



Financial Statement 2025

Management Report for the Group and parent company

Annual financial statements of the parent company acc. to HGB

COMBINED MANAGEMENT REPORT FOR THE 2025 FISCAL YEAR

TABLE OF CONTENTS

COMBINED MANAGEMENT REPORT FOR THE 2025 FISCAL YEAR.....	1
1. Group Profile.....	3
1.1 Business model	3
1.2 Objectives and strategies	7
1.3 Control systems	7
1.4 Main focus areas for products and innovations (unaudited).....	8
2. Economic report	12
2.1 General economic and sector conditions	12
2.2 Business development	16
2.3 Position of the Group	25
2.4 Position of the Company	33
2.5 Non-financial key figures	35
3. Risk, Opportunity and forecast report	37
3.1 Risk report.....	38
3.2 Opportunity report.....	50
3.3 Forecast report	54
4. Internal control and risk managementsystem	58
5. Disclosures required by takeover law	61
6. Declaration on company management	67
7. Remuneration report.....	83
8. Dependent company report	84

Note:

Due to rounding differences, figures in tables and cross-references may differ slightly from the actual figures (units of currency, percentages, etc.).

For reasons of better readability, the masculine form is used in the Combined Management Report for gender -specific designations. IONOS Group SE would like to point out that the use of the masculine form is explicitly to be understood as gender independent.

To improve readability and to distinguish between company and Group information, "IONOS" is used below as a synonym for Group information. The company name "IONOS Group SE" is used for company information.

Reference to unaudited sections of the management report on the company and the group as of December 31, 2025.

In the combined management report, a distinction is made between auditable and non-auditable management report disclosures. "Non-auditable disclosures" are those that cannot be assessed by the auditor due to the nature of the disclosures or the lack of suitable criteria.

IONOS Group SE has identified the following sections and disclosures as "unaudited management report disclosures" in the Group management report:

- The disclosures contained in subsection "1.4 Main focus areas for products and innovations" are "unaudited management report disclosures".
- The tables containing key financial figures on a quarterly basis in the subchapters "2.2 Business development" are "unaudited management report information" because IONOS Group does not subject its interim financial statements to an audit or review. The quarterly figures are marked as "unaudited".
- The German Corporate Governance Code (GCGC) provides for disclosures on the internal control and risk management system. These go beyond the statutory requirements for the management report and are excluded from the audit of the management report by the auditor ("non-management report disclosures"). They are assigned thematically to the key elements of the internal control and risk management system in section 4 "Internal control and risk management system" and are distinguished from the information to be audited by separate paragraphs and marked accordingly as "unaudited".
- Section 6 "Declaration on company management" is an "unaudited management report disclosures", as the audit of the disclosures in the corporate governance statement by the auditor in accordance with Section 317 (2) sentence 6 HGB is limited to the fact that the disclosures have been made and the corporate governance report also contained in section 6 is a "non-management report disclosure" in accordance with Section 3.10 of the German Corporate Governance Code, the content of which is not audited.

1. Group Profile

1.1 Business model

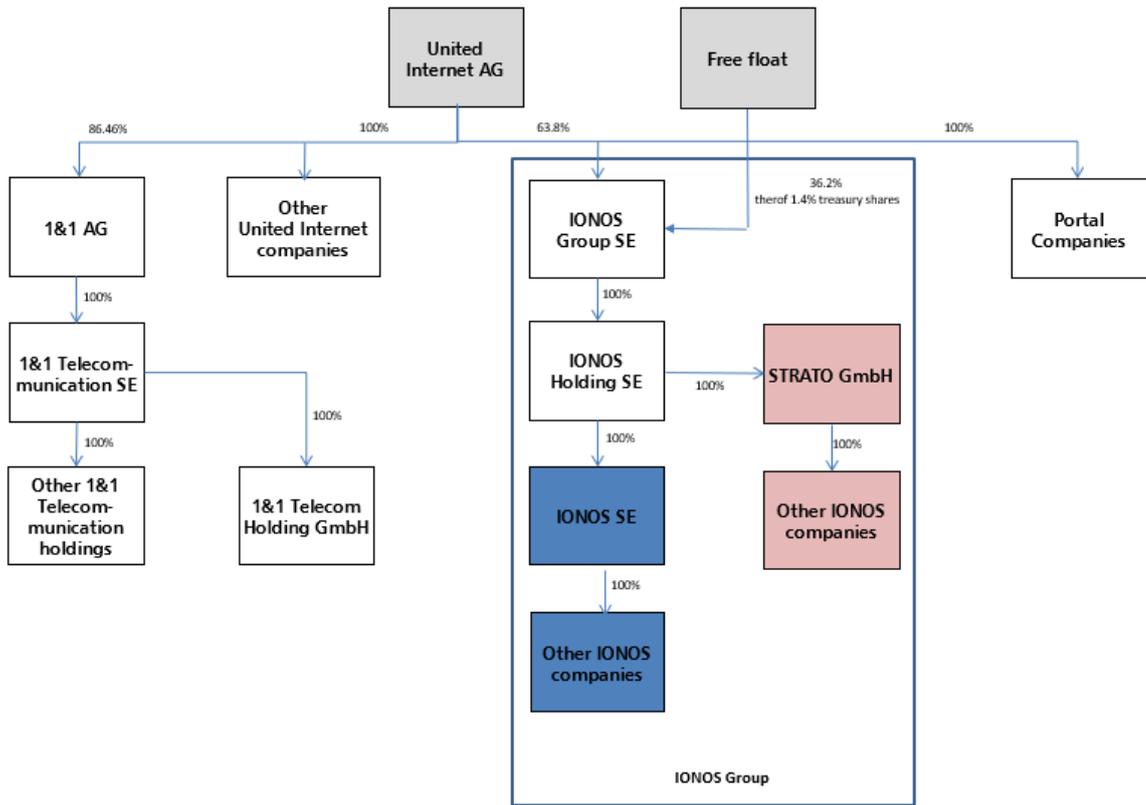
Group structure

The shares of IONOS Group SE are listed on the regulated market of the Frankfurt Stock Exchange. As of December 31, 2025, United Internet AG holds 63.8% of the shares in IONOS Group SE. An additional 5.0% of the shares are held by the Helikon Long Short Equity Fund Master ICAV. As of December 31, 2025, 31.2% of the shares are in free float. Of these, IONOS Group SE holds 1.4% as treasury stock.

IONOS Group SE is a holding company. Its operating business is conducted through IONOS SE, Montabaur, and STRATO GmbH, Berlin—both of which are held by the intermediate holding company IONOS Holding SE—as well as their subsidiaries.

These subsidiaries include, in particular, the subsidiaries of STRATO GmbH, Cronon GmbH, Berlin, and STRATO Customer Service GmbH, Berlin, as well as the foreign subsidiaries of IONOS SE, such as IONOS Inc., Philadelphia, Pennsylvania, USA, IONOS Cloud Ltd., Gloucester, UK; IONOS S.à r.l., Sarreguemines, France; IONOS Cloud S.L.U., Madrid, Spain; Arsys Internet S.L.U., Logroño, Spain; Fasthosts Internet Ltd., Gloucester, UK; home.pl sp. z o.o., Szczecin, Poland, and World4You Internet Services GmbH, Linz, Austria, as well as the domestic subsidiaries of IONOS SE, such as InterNetX GmbH, Regensburg, Sedo GmbH, Cologne, united-domains GmbH, Starnberg, and we22 GmbH, Cologne.

A simplified diagram (as of December 31, 2025) of the United Internet Group's organizational structure and corporate structure is as follows:



Business operations

IONOS is an internationally active digital transformation partner and reliable cloud enabler for small and medium-sized enterprises (SMEs), as well as for individual users (e.g., freelancers) and larger corporate clients. To this end, it offers a comprehensive product portfolio in the areas of web presence and productivity, as well as cloud solutions. This portfolio is supported by first-class customer service and infrastructure.

The products and solutions are developed in-house or in collaboration with partner companies and run on an infrastructure comprising over one million processor cores across 29 data centers, nine of which are company-owned.

In the Web Presence & Productivity division, IONOS offers professional solutions for online presence, such as domain registration, web hosting, website builders powered by artificial intelligence, and dedicated servers. This is complemented by additional productivity tools (e.g., e-commerce, email, and marketing applications) as well as supplementary services such as search engine optimization, business applications, and storage and security solutions.

In addition to the main international brand IONOS, the product portfolio is marketed to specific target groups through variously positioned brands such as STRATO, arsys, fasthosts, home.pl, and World4You.

Furthermore, there are brands with extensive domain expertise, such as united domains and InterNetX, which offer professional services related to active domain management.

By focusing on small and medium-sized enterprises in the areas of web presence and productivity, IONOS operates in a market that is highly fragmented from the customer's perspective. From a product standpoint, these customers typically rely on the products offered by IONOS, as these are indispensable for sales and sales support. Furthermore, in most cases, the products account for only a negligible portion of an SME's costs and are generally paid for by customers on a monthly basis. For example, it is rather unlikely that a small or medium-sized enterprise would discontinue its website for cost reasons or regularly compare prices with lesser-known but comparable providers in order to switch providers. Instead, such companies often prioritize the reliability and stability of their existing website over potential cost savings.

The cloud solutions portfolio includes both public cloud and private cloud solutions, offering a wide range of services in the areas of Infrastructure-as-a-Service (IaaS), Platform-as-a-Service (PaaS), and Software-as-a-Service (SaaS).

IONOS focuses on providing scalable and high-performance cloud services to small and medium-sized businesses as well as enterprise customers seeking flexible and cost-effective solutions for their web presence and workplace productivity. IONOS's customized Virtual Private Servers, cloud servers, and PaaS, IaaS, and SaaS offerings are critical to the smooth operation and rapid growth of these companies, with modern hardware and reliable support forming a solid foundation for their digital business success. Given the strategic importance of IONOS's cloud solutions, customers are unlikely to switch providers, as the reliability of these services is critical to their day-to-day operations and switching often involves disproportionately high migration costs.

The AdTech business area has increasingly developed—particularly in the second half of 2025, partly due to changing market conditions—from a secondary market centered on the use and trading of domains into a platform for traffic monetization, and thus into a segment of the digital advertising market.

At the same time, the AdTech division has thus moved further away from IONOS's core business.

In September 2025, the Management Board of IONOS Group SE decided to put Sedo GmbH and its subsidiaries ("Sedo")—and thus the AdTech business area—up for sale. The overarching goal is to allow management to focus entirely on the core business areas of "Web Presence & Productivity" and "Cloud Solutions."

The planned change in ownership is intended to enable Sedo to better capitalize on the diverse opportunities in the AdTech business and continue to grow successfully in the future.

Following the decision to put AdTech up for sale and the initiation of the sale process, AdTech (or Sedo) is reported as a discontinued operation in accordance with IFRS 5. The 2025 financial statements and the figures in the statement of comprehensive income have been adjusted accordingly. Revenues and expenses from the discontinued operation are no longer included in the respective items of the statement of comprehensive income. The discontinued operation is presented separately in its net income for the period after taxes.

Management

As of December 31, 2025, the Management Board of IONOS Group SE consisted of the following members:

- Achim Weiß (Chief Executive Officer; Chairman of the Board)
- Dr. Jens-Christian Reich (Chief Commercial Officer; Vice Chairman of the Board)
- Britta Schmidt (Chief Financial Officer, until 31 December 2025)

- Patrik Heider (Member of the Management Board as of November 15, 2025; Chief Financial Officer as of January 1, 2026)

Patrik Heider joined the Management Board of IONOS Group SE on November 15, 2025, and, following a joint transition period with Britta Schmidt, will assume the role of Chief Financial Officer of the company on January 1, 2026.

The company's Supervisory Board consists of the following members in the 2025 fiscal year:

- Ralph Dommermuth, Chairman of the Supervisory Board
- René Obermann, Deputy Chairman
- Dr. Claudia Borgas-Herold
- Kurt Dobitsch
- Vanessa Stützle
- Carsten Theurer (since May 13, 2025)

Main markets

Main markets

Next to the home market Germany,

- North America (incl. Canada and Mexico),
- The UK,
- Spain,
- France,
- Poland,
- and Austria

are the most important markets of IONOS.

Main locations

As of December 31, 2025, IONOS employed a total of 4,115 active employees (December 31, 2024: 4,072 active employees). Following an adjustment to the calculation methodology, both employees on leave and those in the inactive phase of partial retirement are now classified as inactive employees. In addition, Sedo has been reported as a discontinued operation since Q3 2025. The corresponding prior-year figure has been adjusted for comparability purposes.

The Group's most important locations are:

- Berlin, Germany
- Bucharest, Romania
- Cebu City, Philippines
- Philadelphia, Pennsylvania, USA
- Gloucester, UK
- Karlsruhe, Germany
- Cologne, Germany
- Linz, Austria
- Logroño, Spain
- Madrid, Spain
- Montabaur, Germany
- Regensburg, Germany
- Starnberg, Germany
- Szczecin, Poland

- Zweibruecken, Germany

1.2 Objectives and strategies

As a leading digitalization partner for small and medium-sized enterprises (SMEs), the Group's business model is consistently focused on stability and predictability. The majority of revenue comes from electronic subscriptions with fixed monthly fees. This recurring revenue makes the company largely independent of short-term economic fluctuations. High customer loyalty and an efficient cost structure ensure strong cash conversion. This creates the necessary financial flexibility to grow both organically through product innovations and opportunistically through selective acquisitions.

A key pillar of the strategy is leveraging economies of scale through the company's own technology platform. The greater the demand for products running on the company's own infrastructure, the higher the margins rise. Revenue can thus be reinvested directly into expanding the company's market position and acquiring new customers.

IONOS clearly positions itself as a "one-stop shop" for digital transformation. The company operates in a structurally growing market driven by megatrends such as cloud migration and, increasingly, by agentic AI (AI agents). These autonomous AI systems are revolutionizing work processes in small and medium-sized businesses. At the same time, the issue of digital sovereignty is gaining massive importance. European companies are increasingly seeking partners who guarantee independence and data security in accordance with strict local standards. This gives the Group a decisive competitive advantage over global hyperscalers.

The need for SMEs to catch up remains a strong driver of growth. Maximal Digital's "Digitalization Study 2024/2025" confirms that while SMEs form the backbone of the economy, they still require support in their digital transformation. External market forecasts impressively underscore this long-term potential. Fortune Business Insights sees significant growth opportunities for the web hosting market through 2034. Business Research Insights also forecasts a sharp rise in demand for web development through 2035. The trend remains intact in the short term as well: the industry association Bitkom expects solid growth of 4.4% for the ICT market in 2026.

The growth strategy follows the customer's lifecycle. The cost-effective entry point is often a domain or website. Through targeted upselling and cross-selling, customers transition to more powerful e-commerce solutions, cloud infrastructures, and AI applications. In its analysis of AI Agents (2025–2030), MarketsandMarkets highlights the disruptive potential of this technology. In addition, Precedence Research forecasts continued expansion in the cloud computing sector. The latest IDC Spending Guide predicts massive global growth in spending on generative AI, confirming the relevance of the product portfolio.

With strong market positions in key markets such as Germany, Spain, the United Kingdom, and Austria, the Group is exceptionally well-positioned. The combination of a proven infrastructure, a strong brand, and innovative AI solutions forms the foundation for transforming these market trends into sustainable, profitable growth.

Further information on strategy, opportunities, and objectives can be found in the Risk, Opportunity, and Outlook Report under Chapter 3.

1.3 Control systems

The Group's internal management systems support management in monitoring and managing the Group companies, including IONOS. These systems consist of planning, actual, and forecast figures and are based on the Group's strategic plan, which is revised annually. In particular, they take into account market developments, technological advancements and trends, their impact on the Group's own products

and services, and the Group's financial capabilities. The goal of corporate management is to ensure the Group's continuous and sustainable development.

The Group's reporting system includes monthly income statements and quarterly IFRS reports from all consolidated subsidiaries, and presents the Group's financial position, results of operations, and cash flows. The financial reporting is supplemented by additional detailed information necessary for the assessment and management of the Group's operating activities.

Quarterly reports on the Group's main risks are another component of the management systems.

The reports mentioned are discussed at Management Board and Supervisory Board meetings and serve as key bases for assessment and decision-making.

The key financial performance indicators for the management of the company at the IONOS level are (currency-adjusted) revenue, adjusted EBITDA and the adjusted EBITDA margin in accordance with IFRS. In addition, the group is managed using non-financial key performance indicators.

In particular, the analysis of the development of the number of customers and the services/products used by customers, the customers and services acquired, and the associated customer acquisition costs (CAC), compared to the group's planning and forecasting, serves as an early warning system.

IONOS Group SE essentially acts as a holding company within the group. In principle, IONOS Group SE passes on the costs incurred in connection with group management to the operating companies within the group. Accordingly, IONOS Group SE is essentially influenced by the investment result (profit and loss transfers and distributions) and focuses on its investment result and net profit or loss for the year.

A comparison of the actual values of the key performance indicators mentioned in the forecast and the actual values of these key performance indicators can be found in this Group Management Report under point 2.2 "Business development" in the section "Actual and forecast business performance".

1.4 Main focus areas for products and innovations (unaudited)

IONOS does not conduct traditional research and development (R&D) comparable to that of a manufacturing company. Even within the industry, research and development expenses play a relatively minor role. For this reason, IONOS does not report R&D figures.

Nevertheless, IONOS is known for its innovative, web-based products and applications. The ability to further develop, combine, and adapt innovative products and services and bring them to market on a large scale forms the foundation of the Group's success.

With powerful development centers (particularly in Karlsruhe, Berlin, and Bucharest) staffed by approximately 1,788 in-house IT specialists (programmers, product managers, and technical administrators), IONOS is able to respond quickly and flexibly to new ideas and trends, further develop established products, and adapt them to changing needs—a key factor for success in the highly dynamic internet market. Due to its expertise in product development, refinement, and rollout, the Group is independent of third-party developments and supplies in many areas and can thus leverage significant competitive and speed advantages.

The developers primarily work with open-source code within clearly defined and structured development environments. In addition, they utilize third-party programming services to implement specific projects quickly and efficiently. This allows the core applications of the products to be further developed in a very short time and promptly adapted to new customer needs. In addition, IONOS also sources solutions from partners, which are subsequently modified and integrated into its own systems. Through these integrated

applications, IONOS has a kind of modular system whose modules can be combined into a wide variety of powerful and integrated applications and equipped with a product- and country-specific user interface.

In addition to continuously optimizing and ensuring the reliable operation of all services, IONOS programmers, product managers, and technical administrators worked on numerous projects in the areas of Web Presence & Productivity and Cloud Solutions during the past fiscal year. The focus here was primarily on innovations in the field of artificial intelligence. As a result, the company already has a wide range of AI-based applications in its product portfolio. These include an AI-based website builder, a newsletter tool with AI features, an integrated ecosystem for artificial intelligence, and the AI Model Hub in the cloud sector.

Focus areas in 2025

- IONOS GPT
 - IONOS GPT is a free, privacy-compliant AI solution that makes it possible to use generative AI safely and easily—developed and operated in Germany. Unlike many U.S. services, IONOS GPT does not process personal data for training purposes. IONOS guarantees that usage data will not be used for training and that, as a result, no data will be transferred to third countries. The data centers used in Germany hold multiple certifications (including ISO/IEC 27001:2013) and are powered by 100 percent green electricity. Based on the IONOS AI Model Hub, only the latest open-source models such as Llama and Mistral are used. IONOS GPT is more than a traditional AI chatbot; it provides a simple, structured introduction to the world of generative AI. Instead of leaving users to fend for themselves, IONOS GPT offers four specialized assistants that cover specific application areas: text generation, image editing, programming, and general research and knowledge.
- Stretch @ Strato, Fasthosts -> Rollout of Group Platforms (OX8, Stretch)
 - In the first half of 2025, efforts to harmonize the platforms within the Group continued. STRATO and Fasthosts rolled out the central Group Platforms, specifically OX8 (Open-Xchange 8) and Stretch. The goal is to create a unified, modern infrastructure for email and collaboration services that enables a consistent user experience and efficient further development. The migration is being implemented in phases and is accompanied by comprehensive quality assurance measures to ensure a smooth transition for customers.
- Bare Metal Cloud RaptorLake and ARM
 - IONOS has expanded its range of bare-metal cloud servers by introducing new server generations featuring Intel Raptor Lake and ARM processors. These offer customers significantly improved performance and energy efficiency. The new servers are particularly well-suited for demanding and cloud-native workloads, as well as for AI and big data, and can be flexibly configured. With this move, IONOS is strengthening its position in the Infrastructure-as-a-Service sector and specifically addressing the growing demand for high-performance, customized server solutions.
- BYOIP/vSAN Enterprise/NFS snapshots for Private Cloud
 - Significant enhancements have been introduced in the Private Cloud segment: With Bring Your Own IP (BYOIP), customers can use their own IP address ranges on the Private Cloud; vSAN Enterprise enables highly available, software-defined storage; and NFS snapshots offer flexible and efficient data protection. These innovations increase the flexibility, security, and compliance of Private Cloud offerings and are particularly aimed at business customers with demanding requirements.
- Image Factory for IONOS Cloud

- Over the course of the year, the Image Factory was successfully expanded to include Managed Kubernetes (MK8s) images for IONOS Cloud. To secure the software supply chain, SBOM generation, vulnerability scanning, and antivirus scanning are performed. Every image is automatically tested. IONOS provides custom metadata for each image, including a detailed list of installed packages for each base image. This development enables IONOS to offer Managed Kubernetes applications with the highest quality and security, thereby serving IONOS customers even better. Furthermore, automating image creation minimizes sources of error and significantly reduces the time-to-market for new cloud products and services. The Image Factory is a key component for the scalability and standardization of the IONOS cloud infrastructure and facilitates the integration of new technologies and security updates.
- Opening of a new colocation data center in Frankfurt am Main.
 - In the first half of 2025, IONOS moved into additional capacity at a new colocation data center in Frankfurt am Main. There, IONOS operates its own server, storage, and network infrastructure in a state-of-the-art environment that meets the highest standards for energy efficiency, security, and connectivity. By utilizing this location, IONOS is better positioned to meet the growing demand for cloud and hosting services in German data centers.
- Expanding the CDN to global locations
 - The IONOS Content Delivery Network (CDN) is an innovative, strategically distributed network of servers that delivers web content via intelligent request routing from the geographically closest edge server, thereby shortening data paths and effectively minimizing latency. This globally available solution enables high-speed access for a global user base, delivering a significant performance boost and an optimized user experience regardless of location, which also positively impacts Google rankings. In addition to speed, the CDN ensures maximum security and reliability through integrated DDoS protection, SSL management, and an optional Web Application Firewall (WAF) to defend against cyberattacks.
- IONOS Network File Storage (NFS)
 - IONOS NFS is a fully managed shared storage solution based on the secure and modern NFSv4.2 protocol, designed to support demanding workloads in virtual data centers. The innovative architecture utilizes high-performance SSD drives and enables parallel network connections, allowing users to benefit from linearly scalable read and write speeds of up to 24,000 IOPS per terabyte. Thanks to POSIX access controls, permissions can be managed in detail, simplifying secure and centralized file sharing between multiple virtual machines. As a managed service, customers are spared the maintenance burden, allowing NFS to be deployed flexibly and without administrative overhead.
- SUSE LINUX Enterprise Server (SLES)
 - SUSE Linux Enterprise Server (SLES) at IONOS stands out thanks to its innovative “Bring-Your-Own-Subscription” (BYOS) model, which enables seamless integration of proven enterprise Linux technology into the robust IONOS Public Cloud. Customers benefit from maximum cost efficiency and flexibility, as they can use their own license keys without additional fees and dynamically adjust the infrastructure in the Full-Flex model, with billing based solely on actual resource usage. This solution strengthens “Made in Europe” digital sovereignty through hosting in German data centers (Frankfurt, Berlin) and offers direct access to SUSE support and updates, as well as free 24/7 support for the IONOS infrastructure.

- Development and deployment of a video conferencing solution to expand the Nextcloud portfolio
 - The development efforts focused on creating a high-performance video platform that functionally complements Nextcloud GmbH's existing offerings. The integration of this video conferencing solution has rounded out the portfolio into a comprehensive, digitally sovereign collaboration platform. This technical enhancement now makes it possible to offer the overall product on a scalable basis and specifically address the needs of larger enterprise customers.
- IONOS Cloud GPU VMs
 - IONOS Cloud GPU VMs offer a high-performance infrastructure based on exclusive NVIDIA H200 GPUs, which, thanks to innovative passthrough technology, enable direct hardware access without virtualization overhead for high-performance computing and deep learning. With fully dedicated CPU cores, this solution guarantees maximum computing power for complex AI models and big data analytics, while users benefit from maximum flexibility. The offering stands out for its cost-efficiency thanks to billing by the minute (pay-per-use) with no contract commitment, and ensures full GDPR compliance and data security through hosting in certified German data centers.
- IONOS Dedicated GPUs (H100/H200)
 - IONOS Dedicated GPU Servers redefine high performance by deploying NVIDIA H100/H200 GPUs on fully dedicated hardware, which eliminates virtualization overhead and delivers maximum raw performance for complex AI training and data science workloads. This solution guarantees physical data isolation and the highest level of security through hosting in ISO 27001-certified German data centers that are 100% GDPR-compliant. Despite the massive enterprise-grade performance, customers retain maximum flexibility: Thanks to billing by the minute, users pay only for actual usage and are not bound by any minimum contract terms.
- IONOS Momentum: Building an integrated ecosystem for artificial intelligence
 - With the IONOS Momentum project, IONOS is building a new ecosystem for artificial intelligence that will support businesses and public institutions in leveraging AI technologies. The platform combines infrastructure, automation, and applications while meeting the strict requirements of European data protection regulations. Momentum offers a unified solution that enables AI applications to be seamlessly integrated into existing business processes and optimized. Practical, data protection-compliant solutions make it easy for small and medium-sized enterprises in particular to get started with AI.
- Key Development: AI Phone Receptionist—A Virtual Assistant for Business Calls
 - With the AI Phone Receptionist, IONOS has developed an intelligent AI agent that automatically answers and handles business calls using natural, human-like language. This agent was launched in Germany ahead of schedule and optimizes communication and administrative processes by leveraging the company's website and internal knowledge to provide consistent, brand-compliant responses. The AI phone assistant supports over 20 languages with various natural-sounding voices. It can schedule appointments, capture leads, create support tickets, take orders, save call notes, or forward calls. The agent integrates seamlessly with calendars, booking tools, CRMs, and support systems.

2. Economic report

2.1 General economic and sector conditions

General economic development

In its latest economic outlook (World Economic Outlook, January 2026 Update), the International Monetary Fund (IMF) reported preliminary estimates showing 3.3% growth for the global economy in 2025. This growth rate was exactly the same as the previous year's (3.3%).

In IONOS's North American target markets, the fund expects visible growth in 2025, even if it is weaker than in the previous year. According to IMF projections, the United States is expected to grow by 2.1% (previous year: 2.8%), Canada by 1.6% (previous year: 2.0%), and Mexico by 0.6% (previous year: 1.4%).

A look at IONOS's key target markets in Europe reveals the following picture: For France, the IMF expects growth of 0.8% in 2025 (previous year: 1.1%); for Spain, 2.9% (previous year: 3.5%); for Italy, 0.5% (previous year: 0.7%); and for Poland, 3.3% (previous year: 3.0%). For the United Kingdom, growth of 1.4% (previous year: 1.1%) is forecast.

With regard to economic developments in Germany—which IONOS considers by far its most important market (share of revenue in 2025: approx. 54%)—the fund expects economic output to rise again for the first time in 2025, by 0.2% (previous year: -0.5%).

Multi-period overview: GDP development in key target countries and regions of IONOS:

	2021	2022	2023	2024	2025	YoY Change
World	6.2%	3.5%	3.3%	3.3%	3.3%	+/- 0.0 percentage points
USA	5.9%	1.9%	2.9%	2.8%	2.1%	-0.7 percentage points
Canada	5.0%	3.8%	1.5%	2.0%	1.6%	-0.4 percentage points
Mexico	4.7%	3.9%	3.3%	1.4%	0.6%	-0.8 percentage points
France	6.8%	2.5%	1.1%	1.1%	0.8%	- 0.3 percentage points
Spain	5.5%	5.8%	2.7%	3.5%	2.9%	- 0.6 percentage points
Italy	6.7%	3.7%	0.7%	0.7%	0.5%	-0.2 percentage points
Poland	6.9%	5.3%	0.1%	3.0%	3.3%	+ 0.3 percentage points
UK	7.6%	4.3%	0.3%	1.1%	1.4%	+ 0.3 percentage points
Germany	2.6%	1.8%	-0.3%	-0.5%	0.2%	+ 0.7 percentage points

Source: International Monetary Fund, World Economic Outlook (Update), January 2026

The IMF's calculations for Germany thus align with the preliminary calculations of the Federal Statistical Office (Destatis), which also recorded a slight 0.2% increase in the (price-adjusted) gross domestic product (GDP) for 2025 (previous year: -0.5%) during the 'Gross Domestic Product 2025' press conference on January 15, 2026—the first increase since 2022 (+1.8%).

According to the Federal Statistical Office, this modest growth is primarily attributable to increased consumer spending by private households and the government. In contrast, exports declined again, as the export sector faced "strong headwinds" from higher U.S. tariffs, the appreciation of the euro, and increased competition from China. In addition, weak investment persisted. Investment in both equipment and construction was lower than in the previous year.

Multi-period overview: Development of price-adjusted GDP in Germany:

	2021	2022	2023	2024	2025	YoY Change
GDP	3.9%	1.8%	-0.9%	-0.5%	0.2%	+ 0.7- percentage points

Source: Destatis, January 2026

Development of the sector / core markets

IONOS operates in a dynamic market shaped by digitalization and the growth of cloud solutions. The market for web hosting services continues to evolve at a rapid pace. According to the market report “Web Hosting Services Market Size, Share & Industry Analysis” by Fortune Business Insights, global revenue from web hosting services is projected to reach approximately \$149.3 billion in fiscal year 2025. The report specifically covers the segments of shared hosting, dedicated hosting, collocated hosting, virtual private server hosting, managed hosting, and self-managed hosting. Geographically, North America dominates the global market with a 41% share, followed by Europe. The Asia/Pacific region is considered the fastest-growing market (Fortune Business Insights, 2025).

Strong growth is also forecast for 2026: Global revenue from web hosting services is expected to rise to approximately \$178.8 billion. Revenue of \$64.9 billion is expected in the U.S. for 2026, \$16.4 billion in China, \$11.9 billion in Germany, \$11.5 billion in Japan, \$10.8 billion in the U.K., and \$5.1 billion in India (Fortune Business Insights, 2025).

The cloud services market has also continued to grow rapidly in 2025. In its market report “Cloud Computing Market Size, Share, and Growth Forecast,” Precedence Research forecasts a global market size of approximately \$912.8 billion for 2025. An average annual growth rate (CAGR) of 20.6% is expected for the coming years. The share of private cloud services, which are used primarily by businesses and government agencies, remains stable at about 47%, while public cloud services, including hybrid usage, account for around 53%. North America also dominates the global market in this segment with a share of over 39%, followed by Europe with 25%. The Asia/Pacific region is the fastest-growing market here as well, with a share of 21%. Software-as-a-Service (SaaS) accounts for the largest share of global revenue, at around 55% (Precedence Research, 2025).

The digital transformation of small and medium-sized enterprises (SMEs) remains a key driver of growth. According to Maximal Digital’s 2024 Digital Transformation Study, digital transformation is no longer optional for SMEs—it is essential for their survival. The study highlights that targeted support services and practical tips are crucial for advancing digitalization in the SME sector. SMEs benefit from the integration of new technologies such as artificial intelligence (AI) and cloud solutions, which strengthen their competitiveness and optimize their business processes (Maximal Digital, 2024).

The web development market is also experiencing impressive growth. According to Business Research Insights, the global web development market is projected to reach \$165.13 billion by 2035, with a compound annual growth rate (CAGR) of 8.03% between 2026 and 2035. The rising demand for e-commerce solutions and user-friendly websites is driving this market. Companies are increasingly recognizing the importance of a strong online presence to effectively reach their target audiences and remain competitive (Business Research Insights, 2025).

These current market trends underscore the importance of web hosting, cloud, and digitalization solutions as key drivers of digital transformation. Companies are benefiting from increasing digitalization and the migration of business processes to the cloud to secure their competitiveness and realize efficiency gains. With its strategic focus on SMEs and its expertise in web presence and productivity, IONOS is ideally positioned to capitalize on these trends and achieve further growth.

With IONOS Momentum, IONOS is increasingly positioning itself as an innovative provider in the rapidly growing market for AI agents, LLM model hosting, and fine-tuning solutions specifically tailored for small and medium-sized enterprises (SMEs). The market for AI agents is emerging as one of the key drivers of digital transformation. According to MarketsandMarkets, the global market for AI agents is projected to reach \$52.62 billion by 2030, representing a compound annual growth rate (CAGR) of 46.3% between 2025 and 2030. The use of AI agents is growing rapidly, particularly among European and North American SMEs—for example, for process automation, increasing efficiency, and improving customer interaction (MarketsandMarkets, 2025).

The market for hosting and fine-tuning AI models is also experiencing similar growth. There is particularly strong demand for customized, industry-specific LLMs that are specifically tailored to the business models of small and medium-sized enterprises. AI models are increasingly taking on tasks in automated text generation, customer service, analysis, and decision support (Precedence Research, 2025).

According to Fortune Business Insights, the market for “AI as a Service”—which includes numerous LLM/AI agent platforms and tailored fine-tuning solutions—is projected to grow to \$240.5 billion by 2034, at a compound annual growth rate (CAGR) of 30.4%. The study highlights the rising demand for secure and scalable solutions, particularly among smaller companies, which can thus gain access to AI technologies without needing their own expert know-how (Fortune Business Insights, 2025).

