence, of the German Stock Corporation Act (AktG), the proportion of shares to be issued on the basis of these bonds does not exceed 20% of the share capital existing at the time this authorization takes effect and

at the time of the resolution to exercise the authorization, and the issue price of the bonds does not fall significantly below the theoretical market value of the bonds as determined using recognized methods of financial mathematics. The amount attributable to shares issued or sold pursuant to another corresponding authorization, with the exclusion of subscription rights, in direct or analogous application of

Section 186(3), fourth sentence, of the German Stock Corporation Act (AktG), to the extent that such an offset is required by law;

(iii) to offer participation rights without conversion or subscription rights to individual investors for subscription, provided that the issue price does not fall significantly below the theoretical market value of the participation rights as determined using recognized methods of financial mathematics and provided that the participation rights are structured solely in a manner similar to bonds, i.e., they do not confer membership-like rights or conversion or subscription rights to shares of the Company, do not grant a share in the liquidation proceeds, and the amount of the distribution is not based on the amount of net income for the year, retained earnings, or the dividend;

(iv) to the extent necessary to grant holders of exchange and subscription rights—which were granted by the Company or its group companies with respect to the Company's shares—a subscription right to debt securities issued pursuant to this authorization, to the same extentto the same extent as they would be entitled to upon exercising their conversion or subscription rights or upon fulfilling any conversion obligation (dilution protection),

(v) to the extent that bonds are issued in exchange for contributions in kind, in particular for the acquisition of companies, parts of companies, and interests in companies; industrial property rights, such as patents, trademarks, or licenses relating thereto; or other product rights or other contributions in kind, including bonds, convertible bonds, and other financial instruments, and the exclusion of subscription rights is in the Company's overriding interest, or

(vi) in other cases where the exclusion of subscription rights is in the best interests of the Company.

g) Subscription Price, Dilution Protection

In the case of convertible and/or option bonds and/or profit participation rights with conversion or subscription rights, an exchange or subscription ratio must be specified. The exchange ratio is determined by dividing the par value of a single bond by the set conversion price for one share. The exchange ratio may also be determined by dividing the issue price of a bond—which is below the par value—by the fixed conversion price per share. These provisions apply mutatis mutandis to the subscription ratio. The conversion, option, or subscription price to be set for a share must be at least 80% of the average market price of the Company's shares during the opening auction in XETRA®trading system on the Frankfurt Stock Exchange (or a successor system designated by Deutsche Börse AG) or, if there is no XETRA® trading in the Company's shares, on the stock exchange where the largest total number of the Company's shares was traded during those ten trading days.

In the event that, during the term of the bonds issued pursuant to this authorization, the Company increases its share capital by granting subscription rights to its shareholders, or issues additional bonds—including profit-participating bonds or profit-sharing rights—with conversion or subscription rights to shares of the Company, without simultaneously granting the holders of bonds issued pursuant to this resolution and bearing conversionor subscription rights, such as they would be entitled to upon exercising their conversion or subscription rights, the terms of issue of the bonds may, in particular, provide for the following provisions (anti-dilution clause):

(i) Capital Increase in Exchange for Contributions and Granting of Other Subscription Rights

In the event of a capital increase against contributions with the granting of subscription rights or the granting of other subscription rights, the conversion price shall be reduced by the value of the subscription right.

The "subscription right value" corresponds to (i) the average market price of the subscription rights to which shareholders are entitled during the last ten trading days of the subscription rights in the opening auction in XETRA® trading (or a successor system designated by Deutsche Börse AG) or, if there is no XETRA®trading in the Company's shares does not take place, trading in such shares on the Open Market of the Frankfurt Stock Exchange, or, if neither XETRA® trading in the Company's shares nor trading on the Open Market of the Frankfurt Stock Exchange takes place, the stock exchange on which the largest total number of the Company's shares was traded during those ten trading days, or, to the extent that trading in subscription rights does not take place on the XETRA® market, on the Open Market of the Frankfurt Stock Exchange, or on any other stock exchange, (ii) the value of the subscription right as determined by the conversion agent or subscription agent specified in the terms of issuance using actuarial methods.

