

*non-binding convenience translation only*



**DEAG Deutsche Entertainment Aktiengesellschaft  
Berlin**

WKN: A3E5DA / ISIN: DE000A3E5DA0

**INVITATION TO THE ANNUAL GENERAL MEETING 2023**

On

**Tuesday, July 4, 2023, at 11:00 a.m. CEST**

the

**Annual General Meeting of DEAG Deutsche Entertainment Aktiengesellschaft**

will be held in the premises of the  
**Meistersaal, Köthener Straße 38, 10963 Berlin,**

held.

**We cordially invite our shareholders to attend.**

## I. AGENDA

- 1. Presentation of the adopted annual financial statements of the Company and the consolidated financial statements approved by the Supervisory Board, the combined management report and Group management report for the Company and the Group, the report of the Supervisory Board in each case for the financial year 2022**

The documents relating to item 1 of the agenda can be downloaded from the Company's website from the time the Annual General Meeting is convened at

<https://www.deag.de/en/investor-relations/annual-general-meeting/>

and will also be available for inspection at the Annual General Meeting. The documents will be explained verbally at the Annual General Meeting.

In accordance with the statutory provisions, no resolution will be adopted on this agenda item, as the Supervisory Board has already approved the annual and consolidated financial statements prepared by the Management Board in accordance with Section 172 of the German Stock Corporation Act (AktG) and the annual financial statements have thus been adopted.

- 2. Resolution on the discharge of the Management Board for the financial year 2022**

The Management Board and the Supervisory Board propose that the actions of the members of the Management Board holding office in the financial year 2022 be approved.

- 3. Resolution on the approval of the actions of the Supervisory Board for the financial year 2022**

The Management Board and the Supervisory Board propose that the acts of the members of the Supervisory Board holding office in the financial year 2022 be ratified.

- 4. Resolution on the election of the auditor for the annual financial statements and the auditor of the consolidated financial statements for the financial year 2023 as well as the auditor for the review, if any, of interim reports and other financial information until the next ordinary shareholders' meeting**

The Supervisory Board proposes that Mazars GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Hamburg, be elected as auditors of the annual financial statements and auditors of the consolidated financial statements for the financial year 2023 and as auditors for the review, if any, of interim reports and other interim financial information within the meaning

of Section 115 para. (7) of the German Securities Trading Act (*WpHG*) prepared prior to the next Annual General Meeting and to the extent that the review is commissioned.

#### **5. Resolution on the amendment of Section 15 of the Articles of Association (authorization of virtual general meetings)**

The Act on the Introduction of Virtual Stockholders' Meetings of Stock Corporations and the Amendment of Cooperative and Insolvency and Restructuring Law Provisions (*Bundesgesetzblatt I No. 27 2022, p.1166 et seq.*) has made the virtual stockholders' meeting a permanent provision in the German Stock Corporation Act. Pursuant to Section 118a para. (1) sentence 1 of the German Stock Corporation Act, the Articles of Incorporation may provide or authorize the Board of Management to provide for the Annual General Meeting to be held as a virtual Annual General Meeting for a maximum of five years.

Such authorization of the Management Board shall be resolved. During the five-year term of the authorization, the Management Board will decide whether to make use of the authorization and hold an Annual General Meeting as a virtual Annual General Meeting.

In doing so, the Management Board will consider the relevant specific circumstances of the individual case and make its decision in accordance with its best judgment for the benefit of the Company and the shareholders. In doing so, the Management Board will also take into account the appropriate protection of shareholders' participation rights in its decision.

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

The following new paragraph 5 shall be inserted after Section 15 para. (4) of the Articles of Association of the Company:

*"(5) The Management Board is authorized to provide for the General Meeting to be held without the physical presence of the stockholders or their proxies at the location of the General Meeting (virtual General Meeting). The authorization shall apply to the holding of virtual General Meetings within a period of five years after the entry of this paragraph 5 in the commercial register of the Company."*

Otherwise, Section 15 of the Articles of Association remains unchanged. The currently valid Articles of Association are available on the Company's website at

<https://www.deag.de/en/investor-relations/corporate-governance/articles-of-association/>

available on the internet. It will also be accessible under this link during the Annual General Meeting.