IDC forecasts that global spending on AI software, including large language models (LLMs) and agent-based technology, will surge in the coming years. Of particular note is the “Custom AI/ML Model Development & Hosting” segment, which is growing at an above-average rate and is increasingly viewed as the foundation for digital value creation (IDC, 2025).

These developments underscore the enormous strategic importance of AI agents, model hosting, and fine-tuning for the digital future of small and medium-sized businesses. IONOS Momentum is positioned to provide SMEs with access to state-of-the-art, privacy-compliant, and customized AI solutions that ensure their competitiveness, even in an international context.

Legal conditions/significant events

The legal and regulatory environment for IONOS' business operations remained largely unchanged in fiscal year 2025 compared to fiscal year 2024 and therefore had no significant impact on business performance.

Significant events in the 2025 fiscal year were:

WP XII Venture Holdings II SCSp, Luxembourg, previously the second-largest shareholder after United Internet AG, divested its remaining shares in IONOS Group SE on March 27, 2025. This divestment was the third and final step in Warburg Pincus's exit from the IONOS Group. As a result of the divestment, IONOS fulfilled its obligation to service the purchase price liability related to the acquisition of STRATO GmbH. Furthermore, the complete disposal of all shares in the IONOS Group by Warburg Pincus constitutes a trigger event under the Long-Term Incentive Plan. In May 2025, IONOS met the contractual requirements of the employee stock ownership program and thereby fulfilled its obligations to the participants.

On January 21, 2025, the Management Board of IONOS Group SE announced a share buyback program to acquire up to 1,500,000 of its treasury shares (corresponding to approximately 1.1% of the share capital of €140,000,000) on the stock exchange. The total volume of the buyback program amounts to up to €40 million (excluding incidental acquisition costs). The Supervisory Board approved the resolution on January 21, 2025.

As part of the share buyback program announced on January 21, 2025, IONOS Group SE purchased a total of 1,500,000 of its treasury shares between January 31 and April 1, 2025, thereby completing the share buyback program. The purchase price, excluding incidental acquisition costs, amounted to €36,577k.

In August 2025, IONOS acquired a strategic minority stake in the U.S.-based software company Entri to expand their existing partnership and further simplify and automate the domain setup process for SaaS customers.

As part of the release of its quarterly report for the first nine months of 2025 on November 11, 2025, IONOS Group SE announced its decision to put Sedo GmbH—and thus the “AdTech” segment—up for sale and to focus entirely on its core business areas of “Web Presence & Productivity” and “Cloud Solutions.”

Following the decision to put the “AdTech” segment up for sale, the unit will be reported separately as a discontinued operation in accordance with IFRS 5.

On November 21, 2025, the Management Board of IONOS Group SE, with the approval of the Supervisory Board, resolved to launch a share buyback program and to acquire up to 2,000,000 of its treasury shares (corresponding to approximately 1.4% of the share capital of €140,000,000) on the stock exchange. The total volume of the buyback program amounts to up to €60 million (excluding incidental acquisition costs).

As part of the share buyback program announced on November 21, 2025, IONOS Group SE purchased a total of 758,868 of its treasury shares between November 28 and December 31. The purchase price, excluding incidental acquisition costs, amounted to €19,996k.

Under the employee stock ownership plan, 810,204 treasury shares had been issued as of December 31, 2025, meaning that as of that date, the company held 1,912,229 treasury shares (approximately 1.4% of the share capital of €140,000,000).

2.2 Business development

Use and definition of relevant financial performance measures

For a clear and transparent presentation of the business development of IONOS, further financial indicators such as EBITDA, EBITDA margin, EBIT, EBIT margin or free cash flow are disclosed in the Group's annual and interim financial statements in addition to the information required by International Financial Reporting Standards (IFRS).

These key figures are defined as follows for IONOS:

- **EBIT:** Earnings before interest and taxes represents the operating result disclosed in the statement of comprehensive income.
- **EBIT margin:** Presents the ratio of EBIT to revenue.
- **EBITDA:** Earnings before interest, taxes, depreciation, and amortization are calculated as
 - EBIT/operating result plus the depreciation and amortization (disclosed in the Consolidated Financial Statements) of intangible assets and property, plant, and equipment, as well as assets capitalized in the course of company acquisitions.
- **EBITDA margin:** Presents the ratio of EBITDA to revenue.
- **Cash flow before changes in balance sheet items (subtotal):** Cash flow before changes in balance sheet items is derived from net income, adjusted for non-cash items. These include, for example, depreciation and amortization, the share of profit or loss of associates accounted for using the equity method, deferred taxes, and interest and financing expenses. This subtotal represents the cash inflow from operating activities before changes in working capital and other balance sheet items are taken into account.
- **Free cash flow:** Calculated as cash flow from operating activities (disclosed in the consolidated financial statement), less capital expenditure for intangible assets and property, plant, and equipment, plus payments from the disposal of intangible assets and property, plant, and equipment, and including the repayment of lease liabilities, which have been recognized in net cash payments in the financing area since the 2019 fiscal year.

Where necessary for a clear and transparent presentation, the aforementioned key figures are adjusted for special factors / special effects and reported as "adjusted key figures" (e.g., adjusted EBITDA, adjusted EBIT or adjusted EPS). A derivation of EBITDA from the figures adjusted for special items can be found in chapter 2.3 "Position of the Group".

As a rule, special effects only relate to those effects which, due to their nature, frequency and / or scope, are likely to impair the informative value of the key financial figures for the Group's financial and earnings performance. All special effects are shown and explained in the respective section of the financial statements for the purpose of reconciliation from the non-adjusted financial key figures to the operating key figures.

Currency-adjusted revenue and earnings figures are calculated by converting revenue and earnings using the average exchange rates of the prior-year period rather than those of the current period.

The most important key financial figures relevant to the management of the Group are (currency-adjusted) sales, adjusted EBITDA and the adjusted EBITDA margin in accordance with IFRS.

Actual and forecast business performance

In its forecast published in March 2025, the company anticipated overall revenue growth in the high single-digit percentage range for the 2025 fiscal year, along with approximately 12.8% growth in adjusted EBITDA to approximately €510 million, as well as a further increase in the adjusted EBITDA margin to over 30%. Revenue adjusted for currency effects was expected to grow by approximately 8% in the core business (Digital Solutions & Cloud segment), with an adjusted EBITDA margin of approximately 35%.

Given the overall positive performance and continued cost discipline, the forecast for adjusted EBITDA in fiscal year 2025 was initially revised upward to €520 million with the release of the first-quarter results and then further revised upward to €530 million with the release of the half-year results.

Following the decision to put the “AdTech” segment up for sale, the division has been reported separately as a discontinued operation in accordance with IFRS 5 since the publication of the 2025 nine-month results. At the same time, the forecast for the 2025 fiscal year—which previously applied to the remaining core business, “Digital Solutions & Cloud”—has been confirmed. Revenue adjusted for currency effects is expected to grow by approximately 8% in fiscal year 2025, with an adjusted EBITDA margin of approximately 35%. Adjusted EBITDA in the remaining core business is expected to increase by approximately 17% to approximately €480 million (2024: €410.4 million).

Despite growth in new customers, revenue growth in the Web Presence & Productivity and Cloud Solutions segments fell slightly short of expectations—partly due to delays in customer projects. Against this backdrop, IONOS adjusted its forecast for the 2025 fiscal year on December 17, 2025, and now expects currency-adjusted revenue growth of around 6% (previously: approx. 8%). The adjusted EBITDA margin was now expected to be around 36.5% (previously: approx. 35%). Adjusted EBITDA was expected to rise by approximately 17% to around €480 million (2024: €409.4 million).

The Group's key figures show a 5.5% increase in revenue for fiscal year 2025 (fiscal year 2025: €1,316.9 million; fiscal year 2024: €1,248.1 million). Adjusted for currency effects, revenue increased by +6.1% (fiscal year 2025: €1,324.6 million). Thus, the forecast updated in December of approximately 6% currency-adjusted revenue growth for fiscal year 2025 was achieved.

Adjusted EBITDA for the Group recorded a significant increase of +18.5% to €485.2 million (fiscal year 2024: €409.4 million). The EBITDA margin increased from 32.8% in fiscal year 2024 to 36.8% in fiscal year 2025. As a result, the forecast for adjusted EBITDA and the adjusted EBITDA margin was slightly exceeded in each case.

in €m

Forecast (based on the former “Digital Solutions & Cloud” segment)	Actual fiscal year 2024	Forecast March 2025	Forecast November 2025	Forecast December 2025	Actual fiscal year 2025
Revenue	1,248	-	-	-	5.5% 1,317
Revenue (Currency-adjusted)	1,248	approx 8%	approx 8%	approx 6%	6.1% 1,325
Adjusted EBITDA	409	-	approx 480	approx 480	18.5% 485
Adjusted EBITDA-margin	32.8%	approx 35%	approx 35%	approx 36.5%	36.8%

As a holding company, IONOS Group SE expected a slightly negative EBITDA for the 2025 fiscal year. With a negative EBITDA of -€1,332k, the company fell slightly short of expectations for the 2025 fiscal year.

Due to IONOS Group SE's purely holding function, neither the generation of revenue nor the generation of profits is a goal of the company.

Business development

In September 2025, the Management Board of IONOS Group SE decided to put Sedo GmbH and its subsidiaries ("Sedo")—and thus the "AdTech" business segment—up for sale. The overarching goal is to allow management to focus entirely on the core business segments "Web Presence & Productivity" and "Cloud Solutions."

Following the decision to put AdTech up for sale and the initiation of the sale process, AdTech (or Sedo) is reported as a discontinued operation in accordance with IFRS 5. The 2025 financial figures and the prior-year figures in the statement of comprehensive income have been adjusted accordingly. Revenues and expenses from the discontinued operation are no longer included in the respective items of the statement of comprehensive income. The discontinued operation is presented separately with its net income for the period after taxes. For further details, please refer to our comments in Note 17.

The Group's business activities are therefore presented in the Digital Solutions & Cloud Business Unit.

The remaining core business areas, Web Presence & Productivity and Cloud Solutions, offer IONOS customers tailored products in the Web Presence & Productivity area that enable them to quickly and easily establish an online presence. The Cloud Solutions offering includes both public cloud and private cloud solutions with a wide range of services in the areas of Infrastructure-as-a-Service ("IaaS"), Platform-as-a-Service ("PaaS"), and Software-as-a-Service ("SaaS").

Following an adjustment to the calculation methodology (classifying exempt employees and employees in the inactive phase of partial retirement as inactive employees) and the classification of Sedo as a discontinued operation, the IONOS Group employed 4,115 employees as of December 31, 2025. As a result, the number of employees increased by 43, or +1.1%, compared to the previous year (4,072 employees), due to targeted new hires.

In our core business, the focus in fiscal year 2025 remained on continuing to attract new customers.

Overall, the number of customers increased by approximately 307,000 in fiscal year 2025, bringing the total to 6.63 million customers.

Quarterly development: changes compared to the previous quarter (unaudited; see "Unaudited sections")

in million	December 31, 2025	December 31, 2024	Change
Total customers	6.63	6.32	0.31
thereof domestic	3.31	3.20	0.11
thereof foreign	3.32	3.12	0.20

in million	March 31, 2025	June 30, 2025	September 30, 2025	December 31, 2025
Total customers	6.40	6.47	6.53	6.63
Net growth during the quarter in thousands	80	70	60	100

Due in part to customer growth, IONOS continued to increase its revenue, recording a 3.6% year-over-year increase in the last quarter of the 2025 fiscal year, from €324,976k to €336,653k.

Quarterly development: changes compared to the previous quarter (unaudited; see “Unaudited sections”)

in €m	Q1 2025	Q2 2025	Q3 2025	Q4 2025	Q4 2024	Change
Revenue	329.6	326.4	324.2	336.7	325.0	3.6 %
EBITDA	106.4	120.2	126.9	110.7	96.5	14.6 %
EBITDA-margin	32.3%	36.8%	39.1%	32.9%	29.7%	3.2%-p
EBIT	79.0	93.1	100.2	83.3	66.6	25.2 %
EBIT-margin	24.0%	28.5%	30.9%	24.7%	20.5%	4.2%-p
adjusted EBITDA	112.8	124.1	131.5	116.8	104.4	11.9 %
adjusted EBITDA-margin	34.2%	38.0%	40.6%	34.7%	32.1%	2.6%-p

Following the classification of the AdTech segment as a discontinued operation in accordance with IFRS 5 as of September 30, 2025; prior-year figures have been restated

The multi-year comparison also confirms IONOS's positive business performance. Against the backdrop of the AdTech division's reporting in accordance with IFRS 5 for the fiscal years 2024 and 2025, IONOS continued its profitable growth trajectory. In addition to a rise in revenue to €1,316,894k, operating profitability in particular increased, with an EBITDA margin of 35.2%.

Multi-year overview: development of key revenue and earnings figures

in €k	2021	2022	2023	2024 ⁽¹⁾	2025 ⁽¹⁾
Revenue	1,103,297	1,292,961	1,423,734	1,248,070	1,316,894
EBITDA	326,301	320,353	385,380	387,431	464,089
EBITDA-margin	29.6%	24.8%	27.1%	31.0%	35.2%
EBIT	213,651	208,021	277,472	275,715	355,655
EBIT-margin	19.4%	16.1%	19.5%	22.1%	27.0%
adjusted EBITDA	355,176	345,646	390,296	409,406	485,152
adjusted EBITDA-margin	32.2%	26.7%	27.4%	32.8%	36.8%

⁽¹⁾ Following the classification of the AdTech segment as a discontinued operation in accordance with IFRS 5 as of September 30, 2025; prior-year figures have been restated

In 2022 and 2023, the Group's key financial figures were impacted by one-time items, including IPO costs and their pass-through (fiscal year 2023) in connection with the initial public offering of IONOS Group SE. In addition, there are other one-time items. A reconciliation of the special items to adjusted EBITDA can be found in Section 2.3 “Position of the Group.”

Excluding one-time items, operating EBITDA increased by 18.5% year-over-year, from €409,406k to €485,152k in fiscal year 2025.

Group Investments

Significant changes in investments

There were no significant changes in the investment structure within IONOS during the fiscal year.

In addition to the (fully consolidated) core operating companies, IONOS held the following minority interests as of December 31, 2025, which are included in the at-equity result.

Minority holdings in partner companies

In October 2021, IONOS acquired a stake in Stackable GmbH. As of December 31, 2025, IONOS held 27.54% of the voting rights. For the 2026 fiscal year, IONOS expects Stackable GmbH to report rising revenues and positive EBITDA growth.

The Group has held an interest in Domains Bot S.r.l. since January 2010. As of the reporting date of December 31, 2024, the voting rights share was 49.0%. After the investment value was written down to fair value in the 2024 fiscal year, IONOS divested DomainsBot S.r.l. during the current 2025 fiscal year. The final consolidation took place in May 2025.

IONOS has held a stake in Street Media GmbH since September 2023. As of December 31, 2025, its voting interest stood at 28.70%. In fiscal year 2025, the carrying amount of the investment in Street Media GmbH was written down by €1,048k to fair value.

Share and dividend

Share

During the 2025 fiscal year, IONOS Group SE's stock performed well, closing the year at €26.75—22.4% higher than the closing price at the end of the previous year. Over this period, the stock's performance was in line with that of the benchmark indices DAX (+23.0%) and MDAX (+19.7%).

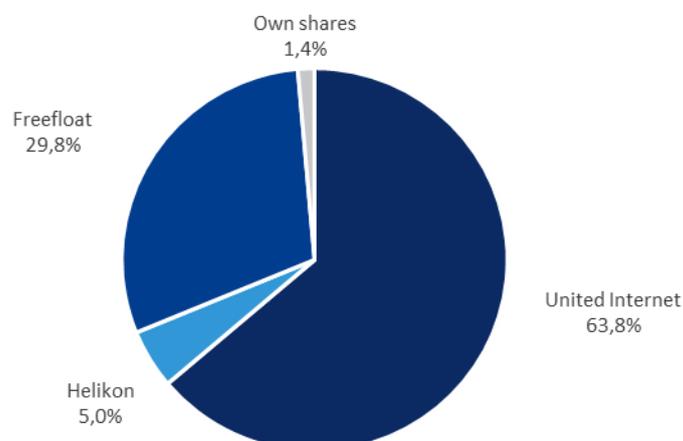
As of December 31, 2025, the market capitalization of IONOS Group SE stood at approximately €3.75 billion.

Effective June 23, 2025, IONOS Group SE shares have been included in the MDAX—the index of the 50 largest publicly traded mid-cap companies in Germany.

Development of the share price, indexed



Shareholder structure as of the reporting date December 31, 2025



Share data⁽¹⁾

	2024	2025
Highest closing price	€29.70	€42.55
Lowest closing price	€16.70	€21.05
Closing price 12/31	€21.85	€26.75
Performance	25.1%	22.4%
Market capitalization in € billion	€3.059	€3.745

⁽¹⁾ Data based on the Xetra reference exchange

Stock market	Frankfurt Stock Exchange
Stock market segment	Prime Standard
Index	MDAX, TecDAX
Stock market symbol	IOS
ISIN	DE000A3E00M1
WKN	A3E00M
Capital stock	140,000,000
Issue price IPO	€18.50

Dividend

IONOS does not intend to pay a dividend in the near future but rather plans to continue investing its profits in the company's organic growth and the implementation of its growth strategy, as well as to further reduce its debt.

The focus is on creating long-term shareholder value, capitalizing on current market opportunities, and ensuring the financial flexibility needed to best address future opportunities and challenges.

Annual General Meeting

The Annual General Meeting of IONOS Group SE was held in person on May 13, 2025, in Frankfurt am Main. Approximately 86.0% of the share capital was represented during the vote. In addition, absentee

ballots representing approximately 0.15% of the share capital were received. The shareholders approved all agenda items subject to a vote by a large majority.

Capital stock and treasury shares

As of December 31, 2025, the share capital of IONOS Group SE amounted to €140,000,000.

On January 21, 2025, the Management Board of IONOS Group SE resolved to launch a share buyback program and to acquire up to 1,500,000 of its treasury shares (corresponding to approximately 1.1% of the share capital of €140,000,000) via the stock exchange. The total volume of the buyback program amounts to up to €40 million (excluding incidental acquisition costs). The Supervisory Board approved the resolution on January 21, 2025.

Between January 31, 2025, and April 1, 2025, inclusive, 1,500,000 shares were purchased at an average price of €24.38.

On November 21, 2025, the Management Board of IONOS Group SE, with the approval of the Supervisory Board, resolved to launch a share buyback program and to acquire up to 2,000,000 of its treasury shares (corresponding to approximately 1.4% of the share capital of €140,000,000) on the stock exchange. The total volume of the buyback program amounts to up to €60 million (excluding incidental acquisition costs).

Between November 28, 2025, and December 23, 2025, inclusive, 758,868 shares were purchased at an average price of €26.35.

Since the share buyback program had not yet been completed as of the reporting date, IONOS still had non-cancellable obligations under the buyback program to the designated bank in the amount of approximately 104,000 shares.

A portion of the shares was used to satisfy claims arising from the employee stock ownership plan established prior to the initial public offering, resulting in the company holding 1,912,229 treasury shares (approximately 1.4% of the share capital of €140,000,000) as of December 31, 2025.

Investor Relations

In fiscal year 2025, IONOS Group SE continued to rely on a combination of in-person meetings and virtual events to interact with investors and exchange information. The Annual General Meeting of Shareholders was held in person.

In addition to direct interaction, IONOS Group SE focused on publishing quarterly reports, the semi-annual financial report, the annual financial statements, and regular webcasts to provide comprehensive insights into the company's performance.

In numerous one-on-one meetings with investors, particularly from Europe and North America, management and the investor relations team explained the company's strategy and financial results. This allowed investors to get to know and understand the company in a variety of formats and settings.

In addition, the IONOS Group SE website at <https://www.ionos-group.com/de/investor-relations.html> serves as a comprehensive source of information. There, shareholders and interested investors can access not only the publication dates of financial reports but also the dates and locations of investor conferences and roadshows. Furthermore, the annual reports and sustainability reports are available on the IONOS Group SE website.

Personnel report

As an Internet service provider, IONOS is subject to the defining characteristics of the industry: rapid change, short innovation cycles, and intense competition. IONOS has been meeting these challenges with great success for many years. One of the key factors behind the company's success and growth is its dedicated, competent, and entrepreneurial-minded employees and managers, who take initiative and act independently. The company therefore places great emphasis on a sustainable and balanced strategy across all aspects of human resources: from recruitment through target-group-specific entry-level and training programs, task-oriented qualification opportunities, and support for individual career paths, to the development and long-term retention of executives, high-potential employees, and top performers.

Headcount and personnel expenses

In the highly competitive market for skilled workers in the ICT sector, the company has once again succeeded in filling key positions with top talent. In addition to employer branding tailored to specific target groups, partnerships with educational and training institutions, and the positive spillover effect of the product brands, a candidate-friendly, competitive recruitment and selection process is at the heart of the company's successful human resources development.

Following an adjustment to the calculation methodology (including employees on leave and those in the inactive phase of partial retirement among inactive employees) and the classification of Sedo as a discontinued operation, the number of employees as of December 31, 2025, was 4,115 (previous year: 4,072). Compared to the previous year, IONOS recorded an increase in headcount of +1.1% or 43 employees.

Multi-period overview: Trend in the number of employees⁽¹⁾ by domestic/international; change from the previous year:

	2021	2022	2023	2024 ⁽²⁾	2025 ⁽²⁾	Change
Employees, total	4,003	4,247	4,364	4,072	4,115	1.1%
thereof domestic	2,230	2,326	2,387	2,115	2,008	-5.1%
thereof foreign	1,773	1,921	1,977	1,957	2,107	7.7%

⁽¹⁾ Active employees as of December 31 of the respective fiscal year

⁽²⁾ (Active) employees in 2024, restated following an adjustment to the calculation methodology effective Q3 2025 (with employees on leave and those in the inactive phase of partial retirement now classified as inactive employees) and the classification of Sedo as a discontinued operation effective Q3 2025; prior years 2021–2023 presented unchanged

Personnel expenses decreased by 3.5% in fiscal year 2025 to €274,043k (previous year: €283,848k) The personnel expense ratio also fell slightly to 20.8%. These changes are primarily attributable to the one-time expenses for optimization measures recognized in the previous year.

in €k	2021	2022	2023	2024 ⁽¹⁾	2025 ⁽¹⁾	Change
Personnel expenses	234,954	247,416	274,173	283,848	274,043	-3.5%
Personnel expense ratio	21.3%	19.1%	19.3%	22.7%	20.8%	-8.5%

⁽¹⁾ (Active) employees in 2024, restated following an adjustment to the calculation methodology effective Q3 2025 (with employees on leave and those in the inactive phase of partial retirement now classified as inactive employees) and the classification of Sedo as a discontinued operation effective Q3 2025; prior years 2021–2023 presented unchanged

Revenue per employee, based on the average number of employees for the year, amounted to approximately €321k for the 2025 fiscal year (previous year: approximately €299k). To ensure comparability with the current reporting year, the prior-year figure was restated. This is primarily attributable to a change in the calculation method for active employees as well as the reporting of Sedo as a discontinued operation.

Belonging and inclusion are central to a corporate culture that empowers individuals and drives creativity and innovation. This culture helps us deepen our understanding of our employees, customers, and markets, which is essential to our growth and success.

Based on this culture, IONOS is firmly opposed to discrimination on the basis of gender, gender identity, sexual orientation, age, race, ethnicity, national origin, religion, disability, health status, and marital status.

At IONOS, all employees should be treated with respect and enjoy equal opportunities, regardless of nationality, ethnic origin, religion or belief, gender and gender identity, age, disability, sexual orientation, or gender identity. Every employee should be placed in a role and position where their individual potential and talents can be fully realized.

Period overview: Employees by gender⁽¹⁾

	2024	2025
Men	2,796	2,838
Women	1,275	1,275
Divers	1	2

⁽¹⁾ (Active) employees in 2024, restated following an adjustment to the calculation methodology effective Q3 2025 (with employees on leave and those in the inactive phase of partial retirement now classified as inactive employees) and the classification of Sed o as a discontinued operation effective Q3 2025

The average age of active employees was approximately 38 years at the end of the 2025 fiscal year (previous year: 38 years).

Multi-period overview: age structure of employees⁽¹⁾

	2024	2025
% < 30 years	24.7%	25.5%
% 30-50	63.1%	61.6%
% ≥ 50 years	12.2%	12.9%

⁽¹⁾ (Active) employees in 2024, restated following an adjustment to the calculation methodology effective Q3 2025 (with employees on leave and those in the inactive phase of partial retirement now classified as inactive employees) and the classification of Sed o as a discontinued operation effective Q3 2025

IONOS employees work in an international environment at around 40 locations worldwide.

Multi-period overview: Employees by country ⁽¹⁾

	2024	2025
Employees, total	4,072	4,115
thereof Germany	2,115	2,008
thereof France	9	12
thereof UK	242	239
thereof Austria	57	49
thereof Philippines	505	648
thereof Poland	319	306
thereof Romania	284	287
thereof Spain	444	458
thereof USA	97	108

⁽¹⁾ (Active) employees in 2024, restated following an adjustment to the calculation methodology effective Q3 2025 (with employees on leave and those in the inactive phase of partial retirement now classified as inactive employees) and the classification of Sed o as a discontinued operation effective Q3 2025

For further information on topics such as “Human Resources Strategy and Organization,” “Training and Development,” “Diversity and Equal Opportunity,” and “Occupational Safety and Health,” please refer to the IONOS Group SE Sustainability Report.

Liquidity and financing

Group financing is primarily guided by the strategic business plans of the operating business units. To ensure sufficient flexibility for further growth, IONOS therefore continuously monitors trends in financing opportunities arising in the financial markets. Various financing options, as well as opportunities to optimize existing financing instruments, are regularly reviewed. Ensuring sufficient liquidity and the Group's financial independence are the primary focus in this regard. In addition to its strong internal financing capacity, the Group maintains sufficient liquidity reserves with core banks and is integrated into a cash pooling arrangement with United Internet AG. The flexible utilization of liquidity reserves enables efficient management of Group liquidity and optimal debt management to reduce interest expenses.

The loan entered into with a banking consortium in 2023 as part of the refinancing amounted to €800,000k as of the balance sheet date. The loan has a remaining term of less than one year and matures on December 15, 2026.

Liabilities to banks amounted to €798,916k as of the balance sheet date of December 31, 2025 (previous year: €797,679k)

The existing shareholder loan from United Internet AG had already been repaid in full ahead of schedule as of the reporting date.

2.3 Position of the Group

Group's earnings position

Following the decision to put the “AdTech” segment up for sale, the segment is reported separately as a discontinued operation in accordance with IFRS 5. The corresponding financial figures for the prior year have been restated in accordance with the standard.

The number of paying customers increased by a total of 307,000 in fiscal year 2025, reaching 6.63 million customers compared to December 31, 2024.

IONOS' total revenue (the sum of revenue from contracts with customers and revenue from related parties) increased by 5.5% to €1,316,894k in fiscal year 2025 (previous year: €1,248,070k)

Growth in total revenue in fiscal year 2025 was driven equally by the two product divisions, Web Presence & Productivity and Cloud Solutions. Revenue from related-party transactions, however, declined slightly, primarily due to lower charges passed on to the other subgroups of the United Internet Group.

In the Web Presence & Productivity division, the increase in revenue was primarily driven by the continued expansion of the customer base. Adjustments to the pricing structure for individual products, as well as shifts in the product mix, led to a moderate increase in average revenue per user (ARPU). In addition, sales of email solutions continued to perform very well and, combined with the growing customer base, form a solid foundation for future growth.

Although the existing growth potential in the enterprise business could not yet be fully realized in revenue during the reporting year—due, among other things, to temporary project delays—the Cloud Solutions product division maintained its steady positive momentum. Significant growth in the VPS business was another driver of this positive development.

Of IONOS's revenue from third parties, €583,517k (previous year: €561,037k) was generated abroad.

Revenue from affiliated companies, amounting to €43,458k (previous year: €45,696k), stems primarily from internal service billing. IONOS provides general services to companies within the United Internet Group in the areas of development, sales, data center operations, and product management.

For the fiscal year, revenue from customer contracts totaling €1,273,436k (previous year: €1,202,374k) is broken down into product revenue from the Web Presence & Productivity division amounting to €1,086,463k (previous year: €1,025,419k) and the Cloud Solutions business unit in the amount of €186,974k (previous year: €176,955k). The AdTech business unit is reported as a discontinued operation as of the reporting date and is therefore not included in this revenue breakdown.

Multi-period overview: development of key cost items

in €k	2021	2022	2023	2024 ⁽¹⁾	2025 ⁽¹⁾
Cost of sales	535,401	698,247	737,938	539,417	534,496
Cost of sales ratio	48.5%	54.0%	51.8%	43.2%	40.6%
Gross margin	51.5%	46.0%	48.2%	56.8%	59.4%
Selling expenses	265,132	296,168	318,647	318,201	327,145
Selling expenses ratio	24.0%	22.9%	22.4%	25.5%	24.8%
General and administrative expenses	77,037	87,616	97,144	96,405	101,182
General and administrative expenses ratio	7.0%	6.8%	6.8%	7.7%	7.7%

⁽¹⁾ Following the classification of the AdTech segment as a discontinued operation in accordance with IFRS 5 as of September 30, 2025; prior-year figures adjusted

Despite the positive revenue trend, cost of sales fell to €534,496k (40.6% of total revenue) in fiscal year 2025, down from €539,417k (43.2%) in the prior year. This decline is primarily attributable to lower depreciation and amortization. As a result of this development, the gross margin improved from 56.8% to 59.4%. Consequently, gross profit also rose by 10.4%, from €708,654k to €782,398k.

Selling expenses of €327,145k (24.8% of total revenue) increased at a slower rate than total revenue compared to the previous year, when they amounted to €318,201k (25.5% of total revenue). To sustainably expand IONOS's organic growth, targeted investments continued to be made in new customer acquisition and in brand awareness as a digitalization partner for SMEs. The increase in advertising expenses (+€14,648k to €125,334k) was offset by a decrease in personnel expenses (-€10,026k to €121,885k).

General and administrative expenses increased in line with total revenue, rising from €96,405k in the prior year (7.7% of total revenue) to €101,182k (7.7% of total revenue), primarily due to a €2,486k increase in consulting expenses incurred in connection with the conversion of the IT infrastructure during the implementation of new software solutions.

In addition to economies of scale, the efficiency gains achieved in the organizational structure over the past year were also a key factor in the below-average increase in costs.

Other operating expenses amounted to €13,667k in the 2025 fiscal year (previous year: €16,023k) and primarily include foreign currency translation expenses of €7,085k (previous year: €10,526k), expenses relating to prior periods of €1,193k (previous year: €1,533k) and losses from the disposal of fixed assets of €1,218k (€160k).

Impairment losses on receivables and contract assets decreased to €15,390k in 2025 (previous year: €17,035k). The decline is primarily due to the absence of last year's one-time effects resulting from slightly poorer payment behavior among some customers.

Other operating income increased to €30,641k in the 2025 fiscal year (previous year: €14,725k). The 108.1% increase in other operating income is primarily attributable to higher project grants totaling €10,416k (previous year: €5,465k) as well as foreign currency translation income of €14,591k (previous year: €4,202k). The increase in project grants received is primarily due to new funded projects in the areas of cloud infrastructure and the development of sovereign cloud solutions.

Operating profit increased by 29.0% from €275,715k in the previous year to €355,655k.

Financing expenses decreased to €61,260k in fiscal year 2025 (previous year: €77,940k). The decline in financing expenses is primarily due to a decrease in interest expenses owed to United Internet AG to €6,253k (previous year: €19,061k). Interest expense from the subsequent measurement of the purchase price liability related to the acquisition of STRATO GmbH (formerly STRATO AG) also decreased to €10,347k (previous year: €15,155k) due to the divestment of the remaining shares held by WP XII Venture Holdings II SCSp.

Financial income decreased to €1,861k in fiscal year 2025 (previous year: €5,411k) due to the subsequent valuation of the purchase price liability related to the acquisition of STRATO GmbH (formerly STRATO AG; 2025: €0k; previous year: €2,424k).

Profit before taxes increased from €202,861k in the previous year to €295,931k in fiscal year 2025.

The increase in tax expenses from €73,303k to €93,574k had a negative impact on consolidated net income. During the fiscal year, deferred tax assets related to accrued interest in the amount of €8,236k were utilized.

Consolidated net income attributable to IONOS shareholders increased by 35.4% to €229,693k (previous year: €169,666k) primarily due to the increase in operating income. In addition to the previously explained development of operating cost items, higher tax expenses as well as the decline in financing expenses and income impacted earnings. The changes in the financial result are primarily attributable to a base effect: The prior year was significantly influenced by non-taxable expenses and income from the subsequent valuation of the purchase price liability in connection with the acquisition of STRATO GmbH.

Consolidated EBITDA climbed 19.8% to €464,089k from €387,431k in the previous year, driven by revenue growth and a higher margin.

The Company's adjusted EBITDA also increased in fiscal year 2025 compared with the previous year, amounting to €485,152k (previous year: €409,406k).

