

The logo for DMG MORI, consisting of the letters 'DMG MORI' in a bold, white, sans-serif font. The background of the entire page is a dense, repeating grid of small, grayscale photographs showing various industrial scenes, including factory floors, machinery, and workers. A large, stylized diamond shape is formed by a grid of these images, centered on the page.

**DMG MORI**

AKTIENGESELLSCHAFT

Manufacturing the Future.

**124<sup>TH</sup> ANNUAL  
GENERAL MEETING**

Bielefeld | ISIN-Code: DE0005878003 | Security Code Number (WKN): 587800

# 124<sup>TH</sup> ANNUAL GENERAL MEETING

**We hereby invite the shareholders<sup>1</sup> of our Company to attend the 124<sup>th</sup> Annual General Meeting which is scheduled to be held at 10:00 a.m. on Wednesday, 13 May 2026.**

**This year's Annual General Meeting will be held as a virtual meeting without the physical presence of shareholders or their proxy holders.**

The location of the meeting for the purposes of the law:

The Company's business premises at Gildemeisterstraße 60, 33689 Bielefeld, Germany.

<sup>1</sup> For reasons of better readability, gender-specific formulations are not used in this document. The form chosen refers equally to all persons of the female, male and diverse genders.

# MEETING NOTICE

## 124<sup>th</sup> Annual General Meeting of DMG MORI AKTIENGESELLSCHAFT

Overview with information pursuant to Section 125 of the German Stock Corporation Act in conjunction with Table 3 of the Implementing Regulation (EU) 2018 / 1212

### A | Specification of the message

- A1 Unique identifier of the event: 3618e68654edf011b55096c6c2a55906
- A2 Type of message: Convening of the Annual General Meeting

### B | Specification of the issuer

- B1 ISIN: DE0005878003
- B2 Name of issuer: DMG MORI AKTIENGESELLSCHAFT

### C | Specification of the Annual General Meeting

- C1 Date of the Annual General Meeting: 13 May 2026
- C2 Start of the Annual General Meeting: 10:00 a.m. (CEST)  
(corresponds to 08:00 a.m. UTC)
- C3 Type of Annual General Meeting: Virtual Annual General Meeting without physical presence of shareholders or their proxy holders
- C4 Type of Annual General Meeting: URL to the company's password-protected Annual General Meeting portal to follow the audiovisual broadcast and to exercise shareholders' rights:  
<sup>^</sup> <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>  
Location of the Annual General Meeting for the purpose of the German Stock Corporation Act:  
DMG MORI AKTIENGESELLSCHAFT,  
Gildemeisterstraße 60, 33689 Bielefeld, Germany
- C5 Record Date: 2026-04-21
- C6 Website for the Annual General Meeting/URL: <sup>^</sup> <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>

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# AGENDA

## **1 | Presentation of the adopted annual financial statements and the approved consolidated financial statements as of 31 December 2025, together with the management reports for DMG MORI AKTIENGESELLSCHAFT and the Group, the explanatory report of the Executive Board concerning the disclosures required under Sections 289a, 315a of the German Commercial Code (HGB) and the report of the Supervisory Board for the fiscal year 2025**

The annual financial statements and the management report, the consolidated financial statements and the group management report, the report of the Supervisory Board and the report of the Executive Board with the explanatory notes concerning disclosures required under takeover law were made available to the Annual General Meeting in a timely manner. The aforementioned documents also contain the explanatory report on the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (HGB) and the declaration on corporate governance with corporate governance reporting, as well as the remuneration report for the fiscal year 2025. These documents will also be made available and explained during the Annual General Meeting itself and will be accessible via the Company's website <sup>7</sup> <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>.

The Supervisory Board approved the annual financial statements and the consolidated financial statements prepared by the Executive Board in accordance with Section 172 of the German Stock Corporation Act (AktG) on 17 March 2026 and thus adopted the annual financial statements. It is therefore not necessary for the Annual General Meeting to adopt the annual financial statements or approve the consolidated financial statements pursuant to Section 173 of the German Stock Corporation Act (AktG), so no resolution will be passed on Agenda item 1.

## **2 | Resolution on the ratification of acts of the Executive Board**

The Executive Board and Supervisory Board propose the ratification of actions of the members of the Executive Board in office in the fiscal year 2025 be approved for the fiscal year 2025.

## **3 | Resolution on the ratification of acts of the members of the Supervisory Board**

The Executive Board and Supervisory Board propose that the actions of the members of the Supervisory Board in office in the fiscal year 2025 be approved for the fiscal year 2025.

