

KOENIG & BAUER

Annual General Meeting 2026

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Information pursuant to Section 125 of the German Stock Corporation Act (AktG)

The following “At a Glance” overview summarizes the most important dates for shareholders. The formal disclosures pursuant to Section 125 of the German Stock Corporation Act (AktG) in conjunction with Implementing Regulation (EU) 2018/1212 (Table 3 of the Annex) for Blocks A through C can be found following this overview. Detailed technical information regarding blocks D, E, and F is permanently available on the Company’s website at <https://investors.koenig-bauer.com/de/hauptversammlung/>.

At a Glance: Important Dates and Deadlines for Shareholders

17 May 2026, 24:00 hrs (CEST)	Deadline for submitting requests to amend the agenda of the Annual General Meeting
26 May 2026, 24:00 hrs (CEST)	Record Date
2 June 2026, 24:00 hrs (CEST)	Deadline for countermotions and election proposals
10 June 2026, 24:00 hrs (CEST)	Deadline for registration: The registration form and proof of shareholding must be received by the registration office by this date
16 June 2026, 18:00 hrs (CEST)	Deadline for casting votes by electronic postal vote, as well as for submitting proxies and instructions to the Company’s voting representatives or third parties via the InvestorPortal, by email or post
17 June 2026, 11:00 hrs (CEST)	Start of the Annual General Meeting at the Vogel Convention Centre (VCC), Max-Planck-Str. 7–9, Eingang Ost, 97082 Würzburg

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

A.

1. Unique identifier of the event	125c0f34bb05f111b552ec75f1f2e92d
2. Type of message	Convocation of the Annual General Meeting

B.

1. ISIN	DE0007193500
2. Name of issuer	Koenig & Bauer AG

C. Angaben zur Hauptversammlung

1. Date of the Annual General Meeting	17 June 2026
2. Time of the Annual General Meeting	11:00 hrs (CEST), 09:00 hrs (UTC)
3. Type of General Meeting	Annual General Meeting (in-person meeting with physical presence of shareholders or their proxies)
4. Location of the General Meeting	Vogel Convention Center (VCC), Max-Planck-Str. 7/9, 97082 Würzburg, Germany
5. Record Date	26 May 2026; 24:00 hrs (CEST), 22:00 hrs (UTC)
6. Uniform Resource Locator (URL)	https://investors.koenig-bauer.com/de/hauptversammlung/

Koenig & Bauer AG, Würzburg

101st Annual General Meeting

WKN 719 350
ISIN DE0007193500

We cordially invite the shareholders to the Annual General Meeting of our Company.
The Annual General Meeting will take place on

Wednesday, 17 June 2026, 11:00 hours (CEST)

at the Vogel Convention Center (VCC), Max-Planck-Straße 7/9 (Eingang Ost), 97082 Würzburg, Germany.

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*Please note that this version of the invitation to the Annual General Meeting of Koenig & Bauer AG prepared for the convenience of English-speaking readers is a translation of the German original. For purposes of interpretation, the German text shall be authoritative and final. The German original of the invitation to the Annual General Meeting is available on the Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/>.

I. Agenda

- 1. Presentation of the adopted annual financial statements and the approved consolidated financial statements as well as the combined management report for Koenig & Bauer AG and the Koenig & Bauer Group as of 31 December 2025, the non-financial Group report and the report of the Supervisory Board for the financial year 2025**
- 2. Resolution on the discharge of the members of the Executive Board of Koenig & Bauer AG for the financial year 2025**
- 3. Resolution on the discharge of the members of the Supervisory Board of Koenig & Bauer AG for the financial year 2025**
- 4. Election of the auditor and the Group auditor for the 2026 financial year and pre-cautionary election of the auditor for the sustainability report for the 2026 financial year**
- 5. Resolution on the approval of the remuneration report for the 2025 financial year**
- 6. Resolution on the creation of new authorized capital with the authorization to exclude pre-emptive rights and the corresponding amendment to the Articles of Association (amendment Article 5.3, Section II)**