(ii) Capital Increase from Company Funds

In the event of a capital increase from the company's own funds, the conditional capital existing to secure the conversion right shall increase in the same proportion as the share capital (Section 218 of the German Stock Corporation Act (AktG)). Upon exercise of their conversion right, bondholders shall be allocated as many additional shares as if they had already exercised their conversion right at the time of the capital increase from the company's own funds. Fractions of shares arising as a result of a capital increase from the company's own funds shall not be adjusted upon exercise of the conversion right.

(iii) Stock Split

If the number of shares changes without a change in the share capital (reclassification of the share capital), the provision set forth in (ii) above applies mutatis mutandis.

In any case, the proportionate amount of the share capital attributable to the shares to be subscribed for per bond may not exceed the issue price of the bond.

h) Additional Terms and Conditions of the Bonds

The Executive Board is authorized, with the approval of the Supervisory Board, to determine the further details of the issuance and terms of the bonds, in particular the term, issuance and exercise periods as well as termination, the issue price of the bonds, the interest rate, the denomination, and the adjustment of the subscription price, and to establish a mandatory conversion requirement.

8. Resolution on the partial cancellation of the WSV 2025 conditional capital, the creation of a new WSV 2026 conditional capital, and corresponding amendments to the Articles of Association

The Executive Board and Supervisory Board propose that the following resolution be adopted:

a) The WSV 2025 Contingent Capital shall be canceled in the amount of EUR 5,518,587.00, as it is not required to service exchange or subscription rights issued under the authorization to issue convertible and/or option bonds pursuant to the resolution of the Company's Annual General Meeting of July 3, 2025, under Agenda Item 6. Accordingly, in Section 4(6) of the Articles of Association, "EUR 11,629,173.00" is replaced by the amount "EUR 6,110,586.00," and the number "11,629,173" by the number "6,110,586."

b) The share capital is conditionally increased by up to EUR 7,317,981.00 through the issuance of up to 7,317,981 new no-par bearer shares, which are entitled to dividends from the beginning of the most recent fiscal year for which no resolution on the appropriation of profits has yet been passed (Conditional Capital WSV 2026). The conditional capital increase is intended to service bonds issued pursuant to the authorization resolution of the Annual General Meeting of September 22, 2026, under Agenda Item 7. The conditional capital increase will be carried out only to the extent that

   (i) the holders of convertible and/or option bonds and/or profit participation rights with conversion or subscription rights, which were issued by the Company or its subordinate group companies pursuant to the authorization resolution adopted at the Annual General Meeting on September 22, 2026, up to September 21, 2031, exercise their conversion or subscription rights, and the Company resolves to satisfy the conversion or subscription rights arising from this Conditional Capital WSV 2026, or

   (ii) the holders of convertible and/or option bonds and/or profit participation rights with conversion or subscription rights—who are obligated to convert—that were issued by the Company or its subsidiary group companiespursuant to the authorization resolution adopted at the Annual General Meeting on September 22, 2026, by September 21, 2031, fulfill their conversion obligation and the Company decides to satisfy the conversion or subscription rights from this Conditional Capital WSV 2026.

The shares will be issued in accordance with the provisions of the authorization resolution adopted by the Annual General Meeting on September 22, 2026, under Agenda Item 7, i.e., in particular, at a price of at least 80% of the average market price of the Company's shares over the last ten trading days prior to the Executive Board's resolution on the issuance of the bonds, in the opening auction in XETRA® trading on the Frankfurt Stock Exchange (or a successor system designated by Deutsche Börse AG) or, if no XETRA® trading in the Company's shares does not take place, on the stock exchange where the largest total number of the Company's shares was traded during those ten trading days, prior to the Executive Board's resolution on the issuance of the respective bonds, taking into account adjustments in accordance with the anti-dilution rules specified in the resolution of the aforementioned Annual General Meeting.