## **4 | Resolution on the approval of the remuneration report**

In accordance with Section 162 of the German Stock Corporation Act (AktG), the Executive Board and Supervisory Board of a listed stock corporation must prepare a remuneration report on the remuneration of board members for the previous fiscal year and submit it to the Annual General Meeting for approval in accordance with Section 120a para. 4 of the German Stock Corporation Act (AktG). The remuneration report was audited by the auditor of DMG MORI AKTIENGESELLSCHAFT and issued with an audit opinion.

The annual preparation of the remuneration report in accordance with Section 162 of the German Stock Corporation Act (AktG) is the responsibility of the Executive Board and the Supervisory Board. It reports on remuneration in the fiscal year in which the activity on which the remuneration is based was performed in full.

From the time the Annual General Meeting is convened the remuneration report will be available on our website at <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>. The remuneration report will also be available there during the Annual General Meeting.

The Supervisory Board and Executive Board propose that the remuneration report for the fiscal year 2025, prepared and audited in accordance with Section 162 of the German Stock Corporation Act (AktG), be approved.

## **5 | Resolution on the appointment of the auditor and the auditor of the sustainability report**

The Supervisory Board proposes – on the recommendation of the Finance and Audit Committee –

- 5.1 |** to appoint PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, as auditor and group auditor for the fiscal year 2026;
- 5.2 |** to appoint PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, as the auditor of the sustainability report for the fiscal year 2026.

It is intended that the Annual General Meeting vote on agenda items 5.1 and 5.2 individually.

Directive (EU) 2022/2464 of the European Parliament and of the Council of December 14, 2022 (Corporate Sustainability Reporting Directive, CSRD) had not yet been implemented by the German legislator at the time of publication of this convening notice. Against this background, the election is subject to the proviso that the German legislator adopts a statutory provision as part of the implementation of Article 37 para. 1 of the Statutory Audit Directive (Directive 2006/43/EC, as last amended by Directive (EU) 2022/2464), which provides for the election of the auditor of the sustainability reporting by the Annual General Meeting and that this provision also covers the Company's fiscal year 2026.

In accordance with Article 16 para. 2 subpara. 3 of the EU Statutory Audit Regulation (Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014), the Finance and Audit Committee has declared that its recommendation is free from undue influence by third parties and that no restrictions have been imposed on it with regard to the selection of a particular auditor (Article 16 para. 6 of the EU Statutory Audit Regulation).

# ADDITIONAL INFORMATION CONCERNING THE CONVENING OF THE ANNUAL GENERAL MEETING

From the time the Annual General Meeting is convened, the documents listed under Agenda items 1 to 5 are available on the Company's website at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting). All documents will also be available there during the Annual General Meeting on **Wednesday, 13 May 2026**, which will be held as a virtual Annual General Meeting without the physical presence of shareholders or their proxy holders.

## 1 | Total number of shares and voting rights

At the time the Annual General Meeting is convened, the Company's share capital is divided into 78,817,994 no-par value shares. Each share grants one vote. At the time of convening the Annual General Meeting, the Company does not hold any treasury shares. The total number of shares and voting rights at the time the Annual General Meeting is convened is therefore 78,817,994.

## 2 | Company Virtual Annual General Meeting and exercisable shareholder rights

In accordance with Section 15 para. 10 of the Company's Articles of Association, the Executive Board is authorized to provide for a meeting to be held without the physical presence of shareholders or their proxy holders at the venue of the Annual General Meeting (virtual Annual General Meeting). The Executive Board has made use of this authorization and decided that the 124<sup>th</sup> Annual General Meeting 2026 will be held as a virtual Annual General Meeting in accordance with Section 118a of the German Stock Corporation Act (AktG).

This means the following in particular for this year's Annual General Meeting:

- The location of the meeting for the purposes of the German Stock Corporation Act shall be the Company's premises at Gildemeisterstraße 60, 33689 Bielefeld. The chairman of the meeting, the Company's Executive Board and the notary public, who will record the minutes of the Annual General Meeting, as well as the voting rights proxy holders designated by the Company will all be present during the Annual General Meeting.
- It is not possible for shareholders or their authorized representatives (with the exception of the proxy holders appointed by the Company) to participate on site.

Shareholders who have duly registered for the Annual General Meeting and their proxy holders have the opportunity to connect to the Annual General Meeting electronically via the Company's **password-protected Annual General Meeting portal** at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting) and to follow the Annual General Meeting live in audio and video ("**participation**") and to exercise their shareholder rights (for further details, see sections 4. - 14. below).