II. Proposals for resolutions

1. Presentation of the adopted annual financial statements and the approved consolidated financial statements as well as the combined management report for Koenig & Bauer AG and the Koenig & Bauer Group as of 31 December 2025, the non-financial Group report and the report of the Supervisory Board for the 2025 financial year

The aforementioned documents also contain the explanatory report on the disclosures pursuant to Section 289a (1) German Commercial Code (HGB) and Section 315a (1) HGB. The documents will be published and available on the Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/> from the day on which the Annual General Meeting is convened. They will also be available there during the Annual General Meeting. They will be sent to shareholders by post on request. The financial statements and reports will be explained at the Annual General Meeting. The corporate governance statement with the corporate governance report and the remuneration report for the members of the Executive Board and Supervisory Board for the 2025 financial year can also be found on the aforementioned website.

At its meeting on 18 March 2026, the Supervisory Board approved the annual financial statements prepared by the Executive Board, which are thus adopted. It also approved the consolidated financial statements at the same meeting. In accordance with the statutory provisions, no resolution by the Annual General Meeting is therefore required for this item on the agenda.

2. Resolution on the discharge of the members of the Executive Board of Koenig & Bauer AG for the 2025 financial year

The Supervisory Board and Executive Board propose that the members of the Executive Board in office in the 2025 financial year be granted discharge for this period.

3. Resolution on the discharge of the members of the Supervisory Board of Koenig & Bauer AG for the 2025 financial year

The Executive Board and Supervisory Board propose that the members of the Supervisory Board in office in the 2025 financial year be granted discharge for this period.

4. Election of the auditor and the Group auditor as well as precautionary election of the auditor for the sustainability report for the 2026 financial year

Based on the recommendation of its Audit Committee, the Supervisory Board proposes that the following resolutions be adopted:

- 4.1. "PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, Nuremberg branch, is appointed as auditor and group auditor for the 2026 financial year."

The responsible auditors for the 2026 financial year are intended to be Mr. Christian König, as the auditor in charge, and Dr. Felix Canitz. PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, Nuremberg branch, has been auditing the annual and consolidated financial statements of Koenig & Bauer AG since the 2020 financial year. Mr. Marco See has been the auditor in charge since the 2020 financial year. In the course of the regular rotation of the engagement partner, Mr. Christian König will take over the position of the responsible engagement partner from Mr. Marco See as of the 2026 financial year. Mr. König already served as the auditor in charge for the 2025 financial statements.

- 4.2. "PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, Nuremberg branch, is appointed as the auditor of the sustainability report for the 2026 financial year."

The election of an auditor for sustainability reporting under Agenda Item 4 lit. b is made as a precautionary measure and only in the event that the German legislation implementing Directive (EU) 2022/2464 ("Corporate

Sustainability Reporting Directive”, or “CSRD”) – taking into account Amending Directive (EU) 2026/470 – should require an explicit election of such an auditor by the Annual General Meeting.

Both the recommendation of the Audit Committee and the proposal of the Supervisory Board are free from undue influence by third parties. No restrictions were imposed on the Audit Committee or the Supervisory Board with regard to the selection of a specific auditor or a specific audit firm (Article 16 (6) of the EU Audit Regulation).

Before submitting the nomination, the Supervisory Board obtained a statement from PricewaterhouseCoopers GmbH, Frankfurt am Main, Nuremberg office, regarding its independence, which covers both the audit of the financial statements and the review of the sustainability reporting.

5. Resolution on the approval of the remuneration report for the 2025 financial year

In accordance with Section 162 AktG, the Executive Board and Supervisory Board have prepared a report on the remuneration granted and owed to the members of the Executive Board and Supervisory Board in the 2025 financial year, which will be submitted to the Annual General Meeting for approval in accordance with Section 120a (4) AktG.

The remuneration report was audited by the auditor in accordance with Section 162 (3) AktG to determine whether the legally required disclosures pursuant to Section 162 (1) and (2) AktG were made. In addition to the statutory requirements, the auditor reviewed the content of the report. The auditor’s opinion on the audit of the remuneration report is attached to the remuneration report.