Adjusted EBITDA is calculated as follows:

in €k	2025 ⁽¹⁾	2024 ⁽¹⁾	2023
Earnings before taxes	295,931	202,861	215,312
Share of the profit or loss of associates accounted for using the equity method	-325	-325	-251
Financial income	1,861	5,411	31,875
Financing expenses	-61,260	-77,940	-93,784
Operating result	355,655	275,715	277,472
Depreciation and amortization of intangible assets and property, plant and equipment	108,434	111,716	107,908
EBITDA	464,089	387,431	385,380
Adjustment for LTIP ⁽¹⁾	4,237	5,692	5,879
Adjustment for stand-alone activities ⁽²⁾	11,598	10,394	9,478
Adjustment for IPO costs ⁽³⁾	0	0	-11,719
Adjustment for consulting fees incurred for one-off projects ⁽⁴⁾	1,480	0	0
Adjustment for severance payments ⁽⁵⁾	3,747	5,889	1,278
Total adjustments	21,063	21,975	4,916
Adjusted EBITDA	485,152	409,406	390,296

⁽¹⁾ Following the classification of the AdTech segment as a discontinued operation in accordance with IFRS 5 as of September 30, 2025; prior-year figures adjusted

Adjustments to EBITDA in the 2025 fiscal year relate to:

- LTIP adjustment: Expenses for employee stock ownership plans amounting to €4,237k (prior year: €5,692k)
- Adjustment for standalone activities: Expenses related to the establishment of standalone activities amounting to €11,598k (previous year: €10,394k) . These costs are associated with establishing IONOS as an independent group as part of its organizational separation from the United Internet Group (including, among other things, the additional costs associated with the development of a proprietary billing system).
- Adjustment for IPO costs: Includes revenue from the recharging of costs incurred in connection with the IPO to the shareholders United Internet and Warburg Pincus.
- Adjustment for consulting fees and one-time projects: Includes expenses for consulting fees incurred in connection with one-time projects, such as reorganization measures.
- Adjustment for severance payments: Includes expenses of €3,747k (prior year: €5,889k) related to reorganization and restructuring measures, consisting primarily of severance payments and other personnel-related costs.

Other comprehensive income declined significantly from €9,813k in the previous year to -€14,870k in fiscal year 2025. This change is attributable solely to changes in foreign exchange differences.

Group's financial position

Cash flow before changes in balance sheet items (subtotal) increased from €358,267k in the previous year to €400,354k in fiscal year 2025, primarily due to the positive development of operating profit. This was offset by higher payments from employee stock ownership plans. The complete sale of all shares in the IONOS Group by Warburg Pincus constitutes a trigger event under the Long-Term Incentive Plan. In May 2025, IONOS met the contractual requirements of the employee stock ownership program and thereby fulfilled its obligations to the participants, which led to an increase in payouts compared to the previous year.

Cash flow from operating activities for the 2025 fiscal year increased from €386,803k in the previous year to €391,859k. This was primarily due to the sharp rise in cash flow before changes in balance sheet items (subtotal) and the decrease in accounts receivable and other assets. Conversely, the decrease in trade payables had a negative impact on cash flow from operating activities. The decrease in receivables and liabilities reflects the volume-driven development in the AdTech business. It should be noted that the AdTech business is classified as a discontinued operation in accordance with IFRS 5, although its cash flows are included in this statement of cash flows. For a detailed reconciliation, please refer to Note 17.

Cash flows from investing activities for the 2025 fiscal year amounted to -€95,942k (previous year: -€100,313k). The decrease is primarily attributable to cash inflows of €7,619k from cash pooling (previous year: payment of €-23,983k) as well as reduced payments for investments in intangible assets and property, plant, and equipment, which decreased from €-76,872k in the previous year to €-64,516k in fiscal year 2025. This is offset by the payment of the purchase price liability in connection with the acquisition of STRATO GmbH (€34,000k; prior year: €0) as well as payments from acquisitions of equity interests (€5,028k; prior year: €0).

The primary factors driving the net cash outflows of €-294,841k in financing activities for the 2025 fiscal year were the repayment of the loan from United Internet AG (€-170,000k) and the further acquisition of treasury shares amounting to €-56,573k (previous year: €-22,319k). Interest paid decreased by €13,495k compared to the previous year (€-62,770k) to €-49,275k, primarily due to the full repayment of the loan from United Internet AG.

Cash and cash equivalents amounted to €30,565k as of December 31, 2025, compared with €30,180k as of the same date in the previous year. This amount includes the cash of the discontinued operation. In the balance sheet, these are reported as assets held for sale in accordance with IFRS 5. For a detailed reconciliation, please refer to Note 17.

The shareholder loan from United Internet AG, which bore interest at 6.75% per annum and was consolidated on January 27, 2023, originally had a maturity date of December 15, 2026. IONOS had already repaid the loan to United Internet AG early in August.

As of the end of the fiscal year, financial liabilities consist of a loan from a banking consortium in the amount of €800,000k (previous year: €800,000k). The loan, which bears interest at 4.67% per annum and matures on December 15, 2026, is reported under current liabilities.

IONOS' ability to meet its payment obligations under its major financing arrangements is supported by its positive operating cash flow as well as the United Internet Group's internal cash pooling system.

Development of the key cash flow figures:

in €k	2024	2025	Change
Cash flow before changes in balance sheet items (subtotal)	358,267	400,354	11.7%
Cash flow from operating activities	386,803	391,859	1.3%
Cash flow from investing activities	-100,313	-95,942	-4.4%
Free cash flow ⁽¹⁾	296,196	308,330	4.1%
Cash flow from financing activities	-279,366	-294,841	5.5%
Cash and cash equivalents at end of period	30,180	30,565	1.3%

⁽¹⁾ Free cash flow is defined as cash flow from operating activities (disclosed in the consolidated financial statement), less capital expenditure for intangible assets and property, plant, and equipment, plus payments from the disposal of intangible assets and property, plant, and equipment, and including the repayment of lease liabilities, which have been recognized in net cash payments in the financing area since the 2019 fiscal year.

Group's asset position

The Group's total assets decreased from €1,643,586k as of 31 December 2024 to €1,570,142k as of 31 December 2025.

In September 2025, the Management Board of IONOS Group SE decided to put Sedo GmbH and its subsidiaries—and thus the AdTech business unit—up for sale. The assets and liabilities of the AdTech business unit are recognized as assets held for sale and liabilities associated with assets held for sale, respectively. A prior-year adjustment is not appropriate under the provisions of IFRS 5. For an overview of the assets and liabilities of the discontinued operation, please refer to our comments in Note 17.

Development of current assets:

in €k	2024	2025	Change
Cash and cash equivalents	30,180	27,326	-2,854
Trade accounts receivable	91,492	57,406	-34,086
Receivables from related parties	88,487	81,330	-7,157
Contract assets	9,235	6,219	-3,016
Inventories	54	20	-34
Prepaid expenses	26,684	37,675	10,991
Other financial assets	16,306	16,160	-146
Other non-financial assets	939	191	-748
Income tax claims	6,262	10,910	4,648
Assets held for sale	0	15,407	15,407
Total current assets	269,639	252,644	-16,995

Current assets decreased from €269,639k as of December 31, 2024, to €252,644k as of December 31, 2025. This is primarily attributable to a decrease in receivables due to reduced business volume in the AdTech segment, which are reported as assets held for sale. Offsetting this are increased deferred expenses related to customer acquisition, as well as the reclassification of previously non-current assets to current assets in accordance with IFRS 5.

Receivables from related companies decreased from €88,487k to €81,330k in fiscal year 2025, primarily due to changes in receivables from the cash pool with United Internet AG.

Development of non-current assets:

in €k	2024	2025	Change
Investments in associated companies	2,407	816	-1,591
Receivables from finance leases	2,509	2,305	-204
Other financial assets	761	5,787	5,026
Property, plant and equipment	315,402	293,798	-21,604
Other intangible assets	145,610	122,762	-22,848
Goodwill	830,144	820,588	-9,556
Contract assets	22	25	3
Prepaid expenses	26,122	30,257	4,135
Deferred tax assets	50,970	41,160	-9,810
Total non-current assets	1,373,947	1,317,498	-56,449

Non-current assets decreased slightly from €1,373,947k as of December 31, 2024, to €1,317,498k as of December 31, 2025.

The change in property, plant, and equipment and intangible assets is primarily attributable to depreciation and amortization exceeding investments. Investments totaling €77,870k were offset by depreciation and amortization totaling €108,722k. The investments were primarily directed toward the server infrastructure, both to modernize existing systems and to expand capacity.

Primarily as a result of the change in presentation under IFRS 5, the investments in associates and goodwill decreased.

Due to a strategic equity investment, other financial assets increased significantly in fiscal year 2025.

Development of current liabilities:

in €k	2024	2025	Change
Trade accounts payable	112,311	72,570	-39,741
Liabilities to related parties	6,280	6,484	204
Liabilities due to banks	102	798,916	798,814
Income tax liabilities	35,798	39,743	3,945
Contract liabilities	92,653	106,400	13,747
Other provisions	640	307	-333
Other financial liabilities	58,077	41,995	-16,082
Other non-financial liabilities	54,251	45,842	-8,409
Liabilities associated with assets held for sale	0	12,843	12,843
Total current liabilities	360,112	1,125,100	764,988

The change in current liabilities is primarily attributable to the recognition of the loan from a banking consortium. Because the loan will mature on December 15, 2026, the loan agreement in the amount of €800,000k is recognized as a current liability.

Trade accounts payable decreased primarily due to the lower volume of business in the AdTech segment compared to the previous year. These are reported as liabilities associated with assets held for sale in accordance with IFRS 5.

Current contract liabilities of €106,400k (December 31, 2024: €92,653k) primarily consist of payments received from customer contracts for which services have not yet been fully rendered.

Current other financial liabilities decreased from €58,077k in 2024 to €41,995k in 2025, primarily due to the repayment of the purchase price liability (previous year: €23,653k) arising from the acquisition of STRATO GmbH.

The classification of the AdTech business segment as a discontinued operation in accordance with IFRS 5 resulted in the initial recognition of liabilities associated with assets held for sale.

Development of non-current debt:

in €k	2024	2025	Change
Liabilities due to banks	797,577	0	-797,577
Liabilities to related parties	170,000	0	-170,000
Deferred tax liabilities	42,827	45,447	2,620
Trade accounts payable	0	0	0
Contract liabilities	2,112	2,393	281
Other provisions	3,271	6,984	3,713
Other financial liabilities	108,927	91,205	-17,722
Total non-current liabilities	1,124,714	146,029	-978,685

Primarily due to the repayment of the loan from United Internet AG (-€170,000k) and the reclassification of bank borrowings as current liabilities (€797,577k), non-current liabilities decreased by €978,685k.

Net bank debt (i.e., the balance of bank debt and cash and cash equivalents) amounted to €771,590k as of December 31, 2025. In fiscal year 2024, net bank debt amounted to €767,499k. The increase is primarily attributable to the accounting requirements of IFRS 5 and the classification of cash and cash equivalents from the discontinued operations as assets held for sale. The relative debt ratio, calculated as net bank liabilities relative to EBITDA, is 1.66.

Development of equity:

in €k	2024	2025	Change
Issued capital	140,000	140,000	0
Reserves	41,672	236,102	194,430
Treasury shares	-12,172	-51,486	-39,314
Currency translation adjustment	-10,884	-25,754	-14,870
Equity attributable to shareholders of the parent company	158,616	298,862	140,246
Non-controlling interests	144	151	7
Total equity	158,760	299,013	140,253

The 2025 fiscal year was marked by positive business performance. This is reflected in the increase in the Group's equity, which grew by 88.3% from €158,760k to €299,013k.

The main driver of growth is the consolidated net income, which is primarily responsible for the change in other reserves. Due to this financial strength, IONOS was able to continue its share buyback program this year as well. The company's holdings of treasury shares increased to approximately 1.4% of the share capital of €140,000k.

On January 21, 2025, and November 21, the Management Board of IONOS Group SE, with the approval of the Supervisory Board, resolved to launch share buyback programs and to acquire up to 3,500,000 of its treasury shares on the stock exchange.

As part of the share buyback program announced on January 21, 2025, IONOS Group SE purchased a total of 1,500,000 of its treasury shares between January 31 and April 1, 2025, thereby completing the share buyback program. The purchase price, excluding incidental acquisition costs, amounted to €36,577k.

As part of the share repurchase program announced on November 21, 2025, IONOS Group SE repurchased a total of 758,868 of its treasury shares between November 28 and December 31.

As of the balance sheet date, IONOS Group SE still holds 1,912,229 treasury shares, as 810,204 treasury shares were issued as part of employee stock ownership programs. This represents approximately 1.4% of the share capital.

Management Board's overall assessment of the Group's business situation

Based on the positive macroeconomic outlook for IONOS's international markets—a forecast shared by the International Monetary Fund (IMF)—the Management Board of IONOS Group SE is optimistic about the future. This optimism is also driven by the company's stable business model, which is primarily subscription-based. The Management Board continues to anticipate the ongoing digitalization of small and medium-sized enterprises as well as the projected growth in the cloud business.

The Group's performance has demonstrated that IONOS's business model is relatively resilient to economic cycles. Even in times of economic uncertainty or global challenges, the company was able to expand its customer base even more significantly than in the previous year. The company has been able to accelerate customer growth through the continuous expansion of marketing activities in its core markets. Adaptation to changing market conditions, such as the rise in certain types of costs, is achieved through targeted measures, which are intended to further enhance the company's profitability in the medium term.

By passing on cost increases to customers through price hikes in a targeted manner, IONOS ensures its competitiveness and long-term stability. The company's adjusted EBITDA grew by 18.5% in fiscal year 2025 to €485,152k (previous year: €409,406k). This increase reflects the company's positive performance.

IONOS will continue this business strategy from recent years in the coming years as well. In fiscal year 2026, the company plans to further expand its current target markets in the Web Presence & Productivity and Cloud Solutions businesses. In addition to developments in the core business of the Web Presence & Productivity division, the focus is particularly on further expanding our cloud product portfolio, both among small and medium-sized enterprises and in the public sector. This will be achieved in conjunction with the further expansion of existing customer relationships through targeted up-selling and cross-selling, specifically tailored to each customer's profile. This strategy ensures continued growth through both new and existing customers.

Overall, the Management Board considers IONOS Group SE to be very well positioned for further corporate development as of the balance sheet date of the 2025 fiscal year and at the time this combined management and group management report was prepared.

2.4 Position of the Company

Earnings of IONOS Group SE

Total revenue for the 2025 fiscal year amounted to €16,215k (previous year: €17,997k) and resulted primarily from revenue with affiliated companies. Revenue with affiliated companies in the amount of €16,215k (previous year: €17,997k) resulted from internal service billing. Primarily, costs related to the Management Board are passed on to IONOS Holding SE. In 2025, the item includes an addition to the Stock Appreciation Rights (SAR) provision in the amount of €11,065k; in 2024, the item included an addition to the Stock Appreciation Rights (SAR) provision in the amount of €9,070k and an addition to the Long-Term Incentive (LTIP) provision in the amount of €4,142k.

The Company's other operating income amounted to €4,034k in the 2025 fiscal year (previous year: €1,025k). This primarily includes income from the release of provisions in the amount of €2,949k (previous year: €79k) as well as income from internal cost allocations in the amount of €1,076k (previous year: €907k). Revenue from the release of provisions is primarily attributable to the release of SAR provisions (€2,875k).

IONOS Group SE's personnel expenses for the 2025 fiscal year amounted to €14,494k (previous year: €15,961k) The personnel expense ratio relative to revenue was 89.4% (previous year: 88.7%). Personnel expenses relate to the compensation of the current members of the Management Board of IONOS Group SE.

The Company's other operating expenses for the fiscal year amounted to €6,326k (previous year: €4,020k) and primarily consist of consulting expenses of €2,251k (previous year: €724k), expenses from internal cost allocations of €1,076k (previous year: €907k) and other personnel expenses of €963k (previous year: €219k), expenses for financial statement preparation and audit costs of €909k (previous year: €898k), as well as expenses for external services of €547k (previous year: €447k) and expenses relating to prior periods of €61k (previous year: €268k). Consulting expenses relate to the acquisition of additional Group investments; other personnel expenses relate primarily to recruitment costs.

IONOS Group SE's operating result as of the balance sheet date was -€575k (previous year: -€959k) and was significantly affected by the change in other operating income.

Income from loans related to the Company's financial assets, amounting to €37k (prior year: €37k), relates exclusively to interest earned on the loan to IONOS Holding SE.

IONOS Group SE's interest expense of €844k (previous year: €540k) primarily comprise interest expenses of €815k (previous year: €388k) related to cash pooling with IONOS Holding SE, as well as interest expenses of €29k (previous year: €152k) associated with a syndicated loan taken out by IONOS Holding SE.

The Company's net loss for the fiscal year amounts to €1,616k (previous year: €2,474k).

Assets and financial position of IONOS Group SE

IONOS Group SE's total assets decreased in fiscal year 2025 from €529,342k in the previous year to €528,398k. The main factors contributing to this change are explained below.

The Company's intangible assets increased from €0 in the previous year to €21k and include software licenses.

The Company's financial assets remained unchanged from the previous year (€520,160k) and thus accounted for 98.44% (previous year: 98.26%) of total assets.

The Company's receivables and other assets decreased from €9,154k to €8,125k. This decrease is attributable to an €856k decline in receivables from affiliated companies. Receivables from affiliated companies consist primarily of receivables arising from the VAT group. In the prior year, another receivable from the tax office in the amount of €173k was reported.

Cash and cash equivalents increased from €4k in the previous year to €10k, which is mainly due to the buyback of treasury shares.

In fiscal year 2025, the equity of IONOS Group SE decreased from €498,666k to €457,588k. This corresponds to an equity ratio of 86.60% as of December 31, 2025, representing a decline compared to the previous year (94.20%). The main reason for this development is the repurchase of treasury shares, which resulted in an open deduction from share capital in the amount of €1,912k (previous year: €464k) and an offset against the distributable capital reserve in the amount of €47,603k (previous year: €14,300k). At the same time, the loss carryforward was increased by €2,474k as a result of the offset of the prior year's net loss.

The amount offset against the capital reserve includes €957k for share buybacks outstanding as of the balance sheet date.

IONOS Group SE's provisions consist of tax provisions amounting to €1,246k (previous year: €1,012k) and other provisions, which increased from €18,936k to €22,824k.

Other provisions consist primarily of provisions for personnel expenses in the amount of €21,237k (prior year: €17,798k) provisions for financial statement preparation and audit costs of €909k (previous year: €898k), provisions for consulting and tax advisory services of €437k (previous year: €0k), and provisions for Supervisory Board compensation of €230k (previous year: €186k). The increase in other provisions relates primarily to provisions for equity-based compensation from the Stock Appreciation Rights program in the amount of €8,190k (previous year: €9,070k).

The company's liabilities increased from €10,728k in the previous year to €46,739k.

Trade payables increased from €7k in the previous year to €865k. The increase is primarily attributable to payables to legal advisors.

Liabilities to affiliated companies increased from €1,109k to €36,248k. They consisted primarily of liabilities from cash pooling and cash pooling interest in the amount of €37,395k (previous year: €620k) as well as liabilities arising from the VAT group in the amount of €336k (previous year: €186k).

Other liabilities consist primarily of value-added tax liabilities totaling €8,589k (previous year: €9,428k) and a liability of €957k for outstanding share buybacks.

IONOS Group SE has been connected to the Group's own cash pool of United Internet AG via IONOS Holding SE since June 2022. IONOS Holding is integrated into the cash pool of United Internet AG and the financing of United Internet AG, is in turn secured by long-term credit lines.

In addition, the company has concluded a long-term loan agreement (loan) with IONOS Holding SE. The loan amounted to €364,100k as of the balance sheet date (previous year: €364,100k). There are no plans to adjust the repayment terms.

By being included in IONOS Holding SE's cash pooling system, IONOS Group SE is able to meet its payment obligations at all times.

Management Board's overall assessment of the current business situation of the parent company

Due to its role as a holding company, the economic position of IONOS Group SE at the level of the separate financial statements is mainly influenced by the investment and financial results. In this respect, the overall statement of the Management Board on the economic situation of the Group also applies qualitatively to IONOS Group SE itself.

2.5 Non-financial key figures

The Management Board and Supervisory Board of IONOS are committed to ensuring the Group's continued existence and sustainable value creation through responsible and long-term-oriented corporate governance. In accordance with the Group's philosophy, entrepreneurial action goes beyond the pursuit of economic goals and also entails a commitment to the Group, the environment, employees, and other stakeholders.

IONOS prepares a report in accordance with the "Act on Strengthening Non-Financial Reporting by Companies in Their Management Reports and Group Management Reports" (CSR Directive Implementation Act, CSR-RUG, and Sections 315c in conjunction with 289c through 289e of the German Commercial Code

(HGB)) and publishes this separate non-financial group report as part of a standalone sustainability report. In addition, in the sustainability report, the company also fulfills its reporting obligations under the EU Taxonomy Regulation 2020/852 of the European Parliament and discloses the proportion of environmentally sustainable business activities accordingly.

The Group addresses this responsibility in a variety of ways. The key aspects are summarized in the following sections and are published in the form of a sustainability report on the IONOS Group SE website (<https://www.ionos-group.com/de/investor-relations/veroeffentlichungen/berichte.html>).

Sustainable business policy / corporate responsibility

IONOS is committed to sustainable business practices. This commitment to sustainability is particularly evident in the company's significant investments in customer relationships.

The number of paying customers increased by an additional 307,000 in fiscal year 2025. This growth consists of 102,000 customers in Germany and 205,000 abroad. As a result, the total customer base has risen to 6.63 million.

Group: Development of the customer base in the 2025 fiscal year (in millions)

in million	December 31, 2025	December 31, 2024	Change
Customers total	6.63	6.32	0.31
thereof domestic	3.31	3.20	0.11
thereof abroad	3.32	3.12	0.20

In addition to acquiring new customers, retaining and building loyalty among existing customers is the most critical factor in expanding the customer base. IONOS's most important tool in this regard is customer satisfaction. For this reason, structures and processes have been established to assess customer satisfaction and identify their needs. The insights gained from this are used to identify areas for improvement and are subsequently translated into concrete measures to increase customer satisfaction (for example, in the areas of service or product quality).

To ensure customer satisfaction, for example, since October 2018 all IONOS customers have had the option to access a personal advisor free of charge as their primary point of contact for any questions regarding products, their contract, and their business success online. In this way, IONOS supports companies through every stage of their development—from websites and online store systems to dedicated servers and the use of its proprietary enterprise cloud infrastructure. In addition, companies have the option to use numerous cloud applications that support their business.

Employees

The internet industry is characterized by rapid change, short innovation cycles, and global connectivity. IONOS, in collaboration with the entire United Internet Group, is successfully meeting these challenges.

As of December 31, 2025, IONOS had a total of 4,115 active employees (previous year: 4,072).

Green IT

In the context of the global climate debate and steadily rising energy consumption, the term "Green IT" is frequently mentioned in the computer industry. In principle, the term "Green IT" encompasses all measures that help reduce a company's negative impacts, such as CO2 emissions and energy consumption.

Today, the ICT industry makes a significant contribution to global value creation and is therefore a major economic force. At the same time, it is also a significant source of CO₂ emissions and consumes a great deal of electricity. For Internet service providers like IONOS, this applies in particular to data centers, which host many millions of cloud applications for private individuals and businesses and are facing growing demand due to the ongoing digitalization of the economy and society.

For many years, IONOS has relied exclusively on electricity sourced directly from renewable energy sources for its data centers worldwide. In addition, the company places great importance on ensuring that renewable energy is generated in geographically close proximity—that is, mostly within the same country or in a neighboring region.

In July 2023, IONOS published its climate strategy. This strategy is aligned with the standards of the Science Based Targets Initiative (SBTi) under the Paris Agreement's 1.5°C goal for data centers. By using electricity from 100% renewable energy sources for its data centers, IONOS has long avoided the majority of potential carbon dioxide emissions and plans to continue doing so. In addition, IONOS has set a goal to reduce emissions associated with the fuel used for data center emergency generators by 55% by 2030 compared to 2019. Office buildings are also expected to use 100% electricity from renewable energy sources by 2030, and renewable energy is to be generated through the installation of photovoltaic systems at 50% of the company's own data centers. The goals defined in the climate strategy are reviewed internally on an annual basis and are closely linked to the company's broader business objectives.

In 2018, the decision was made to implement an Energy Management System (EnMS) in accordance with ISO 50001. The EnMS covers the IONOS Group's data centers, which the company operates itself and where it can control energy consumption accordingly. The implementation of the EnMS enables the continuous tracking of energy efficiency improvement targets and ensures transparent traceability. Thus, the EnMS can serve to identify and eliminate any energy waste, thereby saving costs, as well as to identify and meet external requirements such as conducting regular energy audits. The EnMS thus makes an important contribution to sustainability management and can have a positive impact on reputation and market position. In addition, ISO 14001 certification for the environmental management system was achieved in 2024, which minimizes environmental impacts and promotes environmental protection. The EnMS was successfully audited and recertified in 2025. The next scheduled surveillance audit is planned for 2026.

Key factors in energy conservation within global data centers include:

- A steady increase in server utilization, resulting in a reduction in the number of servers required.
- Replacing old servers early on with more modern, energy-efficient hardware.
- Some of the server hardware is custom-built for IONOS, omitting unnecessary components and incorporating, among other things, energy-efficient processors and power supplies with low heat dissipation.
- The web hosting system used by IONOS is a highly optimized, in-house Linux-based solution that enables the management of data from thousands of customers on a single server, thereby making efficient use of resources.
- Virtualization makes it possible to replace more and more "bare-metal servers" with virtual servers.
- By using containers, there is no need for redundant operation of the operating system kernel, which is instead shared by all instances—this enables even more "elastic," load-dependent scaling of the IT resources provided.

3. Risk, Opportunity and forecast report

IONOS's risk and opportunity policy is guided by the goal of preserving and sustainably increasing the company's value by capitalizing on opportunities and identifying and managing risks at an early stage.

The IONOS Group's "practical" risk and opportunity management ensures that the company can conduct its business activities within a controlled corporate environment. Risk and opportunity management governs the responsible handling of uncertainties that are always inherent in business operations, thereby ensuring that IONOS can conduct its business activities within a controlled environment.

3.1 Risk report

Risk management

The risk management system is a key control tool in IONOS's value-oriented corporate governance. It serves to ensure the company's continued existence and to identify developments that could threaten its survival at an early stage, without letting business opportunities go untapped. Risks are systematically identified, assessed, managed, and monitored to ensure the Group's risk-bearing capacity at all times. The underlying standards and processes reflect dynamic market and environmental conditions and are subject to a continuous improvement process.

An open and transparent risk culture forms the foundation of the risk management system. IONOS takes an approach that broadly embeds risk responsibility throughout the entire organization. The goal is to foster a decentralized risk awareness, in which employees actively contribute to identifying potential risks within their respective areas of responsibility. This approach promotes a corporate culture in which risk management is understood as part of daily operational responsibility. A proactive information policy promotes a strong risk awareness across all hierarchical levels. The clear obligation of all employees to report risks immediately to Company Risk Management ensures the company's responsiveness and guarantees that information relevant to management reaches decision-makers without delay. The risk management system is applied throughout the entire IONOS Group.

To achieve lasting success in the tension between opportunities for profit and risks of loss, risks are systematically incorporated into decision-making processes in accordance with Group-wide standards. Risk management thus serves as a strategic success factor for corporate management. It creates the transparency necessary for a well-informed assessment of opportunities and risks.

The early risk detection system meets legal requirements, complies with the German Corporate Governance Code, and is structured in accordance with the guidelines of the international standard ISO 31000:2018. In implementing this system, IONOS relies on a clear separation of functions in line with the internationally recognized "Three Lines Model." This ensures a structural separation between operational risk management (First Line), central oversight bodies such as Risk Management and Compliance (Second Line), and independent review by Internal Audit (Third Line). In accordance with the provisions of the German Stock Corporation Act, the Supervisory Board regularly monitors the effectiveness of the risk management system.

The structure, organization, and responsibilities of IONOS's risk management are documented in a Group-wide, binding risk management strategy and a detailed risk management manual. These regulatory frameworks are continuously adapted to changing legal conditions as part of a continuous improvement process. Operational risk management, which is the responsibility of the Chief Financial Officer of IONOS Group SE, aims to actively manage the risk exposure of the entire Group and regularly addresses specific risk issues at IONOS.

To ensure consistent exchange and alignment of risk information, regular risk inventories are conducted with all divisions of the Management Board, as well as risk manager meetings with cross-functional departments across the company. Risk training is offered at all levels of the organization, as risk management is viewed as a holistic system that embodies a risk culture in practice. The training program is continuously expanded and has already been implemented as an integral part of the onboarding process for new employees to ensure early risk awareness.

The Management Board and the Supervisory Board receive comprehensive reports on the risk situation four times a year. The findings are discussed by both the Management Board and the Supervisory Board, particularly within the Audit and Risk Committee established specifically for this purpose. If significant risks with immediate impact or material changes in risk are identified, an ad hoc reporting obligation is triggered. Such matters are reported immediately to the Chief Financial Officer of IONOS Group SE, who forwards this information to the Supervisory Board as necessary. This process ensures that information relevant to management reaches decision-makers without delay and that significant risks can be addressed as quickly as possible.

Methods and objectives of risk management

IONOS's risk management system encompasses measures for the early identification, monetary and impact-based assessment, as well as the proactive management and monitoring of risks that could jeopardize the achievement of the company's strategic and operational goals. The overarching goal is to provide management with the highest possible level of transparency regarding the risk situation, its dynamics, and the available courses of action, thereby enabling a sound basis for consciously taking on or avoiding risks. Risks that could jeopardize the company's continued existence must be avoided at all costs.

Risks are consistently assessed on a net basis. In this context, the effects of risk management measures already implemented are only taken into account in the risk assessment after they have been implemented. A key measure of the Group's financial stability is the ongoing calculation of its risk-bearing capacity.

The risk appetite defined annually by the Chief Financial Officer establishes the binding framework for the extent to which risks may be deliberately taken to capitalize on opportunities, and to which unavoidable risks (e.g., natural hazards) may be tolerated or hedged. This process is supported by periodic Value-at-Risk calculations, which enable the quantification of risk tolerance and risk appetite and compare these metrics with the Group's risk-bearing capacity. In this context, the aggregated total risk exposure is continuously compared with the available risk coverage potential to ensure financial stability even under stress conditions. The methodological framework is based on IDW PS 981 and ensures value-oriented, risk-adjusted corporate management. Additionally, as part of systematic analyses, so-called "tail event risks" (extreme risks with a very low probability of occurrence but massive impacts) are assessed to validate the robustness of planning even for unlikely crisis scenarios. The risk inventory is rounded out by emerging risks (rapidly changing risks whose potential for damage cannot be accurately predicted due to a lack of historical data), which are subject to an annual review process to enable an early response to disruptive developments.

In its operational management, IONOS distinguishes between measures for risk avoidance, risk mitigation, risk transfer to external partners, and the deliberate acceptance of risk within the framework of its defined risk appetite.

In addition to managing short-term financial risks, IONOS is gradually integrating a medium- and long-term assessment. The goal is to manage the risk landscape more proactively and to permanently increase planning certainty. In addition, a comprehensive analysis of sustainability risks is conducted. This covers medium- to long-term time horizons and follows the principle of double materiality (outside-in and inside-out).

Another key objective of risk management is to safeguard assets, create strategic flexibility, ensure the achievement of the company's planned goals, and sustainably optimize risk and capital costs.

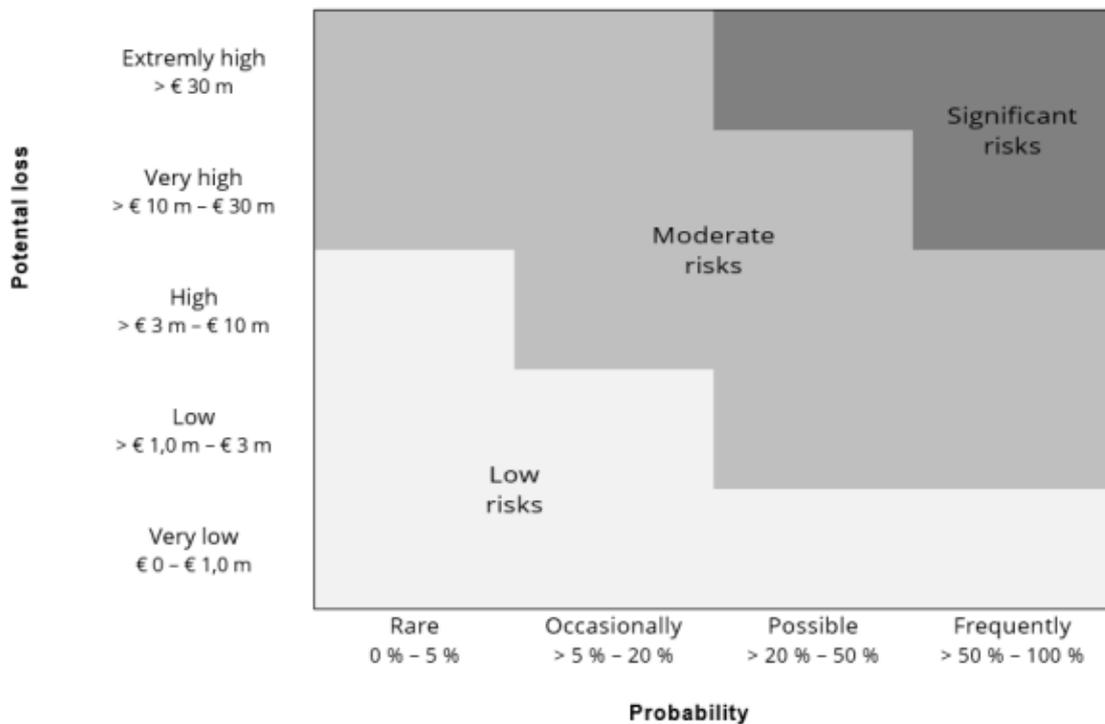
Risks for IONOS

The assessment of the Group's overall risk profile is the result of a consolidated analysis of the identified material risks, taking into account their interdependencies. This assessment is based on the risk inventory, which is continuously validated. Drawing on the entirety of this risk inventory, the following sections

describe those risk areas that are of central importance from the Group's perspective. The assessment of materiality is systematically based on the factors of probability of occurrence and potential loss, whereby the extent of loss encompasses all negative effects on the Group's earnings situation.

