

KOENIG & BAUER

Annual General Meeting 2024

Information pursuant to Section 125 of the German Stock Corporation Act in conjunction with Table 3 of the Commission Implementing Regulation (EU) 2018/1212 (EU-IR)

Type of Information	Information
A. Specification of the message	
1. Unique identifier of the event	Annual General Meeting of Koenig & Bauer AG formal specification according to EU-IR: 43bbd62128cfee11b52f00505696f23c
2. Art der Mitteilung	Notice of Annual General Meeting formal specification according to EU-IR: NEWM
B. Specification of Issuer	
1. ISIN	DE0007193500
2. Name of Issuer	Koenig & Bauer AG
C. Specification of the meeting	
1. Date of the Annual General Meeting	June 26, 2024 formal specification according to EU-IR: 20240626
2. Time of the Annual General Meeting	11:00 a.m. (CEST) formal specification according to EU-IR: 9:00 a.m. (UTC)
3. Type of General Meeting	Annual General Meeting (in-person meeting with physical presence of shareholders and their proxies) formal specification according to EU-IR: GMET
4. Location of the Annual General Meeting	Vogel Convention Center (VCC), Max-Planck-Str. 7/9, 97082 Würzburg, Germany

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Type of Information	Information
5. Record Date	<p>June 4, 2024, 24:00 hours (CEST)</p> <p>formal specification according to EU-IR: 20240604, 22:00 hours (UTC)</p>
6. Uniform Resource Locator (URL)	<p>https://investors.koenig-bauer.com/de/hauptversammlung/</p>
<p>D. Participation in the Annual General Meeting</p>	
1. Method of participation by shareholders	<ul style="list-style-type: none"> • In-person voting on site • by granting power of attorney to a third party or by granting power of attorney and issuing instructions to the proxies nominated by the company • by postal voting (electronically) (without physical participation) <p>formal specification according to EU-IR: PH, PX, EV</p>
2. Issuer deadline for the notification of participation	<p>June 19, 2024, 24:00 hours (CEST) (receipt of the registration is decisive)</p> <p>formal specification according to EU-IR: 20240619, 10:00 p.m. (UTC)</p>
3. Issuer deadline for voting	<p><u>In-person voting on site</u></p> <p>June 26, 2024, from 11:00 a.m. (CEST) up to the time determined by the chairperson of the meeting in the course of voting</p> <p>formal specification according to EU-IR: 20240626, from 9:00 a.m. (UTC) up to the time determined by the chairperson of the meeting in the course of voting</p> <p><u>Exercising voting rights by electronic postal vote</u></p> <p>via the InvestorPortal: June 25, 2024, 6:00 p.m. (CEST) (admission relevant)</p> <p>formal specification according to EU-IR: 20240625, 4:00 p.m. (UTC)</p> <p><u>by granting power of attorney and issuing instructions to the proxies nominated by the company</u></p> <p>per letter or email / electronically via the InvestorPortal: June 25, 2024, 6:00 p.m. (CEST) (admission relevant)</p> <p>formal specification according to EU-IR: 20240625, 4:00 p.m. (UTC)</p> <p>Shareholders attending in person and their proxies, to the extent that they have the right to sub-authorise, may</p>

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	<p>authorise and instruct proxies of the Company to exercise their voting rights during the General Meeting until voting commences.</p> <p><u>by granting power of attorney to a third party</u></p> <p>per letter or email / electronically via the InvestorPortal: June 25, 2024, 6:00 p.m.(CEST) (admission relevant)</p> <p>formal specification according to EU-IR 20240625, 4:00 p.m.(UTC)</p> <p>In addition, the proxy may prove that he:she has been granted a power of attorney by presenting the power of attorney at the entrance control on the day of the Annual General Meeting. The revocation may also be declared by the shareholder's personal appearance at the Annual General Meeting.</p> <p>Shareholders appearing in person as well as their proxies, insofar as they have the right to sub-authorisation, may authorise third parties to exercise their voting rights during the Annual General Meeting until voting commences.</p>

