

REPORT OF THE SUPERVISORY BOARD

In the 2024 financial year, the Supervisory Board of IONOS Group SE carefully and conscientiously performed the duties incumbent upon it in accordance with the law, the Articles of Association, the German Corporate Governance Code and the rules of procedure, regularly advised the Management Board on the management of the company and carefully and continuously monitored its management activities. The Supervisory Board's advice and monitoring of the Management Board also covered sustainability issues in particular. The Supervisory Board was always able to satisfy itself of the legality, appropriateness and regularity of the Executive Board's work and was directly, promptly and comprehensively involved in all decisions of fundamental importance to the company. The Management Board regularly informed the Supervisory Board in detail, both verbally and in writing, and also regularly between meetings, about all relevant issues relating to strategy and the associated opportunities and risks, corporate planning, the development and course of business, planned and current investments, the Group's position, including the risk situation and the risk management system, the internal control system and the compliance management system, which is geared towards the company's risk situation. The Management Board agreed the company's strategic direction with the Supervisory Board. The Management Board submitted a comprehensive quarterly report to the Supervisory Board on the course of business, including sales development and profitability as well as the company's situation and business policy. This also included information on any deviations in the course of business from planning. In terms of both content and scope, the Management Board's reports met the requirements of the law, good corporate governance and the Supervisory Board. The reports were made available to all members of the Supervisory Board.

The Supervisory Board reviewed the plausibility of the reports and other information provided by the Management Board, dealt with them in detail and critically assessed and questioned them. The Supervisory Board gave its approval to individual business transactions where this was required by law, the articles of association or the rules of procedure for the Management Board.

The Supervisory Board and the Audit and Risk Committee formed by the Supervisory Board received regular reports from the Management Board on the Group-wide internal control and risk management systems, which also cover sustainability-related objectives, as well as the internal audit system and the compliance management system. Based on its reviews, the Supervisory Board has come to the conclusion that the internal control system, the risk management system, the internal audit system and the compliance management system are appropriate and effective.

The members of the Supervisory Board are responsible for attending the training and development measures required for their duties. The company provides the members of the Supervisory Board with appropriate support during their induction, training and development. In particular, an individual introduction to the activities of the Supervisory Board at IONOS Group SE is provided upon taking office. All necessary documents are made available, practical and legal principles are explained and specific issues of stock corporation law are highlighted. In addition to the individual training and development measures for Supervisory Board members, the company held a workshop lasting several hours with legal and technical experts from the United Internet Group on current developments in digital law for the members of the Supervisory Board in November 2024. The workshop provided an overview of the current legal framework for platforms, data and artificial intelligence as part of the EU digital strategy and discussed the key legal acts in this area. The main topics of artificial intelligence, IT security and data protection were dealt with in detail, with the specific impact on the companies in the United Internet Group, the effects on them and the implementation of the new legal regulations being discussed in detail in addition to the corresponding legal regulations.

In addition, one member of the Supervisory Board took part in training courses on the handling of material non-public information (MNPI), cybersecurity, anti-bribery and microaggression in the workplace.

Personnel changes within the Management Board and Supervisory Board

There were no changes to the composition of the Management Board in the 2024 financial year. The Management Board consists of Achim Weiß, Dr. Jens-Christian Reich and Ms. Britta Schmidt.

There was one change in the composition of the Supervisory Board in the 2024 financial year. Mr. Martin Mildner stepped down from the Supervisory Board at the end of 30 September 2024.

The Supervisory Board currently has five members. Its skills profile corresponds to its previous and current objectives; in particular, at least two independent members, Mr. Kurt Dobitsch and Mr. René Obermann, are represented on the Supervisory Board. The proportion of women on the Supervisory Board as of December 31, 2024, was 40%. Mr. Ralph Dommermuth was Chairman of the Supervisory Board in the 2024 reporting year and Mr. René Obermann was Deputy Chairman of the Supervisory Board.

According to the company's assessment, none of the Supervisory Board members performs board or advisory functions for major competitors of the company. There were no indications of conflicts of interest on the part of any Supervisory Board or Management Board member in the past financial year.

Meetings and key topics

In addition to regular statutory reporting, the following topics in particular were discussed and examined in detail in the 2024 financial year:

- The annual and consolidated financial statements as of December 31, 2023
- The determination of the Executive Board's target achievement for the 2023 financial year and the approval the payment of the variable remuneration components
- The report of the Supervisory Board for the 2023 financial year to the Annual General Meeting
- The Sustainability Report 2023
- The setting of ESG targets for the Executive Board
- The convocation and agenda items for the 2024 Annual General Meeting presented by the Management Board and the adoption of the Supervisory Board's proposed resolutions to the Annual General Meeting
- Audit planning and the quarterly reports of the internal audit department
- Monitoring the effectiveness of the compliance system in place
- The quarterly reports on risk management and the risk management strategy
- Monitoring the effectiveness of the established internal control system
- Examination and approval of the 2023 dependent company report
- The development of the company during the year
- The implementation of a share buyback program
- The audit of the independence of PricewaterhouseCoopers GmbH and the acting persons, also taking into account the additional services provided and the focal points of the audit
- The meeting dates and the financial calendar for the 2024 financial year
- Overview of investor relations activities
- Adoption of the planning for the 2025 financial year
- Key corporate governance topics
- Submission of the declaration of compliance with the German Corporate Governance Code dated December 17, 2024

Four ordinary Supervisory Board meetings were held in the 2024 financial year, at which the Management Board informed the Supervisory Board in detail about the economic situation, the development of the company and the Group as well as significant business transactions and other Management Board matters. The Supervisory Board

has determined that some of the Supervisory Board meetings should regularly take place without the presence of the Management Board.