- Duly registered shareholders or their proxy holders can exercise their **voting rights by postal vote electronically** via the Company's password-protected Annual General Meeting portal at <sup>7</sup> <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting> or **in accordance with Section 67c of the German Stock Corporation Act (AktG), via intermediaries** to the SWIFT address specified below in section 4 in accordance with SRD II in conjunction with the Implementing Regulation (EU 2018/1212) in ISO 20022 format, as well as in writing, i.e. by post or e-mail to the address of DMG MORI AKTIENGESELLSCHAFT (for further details, see sections 7. and 8. below). It is also possible to entrust the proxy holders appointed by the Company with the exercise of voting rights in accordance with instructions (for further details, see section 9. below). There are no other options for exercising voting rights. Voting rights can be exercised electronically, i.e. via the Company's password-protected Annual General Meeting portal, by means of electronic absentee voting and by electronically authorizing the proxy holders appointed by the Company until the time specified by the chairman of the meeting on the day of the Annual General Meeting in the context of voting. For organizational reasons, shorter deadlines apply to the written exercise of voting rights or the written appointment of proxy holders nominated by the Company (for further details, see sections 7., 8. and 9. below).
- Shareholders connected to the Annual General Meeting electronically are granted the right to speak and request information at the meeting by means of video communication, as well as the right to submit motions and nominations. They are also granted the right to object to a resolution of the Annual General Meeting by means of electronic communication.
- Shareholders who have duly registered for the Annual General Meeting also have the right to submit statements prior to the meeting by means of electronic communication.
- The minimum technical requirement for a live video feed is an internet-enabled device with a camera and microphone as well as a stable internet connection.

### 3 | Activation of the Annual General Meeting portal

The Annual General Meeting portal is expected to be activated on 21 April 2026.

To connect electronically to the virtual Annual General Meeting via video communication, shareholders require internet access and a suitable device (e.g. laptop, PC, smartphone or tablet with camera and microphone).

### 4 | Proof of entitlement, registration for the Annual General Meeting, explanation of the significance of the Record Date and generation of personal access credentials

Only those shareholders are entitled to exercise their voting rights and other exercisable shareholder rights who provide proof of share ownership in text form (Section 126b German Civil Code, BGB) through the **last intermediary in accordance with Section 67c para. 3 of the German Stock Corporation Act (AktG)**. Pursuant to Section 123 para. 4 sentence 2 of the German Stock Corporation Act (AktG), the proof must refer to the close of business on the 22<sup>nd</sup> day before the virtual Annual General Meeting - i.e. **Tuesday, 21 April 2026, 24:00 hours (CEST)** (hereinafter "**Record Date**").

In relation to the Company, only those shareholders who have provided proof are deemed to be shareholders for the purposes of exercising voting rights and other exercisable shareholder rights. The entitlement to exercise voting rights and other exercisable shareholder rights is based solely on the shareholder's shareholding on the record date.

The registration and proof of shareholding must be received by the registration office specified below **by Wednesday, 6 May 2026, 24:00 hours (CEST)** at the latest. The registration and proof of shareholding must be in German or English. Text form (Section 126b BGB) is sufficient for the registration and proof of shareholding.

Alternatively, the registration and proof of shareholding can be sent to the Company via intermediaries in accordance with **Section 67c of the German Stock Corporation Act (AktG)** to the **SWIFT address** below by no later than **Wednesday, 6 May 2026, 24:00 hours (CEST)** (receipt decisive):

Shareholders who wish to use **SWIFT communication** are requested to contact their respective last intermediary, e.g. their custodian bank.

The relevant address data for registration (as well as for casting postal votes, authorizations, issuing instructions to proxy holders, changes and revocations) are as follows:

**DMG MORI AKTIENGESELLSCHAFT**  
**c/o Computershare Operations Center**  
**80249 Munich**  
**Germany**  
**E-Mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**  
**SWIFT: CMDHDEMXXX;**

Instructions according to ISO 20022;

Authorization via SWIFT Relationship Management Application (RMA) required

After receipt of the registration and proof of shareholding, shareholders or their authorized representatives will be sent registration confirmations including the access data for using the Annual General Meeting portal. The confirmation of registration is required in order to use the Company's password-protected Annual General Meeting portal. In order to ensure timely receipt of the registration confirmation, we ask shareholders to ensure that they send their registration and proof of shareholding to the Company in good time. This does not constitute a restriction on the exercise of voting rights or other exercisable shareholder rights.

