



## Invitation to the 2025 Annual General Meeting

# Overview containing the information pursuant to Sec. 125 of the German Stock Corporation Act (Aktiengesetz, “AktG”)

in conjunction with Table 3 of Implementing Regulation (EU) 2018/1212 (EU IR)

## A Specification of the message

- 1 Unique identifier of the event:  
2025 annual general meeting of IONOS Group SE  
(Formal specification pursuant to the EU IR: 0dbe51ef4913ef11b53400505696f23c)
- 2 Type of message:  
convocation of the general meeting  
(Formal specification pursuant to the EU IR: NEWM)

## B Specification of the issuer

- 1 ISIN: DE000A3E00M1
- 2 Name of issuer: IONOS Group SE

## C Specification of the meeting

- 1 Date of the General Meeting: May 13, 2025  
(Formal specification pursuant to the EU IR: 20250513)
- 2 Time of the General Meeting (commencement): 11:00 (CEST)  
(Formal specification pursuant to the EU IR: 9:00 UTC)
- 3 Type of General Meeting: annual general meeting  
(Formal specification pursuant to the EU IR: GMET)
- 4 Location of the General Meeting: Alte Oper, Opernplatz 1, 60313 Frankfurt am Main, Germany  
(Formal specification pursuant to the EU IR: Alte Oper, Opernplatz 1, 60313 Frankfurt am Main, Germany)
- 5 Technical Record Date: May 6, 2025, 24:00 (CEST)  
To exercise the rights to participate and vote, in relation to the company, the shareholding recorded in the share register on the date of the general meeting is decisive. However, orders to change the share register received in the period from May 7 to May 13, 2025, (both dates included in this period) will not be processed and considered with effect until after the general meeting on May 13, 2025 (a so-called registration stop). The technical record date for the purposes of exercising the rights to participate and vote in the general meeting is therefore May 6, 2025, 24:00 (CEST).  
(Formal specification pursuant to the EU IR: 20250506)
- 6 Website to the General Meeting/URL:  
<https://www.ionos-group.com/investor-relations/agm/2025.html>

# Overview agenda items

in conjunction with Table 3 of Implementing Regulation (EU) 2018/1212 (EU IR)

- ITEM 1** Presentation of the adopted annual financial statements, the approved consolidated financial statements, the management report for the Company and the management report for the Group as of December 31, 2024, and the report of the Supervisory Board for the 2024 fiscal year
- ITEM 2** Resolution on the appointment of the external auditors of the annual financial statements and the consolidated financial statements for the 2024 fiscal year and, in the event of an audit review, the auditor for the interim financial reports of the 2025 fiscal year and the first quarter of the 2024 fiscal year
- ITEM 3** Resolution on the approval of the remuneration system for the Management Board
- ITEM 4** Resolution on granting authorization to issue bonds with warrants and convertible bonds and to exclude subscription rights for these bonds with warrants or convertible bonds and to create simultaneously conditional capital (Conditional Capital 2024) as well as on a corresponding amendment of the Articles of Association
- ITEM 5** Resolution on the approval of the remuneration report for the 2024 fiscal year prepared and audited in accordance with Sec. 162 AktG
- ITEM 6** Resolution on a special election with regard to the Supervisory Board

# Invitation to the 2025 Annual General Meeting

# IONOS

IONOS Group SE, Montabaur  
ISIN DE000A3E00M1

We hereby invite the shareholders of our Company  
to the Annual General Meeting, to be held on

**Tuesday, May 13, 2025,  
from 11:00 (CEST)  
at the “Alte Oper”,  
Opernplatz 1,  
Mozartsaal,  
60313 Frankfurt am Main, Germany.**

# Agenda

## **1. Presentation of the adopted annual financial statements, the approved consolidated financial statements, the consolidated management report for the Company and the Group as of December 31, 2024, (including the explanatory report on the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (Handelsgesetzbuch)) and the report of the Supervisory Board for the 2024 fiscal year**

No resolution is planned for this agenda item as the Supervisory Board has already approved the annual financial statements, which the Management Board prepared, and the consolidated financial statements; the annual financial statements have therefore been adopted.