**6. Resolution on the amendment of Section 16 of the Articles of Association (virtual participation of Supervisory Board members in Annual General Meetings)**

In principle, members of the Supervisory Board should physically participate in the Annual General Meeting. However, under Art. 118 par. 3 sentence 2 Stock Corporation Act, the Articles of Association may provide for certain cases in which members of the Supervisory Board may participate in the Annual General Meeting by means of video and audio transmission. Use is to be made of this possibility by means of a corresponding amendment to the Articles of Association of the Company.

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

Section 16 (3) of the Articles of Association of the Company shall be amended and restated as follows:

*"(3) Members of the Supervisory Board, with the exception of the Chairman of the Annual General Meeting (Chairman of the Meeting), shall be permitted to participate in the Annual General Meeting by means of video and audio transmission in agreement with the Chairman of the Supervisory Board (in case the Chairman of the Supervisory Board is concerned, in agreement with the Vice Chairman) in cases where the Supervisory Board member concerned is prevented from physically attending the location of the Annual General Meeting, the Supervisory Board member is domiciled abroad, the Supervisory Board member would not be able to be physically present at the location of the Annual General Meeting or would only be able to do so at considerable expense due to legal restrictions, a stay abroad, or a necessary stay at another location in Germany or due to an unreasonable travel time, or if the Annual General Meeting is held as a virtual Annual General Meeting without the physical presence of the shareholders or their proxies at the location of the Annual General Meeting."*

Otherwise, Section 16 of the Articles of Association remains unchanged. The currently valid Articles of Association are available on the Company's website at

<https://www.deag.de/en/investor-relations/corporate-governance/articles-of-association/>  
available on the internet. It will also be accessible there during the Annual General Meeting.

**7. Resolution on the amendment of the provision in Section 4 para. (3) of the Articles of Association concerning entries in the share register (*Aktienregister*) to align it with new law**

The statutory provision of Section 67 para. (1) of the German Stock Corporation Act (*AktG*) on information in connection with the entry of registered shares in the share register, which was last amended by the Act Implementing the Second Shareholders' Rights Directive of December 12, 2019 ("*ARUG II*") (Federal Law Gazette I No. 50 2019, p. 2637 et seq.), will be amended again by the Act Modernizing the Law on Private Limited Companies of August 10, 2021 (*MoPeG*) (Federal Law Gazette I No. 53 2021, p. 3436 et seq.). This amendment will enter into force on January 1, 2024.

Section 4 para. (3) sentence 1 of the Articles of Association of the Company, which is based on the wording of Section 67 para. (1) of the German Stock Corporation Act (*AktG*), is to be amended in view of the new statutory provisions to the effect that in future reference will only be made to the information required by law instead of reproducing it in detail. Section Art. 4 par. 3 sentences 2 and 3 of the Articles of Association are to remain unchanged.

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

Section 4 para. (3) sentence 1 of the Articles of Association of the Company shall be reworded as follows:

*"(3) Shareholders shall provide the Company with the information required by law for entry in the share register." [...]*

Otherwise, Section 4 of the Articles of Association remains unchanged. The currently valid Articles of Association are available on the Company's website at

<https://www.deag.de/investor-relations/corporate-governance/satzung/>  
available on the internet. It will also be accessible there during the Annual General Meeting.

**8. resolution on the approval of the profit and loss transfer agreement with mytic myticket AG, Berlin**

DEAG Deutsche Entertainment Aktiengesellschaft intends to enter into a profit transfer agreement with mytic myticket AG, Berlin, registered in the Commercial Register of the Charlottenburg Local Court under HRB 170897 B, with effect from January 1, 2023.