E. Agenda – agenda item 1

1. Unique identifier of the agenda item	Item 1
2. Title of the agenda item	Presentation of the adopted annual financial statements and the approved consolidated financial statements as well as the combined management report of Koenig & Bauer AG and the Koenig & Bauer Group of December 31, 2023, the non-financial Group report and the report of the Supervisory Board for the financial year 2023
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	none
5. Alternative voting options	none

E. Agenda – agenda item 2

1. Unique identifier of the agenda item	Item 2
2. Title of the agenda item	Resolution on the appropriation of the net retained profit of Koenig & Bauer AG for the financial year 2023

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Type of Information	Information
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to EU-IR: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to EU-IR: VF, VA, AB

E. Agenda – agenda item 3

1. Unique Identifier of the agenda item	Item 3
2. Title of the agenda item	Resolution on the discharge of the members of the Management Board of Koenig & Bauer AG for the financial year 2023
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to EU-IR: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to EU-IR: VF, VA, AB

E. Agenda – agenda item 4

1. Unique identifier of the agenda item	Item 4
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board of Koenig & Bauer AG for the financial year 2023
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to EU-IR: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to EU-IR: VF, VA, AB

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Type of Information	Information
E. Agenda – agenda item 5	
1. Unique identifier of the agenda item	item 5
2. Title of the agenda item	Election of the auditor and Group auditor for the 2024 financial year
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to IR-EU: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to IR-EU: VF, VA, AB
E. Agenda – agenda item 6	
1. Unique Identifier of the agenda item	item 6
2. Title of the agenda item	Preliminary election of the auditor for the sustainability report for the 2024 financial year
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to IR-EU: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to IR-EU: VF, VA, AB
E. Agenda – agenda item 7.1	
1. Unique identifier of the agenda item	item 7.1
2. Title of the agenda item	Elections to the Supervisory Board - Prof. Dr.-Ing. Raimund Klinkner
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung

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Type of Information	Information
4. Vote	Binding vote formal specification according to IR-EU: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to IR-EU: VF, VA, AB
E. Agenda - agenda item 7.2.	
1. Unique identifier of the agenda item	Item 7.2
2. Title of the agenda item	Elections to the Supervisory Board - Dipl.-Volksw. Dagmar Rehm
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to IR-EU: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to IR-EU: VF, VA, AB
E. Agenda - agenda item 7.3	
1. Unique identifier of the agenda item	item 7.3
2. Title of the agenda item	Elections to the Supervisory Board - Dr. Johannes Liechtenstein
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to IR-EU: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specifications according to IR-Eu: VF, VA, AB
E. Agenda – agenda item 8	
1. Unique identifier of the agenda item	Item 8
2. Title of the agenda item	Resolution on the approval of the remuneration report for the 2023 financial year

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Type of Information	Information
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Advisory Vote formal specifications according to IR-EU: AV
5. Alternative voting options	YES, NO, ABSTAIN formal specifications according to IR-EU: VF, VA, AB
E. Agenda – agenda item 9	
1. Unique identifier of the agenda item	Item 9
2. Title of the agenda item	Resolution on the approval of the adjusted remuneration system for the members of the Management Board
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Advisory vote formal specification according to IR-EU: AV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to IR-EU: VF, VA, AB
E. Agenda – agenda item 10	
1. Unique identifier of the agenda item	Item 10
2. Title of the agenda item	Resolution on the authorization of the Management Board to acquire treasury shares and to sell treasury shares with the exclusion of subscriptions rights
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to IR-EU: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to IR-EU: VF, VA, AB
E. Agenda - agenda item 11	