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

“The remuneration report prepared by the Executive Board and Supervisory Board for the 2025 financial year is approved.”

The remuneration report and the auditor’s opinion will be available on the Company’s website at <https://investors.koenig-bauer.com/de/hauptversammlung/> from the time the Annual General Meeting is convened and will also be available there during the Annual General Meeting.

The remuneration system on which the remuneration report is based can be accessed on the Koenig & Bauer AG website in the Investor Relations section under „Corporate Governance - Remuneration“.

6. Resolution on the creation of a new authorized capital with the authorization to exclude pre-emptive rights and the corresponding amendment to the Articles of Association (amendment of Article 5.3, Section II)

The authorization resolved by the Annual General Meeting on 24 May 2022 to increase the share capital of the Company against cash and/or non-cash contributions (Authorized Capital 2022) in an amount of up to €8,580,000 by issuing a maximum of 3,300,000 no-par value shares, including the possibility to exclude pre-emptive rights, will expire on 23 May 2026. To ensure that the Company remains able to use authorized capital in the future, particularly for the acquisition of shareholdings and to strengthen the Company’s equity, a new Authorized Capital (Authorized Capital 2026) shall be created.

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

- a. The Executive Board shall be authorized, with the approval of the Supervisory Board, to increase the share capital on one or more occasions during the period until June 16, 2031, by up to a total of €8,580,000 through the issuance of up to 3,300,000 new no-par value bearer shares against cash and/or non-cash contributions (Authorized Capital 2026).

This authorization may be exercised on a single occasion or on multiple occasions, in full or in installments. The Executive Board shall be authorized, with the approval of the Supervisory Board, to determine the further details of the rights attached to the shares and the terms and conditions of the share issuance.

Shareholders are generally to be offered a pre-emptive right. The statutory pre-emptive right may be granted to shareholders in such a way that the shares are underwritten by one or more credit institutions or companies within the meaning of Section 186 (5) sentence 1 AktG determined by the Executive Board, with the obligation to offer them to the shareholders for subscription (indirect pre-emptive right).

The Executive Board shall, however, be authorized, with the approval of the Supervisory Board, to exclude shareholders' statutory pre-emptive rights, in particular, but not limited to, the following cases:

- i. To balance fractional amounts;
- ii. in the case of capital increases against cash contributions, provided that the issue price of the new shares does not fall significantly below the market price of the Company's shares (Section 186 (3) sentence 4 AktG). The total number of shares issued without pre-emptive rights may not exceed 10% of the share capital, neither at the time the authorization becomes effective nor at the time it is exercised;

This 10% limit shall include the proportionate amount of the share capital attributable to shares that are or will be issued to service convertible bonds or warrants issued during the term of this authorization with the exclusion of pre-emptive rights, or which are sold as treasury shares during the term of this authorization in accordance with Section 186 (3) sentence 4 AktG;

- iii. in the case of capital increases against cash contributions for a notional share of the share capital of up to a total of €1,300,000 through the issuance of up to 500,000 new no-par value shares, provided that the new shares are issued as part of a share ownership scheme and/or as share-based remuneration to members of the Company's Executive Board, members of the executive body of an affiliated company, or to employees of the Company or its affiliated companies. Insofar as shares are to be granted to members of the Company's Executive Board, the Company's Supervisory Board shall decide on the allocation in accordance with the distribution of responsibilities under German stock corporation law;
- iv. in the case of capital increases through contributions in kind for the issuance of shares, if the new shares are to be used for the acquisition of companies, equity interests in companies, other assets, or rights to acquire assets, including claims against the Company or its affiliates;
- v. for the issuance of shares to satisfy conversion or option rights or to fulfil conversion or option obligations.

The pro rata amount amount of the share capital represented by shares issued or sold without pre-emptive rights may not exceed 20% of the share capital ("Aggregate Amount"). The amount of the share capital at the time this authorization becomes effective or – if this amount is lower– at the time of its exercise shall be decisive.

Shares issued or sold during the term of this authorization with the exclusion of pre-emptive rights pursuant to other authorizations, or to which a corresponding conversion or option right or obligation relates, shall be counted toward this aggregate limit.