The profit transfer agreement with mytic myticket AG shall have the following wording:

### **"PROFIT TRANSFER AGREEMENT**

Between

- (1) **DEAG Deutsche Entertainment Aktiengesellschaft**, with business address at Potsdamer Strasse 58, 10785 Berlin, registered in the Commercial Register of the Charlottenburg Local Court under HRB 69474 B,

**("Controlling Company")**,

and

- (2) **mytic myticket AG**, with business address at Potsdamer Straße 58, 10785 Berlin, registered in the Commercial Register of the Charlottenburg Local Court under HRB 170897 B,

**("Controlled Company")**

(the Controlling Company and the Controlled Company each individually also a "Party" and jointly the **"Parties"**)

the following profit transfer agreement is concluded:

#### **PREAMBLE**

The Controlled Company is a wholly owned subsidiary of the Controlling Company, which directly holds 100% of the share capital and voting rights in the Controlled Company. The parties intend to conclude a profit and loss transfer agreement with effect from January 1, 2023.

Having said this, the Parties agree as follows:

#### **SECTION 1 PROFIT TRANSFER**

- (1) The Controlled Company is obliged to transfer its entire annual profit to the Controlling Company during the term of the Agreement in compliance with Section 301 of the German Stock Corporation Act (*AktG*) as amended from time to time. Subject to the formation and release of reserves pursuant to Section 4 para. (1) of this Agreement, the profit to be transferred shall be the annual net profit arising without the profit transfer, less any loss carried forward from the previous year.
- (2) The obligation to transfer profits shall apply for the first time to the entire profits of the current financial year of the Controlled Company in which this Agreement becomes effective.

## **SECTION 2 ASSUMPTION OF LOSS**

- (1) The provisions of Section 302 AktG, as amended from time to time, shall accordingly.
- (2) Unless otherwise provided for in subsection 1, the claim for loss compensation shall arise as of the balance sheet date of the relevant financial year of the Controlled Company.

## **SECTION 3 PREPARATION OF THE FINANCIAL STATEMENTS**

- (1) The annual financial statements of the Controlled Company shall be submitted to the Controlling Company for information, review and approval prior to their adoption.
- (2) The annual financial statements of the Controlled Company shall be prepared and approved prior to the annual financial statements of the Controlling Company.
- (3) If the financial year of the Controlled Company ends at the same time as the financial year of the Controlling Company, the profit or loss of the Controlled Company to be taken over shall nevertheless be considered in the annual financial statements of the Controlling Company for the same financial year.

## **SECTION 4 FORMATION AND RELEASE OF RESERVES**

- (1) The Controlled Company may, with the consent of the Controlling Company, allocate amounts from the annual profit (net income) for the year to retained earnings only to the extent that this is permissible under commercial law and economically justified based on a reasonable commercial assessment. Other revenue reserves formed during the term of this Agreement pursuant to Section 272 para. (3) sentence 2 HGB shall be dissolved at the request of the Controlling Company and used in accordance with Section 302 AktG, as amended, to offset any net loss for the year or transferred as profit.
- (2) Other reserves and the profit carried forward and reserves originating from the period prior to the effectiveness of this Agreement may not be transferred to the Controlling Company as profit. The same shall apply to capital reserves, irrespective of whether they were formed before or after the entry into force of this Agreement.

#### **SECTION 5 DUE DATE AND INTEREST**

- (1) The claim to compensation for the net loss for the year pursuant to Section 2 of this Agreement shall become due as of the balance sheet date of the relevant financial year of the Controlled Company.
- (2) The claim to transfer of the profit pursuant to Section 1 of this Agreement shall become due in each case upon adoption of the annual financial statements of the Controlled Company for the past financial year.
- (3) The Controlling Company may demand an advance transfer of profits if and to the extent that an advance dividend could be paid in accordance with the law and the Articles of Association.
- (4) The claims for transfer of profit pursuant to Section 1 of this Agreement and for compensation of the annual deficit (net loss) for the year pursuant to Section 2 of this Agreement shall bear interest.