The Supervisory Board is authorized to amend the text of the Articles of Association in accordance with the respective scope of the increase in share capital from the Conditional Capital WSV 2026.

c) A new paragraph 9 with the following wording is added to Section 4 of the Articles of Association:

"The share capital is conditionally increased by up to EUR 7,317,981.00 through the issuance of up to 7,317,981 new no-par bearer shares, which are entitled to dividends from the beginning of the last fiscal year for which no resolution on the appropriation of profits has yet been passed (Conditional Capital WSV 2026). The conditional capital increase serves to service bonds issued pursuant to the authorization resolution of the Annual General Meeting of September 22, 2026, under Agenda Item 7. The conditional capital increase will be carried out only to the extent that

(i) the holders of convertible and/or option bonds and/or profit participation rights with conversion or subscription rights, which were issued by the Company or its subordinate group companies pursuant to the authorization resolution adopted at the Annual General Meeting on September 22, 2026, up to September 21, 2031, and who exercise their conversion or subscription rights

and the Company decides to satisfy the exchange or subscription rights arising from this Conditional Capital WSV 2026, or

(ii) the holders of convertible and/or option bonds and/or profit participation rights with conversion or subscription rights who are obligated to convert, which were issued by the Company or its subsidiary group companiespursuant to the authorization resolution passed at the Annual General Meeting on September 22, 2026, by September 21, 2031, fulfill their conversion obligation and the Company decides to satisfy the conversion or subscription rights from this Conditional Capital WSV 2026.

The shares will be issued in accordance with the provisions of the authorization resolution adopted by the Annual General Meeting on September 22, 2026, under Agenda Item 7; specifically, at least 80% of the average market price of the Company's shares over the last ten trading days prior to the Executive Board's resolution on the issuance of the bonds in the opening auction on the XETRA®trading on the Frankfurt Stock Exchange (or a successor system designated by Deutsche Börse AG) or, if no XETRA®trading in the Company's shares does not take place, on the stock exchange where the largest total number of the Company's shares was traded during those ten trading days, prior to the Executive Board's resolution on the issuance of the respective bonds, taking into account adjustments in accordance with the anti-dilution rules specified in the resolution of the aforementioned Annual General Meeting.

The Supervisory Board is authorized to amend the Articles of Association in accordance with the respective scope of the increase in share capital from the Conditional Capital WSV 2026."

9. Resolution on the Approval of the Compensation Report for the 2025 Fiscal Year

Pursuant to Section 162(1) of the German Stock Corporation Act (AktG), the Executive Board and Supervisory Board of the publicly traded company shall prepare annually a clear and comprehensible report on the compensation granted and owed by the company and by companies within the same group (Section 290 of the German Commercial Code (HGB)) to each individual current or former member of the Executive Board and the Supervisory Board during the most recent fiscal year. The Annual General Meeting of the publicly traded company resolves on the approval of this remuneration report for the preceding fiscal year, which has been prepared and audited in accordance with Section 162 of the German Stock Corporation Act (AktG).

Accordingly, a resolution on the compensation report is once again scheduled for this Annual General Meeting of Enapter AG. The Executive Board and the Supervisory Board have prepared the compensation report for the 2025 fiscal year in accordance with the requirements of Section 162 of the German Stock Corporation Act (AktG). The compensation report has been audited by the auditor and was issued on April 29, 2026, with an audit opinion in accordance with Section 162(3), third sentence, of the German Stock Corporation Act (AktG).

The Executive Board and the Supervisory Board propose

that the remuneration report for the 2025 fiscal year, prepared and audited in accordance with § 162 AktG, be approved.

The compensation report is available on the company's website under the heading "Investor Relations/Annual Shareholders' Meeting" at https://enapterag.de/investor-relations/hauptversammlung/.

10. Resolution on the Compensation of Supervisory Board Members

Pursuant to Section 113(3) of the German Stock Corporation Act (AktG), listed companies must pass a resolution on the compensation of Supervisory Board members at least once every four years. Pursuant to Article 12 of the Articles of Association of Enapter AG, the Annual General Meeting determines the compensation of the members of the company's Supervisory Board by resolution. The Annual General Meeting of Enapter AG last passed a resolution on the compensation for members of the Supervisory Board on July 3, 2025.

In light of the increased scope of ongoing advisory and oversight requirements, the compensation is to be raised to an appropriate level and the compensation system adjusted accordingly.

The Executive Board and the Supervisory Board propose that the following resolution be adopted to adjust the compensation system and to amend the specific compensation for the Supervisory Board:

a) Remuneration system for the Supervisory Board pursuant to Sections 113(3), first sentence, and 87a(1), second sentence, of the German Stock Corporation Act (AktG)

Remuneration System for the Supervisory Board pursuant to Sections 113 (3), first sentence, and 87a (1), second sentence, of the German Stock Corporation Act (AktG)

The compensation system takes into account the responsibilities and scope of duties of the members of the Supervisory Board. Through its responsibility for managing the

the company, establishing the principles of management, and overseeing the management activities of the Executive Board, the Supervisory Board contributes to advancing the business strategy and the long-term development of the company.