## 5 | Record Date

The Record Date does not mean that the shares are blocked. Even if the shares are sold, either fully or partially, after the Record Date, it is only the shareholding on the Record Date that determines the participation and the voting rights. The same applies to share purchases after the Record Date. Those who do not own shares on the Record Date and only become shareholders afterwards are not entitled to participate or vote, but they can appoint a proxy. The record date has no significance for the entitlement to receive the compensation payment under the domination and profit and loss transfer agreement.

Typically, custodian banks handle the necessary registration and transmission of proof of share ownership for their customers. We therefore ask shareholders to arrange the necessary registration with their custodian bank as early as possible. When exercising their shareholder rights, shareholders should note that delays may be incurred when sending documents by post.

## 6 | Video and audio transmission of the Annual General Meeting

For duly registered shareholders or their proxy holders, the entire Annual General Meeting on **Wednesday, 13 May 2026, from 10:00 a.m. (CEST)**, including the answering of questions during the Annual General Meeting and the voting, will be broadcast live in audio and video via the Company's password-protected Annual General Meeting portal at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting). Shareholders will receive the necessary access data with the registration confirmation.

There is no freely accessible video and audio transmission of the Annual General Meeting.

The list of participants will be available to all duly registered shareholders who have connected electronically via the Annual General Meeting portal prior to the first vote.

## 7 | Procedure for voting by postal ballot

Only those shareholders who have duly registered and provided proof of eligibility are entitled to exercise their voting rights by postal vote.

Votes may be cast by postal vote either **electronically**, i.e. using the Company's password-protected Annual General Meeting portal at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting), or in accordance with **Section 67c of the German Stock Corporation Act (AktG) via intermediaries** to the SWIFT address stated in section 4. above as well as **in writing**, i.e. by post or e-mail also to the address stated in section 4.

If the postal vote is cast **electronically**, i.e. via the Company's password-protected Annual General Meeting portal, the postal vote can be cast via the Company's password-protected Annual General Meeting portal until the time specified by the chairman of the meeting on the day of the Annual General Meeting (**Wednesday, 13 May 2026**) as part of the voting process

However, a postal vote cast in accordance with **Section 67c of the German Stock Corporation Act (AktG) via intermediaries** to the SWIFT address specified in section 4 as well as a postal vote cast **in writing**, i.e. by post or e-mail, must be received by the Company's address specified in section 4 by **Tuesday, 12 May 2026, 18:00 hours (CEST)** (receipt by the Company) at the latest. A form for voting by postal vote will be sent with the registration confirmation after proper registration.

Votes already cast electronically, i.e. via the Company's password-protected Annual General Meeting portal, can be amended or revoked electronically at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting) until the time specified by the chairman of the meeting on the day of the Annual General Meeting (**Wednesday, 13 May 2026**) as part of the voting procedure.

A change or revocation in writing should be sent to the above address by **Tuesday, 12 May 2026, 18:00 hours (CEST)** (receipt by the Company) and a corresponding form can also be downloaded from the Company's website at <sup>7</sup><https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>. It can also be requested by post or e-mail from the address given in section 4 above.

## 8 | Procedure for the exercise of voting rights and other exercisable shareholder rights by proxy holders

Shareholders who are unable or do not wish to exercise their voting rights or other exercisable shareholder rights in person may exercise these rights through a proxy, e.g. through an intermediary covered by Section 135 of the German Stock Corporation Act (AktG), a shareholders' association or another third party. Even then, timely registration and proof of share ownership are required for the relevant shareholding.

Shareholders entitled to vote may appoint a proxy by making a declaration directly to the Company electronically, i.e. via the Company's password-protected Annual General Meeting portal at <sup>7</sup><https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>, or in accordance with **Section 67c of the German Stock Corporation Act (AktG) via intermediaries** to the SWIFT address stated in section 4 as well as **in writing**, i.e. by post or e-mail to the addresses stated above in section 4.

The **revocation** of a proxy already granted can also be declared **directly to the Company** using the aforementioned communication channels. Separate proof of authorization is then no longer required.

Shareholders who wish to authorize a representative in writing by declaration directly to the Company, i.e. by post or e-mail to the address stated in section 4 above, are requested to use the forms provided by the Company for this purpose. A proxy form will be sent to the shareholders together with the registration confirmation after proper registration. The proxy form can also be requested by post or e-mail from the address stated above under section 4.

If the power of attorney is not granted directly to the Company, but to the representative (so-called internal power of attorney), the granting of the power of attorney, proof of authorization to the Company and, in principle, the revocation of the power of attorney must be in text form. Proof of a proxy granted internally can be provided by sending the proof by post or by e-mail to the address stated in section 4 above.