#### **SECTION 6 EFFECTIVE DATE AND TERM, TERMINATION**



- (1) The Agreement shall require the approval of the General Meeting of the Controlling Company and the General Meeting of the Controlled Company in order to become effective.
- (2) The Agreement shall become effective upon entry in the Commercial Register at the registered office of the Controlled Company. The agreement shall apply retroactively from the beginning of the current financial year of the Controlled Company in which this agreement takes effect.
- (3) The contract is concluded for a fixed term of five (5) time years, calculated from the beginning of its effectiveness. Thereafter, the Agreement shall continue for an indefinite period unless terminated in writing by either party with six months' notice in compliance with the aforementioned minimum term of five years. If the end of the term does not fall at the end of a financial year of the Controlled Company, the term shall be extended until the end of the then current financial year.
- (4) The right to terminate the contract for good cause without notice shall remain unaffected. Good cause shall be deemed to include, in particular:
  - if the controlling company no longer holds the majority of voting rights resulting from the shares in the controlled company;
  - the conversion, merger, demerger or liquidation of the Controlling Company or the Controlled Company;
  - or any other reason which, in compliance with the currently valid version of the corporation tax act (*KStG, Körperschaftssteuergesetz*), leads to the discontinuation of the tax group for corporate income tax and trade tax purposes between the Controlling Company and the Subsidiary.
- (5) Notice of termination must be given in writing.
- (6) When the Agreement ends, the Controlling Company shall provide security to the creditors of the Controlled Company in accordance with Section 303 AktG, as amended from time to time, if they so request.

## **SECTION 7 FINAL PROVISIONS**

- (1) Amendments and supplements to this Agreement must be made in writing in order to be effective, unless notarization is required, and must be approved by the General Meeting of Shareholders of the Controlling Company and the General Meeting of Shareholders of the Controlled Company.
- (2) Should any provision of this contract be or become invalid or unenforceable, or should a loophole be found in this contract, this shall not affect the remaining provisions of this contract. In this case, the parties undertake to replace the invalid or unenforceable provision with the valid and enforceable provision that comes closest in economic terms to the invalid or unenforceable provision or to fill the gap with the provision that they would have agreed on according to their economic intention if they had considered this point.

*[Signature line(s) of parties]"*

The Company is the sole shareholder of mytic myticket AG. The profit transfer agreement therefore does not have to provide for either a compensation payment or a settlement for outside shareholders.

The profit transfer agreement is concluded in order to establish a (corporate) tax group and requires, among other things, the approval of the Company's Annual General Meeting in order to become effective.

The Management Board of the Company and the Management Board of mytic myticket AG have submitted a detailed joint report pursuant to Section 293a of the German Stock Corporation Act (AktG), in which the conclusion of the profit transfer agreement and the agreement are explained and justified in detail from a legal and economic point of view.

The joint report, together with the other documents to be made accessible pursuant to Section 293f AktG, is available from the day of convening of the Annual General Meeting on the internet at

<https://www.deag.de/en/investor-relations/annual-general-meeting/> and will be available for inspection during the Annual General Meeting.

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

The conclusion of the profit and loss transfer agreement between DEAG Deutsche Entertainment Aktiengesellschaft and mytic myticket AG, the latter as profit transferring company, is approved.

#### **9. Resolution on the amendment of Section 8 para. (1) of the Articles of Association (composition of the Supervisory Board)**

Pursuant to Section 8 para. (1) sentence 2 of the Articles of Association, the Supervisory Board of the Company consists of three members. In view of the increased demands on the Supervisory Board's work and the higher demand in time, the size of the Supervisory Board shall be increased to four members; by doing so, the Supervisory Board's work shall be optimized in the future by the addition of a further qualified member. The Company is currently looking for suitable candidates.