The above documents will be available on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html> from the day on which the Annual General Meeting is convened and during the Annual General Meeting. They will also be available for inspection at the Annual General Meeting.

## **2. Resolution on the ratification of the Management Board members' actions**

The Management Board and the Supervisory Board propose that the actions of the Management Board members who were in office in the 2024 fiscal year be ratified for that period.

## **3. Resolution on the ratification of the Supervisory Board members' actions**

The Management Board and the Supervisory Board propose that the actions of the Supervisory Board members who were in office in the 2024 fiscal year be ratified for that period. It is intended to have the General Meeting vote on the ratification of the actions of each and every member of the Supervisory Board individually.

## **4. Resolution on the appointment of the external auditors of the annual financial statements and the consolidated financial statements for the 2025 fiscal year and, in the event of an audit review, the auditor for the interim financial reports of the 2025 fiscal year and the first quarter of the 2026 fiscal year and the auditor of the sustainability report**

The Supervisory Board – based on the recommendation expressed by its Audit Committee – proposes to the General Meeting that it resolve as follows:

4.1 PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, with registered office in Frankfurt am Main, is appointed as external auditors of the annual financial statements and the consolidated financial statements for the 2025 fiscal year as well as for the audit reviews – insofar as such reviews are conducted – of the interim financial reports for the 2025 fiscal year and for the first quarter of the 2026 fiscal year.

4.2 PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, with registered office in Frankfurt am Main, is appointed as the auditor of the sustainability report for the 2025 fiscal year.

The appointment of the auditor of the sustainability report by the General Meeting is a precautionary measure in light of Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, as regards corporate sustainability reporting, which is to be transposed into national law.

A separate vote is to be taken on items 4.1 and 4.2, respectively.

The Audit Committee declared that its recommendation is free from any undue influence by third parties and that no restriction as regards the appointment of a particular auditor or audit firm within the meaning of Article 16(6) of the EU Audit Regulation has been imposed upon it.

## **5. Resolution on the approval of the remuneration report for the 2024 fiscal year prepared and audited in accordance with Sec. 162 AktG**

The Management Board and Supervisory Board have prepared in accordance with Sec. 162 AktG a report on the remuneration granted and owed to the members of the Management Board and the Supervisory Board in the 2024 fiscal year, which will be presented to the General Meeting for approval pursuant to Sec. 120a (4) AktG.

The remuneration report was audited in accordance with Sec. 162 (3) AktG by the external auditors as to whether the information to be included under Sec. 162 (1) and (2) AktG has been included. The external auditors' report on the audit of the remuneration report has been attached to the remuneration report.

The Supervisory Board and the Management Board propose to approve the remuneration report for the 2024 fiscal year prepared and audited in accordance with Sec. 162 AktG.

The remuneration report, including the external auditors' report, can be inspected from the day on which the Annual General Meeting is convened via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>. The remuneration report will also be available there for inspection during the Annual General Meeting.

## **6. Resolution on a special election with regard to the Supervisory Board**

In accordance with Article 40(3) of the EU SE Regulation in conjunction with Sec. 17 of the German SE Implementation Act (SE-Ausführungsgesetz) in conjunction with § 9 no. 1 of the Company's Articles of Association, IONOS Group SE's Supervisory Board consists of six members elected by the General Meeting. The current members of the Supervisory Board have been elected for the period ending at the close of the General Meeting that resolves on the ratification of their actions for the 2027 fiscal year.

Supervisory Board member Martin Mildner has resigned from his office as Supervisory Board member with effect as of September 30, 2024, making a special election necessary.