To provide an accurate picture of the risk landscape, risks are categorized as "Significant," "Moderate," and "Low." This ensures efficient prioritization of risk management and reporting tailored to the needs of the Management Board and the Supervisory Board.

Risk evaluation matrix IONOS



All identified risks are grouped into three main categories for structured management, which reflect the Group's key strategic, operational, and financial risk areas.

- The category of Strategic Market & Business Risks focuses on external factors and key strategic decisions, and encompasses the areas of sales markets & competition, the procurement market, equity investments & capital expenditures, and business development & innovation, supplemented by the risk areas of force majeure, the macroeconomic market environment, and the regulatory environment.
- Operational risks encompass those threats arising from internal service delivery, technical systems, or human error. These include workflows and processes, fraud and credit losses, cybersecurity and information security, data protection, employees, partner management, the operation of technical facilities, and potential liabilities arising from legal disputes.
- The third category, Financial and Tax Risks, specifically addresses financial and tax-related conditions and encompasses both financial and liquidity risks as well as tax risks. The Management Board's specific assessments of the current risk situation, as well as a detailed classification of individual risks based on their materiality, are included in the summary assessment at the end of this report.

For the following overview of risk categories in the IONOS Group SE Consolidated Management Report, reported risk exposures are disclosed starting at an expected value of €250k. This adjustment to the threshold aligns with internal reporting practices.

In this reporting context, the term "IONOS" encompasses the risks of both the continuing and discontinued operations. If risks arise from the discontinued operations, this is explicitly noted in the explanations of the individual risk positions. To enhance transparency and traceability, the risk positions of the discontinued operations are presented separately in a tabular overview.

Strategic Market & Business Risks

Sales market & competition

IONOS's markets are characterized by intense and ongoing competition. Depending on the strategic decisions made by these market participants, adjustments to IONOS's own business models may be necessary to secure market share, growth targets, and margins. In addition, business decisions to enter new market segments or regions carry inherent risks.

IONOS addresses these challenges through detailed strategic planning, continuous analysis of internal performance data and external market studies, and close monitoring of the competitive landscape.

IONOS concurs with the official economic forecasts given the uncertain global situation, but still sees sales potential due to the high demand for cloud solutions and AI services. IONOS's risk rating for the "Sales Market & Competition" category has risen from "Moderate" to "Significant."

In the discontinued operations, the rating remains "Moderate," as in the previous year.

Procurement market

A disruption in the procurement or delivery of resources required for business operations can lead to operational bottlenecks or outages. At IONOS, this applies to both the purchase of hardware and software and the procurement of intermediate inputs. The risk profile is driven by shortages of key resources (e.g., high-performance AI processors). Price increases for purchased products and services, as well as delivery delays, pose risks to the achievement of targets and product margins.

IONOS mitigates these risks by collaborating with a diverse group of long-term suppliers and service providers and through strategic contractual commitments. In addition, the company continuously expands its own value chain whenever economically feasible.

Unforeseeable developments, such as those resulting from geopolitical tensions, are addressed through preventive measures such as targeted inventory management and active supply chain monitoring.

Due to the highly dynamic market conditions and the resource shortages described above, IONOS has raised its risk rating for the "procurement market" category from "Low" to "Moderate" compared to the previous year.

Participations & Investments

The targeted acquisition and holding of equity investments, as well as the execution of strategic investments, are key pillars of IONOS's value-oriented corporate management. These activities are primarily aimed at expanding technological expertise, gaining access to new growth markets, and realizing group-wide synergy potential. These strategic opportunities are accompanied by inherent risks, which could include, in particular, the failure to achieve set targets to the planned extent or the value of investments developing differently than expected.

To proactively address these risks, all investments are subject to structured and ongoing monitoring by the central investment management team and Group Controlling. This close monitoring process allows operational support needs to be identified and addressed at an early stage.

IONOS is currently not aware of any significant risks in this area, so the rating remains at "Low."

Business development & innovations

The continuous development and market-driven implementation of innovative products and services form the core of IONOS's long-term growth strategy. The goal is to create sustainable value for customers, consolidate the company's market position in a dynamic environment, and successfully tap into new business areas, particularly in the fields of artificial intelligence and digital sovereignty.

In a highly competitive sector such as the cloud and hosting industry, a company's success is closely linked to its ability to anticipate technological trends early on and optimize the time-to-market for new features. IONOS addresses these challenges through product development that is tailored to market and customer needs, which includes the gradual adoption of new technologies, including generative AI.

The current assessment takes into account the high level of strategic dynamism and the complexity of these far-reaching transformation processes. This development has led IONOS to deliberately expand its innovation activities, resulting in an upgrade of the "Business Development & Innovation" risk category from Low to Moderate.

Act of God

The Group's business operations may be affected by unforeseeable external events that are beyond the Company's immediate control. These include, in particular, extreme natural disasters, widespread infrastructure crises, and personnel-related crisis scenarios.

To ensure business continuity and protect customer relationships, IONOS has implemented a comprehensive resilience strategy. A key technological success factor in this regard is the consistent geographically redundant design of the core infrastructure. These technical measures are complemented by detailed contingency plans for various scenarios. Regular reviews and training on these plans ensure the fastest possible response time.

Against this backdrop, IONOS's risk profile is rated as "moderate" for the current fiscal year as well.

No significant risks are known to exist in this risk area within the discontinued operations, so the classification remains unchanged at "Low."

Macroeconomic environment

IONOS operates in an environment characterized by profound geopolitical transformation and high global economic volatility. Current global tensions—particularly those related to trade restrictions and protectionist tendencies—are leading to increased uncertainty in international financial markets. Of particular relevance are the ongoing effects of the war in Ukraine, which continue to cause instability in the European security architecture. Additionally, security developments in the Middle East involving Iran are coming into focus, with the restricted navigability of the Strait of Hormuz in particular being viewed as a significant source of uncertainty for global energy markets and the stability of international trade flows. At the same time, the United States' trade policy realignments are increasing pressure on global cooperation and intensifying competition for technological sovereignty. This complex macroeconomic environment requires a continuous reassessment of the risk landscape in order to respond agilely to short-term market changes and geopolitical shifts.

By consistently focusing on digital sovereignty and geographic diversification, IONOS is reducing its vulnerability to regional instability.

Management closely monitors further developments so that appropriate measures can be taken to minimize risk as needed.

Taking into account proactive risk monitoring, IONOS continues to assess the macroeconomic market environment as moderate for the current fiscal year.

Regulatory environment

The continuous monitoring and implementation of regulatory frameworks form an essential foundation for IONOS's secure business operations. Changes to existing legislation, the enactment of new national or international laws, and modifications to government regulations can impact business operations and the further development of innovative services. In a highly dynamic digital market environment, this results in requirements that affect both product design and internal compliance processes.

The current focus is particularly on the requirements of the NIS 2 Directive and the EU Artificial Intelligence Act (AI Act), which define new standards for cyber resilience and the responsible governance of technological innovations. IONOS addresses these challenges through active collaboration with specialized partners, the early integration of regulatory requirements into product development, and comprehensive training programs for employees. This approach ensures legal compliance and strengthens customer confidence in the security and digital sovereignty of our services.

IONOS continues to classify the "regulatory environment" risk category as moderate.

No significant risks were identified in the discontinued operations during the current reporting period, resulting in the risk assessment for this area being downgraded from moderate to low.

Operational Risks

Workflows & processes

The complexity and interoperability of innovative cloud and hosting products are constantly increasing. This places growing demands on the efficiency of our internal workflows and processes. This trend necessitates a greater need for agile collaboration and cross-functional coordination, particularly to ensure the highest quality standards in a highly dynamic international market environment. The particular challenge here lies in synchronized adaptation to accelerating market developments across a multitude of different jurisdictions.

The Group addresses these risks through continuous technological optimization and automation of its core processes, as well as the harmonization of its group-wide IT infrastructure. A key success factor in this regard is the targeted pooling of expertise and the ongoing adaptation of organizational structures to the requirements of a scalable digital infrastructure.

For the "Workflows & Processes" risk area, IONOS's risk rating remains unchanged from the previous year at "Moderate."

Fraud & credit default

To accommodate dynamic customer growth and ensure the fastest possible service delivery in the mass market, IONOS's ordering and provisioning processes are largely automated. By their very nature, these high levels of automation present potential vulnerabilities to fraudulent activities. Given the high appeal of the products and services offered, this results in an inherent risk of an increase in non-payers and targeted fraud attacks.

IONOS addresses these challenges through the ongoing expansion and technological advancement of its fraud management system. By integrating advanced validation procedures and working closely with specialized partners, fraudulent patterns are identified and prevented at an early stage. In addition, preventive security mechanisms are incorporated into the product design phase to minimize the risk of failure from the outset.

For the "Fraud & Bad Debt" risk category, IONOS's risk rating remains unchanged from the previous year at "Moderate."

No significant risk was identified in the discontinued operations segment during the current reporting period, resulting in the risk level for this segment dropping from moderate to low.

Cyber & Information Security

IONOS generates its business success primarily in the online environment. To deliver its services, the company relies on highly interconnected information and telecommunications technologies, whose availability and integrity can be compromised by threats originating in the digital realm. Cyber risks represent a significant risk category for the Group, as their potential impact is constantly increasing in a highly dynamic environment. The current threat landscape is characterized by the increasing professionalism of attackers as well as the use of increasingly automated and AI-supported attack methods. These risks include, in particular, targeted attacks for espionage, sabotage, or the misuse of customer data and system services. The Federal Office for Information Security (BSI) also continues to view the IT security situation in Germany as tense.

To proactively manage these risks, IONOS operates a comprehensive security management system that is continuously adapted to the latest technological advancements and the increasingly stringent regulatory framework. This currently includes, in particular, the implementation of the requirements of the NIS 2 Directive, which further strengthens the resilience of critical infrastructure. The effectiveness of these protective measures is ensured through a structured monitoring and alerting system, the use of modern antivirus and firewall solutions, and regular, internally initiated penetration tests.

Another key focus is on continuously enhancing the technical resilience of the system architecture to ensure business continuity even in the event of an attack.

For the “Cyber & Information Security” risk category, IONOS's risk rating remains at “Moderate” compared to the previous year, despite the heightened global threat landscape.

Currently, there are no known significant risks in this area within the discontinued operations, so the rating remains at “Low.”

Data privacy

The protection of personal data is a key strategic priority for IONOS and a fundamental basis for customer trust. Customer data is stored in both company-owned and leased data centers that are certified according to the international security standard ISO 27001. The handling of this data is subject to the strict regulatory requirements of the EU General Data Protection Regulation (GDPR) as well as other relevant legal standards.

Although IONOS has implemented extensive technical and organizational measures, breaches of data protection regulations—such as those resulting from human error or technological vulnerabilities—cannot be completely ruled out. In such a case, this could result in regulatory sanctions, such as substantial fines, as well as lasting damage to the company's reputation and customer trust.

IONOS addresses these challenges through a comprehensive data protection management approach and ongoing investments in data protection standards. This includes the use of state-of-the-art security technologies, regular reviews of the legal and technical framework, and comprehensive training programs to raise employee awareness. A key pillar of the strategy is the integration of data protection requirements into product development at the earliest possible stage.

As a result, IONOS's rating in the “Data Protection” category remains unchanged from last year at “Moderate.”

Employees

Highly qualified and dedicated employees form the foundation of IONOS's innovative strength and sustainable economic success. In a technologically demanding market environment, the successful recruitment of specialized professionals and executives, as well as their long-term retention and continuous professional development, are of central strategic importance. Inherent risks stem in particular from intense competition for technological talent and from the danger of knowledge concentration in individual

experts (so-called “knowledge monopolies”). The unexpected departure of these key personnel or difficulties in filling critical positions could impair the speed of implementation of strategic projects as well as operational stability.

To proactively manage these risks, IONOS continuously invests in developing employee and leadership skills. The portfolio of initiatives includes targeted professional development programs, mentoring and coaching programs, as well as specific strategies for identifying and retaining high-potential employees. This is complemented by a modern work environment designed to enhance the company’s appeal as an employer. The success of this strategy is demonstrated by the company’s ability to recruit talent, particularly in highly sensitive areas of critical infrastructure that can only be staffed by employees with specific expertise. This fulfills a key prerequisite for the company’s structural security. As an employer, the IONOS Group considers itself exceptionally well-positioned to continue attracting qualified specialists and executives in the future to drive business success.

As a result, the “Employees” category at IONOS is rated as “Moderate,” as it was last year.

Currently, there are no known significant risks in this area within the discontinued operations, so the rating remains at “Low.”

Partner management

Individual business units within IONOS work closely with specialized cooperation and outsourcing partners. These strategic partnerships are designed to strengthen the focus on the core business, optimize cost structures in the long term, and benefit from the expertise of external specialists. The involvement of external partners entails inherent risks that may result from potential operational dependencies as well as contractual risks or failure scenarios.

To manage these risks, IONOS employs a structured selection and monitoring process. Detailed market analyses and comprehensive due diligence reviews are conducted well in advance of signing contracts. Even after implementation, ongoing communication based on partnership and systematic performance monitoring ensure that partners’ services meet IONOS’s high quality and security standards.

IONOS’s risk rating for the “Partner Management” category rose from “Low” to “Moderate” in the current fiscal year, as a risk from the “Cyber and Information Security” category was transferred to the “Partner Management” category.

Litigation

IONOS is involved in various legal disputes and arbitration proceedings as part of its ordinary course of business. The outcome of such proceedings is, by nature, subject to a degree of uncertainty and is therefore systematically monitored as part of the risk management process and by the Legal Department. To hedge against potential financial burdens, appropriate provisions are established—provided that a claim is likely and the amount of the obligation can be reliably estimated.

The current litigation landscape is highly stable, with a downward trend. IONOS’s assessment of the “litigation” risk category remains consistent with last year’s rating of “low.”

Technical plant operation

IONOS’s products and the associated business processes rely on a high-performance technical infrastructure and a wide range of mission-critical software systems, such as servers, customer management databases, and analytics systems. To meet the high demands for availability and performance at all times, this system landscape undergoes continuous scaling and technological advancement. Necessary system migrations or infrastructure adjustments present inherent operational challenges in ensuring uninterrupted service delivery at all times.

IONOS addresses these risks through a comprehensive resilience strategy that includes targeted architectural adjustments, ongoing quality assurance measures, and the consistent geographically redundant design of core functionalities across geographically separate, state-of-the-art data centers. System availability is safeguarded by extensive software- and hardware-based security measures. To safeguard critical business processes, high-risk operations are consistently carried out in accordance with the “four-eyes principle,” while restrictive access management systems ensure that employees operate exclusively within their defined areas of responsibility. To ensure data integrity, all data sets undergo regular backup processes and are stored in encrypted form in the geographically redundant data centers.

Overall, IONOS’s risk rating for the “Technical Plant Operations” category remains at a moderate level.

Currently, there are no known significant risks in this area within the discontinued operations, so the rating remains at “Low.”

Financial & Tax Risks

Financing & liquidity risks

Within the “Financial and Liquidity Risks” category, the Group groups together the areas of financial markets, financing, and liquidity. The goal of integrated financial risk management is to ensure the Group’s financial flexibility at all times and to proactively limit market-related volatility. The system primarily serves to safeguard balance sheet stability and maintain a favorable financing profile for future investments.

Due to its international business operations and capital structure, the company is exposed to risks arising from changes in market interest rates and exchange rates. IONOS addresses these challenges through rolling liquidity planning and the ongoing evaluation of investment opportunities and financing terms. To hedge interest income, hedging instruments are regularly reviewed and, if necessary, utilized in accordance with the risk strategy. Currency risk, which primarily results from operating cash flows in foreign currencies and net investments in foreign subsidiaries, is closely monitored through systematic tracking.

The Group’s liabilities arise directly from its business activities; in addition, as of December 31, 2025, there is a short-term debt of €800,000k.

Continuous monitoring of the agreed financial covenants confirms that the likelihood of a potential breach remains low.

Liquidity risk management ensures that IONOS can meet its payment obligations at all times, particularly the repayment of financial debt. A balanced portfolio of loans and overdraft facilities ensures that funding needs are consistently met and maintains financial flexibility. Through the use of efficient cash pooling procedures and standardized processes in central cash management, liquidity is optimized across the Group and liquidity risk is reduced to a minimum. For the “Financial & Liquidity Risks” risk category, IONOS’s risk rating remains at “Moderate,” as in the previous fiscal year.

Currently, there are no known significant risks in this area within the discontinued operations, so the rating remains at “Low.”

Tax risks

As an international group with operations in numerous jurisdictions, IONOS is subject to a wide range of national and international tax laws and regulations. The risk profile in this area is inherently shaped by the rapidly evolving nature of global legislation, the ongoing development of case law, and the increasing complexity of how tax authorities interpret existing regulations.

To address these requirements proactively and systematically, IONOS operates a group-wide tax compliance management system that ensures tax risks are identified, analyzed, and actively managed at an early stage through standardized processes. This internal management is supplemented by the regular

involvement of specialized external consultants. This enables us to respond flexibly and in compliance with the law at any time to short-term regulatory changes—such as those related to global minimum taxation or transfer pricing structures.

The tax risk assessment takes into account the increasing complexity of the international market environment and ensures that all known factors are transparently documented.

Taking these parameters into account, the “Tax Risks” category continues to be classified as “Significant” at IONOS in line with a prudent and forward-looking management approach, and has increased compared to the previous year.

In the discontinued operations, the risk assessment resulted in a “Low” rating, remaining unchanged from the previous year.

Management Board’s overall assessment of the Group’s risk position

The assessment of the overall risk situation is the result of a consolidated analysis of all significant individual risks and risk areas, taking into account their interdependencies.

With regard to the key risk areas, the following priorities have been identified for the 2025 fiscal year:

- From today’s perspective, the greatest challenges lie in the risk areas of “Tax Risks” and “Sales Market & Competition.” These are classified as significant. The main reason lies in the high dynamism of a rapidly changing market. In particular, the sometimes sudden shifts in international market structures are leading to intensified competitive pressure and require continuous adjustment of market strategy. In the area of taxation, the classification reflects the increasing complexity of international tax legislation. The implementation of new global standards requires more in-depth monitoring of the tax framework to ensure compliance with rising regulatory requirements at all times.
- IONOS’s risk rating for the “Sales Market & Competition” risk category has risen from “Moderate” to “Significant” compared to the previous year. In particular, this assessment took into account potential changes in market dynamics resulting from general technological advancements and a periodic reassessment of existing competitive factors.
- At IONOS, the risk rating for the “procurement market” risk area has risen from Low to Moderate compared to the previous year. This increase reflects growing risks in the area of strategic resource procurement. In particular, the strong market position of major technology infrastructure partners, as well as general cost trends in the procurement market, were given greater weight in the current risk assessment.
- IONOS’s risk rating for the “Business Development & Innovation” risk area has risen from “Low” to “Moderate” compared to the previous year. In particular, this assessment took into account potential challenges in implementing forward-looking infrastructure projects as well as the associated technological realignment of internal core processes, in order to ensure the Group’s long-term scalability and innovative strength while addressing dynamic market requirements.
- The upgrade of IONOS’s “Partner Management” risk category from “Low” to “Moderate” is primarily the result of an internal reclassification of specific residual risks. Following the successful implementation of all technical security measures in the area of “Cyber & Information Security,” the remaining contractual and infrastructural coordination processes with external partners were systematically transferred to the “Partner Management” category.
- The “Tax Risks” risk category at IONOS rose from “Moderate” to “Significant” due to new risks identified in the discontinued operations. These risks involve harmonizing tax validation criteria for the global provision of services as well as the methodological classification of procedural fee components in the context of international transaction processing.
- The risk area “Regulatory Environment” has improved from Moderate to Low. Thanks to the successful implementation of measures, this risk area was addressed and the risk in the discontinued operations was eliminated.

- The “Fraud & Bad Debt” risk category in the discontinued operations segment decreased from “Moderate” to “Low” due to a reduction in concentrated risks within the customer base.
- Otherwise, the risk ratings for the IONOS risk areas and the discontinued operations remained unchanged as of December 31, 2025, compared to December 31, 2024.

Through the ongoing expansion of its risk management framework, IONOS addresses risks and, where economically feasible, minimizes them by implementing specific measures.

IONOS’s overall risk profile, as measured by the expected value of its key risks, has increased compared to the previous year across all three risk categories (operational risks, financial and tax risks, and strategic market and business risks). This trend is primarily attributable to the assessment of the market environment and the aforementioned methodological enhancements to the system designed to improve transparency.

For the discontinued operations, the overall risk profile improved with regard to significant risks (expected value of €250k or higher). A reduction was recorded in both the Strategic Market & Business Risks and Operational Risks categories. The proportion of risks increased in the Financial & Tax Risks category.

No risks that could threaten the continued existence of IONOS were identified in fiscal year 2025 or as of the date of preparation of this consolidated management report, either from individual risk exposures or from the overall risk profile.

In assessing the overall risk situation, the opportunities available to IONOS were not taken into account.

Probability of occurrence, potential loss, and risk rating of risks associated with continuing operations:

	Probability of occurrence	Potential damage	Risk classification	Change compared to previous year
Strategic Market & Business Risks				
Sales market & competition	Possible	Extremely high	Significant ¹	Deteriorated ¹
Procurement market	Possible	High	Moderate	Deteriorated
Participations & investments	Currently no significant risks		Low	Unchanged
Business development & innovations	Possible	Low	Moderate	Deteriorated
Act of God	Occasionally	High	Moderate	Unchanged
Macroeconomic environment	Possible	Very high	Moderate	Unchanged
Regulatory environment	Occasionally	Very high	Moderate	Unchanged
Operational Risks				
Workflows & processes	Possible	High	Moderate	Unchanged
Fraud & credit default	Possible	Low	Moderate	Unchanged
Cyber & Information Security	Occasionally	Extremely high	Moderate	Unchanged
Data privacy	Occasionally	Extremely high	Moderate	Unchanged
Employees	Possible	Very high	Moderate	Unchanged
Partner management	Possible	Low	Moderate ²	Deteriorated ²
Litigation	Rare	Very low	Low ³	Unchanged ³
Technical plant operation	Occasionally	Extremely high	Moderate	Unchanged
Financial & Tax Risks				
Financing & liquidity risks	Occasionally	Very high	Moderate	Unchanged
Tax risks	Possible	Extremely high	Significant	Deteriorated

The presentation focuses exclusively on the Group's material risk positions with an expected value of €250k or more. Based on the previous year's risk calculation, the following valuation would have resulted:

¹ Risk rating unchanged (Significant)

² Risk rating unchanged (Moderate)

³ Risk rating improved (Low)

The definitions and valuation methods for risk assessment described above also apply in full to the discontinued operations. This results in the following probabilities of occurrence, potential losses, and risk classifications for the risks associated with the discontinued operations:

	Probability of occurrence	Potential damage	Risk classification	Change compared to previous year
Strategic Market & Business Risks				
Sales market & competition	Occasionally	High	Moderate	Unchanged
Act of God	Rare	Very low	Low	Unchanged
Regulatory environment	Rare	Very low	Low ¹	Improved ¹
Operational Risks				
Fraud & credit default	Rare	Very low	Low	Improved
Cyber & Information Security	Rare	Very low	Low	Unchanged
Employees	Rare	Very low	Low ²	Unchanged ²
Technical plant operation	Rare	Very low	Low	Unchanged
Financial & Tax Risks				
Financing & liquidity risks	Rare	Very low	Low	Unchanged
Tax risks	Frequently	Very low	Low	Unchanged

The presentation focuses exclusively on the Group's material risk positions with an expected value of €250k or more. Based on the previous year's risk calculation, the following valuation would have resulted:

¹ Risk rating unchanged (Moderate)

² Risk rating deterioration (Moderate)

3.2 Opportunity report

Opportunity management

Opportunity management is rooted in strategic planning and the resulting actions for product development and positioning across different target groups, markets, and countries throughout the product lifecycle.

Direct responsibility for the timely and ongoing identification, evaluation, and management of opportunities rests with the Management Board and the operational management teams in the respective business units.

IONOS management is actively engaged in detailed analyses, models, and scenarios regarding current and future industry and technology trends, products, markets and market potential, and competitors within the Group's operating environment. The potential opportunities identified in these strategic analyses are then analyzed in light of critical success factors as well as IONOS's existing framework conditions and capabilities, discussed in planning meetings between the Management Board, the Supervisory Board, and the executives responsible for operations, and translated into concrete measures, goals, and milestones.

The progress and success of the measures are continuously monitored by those responsible for operations, as well as by the members of the Management Board and the managing directors of the companies.

Opportunities for IONOS

IONOS's stable and largely recession-proof business model ensures predictable revenue and cash flows, thereby creating the financial flexibility to capitalize on opportunities in new business areas and new markets - whether through organic growth or selective acquisitions and investments. IONOS sees growth potential particularly in its core business - as a digitalization partner and cloud enabler for small and medium-sized enterprises, individual users, and larger corporate customers - against the backdrop of the following opportunities.

Use of artificial intelligence (AI)

As a European web hosting provider and technology group, IONOS aims to fully harness the enormous potential of artificial intelligence (AI) to drive digital transformation. Internally, the company consistently uses AI to optimize processes and increase efficiency. By automating routine tasks in areas such as software development, customer service, and marketing, as well as by analyzing complex data sets, resources are utilized optimally and productivity is significantly increased. This strategic use of AI enables IONOS to operate with agility, develop innovative solutions, and meet customer needs even more precisely.

IONOS's stated goal is to democratize AI technologies and make them directly accessible at the product level. A central element of this strategy is the integration of generative AI into existing web and hosting solutions. Intelligent website builders enable customers to create a professional online presence in seconds, without any prior knowledge. After entering a few basic details, the technology automatically generates a complete website proposal, including design, appropriate imagery, text, and search engine optimization.

In addition, IONOS is driving the development and integration of AI agents. These autonomous, intelligent assistants act as digital co-pilots, proactively guiding users through the setup of their online presence, independently performing routine administrative tasks in the background, or relieving the burden on customer support by providing quick, context-based solutions. This innovative approach alleviates technical complexity for users and significantly improves the user experience.

Beyond optimizing its own portfolio, the AI boom is opening up enormous general market opportunities for IONOS. By radically simplifying IT processes through AI, the barriers to entry for digitalization are being drastically lowered. This enables the Group to tap into new target groups in its core segment of small and medium-sized enterprises (SMEs) even more efficiently. At the same time, advanced AI features and agent tools offer significant potential for cross-selling and upselling, which can help increase average revenue per customer.

As a European cloud provider, IONOS is also benefiting from the rapidly growing demand for secure, high-performance cloud infrastructure for AI applications. By focusing on digital sovereignty and compliance with the highest European data protection standards (GDPR), IONOS positions itself as a trustworthy alternative to international hyperscalers. This combination of accessible AI tools and a secure data infrastructure provides a decisive competitive advantage, enabling the company to further expand its market position and secure long-term growth.

Broad strategic positioning in growth markets

IONOS is one of Europe's leading digital transformation partners for small and medium-sized enterprises (SMEs) and a reliable cloud enabler. With a strong presence in 17 markets across Europe and North America, as well as a highly scalable global platform, the company has an international reach. Its consistent focus on tailored technology solutions for the SME sector enables IONOS to capitalize on the potential of a large, resilient, and rapidly growing market. Through the continuous expansion of its cloud portfolio and the development of innovative features, IONOS is constantly opening up new, sustainable growth opportunities.

IONOS's successful growth trajectory is driven by long-term technological megatrends: the ongoing digital transformation, the increasing migration of on-premises environments to the cloud, and the rapidly growing importance of artificial intelligence. Small and medium-sized enterprises, in particular, still have significant room for improvement when it comes to professionalizing their online presence and building a future-proof, secure digital infrastructure. This need presents IONOS with excellent market opportunities and up-selling potential. Thanks to its broad strategic positioning and consistent focus on the specific needs of SMEs, the company is ideally positioned to capitalize on this potential and guide its customers safely into the digital future as a strong partner.

Participation in market growth

Despite a persistently challenging macroeconomic environment, the Group expects continued positive growth in its global core markets. As one of the leading providers and preferred digitalization partners for small and medium-sized enterprises (SMEs), IONOS is exceptionally well-positioned to benefit sustainably from this structural market growth.

The foundation for this success is the Group's highly scalable and resilient business model. With a broad, competitive portfolio of web and cloud applications, a strong, target-group-specific brand presence, and a powerful go-to-market strategy, IONOS has firmly established itself in the market. A central pillar and a decisive competitive advantage is its loyal customer base of over six million customers worldwide.

This excellent foundation and long-standing, trusting customer relationships enable IONOS to systematically leverage significant cross-selling and upselling opportunities throughout the entire customer lifecycle. Thanks to the combination of strong proprietary assets and positive cross-industry market dynamics, IONOS considers itself well-positioned to further expand its market position, generate highly recurring revenue, and consistently continue on its path of long-term, profitable growth.

Expansion of market positions

As one of Europe's leading digital transformation partners for small and medium-sized businesses, IONOS has established a strong market position in the web hosting and cloud sectors in Europe and North America. This success is built on a strong combination of deep technological expertise and highly scalable product solutions. Coupled with long-standing, trusting business relationships with over six million customers worldwide and industry-leading retention rates, IONOS has an extremely solid foundation for continuously expanding its market share.

A key driver of this dynamic growth is the targeted investment in IONOS's brand awareness. These campaigns have significantly strengthened the Group's positioning as a reliable partner and "trusted advisor" for small and medium-sized businesses, laying the foundation for further profitable growth. Thanks to its uncompromising focus on the specific needs of its target audience and the innovation-driven expansion of its service portfolio, the company considers itself exceptionally well-positioned. The brand's immense appeal and the high degree of recurring revenue from customer relationships serve as the strategic engine for permanently consolidating its position in the global web hosting market and consistently leveraging new scaling potential.

Expansion of business areas

A key component of IONOS's innovative strength is its ability to anticipate technological megatrends and specific customer needs in the SME segment at an early stage. The Group benefits from a fully integrated end-to-end value chain. This ranges from agile in-house product development and the operation of its own highly secure data centers to efficient go-to-market strategies and customer service. This deep vertical integration, coupled with a high level of technological expertise, enables IONOS to significantly shorten development cycles and successfully bring innovative cloud and web hosting solutions to market.

The profitable core business, characterized by strong recurring revenue, ensures excellent cash conversion. This robust free cash flow gives IONOS the strategic and financial flexibility to consistently invest in forward-looking growth areas and proactively capitalize on market opportunities as they arise. In recent years, the company has strategically leveraged this financial strength to continuously expand its product

portfolio and tap into new customer segments. Through this ideal symbiosis of early trend adaptation, full control over the value chain, and a rock-solid financial profile, IONOS not only secures its long-term competitiveness but also acts as an agile digitalization partner that dynamically adapts to the changing needs of its customers.

Broad value creation in the area of digitalization

IONOS serves its target audience with a tailored, highly scalable portfolio. In doing so, IONOS covers the entire digital value chain for small and medium-sized enterprises (SMEs). By combining proprietary in-house development with targeted strategic technology partnerships, IONOS guarantees the highest standards of quality and security. Operating its solutions in its own highly secure and geographically redundant data centers enables the Group to respond agilely to the dynamic demands of digitalization. This forms the foundation for continuous new customer acquisition and high customer retention rates.

Deep vertical integration - from in-house development and partnerships to the operation of its own cloud and server infrastructure - ensures IONOS the highest level of flexibility and digital autonomy. This direct end-to-end control over all critical processes enables the Group to respond quickly to market changes and deliver innovative, customer-focused solutions in the shortest possible time. Through this strategic setup, IONOS not only strengthens its market position but also reinforces its reputation as a reliable digitalization partner that generates sustainable, profitable growth.

Internationalization

IONOS's portfolio of solutions in the areas of Web Presence & Productivity and Cloud Solutions is based on a highly standardized and globally scalable technology platform. Whether in the hubs of Frankfurt am Main, London, Paris, or New York - IONOS's high-performance and flexible infrastructure and software solutions adhere to globally uniform architecture and the highest security standards. This global deployability guarantees seamless, location-independent performance for customers around the world.

The strategic focus on highly exportable Software-as-a-Service (SaaS) and cloud solutions has proven to be a key growth driver for the Group. Successful products such as MyWebsite are developed on a central platform and then efficiently adapted to specific market and customer needs through targeted localization. Thanks to this proven, scalable go-to-market strategy, IONOS is now deeply established in 17 international markets - ranging from core European markets such as Germany, the United Kingdom, France, Spain, Italy, and Poland to the dynamically growing North American region, including the United States, Canada, and Mexico.

This established rollout strategy - the perfect blend of globally deployable technology and tailored local adaptation - forms a solid foundation for further international expansion. IONOS will continue to consistently expand its global presence in the future by continuously introducing new product features and entering additional national markets. By efficiently scaling innovations while maintaining a strong local focus, IONOS optimally meets the specific needs of its international target groups and sustainably strengthens its position as a digitalization partner in the global marketplace.

Digital sovereignty

As digitalization continues to advance and in light of ongoing geopolitical uncertainties, the strategic paradigm of digital sovereignty is increasingly coming into focus for both the business and political sectors. For IONOS, as one of Europe's leading cloud and hosting providers, these market dynamics present immense growth potential. The rapidly growing demand for highly secure, GDPR-compliant IT infrastructures is now a business-critical factor for companies and institutions. By strictly adhering to the highest European data protection standards and guaranteeing absolute data sovereignty, IONOS is positioning itself as a trustworthy European cloud alternative and sustainably strengthening customer confidence in compliance and data security.