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Type of Information	Information
1. Unique identifier of the agenda item	Item 11
2. Title of the agenda item	Resolution on the approval of the draft merger agreement dated March 13, 2024 and on the conclusion of the merger agreement between Koenig & Bauer AG as the acquiring entity and Koenig & Bauer Immobilien GmbH as the transferring entity
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to: VF, VA, AB
E. Agenda - agenda item 12	
1. Unique identifier of the agenda item	Item 12
2. Title of the agenda item	Resolution on amendments to the Articles of Association of Koenig & Bauer AG in section VI - Annual General Meeting Adjustment of the record date (adjustment of article 14.4), virtual participation of Supervisory Board members in the Annual General Meeting (addition of new article 14.12) and new version of the regulation on chairing the meeting (new version of article 15.1)
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specification according to IR-EU: BV
5. Alternative voting options	YES, NO, ABSTAIN formal specification according to IR-EU: VF, VA, AB
E. Agenda - agenda item 13	
1. Unique identifier of the agenda item	Item 13
2. Title of the agenda item	Resolution on further amendments to the Articles of Association of Koenig & Bauer AG in section IV - Management Board and in section V - Supervisory Board

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Type of Information	Information
3. Uniform Resource Locator (URL) of the materials	https://investors.koenig-bauer.com/de/hauptversammlung
4. Vote	Binding vote formal specifications according to IR-EU: BV
5. Alternative voting options	YES; NO, ABSTAIN formal specifications according to IR-EU: VF, VA, AB
F. Specification of the deadlines regarding the exercise of other shareholder rights - Requests for additions to the agenda	
1. Object of deadline	Requests for additions to the agenda pursuant to section 122 (2) AktG
2. Applicable issuer deadline	May 26, 2024 24:00 hours (CEST) (admission decisive) formal specification according to IR-EU: :20240526, 4:00 p.m. (UTC)
F. Specification of the deadlines regarding the exercise of other shareholder rights - Countermotion	
1. Object of deadline	Submission of counter motions regarding resolution proposals for the agenda pursuant to section 126 (1) AktG
2. Applicable issuer deadline	June 11, 2024, 24:00 hours (CEST) (admission decisive) formal specification according to IR-EU: 20240611, 10:00 p.m. (UTC)
F. Specification of the deadlines regarding the exercise of other shareholder rights - Nomination for election	
1. Object of deadline	Submission of nomination for election of Supervisory Board or auditors pursuant to section 127 AktG
2. Applicable issuer deadline	June 11, 24:00 hours (CEST) (admission decisive) formal specification according to IR-EU: 20240611, 4:00 p.m. (UTC)
F. Specification of the deadlines regarding the exercise of other shareholder rights -Right to request information	

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Type of Information	Information
1. Object of deadline	Request for information about company affairs
2. Applicable issuer deadline	<p>June 26, 2024, 11:00 a.m. (CEST) from the beginning of the Annual General Meeting until the restriction of the right to information by the chairman of the meeting.</p> <p>formal specification according to IR-EU 20240626, 9:00 a.m. (UTC) from the beginning of the Annual General Meeting until the restriction of the right to information by the chairman of the meeting.</p>
F. Specification of the deadlines regarding the exercise of other shareholder rights - Objection to resolutions	
1. Object of Deadline	Submission of objections to resolutions of the Annual General Meeting
2. Applicable issuer deadline	<p>June 26, 2024, 11:00 a.m. (CEST), from the opening of the Annual General Meeting until the closure of the Annual General Meeting by chair of the meeting</p> <p>formal specification according to EU-IR: 20240626, 09:00 a.m. (UTC), from the opening of the Annual General Meeting until the closure of the Annual General Meeting by chair of the meeting</p>
F. Specification of the deadlines regarding the exercise of other shareholder rights - Request for confirmation of the counting of votes pursuant to section 129 (5) of the German Stock Corporation Act (AktG)	
1. Object of deadline	Request for confirmation of the counting of votes
2. Applicable issuer deadline	July 26, 2024, 24:00 hours (CEST) (admission relevant)

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Type of Information	Information
	formal specification according to EU-IR: 20240726, 10:00 p.m. (UTC)