Shareholders are also requested to use the forms provided by the Company for issuing a proxy by declaration to the representative.

If the shareholder authorizes more than one person, the Company may reject one or more of them. Shareholders can find further details on the granting of proxies in the explanations in the proxy form or on the website <sup>7</sup><https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>.

When authorizing an intermediary covered by Section 135 of the German Stock Corporation Act (AktG), a voting rights advisor, a shareholders' association or a person who offers to exercise voting rights at the Annual General Meeting on a commercial basis, special features must generally be observed. There is no statutory text form requirement. However, the proxy declaration must be verifiably recorded by the proxy. It must also be complete and may only contain declarations

associated with the exercise of voting rights. The Company's Annual General Meeting portal can therefore not be used to authorize proxy holders in accordance with Section 135 of the German Stock Corporation Act (AktG). Proof of a power of attorney granted to such a proxy is also not possible via the Company's Annual General Meeting portal. Shareholders who wish to grant a proxy in accordance with Section 135 of the German Stock Corporation Act (AktG) are requested to coordinate the procedure and form of the proxy with the person to be authorized.

In any case, a proxy can only exercise the exercisable shareholder rights **electronically** if he or she has received the personal access data for the Company's password-protected Annual General Meeting portal from the shareholder and the proxy is registered as a proxy in the Company's password-protected Annual General Meeting portal.

In order to ensure that the authorized representative is deposited as an authorized representative, the following applies:

Electronic authorization can be submitted on the day of the Annual General Meeting (**Wednesday, 13 May 2026**) up to the time specified by the chairman of the meeting during voting via the Company's password-protected Annual General Meeting portal at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting).

However, for organizational reasons, a proxy authorization issued directly to the Company **via intermediaries** in accordance with **Section 67c of the German Stock Corporation Act (AktG)** to the SWIFT address stated under section 4 as well as a **written** proxy authorization, i.e. by post or email or proof of a proxy authorization issued to the representative must be received at the address stated above under section 4 by **Tuesday, 12 May 2026, 18:00 hours (CEST)** (receipt by the Company) at the latest.

By electronic means, i.e. via the Company's password-protected Annual General Meeting portal at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting), amendments and the revocation of already granted proxies together with instructions are possible until the time determined by the chairman of the meeting on the day of the Annual General Meeting (**Wednesday, 13 May 2026**) as part of the voting procedure.

Further information on registration, personal access data for the Company's password-protected Annual General Meeting portal and the granting of proxies can be found in the documents sent to registered shareholders and available at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting).

## 9 | Procedure for the exercise of voting rights by the proxy holders appointed by the Company

As a special service, the Company offers shareholders who have duly registered the opportunity to authorize proxy holders appointed by the Company. In addition to a power of attorney, the proxy holders appointed by the Company must also be given instructions for exercising voting rights. The proxy holders are obliged to vote in accordance with the instructions; they cannot exercise the voting rights at their own discretion. Please note that the proxy holders can only exercise voting rights on those items on the Agenda for which they have received instructions and that they cannot be instructed to submit motions or declare objections to resolutions of the Annual General Meeting.

The power of attorney and instructions to the proxy holders appointed by the Company must be submitted either **electronically**, i.e. via the Company's password-protected Annual General Meeting portal at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting) or in accordance with **Section 67c of the German Stock Corporation Act (AktG) via intermediaries** to the SWIFT address stated in section 4 as well as **in writing**, i.e. by post or e-mail, to the address stated in section 4.

Shareholders will receive a form for issuing written authorization and instructions to the proxy holders appointed by the Company together with the registration confirmation after proper registration. The proxy authorization form can also be requested by post or e-mail at the address stated in section 4.

Shareholders who wish to authorize the proxy holders nominated by the Company electronically can submit proxies and voting instructions via the Company's password-protected Annual General Meeting portal by the time specified by the chairman of the meeting on the day of the Annual General Meeting (**Wednesday, 13 May 2026**) during voting at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting).

The proxy holders appointed by the Company will then exercise the voting rights in accordance with the instructions given to them in the vote that follows the formal conclusion of the question and answer session.

Shareholders who wish to authorize the proxy holders nominated by the Company **in accordance with Section 67c of the German Stock Corporation Act (AktG) via intermediaries** or **in writing**, i.e. by post or e-mail, may submit proxies together with instructions by **Tuesday, 12 May 2026, 18:00 hours (CEST)** (receipt by the Company) via the SWIFT address specified under section 4, by post or by e-mail to the address also specified above under section 4. The same applies to the **amendment and revocation** of powers of attorney and instructions issued, which should be made in this way.