The strategic focus on digital sovereignty opens up excellent opportunities for IONOS to scale its enterprise cloud portfolio in a targeted manner and provide customized solutions that ensure maximum independence. Through the consistent integration of open standards (open source), IONOS is significantly

driving the development of interoperable and vendor-independent IT ecosystems. This approach effectively protects customers from technological “vendor lock-in,” increases their own digital resilience, and simultaneously strengthens IONOS’s technological position in the European market.

Furthermore, its clear positioning as a leading cloud provider serves as a key enabler for strategic partnerships with governments, public authorities, and institutions at both the national and European levels. As an active driver of European data infrastructure initiatives, IONOS plays an active role in shaping forward-looking standards. This close collaboration with the public sector opens up lucrative new business areas, significantly expands market access, and further drives growth in the enterprise segment.

Through this consistent commitment, IONOS is establishing itself as a “trusted advisor” in a highly critical area of digital transformation. This strategic focus not only supports the group’s long-term, profitable growth trajectory but also makes an essential contribution to ensuring a secure, high-performance, and self-reliant digital future for the entire European Economic Area.

Overall statement by the Management Board on the opportunity situation

The dynamic market development in the core business areas of Web Presence & Productivity and Cloud Solutions opens up significant long-term growth prospects for IONOS. A key catalyst for this development is the Group’s consistent AI initiative: IONOS is deeply integrating artificial intelligence into all products in its portfolio to enable freelancers and small and medium-sized enterprises (SMEs) to access highly complex yet easy-to-use cloud applications. This is complemented by the intensive use of AI for internal process optimization, which massively increases operational efficiency and the company’s own innovative strength. These intelligent, cloud-based applications provide a decisive competitive advantage for customers and are the key growth driver for IONOS in the coming years.

At the same time, the rapidly growing need for digital sovereignty in Germany and Europe presents enormous strategic opportunities. To reduce technological dependence on international hyperscalers, IONOS is positioning itself as the trusted, GDPR-compliant European alternative. The Group actively promotes open ecosystems, including by spearheading initiatives such as the “Secure European Cloud API.” By jointly developing interoperable and highly secure cloud infrastructures with other European players, IONOS not only strengthens its customers’ data sovereignty but also aims to make a decisive contribution to the sustainable competitiveness of the European economy.

The financial foundation of this strategy is IONOS’s highly profitable business model, which is almost entirely subscription-based. Contractually secured, highly recurring revenue and strong, predictable cash flows make the Group highly resilient to macroeconomic fluctuations. This excellent cash generation provides IONOS with the necessary strategic flexibility to proactively capitalize on growth opportunities in new markets and forward-looking technology fields such as AI—whether through organic growth or targeted M&A activities (acquisitions and strategic investments). Through this synergy of financial strength, technological innovation, and clear positioning as a trusted digitalization partner, IONOS is optimally equipped to help shape Europe’s digital future.

3.3 Forecast report

Expectations for the economy

In its World Economic Outlook released on January 19, 2026, the International Monetary Fund (IMF) updated its forecasts for the performance of global economies in 2026 and 2027.

Looking at the global economy as a whole, the IMF’s forecast is more optimistic than before. Globally, the Fund projects economic growth of 3.3% again in 2026, which is 0.2 percentage points higher than in its autumn forecast. Growth of 3.2% is expected for 2027.

However, the forecasts are based on the measures in effect as of the end of December 2025 and assume that these measures will remain in place permanently. For example, unforeseeable developments such as U.S. President Donald Trump's (since withdrawn) threat to impose additional tariffs of 10% on eight European countries starting February 1, 2026, cannot, of course, be reflected in such forecasts. The same applies to the war in Iran (since late February 2026) with its direct impact on the entire Middle East and the indirect global macroeconomic effects, which are not reflected in the forecasts.

In IONOS's North American target markets, the IMF forecasts growth of 2.4% for the USA in 2026 (2025: 2.1%), 1.6% for Canada (2025: 1.6%), and 1.5% for Mexico (2025: 0.6%).

Among IONOS's key target markets in Europe, the fund projects Poland to lead with 3.5% (2025: 3.3%) and Spain with 2.3% (2025: 2.9%) in 2026. Next are expected to be the United Kingdom with 1.3% (2025: 1.4%), Germany with 1.1% (2025: 0.2%), France with 1.0% (2025: 0.8%), and Italy with 0.7% (2025: 0.5%).

Market forecast: Development of key gross domestic products from the perspective of IONOS Group SE

	2025	2026e	2027e
World	3.3%	3.3%	3.2%
USA	2.1%	2.4%	2.0%
Canada	1.6%	1.6%	1.9%
Mexico	0.6%	1.5%	2.1%
France	0.8%	1.0%	1.2%
Spain	2.9%	2.3%	1.9%
Italy	0.5%	0.7%	0.7%
Poland	3.3%	3.5%	2.7%
UK	1.4%	1.3%	1.5%
Germany	0.2%	1.1%	1.5%

Source: International Monetary Fund, World Economic Outlook (Update), January 2026

With its growth forecast for 2026, the IMF is slightly above the German government's projection, which - as part of the Annual Economic Report adopted by the Federal Cabinet on January 28, 2025 - anticipates real GDP growth of 1.0% in 2026 and 1.3% in 2027. In the fall, the government had still anticipated a 1.3% increase in gross domestic product for 2026.

According to the federal government, however, the expected growth is largely debt-financed and will remain a flash in the pan without consistent reforms to the business environment. Structural reforms that facilitate investment, boost productivity, and sustainably increase growth are crucial to this.

Part of the sluggish growth stems from external factors, but the solution also lies at home: According to the federal government, it is crucial to work more quickly and decisively to improve business conditions. The initial steps taken so far in this direction are not enough. According to the federal government, only with higher, self-sustaining growth can the consequences of geopolitical upheavals and profound structural change be managed, the sustainability of public finances and social systems be secured, and thus social peace be maintained.

According to the annual projection, domestic economic momentum is expected to pick up amid rising consumer spending and investment. The federal government anticipates that sustained real wage growth and government relief measures will boost household disposable income. This is expected to be complemented by a gradual improvement in labor market prospects over the course of the year, which should further strengthen consumer confidence. Investment is also expected to regain momentum in 2026 after several years of decline. Both public and private capital expenditure and construction investment are expected to be stimulated by extensive government programs as well as improved tax conditions.

According to the federal government, however, foreign trade remains a structural weak point. The global economic environment continues to be shaped by geopolitical tensions, rising protectionism, and weaker international demand. In particular, the ongoing, latent threat of higher U.S. tariffs and increasing competitive pressure from China are weighing on export prospects. Despite robust demand from the EU internal market, the federal government expects foreign trade to make a negative contribution to growth in 2026 as well.

Market / sector expectations

Despite global uncertainties, the German information technology and telecommunications (ICT) market remains on a stable growth trajectory. According to the latest forecast by the digital industry association Bitkom, the total ICT market in Germany is projected to reach 245.1 billion euros in 2026, representing a 4.4% increase over the previous year (Bitkom, press release "Digital Economy Remains Anchor of Stability: 245 Billion Euros in Revenue in 2026," January 22, 2026). Information technology, in particular, remains the most important growth driver, with software, cloud services, and AI platforms continuing to achieve outstanding growth rates. The increasing integration of AI solutions and cloud technologies in businesses is creating sustainable momentum in the market.

Internationally, this trend is not only continuing but accelerating rapidly. According to recent estimates by MarketsandMarkets, the global market for AI agents is projected to grow from \$7.84 billion in 2025 to \$52.62 billion by 2030. This corresponds to a compound annual growth rate (CAGR) of 46.3% from 2025 to 2030 (MarketsandMarkets, "AI Agents Market by Agent Role (Productivity & Personal Assistant, Sales, Marketing, Code Generation, Operations & Supply Chain), Offering (Vertical AI Agents, Horizontal AI Agents), Agent System (Single Agent, Multi Agent) – Global Forecast to 2030," April 2025). The use of AI agents is growing rapidly, particularly in the leading markets of North America and Europe - for example, for process automation, increasing efficiency, and improving customer interaction.

With IONOS Momentum, IONOS is positioning itself as an innovative provider in this rapidly growing market for AI agents, LLM hosting, and fine-tuning solutions for small and medium-sized enterprises (SMEs). Leading market researchers are observing a rapidly growing demand across industries for customized, specialized language models (LLMs) that are specifically tailored to the business models of SMEs. AI models are increasingly taking on complex tasks in automated text generation, customer service, data analysis, and decision support.

The "AI as a Service" (AlaaS) segment—which includes numerous LLM/AI platforms and tailored fine-tuning solutions—is also seeing a sharp rise in demand. According to MarketsandMarkets, the global AlaaS market is projected to grow from \$20.26 billion in 2025 to \$91.20 billion by 2030, at a compound annual growth rate (CAGR) of 35.1% (MarketsandMarkets, "AI as a Service Market by Product Type (Chatbots & AI Agents, ML Framework, API, No-Code/Low-Code Tools, Data Labeling), Service Type (ML as a Service, NLP as a Service, Generative AI as a Service), Business Function, End User – Global Forecast to 2030," April 2025). This trend is driven by the need for secure, privacy-compliant, and scalable solutions. This gives smaller companies in particular access to state-of-the-art AI technologies without having to build up their own in-house, cost-intensive expert know-how.

Leading analysts such as IDC confirm that the broader segment for AI platforms and AI application development (AI Platforms Software) is growing at an above-average rate. IDC forecasts global revenue for AI Platforms Software to reach \$153.0 billion by 2028, with a CAGR of 40.6% over the forecast period from 2023 to 2028 (IDC, "Worldwide Artificial Intelligence Platforms Software Forecast, 2024–2028: AI Integration Accelerates, Fueling Technological Breakthroughs and Business Transformations," Doc #US52386424, July 29, 2024). Furthermore, IDC expects global spending on AI—driven primarily by agent-based AI technologies—to rise to \$1.3 trillion by 2029, at an annual growth rate of 31.9% from 2025 to 2029 (IDC, "Worldwide Artificial Intelligence IT Spending Market Forecast," press release "Agentic AI to Dominate IT Budget Expansion Over Next Five Years, Exceeding 26% of Worldwide IT Spending, and \$1.3 Trillion in 2029, According to IDC," August 26, 2025). Companies increasingly view AI-based solutions as an indispensable foundation for future digital value creation.

These developments underscore the enormous strategic importance of AI agents, model hosting, and fine-tuning for the digital future of small and medium-sized businesses. IONOS Momentum is ideally positioned to provide SMEs with access to state-of-the-art, customized AI solutions that will ensure their long-term competitiveness, even in an international context.

Company expectations

Forecast for the 2026 fiscal years

(Management's view under IFRS – Forecast excluding discontinued operations)

For the 2026 fiscal year, the company expects total currency-adjusted revenue growth of approximately 7% (2025: €1.317 billion), or approximately 8% excluding revenue from affiliated companies within the United Internet Group.

IONOS is benefiting from the positive revenue impact of new customer growth in fiscal year 2025, which is expected to continue into 2026, as well as from further upselling and cross-selling to over 6.6 million existing customers. A large proportion of customers are already choosing services supported by artificial intelligence (AI). The company sees significant growth potential in both existing and newly introduced AI features that complement its current product offerings.

At the same time, the company expects profitability to increase further. Adjusted EBITDA is projected to rise to approximately €530 million (2025: €485.2 million), with an adjusted EBITDA margin of 37–38% (2025: 36.8%).

Given that IONOS Group SE serves solely as a holding company, at the level of the individual financial statements, the company does not generally aim to generate revenue or profits. To the extent that the company incurs costs or generates income in the ordinary course of business, these are generally passed on to the subsidiary through internal cost allocation.

For the 2026 fiscal year, IONOS Group SE expects a slightly negative EBITDA on a standalone basis. This is due to the fact that while the majority of costs incurred by IONOS Group SE are allocated through internal cost allocation, a few shareholder-related costs, such as the holding of the Annual General Meeting, remain within the company. Since the company does not generate any significant revenue, with the exception of internal cost allocation, this is expected to result in slightly negative earnings contributions.

Overall statement by the Management Board

Based on the positive macroeconomic outlook for IONOS's core markets - a forecast shared by the International Monetary Fund (IMF) - the ongoing digital transformation among small and medium-sized enterprises, and the projected growth in the cloud business, the Management Board of IONOS Group SE remains optimistic about the future, particularly given the company's stable business model, which is primarily subscription-based.

The Group's performance has demonstrated that IONOS's business model is relatively resilient to economic cycles. Even during periods of economic uncertainty or global challenges, the company was able to expand its customer base even more significantly than in the previous year. The company has accelerated customer growth through the continuous expansion of its marketing activities in its core markets.

The company is adapting to changing market conditions - such as rising costs in certain areas - through targeted measures designed to further enhance its profitability in the medium term.

These measures are designed to ensure the company's profitability in the medium term. The fact that SMEs need a web presence in the 21st century and that IONOS holds a leading market position with a scalable business model supports this assessment.

IONOS Group SE will continue to pursue this business strategy in the coming years. In fiscal year 2026, the company plans to further expand its current target markets in the areas of Web Presence & Productivity and Cloud Solutions. In addition to developments in the Web Presence & Productivity segment, the focus will be on further expanding our cloud product portfolio for both small and medium-sized enterprises and the public sector, as well as on new products in the field of artificial intelligence. This, combined with the further strengthening of existing customer relationships and targeted up- and cross-selling with product offerings tailored to customer profiles, as well as the continuous improvement of our understanding of customers, will ensure a sustainable and broad foundation for growth in future fiscal years.

In addition, the investments made in recent years in customer relationships - particularly through broad-based TV campaigns in the Group's core European markets, supplemented by localized marketing initiatives in the Group's other markets - along with the continued expansion of new business areas and the launch of new products as part of both organic and inorganic growth, have laid a solid foundation for the planned increase in revenue and earnings.

After a positive start to the year, at the time this combined management and group management report was prepared, the Management Board of IONOS Group SE is still very optimistic about achieving the targets set out in the planning. Overall, the Management Board believes that the company is very well positioned for further corporate development and is optimistic about the future.

Forward-looking statements and forecasts

This Group Management Report contains forward-looking statements based on the current expectations, assumptions, and forecasts of the Management Board of IONOS Group SE, as well as on the information currently available to it. These forward-looking statements should not be construed as guarantees of the future developments and results described therein. Rather, future developments and results depend on a variety of factors. They involve various risks and uncertainties and are based on assumptions that may prove to be inaccurate in the future. IONOS Group SE assumes no obligation to adjust or update the forward-looking statements made in this report.

4. Internal control and risk management system

IONOS Group SE views the Internal Control and Risk Management System (ICS/RMS) as an integrated unit that combines strategic transparency with procedural reliability. In a market environment characterized by rapid technological change, this management model serves as a central tool for addressing risks at an early stage and permanently strengthening the stability of business processes. The integrated structure ensures that risk situations are not only identified in isolation but are immediately addressed through targeted measures and control mechanisms. The system thus forms the crucial link between early risk detection and the effective protection of corporate assets.

The German Corporate Governance Code (DCGK) requires disclosures regarding the internal control and risk management system. These disclosures go beyond the statutory requirements for the management report and are excluded from the auditor's review of the management report's content ("disclosures unrelated to the management report"). In Chapter 4, "Internal Control and Risk Management System," this information is organized thematically according to the key elements of the internal control and risk management system and is distinguished from the information subject to substantive review by separate paragraphs and accordingly marked as "unaudited."

Internal control system (unaudited)

IONOS Group SE's internal control system is based on the internationally recognized framework of the Committee of Sponsoring Organizations of the Treadway Commission (COSO Internal Control – Integrated

Framework). As a comprehensive concept, it extends across all business divisions and is primarily designed to ensure the long-term effectiveness and efficiency of operational processes. Beyond this central protective function, it guarantees the integrity of financial reporting, safeguards company assets from impairment, and forms the foundation for a compliance structure that ensures adherence to legal and corporate requirements. In this context, the ICS serves to firmly embed regulatory requirements and internal guidelines into operational processes, thereby enabling legally compliant conduct at all levels.

The ICS is defined as a dynamic, ongoing process that creates a robust foundation for Group management through the seamless integration of organizational, control, and monitoring structures. Through continuous development and process adaptability, the system proactively responds to complex regulatory changes. It thus serves as an effective management tool that ensures long-term compliance with regulations and the efficiency of processes. In addition to manual controls, IONOS Group SE is increasingly relying on the digitization of control activities, where automated monitoring mechanisms significantly increase transparency.

The practical implementation of controls is based on strict adherence to defined standard processes and includes key mechanisms such as the “four-eyes principle” and a consistent separation of duties. These measures are defined based on uniform categorizations and implemented centrally across the entire IONOS Group. Preventive management of process and organizational risks is ensured through clearly defined procedures that involve both department heads and subject matter experts. Through close integration with risk management, all business units identify potential risk factors at an early stage. Targeted measures are derived from the structured reporting of these findings, on the basis of which specific control activities are defined and implemented. This process ensures that control mechanisms are not developed in isolation, but are precisely designed as a direct response to identified risk situations. The independent review of the adequacy and effectiveness of these controls is the responsibility of Corporate Audit and the external auditor. As part of risk-based audit procedures, Corporate Audit evaluates the quality of governance structures and the effectiveness of risk management to ensure continuous improvement of control systems through targeted sample analyses.

Accounting-related internal control and risk management system

In accordance with Section 289(4) and Section 315(4) of the German Commercial Code (HGB), IONOS Group SE describes below the key features of its accounting-related internal control and risk management system. Risk management is an integral part of the internal control system. It is understood as an ongoing process that ensures continuous compliance with legal standards.

The Management Board of IONOS Group SE is responsible for the scope and design of the system, taking into account the company's specific requirements. The Supervisory Board is responsible for monitoring the system's effectiveness and receives regular reports from the Management Board on the status and results of United Internet AG's internal audit system (Corporate Audit). Group Audit independently reviews the adequacy, effectiveness, and functionality of the implemented measures and controls and has comprehensive rights of access to information, inspection, and entry for this purpose. These audit procedures are conducted based on a risk-oriented audit plan, which also regularly includes audits at IONOS and its subsidiaries. In addition, the external auditor reviews the effectiveness of the components relevant to financial reporting as part of its risk-based audit approach.

The accounting-related ICS comprises principles, procedures, and measures designed to ensure the effectiveness, efficiency, and accuracy of financial reporting, as well as to ensure compliance with applicable laws and standards. In the preparation of the consolidated financial statements, it serves in particular to ensure the application of International Financial Reporting Standards (IFRS), as adopted by the European Union, and the application of the supplementary commercial law provisions.

It should be noted that the internal control system cannot provide absolute assurance against material misstatements in the financial statements. Such misstatements could result, for example, from erroneous

judgment calls, inadequate controls, or criminal acts. The following statements apply only to the subsidiaries fully consolidated in the consolidated financial statements of IONOS Group SE.

The role of risk management at IONOS Group SE is to establish measures to identify, assess, mitigate to an acceptable level, and monitor risks. In addition to ongoing risk management, this also includes the systematic early identification and monitoring of risks. Accounting-related risk management is specifically focused on preventing misstatements in accounting records and external reporting. Specific risks may arise, for example, from the conclusion of unusual or complex transactions, as well as from the necessary exercise of judgment in the recognition and measurement of assets and liabilities.

The control framework comprises internal controls defined on the basis of risk factors for accounting-related processes and supporting IT systems. IT security, change management, and ongoing IT processes are of critical importance in this context. The high level of employee qualifications, the "four-eyes principle," and the separation of duties are considered indispensable pillars of effectiveness.

The Group Accounting department centrally manages the financial reporting processes in collaboration with other relevant departments. As part of this process, laws, standards, and other pronouncements are continuously analyzed for their relevance and implications. These requirements are formally documented and communicated in the Group's accounting policy, which serves as the authoritative basis for the standardized financial statement preparation process. In addition, supplementary procedural guidelines (e.g., the Intercompany Policy), standardized reporting formats, as well as powerful IT systems and highly IT-supported reporting and consolidation processes support proper reporting.

If significant control weaknesses are identified during monitoring activities, they are assessed immediately and corrective actions are developed. The Corporate Audit department oversees the implementation of these measures. To ensure the high quality of the accounting-related ICS, Corporate Audit is involved as an independent review body at all levels. This process-independent involvement strengthens the reliability of the control structures and ensures a continuous improvement process.

Effectiveness statement (unaudited)

The Management Board's assessment of the adequacy and effectiveness of the internal control and risk management system is based on continuous and systematic monitoring of the implemented structures and processes. This assessment relies heavily on regular reporting from the individual business units, as well as on the results of process-integrated controls and the independent audit procedures conducted by the Corporate Audit department.

As part of this review and in close consultation with the Supervisory Board, all material aspects of the control framework were evaluated. These include, in particular, the effectiveness of accounting-related controls, compliance with regulatory requirements, and the robustness of the established management tools. Based on this comprehensive information, the Management Board is not aware of any circumstances, as of the date of preparation of the consolidated management report, that would call into question the adequacy and effectiveness of these systems as a whole or that would significantly impair their fundamental functionality.

The system is therefore regarded as an effective tool for achieving the company's objectives and ensuring proper reporting. Its ongoing development also ensures that future requirements and a changing regulatory environment can be addressed proactively at all times.

5. Disclosures required by takeover law

The following disclosures, in accordance with Sections 289a and 315a of the German Commercial Code (HGB), reflect the financial position as of the balance sheet date. As required by Section 176(1), first sentence, of the German Stock Corporation Act (AktG), these disclosures are explained in the respective sections.

In addition, please refer to the information provided in the Notes to the Consolidated Financial Statements under Notes 18 and 39–41.

Composition of capital

As of December 31, 2025, the subscribed capital of IONOS Group SE amounts to €140,000,000 and is divided into 140,000,000 no-par, registered common shares. Each share carries one vote; there are no other classes of shares. In the event of a capital increase, the date on which the new shares become entitled to dividends may be set differently from the date on which the contributions are made. All common shares are listed on the stock exchange.

Limitations affecting voting rights or the transfer of shares

Legal restrictions on voting rights apply to treasury shares pursuant to Section 71b of the German Stock Corporation Act (AktG) and pursuant to Section 71d, sentence 4, in conjunction with Section 71b of the German Stock Corporation Act (AktG).

On January 21, 2025, the Management Board of IONOS Group SE resolved to launch a share buyback program and to acquire up to 1,500,000 of its treasury shares (corresponding to approximately 1.1% of the share capital of €140,000,000) on the stock exchange. The total volume of the buyback program amounts to up to €40 million (excluding incidental acquisition costs). The Supervisory Board approved the resolution on January 21, 2025.

As part of the share buyback program announced on January 21, 2025, IONOS Group SE purchased a total of 1,500,000 of its treasury shares between January 31 and April 1, 2025, thereby completing the share buyback program.

On November 21, 2025, the Management Board of IONOS Group SE, with the approval of the Supervisory Board, resolved to launch a share buyback program and to acquire up to 2,000,000 of its treasury shares (corresponding to approximately 1.4% of the share capital of €140,000,000) on the stock exchange. The total volume of the buyback program amounts to up to €60 million (excluding incidental acquisition costs).

As part of the share repurchase program announced on November 21, 2025, IONOS Group SE repurchased a total of 758,868 of its treasury shares between November 28 and December 31.

As of the balance sheet date, IONOS Group SE held 1,912,229 treasury shares, representing 1.4% of the current share capital of 140 million shares.

Legal restrictions on voting rights continue to apply with respect to conflicts of interest pursuant to Section 136(1) of the German Stock Corporation Act (AktG) in the case of shares held by the Management Board and the Supervisory Board.

As of December 31, 2025, Mr. Achim Weiß, a current member of the Management Board, directly held 349,236 shares of IONOS Group (0.25% of the share capital). In addition, Ms. Britta Schmidt held 3,500

shares (0.00% of the share capital) and Mr. Patrik Heider held 100 shares (0.00% of the share capital). Dr. Jens-Christian Reich held no shares (0.00% of the share capital) as of December 31, 2025.

As of December 31, 2025, none of the current members of the Supervisory Board held any shares in the IONOS Group directly (0.00% of the share capital). In addition, Dr. Claudia Borgas-Herold held 250 shares (0.00% of the share capital) as of December 31, 2025. Mr. Kurt Dobitsch held 2,250 shares (0.00% of the share capital) as of December 31, 2025. Mr. Rene Obermann held no shares (0.00% of the share capital) as of December 31, 2025. Ms. Vanessa Stütze and Mr. Carsten Theurer held no shares (0.00% of the share capital) as of December 31, 2025.

There are no restrictions on the transfer of shares.

Direct and indirect participations in capital with over 10% of voting rights

As of December 31, 2025, United Internet AG holds equity interests exceeding 10% of the voting rights (according to the voting rights notification dated February 9, 2023: 89,369,097 shares, or 63.8% of the shares in the share capital). To the best of the Management Board's knowledge, there are no other equity interests exceeding 10% of the voting rights.

Special rights

As far as the Management Board is aware, there are no shares with special rights.

Appointment and dismissal of Management Board members, amendments to Company articles

The appointment and removal of members of the Management Board are governed by Sections 84 and 85 of the German Stock Corporation Act (AktG) in conjunction with Section 1 of the Rules of Procedure for the Supervisory Board. Pursuant to Section 6(1) of the Articles of Association, the Management Board consists of at least one person. The Supervisory Board appoints and removes members of the Management Board, determines their number, and may appoint a member of the Management Board as Chairman.

Any amendment to the Articles of Association requires a resolution by the Annual General Meeting passed by a majority of at least three-quarters of the share capital represented at the time of the resolution. The Supervisory Board is authorized to make amendments to the Articles of Association that affect only the wording, pursuant to Article 22 of the Articles of Association in conjunction with Section 179(1), second sentence, of the German Stock Corporation Act (AktG) (amendments to the share capital and the number of shares).

Powers of the Management Board to issue new shares

The Management Board has the option of issuing new shares under the following circumstances:

Authorized capital 2023

The Management Board is authorized, with the approval of the Supervisory Board, to increase the company's share capital by a total of up to €56,000,000 by issuing new no-par value shares against cash and/or non-cash contributions to one or more occasions until August 31, 2026 (Authorized Capital 2023).

In the case of cash contributions, the new shares may also be acquired by the Management Board, with the approval of the Supervisory Board, from one or more banks or another company that meets the requirements of Art. 5 SE Regulation in conjunction with Section 186 para. 5 sentence 1 AktG with the obligation to offer them exclusively to the shareholders for subscription (indirect subscription right). In principle, shareholders must be granted subscription rights. However, the Management Board is authorized, with the approval of the Supervisory Board, to exclude shareholders' subscription rights.

- (a) to exclude fractional amounts from the subscription right;
- (b) if the capital increase is made against cash contributions and the issue price of the new shares is not significantly lower than the stock market price of the shares already listed at the time of the final determination of the issue price, which should take place as close as possible to the placement of the shares. The total number of shares issued with the exclusion of subscription rights in accordance with Art. 5 SE Regulation in conjunction with Section 186 para. 3 sentence 4 AktG may not exceed 10% of the share capital, neither at the time this authorization becomes effective nor at the time it is exercised. This figure shall include shares issued or to be issued on the basis of bonds with warrants or convertible bonds, provided that the bonds are issued during the term of this authorization in analogous application of Section 186 para. 3 sentence 4 AktG with the exclusion of subscription rights; this figure shall also include shares issued or sold during the term of this authorization in direct or analogous application of Section 186 para. 3 sentence 4 AktG;
- (c) to the extent necessary to grant holders or creditors of option and/or conversion rights or corresponding option and/or conversion obligations from bonds issued or to be issued by the company and/or by companies dependent on the company or directly or indirectly majority-owned by the company a subscription right to the extent to which they would be entitled after exercising their option and/or conversion right or after fulfillment of the option and/or conversion obligation;
- (d) if the capital increase is made against contributions in kind to grant shares in the context of business combinations or for the purpose of acquiring companies, parts of companies, interests in companies or other assets, including receivables from the company;
- (e) if the capital increase is made against cash and/or non-cash contributions in order to issue shares in fulfillment of entitlements from virtual share participation programs to current and former members of the Management Board and employees of the company as well as to current and former members of the Management Board or management and employees of companies affiliated with the company within the meaning of Sections 15 et seq. AktG. If shares are to be granted to members of the company's Management Board, the Supervisory Board of the company decides on this.

The authorizations to exclude subscription rights under lit. a) to lit. e) are limited in total to an amount of up to 20% of the share capital existing at the time the Authorized Capital 2023 becomes effective or – if this is lower – at the time of the resolution on the utilization of the Authorized Capital 2023. This maximum limit of 20% of the share capital shall include the proportionate amount of the share capital attributable to shares issued during the term of this authorization in direct or analogous application of Art. 5 SE Regulation in conjunction with Section 186 para. 3 sentence 4 AktG with the exclusion of subscription rights, as well as the proportionate amount of the share capital attributable to Treasury shares sold during the term of this authorization in a manner other than via the stock exchange or by means of an offer to all shareholders.

The Management Board is also authorized, with the approval of the Supervisory Board, to determine the further content of the share rights and the conditions of the share issue. The Supervisory Board is authorized to amend the wording of the Articles of Association in accordance with the respective use of the Authorized Capital 2023 or after the expiry of the authorization period.

Conditional capital

The share capital is conditionally increased by up to €20,000,000 divided into up to 20,000,000 no-par value registered shares (Conditional Capital 2023). The conditional capital increase will only be carried out to the extent that the holders or creditors of option or conversion rights or those obliged to convert from bonds with warrants or convertible bonds issued by the company or a subordinated group company of

the company on the basis of the authorization of the Management Board by resolution of the Annual General Meeting on May 15, 2023, until August 31, 2026, are entitled to subscribe. The new shares are to be issued at the price at which the company exercises its option or conversion rights or, insofar as they are obliged to convert, fulfills its obligation to convert, or, insofar as the company exercises an option, to grant shares in the company in whole or in part instead of payment of the cash amount due, unless cash compensation is granted or treasury shares or shares in another listed company are used for servicing. The new shares will be issued at the option or conversion price to be determined in accordance with the aforementioned authorization resolution. The new shares shall participate in profits from the beginning of the fiscal year in which they are created; to the extent permitted by law, the Management Board may, with the approval of the Supervisory Board, determine the profit participation of new shares in deviation from this and also in deviation from Section 60 para. 2 AktG, including for a fiscal year that has already expired.

The Management Board is authorized, with the approval of the Supervisory Board, to determine the further details of the implementation of the conditional capital increase.

Powers of the Management Board to buy and use treasury shares

The Management Board was authorized by resolution of the Annual General Meeting of January 26, 2023, to acquire Treasury shares in accordance with Art. 5 SE-VO in conjunction with Section 71 (1) no. 8 AktG with the option of excluding shareholders' statutory subscription rights, and to redeem acquired Treasury shares and reduce the capital. This authorization is valid until August 31, 2026.

The authorization is limited to a total of 10% of the issued capital at the time of the resolution or, if this value is lower, of the issued capital of the company at the time the authorization is exercised.

The acquisition of treasury shares may be carried out via the stock exchange or by means of a public purchase offer addressed to all shareholders or by means of a public invitation to all shareholders to submit offers for sale or by issuing rights to shareholders to offer shares.

- If the shares are purchased on the stock exchange or by means of a public purchase offer, the company may only pay a price per share (excluding ancillary purchase costs) that does not exceed or fall below the arithmetic mean of the prices of the company's no-par-value shares in the closing auction in Xetra trading (or a corresponding successor system) on the Frankfurt Stock Exchange during the last three trading days prior to the conclusion of the obligation transaction, if the purchase is made via the stock exchange, or prior to the publication of the decision to make a public purchase offer if the purchase is made by way of a public purchase offer, by more than 10%. The company's Management Board shall determine the further details of the purchase via the stock exchange and the further details of the offer. If, after publication of a public purchase offer, the share price deviates significantly from the purchase price offered or the limits of the purchase price range offered, the offer may be adjusted. In this case, the relevant amount shall be determined by the corresponding price during the last three trading days prior to publication of the adjustment; the 10% limit for exceeding or falling below shall be applied to this amount.

The volume of the public purchase offer can be limited. If, in the case of a public purchase offer, the volume of the offered shares exceeds the available repurchase volume, the purchase can be carried out according to the ratio of the offered shares (proportion offered) instead of according to the ratio of the offering shareholders' participation in the company (participation rate), under partial exclusion of a possible right to tender. Furthermore, the terms of the offer may provide for preferred acceptance of smaller lots of up to 100 shares per shareholder (partial exclusion of rights) and commercial rounding to avoid fractional shares.

- If the shares are purchased by means of a public invitation to all shareholders to submit offers to sell, the company shall determine a purchase price range per share within which offers to sell can be submitted. The Management Board will determine the further details of the public invitation to all shareholders to submit offers to sell. The purchase price range may be adjusted if, during the offer period, there are significant price deviations from the price at the time of publication of the invitation to submit offers to sell. The purchase price per share to be paid by the company, determined by the company on the basis of the offers to sell received, may not exceed or fall short of the arithmetic mean of the prices of the company's no-par-value shares in the closing auction in Xetra (or a corresponding successor system) on the Frankfurt Stock Exchange during the last three trading days before the cut-off date described below, excluding ancillary acquisition costs, by more than 10%. The cut-off date is the date on which the company's Management Board formally decides on the publication of the invitation to submit offers to sell or to adjust it.