The specific limit on cash capital increases (10% limit) under the preceding clause (ii) remains in effect as an additional restriction within this aggregate limit.

- b. Article 5.3, Section II of the Articles of Association of Koenig & Bauer AG is repealed and replaced with the following:

"The Executive Board is authorized, with the approval of the Supervisory Board, to increase the share capital on one or more occasions during the period until June 16, 2031, by up to a total of €8,580,000 through the issuance of up to 3,300,000 new no-par value bearer shares against cash and/or non-cash contributions (Authorized Capital 2026).

This authorization may be exercised on a single occasion or on multiple occasions, in full or in installments. The Executive Board shall be authorized, with the approval of the Supervisory Board, to determine the further details of the rights attached to the shares and the terms and conditions of the share issuance.

Shareholders are generally to be offered a pre-emptive right. The statutory pre-emptive right may be granted to shareholders in such a way that the shares are underwritten by one or more credit institutions or companies within the meaning of Section 186 (5) sentence 1 AktG determined by the Executive Board, with the obligation to offer them to the shareholders for subscription (indirect pre-emptive right).

The Executive Board is, however, authorized, with the approval of the Supervisory Board, to exclude shareholders' statutory pre-emptive rights, in particular, but not limited to, the following cases:

- i. To balance fractional amounts;
- ii. in the case of capital increases against cash contributions, provided that the issue price of the new shares does not fall significantly below the market price of the Company's shares (Section 186 (3) Sentence 4 AktG). The total number of shares issued without pre-emptive rights may not exceed 10% of the share capital, neither at the time the authorization enters into force nor at the time it is exercised.

This 10% limit shall include the proportionate amount of the share capital attributable to shares that are or will be issued to service convertible bonds or warrants issued during the term of this authorization with the exclusion of pre-emptive rights, or which are sold as treasury shares during the term of this authorization in accordance with Section 186 (3) sentence 4 AktG;

- iii. in the case of capital increases against cash contributions for a notional share of the share capital of up to a total of €1,300,000 through the issuance of up to 500,000 new no-par value shares, provided that the new shares are issued as part of a share ownership scheme and/or as share-based remuneration to members of the Company's Executive Board, members of the executive body of an affiliated company, or to employees of the Company or its affiliated companies. Insofar as shares are to be granted to members of the Company's Executive Board, the Company's Supervisory Board shall decide on the allocation in accordance with the distribution of responsibilities under German stock corporation law;
- iv. in the case of capital increases through contributions in kind for the issuance of shares, if the new shares are to be used for the acquisition of companies, equity interests in companies, other assets, or rights to acquire assets, including claims against the Company or its affiliates;
- v. for the issuance of shares to satisfy conversion or option rights or to fulfil conversion or option obligations.

The pro rata amount amount of the share capital represented by shares issued or sold without pre-emptive rights may not exceed 20% of the share capital ("Aggregate Limit"). The amount of the share capital at the time this authorization becomes effective or—if this amount is lower—at the time of its exercise shall be decisive.

Shares issued or sold during the term of this authorization with the exclusion of pre-emptive rights pursuant to other authorizations, or to which a corresponding conversion or option right or obligation relates, shall be counted toward this aggregate limit.

The specific limit on cash capital increases (10% limit) under the preceding clause (ii) remains in effect as an additional restriction within this aggregate limit.

- c. The Supervisory Board is authorized to amend the Articles of Association following the full or partial implementation of the capital increase from the authorized capital, or following the expiration of the authorization period, in accordance with the extent of the capital increase from the authorized capital.

The written report of the Executive Board pursuant to Section 203 (2) sentence 2, in conjunction with Section 186 (4) sentence 2 AktG regarding the reasons why the Executive Board should be authorized to exclude shareholders' pre-emptive rights is published on the Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/>.