By electronic means, i.e. via the Company's password-protected Annual General Meeting portal at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting), amendments and the revocation of already granted proxies together with instructions are possible until the time determined by the chairman of the meeting on the day of the Annual General Meeting (**Wednesday, 13 May 2026**) as part of the voting procedure.

Further information on registration, personal access data for the Company's password-protected Annual General Meeting portal and the granting of proxies as well as the relevant forms for granting a proxy can be found in the documents sent to shareholders.

## 10 | Further information on exercising voting rights

Shareholders and their proxy holders have the option of exercising their voting rights by postal vote or by authorizing the proxy holders appointed by the Company, as specified above. No resolution proposal will be submitted under Agenda item 1 and therefore no vote is planned (see explanation there). The planned votes on Agenda items 2 to 3 and 5.1 and 5.2 are of a binding nature, while the one on Agenda items 4 is of a recommendatory nature. Shareholders can vote "yes" (in favor) or "no" (against) or abstain from voting (abstention) in all votes.

If voting rights are exercised in due time in several ways (electronically via the Company's password-protected Annual General Meeting portal, via intermediaries pursuant to Section 67c para. 1 and para. 2 sentence 3 of the German Stock Corporation Act (AktG) in conjunction with Article 2 para.1 and para. 3 and Article 9 para. 4 of the Implementing Regulation ((EU) 2018/1212), by letter or e-mail) by postal vote or proxy and, if applicable, instructions are issued, these will be considered in the following order regardless of the time of receipt:

1. electronically via the Company's password-protected Annual General Meeting portal,
2. in accordance with Section 67c para. 1 and para. 2 sentence 3 of the German Stock Corporation Act (AktG) in conjunction with Article 2 para. 1 and para. 3 and Article 9 para. 4 of Implementing Regulation (EU) 2018/1212,
3. by e-mail,
4. in writing, i.e. by post.

If declarations with more than one form of exercising voting rights are received in the same way, the following applies: postal votes take precedence over the granting of power of attorney and, if applicable, instructions to the Company's proxy holders.

If an intermediary, a shareholders' association, a proxy advisor pursuant to Section 134a of the German Stock Corporation Act (AktG) or a person with equivalent status pursuant to Section 135 para. 8 of the German Stock Corporation Act (AktG) is not willing to act as a proxy, the Company's proxy holders are authorized to act as proxy holders in accordance with the instructions.

The last revocation of a declaration received in due time is decisive.

If an individual vote is held on an Agenda item instead of a collective vote, the postal vote or instruction submitted for this Agenda item applies accordingly for each item of the individual vote.

Votes or instructions on an agenda item that cannot be clearly identified will be counted as abstentions. Declarations that cannot be unequivocally attributed to a valid registration will not be considered.

#### **11 | Right to submit statements in accordance with Section 130a para. 1 to para. 4 of the German Stock Corporation Act (AktG)**

Prior to the Annual General Meeting, shareholders registered for the Annual General Meeting may submit statements on the items on the Agenda by means of electronic communication. Statements may be sent to the Company in text form, stating the first name, surname and address of the shareholder, exclusively by e-mail to [stuellungnahmen@dmgmori.com](mailto:stuellungnahmen@dmgmori.com) and must be received there by **7 May 2026, 24:00 hours (CEST)** at the latest. It is requested that the scope of the statements be limited to a reasonable amount to enable the shareholders to properly review the statements. They may not exceed 10,000 characters (including spaces).

Statements to be made accessible, including the name and place of residence or registered office of the submitting shareholder, will be published via the Company's password-protected Annual General Meeting portal at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting) by **8 May 2026, 24:00 hours (CEST)** at the latest. Any statements by the management will also be published via the Company's password-protected Annual General Meeting portal. For access to the Company's password-protected Annual General Meeting portal, please refer to the information in sections 3 and 4 above.

The opportunity to submit statements does not constitute an opportunity to submit questions in advance in accordance with Section 131 para. 1a of the German Stock Corporation Act (AktG). Any questions contained in statements will therefore not be answered in the virtual Annual General Meeting unless they are asked as part of the right to speak at the Annual General Meeting. Motions, election proposals and objections to resolutions of the Annual General Meeting contained in statements will also not be considered. These are to be submitted or made or declared exclusively via the channels specified separately in this invitation.