In consideration of the objectives set by it regarding its composition and the skills profile established by it for itself as a whole – the Supervisory Board proposes that the individual presented below be elected with effect for the period beginning at the close of the 2025 Annual General Meeting and ending at the close of the General Meeting that resolves on the ratification of this individual's actions for the 2027 fiscal year:

**Carsten Theurer, resident in Beilstein**  
CFO United Internet AG

Membership in other German supervisory boards that are to be established pursuant to statutory law:

- 1&1 Telecommunication SE, Montabaur (chairman)
- IONOS Holding SE, Montabaur (chairman)
- 1&1 Mail & Media Applications SE, Montabaur (deputy chairman)
- AWIN AG, Berlin (member)

Membership in comparable German and foreign supervisory bodies:

- 1&1 Versatel Deutschland GmbH, Düsseldorf (deputy chairman of the supervisory board)
- 1&1 Versatel GmbH, Düsseldorf (deputy chairman of the supervisory board)
- uberall GmbH, Berlin (member of the advisory board)
- rankingcoach GmbH, Cologne (member of the advisory board)

The Supervisory Board has assured itself that the nominated candidate will be able to devote the time expected to be necessary for exercising this mandate. In the assessment of the Supervisory Board, there are no personal or business relationships between the individual proposed for election and the Company or its Group companies, the corporate bodies of the Company or any major shareholder of the Company that would require disclosure pursuant to recommendation C.13 of the German Corporate Governance Code in its version of April 28, 2022.

A résumé of the Supervisory Board candidate proposed for election is set out following this agenda item 6 under "Information with regard to agenda item 6 on the Supervisory Board candidate proposed for election." This information will also be available on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html> from the day on which the Annual General Meeting is convened and during the Annual General Meeting.

### **Information with regard to agenda item 6 on the Supervisory Board candidate proposed for election**

Supplementary to agenda item 6, the résumé and further information on the candidate proposed for election to the Supervisory Board is set out below. Additionally, the résumé can be found at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

## **Carsten Theurer**

**Born in** 1975

**Place of Residence** Beilstein

### **Professional Career**

since 2025 United Internet AG  
CFO

2021 – 2024 Schwarz Dienstleistung GmbH & Co. KG  
Group CFO and CEO

2018 – 2021 Lidl Stiftung GmbH & Co. KG,  
Executive board member for international administration/CFO

2008 – 2018 Schwarz Produktionsbetriebe GmbH & Co. KG  
Executive vice president for production administration/CFO

2018 Schwarz Dienstleistung GmbH & Co. KG  
Executive vice president for administration of Schwarz services

2017 – 2018 Schwarz Zentrale Dienste GmbH & Co. KG  
Executive vice president for administration

2005 – 2008 Schwarz Finanz GmbH  
Head of group coordination

2003 – 2005 Schwarz Finanz GmbH  
Internal audit team leader

2000 – 2003 Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft  
Audit team leader

### **Education**

1995 – 2000 Studied business administration at Pforzheim University

1994 Fritz Erler Wirtschaftsgymnasium Pforzheim,  
general higher education entrance qualification



# I. Participation in the Annual General Meeting

## 1. Total number of shares and voting rights

At the time at which the Annual General Meeting is convened, the Company's capital stock amounts to EUR 140,000,000.00. It is divided into 140,000,000 registered no-par value shares with a notional share in the capital stock of EUR 1.00 per share. Each share entitles the owner to one vote. The total number of voting rights at the time at which the Annual General Meeting is convened therefore amounts to 140,000,000. The total number of voting rights includes the 1,415,633 treasury shares held at the time of the convening of the Annual General Meeting, from which the Company does not derive any rights.

Under agenda item 1, no resolution proposal is presented and, therefore, no vote is proposed to be taken (for an explanation, see agenda item 1). The votes to be taken on agenda items 2 to 4 as well as on agenda item 6 are binding decisions; the vote to be taken on agenda item 5 is recommendatory. In all votes to be taken, the shareholders may vote "yes" (vote in favor) or "no" (vote against) or may abstain from voting.