Due to the dynamic market environment in the field of hydrogen electrolysers and the associated ongoing need for consultation and oversight, the Supervisory Board generally meets at least once a month. This is necessary because the business model is characterized by high technological, regulatory, and economic demands, as well as increased capital market and financing requirements. This results in increased demands on the Supervisory Board's oversight and advisory activities. To ensure this significant time commitment is managed as efficiently as possible, meetings are primarily held online via videoconference. The compensation system accounts for the resulting ongoing preparation and follow-up work through an appropriate base compensation.

In addition to reimbursement of their out-of-pocket expenses and the value-added tax applicable to their compensation and expenses, the members of the Supervisory Board each receive a fixed annual compensation. There is no variable compensation component. In Enapter AG's view, a purely fixed compensation package is better suited to strengthening the independence of the Supervisory Board members and appropriately compensating them for their efforts.

Due to the special nature of Supervisory Board compensation, which is granted for activities that differ fundamentally from those of the company's and the Group's employees, a so-called vertical comparison with employee compensation is not applicable.

The amount of compensation is determined by the Annual General Meeting.

For members of the Supervisory Board who serve on the Supervisory Board only for part of the respective fiscal year, compensation is granted on a pro-rata basis. Compensation becomes due following the conclusion of the Annual General Meeting that accepts the annual financial statements for the respective fiscal year or decides on their approval.

The Annual General Meeting must pass a resolution on the compensation of Supervisory Board members at least every four years, whereby a confirmatory resolution is permissible. For the purpose of this proposal to the Annual General Meeting, the compensation system will be reviewed in a timely manner. The new provisions governing the compensation of Supervisory Board members shall apply for the first time to the fiscal year in which the respective change in compensation takes effect.

b) Resolution on Specific Compensation

Members of the Supervisory Board receive a fixed base compensation of EUR 20,000.00. The Chairperson receives double the base compensation. The Vice Chairperson receives one and a half times the base compensation. In addition, the company contributes to the costs of D&O insurance for the members of the Supervisory Board to an appropriate extent, with a maximum coverage amount of EUR 10,000,000.00 per Supervisory Board member. In all other respects, the provisions of § 12 of the Articles of Association apply.

II. Additional Information and Notes

1. Total Number of Shares and Voting Rights

As of the date of convening the Annual General Meeting, the Company's share capital consists of 32,071,922 no-par value bearer shares, each carrying the right to participate and vote. As of the date of convening, the Company holds no treasury shares. The total number of voting rights thus amounts to 32,071,922.

2. Requirements for Attending the Annual Shareholders' Meeting and Exercising Voting Rights

Only those shareholders who have registered with the company in a timely manner by submitting proof of their shareholding in German or English in writing (Section 126b of the German Civil Code (BGB)) are entitled to attend the Annual General Meeting and exercise their voting rights. To prove eligibility to attend and exercise voting rights, proof of share ownership in German or English in written form (§ 126b BGB) provided by the ultimate intermediary in accordance with § 67c(3) AktG is sufficient.

The proof of share ownership must refer to the close of business on the 22nd day prior to the Annual General Meeting (the so-called "record date"), i.e.,

August 31, 2026, at 12:00 a.m.

The registration and proof of share ownership must be submitted to the company at the address

Enapter AG
c/o UBJ. GmbH
Haus der Wirtschaft

Kapstadtring 10
22297 Hamburg
Email: hv@ubj.de

no later than

September 20, 2026, at 12:00 a.m.

.

Pursuant to Section 123(4), Sentence 5 of the German Stock Corporation Act (AktG), only those who have provided proof of share ownership in a timely manner are considered shareholders for the purposes of exercising participation and voting rights in relation to the company. The scope of participation and voting rights is determined exclusively by the shareholding as of the record date. The record date does not entail any restriction on the transferability of the shareholding.

3. Procedure for Voting by Proxy

Shareholders who do not attend the Annual General Meeting may have their voting rights exercised by a proxy—including, for example, an intermediary, a proxy advisor, or a shareholders' association—by granting the appropriate power of attorney. In this case as well, timely registration and proof of share ownership are required.