III. Notifications and information to shareholders

1. Number of shares and voting rights

At the time the Annual General Meeting is convened, the share capital of Koenig & Bauer AG totals €42,964,435.80, divided into 16,524,783 no-par value shares. Each no-par value share is entitled to vote and grants one vote. The total number of no-par value shares and voting rights at the time of convocation therefore amounts to 16,524,783 each. At the time of convocation, the Company holds no treasury shares.

2. Requirements for attending the Annual General Meeting and exercising voting rights

In accordance with Section VI, Article 14.2 of the Company's Articles of Association, only those shareholders who have registered for attendance with the Company prior to the Annual General Meeting and have provided the Company with proof of their shareholding are entitled to attend the Annual General Meeting and exercise their voting rights (in person or by proxy).

Shareholders who wish to attend the Annual General Meeting and exercise their voting rights must therefore register with the Company at the following address

Koenig & Bauer AG
c/o Computershare Operations Center
80249 München
Germany
Email: anmeldestelle@computershare.de

by **10 June 2026, 24:00 hours (CEST) at the latest** and provide the Company with proof of their shareholding.

For proof of shareholding, a confirmation issued in text form by the last intermediary in accordance with Section 67c (3) AktG is sufficient. The proof must be drawn up in German or English and must refer to the close of business on the 22nd day before the Annual General Meeting— i.e. **26 May 2026, 24:00 hours (CEST)** (hereinafter „record date“).

As a rule, the custodian banks handle the necessary registration and transmission of proof of share ownership for their customers after the customers have issued an instruction to register for the Annual General Meeting. Shareholders are therefore requested to contact their custodian bank in a timely manner to arrange for their registration for the Annual General Meeting.

After receipt of the registration with enclosed proof of shareholding, shareholders will receive admission tickets for the Annual General Meeting from the registration office.

Note for intermediaries:

Alternatively, the registration and proof of shareholding can be sent to the Company via intermediaries in accordance with Section 67c (1) and (2) sentence 3 AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of Implementing Regulation (EU) 2018/1212 via the following Swift address by **10 June 2026, 24:00 hours (CEST) at the latest**:

Swift: CMDHDEMXXX
Instructions according to ISO 20022;
Authorization via SWIFT Relationship Management Application (RMA) required.

3. InvestorPortal

The Company provides a password-protected online portal for the Annual General Meeting at <https://investors.koenig-bauer.com/de/hauptversammlung/> („InvestorPortal“). After successful registration, shareholders or their proxies will receive admission tickets with access data.

Shareholders or their proxies can use this access data to log in to the InvestorPortal and exercise certain shareholder rights in accordance with the following explanations, in particular exercise their voting rights by electronic postal vote or by issuing powers of attorney and voting instructions to the representatives named by the Company.

The exercise of shareholder rights by other means - as also described below - remains unaffected by this. The InvestorPortal is expected to be available from 26 May 2026.

4. Broadcast of the Annual General Meeting on the Internet

The introductory remarks, the speech by the Chairman of the Supervisory Board and the report of the Executive Board will be broadcast live on the Company's website from **11:00 hours (CEST) on 17 June 2026**. Registered shareholders who are unable to attend can follow the Annual General Meeting on the InvestorPortal until the end of the general debate.

5. Procedure for exercising voting rights and representation by third parties

In addition to exercising their voting rights at the Annual General Meeting, shareholders have other options for exercising their voting rights. These are described below. Please note that the prerequisite for all options is registration in due form and time and proof of shareholding in accordance with the provisions of item 2 of this section III.

5.1. Voting by electronic postal vote

Shareholders who do not attend the Annual General Meeting can also cast their votes by postal vote by means of electronic communication via the password-protected InvestorPortal (<https://investors.koenig-bauer.com/de/hauptversammlung/>).

Electronic postal voting via the InvestorPortal is possible until **16 June 2026, 18:00 hours (CEST)**. The access data for the InvestorPortal will be sent to registered shareholders together with the admission ticket.

Authorized intermediaries, shareholders' associations, proxy advisors and other equivalent persons pursuant to Section 135 (8) AktG as well as other persons authorized by shareholders (with the exception of the representatives named by the Company) may also use the option of postal voting by means of electronic communication via the InvestorPortal in accordance with the aforementioned provisions.