## 2. Requirements for the participation in the Annual General Meeting and the technical record date

Shareholders who have registered with the Company by no later than **24:00 (CEST of May 6, 2025)**, and are registered in the share register as shareholders of the Company on the day of the Annual General Meeting are entitled to participate in the Annual General Meeting and to exercise their shareholder rights, in particular their voting rights. Decisive for the timeliness of the registration is its date of receipt.

The registration can be done via the shareholders' portal, which can be accessed via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>, according to the procedure specified by the Company. Shareholders wishing to register via the shareholders' portal need their shareholder number and the related access password.

Shareholders who have signed up for invitations to be sent to them electronically can use the access password they selected.

All other shareholders listed in the share register will receive their shareholder number and a related access password by mail, together with the invitation to the Annual General Meeting.

Registrations may also be received via any of the following channels (mailing address, email address).

IONOS Group SE,  
c/o Computershare Operations Center,  
80249 Munich,  
[anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)

A form that can be used to register for the Annual General Meeting is available on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

Pursuant to Sec. 67c AktG, registrations may be submitted to the Company via intermediaries using any of the addresses indicated above or via the SWIFT address indicated below by no later than 24:00 (CEST) of May 6, 2025 (date of receipt decisive). Shareholders wishing to use this option are requested to contact their respective last intermediaries, e.g., their custodian bank.

SWIFT: CMDHDEMXXX; instructions in accordance with ISO 20022 authorization via SWIFT Relationship Management Application (RMA) required

For further details on the registration process, please see the instructions in the invitation email or letter. Alternatively, this information is also provided on the internet at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

Together with the registration, shareholders can request an admission ticket for the Annual General Meeting. Shareholders who register via the shareholders' portal, which can be accessed via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>, have the possibility to print out their admission ticket directly or to have it sent to them by email. Please bring your admission ticket with you to the Annual General Meeting. The receipt and presentation of the admission ticket, however, is not a prerequisite for participating in the Annual General Meeting and exercising voting rights; they merely serve to aid in the organization of the event. Ballots will be distributed before the Annual General Meeting at the venue.

Decisive for voting rights is the amount of shares registered in the share register on the day of the Annual General Meeting. For reasons of technical processing, no changes will be performed in the share register in the period from 00:00 (CEST) of May 7, 2025, to the day of the Annual General Meeting (inclusive). The technical record date is thus **24:00 (CEST) of May 6, 2025**.

### 3. Free availability of shares

Shareholders can freely dispose of their shares even after successful registration. With regard to participation and voting rights, however, it is decisive that shareholders are registered as shareholders in the Company's share register on the day of the Annual General Meeting. The number of shares evidenced by entry in the share register on the day of the Annual General Meeting is decisive for the number of voting rights of a shareholder.

## 4. Exercising voting rights by proxy

Shareholders who do not wish to participate themselves in the Annual General Meeting may have their voting rights exercised by an authorized representative, e.g., by an intermediary, a shareholder association, a proxy voting advisory firm or the proxy nominated by the Company (who is bound by instruction), by issuing a corresponding proxy authorization.

In the event of such authorization as well, the shareholder or the authorized representative must register in a proper manner and the shareholder must be registered in the share register (see section I.2. above in this regard).

If a shareholder authorizes more than one person, the Company may reject one or several of these persons.

The granting and revoking of a proxy authorization, as well as providing proof of such proxy authorization to the Company, must be done in text form (Sec. 126b of the German Civil Code (Bürgerliches Gesetzbuch)), or are to be done via the shareholders' portal, which can be accessed via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>, if proxy authorization is not granted pursuant to Sec. 135 AktG. They can be submitted to the Company via the shareholders' portal, which can be accessed via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>, according to the procedure specified by the Company. To do this, shareholders must use their access details.

Proof of authorization can also be sent to the following addresses (mailing address and email address):

IONOS Group SE,  
c/o Computershare Operations Center,  
80249 Munich,  
[anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)

Pursuant to Sec. 67c AktG, the granting and revoking of a proxy authorization can be transmitted to the Company via intermediaries using any of the addresses indicated above or via the SWIFT address indicated below. Shareholders wishing to use this option are requested to contact their respective last intermediaries, e.g., their custodian bank.