Three out of four meetings of the full Supervisory Board were held in person, and one was held as a video conference. The first and fourth Supervisory Board meetings were held in Montabaur, the second meeting following the Annual General Meeting in Frankfurt am Main. One member took part in the first meeting via video transmission. All other members were present in person.

In addition to the ordinary Supervisory Board meetings, a further extraordinary meeting of the Supervisory Board was held to discuss and decide on matters that could not wait until the next ordinary Supervisory Board meeting. The extraordinary meeting, which was attended by all members, was held as a video conference.

In some cases, resolutions of the Supervisory Board were also passed by written circulation procedure based on written draft decisions submitted by the Management Board.

Tasks of the Audit and Risk Committee

There was a change in the composition of the Audit and Risk Committee in the 2024 financial year. Mr. Martin Mildner stepped down from the Supervisory Board at the end of 30 September 2024 and is therefore no longer a member of the Audit and Risk Committee. Ms. Vanessa Stützele was elected as a new member of the Audit and Risk Committee with effect from 1 October 2024.

The Audit and Risk Committee supports the Supervisory Board in monitoring accounting, including sustainability reporting and the integrity of the accounting process, as well as monitoring the effectiveness and functionality of the internal control system, the risk management system, the compliance management system and the internal audit system. It also supports the Supervisory Board in monitoring the audit of the financial statements, the services provided by the auditor, the audit fees and the additional services provided by the auditor.

The Audit and Risk Committee deals intensively with the annual and consolidated financial statements, the management report for the company and the management report for the Group.

The committee is in charge of the tendering process for the audit of the financial statements, in particular compliance with the formal requirements, evaluation of the tender offers and participation in the presentation of the applicants, as well as the preparation of a proposal to the Supervisory Board.

The committee discusses the assessment of the audit risk, the audit strategy, the audit planning, the audit process, the focal points and methodology of the audit, the audit results and the audit reports, including with regard to the internal control system and the risk management system in relation to the accounting process, with the Management Board and the auditor and makes recommendations to the Supervisory Board. The Audit and Risk Committee regularly consults the auditor, even without the Management Board. It carries out an annual assessment of the quality of the audit. Prior to publication, it discusses the quarterly statements and the half-year financial report with the Management Board.

The Audit and Risk Committee also deals intensively with the Group-wide internal control system, risk management, the internal audit system and the compliance management system, and is tasked in particular with reviewing the appropriateness and effectiveness of the systems.

The Audit and Risk Committee also prepares the negotiations and resolutions of the Supervisory Board for the Supervisory Board's proposal to the Annual General Meeting on the election of the auditor and decisions on corporate governance issues and also decides on the approval of material transactions with related parties in accordance with Section 111b (1) AktG (related party transactions).

In 2024, the Audit and Risk Committee dealt in particular with the following topics:

- Reporting on risk management
- Reporting on the compliance management system
- Development of the project to improve the internal control system
- Internal audit reporting,
- Assessment of the quality of the audit,
- Discussion of key audit matters and determination of key audit matters,
- Publication reports and
- Self-assessment of the Audit and Risk Committee

The Chairman of the Audit and Risk Committee regularly reports to the full Supervisory Board on the committee's activities. He informs the Chairman of the Supervisory Board immediately of any significant events and findings of the Audit and Risk Committee.

The Audit and Risk Committee held four ordinary meetings in the 2024 financial year, each of which was attended by all members via video conference.

In addition to these ordinary meetings, numerous other workshops were held in which individual members of the committee went through the topics assigned to them together with company employees, for example to have the above-mentioned control systems explained to them and then to derive measures from them with the aim of continuously improving the control systems. There were no extraordinary meetings of the Audit and Risk Committee in the 2024 financial year.

Corporate Governance

In accordance with D. 12 of the DCGK, the company shall provide the members of the Supervisory Board with appropriate support during their induction to office as well as training and development measures.

To ensure successful onboarding, the new member of the Supervisory Board is provided with all the necessary documents in the form of an introductory, individually compiled information package. In addition, there is an introductory meeting on the most important processes and procedures, as well as individual discussions with the Chairman of the Supervisory Board and CFO in the form of coordination meetings.

Support with regard to training and development measures is guaranteed and ensured in particular through the regular and/or event-driven distribution of information material on current topics, as well as external training events.

In accordance with recommendation D.13 of the DCGK, the Supervisory Board as a whole, as well as the Audit and Risk Committee, regularly assesses how effectively it fulfills its duties as a body. For this purpose, a self-assessment is carried out using questionnaires every two years or so. The results of the survey are evaluated anonymously and then discussed at a plenary meeting. The need for improvement that emerges is addressed.