Powers of attorney that are not granted in accordance with Section 135 of the German Stock Corporation Act (AktG) to an intermediary, a shareholders' association, a proxy advisor, or another person deemed equivalent under Section 135(8) of the AktG must be in writing (Section 126b of the German Civil Code (BGB)).

A proxy form, which may be used but is not required, will be sent to shareholders along with their admission ticket and is available for download at

https://enapterag.de/investor-relations/hauptversammlung/.

If intermediaries or persons or associations deemed equivalent to them under Section 135(8) of the German Stock Corporation Act (AktG) (in particular shareholder associations and proxy advisors) are granted power of attorney, they must record the power of attorney in a verifiable manner (Section 135(1), second sentence, of the German Stock Corporation Act (AktG)).

We recommend that our shareholders consult with the aforementioned persons or associations regarding the form of the powers of attorney.

The granting or revocation of a power of attorney to the Company, as well as proof of a power of attorney granted to or revoked by a proxy, must be in writing (Section 126b of the German Civil Code (BGB)) and may be submitted to the Company by
September 21, 2026, at **12:00 a.m.** (based on receipt) to the following address:

Enapter AG
c/o UBJ. GmbH
Haus der Wirtschaft Kapstadtring
10
22297 Hamburg
Email: hv@ubj.de

On the day of the Annual General Meeting, the granting of a power of attorney, its revocation (if applicable), and proof of a power of attorney granted to a proxy or its revocation (if applicable) to the company may be submitted at the entrance and exit checkpoints for the Annual General Meeting.

If a shareholder authorizes more than one person, the company may, pursuant to Section 134(3), second sentence, of the German Stock Corporation Act (AktG), reject one or more of them.

As an additional service, we offer our shareholders the option of being represented at the Annual General Meeting by proxy holders designated by the company who are bound by instructions. In this case as well, timely registration and proof of share ownership are required.

If authorized, these proxies exercise voting rights exclusively in accordance with specific instructions and are not authorized to exercise voting rights without specific instructions from the shareholder. Likewise, proxies appointed by the company do not accept instructions to file objections to resolutions of the Annual General Meeting or to ask questions or submit motions.

A form for granting a power of attorney and issuing instructions to the proxy will be sent to shareholders along with their admission ticket and is available to shareholders at the website

https://enapterag.de/investor-relations/hauptversammlung/

.

For organizational reasons, powers of attorney and instructions for the proxies appointed by the company that are granted, amended, or revoked prior to the Annual General Meeting must be submitted in writing (§ 126b BGB) by no later than **September 21, 2026**, at **12:00 a.m.** (receipt) to the following address:

Enapter AG
c/o UBJ. GmbH
Haus der Wirtschaft Kapstadtring
10
22297 Hamburg
Email: hv@ubj.de

On the day of the Annual General Meeting, shareholders may still grant, amend, or revoke powers of attorney and instructions to the proxies designated by the company at the entrance and exit checkpoints until the start of voting.

4. Requests to Add Items to the Agenda Pursuant to Section 122(2) of the German Stock Corporation Act (AktG)

Shareholders whose shares together amount to one-twentieth of the share capital or the pro-rata amount of EUR 500,000.00 may request that items be added to the agenda and announced. Each new item must be accompanied by a statement of reasons or a draft resolution.

The request must be submitted in writing or in the electronic form specified in Section 126a of the German Civil Code (BGB) (i.e., with a qualified electronic signature) to the Company’s Executive Board and must be received by the Company no later than **midnight** on **August 22, 2026**.

Please send such a request to the following address:

Enapter AG
Executive Board
Bleichenbrücke 9
20354 Hamburg
Email (with a qualified electronic signature): info@enapterag.de

The petitioners must prove that they have been holders of the shares for at least 90 days prior to the date of receipt of the request and that they will continue to hold the shares until the Executive Board has decided on the request.