SWIFT: CMDHDEMMXXX; instructions in accordance with ISO 20022 authorization  
via SWIFT Relationship Management Application (RMA) required

Together with their admission ticket, the shareholders will receive a proxy form that can be used for granting proxy authorization. This proxy form can also be sent to shareholders on request and is also available on the internet at <https://www.ionos-group.com/investor-relations/agm/2025.html>. Shareholders are requested to grant proxy authorizations preferably using the proxy form provided by the Company. The use of the form is not mandatory.

Granting proxy authorizations to intermediaries, shareholder associations, proxy voting advisory firms or other persons who professionally offer the service of exercising voting rights at annual general meetings in accordance with Sec. 135 (8) AktG, revoking such proxy authorizations and providing proof of such proxy authorizations to the Company are subject to the statutory provisions, in particular Sec. 135 AktG, and may be subject to additional requirements established by the authorized parties. Shareholders are therefore requested to make the corresponding arrangements with the respective party authorized by them.

Proof of proxy authorization sent by mail and via the shareholders' portal, accessible at the website indicated above, will be accepted provided that it is received by 18:00 (CEST) of May 12, 2025. Receipt at the above address is decisive if the proof is sent by mail. Proof of proxy authorization may be sent to the above-mentioned email address until the beginning of the Annual General Meeting.

On the day of the Annual General Meeting, the entry and exit points to and from the Annual General Meeting at the "Alte Oper," Opernplatz 1, 60313 Frankfurt am Main, will also be available for the granting, proving and revoking of proxy authorizations. The Company will have prepared revocation forms available for the shareholders.

In addition, we offer our shareholders the option of authorizing proxies who are nominated by the Company and bound by instructions to exercise shareholders' voting rights. If proxies nominated by the Company are so authorized, they must receive instructions on how the voting rights are to be exercised. The proxies nominated by the Company do not accept instructions on procedural issues. Nor do they accept instructions to file objections to resolutions of the Annual General Meeting or to ask questions or submit motions. Proxies are obligated to vote as instructed; they may not exercise voting rights at their own discretion. In any instance of an authorization of a proxy nominated by the Company as well, the shareholder or authorized representative must register in a proper manner and the shareholder must be registered in the share register (see section I.2. above in this regard).

Granting, revoking and amending the proxy authorizations or instructions of the proxies nominated by the Company is only possible in the following ways:

- via the shareholders' portal, which can be accessed via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>, until 18:00 (CEST) of May 12, 2025,
- at the mailing address for registering provided above in section I.2 until 18:00 (CEST) of May 12, 2025, or at the email address for registering provided above in section I.2 until the beginning of the General Meeting. In doing so, please use the form for granting proxy authorizations and issuing instructions to the proxies nominated by the Company. This form will be sent together with the admission ticket to the shareholders who have not signed up for invitations to be sent to them electronically and will also be sent to the shareholders at any time on request; it can furthermore be accessed on the internet at <https://www.ionos-group.com/investor-relations/agm/2025.html> or
- via intermediaries using any of the addresses indicated above or via the SWIFT address indicated below. Shareholders wishing to use this option are requested to contact their respective last intermediaries, e.g., their custodian bank.

SWIFT: CMDHDEMXXX; instructions in accordance with ISO 20022 authorization via SWIFT Relationship Management Application (RMA) required

In addition, on the day of the Annual General Meeting, the entry and exit points to and from the Annual General Meeting at the "Alte Oper," Opernplatz 1, 60313 Frankfurt am Main, will also be available for these purposes until shortly before voting begins.

If the shareholder or the shareholder's authorized representative appears at the Annual General Meeting in person, the proxy nominated by the Company will not exercise a proxy authorization granted to them.

More details on granting proxy authorizations and issuing instructions to the proxies nominated by the Company can be found on the form intended for these purposes and on the internet at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

In the event that sub-items under an agenda item are put to the vote individually without this having been communicated in advance of the Annual General Meeting, a proxy authorization already granted/an instruction already given on that entire agenda item will be deemed the proxy authorization granted/instruction given on each of the individual sub-items.