If a shareholder wishes to participate in the Annual General Meeting in person or by proxy despite having already cast their vote by postal vote, this is possible, but is deemed to be a revocation of the vote cast by electronic postal vote.

5.2. Procedure for voting by the representatives named by the Company

The Company again offers shareholders the opportunity to have their voting rights exercised by representatives named by the Company. The Company has named Mr Bernd Borchardt and Mrs Kathrin Schlosser-Wellner – both Legal Counsels at Koenig & Bauer AG – as representatives named by the Company with the right to grant sub-authorization. If shareholders authorize Mr Borchardt and/or Mrs Schlosser-Wellner, they must in any case issue express instructions for the exercise of voting rights. Mr Borchardt and Mrs Schlosser-Wellner and their respective sub-representatives are obliged to vote only in accordance with those instructions; they may not exercise the voting rights at their own discretion. It is not possible for the representatives named by the Company to exercise any other shareholder rights (such as asking questions or submitting motions, making declarations or raising objections to resolutions of the Annual General Meeting).

The granting of voting authorization to the representatives named by the Company, its revocation and proof of authorization must be in text form. Shareholders can either use the authorization and instruction form sent with the admission ticket or issue their authorizations and instructions via the InvestorPortal.

If shareholders wish to use the form sent with the admission ticket, authorizations and instructions to the representatives named by the Company must be received by the Company at the following address by **18:00 hours (CEST) on 16 June 2026** per post or email:

Koenig & Bauer AG
c/o Computershare Operations Center
80249 München
Germany
Email: anmeldestelle@computershare.de

Authorizations and instructions may also be submitted via the InvestorPortal until **18:00 hours (CEST) on 16 June 2026**. Until this time, it is also possible to revoke or amend powers of attorney and instructions that have already been issued. This applies equally to declarations submitted via the InvestorPortal and those submitted by post or email. Authorizations and instructions submitted by post or email may also be amended or revoked via the InvestorPortal, provided they have already been registered there

Note for intermediaries:

Alternatively, the granting, amendment or revocation of authorizations and instructions to the representatives named by the Company can also be transmitted to the Company via intermediaries in accordance with Section 67c (1) and (2) sentence 3 AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of Implementing Regulation (EU) 2018/1212 via the following SWIFT address by **18:00 hours (CEST) on 16 June 2026 at the latest**:

Swift: CMDHDEMMXXX
Instructions according to ISO 20022;
Authorization via SWIFT Relationship Management Application (RMA) required

In addition, shareholders who have registered in due form and time and who attend the Annual General Meeting in person, as well as their proxies, may also authorize the representatives named by the Company to exercise their voting rights and issue instructions to them during the Annual General Meeting until voting begins, provided they have the right to sub-authorization.

Shareholders may attend the Annual General Meeting in person even after authorizing the representatives named by the Company. If the shareholder attends the Annual General Meeting in person, this shall be deemed a revocation of the authorizations and instructions issued to the representatives named by the Company.

5.3. Procedure for voting by proxy

Shareholders who do not wish to attend the Annual General Meeting in person and/or do not wish to exercise their voting rights in person may authorize an intermediary, a shareholders' association, a proxy advisor or another person of their choice to exercise their voting rights. This does not affect the requirement to register in accordance with the conditions described under No. 2 of this Section III. If a shareholder authorizes more than one person, the Company may reject one or more of them.

Shareholders may grant a voting proxy by declaration to the authorized representative or to the Company. The granting of a voting proxy, its revocation and proof that a voting proxy has been granted to the Company must be in text form.

Proof that a voting proxy has been granted can be provided by the authorized representative presenting the proxy at the admission desk on the day of the Annual General Meeting. Furthermore, the revocation can be declared by the shareholder attending the Annual General Meeting in person.

The granting of the voting proxy, its revocation and the proof that a voting proxy has been granted vis-à-vis the Company can also be submitted electronically in advance via the InvestorPortal using the access data on the admission ticket at <https://investors.koenig-bauer.com/de/hauptversammlung/> by **16 June 2026, 18:00 hours (CEST)**.