The Management Board and Supervisory Board propose that the following resolution be adopted: Section 8 para. (1) sentence 2 of the Articles of Association shall be amended and reworded as follows:

*"(1) [...]. It shall consist of four members."*

### **II. TOTAL NUMBER OF SHARES AND VOTING RIGHTS**

The share capital of the Company amounts to EUR 21,588,573.00 on the day this Annual General Meeting is convened and is divided into 21,588,573 no-par value registered shares. Each no-par value share grants one vote. The total number of voting rights is therefore 21,588,573.

The Company has no voting rights from treasury shares. At the time the meeting is convened, the Company holds 615 treasury shares. The total number of shares with participation and voting rights at the time of convening is therefore 21,587,958.

### **III. PARTICIPATION IN THE ANNUAL GENERAL MEETING**

*Unless expressly stated otherwise, all times stated in this invitation to the Annual General Meeting are times in Central European Summer Time (CEST) as applicable in Germany. Coordinated Universal Time (UTC) corresponds to Central European Summer Time (CEST) minus two hours.*

#### **1. Participation in the Annual General Meeting and exercise of voting rights**

Pursuant Section 16 of the Articles of Association, shareholders are entitled to attend the Annual General Meeting and exercise their voting rights if they have registered by no later than the end of **June 27, 2023, 24:00 hours CEST at the** following address

**DEAG German Entertainment AG**

**c/o Computershare Operations Center**

**80249 Munich**

**Germany**

**E-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

register with the Company and who are entered in the share register for the shares registered.

The registration must be made in writing (Section 126 BGB) or text form (Section 126b BGB) in German or English.

Shareholders who are not entered in the share register until after the beginning of **June 13, 2023, 00:00 hours will** not receive any invitation documents without request in accordance with statutory requirements.

Without proper registration for the meeting, shareholders may not participate in the meeting and may not exercise any shareholder rights, in particular voting rights. The granting of powers of attorney and instructions to the Company's voting representatives or third parties also requires timely registration for the Annual General Meeting.

## **2. Registration for the Annual General Meeting and exercise of voting rights; registration stop**

Pursuant to Section 16 of the Company's Articles of Association, shareholders who are entered in the share register and register with the Company in good time are entitled to attend the Annual General Meeting and exercise their voting rights.

The application must be submitted no later than **midnight on June 27, 2023**, to the application office listed below.

**DEAG Deutsche Entertainment Aktiengesellschaft**

**c/o Computershare Operations Center**

**80249 Munich**

**Germany**

**E-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

("Registration Office").

Pursuant to Section 67 (2) sentence 1 of the German Stock Corporation Act (AktG), rights and obligations arising from shares exist only for and against the person entered in the share register. Accordingly, the number of voting rights to which a properly registered shareholder is entitled at the Annual General Meeting is determined by the registration status of the share register on the day of the Annual General Meeting.

For technical reasons, however, no changes will be made to the share register in the period from the **end of June 27, 2023** (technical record date) until the close of the Annual General Meeting on **July 4, 2023** (stop on changes). Therefore, the registration status of the share register on the day of the Annual General Meeting corresponds to the status after the last rewrite on **June 27, 2023**.

The suspension of the transfer of shares does not imply a block on the disposal of the shares. However, purchasers of shares whose applications for registration are received by the Company after **June 27, 2023** will not be able to exercise voting rights and other shareholder rights arising from these shares unless they are authorized or empowered to do so. In such cases, voting rights and other shareholder rights shall remain with the person entered in the share register until the transfer is made. All purchasers of shares in the Company who are not yet entered in the share register are therefore requested to submit transfer applications in good time.