## 5. Absentee voting (including by means of electronic communication)

Shareholders entitled to participate in the Annual General Meeting or their authorized representatives may cast their votes by absentee ballot (also by means of electronic communication).

Votes cast by absentee ballot can be transmitted to the Company via any of the following channels.

Absentee voting by mail can be done using the form that the shareholders will receive together with their admission ticket. This absentee voting form will also be sent to shareholders at any time on request and is also available on the internet at <https://www.ionos-group.com/investor-relations/agm/2025.html>. Please return the completed form to the address provided below. Votes cast by absentee ballot that cannot be unequivocally matched to a proper registration will not be counted.

IONOS Group SE,  
c/o Computershare Operations Center,  
80249 Munich

Votes are cast via the shareholders' portal, which can be accessed via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>, according to the procedure specified by the Company.

Pursuant to Sec. 67c AktG, votes cast by absentee ballot and any changes thereto or withdrawals thereof can be transmitted to the Company via intermediaries using any of the addresses indicated above or via the SWIFT address indicated below. Shareholders wishing to use this option are requested to contact their respective last intermediaries, e.g., their custodian bank.

SWIFT: CMDHDEMXXX; instructions in accordance with ISO 20022 authorization via SWIFT Relationship Management Application (RMA) required

Votes cast by absentee ballot transmitted via mail will be counted provided that they are received by 18:00 (CEST) of May 12, 2025, at the address indicated above. Votes may be cast by absentee ballot via the shareholders' portal, accessible at the website indicated above, until 18:00 (CEST) of May 12, 2025. Pursuant to Sec. 67c AktG, votes cast by absentee ballot and any changes thereto or withdrawals thereof can be transmitted via intermediaries until 18:00 (CEST) of May 12, 2025.

Authorized intermediaries, shareholder associations, proxy voting advisory firms or other persons who professionally offer the service of exercising voting rights at annual general meetings as referred to in Sec. 135 (8) AktG may also avail themselves of absentee voting.

In the event that sub-items under an agenda item are put to the vote individually without this having been communicated in advance of the Annual General Meeting, a vote already cast on that entire agenda item will be deemed the vote cast on each of the individual sub-items.

If different declarations are received by different means of communication, they will be prioritized in the following order: declarations sent (1) via the shareholders' portal, (2) by mail, (3) via intermediaries pursuant to Sec. 67c AktG.

If a shareholder (or the shareholders' authorized representative) appears at the Annual General Meeting in person, a previously cast absentee ballot will not be counted.

Further details on absentee voting can be found on the form provided for that purpose and on the internet at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

## II. Rights of the shareholders

(Disclosures pursuant to Article 56 of the EU SE Regulation, Sec. 50 (2) of the German SE Implementation Act (SE-Ausführungsgesetz, “SEAG”), and Sections 122 (2), 126 (1), 127 and 131 (1) AktG)

### 1. Amendments to the agenda (Sec. 122 (2) AktG, Article 56 of the SE Regulation, Sec. 50 (2) SEAG)

Motions to add items to the agenda pursuant to Sec. 122 (2) AktG, Article 56 of the SE Regulation, and Sec. 50 (2) SEAG must be received by the Company in writing or in electronic form in accordance with Sec. 126a of the German Civil Code (Bürgerliches Gesetzbuch) (i.e., including the name and a qualified electronic signature) at the address given below by **24:00 (CEST) of April 12, 2025**:

IONOS Group SE  
Investor Relations  
Elgendorfer Straße 57  
56410 Montabaur  
[investor-relations@ionos-group.com](mailto:investor-relations@ionos-group.com) (including the name and a qualified electronic signature)

Amendments to the agenda that are to be published will be published – including the name of the shareholder – in the German Federal Gazette (Bundesanzeiger) without undue delay after receipt of the motion unless they have already been published together with the invitation. They will also be published on the internet at <https://www.ionos-group.com/investor-relations/agm/2025.html> and communicated to the shareholders.