## **12 | Right to speak, right to submit motions and right to information**

Shareholders connected electronically to the Annual General Meeting have the right to speak, submit motions and request information at the Annual General Meeting.

Shareholders or their proxy holders have the right to speak at the Annual General Meeting by means of video communication in accordance with Section 130a para. 5 and para. 6 of the German Stock Corporation Act (AktG). Motions and election proposals (Section 118a para. 1 sentence 2 no. 3 of the German Stock Corporation Act (AktG)) as well as all types of requests for information including questions (Section 131 of the German Stock Corporation Act (AktG)) may form part of the speech. At the Annual General Meeting, shareholders or their proxy holders may also request information from the Executive Board on Company matters, the Company's legal and business relationships with affiliated companies and the situation of the Group and the companies included in the consolidated financial statements in accordance with Section 131 para. 1 of the German Stock Corporation Act (AktG), insofar as the information is necessary for the proper assessment of an item on the Agenda. In addition, in accordance with Section 131 para. 1d of the German Stock Corporation Act (AktG), the Annual General Meeting has the right to ask questions about all answers given by the Executive Board at the Annual General Meeting and about questions asked in speeches at the Annual General Meeting.

The prerequisite for exercising the right to speak, submit motions, request information and ask questions in accordance with this section is proper registration and electronic connection to the Annual General Meeting. For this purpose, please note the information above in sections 2 - 4. The rights to speak, submit motions, request information and ask questions may also be exercised by authorized third parties of a shareholder. However, the proxy holders appointed by the Company do not exercise these rights on behalf of the shareholders authorizing them.

To exercise the right to speak, submit motions, request information and ask questions, the password-protected Annual General Meeting portal offered by the Company at ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting). This means that shareholders must be connected electronically to the Annual General Meeting in order to exercise their right to speak (see sections 2 - 4). To

exercise this right, each shareholder or their proxy must first submit a request to speak via the "Request to speak" button provided in the Company's password-protected Annual General Meeting portal. This is only possible on the day of the Annual General Meeting from 9:30 a.m. (CEST) - half an hour before the start of the Annual General Meeting - until the time set by the chairman of the meeting on the day of the Annual General Meeting **(Wednesday, 13 May 2026)**.

The Company reserves the right to check the functionality of the video communication between the shareholder or proxy and the Company at the meeting beforehand and to reject the request to speak if the functionality is not ensured.

In accordance with Section 15 para. 5 of the Company's Articles of Association, the chairman of the meeting is also authorized to impose reasonable time limits on the shareholders' and shareholder representatives' right to speak ask questions. In particular, he is authorized to set a reasonable time frame for the entire course of the Annual General Meeting, for individual Agenda items and individual questions and speeches. This authorization also applies to the virtual Annual General Meeting.

The right to speak and the right to submit motions can only be exercised at the Annual General Meeting by means of video communication. It is intended that the chairman of the Annual General Meeting will stipulate in accordance with Section 131 para. 1f of the German Stock Corporation Act (AktG) that all types of information rights pursuant to Section 131 of the German Stock Corporation Act (AktG) may only be exercised at the Annual General Meeting by means of video communication via the Company's password-protected Annual General Meeting portal at <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>. No other submission of questions by means of electronic or other communication is intended either before or during the Annual General Meeting.

The general rights to refuse to provide information pursuant to Section 131 para. 3 of the German Stock Corporation Act (AktG) apply. The Executive Board may refrain from answering the questions, for example, because providing the information is likely to cause a significant disadvantage to the Company or an affiliated company according to sound business judgment (e.g. no disclosure of business secrets) or because it would make itself liable to prosecution by providing the information.

### **13 | Objection to the resolution of the Annual General Meeting**

Duly registered shareholders or their proxy holders who have exercised their voting rights have the right to vote during the Annual General Meeting by means of electronic communication via the Company's password-protected Annual General Meeting portal at <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting> to declare an objection to a resolution of the Annual General Meeting for the record. The proxy holders of the Company do not declare any objections to resolutions of the Annual General Meeting for the record.