The volume of the acceptance can be limited. If, due to the volume limit, not all of several similar offers to sell can be accepted, the acquisition can be carried out in proportion to the offer quotas rather than in proportion to the ownership interests, partially excluding any right to offer shares. Furthermore, subject to the partial exclusion of any right to tender, preferential acceptance of smaller numbers of up to 100 shares per shareholder and, in order to avoid fractional shares, rounding in accordance with commercial principles.

- If the acquisition is made by means of the tender rights made available to the shareholders, these can be allocated per company share. In accordance with the ratio of the company's issued capital to the volume of shares to be repurchased by the company, a corresponding number of tender rights entitles the holder to sell one share in the company to the company. Tender rights can also be allocated in such a way that one tender right is allocated for each number of shares, resulting from the ratio of the issued capital to the repurchase volume. Fractions of tender rights will not be allocated; in this case, the corresponding partial tender rights will be excluded. The price or the limits of the offered purchase price range (in each case excluding incidental acquisition costs), at which a share can be sold to the company when exercising the tender right, will be determined in accordance with the provisions for the public invitation to submit a purchase offer, whereby the relevant date shall be the date of publication of the buyback offer granting tender rights, and adjusted if necessary, whereby the relevant date shall be the date of publication of the adjustment. The further details of the tender rights, in particular their content, term and, if applicable, their tradability, shall be determined by the company's Management Board with the approval of the Supervisory Board.

The Management Board, with the consent of the Supervisory Board, is authorized, when selling treasury shares through an offer to all shareholders, to grant the holders of bonds with warrants and/or convertible bonds issued by the Company or any of its subordinated group companies a right to subscribe for shares to the extent to which they would be entitled after exercising their option or conversion rights or after fulfillment of the conversion obligation. The shareholders' subscription rights are excluded in this case.

The Management Board, with the consent of the Supervisory Board, is further authorized to sell treasury shares in a way other than through the stock exchange or through an offer to all shareholders, provided that the shares are sold for cash at a price that is not significantly lower than the stock exchange price of the company's shares at the time of the sale. The shareholders' subscription rights are excluded. However, this authorization shall apply only under the proviso that the shares sold under exclusion of the subscription right in accordance with Article 5 SE Regulation in conjunction with Section 186 (3) sentence 4 AktG may not in the aggregate exceed 10% of the issued capital, either at the time of coming into force or – if this value is lower – at the time of exercising of this authorization. This limit of 10% of the issued capital includes those shares that are issued during the term of this authorization up to the sale of treasury shares from authorized capital subject to the exclusion of subscription rights in accordance with Article 5 SE-VO in conjunction with Section 186 (3) sentence 4 AktG, excluding subscription rights in accordance with Article 5 SE-VO in conjunction with Section 186 (3) sentence 4 AktG. Furthermore, this limit of 10% of the issued share capital shall also include those shares that are issued or to be issued to

service option and/or conversion rights and/or conversion obligations, provided that the bonds were issued during the term of this authorization in corresponding application of Article 5 SE-VO in conjunction with Section 186 (3) sentence 4 AktG, excluding subscription rights.

The Management Board, with the consent of the Supervisory Board, is also authorized to use Treasury shares for the following purposes, in addition to selling them on the stock exchange or in another manner that ensures equal treatment of all shareholders:

- As (partial) consideration in the context of acquiring companies or equity interests in companies or parts of companies or in the context of business combinations.
- For the listing of the company's shares on foreign stock exchanges where they are not yet admitted for trading. The price at which these shares are listed on foreign stock exchanges may not fall short by more than 5% of the arithmetic mean of the prices of the company's no-par shares in the closing auction in Xetra (or a corresponding successor system) at the Frankfurt Stock Exchange during the last three trading days before the date of introduction on the foreign stock exchange, excluding ancillary costs.
- To grant shares in the company to current and former members of the Management Board and employees of the company as well as to current and former members of the Management Boards or management and employees of affiliated companies as defined by Section 15 ff. of the German Stock Corporation Act (AktG) in fulfillment of claims arising from virtual share participation programs. Insofar as shares are to be granted to members of the company's Management Board, the company's Supervisory Board shall decide on this.

Shareholders' statutory subscription rights to these treasury shares are excluded pursuant to Article 5 of the SE Regulation in conjunction with Sections 71(1)(8) and 186(3), (4) of the German Stock Corporation Act (AktG) to the extent that these shares are used in accordance with the above authorizations. In addition, with the approval of the Supervisory Board, the Management Board may, in the event of the sale of treasury shares by way of an offer to all shareholders, exclude shareholders' subscription rights for fractional amounts.

The authorizations to exclude subscription rights are limited in total to an amount of up to 10% of the share capital existing at the time this authorization takes effect or—if lower—of the share capital existing at the time the resolution to sell treasury shares is adopted. The proportionate amount of the share capital attributable to shares issued during the term of this authorization, with the exclusion of subscription rights, in direct or analogous application of Article 5 of the SE Regulation in conjunction with Section 186(3), sentence 4 of the German Stock Corporation Act (AktG), shall be counted toward this maximum limit of 10% of the share capital.

Furthermore, the Management Board is authorized, with the approval of the Supervisory Board, to redeem the Company's own shares without the redemption and its implementation requiring a further resolution by the Annual General Meeting. The redemption may also be carried out pursuant to Article 5 of the SE Regulation in conjunction with Section 237(3)(3) of the German Stock Corporation Act (AktG) without a capital reduction, in such a way that the redemption increases the proportion of the Company's remaining no-par value shares in the share capital pursuant to Article 5 of the SE Regulation in conjunction with Section 8(3) of the German Stock Corporation Act (AktG). The Management Board is authorized, pursuant to Article 5 of the SE Regulation in conjunction with Section 237(3)(3), second half-sentence, of the German Stock Corporation Act (AktG), to amend the statement regarding the number of shares in the Articles of Association accordingly. The redemption may also be combined with a capital reduction; in this case, the Management Board is authorized to reduce the share capital by the proportionate amount of the share capital attributable to the redeemed shares. The Supervisory Board is authorized to adjust the statement regarding the number of shares and the share capital in the Articles of Association accordingly.

The foregoing authorizations may be exercised once or on multiple occasions, in whole or in part, individually or in combination. They also cover the use of shares of the Company that were repurchased pursuant to prior authorizations to repurchase treasury shares, and those acquired pursuant to Article 5 of the SE Regulation in conjunction with Section 71d, Sentence 5 of the German Stock Corporation Act (AktG), or acquired by a company dependent on the Company or in which the Company holds a majority interest, or by third parties on behalf of the Company, or by third parties on behalf of a company dependent on the Company or in which the Company holds a majority interest. The Supervisory Board is authorized, in accordance with the Articles of Association, to amend the Articles of Association accordingly.

Material agreements conditional to a change of control following a takeover bid

A consortium of banks has granted IONOS a loan of €800,000k until December 2026

The members of the syndicate have been granted the right to terminate their share of the syndicated loan facility or the syndicated loan if a third party or a group of third parties acting in concert obtains control of IONOS. The right to terminate is available to each member of the banking syndicate individually within 30 days of the announcement of the change of control by the company. However, this right of termination does not apply if control is obtained by Mr. Ralph Dommermuth, his wife and/or his descendants or United Internet AG.

Compensation agreements in the event of a change of control following a takeover bid

In the event of a change of control, the service contract with Mr. Weiß contains a change-of-control clause. This provides for an extraordinary right of termination in the event of a change of control. In addition, an agreement was reached for a maximum remuneration of €82 million in the special situation of a change of control in the first year, as a result of which Mr. Weiß exercises his special right of termination, and there is a 100% increase in the share price in the period until the termination of the service contract.

Beyond this, no compensation agreements have been concluded with either members of the Management Board or employees of the company in the event of a change of control following a takeover bid.

6. Declaration on company management

Chapter "6. Statement on Corporate Governance" consists of "unaudited management report disclosures," since the auditor's review of the information in the Corporate Governance Statement pursuant to Section 317(2), sentence 6 of the German Commercial Code (HGB) is limited to verifying that the information has been provided, and the Corporate Governance Report contained in Chapter 6 pursuant to Section 3.10 of the German Corporate Governance Code constitutes "information not included in the management report," the content of which is not audited.

Principles of corporate governance

As a publicly traded German stock corporation, the corporate governance of IONOS Group SE is governed by the relevant legal regulations as well as the recommendations and guidelines of the German Corporate Governance Code (DCGK).

The term “corporate governance” refers to the responsible management and oversight of companies with a focus on sustainable value creation. Effective cooperation between the Management Board and the Supervisory Board, the protection of shareholder interests, and openness and transparency in corporate communications are key aspects of good corporate governance.

The Management Board and Supervisory Board of IONOS Group SE are committed to ensuring the company’s long-term viability and sustainable value creation through responsible and forward-looking corporate governance. Environmental and social objectives are given due consideration in this context.

In this Corporate Governance Statement, the Management Board and Supervisory Board report on the Company’s corporate governance in accordance with the statutory requirements under Section 289f of the German Commercial Code (HGB) for the individual company and under Section 315d HGB for the Group, as well as in accordance with Principle 23 of the German Corporate Governance Code (DCGK) (Corporate Governance Report). The Corporate Governance Report is based on the current version of the DCGK dated April 28, 2022, which was published in the Federal Gazette on June 27, 2022.

Management and corporate structure

In accordance with its legal form, IONOS Group SE has a two-tier management and supervisory structure consisting of the Management Board and the Supervisory Board. The General Meeting constitutes the third governing body. All three bodies are committed to acting in the best interests of the company.

Management Board

Working procedures of the Management Board

The Management Board is the Group’s governing body.

During the 2025 fiscal year, the Management Board initially consisted of three members: Mr. Achim Weiß, Dr. Jens Reich, and Ms. Britta Schmidt. With the appointment of Mr. Patrik Heider on November 15, 2025, the board was expanded by one additional member and henceforth consisted of four people. Following Ms. Britta Schmidt’s departure on December 31, 2025, the number of Management Board members decreased again, so that as of January 1, 2026, the Management Board once again consists of three members.

For initial appointments, a term of three years is considered. The Supervisory Board decides on a case-by-case basis regarding the appropriate term of appointment within the legally permissible framework; appointments exceeding five years are not made. The Management Board conducts business in accordance with the law and the Articles of Association, the rules of procedure adopted by the Supervisory Board, and the relevant recommendations of the German Corporate Governance Code, unless deviations are declared in accordance with Section 161 of the German Stock Corporation Act (AktG).

The Management Board is responsible for preparing interim and annual financial statements, as well as for filling key personnel positions within the company. In addition, it systematically identifies and assesses the risks and opportunities for the company associated with social and environmental factors, as well as the environmental and social impacts of the company’s operations. The corporate strategy takes appropriate account of environmental and social goals in addition to long-term economic objectives. Corporate planning encompasses both the relevant financial and sustainability-related goals. Further information on sustainability can be found on the company’s website at <https://www.ionos-group.com/de/nachhaltigkeit.html>.

Decisions of fundamental importance require the approval of the Supervisory Board. The Management Board reports to the Supervisory Board in accordance with the statutory provisions of Section 90 of the

German Stock Corporation Act (AktG) and provides the Chairman of the Supervisory Board with an overview of the current status of relevant reporting matters at least once a month, both verbally and, upon request by the Chairman of the Supervisory Board, in writing. Accordingly, the Chairman of the Supervisory Board is immediately informed by the Chairman or Spokesperson of the Management Board or the Chief Financial Officer of any important events that are of material significance for the assessment of the company's situation and development as well as for its management. Any significant deviation from the company's plans or other forecasts is also to be regarded as an important event. The Chairman of the Management Board or the Chief Financial Officer shall further inform the Chairman of the Supervisory Board, if possible in advance, or otherwise immediately thereafter, of any ad hoc announcement by the company pursuant to Article 17 of the Market Abuse Regulation (MAR).

The age limit for members of the Management Board is 68. This requirement is currently being met without exception.

The Management Board bears overall responsibility for managing the Company's affairs in accordance with uniform objectives, plans, and guidelines. Without prejudice to the Management Board's overall responsibility, each member of the Management Board acts independently within their assigned area of responsibility, but is required to subordinate the interests of their assigned area to the overall well-being of the Company.

The Supervisory Board determines the allocation of responsibilities within the Management Board in a plan of responsibilities, based on a proposal from the Management Board.

The members of the Management Board keep each other informed about important developments within their respective areas of responsibility. Matters of significant importance that are not included in the approved budget must be discussed and decided upon by at least two members of the Management Board, one of whom must be responsible for the Finance portfolio.

Notwithstanding their respective areas of responsibility, all members of the Management Board continuously monitor events and data critical to the Company's business performance so that they may, at any time, work to avert impending disadvantages, implement desirable improvements, or make appropriate changes by convening the full Management Board or through other suitable means.

The Management Board decides on all matters of particular importance and significance for the company or its subsidiaries and affiliates.

The Management Board makes decisions by a simple majority vote. In the event of a tie, the Chairperson has the casting vote. The decisions of the Management Board are recorded in the minutes.

The full board meets once a month and as needed.

Each member of the Management Board must immediately disclose any conflicts of interest to the Chairman of the Supervisory Board and the Chairman of the Management Board and, if necessary, inform the other members of the Management Board thereof.

During the reporting period, the members of the Management Board did not hold any supervisory board positions in other listed companies outside the Group or perform any comparable functions, nor did they serve as chairpersons of supervisory boards in such companies.

Composition of the Management Board

The Management Board of IONOS Group SE comprised the following members in the 2025 fiscal year:

Members of the Management Board as of December 31, 2025

- Achim Weiß, Chairman of the Management Board (since October 2018)
- Britta Schmidt, Chief Financial Officer (from November 2022 through December 31, 2025)
- Dr. Jens Reich, Chief Commercial Officer (since July 2023)
- Patrik Heider, Member of the Management Board (since November 15, 2025; Chief Financial Officer as of January 1, 2026)

Supervisory Board

Working procedures of the Supervisory Board

The Supervisory Board elected by the Annual General Meeting initially consisted of five members in the 2025 fiscal year - until May 12, 2025. Since May 13, 2025, the Supervisory Board has again consisted of six members (namely Mr. Ralph Dommermuth (Chairman), Mr. René Obermann, Ms. Vanessa Stützle, Dr. Claudia Borgas-Herold, Mr. Kurt Dobitsch, and - since May 2025 - Mr. Carsten Theurer). The term of office for members of the Supervisory Board is generally five years.

The Supervisory Board maintains regular contact with the Management Board and, in accordance with the law, the Articles of Association, the Rules of Procedure, and the relevant recommendations of the German Corporate Governance Code - unless a deviation has been declared pursuant to Section 161 of the German Stock Corporation Act (AktG) - oversees and advises the Management Board on the conduct of the company's business and its risk and opportunity management. This includes, in particular, the areas of sustainability, compliance, and information security.

At regular intervals, the Supervisory Board discusses with the Management Board all matters relevant to the company, including strategy and its implementation, planning, business development, the risk profile, risk management, and compliance. It reviews the quarterly reports and semi-annual reports with the Management Board prior to their publication and approves the annual plan. The annual plan comprises the annual financial plan, consisting of detailed revenue, cost, and earnings projections, as well as liquidity planning and annual investment planning. The Supervisory Board reviews the annual and consolidated financial statements and approves them provided there are no objections. In doing so, it takes into account the audit reports of the auditor.

The Supervisory Board's responsibilities also include appointing members of the Management Board, determining their compensation, and regularly reviewing such compensation in accordance with applicable legal provisions and the recommendations of the German Corporate Governance Code, unless a deviation has been declared pursuant to Section 161 of the German Stock Corporation Act (AktG).

When appointing members of the Management Board, the Supervisory Board strives to achieve a diverse and complementary composition that is in the company's best interest, while also ensuring long-term succession planning. In this context, experience, industry knowledge, and professional and personal qualifications play a particularly important role.

As part of its long-term succession planning, the Supervisory Board, in collaboration with the Management Board, regularly reviews highly qualified executives who are being considered as potential candidates for positions on the Management Board.

For the purpose of self-assessment, the Supervisory Board as a whole, as well as the Audit and Risk Committee, regularly conduct an efficiency review. In accordance with Recommendation D.12 of the German

Corporate Governance Code (DCGK), the Supervisory Board and the Committee assess how effectively each body fulfills its duties. To this end, a self-assessment is conducted approximately every two years using questionnaires.

In the fourth quarter of 2025, the Supervisory Board, with all members and the Chair in attendance, conducted a self-assessment for the 2025 fiscal year. Key areas of focus included expectations, time commitment, composition, independence, compensation issues, and accounting matters.

The Supervisory Board concluded that professional cooperation within the board continues to exist, as does a relationship of trust with the auditors, the Management Board, and the business divisions.

The Audit and Risk Committee's most recent self-assessment was conducted in the fourth quarter of 2024. It covered the committee's working methods, size, and structure; cooperation with the external auditor; handling of conflicts of interest; compensation issues; and accounting matters.

The results of the assessment are analyzed anonymously and then discussed in a plenary session. Any areas requiring improvement are addressed and implemented during the course of the year. The next self-assessment by the Audit and Risk Committee is expected to take place in 2026. The efficiency of the Supervisory Board and the Audit and Risk Committee can continue to be assumed.

The members of the Supervisory Board are responsible for completing the training and continuing education required to fulfill their duties, and the Company provides them with appropriate support in this regard. The measures taken are reported in the Supervisory Board's report to the Annual General Meeting.

The Supervisory Board is convened at least twice per calendar half-year. Meetings of the Supervisory Board are convened in writing by its Chair at least 14 days in advance. Further and more detailed information regarding the exact number of meetings and the topics discussed at them can be found in the Supervisory Board's report to the Annual General Meeting.

When a meeting of the Supervisory Board is convened, the items on the agenda must be communicated. If an agenda has not been properly announced, a resolution on such items may only be passed if no member of the Supervisory Board objects before the resolution is adopted.

Resolutions of the Supervisory Board are generally adopted at in-person meetings. However, it is permissible for Supervisory Board meetings to be held via video or telephone conference, or for individual Supervisory Board members to participate via video or telephone link, and in such cases, resolutions may also be adopted or votes cast via video or telephone conference. Meetings are chaired by the Chairman of the Supervisory Board. Outside of meetings, resolutions may also be passed by other means, such as by telephone or email, upon the Chairman's instruction, provided no member objects to this procedure.

The Supervisory Board has a quorum if all members have been duly summoned and at least three members participate in the decision-making process. A member is considered to be participating in a decision even if he or she abstains from voting. Unless otherwise required by law, resolutions of the Supervisory Board are adopted by a simple majority. Minutes shall be taken of the proceedings and resolutions of the Supervisory Board. The Chairman of the Supervisory Board is authorized to issue the declarations of intent necessary for the implementation of the Supervisory Board's resolutions on behalf of the Supervisory Board.

The Audit and Risk Committee assists the Supervisory Board in overseeing financial reporting and the integrity of the financial reporting process, as well as in monitoring the effectiveness and functionality of the internal control system, the risk management system, the compliance management system, and the internal audit system. Furthermore, it assists the Supervisory Board in overseeing the audit of the financial statements, the services provided by the auditor, the audit fees, and any additional services provided by the auditor.

The Audit and Risk Committee closely reviews the annual financial statements and the consolidated financial statements, the combined management report for the Company and the Group, the non-financial statement and the non-financial consolidated statement, as well as the Management Board's proposal for the appropriation of retained earnings. Together with the Management Board and the external auditors, it discusses the audit reports, the audit process, the audit focus areas and methodology, and the audit results—including those pertaining to the internal control system related to the accounting process—and makes recommendations to the Supervisory Board. It regularly assesses the quality of the financial statement audit. The Audit and Risk Committee discusses the quarterly reports and the semi-annual financial report with the Management Board prior to their publication.

The Audit and Risk Committee prepares the Supervisory Board's deliberations and resolutions regarding the nomination of the auditor to the Annual General Meeting and decisions on corporate governance matters, and decides on the approval of significant transactions with related parties in accordance with Section 111b(1) of the German Stock Corporation Act (AktG) (so-called related-party transactions). There were no such transactions during the reporting period.

The Audit Committee discusses with the external auditor the assessment of audit risk, the audit strategy and planning, as well as the audit results. The Chair of the Audit Committee also regularly exchanges views with the external auditor—in the presence of all members of the Audit and Risk Committee—on current issues related to the financial statement audit and the progress of the audit. The Audit Committee consults regularly with the external auditor, even without the Management Board present. In 2025, a total of two coordination meetings with the external auditor took place. In addition, the external auditor regularly attends Audit and Risk Committee meetings.

The Chair of the Audit and Risk Committee regularly reports to the Supervisory Board on the activities of the Audit and Risk Committee. The Chair of the Supervisory Board is immediately informed of any significant events or findings by the Audit and Risk Committee.

Targets for the composition of the Supervisory Board / status of implementation

The Company's Supervisory Board aims to ensure that its composition enables it to provide qualified advice and oversight to the Company's Management Board.

In view of

- the size of the Supervisory Board,
- the business in which the Company operates,
- the size and structure of the Company,
- scope of the Company's international activities, and
- its current shareholder structure

the Company's Supervisory Board has adopted the following objectives regarding the composition of the Supervisory Board. These objectives take into account the statutory requirements and—unless a deviation is expressly stated—the recommendations of the German Corporate Governance Code, both with regard to the requirements for individual Supervisory Board members and with regard to the composition of the full board. In particular, a competency profile has been developed with regard to the board as a whole.

The Supervisory Board will take these objectives into account when making its recommendations to the Annual General Meeting regarding the election of Supervisory Board members and will ensure that the respective candidates meet the requirements for the board's overall competency profile. In doing so, the company's specific situation will be taken into account.

Requirements for individual members

The Company's Supervisory Board aims to ensure that each member of the Supervisory Board meets the following requirements:

General requirements profile

Each member of the Supervisory Board should possess the necessary knowledge and experience to enable them to supervise and advise the company's Management Board with due diligence and to assess any risks to the company's business. The Supervisory Board will also ensure that all members of the Supervisory Board have a personal profile that enables them to uphold the company's public reputation.

Time availability

All members of the Supervisory Board should be able to devote the time necessary to fulfill their duties diligently throughout their entire term of office. Members of the Supervisory Board must comply with the requirements of the law and should follow the recommendations of the German Corporate Governance Code regarding the permissible number of Supervisory Board positions.

Conflicts of interest

Members of the supervisory board should not engage in any activities that are likely to result in frequent or ongoing conflicts of interest. This includes serving on the management bodies of or providing consulting services to major competitors, or having personal relationships with such competitors.

Age limit for Supervisory Board members

As a general rule, members of the Supervisory Board should not have reached the age of 70 at the time of their election or re-election. In addition, members who have reached the age of 70 are to step down at the end of the subsequent Annual General Meeting. This guideline is being followed.

Requirements for the composition of the full board

In addition to the individual requirements for members of the Supervisory Board, the Company's Supervisory Board also pursues the following objectives regarding its composition as a whole, in accordance with C.1 of the German Corporate Governance Code.

Competence profile for the entire board

The members of the Supervisory Board, taken as a whole, must possess the knowledge, skills, and professional experience necessary to properly perform their duties. The Supervisory Board aims to ensure that, as a whole, it covers as broad a spectrum as possible of knowledge and experience relevant to the company and, in particular, meets the following requirements:

- In-depth knowledge and experience in the internet industry, particularly with companies that specialize in online presence, digitalization, e-commerce, and cloud applications, as well as the associated infrastructure and technologies;
- Expertise or experience from other sectors of the economy;
- entrepreneurial or operational experience;
- least one member with several years of operational experience gained abroad or at an internationally active company;
- at least one member with expertise in the field of accounting, whereby such expertise must consist of specific knowledge and experience in the application of accounting principles and internal control and risk management systems and must relate to sustainability reporting;

- at least one additional member with expertise in the field of financial statement audits, whereby such expertise must consist of specific knowledge and experience in the field of financial statement audits and must also relate to the audit of sustainability reporting;
- Expertise in sustainability issues that are important to the company;
- Knowledge and experience in strategy development and implementation;
- extensive knowledge and experience in controlling and risk management;
- Knowledge and experience in human resources planning and management;
- in-depth knowledge and experience in the areas of governance and compliance;
- Expertise in the needs of companies focused on the capital markets.
- No more than two former members of the Management Board may serve on the Supervisory Board. This requirement has also been met. Furthermore, members of the Supervisory Board must immediately disclose any conflicts of interest that arise to the Supervisory Board. Persistent conflicts of interest result in the resignation or removal from office. No conflicts of interest were reported in the 2025 fiscal year.
- Members of the Supervisory Board are to step down from the Supervisory Board upon reaching the age of 70, effective at the close of the subsequent Annual General Meeting. This target is also being met.
- At least one woman must serve on the Supervisory Board. This target is met through the membership of Dr. Claudia Borgas-Herold and Ms. Vanessa Stütze on the Supervisory Board.

Diversity

The Supervisory Board strives for a diverse composition to ensure that the body as a whole possesses a sufficient range of perspectives and expertise. In making its nominations, the Supervisory Board will take into account the diversity policy established by the company, which is outlined in a separate section below.

Independence

The Supervisory Board aims to ensure that, in its judgment, an appropriate number - at least four of the six members of the Supervisory Board - are independent within the meaning of the recommendations of the German Corporate Governance Code.

During the reporting year, the Supervisory Board once again reviewed the aforementioned objectives regarding its composition, discussed them - particularly with regard to the competency profile for the full board - and reaffirmed and further developed them. The Supervisory Board continues to pursue the goal of fully meeting the competency profile it has developed for the full board.

Composition of the Supervisory Board / Status of Implementation

The Supervisory Board of IONOS Group SE consisted of the following members in the 2025 fiscal year:

Members of the Supervisory Board as of December 31, 2025

- Ralph Dommermuth, Chairman of the Supervisory Board (since January 2023)
- René Obermann, Deputy Chairman of the Supervisory Board (since January 2023)
- Dr. Claudia Borgas Herold, Member of the Supervisory Board (since January 2023; member of the Audit and Risk Committee since February 2023)
- Vanessa Stütze, Member of the Supervisory Board (since January 2023)
- Kurt Dobitsch, Member of the Supervisory Board (since January 2023; Chairman of the Audit and Risk Committee since February 2023)
- Carsten Theurer, Member of the Supervisory Board (since May 2025; also a member of the Audit and Risk Committee)

In the opinion of the Supervisory Board, five of the six members of the current Supervisory Board are independent within the meaning of Recommendation C.9 of the German Corporate Governance Code

(DCGK). One member of the Supervisory Board has a business relationship based on lease agreements; however, this relationship is not considered material. This is merely an indicator; there is no conflict of interest. Furthermore, contracts with other companies within the UI Group are not considered to be outside the Group. Therefore, in accordance with Recommendation C.7 of the German Corporate Governance Code (DCGK), all members of the Supervisory Board are deemed independent.

Skills matrix for members of the Supervisory Board as of December 31, 2025:

		Ralph Dommertmuth	René Obermann	Dr. Claudia Borgas-Herold	Vanessa Stützle	Kurt Dobitsch	Carsten Theurer
Period of affiliation	Member since	1/2023	1/2023	1/2023	1/2023	1/2023	05/2025
Age limit (70)	Year of birth	1963	1963	1963	1978	1954	1975
Personal suitability	Independence (C. 9 DCGK)		fulfilled	fulfilled	fulfilled	fulfilled	fulfilled
	No overboarding	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled
	Former member of the Management Board						
	No conflicts of interest	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled
Diversity	Gender	Male	Male	Female	Female	Male	Male
	Nationality	German	German	German	German	Austrian	German
Professional suitability	Possibly e-commerce, tech, internet, cloud; expertise and experience in the internet industry, digitalization applications, e-commerce applications	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled
	Knowledge of cloud applications and the associated infrastructure and technologies	fulfilled	fulfilled	fulfilled		fulfilled	

	Expertise / Experience in other sectors of the economy	fulfilled	fulfilled		fulfilled	fulfilled	fulfilled
	Entrepreneurial and operational experience	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled	fulfilled
	Application of accounting principles, internal control and risk management systems, including sustainability reporting					fulfilled	fulfilled
	Audit of financial statements, incl. audit of sustainability reporting					fulfilled	fulfilled
	Expertise on sustainability issues that are important to the company				fulfilled	fulfilled	fulfilled
	Strategy Development and Implementation	fulfilled	fulfilled		fulfilled	fulfilled	fulfilled
	Controlling and Risk Management		fulfilled		fulfilled	fulfilled	fulfilled
	Personnel planning and management (HR)	fulfilled				fulfilled	fulfilled
	Governance and Compliance	fulfilled	fulfilled		fulfilled	fulfilled	fulfilled
	Expertise on the needs of capital market-oriented companies	fulfilled	fulfilled			fulfilled	fulfilled

International experience	Several years of experience working abroad or operational experience at an international company (e.g., in financial engineering, telecommunications, or M&A)	fulfilled	fulfilled	fulfilled		fulfilled	fulfilled
---------------------------------	---	-----------	-----------	-----------	--	-----------	-----------

The members of the Audit and Risk Committee possess extensive expertise in the areas specified in Section D.3 of the German Corporate Governance Code (DCGK), as described in more detail below.

The Chairman of the Audit and Risk Committee, Mr. Kurt Dobitsch, possesses extensive expertise in the areas of accounting and financial statement auditing—including sustainability reporting and its audit—based on his many years of experience as former Vice President Europe at Compaq Computer Corporation, former Managing Director of Access Computer GmbH, and Chairman of the Supervisory Board of 1&1 AG. His expertise in these areas includes, with regard to accounting, specific knowledge and experience in the application of international and national accounting standards and internal control and risk management systems, as well as, with regard to auditing, specific knowledge and experience in the audit of financial statements.

Mr. Carsten Theurer has been a member of the Audit and Risk Committee since May 13, 2025. He is a member of the Management Board of United Internet AG and, as Chief Financial Officer, is responsible for Finance and Controlling, Risk Management/Internal Audit, Legal, Tax, M&A, and Investment Management. Thanks to his many years of experience in senior management positions, including as Group CFO of Schwarz Dienstleistung GmbH & Co. KG and, prior to that, as Management Board Member for International Administration and CFO at Lidl Stiftung GmbH & Co. KG, he possesses extensive expertise in finance and accounting, risk management, international expansion, corporate governance, and M&A. His expertise in these areas includes, with regard to accounting, specific knowledge and experience in the application of international and national accounting standards and internal control and risk management systems, as well as, with regard to financial statement audits, specific knowledge and experience in the field of financial statement auditing.

The term of office of each member of the Supervisory Board expires at the conclusion of the 2028 Annual General Meeting.

Targets for the share of women on the Supervisory Board, Management Board, and in management positions / implementation status

As a publicly traded company, IONOS Group SE is subject to the following obligations under the German Stock Corporation Act:

- Setting of targets for the proportion of women on the Supervisory Board of IONOS Group SE by the Supervisory Board (Section 111(5) of the German Stock Corporation Act (AktG)).
- Establishment of targets for the proportion of women on the Management Board of IONOS Group SE by the Supervisory Board (Section 111(5) of the German Stock Corporation Act (AktG)).
- Setting of targets for the proportion of women in the first and second levels of management at IONOS Group SE by the Management Board (Section 76(4) of the German Stock Corporation Act (AktG)).

The following provisions may each cover a maximum period of 5 years.

After careful consideration, the Supervisory Board and Management Board of IONOS Group SE have passed the following resolutions:

- The Supervisory Board set the deadline for achieving the current targets for the proportion of women and men on the Supervisory Board and the Management Board as the conclusion of the Annual General Meeting that will decide on the discharge of the Supervisory Board for the 2027 fiscal year. At this Annual General Meeting, the Supervisory Board will be re-elected.
- The target for the proportion of women on the supervisory board has been set at one-third. The target for the proportion of men has also been set at one-third.
- The target ratio for the Management Board has been set at a minimum of one-third women and a minimum of one-third men. As long as the Management Board consists of fewer than three members, the aim is for it to include at least one woman and at least one man. This target underscores the company's long-term commitment to ensuring a balanced gender distribution at the highest management level and thereby promoting diversity and equal opportunity in a sustainable manner. The target was met until Ms. Britta Schmidt stepped down on December 31, 2025. Since then, the Management Board has consisted exclusively of male members. The current composition of the Management Board is based on objective criteria, in particular professional qualifications and the availability of suitable female candidates at the time of each appointment. The Company remains committed to the established target as a strategic guideline for the medium- to long-term development of the Management Board's composition. In future appointments, the Company will continue to take all appropriate measures to consider qualified female candidates and to achieve the target again. At the same time, the Company reserves the right to make decisions on a case-by-case basis that take into account both the requirements for competence and experience as well as the goals of diversity.
- Regardless of this, selection should always be based on the individual qualifications of the potential board members, and the Supervisory Board will endeavor to give preference to women when candidates have equal qualifications.
- No target has been set for the proportion of women in the first and second levels of management below the Management Board, as IONOS Group SE does not have any management levels below the Management Board due to its holding structure.

The Supervisory Board of IONOS Group SE considers the target set and specified for the Supervisory Board to have been met at this time.

Diversity concept

Diversity considerations are always taken into account when selecting members of the Management Board and the Supervisory Board. The company views diversity not only as desirable, but as absolutely crucial to the company's success. Accordingly, the company as a whole fosters an inclusive corporate culture in which individual differences in terms of culture, nationality, gender, age group, educational or professional background, and religion are welcomed, and equal opportunities are promoted - regardless of age, disability, ethnic or cultural background, gender, religion, worldview, or sexual identity.

The company aims to ensure that the Management Board and the Supervisory Board are composed of a diverse range of members and that, as a whole, they possess sufficient diversity of opinion and expertise.