Alternatively, receipt of the granting of the voting proxy, its revocation or proof that a voting proxy has been granted will suffice if service will be effected by **16 June 2026, 18:00 hours (CEST)** by post or email at the address below:

Koenig & Bauer AG
c/o Computershare Operations Center
80249 München
Germany
Email: anmeldestelle@computershare.de

In this case, shareholders are requested to use the form provided on the admission ticket to grant the voting proxy.

Note for intermediaries:

Alternatively, the granting of the voting proxy, its revocation and proof that a voting proxy has been granted to the Company can also be transmitted via intermediaries in accordance with Section 67c (1) and (2) sentence 3 AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of Implementing Regulation (EU) 2018/1212 via the following SWIFT address by **18:00 hours (CEST) on 16 June 2026 at the latest**:

Swift: CMDHDEMXXX
Instructions according to ISO 20022;
Authorization via SWIFT Relationship Management Application (RMA) required.

Intermediaries, shareholders' associations, proxy advisors and other equivalent persons pursuant to Section 135 para. 8 AktG may stipulate different regulations for the form of proxy for their authorization. In such a case, shareholders are requested to consult with the person to be authorized in good time regarding any form of proxy they may require.

5.4. Supplementary information on exercising voting rights

If voting rights are exercised in a timely manner in multiple ways (by post, by email, electronically via the InvestorPortal or in accordance with Section 67c (1) and (2) sentence 3 AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of Implementing Regulation (EU) 2018/1212) by postal vote or voting proxy and, if applicable, voting instructions are issued in this way, these will be taken into account in the following order, regardless of the time of receipt:

1. electronically via the InvestorPortal
2. pursuant to Section 67c (1) and (2) sentence 3 AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of the Implementing Regulation (EU) 2018/1212
3. by email
4. by post

If several voting proxies and instructions are received in due time by the same means of transmission, the last declaration received shall be decisive. A later vote shall not be deemed a cancellation of an earlier vote. The most recently received, timely cancellation of a declaration is decisive.

If declarations with more than one form of exercising voting rights are received in the same way, the following applies: Voting authorizations and instructions to the representatives named by the Company take precedence over authorizations and instructions to an intermediary, a shareholders' association, a proxy advisor pursuant to Section 134a AktG or a person deemed equivalent pursuant to Section 135 para. 8 AktG. If votes are cast by postal vote after an authorization and instructions have been issued to the representatives named by the Company, this shall be

deemed a revocation of the authorization and instructions issued to the representatives named by the Company; in this case, the postal votes shall take precedence.

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

Personal attendance shall be deemed a cancellation of the declarations previously made.

5.5. Proof of the vote count

In accordance with Section 129 para. 5 sentence 1 AktG, voting shareholders or their proxies may request confirmation within one month of the day of the Annual General Meeting as to whether and how their vote was counted. Proof of the vote count (voting confirmation) for the statutory period is available on request from the Company at hauptversammlung@koenig-bauer.com. If the confirmation is issued to an intermediary, the intermediary must send the confirmation to the shareholder without delay in accordance with Section 129 para. 5 sentence 3 AktG.

6. Shareholders' rights

6.1. Supplementary request pursuant to Section 122 (2) AktG

Shareholders whose shares together amount to one twentieth of the share capital (this corresponds to €2,148,221.79 or, rounded up to the next highest whole number of shares, 826,240 shares) or the proportionate amount of €500,000.00 (this corresponds to 192,308 shares, rounded up to the next highest number of shares) may request that items be set out in the agenda and that notice be given by publication. The request must be addressed in writing to the Executive Board of Koenig & Bauer AG and must be received by the Company at least 30 days prior to the Annual General Meeting; the day of receipt and the day of the Annual General Meeting are not counted. The last date of receipt is therefore **17 May 2026, 24:00 hours (CEST)**. Requests for supplements to the agenda received later will not be considered. Any requests for supplements to the agenda must be sent to the following address:

To the Executive Board
Koenig & Bauer AG
Friedrich-Koenig-Str. 4
97080 Würzburg
Germany

Each new item on the agenda must be accompanied by a statement of reasons or a draft resolution. 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.