### **3. Exercise of voting rights by proxies**

#### **a) Authorization of a third party**

Shareholders who have duly registered for the Annual General Meeting but are unable or do not wish to attend the Annual General Meeting in person may have their voting rights and other shareholder rights exercised by proxy by issuing a corresponding power of attorney. The granting of the proxy, its revocation and the proof of authorization vis-à-vis the Company require text form - unless a credit institution, a shareholders' association or an organization or person equivalent to these pursuant to Section 135 AktG is to be authorized. The proxy form on the back of the admission ticket may be used to grant proxy. In addition, a proxy form can also be downloaded from the Company's website at <https://www.deag.de/en/investor-relations/annual-general-meeting/> or requested from the following address:

**DEAG GERMAN ENTERTAINMENT AG**

**c/o Computershare Operations Center**

**80249 Munich**

**Germany**

**E-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

Proof of authorization to the Company must either be provided by the proxy on the day of the Annual General Meeting or be received by the Company in advance at the above address. In the latter case, for organizational convenience, shareholders are requested to send the proof to the above address by **midnight on July 3, 2023** at the latest.

If a credit institution, a shareholders' association or another organization or person equivalent to these pursuant to Section 135 AktG is to be authorized, there is - in exception to the above principle - no text form requirement under either the law or the Articles of Association of the Company. However, we would like to point out that in these cases the credit institutions, shareholders' associations or equivalent organizations or persons who are to be authorized may require a special form of proxy because they must record the proxy in a verifiable manner in accordance with Section 135 AktG. Shareholders who wish to authorize a bank, a shareholders' association or another organization or person equivalent to these pursuant to Section 135 AktG should therefore consult with the latter in good time on a possible formal requirement for the power of attorney.

**b) *Authorization of the Company's voting representative***

As a service, the Company offers its shareholders the opportunity to authorize proxies nominated by the Company and bound by instructions prior to the Annual General Meeting. The proxies nominated by the Company exercise the voting right exclusively based on the instructions issued by the shareholder. The granting of power of attorney to the proxies nominated by the Company, its revocation and the issuing of instructions must be in text form. A form that can be used for granting proxy and issuing instructions will be sent with the admission ticket, made available for download on the Company's website at <https://www.deag.de/en/investor-relations/annual-general-meeting/> and, independently of this, sent to each shareholder without delay upon request.

The request should be addressed to:

**DEAG GERMAN ENTERTAINMENT AG**

**c/o Computershare Operations Center**

**80249 Munich**

**Germany**

**E-mail: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

Shareholders who wish to authorize the proxies appointed by the Company prior to the Annual General Meeting are requested, for organizational convenience, to submit the authorization together with instructions to the above address by **midnight on July 3, 2023** at the latest.

The proxies appointed by the Company are obliged to vote as instructed. The exercise of voting rights at their own discretion is excluded. In the absence of express instructions, the Company-nominated proxies will abstain from voting on the relevant voting item or will not participate in the vote; this also applies to shareholder motions (e.g., countermotions, election proposals or procedural motions) submitted at the Annual General Meeting that have not been announced in advance.

Should an individual vote be held on an agenda item, an instruction on this agenda item as a whole shall apply accordingly to each item of the individual vote. The proxies appointed by the Company do not accept any powers of attorney or instructions to file objections against resolutions of the Annual General Meeting, to exercise the right to ask questions or to speak, or to file motions.

#### **4. Shareholders' rights pursuant to Sections 122 (2), 126 (1), 127, 131 (1) AktG**

##### **a) *Motions for additions to the agenda pursuant to Art. 122 par. 2 AktG***

Pursuant to Section 122 (2) of the German Stock Corporation Act (AktG), shareholders whose shares together amount to one-twentieth of the share capital or the pro rata amount of EUR 500,000.00, corresponding to 500,000 shares, may request that items be placed on the agenda and published. The request must be received by the Company in writing at the following address no later than 24 days before the meeting (the day of receipt is not to be counted) and thus on **June 9, 2023, 24:00 hrs.**

**DEAG German Entertainment AG**

**- Management Board -**

**Potsdamer Straße 58, 10785 Berlin**

or in electronic form in accordance with Section 126a BGB by e-mail to:

**[hauptversammlung@deag.ag](mailto:hauptversammlung@deag.ag)**

enter.

Each new item on the agenda must be accompanied by a justification or a draft resolution.