In particular, the following criteria should be taken into account:

- The members of the Management Board and the Supervisory Board should complement one another within their respective bodies in terms of their professional experience and educational and professional backgrounds, so that they can develop a sound understanding of the current situation as well as the long-term opportunities and risks associated with the company's business activities.
- The Management Board and the Supervisory Board have each set a target for the gender quota for the reference period ending at the Annual General Meeting in 2028, which will decide on the discharge of the Supervisory Board for the 2027 fiscal year. Currently, the Supervisory Board consists of two women and four men, and the Management Board consists of three men. Both genders are treated equally in accordance with their qualifications.
- With the exception of the age limits of 68 and 70 years, respectively, as specified in Sections B.5 and C.2 of the German Corporate Governance Code (DCGK), there are no age-based distinctions for members of the Management Board and Supervisory Board; selection should be based solely on the necessary knowledge and experience.
- Given that the Management Board and Supervisory Board currently consist of only three and six members, respectively, no specific targets have been set regarding their geographic origin. As for the Supervisory Board, the requirement for international experience is already met by the stipulation that at least one member of the Supervisory Board must have several years of operational experience gained abroad or at an internationally active company.

Individual strengths - that is, everything that makes each employee within the company unique and distinctive - have enabled the company to become what it is today. A workforce composed of a wide variety of personalities provides optimal conditions for creativity and productivity - and thus also for employee satisfaction. The resulting potential for ideas and innovation strengthens the company's competitiveness and increases opportunities in future markets. In line with this philosophy, the goal is not only to find the right field of activity and role for each employee where their individual potential and talents can be best utilized; but also, in the composition of the Management Board and the Supervisory Board - in the company's own interest - diversity should be prioritized with regard to factors such as age, gender, or professional experience.

The Supervisory Board has determined that the entirety of the statutory and self-imposed provisions governing its composition (composition targets, competency profile, statutory target for the proportion of women, age limit, and the other matters described above) shall constitute a diversity policy within the meaning of Section 289f (2) No. 6 of the German Commercial Code (HGB). The Company does not consider diversity goals that go beyond this, with additional or more specific criteria, to be appropriate. Given the size of the Management Board and the Supervisory Board, a greater number and specificity of diversity aspects would make it considerably difficult to fill the positions appropriately while taking all diversity criteria into account.

In the opinion of the members of the Management Board and the Supervisory Board, the diversity policy for the Management Board and the Supervisory Board is currently being met.

General Meeting

The annual general meeting is the central decision-making body for the shareholders of IONOS Group SE. At this meeting, the annual and consolidated financial statements are presented to the shareholders. The shareholders decide on the appropriation of retained earnings and vote on other matters prescribed by law, such as the discharge of the Management Board and Supervisory Board and the election of the auditor. Each share carries one vote. Shareholders who register in a timely manner and are listed in the share register on the day of the Annual General Meeting are entitled to participate. Shareholders may also have their voting rights exercised at the Annual General Meeting by a proxy. The company provides a proxy for

this purpose, who votes in accordance with the shareholders' instructions, provided he or she has been authorized to do so by the shareholders.

Governance functions

At IONOS Group SE, governance functions are part of an integrated "GRC" organization that includes corporate governance, corporate risk management, internal control systems, and corporate compliance. The GRC functions are under the unified leadership of the Chief Financial Officer (CFO) of IONOS Group SE.

Internal Control System and Risk Management System

To ensure the long-term success of IONOS Group SE, it is essential to systematically identify and analyze the risks associated with business operations across the Group and to eliminate or mitigate them through appropriate management measures and controls. The Internal Control System and the Risk Management System ensure responsible risk management. In particular, they are designed to identify, assess, manage, and monitor risks across the Group at an early stage. The systems are continuously refined and adapted to changing circumstances. The Supervisory Board is regularly informed by the Management Board about existing risks and their management, as well as the effectiveness of internal controls. The adequacy and effectiveness of the Internal Control System and the Risk Management System were confirmed by the Supervisory Board as a whole.

The key features of the internal control system and the risk management system with regard to the financial reporting process of the Company and the Group are described in detail in the consolidated management report for the Company and the Group, in accordance with Sections 289(4) and 315(4) of the German Commercial Code (HGB). In that report, the Management Board also provides a detailed account of existing risks and their development.

Compliance

To ensure compliance with legal requirements and internal company guidelines, the Management Board of IONOS Group SE has implemented a group-wide, risk-based compliance management system (CMS) whose primary objective is to prevent or, at the very least, minimize actual violations and associated risks. Actual violations are to be identified, remedied, and—depending on their severity—appropriately sanctioned. At the core of this system is a central Code of Conduct. The Code of Conduct applies to all members of the governing bodies and employees of IONOS Group SE and ensures that the value system is consistently and continuously upheld across the board.

The Compliance Department is responsible for the specific design and further development of the CMS. In certain business units, such as HR, the Compliance Department is supported by functional compliance managers.

The overarching goal of all compliance activities is to prevent compliance violations. This goal is to be achieved through appropriate measures tailored to the company's risk profile across the three levels of action: "Prevention," "Detection," and "Response." Key areas of focus include corruption prevention, policy management, the establishment of confidential reporting channels, and the protection of whistleblowers.

Financial disclosures / transparency

The stated goal of IONOS Group SE is to keep institutional investors, individual shareholders, financial analysts, employees, and the interested public informed about the company's situation through regular, open, and up-to-date communication, ensuring that all parties receive the same information at the same time.

To this end, all material information - such as press releases, ad hoc announcements, and other mandatory disclosures (e.g., directors' dealings or voting rights notifications) - as well as all financial reports are

published in accordance with legal requirements. Furthermore, IONOS Group SE provides comprehensive information on the company's website (www.ionos-group.com). The website also contains documents and information regarding the company's Annual General Meetings, as well as other economically relevant information.

IONOS Group SE reports to shareholders, analysts, and members of the press on its business performance and financial and earnings situation four times during the fiscal year, following a fixed financial calendar. The financial calendar is published on the company's website in accordance with legal requirements and is updated regularly.

In addition, the Management Board promptly issues ad hoc announcements regarding circumstances not yet known to the public that are likely to have a significant impact on the share price.

As part of its investor relations activities, management meets regularly with analysts and institutional investors. In addition, analyst conferences are held to present half-year and annual results, and investors and analysts can also participate via telephone.

Accounting and auditing

The IONOS Group prepares its financial statements in accordance with the principles of International Financial Reporting Standards (IFRS, as adopted by the EU), taking into account Section 315e of the German Commercial Code (HGB). By contrast, the annual financial statements of IONOS Group SE, which are relevant for distribution and tax purposes, are prepared in accordance with the provisions of the German Commercial Code (HGB). The annual and consolidated financial statements are audited by independent auditors. The auditor is appointed by the Annual General Meeting. The Supervisory Board issues the audit engagement, determines the audit focus areas and the audit fee, and verifies the auditor's independence.

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft has been the auditor for IONOS Group SE and the Group since the 2023 fiscal year. The auditors responsible for the audit are Mr. Christian David Simon and Mr. Erik Hönig.

Remuneration of Management Board and Supervisory Board

The remuneration of the members of the Management Board and the Supervisory Board is set forth in a detailed remuneration report for the 2025 fiscal year in accordance with Section 162 of the German Stock Corporation Act (AktG), together with the auditor's accompanying note, which is published on the company's website at <https://www.ionos-group.com/de/investor-relations/veroeffentlichungen/berichte.html>. In the appendix to this compensation report, the applicable compensation system is described in detail in accordance with Section 87a (1) and (2), first sentence, of the German Stock Corporation Act (AktG), and the most recent compensation resolution of the Annual General Meeting is also reproduced in accordance with Section 113 (3) of the German Stock Corporation Act (AktG). Information on the remuneration of the Management Board and Supervisory Board can also be found in the notes to the consolidated financial statements for the 2025 fiscal year under Note 44.

Declaration of compliance with the recommendations of the German Corporate Governance Code pursuant to Section 161 AktG

On December 16, 2025, the Management Board and Supervisory Board of IONOS Group SE issued the declaration of compliance set forth below in accordance with Section 161 of the German Stock Corporation Act (AktG) and subsequently published it on the company's website (www.ionos-group.com) and in the Federal Gazette.

The Management Board and Supervisory Board of IONOS Group SE hereby declare, in accordance with Section 161 of the German Stock Corporation Act:

The Management Board and Supervisory Board of IONOS Group SE declare that IONOS Group SE has complied with the recommendations of the German Corporate Governance Code ("Code") in the version dated April 28, 2022, which took effect upon publication in the Federal Gazette on June 27, 2022, and which formed the basis of the most recent declaration of conformity dated December 17, 2024, with the exceptions stated therein, and will continue to comply with the recommendations of the Code in the future, subject to the following exceptions:

Section D.4
Formation of a nomination committee

Apart from the Audit and Risk Committee, the Supervisory Board does not form any other committees but instead performs all other tasks as a whole. The Supervisory Board considers this appropriate, as even with a six-member board, efficient plenary discussions and an in-depth exchange of views are possible. The Supervisory Board therefore sees no need to establish a Nominating Committee.

Section G.1 to G.5
Remuneration of the Management Board - remuneration system

With the proposal submitted to the Annual General Meeting in May 2023, the compensation system became the basis for service contracts with members of the Management Board. The compensation system that was developed generally complies with the recommendations in sections G.1 through G.5 of the Code without any restrictions. Existing service contracts with members of the Management Board have already complied with the requirements of the compensation system since the Company's shares were first listed on the stock exchange. According to Section G.1 of the Code, the compensation system must, among other things, specify the maximum amount that total compensation may not exceed (maximum compensation). The current compensation system includes such a maximum compensation limit. A maximum compensation limit is also reported separately for Management Board member Achim Weiß, CEO of the IONOS Group. However, Mr. Weiß's maximum remuneration may still change as a result of exercising a special termination right in the event of a change of control (see also below) or the application of an "early vesting provision" described in the compensation system, and thus may be significantly higher than the basic maximum remuneration specified for him in the compensation system. In this respect, a deviation from Section G.1 of the Code is declared purely as a precautionary measure.

Section G.10
Remuneration of the Management Board - Long-term variable remuneration

According to Section G.10 of the Code, the variable compensation amounts granted to members of the Management Board should primarily be invested in the Company's shares or granted in the form of share-based payments. In addition, the respective member of the Management Board should not be able to dispose of such amounts until after four years. Under the Stock Appreciation Rights (SARs) program, which serves as a long-term compensation program for the Management Board, equity-based compensation is offered. The term of this program is a total of 6 years. Within these 6 years, the respective Management Board member may exercise a portion (1/3) of the allocated SARs at specific points in time—but no earlier than after 3 years. This allows an Management Board member to access a portion of the long-term variable compensation as early as 3 years after grant. After 5 years, full exercise of all SARs is possible for the first time.

The Supervisory Board believes that this system of long-term compensation for members of the Management Board within the United Internet Group has proven effective and sees no reason to further delay the ability to access compensation earned under the program. By linking the program to the share price of IONOS Group SE and allowing for the use of IONOS Group SE shares to settle claims under the program, the Supervisory Board considers that Management Board members already share appropriately in

the risks and opportunities of IONOS Group SE. Because the program is designed to run for a term of 6 years and the awarded SARs are allocated pro rata over this period and no earlier than after 3 years, the Supervisory Board believes that an optimal retention effect and incentive structure has been achieved in the interest of IONOS Group SE, which makes a further postponement of the initial vesting unnecessary.

Section G.13

Remuneration of the Management Board - change of control regulations

In accordance with G.13 of the Code, payments to a member of the Management Board in the event of early termination of service on the Management Board shall not exceed the value of two years' compensation and shall not cover more than the remaining term of the employment contract. For Management Board member Achim Weiß, who is also CEO of IONOS, the compensation system and contractual agreements provide for the provisions described in the compensation system regarding a change of control. In particular, this results in a special termination right for Mr. Weiß's employment contract and, upon its exercise, to the early vesting of SARs allocated to him. This early vesting also occurs when Mr. Weiß's three-year employment contract expires. In such cases, payments to Mr. Weiß may exceed the value of two years' compensation. In this respect, the Company is deviating from G.13 of the Code as a precautionary measure. The Supervisory Board is of the opinion that this provision is justified in light of Mr. Weiß's relationship of trust with the indirect anchor shareholder of IONOS Group SE and, against this backdrop, was also necessary to ensure Mr. Weiß's continued service to the IONOS Group.

7. Remuneration report

The Act Implementing the Second Shareholders' Rights Directive (ARUG II) transposed Directive (EU) 2017/828 of the European Parliament and of the Council of May 17, 2017, into national law. In this context, the legislature introduced new statutory requirements for listed companies regarding remuneration reporting, which apply to fiscal years beginning on or after January 1, 2021.

The compensation report is a report separate from the financial statements. Key disclosures that were previously required—in particular, individualized reporting on Management Board compensation and the basic principles of the compensation system—have been removed from the consolidated management report and transferred to the new compensation report pursuant to Section 162 of the German Stock Corporation Act (AktG).

The compensation system and the disclosure of compensation for members of the Management Board and Supervisory Board for the 2025 fiscal year, in accordance with Section 162 of the German Stock Corporation Act (AktG), are set forth in the "2025 Compensation Report," which is published on the Company's website at <https://www.ionos-group.com>.

Information on the remuneration of the Management Board and Supervisory Board can also be found in the Notes to the Consolidated Financial Statements under Note 44.

8. Dependent company report

The Management Board hereby declares, in accordance with Section 312 of the German Stock Corporation Act (AktG), that, with respect to the legal transactions listed in the report on relationships with affiliated companies, the Company received appropriate consideration for each transaction based on the circumstances known to the Company at the time the transaction was entered into, and was not thereby disadvantaged. No measures were taken or omitted during the reporting year.

Montabaur, March 16, 2026

Achim Weiß

Patrik Heider

Jens-Christian Daniel Alfred Reich

IONOS Group SE, Montabaur
Balance Sheet as of December 31, 2025

Assets	31 December 2025	31 December 2024
A. Fixed Assets		
I. Intangible Assets		
Concessions, industrial property rights, and similar rights and assets acquired for consideration, as well as licenses to such rights and assets	20,523.00	0.00
	20,523.00	0.00
II. Property Plant and Equipment		
Other equipment, operating and office equipment	553.00	884.00
	553.00	884.00
III. Financial Assets		
1. Shares in affiliated companies	156,060,001.00	156,060,001.00
2. Loans to affiliated companies	364,100,000.00	364,100,000.00
	520,160,001.00	520,160,001.00
	520,181,077.00	520,160,885.00
B. Current Assets		
I. Receivables and other Assets		
1. Receivables from affiliated companies	8,124,604.67	8,980,738.33
2. Other Assets	50.16	173,378.58
	8,124,654.83	9,154,116.91
II. Cash and Cash Equivalents	9,852.17	4,309.96
	8,134,507.00	9,158,426.87
C. Prepaid Expenses and Deferred Charges	82,135.18	22,616.27
	528,397,719.18	529,341,928.14

Equity and Liabilities	31 December 2025	31 December 2024
A. Equity		
I. Capital Issued		
1. Subscribed capital (conditional capital: €20,000,000)	140,000,000.00	140,000,000.00
2. less notional value of treasury shares	-1,912,229.00	-463,565.00
	138,087,771.00	139,536,435.00
II. Capital Reserve	331,199,174.13	369,211,871.77
III. Accumulated deficit	-11,698,451.29	-10,082,472.88
	457,588,493.84	498,665,833.89
B. Provisions		
1. Tax Provision	1,245,792.38	1,011,861.00
2. Other Provisions	22,824,453.41	18,936,413.99
	24,070,245.79	19,948,274.99
C. Liabilities		
1. Trade Payables	865,460.96	6,527.15
2. Liabilities to affiliated companies	36,248,119.07	1,109,402.90
3. Other Liabilities	9,625,399.52	9,611,889.21
of which from Taxes €8,668,787.76 (PY: €9,489,213.21)		
	46,738,979.55	10,727,819.26
	528,397,719.18	529,341,928.14

IONOS Group SE, Montabaur**Profit and Loss Statement for the Period from January 1 to December 31, 2025**

	2025	2024
	€	€
1. Revenues	16,214,968.77	17,997,486.63
2. Other operating income	4,033,514.26	1,024,934.01
of which from currency conversion		
€778.51 (PY: €0,00)		
3. Cost of material:		
Expenses for purchased services	-293.52	-338.49
4. Personnel expenses		
a) Salary and wages	-14,477,390.98	-15,946,881.75
b) Social security contributions	-17,166.15	-14,569.74
5. Amortization of intangible assets and depreciation of property, plant and equipment	-3,388.00	-331.00
6. Other operating expenses	-6,325,568.21	-4,019,665.28
of which from currency conversion		
€-179.70 (PY: €-304,68)		
7. Income from loans of financial assets	36,915.70	37,016.84
of which from affiliated companies		
€3,915.70 (PY: €37,016.84)		
8. Zinsen und ähnliche Erträge	757.46	0.00
davon aus verbundene Unternehmen		
€0.00 (PY: €0.00)		
9. Interests and similar expenses	-844,072.36	-539,679.99
of which to affiliated companies		
€ -814,914.98 (PY: € -387,953.73)		
10. Income taxes	-233,931.38	-1,011,861.00
11. Earnings after taxes	-1,615,654.41	-2,473,889.77
12. Other taxes	-324.00	0.00
13. Net Loss (prior year: Net Income)	-1,615,978.41	-2,473,889.77
14. Loss carried forward	-10,082,472.88	-7,608,583.11
15. Accumulated loss	-11,698,451.29	-10,082,472.88

IONOS GROUP SE, MONTABAUR

HRB 25386

NOTES FOR THE FISCAL YEAR 2025

1. General Information on the Annual Financial Statement

The annual financial statements of IONOS Group SE for the 2025 fiscal year were prepared in accordance with Article 61 of the SE Regulation in accordance with the statutory provisions of Sections 242 et seq. and 264 et seq. HGB and the relevant provisions of the German AktG.

The income statement was prepared using the nature of expense method in accordance with Section 275 (2) HGB.

The Company is a publicly traded corporation within the meaning of Section 267(3), sentence 2, of the German Commercial Code (HGB) in conjunction with Section 264d of the German Commercial Code (HGB).

In order to improve the clarity of presentation, disclosures on the affiliation to other items and, in some cases, notes thereto have been made in these notes.

A cash pooling agreement has been in place between IONOS Group SE and IONOS Holding SE since June 2022. IONOS Holding SE is in turn included in the cash pooling of United Internet AG.

IONOS Group SE has its registered office in Montabaur. It is entered in the commercial register of the local court of Montabaur under HR B 25386. The company operates purely as a holding company.

The company concluded a control agreement with IONOS Holding SE, Montabaur, dated November 24, 2022.

The shares of IONOS Group SE have been listed on the regulated market of the Frankfurt Stock Exchange since February 8, 2023.

On March 27, 2025, WP XII Venture Holdings II SCSp, Luxembourg, previously the second-largest shareholder after United Internet AG, sold its remaining shares in the IONOS Group.

As of December 31, 2025, United Internet AG holds 63.8% of the shares in IONOS Group SE, 29.8% are held by the public, and 5% are held by Helikon Long Short Equity Fund ICAV, Dublin, Ireland. In addition, IONOS Group SE holds 1.4% of its own shares.

2. Accounting and Valuation Methods

The annual financial statements were prepared on the basis of the following accounting and valuation methods, which are unchanged from the previous year.

2.1 Intangible Assets

Intangible assets are measured at their acquisition or production cost in accordance with Section 253 (1), sentence 1 HGB. The production cost of self-constructed assets includes not only direct costs but also allocated overhead costs and depreciation incurred during production. The option to recognize interest on borrowed capital as production costs pursuant to Section 255 (3), sentence 2 HGB is not exercised.

The option to capitalize internally generated intangible assets pursuant to Section 248(2), first sentence HGB is not exercised.

In principle, all property, plant and equipment is depreciated over its expected useful life. If the fair value of individual fixed assets falls below their carrying amount, additional impairment losses are recognized if the impairment is expected to be permanent. If the reasons for the impairment loss no longer apply in part or in full in subsequent years, the impairment loss is reversed in the amount of the reversal of the impairment loss but at most up to the value that would have resulted if the impairment loss had not been recognized.

The depreciation methods and useful lives applied are shown in the following overview:

Intangible Assets	Depreciation Method / Useful Life
Software and Licenses	Linear, 3 - 5 years

These are grouped under the item "Concessions, industrial property rights, and similar rights and assets acquired for consideration, as well as licenses to such rights and assets" in the balance sheet and the statement of changes in fixed assets.

The Expenses for domain licenses are capitalized as non-depreciable fixed assets; therefore, no scheduled depreciation is recognized.

2.2 Property, Plant and Equipment

In principle, all property, plant and equipment is depreciated over its expected useful life. If the fair value of individual fixed assets falls below their carrying amount, additional impairment losses are recognized if the impairment is expected to be permanent. If the reasons for the impairment loss no longer apply in part or in full in subsequent years, the impairment loss is reversed in the amount of the reversal of the impairment loss but at most up to the value that would have resulted if the impairment loss had not been recognized.

The depreciation methods and useful lives applied are shown in the following overview:

Property, Plant and Equipment	Depreciation Method / Useful Life
Office equipment	Linear, 3 - 15 Years

With regard to the accounting treatment of low-value assets, the tax law provision of Section 6(2) EStG has been applied under commercial law since January 1, 2013, for reasons of economic efficiency. The

acquisition or production costs of depreciable movable fixed assets capable of independent use are recognized in full as an expense in the fiscal year of acquisition, production, or contribution if the acquisition or production costs, less any input tax included therein, do not exceed 250 euros for the individual asset.

2.3 Financial Assets

Shares in affiliated companies are recognized at the lower cost or fair value. Loans are generally recognized at nominal value. If financial assets are expected to be permanently impaired, they are written down to the lower fair value in accordance with the modified lower cost or market principle, if the reasons for the impairment no longer apply, the asset is written back to its acquisition cost.

2.4 Receivables and Other Assets

Receivables and other assets are generally recognized at their nominal value. Recognizable risks are taken into account through individual or general value adjustments.

2.5 Cash and Bank Balances

Cash in hand is measured at nominal value. Bank balances are recognized at nominal value.

2.6 Prepaid Expenses and Deferred Charges

Prepaid expenses are recognized as an expense over the term of the service.

2.7 Provisions

Appropriate provisions are recognized for uncertain liabilities and risks from impending losses on the basis of prudent business judgment in the amount required to settle them (i.e., including future cost and price increases).

Provisions with a remaining term of more than one year are discounted at the average market interest rate of the past seven fiscal years corresponding to their remaining term.

Provisions in the amount of the pro rata fair value of the obligations are recognized for the employee stock option plans of IONOS Group SE as of the balance sheet date. The obligations are remeasured at each balance sheet date from the time they are granted until they are settled. The fair value is determined using recognized financial models (Monte Carlo simulation).

The fair value is recognized as personnel expenses pro rata temporis over the vesting period.

The following assumptions based on the remaining term of the individual agreement are used to determine the fair value as of the reporting date:

risk-free interest rate	2.0% - 3.3% (previous year: 1.8% - 2.6%)
dividend yield	0.1% (previous year: 0.2%)
volatility	38.7% (previous year: 35%)
probability of fluctuation	0% (previous year: 0%)

2.8 Liabilities

Liabilities are recognized at their settlement amount.

2.9 Foreign Currency Translation

Assets and liabilities denominated in foreign currencies are generally translated at the mean spot exchange rate on the reporting date. If the remaining term is more than one year, the realization principle (section 252 (1) no. 4 sentence 2 HGB) and the acquisition cost principle (section 253 (1) sentence 1 HGB) are observed.

The notes to the income and expenses from currency translation shown in the income statement include both realized and unrealized exchange rate differences.

2.10 Current and Deferred Taxes

Income taxes

Current taxes are measured at the amount expected to be refunded by the tax authorities or paid to the tax authorities. The calculation of the amount is based on the tax rates and tax laws applicable on the balance sheet date.

Deferred taxes

For the determination of deferred taxes due to temporary or quasi-permanent differences between the carrying amounts of assets, liabilities and prepaid expenses and deferred income under commercial law and their tax carrying amounts or due to tax loss carryforwards, these are measured at the company-specific tax rates at the time of the reduction of the differences and the amounts of the resulting tax burden and tax relief are not discounted.

Deferred tax surpluses are not capitalized in exercise of the recognition option available for this purpose, as an overall difference analysis was carried out.

Any deferred tax assets are mainly based on valuation differences relating to personnel provisions and tax loss carryforwards. Any deferred tax liabilities result from the formation of tax reserves. They are valued at the applicable tax rate of 31.11%.

Value added tax

The company is entitled to deduct value-added tax on expenses and assets in accordance with Section 15 UStG. IONOS Group SE has been the parent company of the IONOS Group for VAT purposes since 2022.

2.11 Global Minimum Taxation

The regulations on global minimum taxation have been applied to the United Internet Group, in whose consolidated financial statements IONOS Group SE is included, since January 1, 2024. A comprehensive analysis of the financial figures for the current fiscal year revealed that, as things stand, no country within the group qualifies as a low-tax country for Pillar Two purposes. Consequently, no additional tax burden is expected in the 2025 fiscal year.

3. Notes to the Balance Sheet

3.1 Development of Fixed Assets

The disclosures required by Section 284 (3) HGB on the development of the individual fixed asset items are presented separately in the statement of changes in fixed assets as Appendix 1 to the Notes, showing additions, disposals, transfers and write-ups as well as depreciation and amortization in the fiscal year.

3.2 Financial Assets

The company's financial assets amounted to €520,160k as of the balance sheet date (previous year: €520,160k).

As in the previous year, IONOS Group SE held shares in the affiliated company IONOS Holding SE in the amount of €156,060k (previous year: €156,060k) as at the balance sheet date. These shares are recognized at cost.

As of the balance sheet date, the loan to IONOS Holding SE amounted to €364,100k (previous year: €364,100k).

Depreciation and accumulated amortization amounted to €0k, as in the previous year.

The disclosures required by Section 284 (3) HGB on the development of the individual fixed asset items are pre-sented separately in the statement of changes in fixed assets as Appendix 1 to the Notes, showing additions, disposals, transfers and write-ups as well as depreciation and amortization in the fiscal year.

The disclosures on shareholdings required by Section 285 No. 11 and No. 11 b HGB are presented separately as Appendix 2 to the Notes.

3.3 Receivables and Other Assets

Receivables from affiliated companies totaling €8,125k (previous year: €8,981k) consist primarily of receivables from STRATO GmbH (€3,360k) and IONOS SE (€4,257k). These consist primarily of receivables from the VAT group and, in the prior year, from the transfer of shares in IONOS Group SE.

In each case, receivables and liabilities are reported on a net basis for each company, provided that a set-off situation exists in accordance with Section 387 et seq. of the German Civil Code (BGB).

In the prior year, other assets included receivables from capital gains tax and the solidarity surcharge in the amount of €173k.

As in the prior year, receivables from affiliated companies and other assets have a remaining term of up to one year.

3.4 Cash and Bank Balances

This item includes receivables from banks in the amount of €10k (previous year: €4k).

3.5 Prepaid Expenses and Deferred Charges

Prepaid expenses of €82k (previous year: €23k) mainly include software fees already paid for future periods.

3.6 Share Capital and Shares

As of December 31, 2025, the share capital amounted to €140,000k (previous year: €140,000k).

On January 21, 2025, the Management Board of IONOS Group SE, with the approval of the Supervisory Board, resolved to launch a share buyback program and to acquire up to 1,500,000 of its own shares on the stock exchange. This corresponds to approximately 1.1% of the share capital of €140,000k.

As part of the buyback program announced on January 21, 2025, IONOS Group SE acquired a total of 1,500,000 Treasury shares in the period from January 31 to April 1, 2025, thereby completing the share buyback program. The purchase price excluding incidental acquisition costs amounted to €36,577k.

As part of the employee share purchase program, 810,204 Treasury shares were issued by 31 May 2025.

On November 21, 2025, the Management Board of IONOS Group SE, with the approval of the Supervisory Board, resolved to launch a share buyback program and to acquire up to 2,000,000 of its own shares on the stock exchange.

This corresponds to approximately 1.4% of the share capital of €140,000k.

Under this buyback program, IONOS Group SE acquired a total of 758,868 treasury shares during the period from November 28 to December 31, 2025. The purchase price, excluding incidental acquisition costs, amounted to €19,996k.

As of December 31, 2025, 1,912,229 treasury shares are deducted from the share capital of IONOS Group SE at their book value of €1 per share.

The portion of the average repurchase price for these shares exceeding the book value, amounting to €47,603k, was offset against the unrestricted capital reserve.

On March 27, 2025, WP XII Venture Holdings II SCSp, Luxembourg / Luxembourg, previously the second-largest shareholder after United Internet AG, sold its remaining shares in the IONOS Group.

As of December 31, 2025, United Internet AG holds 89,369,097 shares, or 63.8% of the shares in the share capital (according to the voting rights notification dated December 11, 2024); an additional 29.8% of the shares are in free float as of December 31, 2025. In addition, IONOS Group SE holds 1.4% of its own shares. A further 5% of the share capital is held by Helikon Long Short Equity Fund ICAV, Dublin, Ireland, according to the voting rights notification dated December 23, 2025.

The share capital is fully paid up.

Authorized Capital

By resolution of the Extraordinary General Meeting on January 26, 2023, the Management Board is authorized to increase the share capital of IONOS Group SE by August 31, 2026, with the approval of the Supervisory Board, once or in partial amounts by a total of up to €56,000k by issuing new no-par value shares against cash and/or non-cash contributions. The Management Board was also authorized to decide on the exclusion of shareholders' subscription rights.

Conditional Capital

By resolution of the general meeting on May 15, 2023, the share capital of IONOS Group SE was conditionally increased by up to €20,000,000 (Conditional Capital 2023), divided into up to 20,000,000 registered shares. The conditional capital increase will only be carried out to the extent that the holders or creditors of options or conversion rights or those obliged to convert from issued options or convertible bonds, issued or guaranteed by IONOS Group SE or a subsidiary of IONOS Group SE based on the authorization granted by the board of directors through the general meeting's resolution on May 15, 2023, until August 31, 2026, exercise their options or conversion rights or fulfill their obligation to convert, or, if IONOS Group SE exercises a choice, to grant shares of IONOS Group SE in whole or in part instead of paying the due amount, unless a cash settlement is granted or its own shares or shares of another listed company are used to fulfill the obligation. The new shares will be issued at the option or conversion price determined in accordance with the above authorization resolution. The new shares will participate in profits from the beginning of the fiscal year in which they are created; to the extent legally permissible, the board of directors, with the approval of the supervisory board, may also determine the profit participation of new shares for a past fiscal year. The board of directors is authorized, with the approval of the supervisory board, to determine the further details of the implementation of the conditional capital increase.

3.7 Capital Reserve

The capital reserve decreased to €331,199k as of the balance sheet date (previous year: €369,212k) due to the repurchase of Treasury shares and the issue of shares as part of the employee share ownership program.

	In €k
As of 01.01.2025	369,212
Repurchase of own shares	-55,271
Effects from the issue of shares as part of the employee participation program	17,258
As of 31.12.2025	331,199

3.8 Balance Loss

De The net loss for the fiscal year 2025 amounts to €1,616k (previous year: €2,474k). Together with the loss carryforward from the previous year of €10,082k, this results in a balance loss of €11,689k (previous year: €10,082k).

3.9 Tax Provision and Other Provisions

As of the balance sheet date, IONOS Group SE reports tax provisions of €1,246k (previous year: €1,012k).

The other provisions are allocated as follows:

	31.12.2025	31.12.2024
	In €k	In €k
Other Personal Provisions	20,570	16,712
Bonuses	646	1,050
Financial Statement and Audit costs	909	898
Supervisory Board remuneration	230	186
Vacation entitlements	21	37
Miscellaneous	11	53
Legal and Consulting costs	437	0
	22,824	18,936

The item Other Personal Provisions primarily includes provisions for stock-based compensation:

- Stock Appreciation Rights €20,561k (previous year: €12,371k), thereof short-term €913k
- Long Term Incentive Plan €0 (previous year: €4,131k).

The provision for LTIP was utilized in the 2025 fiscal year in the amount of €4,131k in the form of the issue of Treasury shares

The remuneration package for the members of the Management Board includes long-term, share-based remuneration in the form of a virtual stock appreciation rights plan (SAR Plan 2023), under which virtual stock appreciation rights (SARs) are granted. As of the balance sheet date, the provision for SAR amounted to €20,56k; of this amount, €11,065k was recognized in profit or loss and €2,875k was reversed in profit or loss.

The other provisions have a remaining term of up to five years.

3.10 Liabilities

The following breakdown provides information on the composition and remaining term of the liabilities:

Type of Liability	Remaining Term			Remaining Term		
	31.12.2025 Total	Up to one year	More than one year	31.12.2024 Total	Up to one year	More than one year
	In €k	In €k	In €k	In €k	In €k	In €k
Trade Payables	865	865	0	7	7	0
Liabilities to Affiliated Companies	36,248	36,248	0	1,109	1,109	0
of which to Shareholders	0	0	0	0	0	0
Other Liabilities	9,625	9,625	0	9,612	9,612	0

As in the previous year, there are no liabilities with a remaining term of more than five years.

Trade payables in the amount of €865k (previous year: €7k) mainly include liabilities from consulting costs.

Liabilities to affiliated companies in the amount of €36,248k (previous year: €1,109k) mainly include liabilities from cash pooling in the amount of €37,395k (previous year: €620k) and liabilities as part of the VAT group in the amount of €336k (previous year: €186k).

Receivables and liabilities are reported net for each company, insofar as an offsetting situation pursuant to Section 387 et seq. BGB is given.