Furthermore, the evaluations are used as a basis for the positive further development of the work of the committees.

The Supervisory Board did not hold any discussions with investors in the reporting year.

The Management Board and Supervisory Board report on corporate governance in accordance with C.22 DCGK in connection with the declaration on corporate governance. The Executive Board and Supervisory Board last issued a joint declaration of compliance in accordance with Section 161 AktG on December 17, 2024, according to which the recommendations of the German Corporate Governance Code are largely complied with. The declarations,

together with the explanations provided, are made permanently available to shareholders on the company's website. Please also refer to the comments in the Corporate Governance Statement 2024.

Review and audit of the annual and consolidated financial statements for 2024

The annual financial statements and consolidated financial statements as of December 31, 2024, prepared by the Management Board and submitted on time, the management report for the company and the Group (which includes the explanatory report on the disclosures pursuant to Section 289a (1) and Section 315 (2a) HGB), including the assessment of the correctness of the accounting and the early risk detection system, were audited by PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, which was elected as auditor by the Annual General Meeting on May 15, 2024, and each received an unqualified audit opinion.

The annual and consolidated financial statements, the management report for the company and the Group and the corresponding audit reports from the auditor were submitted to all members of the Supervisory Board. In addition to the key audit matters of fraud management and override of controls, share-based payment and leases in accordance with IFRS 16, the key audit matters (KAMs) were defined when the auditor was commissioned, which included the following points: revenue recognition, goodwill impairment test and recognition and measurement of financial assets (separate financial statements).

The financial statement documents were finally reviewed and discussed at a meeting of the Supervisory Board on March 25, 2025, in the presence of the auditor. The auditor reported on the key findings of its audit, explained these and answered the questions of the members of the Supervisory Board in detail. This discussion focused in particular on the results of the audit with regard to the defined key audit areas and the accounting processes. The internal control system, the risk report and the risk management system were discussed in detail with the auditor at the Supervisory Board meeting on March 25, 2025. With regard to the existing risk early warning system, the auditor found that the Management Board had taken the measures required by Section 91 para. 2 AktG, in particular, to set up a monitoring system in an appropriate manner and that the monitoring system is suitable for the early detection of developments that could jeopardize the company's continued existence. Following its own examination, the Supervisory Board concurred with the results of the audit by the auditor and, based on the final results of its own examination, raised no objections. The Supervisory Board approved the annual financial statements and the consolidated financial statements for 2024 by resolution at its meeting on March 25, 2025. The annual financial statements have therefore been adopted in accordance with Section 172 AktG. At its meeting on March 25, 2025, the Supervisory Board also approved the remuneration report adopted by the Management Board.

Review of the Management Board's report on relationships with affiliated companies

The Management Board submitted its report on relationships with affiliated companies (dependent company report) for the 2024 financial year to the Supervisory Board in good time.

The report of the Executive Board on relationships with affiliated companies was the subject of the audit by the auditor. The following audit opinion was issued in this regard:

"Following our audit and assessment in accordance with professional standards, we confirm that

1. the factual disclosures in the report are correct
2. the consideration paid by the company for the legal transactions listed in the report was not inappropriately high,
3. there are no circumstances indicating a materially different assessment of the measures listed in the report than that of the Executive Board."

The auditor submitted the audit report to the Supervisory Board. The Supervisory Board examined the dependent company report of the Management Board and the audit report. The final review by the Supervisory Board took place at the Supervisory Board meeting on March 25, 2025. The auditor attended the meeting and reported on its audit of the dependent company report and its key audit findings, explained its audit report and answered questions from the Supervisory Board members. Following the final result of its examination, the Supervisory Board approved the dependent company report of the Management Board and the audit report and had no objections to raise against the declaration of the Management Board at the end of the report on relationships with affiliated companies.

The Supervisory Board would like to thank the members of the Management Board and all employees for their continued successful commitment to IONOS Group SE in the past financial year. We would also like to thank our customers and shareholders for the trust they have placed in the company.

Montabaur, 25 March 2025

On behalf of the Supervisory Board

Ralph Dommermuth

Members of the Supervisory Board as of 31 December 2024 (all since 26 January 2023)

- Ralph Dommermuth (Chairman of the Supervisory Board), Montabaur
Chief Executive Officer of United Internet AG
- René Obermann (Deputy Chairman of the Supervisory Board), Berlin
Chairman of the Supervisory Board of Airbus SE,
- Chairman of Warburg Pincus Europe
- Dr. Claudia Borgas-Herold, Kilchberg/Switzerland
Managing Director of borgas advisory GmbH
- Vanessa Stütze, Düsseldorf
Chief Executive Officer of Luqom GmbH
- Kurt Dobitsch, Markt Schwaben
Chairman of the Supervisory Board of 1&1 AG
- Martin Mildner, Hamburg
Chief Financial Officer of ProSiebenSat.1 Media SE (until 30 September 2024)

This document is a convenience translation of the German original. In case of discrepancy between the German and the English version, the German version shall prevail.