The applicant(s) must prove that he/she/they has/have been the holder of the shares for at least 90 days prior to the date of receipt of the request by the Company and that he/she/they holds/hold the shares until the decision of the Management Board on the request. Sections 70 and 121 (7) AktG shall be observed in calculating this period.

Additions to the agenda that are to be announced - insofar as they have not already been announced with the convening notice - will be published in the Federal Gazette without delay after receipt of the request and forwarded for publication to such media as can be expected to disseminate the information throughout the European Union. They will also be published on the Company's website at

<https://www.deag.de/en/investor-relations/annual-general-meeting/>

published.

**b) *Motions and election proposals by shareholders pursuant to Sections 126 para. (1), 127 AktG***

In accordance with Section 126 para. (1) AktG, any shareholder may submit a countermotion to a proposal by the Management Board and Supervisory Board on a specific item on the agenda. A countermotion shall be made available on the Company's website in accordance with the more detailed provisions of Section 126 (1) and (2) AktG if it is received by the Company at the address published below no later than **midnight on June 19, 2023**.

Each shareholder may also submit to the Company a nomination for the election of Supervisory Board members or auditors in accordance with Section 127 AktG. An election proposal shall be made available on the Company's website in accordance with the more detailed provisions of Sections 127, 126 (1) and (2) AktG if it is received by the Company at the address published below no later than **midnight on June 19, 2023**.

**DEAG German Entertainment AG**  
**Potsdamer Straße 58, 10785 Berlin**

or by e-mail to:

**hauptversammlung@deag.de**



Countermotions or election proposals received in good time will be made available on the internet at <https://www.deag.de/en/investor-relations/annual-general-meeting/>, provided they meet the statutory requirements. Any comments by the administration will also be made available at the above Internet address.

The Company does not need not make available a counter-motion (and any reasons for it) or a nomination for election if one of the grounds for exclusion pursuant to Section 126 para. (2) AktG applies, for example because the nomination for election or counter-motion would lead to a resolution of the Annual General Meeting that would be unlawful or contrary to the Articles of Association, or the reasons contain information that is obviously false or misleading in material respects. In addition, a nomination does not have to be made available if the nomination does not contain the name, occupation and place of residence of the proposed person and his or her membership of other statutory supervisory boards. The statement of grounds for a countermotion does not need to be made accessible if it exceeds 5,000 characters in total

Countermotions and nominations by shareholders are to be sent exclusively to the above address.

**c) *Right to information pursuant to Section 131 (1) AktG***

Each shareholder must be provided with information on the Company's affairs by the Management Board at the Annual General Meeting upon request, insofar as this is necessary for the proper assessment of an item on the agenda (Section 131 para. (1) AktG). The right to information may be exercised at the Annual General Meeting without prior announcement or other notification being required.

More detailed explanations and information on shareholders' rights pursuant to Sections 122 para. (2), 126 para. (1), 127 and 131 para. (1) of the German Stock Corporation Act (AktG) are available to shareholders on the Company's website at <https://www.deag.de/en/investor-relations/annual-general-meeting/>.

**5. Reference to the company's website**

Further information on the Annual General Meeting can be found on the Company's website at <https://www.deag.de/en/investor-relations/annual-general-meeting/>.

The voting results will be announced after the Annual General Meeting at the same Internet address.

#### **IV. DATA PROTECTION INFORMATION FOR DEAG SHAREHOLDERS**

If you register for the Annual General Meeting or grant a proxy, we collect personal data about you and/or your proxy. This is done to enable shareholders to exercise their rights at the Annual General Meeting. As the data controller, DEAG processes your data in compliance with the provisions of the EU General Data Protection Regulation (GDPR) and all other applicable laws. Details on the handling of your personal data and your rights under the DSGVO can be found on the Internet on the website for the Annual General Meeting at: <https://www.deag.de/en/investor-relations/annual-general-meeting/>.

***Berlin, May 2023***

***DEAG Deutsche Entertainment AG***  
***The Management Board***