

elumeo SE

Berlin

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Supplement to the agenda for the Annual General Meeting on June 23, 2023

By publication in the Bundesanzeiger on May 15, 2023, the Annual General Meeting of elumeo SE was convened for Friday, June 23, 2023, at 10:00 a.m. (CET), at the premises of Juwelo Deutschland GmbH, Portal 3b, 3rd floor, Erkelenzdamm 59/61, 10999 Berlin.

Shareholder Blackflint Ltd. has requested, pursuant to Article 56 Sentence 2 and Sentence 3 SE-VO in conjunction with § 50 (2) SEAG, to supplement the agenda of the Annual General Meeting on June 23, 2023, with items for resolution.

In accordance with § 124 (2) Sentence 1 AktG, it is noted that the Supervisory Board, in accordance with Article 43 (2) SE-VO and Article 43 (3) SE-VO in conjunction with § 23 SEAG and § 24 (1) SEAG, consists solely of members of the Supervisory Board elected by the General Meeting. The General Meeting is not bound by proposals for elections.

At the request of shareholder Blackflint Ltd., pursuant to Article 56 Sentence 2 and Sentence 3 SE-VO in conjunction with § 50 (2) SEAG, the agenda of the Annual General Meeting on June 23, 2023, is supplemented and announced with the following items for resolution:

AGENDA

7. Amendment of § 15 (1) of the Company's Articles of Association regarding the remuneration of the members of the Supervisory Board

According to § 15 (1) of the Company's Articles of Association, non-executive members of the Supervisory Board of the Company receive remuneration for their activities, which is determined by the General Meeting.

Shareholder Blackflint Ltd. proposes to amend the Company's Articles of Association by resolution and to revise § 15 (1) of the Articles of Association as follows:

"The non-executive members of the Supervisory Board shall receive a fixed annual remuneration for each full fiscal year of their membership on the Supervisory Board. The Chairman shall receive EUR 120,000.00 plus VAT. The other non-executive members of the Supervisory Board shall each receive EUR 20,000.00 plus VAT. A member of the Supervisory Board who is active only during part of a fiscal year shall receive a pro-rata remuneration calculated based on the duration of activities determined in full months. The remuneration shall be payable on a pro-rata basis at the end of each month."

8. Election of Dr. Susanne Ries as an additional member of the Supervisory Board

Shareholder Blackflint Ltd. proposes the following resolution:

"Dr. Susanne Ries, attorney-at-law, Berlin, is appointed as a member of the Supervisory Board of the Company until the end of the Annual General Meeting that resolves on the discharge of the members of the Supervisory Board for the fiscal year ending on December 31, 2026."

9. Election of Christian Senitz as an additional member of the Supervisory Board

Shareholder Blackflint Ltd. proposes the following resolution:
"Christian Senitz, Chief Financial Officer, Berlin, is appointed as a member of the Supervisory Board of the Company until the end of the Annual General Meeting that resolves on the discharge of the members of the Supervisory Board for the fiscal year ending on December 31, 2026."

Explanation by shareholder Blackflint Ltd.

Agenda item 7. Amendment of § 15 (1) of the Company's Articles of Association.

According to § 15 (1) of the Company's Articles of Association, non-executive members of the Supervisory Board of the Company receive remuneration for their activities, which is determined by the General Meeting. Currently, the Chairman of the Supervisory Board receives EUR 120,000.00 plus VAT, while the other members receive EUR 25,000.00 plus VAT each. Chairpersons of committees who are not also Chairpersons of the Supervisory Board additionally receive EUR 12,500.00 plus VAT. In light of past experiences, it appears appropriate to adjust the remuneration of the members of the Supervisory Board. Therefore, shareholder Blackflint Ltd. proposes a minor reduction in the remuneration of the non-executive members of the Supervisory Board and the elimination of the additional remuneration for chairpersons of committees.

Agenda item 8. Election of Dr. Susanne Ries as an additional member of the Supervisory Board.

Dr. Susanne Ries has more than 10 years of experience as an attorney-at-law advising publicly listed companies, particularly in the area of compliance. Supplementing this expertise is of particular importance to the capabilities of elumeo's Supervisory Board. The eligibility requirements for election to the Supervisory Board are fulfilled, and in particular, the exclusion criteria of Article 47 (2) lit. a) SE-VO, § 27 SEAG are not present.

Agenda item 9. Election of Christian Senitz as an additional member of the Supervisory Board.

Christian Senitz has more than 10 years of experience as a Chief Financial Officer. In the current situation, supplementing this expertise is of particular importance to the capabilities of elumeo's Supervisory Board. The eligibility requirements for election to the Supervisory Board are fulfilled, and in particular, the exclusion criteria of Article 47 (2) lit. a) SE-VO, § 27 SEAG are not present.

Berlin, May 2023

elumeo SE
The Managing Director