Further details on motions to add items to the agenda pursuant to Sec. 122 (2) AktG, Article 56 of the SE Regulation, Sec. 50 (2) SEAG, and the relevant preconditions are provided on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

### 2. Motions of shareholders (Sec. 126 (1) AktG)

Every shareholder has the right to submit counter-motions against the proposals of the Management Board and/or Supervisory Board regarding a specific agenda item at the Annual General Meeting.

Shareholder counter-motions regarding a specific agenda item within the meaning of Sec. 126 (1) AktG that are received by the Company at the address stated below by 24:00 (CEST) of April 28, 2025, will be made available to shareholders without undue delay on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>:

IONOS Group SE  
Investor Relations  
Elgendorfer Straße 57  
56410 Montabaur  
[investor-relations@ionos-group.com](mailto:investor-relations@ionos-group.com)

Further details on counter-motions pursuant to Sec. 126 (1) AktG, their preconditions and the reasons for not having to make a counter-motion and its justification available via the website pursuant to Sec. 126 (2) AktG are provided on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

### 3. Nominations by shareholders (Sec. 127 AktG)

Every shareholder has the right to make nominations at the Annual General Meeting regarding the election of Supervisory Board members or the appointment of external auditors, provided the election is an agenda item.

Shareholder nominations pursuant to Sec. 127 AktG that are received by the Company at the address stated in section II.2. by 24:00 (CEST) of April 28, 2025, will be made available to shareholders without undue delay on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

Further details on nominations pursuant to Sec. 127 AktG, their preconditions and the reasons for not having to make a nomination and its justification available via the website pursuant to Sec. 127 sentence 1 in conjunction with Sec. 126 (2) and Sec. 127 sentence 3 AktG are provided on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

### 4. Right of shareholders to information (Sec. 131 (1) AktG)

Pursuant to Sec. 131 (1) AktG, every shareholder upon request at the Annual General Meeting on May 13, 2025, is to be provided with information by the Management Board on matters relating to the Company to the extent that it is necessary for the proper assessment of an agenda item. The obligation to provide information also comprises the legal and business relations of the Company with its affiliated companies, the position of the IONOS Group and of the companies included in the consolidated financial statements of IONOS. The Management Board may refuse to provide information under certain conditions set out in detail in Sec. 131 (3) AktG.

In accordance with § 17 no. 3 of the Articles of Association, the chair of the meeting may impose reasonable time limits on the shareholders' right to ask questions and to speak.

Further details on the rights of shareholders to information pursuant to Sec. 131 (1) AktG are provided on the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>.



## III. Information and documents on the Annual General Meeting

The content of the invitation, the documents to be made available to the Annual General Meeting and further information and forms in connection with the Annual General Meeting to be made available pursuant to Sec. 124a AktG can be accessed via the Company's website at <https://www.ionos-group.com/investor-relations/agm/2025.html>.

The information and documents to be made available will, to the extent necessary, also be available for inspection during the Annual General Meeting.

Following the Annual General Meeting, the voting results will be published at the same internet address.

## IV. Information on data protection for shareholders

IONOS Group SE processes the personal data of shareholders and their authorized representatives for purposes provided by law, in particular for maintaining the share register and for conducting general meetings and, in individual cases, for safeguarding its legitimate interests. You can find information on the processing of your personal data on the Internet at <https://www.ionos-group.com/data-privacy-shareholders.html>.

Montabaur, April 2025

IONOS Group SE  
The Management Board (Vorstand)



## Imprint

IONOS Group SE  
Elgendorfer Straße 57  
56410 Montabaur, Germany

### **Management Board**

Achim Weiß, Britta Schmidt, Dr. Jens-Christian Reich

### **Chairman of the Supervisory Board**

Ralph Dommermuth

### **Commercial register**

Montabaur, HRB 25386

[www.ionos-group.com](http://www.ionos-group.com)

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