## **14 | Information on shareholders' rights pursuant to Section 122 para. 2, Section 126 para. 1, Section 127 of the German Stock Corporation Act (AktG)**

### **14.1 | Motions for additions to the Agenda at the request of a minority pursuant to Section 122 para. 2 of the German Stock Corporation Act (AktG)**

Shareholders whose shares together amount to one twentieth of the share capital or a proportionate amount of € 500,000.00 of the share capital, the latter corresponding to 192,308 no-par value shares, may request that items be placed on the Agenda and published. The request must be addressed in writing to the Company's Executive Board and must be received by the Company no later than **Sunday, 12 April 2026, 24:00 hours (CEST)** (receipt by the Company). Each new item on the Agenda must be accompanied by a statement of reasons or a draft resolution. Motions by shareholders to add items to the Agenda in accordance with Section 122 para. 2 of the German Stock Corporation Act (AktG) must be sent to the following address of the Company for the attention of the Executive Board:

DMG MORI AKTIENGESELLSCHAFT  
Executive Board  
– Office of the Chief Executive Officer –  
Gildemeisterstraße 60  
33689 Bielefeld  
Germany

The applicants must prove that they have held the shares for at least 90 days prior to the date of receipt of the request and that they will hold the shares until the Executive Board decides on the request. Section 70 of the German Stock Corporation Act (AktG) applies when calculating the shareholding period. The day of receipt of the request is not included in the calculation. A postponement from a Sunday, a Saturday or a public holiday to a preceding or subsequent working day shall not be considered. Sections 187 to 193 of the German Civil Code shall not apply accordingly.

Additions to the Agenda that are to be announced are published in the Federal Gazette immediately after receipt of the request. They will also be published under ["https://en.dmgmori-ag.com/investor-relations/annual-general-meeting"](https://en.dmgmori-ag.com/investor-relations/annual-general-meeting) and communicated to the shareholders.

The proposed resolution announced as part of an admissible addition to the Agenda will be voted on during the Annual General Meeting.

### **14.2 | Countermotions and election proposals from shareholders in accordance with Sections 126 para. 1 and 127 of the German Stock Corporation Act (AktG)**

Shareholders may submit countermotions to proposals by the Executive Board and/or Supervisory Board on specific items on the Agenda as well as nominations for the election of Supervisory Board members or auditors.

In accordance with Sections 126 and 127 of the German Stock Corporation Act (AktG), counter-motions and election proposals to be made accessible are published by the Company on the Internet at <sup>7</sup> <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting> if they are sent to the address below with proof of shareholder status by no later than **Tuesday, 28 April 2026, 24:00 hours (CEST)** (receipt by the Company)

DMG MORI AKTIENGESELLSCHAFT  
Mrs. Andrea Müller  
Gildemeisterstraße 60  
33689 Bielefeld  
Germany  
E-Mail: [andrea.mueller@dmgmori.com](mailto:andrea.mueller@dmgmori.com)

Counter-motions or election proposals addressed otherwise will not be considered.

The exclusions set out in Section 126 para. 2 of the German Stock Corporation Act (AktG) apply.

Counter-motions and election proposals that must be made accessible in accordance with Section 126 or Section 127 of the German Stock Corporation Act (AktG) are deemed to have been submitted at the time of publication in accordance with Section 126 para. 4 of the German Stock Corporation Act (AktG). Voting rights can be exercised for these after proper registration in the ways described above (see above under section 4). If the person submitting the motion has not duly registered for the Annual General Meeting, the motion does not have to be dealt with at the Annual General Meeting.

Any comments from the administration will also be published at the above Internet address after 29 April 2026.

## 15 | Notes on data protection

If you register for the Annual General Meeting or issue a proxy, we will collect the personal data about you and/or your proxy that you provide to us when you register. This is done to enable shareholders to exercise their voting rights and other exercisable shareholder rights.

DMG MORI AKTIENGESELLSCHAFT processes your data as the controller in compliance with the provisions of the EU General Data Protection Regulation (GDPR) and all other relevant laws. Details on the handling of your personal data and your rights under the GDPR can be found on the Internet at <sup>7</sup> <https://en.dmgmori-ag.com/data-privacy-information>.

## 16 | UTC times (information according to Table 3 EU-DVO)

All times stated in the convocation are in Central European Summer Time (CEST), which is authoritative for Germany. In terms of Coordinated Universal Time (UTC), this corresponds to the ratio UTC = CEST minus two hours.

## 17 | Publications on the website

The content of this convocation, including the explanations if no resolution is to be passed on an item on the Agenda, the documents to be made available to the meeting, the total number of shares and voting rights at the time of convocation, requests by shareholders for additions to the Agenda within the meaning of Section 122 para. 2 of the German Stock Corporation Act (AktG) to be made available to the meeting without delay and numerous other items of information on the Annual General Meeting are also available on the Company's website at <https://en.dmgmori-ag.com/investor-relations/annual-general-meeting>.

Bielefeld, March 2026  
DMG MORI AKTIENGESELLSCHAFT  
The Executive Board