6.2. Countermotions and election proposals pursuant to Sections 126 (1) and 127 AktG

Shareholders may submit countermotions to the Company against proposals by the Executive Board and/ or Supervisory Board on specified items on the agenda in accordance with Section 126 (1) AktG as well as nominations for the election of Supervisory Board members or the election of auditors in accordance with Section 127 AktG. Countermotions (including any reasons) and election proposals will be made available by the Company if they are received by **2 June 2026, 24:00 hours (CEST)** via one of the following contact channels:

Koenig & Bauer AG
Investor Relations
Friedrich-Koenig-Straße 4
97080 Würzburg
Germany
Email: hauptversammlung@koenig-bauer.com

Subject to Section 126 (2) and (3) AktG, countermotions from shareholders that are to be made accessible, including the name of the shareholder and the reasons for the countermotion, as well as any statements by the

management, will be published on the Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/>. Pursuant to Section 127 sentence 1 AktG, the aforementioned provisions of Section 126 AktG apply mutatis mutandis to election proposals. In addition to the cases of Section 126 para. 2 AktG, the Company does not have to make election proposals from shareholders accessible in accordance with Section 127 sentence 3 AktG if the election proposal does not contain the name, profession and place of residence (in the case of auditing companies, registered office) of the candidate proposed for election to the Supervisory Board or the auditor proposed for election and, in the case of proposals for the election of Supervisory Board members, no information on their membership of other statutory supervisory boards.

Any statements by the Executive Board will also be published at this internet address.

It should be noted that countermotions and election proposals, even if they have been submitted to the Company in advance in due time, will only be considered at the Annual General Meeting if they are submitted there. This does not affect the right of any shareholder to submit countermotions and election proposals on the various agenda items during the Annual General Meeting.

6.3. Right to information pursuant to Section 131 (1) AktG

At the Annual General Meeting, every shareholder may request information from the Executive Board on Company matters, insofar as this information is necessary for a proper assessment of the agenda item (Section 131 (1) AktG).

The exercise of the statutory right to information pursuant to Section 131 (1) AktG requires participation in the Annual General Meeting. For this purpose, the requirements for participation set out in no. 2 of this section III, in particular the registration deadline of **10 June 2026, 24:00 hours (CEST)**, must be observed.

The duty to provide information also extends to the Company's legal and business relationships with an affiliated Company and the situation of the Group and the companies included in the consolidated financial statements. Requests for information must generally be made verbally during the discussion at the Annual General Meeting.

However, according to Section VI, Article 15.2 of the Company's Articles of Association, the chairperson of the meeting is authorized to reasonably limit the shareholder's right to ask questions and speak. In addition, the Executive Board is authorized to refuse to provide information in certain cases that are conclusively regulated in the German Stock Corporation Act (Section 131 para. 3 AktG), for example because providing the information could, according to reasonable commercial judgement, cause significant disadvantage to the Company or an affiliated Company.

6.4. Further explanations on the rights of shareholders

Further information on the rights of shareholders can be found on the Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/>.

IV. Further information on the Annual General Meeting

1. Time specifications in this convocation

All times stated in this 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.

2. Reference to the Company's website

The invitation to the Annual General Meeting, the other documents to be made available to the Annual General Meeting and further information in connection with the Annual General Meeting are available on the Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/>. The documents to be made available will also be available for inspection during the meeting. The key statements of the Executive Board's report and the speech of the Supervisory Board's chairman will also be available at the above internet address from 10 June 2026.

3. Voting results

The voting results determined by the chairman of the meeting are also published on the Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/>.

4. Notes on data protection

If you register for the Annual General Meeting or grant a proxy, Koenig & Bauer AG collects personal data about you and/or your proxy. This is done to enable shareholders to exercise their rights at the Annual General Meeting.

Koenig & Bauer AG 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 Company's website at <https://investors.koenig-bauer.com/de/hauptversammlung/>.

Würzburg, April 2026
Koenig & Bauer AG
The Executive Board