Other liabilities in the amount of €9,625k (previous year: €9,612k) mainly include VAT liabilities in the amount of €8.589k (previous year: €9,428k) as well as a liability of €957k for outstanding share buybacks.

None of the liabilities are collateralized.

4. Notes to the Profit and Loss Statement

4.1 Revenues

In the 2025 financial year, IONOS Group SE reported revenue of €16,215k (previous year: €17,997k). All the revenue was generated in Germany.

Revenue with affiliated companies in the amount of €16,215k (previous year: €17,997k) resulted from internal cost allocation. The costs of the Management Board members are primarily passed on to IONOS Holding SE

The company reports external revenue from the rental of underground parking spaces in the amount of €294 (previous year: €338).

4.2 Other Operating Income

Other operating income is broken down as follows:

(all amounts in €k)	01.01.- 31.12.2025	01.01.- 31.12.2024
Other operating income	4,034	1,025
of which from internal recharges / recalculations	2,949	907
of which from the reversal of provisions	1,076	79
of which others	7	39
of which income relates to other periods	1	0
of which currency translation	1	0

The income from intragroup recharges comprises recharges to other group companies without surcharges.

The position income relating to other periods mainly included income from the valuation of the SAR provision (€2,875k).

4.3 Cost of Material

The cost of materials in the amount of €294 relates to the rental of underground parking spaces (see item 4.1 Revenue).

4.4 Personnel Expenses

The company's personnel expenses amounted to €14,494k in the reporting year (previous year: €15,961k) and consisted of expenses for wages and salaries of €14,477k (previous year: €15,947) and social security contributions of €17k (previous year: €14k).

Personnel expenses relate to the remuneration of the members of the Management Board of IONOS Group SE.

The company had no employees in the 2025 financial year or in the previous year.

4.5 Other Operating Expenses

Other operating expenses mainly include the following expenses:

(all amounts in €k)	01.01.- 31.12.2025	01.01.- 31.12.2024
Other operating expenses	6,326	4,020
of which legal and consulting fees	2,251	724
of which internal recharges / rebilling	1,076	907
of which other personnel expenses	963	219
of which costs for financial statements and auditing	909	898
of which external work (internal)	420	321
of which advertising expenses	241	236
of which external work	127	125
of which repairs and maintenance	106	113
of which expenses relating to other periods	61	268
of which insurance, contributions	23	72
of which others	149	137

Internal third-party work includes expenses from the internal cost allocation of other Group companies.

The legal and consulting costs of €2,251k (previous year: €724k) include expenses for legal and tax advice as well as Supervisory Board remuneration. The consulting expenses are related to the acquisition of additional Group investments and a carve-out project.

Other personnel expenses, amounting to €963k, are primarily related to recruitment costs of €954k.

Expenses from intra-group recharges include recharges to other group companies without surcharges.

The line item insurance and contributions in the amount of €23k (previous year: €7k) consists, as in the previous year, primarily insurance contributions for directors and officers insurance (previous year: €23k). The previous year's figure included, in particular, one-time effects related to the initial public offering.

Other operating expenses include currency translation expenses of €179.70 (previous year: €304.68).

4.6 Income from Loans of Financial Assets

Income from loans of financial assets in the amount of €37k (previous year: €37k) exclusively includes interest from the loan to IONOS Holding SE.

4.7 Interest and Similar Expenses

Other interest and similar expenses totaling €844,000 (previous year: €540,000) include expenses related to cash pooling with IONOS Holding SE in the amount of €815,000 (previous year: €388,000) as well as fees of €29,000 (previous year: €152,000) related to a €800,000 loan taken out by IONOS Holding SE from a banking consortium.

4.8 Income and Expenses relating to other Periods

In the reporting year, other operating income includes income relating to other periods in the amount of €2,950k (previous year: €79k). This relates to income from the reversal of provisions in the amount of €2,949k (previous year: €79k).

Other operating expenses include expenses relating to other periods in the amount of €61k (previous year: €268k). Expenses relating to other periods mainly include consulting expenses from 2023 (€148k); in the previous year, these mainly included consulting expenses from 2023 amounting to €148k.

5. Other Notes

5.1 Cash-Pooling

IONOS Group SE has been connected to the group's own cash pool of United Internet AG via IONOS Holding SE since June 2022.

There are agreements between certain companies of the United Internet AG, Montabaur, Group and Commerzbank AG, Frankfurt am Main, on the implementation of a cash pooling system in which the daily account balances are transferred to a liquidity account.

IONOS Holding SE is not jointly and severally liable for the credit line of United Internet AG or other Group companies.

5.2 Other Financial Obligations

As of the balance sheet date, other financial obligations amounted to €322k (previous year: €156k) with a term until 2040.

Financial obligations from rental agreements amounted to €102k.

As of 31 December 2025, there is an order commitment of €220k (previous year: €64k) for goods and services, of which €220k (previous year: €64k) will be recognized as intangible assets or property, plant and equipment in the 2026 financial year.

5.3 Management Board

The Management Board of IONOS Group SE consists of the following three members in the financial year and as of December 31, 2025:

- Achim Weiß (Chief Executive Officer, Professional Business Hosting, Chairman of the Management Board), Berlin
No member of statutory supervisory boards or other supervisory bodies
- Dr. Jens-Christian Reich (Chief Commercial Officer, Deputy Chairman of the Management Board), Heidelberg
No member of statutory supervisory boards or other supervisory bodies
- Britta Schmidt (Chief Financial Officer, until 31. December 2025), Munich
No member of statutory supervisory boards or other supervisory bodies
- Patrik Heider (Chief Financial Officer, since 15. November 2025), Munich
No member of statutory supervisory boards or other supervisory bodies

The total remuneration in accordance with Section 285 HGB for the members of the Management Board amounted to €4,360k in the reporting year (previous year: €2,695k).

The total remuneration in the 2025 reporting year includes fixed remuneration of €1,808k (previous year: €1,731k) and variable remuneration excluding share-based payments of €654k (previous year: €964k). The variable remuneration for the 2025 financial year has not yet been paid out as of December 31, 2025, and is included in a provision.

The remuneration package includes long-term, share-based remuneration in the form of a virtual stock appreciation rights plan (SAR plan 2023), under which virtual stock appreciation rights (SARs) are granted, as well as a replacement bonus for the LTIP available in the past.

In fiscal year 2025, a total of 177,000 new SARs (previous year: 0) with a fair value of €1,898k (previous year: €0) were granted as part of new grants and adjustments to existing grants.

5.4 Supervisory Board

The company's Supervisory Board consisted of the following members as of December 31, 2025:

- **Ralph Dommermuth (Chairman of the Supervisory Board)**
 Entrepreneur, company founder and Chairman of the Management Board of United Internet AG, Montabaur
 Member of statutory supervisory boards or other supervisory bodies:
 - 1&1 Versatel GmbH, Düsseldorf
 - IONOS Holding SE, Montabaur
 - 1&1 Mail & Media Applications SE, Montabaur
 - 1&1 Telecommunication SE, Montabaur

- **René Obermann (Deputy Chairman of the Supervisory Board)**
 Managing Director of Warburg Pincus Deutschland GmbH, Berlin
 Member of statutory supervisory boards or other supervisory bodies:
 - Airbus SE, Leiden, Netherlands (Member of the Board of Directors)

- **Dr. Claudia Borgas-Herold (Member of the Supervisory Board)**
 Entrepreneur, Managing Director of borgas advisory GmbH, Kilchberg, Switzerland

- **Carsten Theurer (Member of the Supervisory Board since 13. May 2025)**
- **Chief Financial Officer United Internet AG, Montabaur**
- **Member of statutory supervisory boards or other supervisory bodies:**
 - 1&1 Mail & Media Applications SE, Montabaur (Deputy Chairman of the Supervisory Board)
 - 1&1 Versatel GmbH, Düsseldorf (Deputy Chairman of the Supervisory Board)
 - AWIN AG, Berlin
 - uberall GmbH, Berlin
 - rankingcoach GmbH, Köln

- **Vanessa Stuetzle (Member of the Supervisory Board)**
 Chief Executive Officer, LUQOM Group, Berlin
 Member of statutory supervisory boards or other supervisory bodies:
 - Hornbach Holding AG Co. KGaA, Neustadt
 - Hornbach Management AG, Trifels

- **Kurt Dobitsch (Member of the Supervisory Board)**
 Entrepreneur, Markt Schwaben
 Member of statutory supervisory boards or other supervisory bodies:
 - 1&1 AG, Montabaur (Chairman of the Supervisory Board)
 - 1&1 Mail & Media Applications SE, Montabaur (Chairman of the Supervisory Board)
 - Nemetschek SE, Munich (Chairman of the Supervisory Board)
 - Bechtle AG, Gaildorf
 - Singhammer IT Consulting AG, Munich

Supervisory Board compensation consists of fixed annual compensation and attendance fees and amounted to €230k in 2025 (previous year: €234k). It also includes compensation for service on the Audit and Risk Committee.

There are no subscription rights or other share-based remuneration for members of the Supervisory Board.

5.5 Related Party Transactions

No transactions were conducted with related companies or persons at non-standard market conditions in the financial year.

5.6 Notes on Employees

The company had no employees in the 2025 financial year or in the previous year.

5.7 Contingencies

Due to the integration of IONOS Group SE into the two-tier cash pooling system of the parent company United Internet AG, the offsetting of liabilities from cash pooling of the United Internet Group companies against the parent company's credit balance results in a positive balance, which means that there is no joint and several liability risk.

Beyond this, the Management Board is not aware of any facts that could have a material impact on the company's business activities, financial circumstances or business results.

The control agreement entered into on November 24, 2022, with IONOS Holding SE, Montabaur, imposes an obligation to absorb losses.

5.8 Group Relationships

The IONOS Group SE prepares consolidated financial statements for the smallest group of companies as of the balance sheet date.

The consolidated financial statements for the largest group of companies are prepared by United Internet AG, Montabaur.

Both consolidated financial statements are prepared in accordance with Section 315e HGB, in accordance with International Financial Reporting Standards (IFRS) as adopted by European law. The consolidated financial statements are published in the Company Register and are also available on the websites of the Company Register, IONOS Group SE and United Internet AG.

5.9 Subsequent Events Report

The large-scale attack launched by the U.S. and Israel against Iran at the end of February marked the beginning of the 2026 Iran War. Iran responded to these attacks with counterattacks against Israel and various countries and targets throughout the Middle East, including the Strait of Hormuz, which is vital to global shipping, the global energy supply, and global supply chains.

IONOS does not operate locally as part of its business activities. Only minor revenue is generated from these countries and regions via the U.S. site IONOS.com. However, the company does not maintain any locations in the aforementioned countries and regions. Against this backdrop, IONOS currently does not anticipate any significant impact on the business development and financial position of the company or

the Group, particularly since the Group's business model is based on a large number of electronic subscriptions with fixed and moderate monthly fees and contractually defined terms. This ensures stable and predictable revenue and cash flows and provides protection against economic fluctuations.

Nevertheless, the economic consequences of the war (such as shortages or price increases for oil, gas, and raw materials, or disrupted supply chains from the Far East) cannot yet be specifically assessed for the target countries of the IONOS companies or for IONOS itself. The same applies to the potential risk of the war spreading to other countries.

Furthermore, no events of particular significance have occurred at IONOS Group SE since the balance sheet date of December 31, 2025, that would have a material impact on the company's earnings, assets, and financial position with implications for accounting and reporting.

As part of the share repurchase program announced on November 21, 2025, IONOS Group SE acquired a total of 2,000,000 treasury shares between November 26, 2025, and March 2, 2026, thereby completing the share repurchase program. The purchase price, excluding incidental acquisition costs, amounted to €51,932k.

5.10 Auditor's Fee

The total fee charged by the auditor for the financial year is not disclosed, as it is included in the disclosures in the consolidated financial statements of IONOS Group SE.

In addition to the financial statement audit, the firm primarily provided assurance services as part of a project-based audit utilizing information technology (IDW PS 850), covenant reports, audit support in connection with the billing carve-out project, and services related to the C5 criteria catalog for secure cloud computing required by the Federal Office for Information Security.

5.11 Declaration pursuant to § 161 AktG

On December 16, 2025, the Management Board and Supervisory Board of IONOS Group SE issued the declaration required by Section 161 of the German Stock Corporation Act (AktG) and made it permanently available on the website at www.ionos-group.com.

IONOS Group SE

Montabaur, March 16, 2026

Achim Weiß

Jens-Christian Daniel Alfred Reich

Patrik Heider

182 IONOS Group SE, Montabaur
Development of Fixed Assets
as of December 31, 2025

Attachment 1 to the Notes

	Acquisition and Production Costs				Accumulated Depreciation and Amortization					Book values		
	1/1/2025 EUR	Additions EUR	Disposals EUR	Transfer EUR	12/31/2025 EUR	1/1/2025 EUR	Additions EUR	Disposals EUR	Transfer EUR	12/31/2025 EUR	12/31/2025 EUR	31.12.2024 EUR
I. Intangible Assets												
Purchased concessions, industrial property rights and similar rights and assets, and licenses in such rights and assets	0.00	23,580.00	0.00	0.00	23,580.00	0.00	3,057.00	0.00	0.00	3,057.00	20,523.00	0.00
	0.00	23,580.00	0.00	0.00	23,580.00	0.00	3,057.00	0.00	0.00	3,057.00	20,523.00	0.00
II. Fixed Assets												
Other equipment, operating and office equipment	1,325.00	0.00	0.00	0.00	1,325.00	441.00	331.00	0.00	0.00	772.00	553.00	884.00
	1,325.00	0.00	0.00	0.00	1,325.00	441.00	331.00	0.00	0.00	772.00	553.00	884.00
III. Financial Assets												
1. Shares in affiliated companies	156,060,001.00	0.00	0.00	0.00	156,060,001.00	0.00	0.00	0.00	0.00	0.00	156,060,001.00	156,060,001.00
2. Loans to affiliated companies	364,100,000.00	0.00	0.00	0.00	364,100,000.00	0.00	0.00	0.00	0.00	0.00	364,100,000.00	364,100,000.00
	520,160,001.00	0.00	0.00	0.00	520,160,001.00	0.00	0.00	0.00	0.00	0.00	520,160,001.00	520,160,001.00
	520,161,326.00	23,580.00	0.00	0.00	520,184,906.00	441.00	3,388.00	0.00	0.00	3,829.00	520,181,077.00	520,160,885.00

IONOS Group SE, Montabaur
List of Shareholdings December 31, 2025,

Attachment to Notes 2

	Share of Capital in %	Equity of the company as of 31.12.2025 T€	Net Income / Net Loss 2025 T€
Directly held shares			
IONOS Holding SE	100.00	1,030,987	202,159
Indirectly held shares			
1&1 Cardgate LLC, Philadelphia, Pennsylvania / USA (8)	100.00	0	-66
A1 Media USA LLC, Philadelphia, Pennsylvania / USA (8)	100.00	197	13
Arsys Internet E.U.R.L., Perpignan / France (8)	100.00	174	3
Arsys Internet S.L.U., Logroño / Spain (8)	100.00	132,452	11,397
AZ.pl Sp. z o.o., Stettin / Poland (8)	100.00	1,012	936
Blitz F25-73 GmbH, Frankfurt Main (8)	100.00	25	0
Blitz F25-74 GmbH, Frankfurt Main (9)	100.00	25	0
CM4all GmbH, Cologne (8)	100.00	9,048	9,349
Content Management Inc., Boston, Massachusetts / USA (8)	100.00	193	263
Cronon GmbH, Berlin (10) (11)	100.00	157	0
Domain Robot Enterprises Inc., Vancouver / Canada (4)	100.00	47	0
DomCollect International GmbH, Montabaur (2) (8)	100.00	25	0
Fasthosts Internet Ltd., Gloucester / UK (8)	100.00	13,725	12,893
HBS Cloud Sp. z o.o., Stettin / Poland (8)	100.00	22	4
home.pl sp: z o. o. (ehemals home.pl S.A.), Stettin / Poland (8)	100.00	58,365	8,289
Immobilienverwaltung AB GmbH, Montabaur (8)	100.00	442	42
InterNetX, Corp., Miami, Florida / USA (8)	100.00	851	662
InterNetX GmbH, Regensburg (2) (8)	100.00	4,469	0
InterNetX Holding GmbH, Regensburg (2) (8)	100.00	49,043	21,373
IONOS Cloud France SAS, Paris/ Frankreich (8)	100.00	10	0
IONOS Cloud Holdings Ltd., Gloucester / UK (8)	100.00	73,150	16
IONOS Cloud Inc., Newark, New Jersey / USA (8)	100.00	-361	-967
IONOS Cloud Ltd., Gloucester / UK (8)	100.00	10,712	3,388
IONOS Cloud S.L.U., Madrid / Spanien (8)	100.00	4,346	1,661
IONOS Datacenter SAS, Niederlauterbach / France (8)	100.00	2,202	-71
IONOS Inc., Philadelphia, Pennsylvania / USA (8)	100.00	20,654	4,359
IONOS INTERNATIONAL PTE. LTD., Singapore (8)	100.00	9	-58
IONOS (Philippines), Inc., Cebu City / Philippines (6)	100.00	1,169	56
IONOS S.A.R.L., Saargemünd / France (8)	100.00	1,875	2,037
IONOS SE, Montabaur (9) (12)	100.00	390,319	0
IONOS Service GmbH, Montabaur (1) (8)	100.00	240	0
IONOS S.R.L. (ehemals 1&1 Internet Development SRL, Bucharest / Romania) (5)	100.00	2,605	1,506

	Share of Capital	Equity of the company as of 31.12.2025	Net Income / Net Loss 2025
	in %	T€	T€
PrivateName Services Inc., Richmond / Canada (8)	100.00	0	0
PSI-USA, Inc., Las Vegas, Nevada / USA (8)	100.00	-745	-633
Schlund Technologies GmbH, Regensburg (2) (8)	100.00	25	0
Sedo GmbH, Cologne (2) (8)	100.00	13,428	0
Sedo.cn Ltd., Shenzhen / VR China (4) (8)	100.00	0	0
Sedo.com LLC, Cambridge, Massachusetts / USA (8)	100.00	25,803	3,147
STRATO GmbH, Berlin (9) (12)	100.00	9,716	0
STRATO Customer Service GmbH, Berlin (10) (11)	100.00	200	0
Tesys Internet S.L.U., Logroño / Spain (8)	100.00	3,133	91
united-domains GmbH, Starnberg (1)(8)	100.00	431	0
united-domains Reselling GmbH, Starnberg (3) (8)	100.00	25	0
we22 GmbH, Cologne (8)	100.00	4,545	942
we22 Solutions GmbH, Berlin (9)	100.00	2,326	218
World4You Internet Services GmbH, Linz / Austria (8)	100.00	6,017	5,482
premium.pl Sp. z o.o., Stettin / Poland (7)	75.00	654	30
Street Media GmbH, Berlin (8)	28.70	19	-6
Stackable GmbH, Pinneberg (8)	27.54	0	0
ENTRI LLC, Leesburg / USA (8) (13)	< 20.00	-	-
Worcester Six Management Company Ltd., Birmingham / UK (8) (13)	< 20.00	-	-

(1) Profit transfer with IONOS SE, Montabaur

(2) Profit transfer with InterNetX Holding GmbH, Regensburg (direct/indirect)

(3) Profit transfer with united-domains AG, Starnberg

(4) No operating activities

(5) United Internet Corporate Services GmbH (1.00%)

(6) Hüseyin Dogan (0.008%), Britta Schmidt (0.008%), Debra Sitoy (0.008%), Gelfa M. Lobitana (0.008%), Pierre Pauline M. Yrastorza (0.008%)

(7) Przemyslaw Pawel Bojczuk (25.00%)

(8) is held directly/indirectly via IONOS SE, Montabaur

(9) is held directly/indirectly via IONOS Holding SE, Montabaur

(10) is held indirectly via STRATO GmbH, Berlin

(11) Profit and loss transfer with STRATO GmbH, Berlin

(12) Profit and loss transfer with IONOS Holding SE, Montabaur

(13) Based on the published figures as at December 31, 2025

RESPONSIBILITY STATEMENT

To the best of our knowledge, and in accordance with the applicable accounting principles, the Financial Statements give a true and fair view of the assets, liabilities, financial position, and profit or loss of the Company, and the Management Report includes a fair review of the development and performance of the business and the position of the Company, together with a description of the principal opportunities and risks associated with the expected development of the Company.

Montabaur, March 16, 2026

The Management Board

Achim Weiß

Patrik Heider

Jens-Christian Daniel Alfred Reich

INDEPENDENT AUDITOR'S REPORT

To IONOS Group SE, Montabaur

REPORT ON THE AUDIT OF THE ANNUAL FINANCIAL STATEMENTS AND OF THE MANAGEMENT REPORT

Audit Opinions

We have audited the annual financial statements of IONOS Group SE, Montabaur, which comprise the balance sheet as at 31 December 2025, and the statement of profit and loss for the financial year from 1 January to 31 December 2025 and notes to the financial statements, including the presentation of the recognition and measurement policies. In addition, we have audited the management report of IONOS Group SE, which is combined with the group management report, for the financial year from 1 January to 31 December 2025. In accordance with the German legal requirements, we have not audited the content of those parts of the management report listed in the "Other Information" section of our auditor's report.

In our opinion, on the basis of the knowledge obtained in the audit,

- the accompanying annual financial statements comply, in all material respects, with the requirements of German commercial law and give a true and fair view of the assets, liabilities and financial position of the Company as at 31 December 2025 and of its financial performance for the financial year from 1 January to 31 December 2025 in compliance with German Legally Required Accounting Principles and
- the accompanying management report as a whole provides an appropriate view of the Company's position. In all material respects, this management report is consistent with the annual financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. Our audit opinion on the management report does not cover the content of those parts of the management report listed in the "Other Information" section of our auditor's report.

Pursuant to § [Article] 322 Abs. [paragraph] 3 Satz [sentence] 1 HGB [Handelsgesetzbuch: German Commercial Code], we declare that our audit has not led to any reservations relating to the legal compliance of the annual financial statements and of the management report.

Basis for the Audit Opinions

We conducted our audit of the annual financial statements and of the management report in accordance with § 317 HGB and the EU Audit Regulation (No. 537/2014, referred to subsequently as "EU Audit Regulation") in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). We performed the audit of the annual financial statements in supplementary compliance with the International Standards on Auditing (ISAs). Our responsibilities under those

requirements, principles and standards are further described in the “Auditor’s Responsibilities for the Audit of the Annual Financial Statements and of the Management Report” section of our auditor’s report. We are independent of the Company in accordance with the requirements of European law and German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. In addition, in accordance with Article 10 (2) point (f) of the EU Audit Regulation, we declare that we have not provided non-audit services prohibited under Article 5 (1) of the EU Audit Regulation. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions on the annual financial statements and on the management report.

Key Audit Matters in the Audit of the Annual Financial Statements

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the annual financial statements for the financial year from 1 January to 31 December 2025. These matters were addressed in the context of our audit of the annual financial statements as a whole, and in forming our audit opinion thereon; we do not provide a separate audit opinion on these matters.

In our view, the matter of most significance in our audit was as follows:

- ① Measurement of shares in affiliated companies and loans to these affiliated companies

Our presentation of this key audit matter has been structured as follows:

- ① Matter and issue
- ② Audit approach and findings
- ③ Reference to further information

Hereinafter we present the key audit matter:

① **Measurement of shares in affiliated companies and loans to these affiliated companies**

- ① In the annual financial statements of the Company shares in affiliated companies amounting to EUR 156.1 million are reported under the "Financial assets" balance sheet item. In addition, EUR 364.1 million in loans to these affiliated companies was also recognized. Together, the carrying amount of the total exposure amounts to EUR 520.2 million (98.4% of total assets).

Shares in affiliated companies and loans are measured in accordance with German commercial law at the lower of cost or fair value. The fair values are calculated using the capitalized earnings method as the present values of the financial surpluses according to the planning projections prepared by the executive directors. Expectations relating to future market developments and assumptions about the development of macroeconomic factors are also taken into account. The discount rate used is the capitalization rate calculated individually for the respective affiliated company. On the basis of the values determined and supplementary documentation, no write-downs were required for the financial year.

The outcome of this valuation is dependent to a large extent on the estimates made by the executive directors of the future financial surpluses, and on the respective discount rates and rates of growth used. The valuation is therefore subject to material uncertainty. Against this background and due to the highly complex nature of the valuation and its material significance for the Company's net assets and results of operations, this matter was of particular significance in the context of our audit.

- ② As part of our audit, we evaluated the methodology employed by the Company for the purposes of the valuation of shares in affiliated companies and loans to those affiliated companies, among other things. In particular, we assessed whether the fair values of the material equity investments had been appropriately determined using the dividend discount method in compliance with the relevant measurement standards. We based our assessment, among other things, on a comparison with general and sector-specific market expectations as well as on the executive directors' detailed explanations regarding the key value drivers underlying the expected financial surpluses. In the knowledge that even relatively small changes in the discount rate and the growth rates applied can have a material impact on values, we focused our testing in particular on the parameters used to determine the discount rate and growth rate applied, and assessed the calculation model. We concluded by assessing whether the values calculated in this way were properly compared against the corresponding carrying amounts, in order to ascertain any impairment losses or reversals of impairment losses.

Taking into consideration the information available, in our view the valuation parameters and underlying assumptions used by the executive directors are suitable overall for the purpose of appropriately measuring shares in affiliated companies and the loans to those affiliated companies.

- ③ The Company's disclosures relating to financial assets are contained in the section "Accounting policies" and the section "Balance sheet disclosures – Financial assets" of the notes to the financial statements, and in the annexes "1 – Changes in fixed assets" and "2 – Shareholdings" to the notes to the financial statements.

Other Information

The executive directors are responsible for the other information. The other information comprises the following non-audited parts of the management report:

- the section "1.4 Main focus areas for products and innovations" of the management report
- the disclosures marked as unaudited in the sections "2.2 Business development" and "4. Internal control and risk management system" of the management report
- the statement on corporate governance pursuant to § 289f HGB and § 315d HGB included in section „6. Declaration on company management“ of the management report

Our audit opinions on the annual financial statements and on the management report do not cover the other information, and consequently we do not express an audit opinion or any other form of assurance conclusion thereon.

In connection with our audit, our responsibility is to read the other information mentioned above and, in so doing, to consider whether the other information

- is materially inconsistent with the annual financial statements, with the management report disclosures audited in terms of content or with our knowledge obtained in the audit, or
- otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Executive Directors and the Supervisory Board for the Annual Financial Statements and the Management Report

The executive directors are responsible for the preparation of the annual financial statements that comply, in all material respects, with the requirements of German commercial law, and that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German Legally Required Accounting Principles. In addition, the executive directors are responsible for such internal control as they, in accordance with German Legally Required Accounting Principles, have determined necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud (i.e., fraudulent financial reporting and misappropriation of assets) or error.

In preparing the annual financial statements, the executive directors are responsible for assessing the Company's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting, provided no actual or legal circumstances conflict therewith.

Furthermore, the executive directors are responsible for the preparation of the management report that as a whole provides an appropriate view of the Company's position and is, in all material respects, consistent with the annual financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, the executive directors are responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the management report.

The supervisory board is responsible for overseeing the Company's financial reporting process for the preparation of the annual financial statements and of the management report.

Auditor's Responsibilities for the Audit of the Annual Financial Statements and of the Management Report

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the management report as a whole provides an appropriate view of the Company's position and, in all material respects, is consistent with the annual financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our audit opinions on the annual financial statements and on the management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with § 317 HGB and the EU Audit Regulation and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) and supplementary compliance with the ISAs will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual financial statements and this management report.

We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial statements and of the management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal control relevant to the audit of the annual financial statements and of arrangements and measures (systems) relevant to the audit of the management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of the internal control of the Company and these arrangements and measures (systems), respectively.
- Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.
- Conclude on the appropriateness of the executive directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the annual financial statements and in the management report or, if such disclosures are inadequate, to modify our respective audit opinions. Our conclusions are based on the audit evidence obtained up to the

date of our auditor's report. However, future events or conditions may cause the Company to cease to be able to continue as a going concern.

- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements present the underlying transactions and events in a manner that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German Legally Required Accounting Principles.
- Evaluate the consistency of the management report with the annual financial statements, its conformity with German law, and the view of the Company's position it provides.
- Perform audit procedures on the prospective information presented by the executive directors in the management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by the executive directors as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate audit opinion on the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with the relevant independence requirements, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the annual financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

OTHER LEGAL AND REGULATORY REQUIREMENTS

Report on the Assurance on the Electronic Rendering of the Annual Financial Statements and the Management Report Prepared for Publication Purposes in Accordance with § 317 Abs. 3a HGB

Assurance Opinion

We have performed assurance work in accordance with § 317 Abs. 3a HGB to obtain reasonable assurance as to whether the rendering of the annual financial statements and the management report (hereinafter the "ESEF documents") contained in the electronic file `ionosgroupse_EA+LB_2025-12-31-0-de.zip` and prepared for publication purposes complies in all material respects with the requirements of § 328 Abs. 1 HGB for the electronic reporting format

("ESEF format"). In accordance with German legal requirements, this assurance work extends only to the conversion of the information contained in the annual financial statements and the management report into the ESEF format and therefore relates neither to the information contained within these renderings nor to any other information contained in the electronic file identified above.

In our opinion, the rendering of the annual financial statements and the management report contained in the electronic file identified above and prepared for publication purposes complies in all material respects with the requirements of § 328 Abs. 1 HGB for the electronic reporting format. Beyond this assurance opinion and our audit opinion on the accompanying annual financial statements and the accompanying management report for the financial year from 1 January to 31 December 2025 contained in the "Report on the Audit of the Annual Financial Statements and on the Management Report" above, we do not express any assurance opinion on the information contained within these renderings or on the other information contained in the electronic file identified above.

Basis for the Assurance Opinion

We conducted our assurance work on the rendering of the annual financial statements and the management report contained in the electronic file identified above in accordance with § 317 Abs. 3a HGB and the IDW Assurance Standard: Assurance Work on the Electronic Rendering of Financial Statements and Management Reports, Prepared for Publication Purposes in Accordance with § 317 Abs. 3a HGB (IDW AsS 410 (06.2022)) and the International Standard on Assurance Engagements 3000 (Revised). Our responsibility in accordance therewith is further described in the "Auditor's Responsibilities for the Assurance Work on the ESEF Documents" section. Our audit firm applies the IDW Standard on Quality Management: Requirements for Quality Management in the Audit Firm (IDW QMS 1 (09.2022)).

Responsibilities of the Executive Directors and the Supervisory Board for the ESEF Documents

The executive directors of the Company are responsible for the preparation of the ESEF documents including the electronic rendering of the annual financial statements and the management report in accordance with § 328 Abs. 1 Satz 4 Nr. [number] 1 HGB.

In addition, the executive directors of the Company are responsible for such internal control as they have considered necessary to enable the preparation of ESEF documents that are free from material non-compliance with the requirements of § 328 Abs. 1 HGB for the electronic reporting format, whether due to fraud or error.

The supervisory board is responsible for overseeing the process for preparing the ESEF-documents as part of the financial reporting process.

Auditor's Responsibilities for the Assurance Work on the ESEF Documents

Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material non-compliance with the requirements of § 328 Abs. 1 HGB, whether due to fraud or error. We exercise professional judgment and maintain professional skepticism throughout the assurance work. We also:

- Identify and assess the risks of material non-compliance with the requirements of § 328 Abs. 1 HGB, whether due to fraud or error, design and perform assurance procedures responsive to those risks, and obtain assurance evidence that is sufficient and appropriate to provide a basis for our assurance opinion.
- Obtain an understanding of internal control relevant to the assurance work on the ESEF documents in order to design assurance procedures that are appropriate in the circumstances, but not for the purpose of expressing an assurance opinion on the effectiveness of these controls.
- Evaluate the technical validity of the ESEF documents, i.e., whether the electronic file containing the ESEF documents meets the requirements of the Delegated Regulation (EU) 2019/815 in the version in force at the date of the annual financial statements on the technical specification for this electronic file.
- Evaluate whether the ESEF documents provide an XHTML rendering with content equivalent to the audited annual financial statements and to the audited management report.

Further Information pursuant to Article 10 of the EU Audit Regulation

We were elected as auditor by the annual general meeting on 25 March 2025. We were engaged by the supervisory board on 22 December 2025. We have been the auditor of the IONOS Group SE, Montabaur, without interruption since the financial year 2022.

We declare that the audit opinions expressed in this auditor's report are consistent with the additional report to the audit committee pursuant to Article 11 of the EU Audit Regulation (long-form audit report).

REFERENCE TO AN OTHER MATTER – USE OF THE AUDITOR'S REPORT

Our auditor's report must always be read together with the audited annual financial statements and the audited management report as well as the assured ESEF documents. The annual financial statements and the management report converted to the ESEF format – including the versions to be filed in the company register – are merely electronic renderings of the audited annual financial statements and the audited management report and do not take their place. In particular, the "Report on the Assurance on the Electronic Rendering of the Annual Financial Statements and the Management Report Prepared for Publication Purposes in Accordance with § 317 Abs. 3a HGB" and our assurance opinion contained therein are to be used solely together with the assured ESEF documents made available in electronic form.

GERMAN PUBLIC AUDITOR RESPONSIBLE FOR THE ENGAGEMENT

The German Public Auditor responsible for the engagement is Christian David Simon.

Düsseldorf, 16 March 2026

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

Erik Hönig
Wirtschaftsprüfer
(German Public Auditor)

Christian David Simon
Wirtschaftsprüfer
(German Public Auditor)

IONOS Group SE

Elgendorfer Straße 57
56410 Montabaur

www.ionos-group.com