5. Counter-motions and nominations by shareholders

Counterproposals within the meaning of Section 126 of the German Stock Corporation Act (AktG), together with a statement of reasons, and nominations for election within the meaning of Section 127 of the German Stock Corporation Act (AktG), including the shareholder's name and any statement from management, will be published at the following website address

https://enapterag.de/investor-relations/hauptversammlung/

if they are received by the company by **midnight** on **September 7, 2026**, at the address

Enapter AG
c/o UBJ. GmbH
Haus der Wirtschaft Kapstadtring
10
22297 Hamburg
Email: hv@ubj.de

and the remaining requirements under Sections 126 and 127 of the German Stock Corporation Act (AktG) are met. Any statements from management will also be published at the aforementioned website. Counter-motions from shareholders addressed to any other party will not be considered.

6. Shareholders' Right to Information Pursuant to Section 131(1) of the German Stock Corporation Act (AktG)

At the Annual General Meeting, any shareholder may, pursuant to Section 131(1) of the German Stock Corporation Act (AktG), request information from the Executive Board regarding matters of the company, to the extent that such information is necessary for a proper assessment of the items on the agenda. The obligation to provide information also extends to the company's legal and business relationships with affiliated companies and to the financial position of the Group and the companies included in the consolidated financial statements.

7. Further explanations/disclosures on the company's website

Further explanations pursuant to Section 121(3), third sentence, No. 3 of the German Stock Corporation Act (AktG) regarding the rights of shareholders under Sections 122(2), 126(1), 127, and 131(1) of the German Stock Corporation Act (AktG) are available online at

https://enapterag.de/investor-relations/hauptversammlung/

under the heading “2026 Annual Shareholders’ Meeting.”

8. Website where the information pursuant to Section 124a of the German Stock Corporation Act (AktG) is available

The information pursuant to Section 124a of the German Stock Corporation Act (AktG) is made available to shareholders on the Company’s website at

https://enapterag.de/investor-relations/hauptversammlung/ under

the heading “2026 Annual General Meeting.”

9. Information on Data Protection

In connection with the conduct of the Annual General Meeting, the Company processes the following categories of personal data pertaining to shareholders, shareholder representatives, and guests: contact information (e.g., name or email address), information regarding the shares held by each individual shareholder (e.g., number of shares), and administrative data (e.g., voting card number/admission ticket number). The processing of personal data in connection with the Annual General Meeting is based on Article 6(1)(c) of the General Data Protection Regulation (GDPR). According to this provision, the processing of personal data is lawful if it is necessary for compliance with a legal obligation. The company is legally obligated to hold the Annual Shareholders’ Meeting. To fulfill this obligation, the processing of the above-mentioned categories of personal data is essential. Without providing their personal data, the company’s shareholders cannot register for the Annual Shareholders’ Meeting.

The company is responsible for data processing. The contact information for the data controller is as follows:

Enapter AG
Executive Board
Bleichenbrücke 9
20354 Hamburg
Email: info@enapterag.de

Personal data concerning the company's shareholders is generally not disclosed to third parties. In exceptional cases, third parties may also be granted access to this data if they have been commissioned by the company to provide services in connection with the conduct of the Annual General Meeting. These are typical AGM service providers, such as AGM agencies, attorneys, or auditors. Service providers receive personal data only to the extent necessary for the provision of the service.

Under the legally mandated right to inspect the list of attendees at the Annual General Meeting, other attendees and shareholders may view the data recorded about them in the list of attendees. Furthermore, in connection with requests to amend the agenda, counter-motions, or alternative election proposals that are subject to disclosure requirements, the personal data of shareholders and shareholder representatives who submit such motions will be published.

Depending on the specific case, the data mentioned above will be retained for up to three years (but no less than two years) after the conclusion of the Annual General Meeting and then deleted, unless further processing of the data is still necessary in individual cases to handle motions, decisions, or legal proceedings related to the Annual General Meeting.

Shareholders and shareholder representatives are entitled to the rights set forth in Articles 15–21 of the GDPR (the right of access to the personal data in question, the rights to rectification, erasure, and restriction of processing, as well as the right to data portability and the right to object to processing). With regard to the erasure of personal data, we refer to the statutory retention periods and Article 17(3) of the GDPR.

To exercise these rights, simply send an email to:

info@enapterag.de

In addition, shareholders and shareholder representatives also have the right to lodge a complaint with a data protection supervisory authority.

Shareholders and shareholder representatives may contact the company's data protection officer at the following address:

Enapter AG

Data Protection Officer Bleichenbrücke 9
20354 Hamburg
Email: info@enapterag.de

Düsseldorf, August 2026

Enapter AG
The
Executive
Board