

LEIFHEIT

AKTIENGESELLSCHAFT

**LEADING
WITH
FOCUS.**
CREATING
SUSTAINABLE
VALUE.



Invitation to the Annual General Meeting

28 May 2025

**English translation, the German version
is the only legally binding version.**

**Disclosures in accordance with section 125 German stock corporation act (AktG)
in conjunction with article 4 and table 3 of the Implementing Regulation (EU) 2018/1212 (EU-IR)**

A. Specification of the message	
1. Unique identifier of the event	Annual General Meeting 2025 of Leifheit Aktiengesellschaft; in format according to EU-IR: 55e3f8c818edef11b53e00505696f23c
2. Type of message	Invitation to the Annual General Meeting; in format according to EU-IR: NEWM
B. Specification of the issuer	
1. ISIN	DE0006464506
2. Name of issuer	Leifheit Aktiengesellschaft
C. Specification of the meeting	
1. Date of the meeting	28 May 2025; in format according to EU-IR: 20250528
2. Time of the meeting	11:00 a.m. (CEST); in format according to EU-IR: 09:00 a.m. UTC
3. Type of the meeting	Annual General Meeting; in format according to EU-IR: GMET
4. Location of the meeting	Deutsche Nationalbibliothek, Adickesallee 1, 60322 Frankfurt/Main, Germany
5. Record date	6 May 2025; in format according to EU-IR: 20250506
6. Uniform resource locator (URL)	https://www.leifheit-group.com/investor-relations/hauptversammlung/ ; https://www.leifheit-group.com/en/investor-relations/general-meeting/

Summary agenda

1. Presentation of the adopted annual financial statements of Leifheit AG, the approved consolidated financial statements, the combined management report of Leifheit AG and the Group, including the explanatory report of the Board of Management on the disclosures required according to sections 289a and 315a of the German commercial code (HGB) as well as the report of the Supervisory Board, each for financial year 2024
2. Appropriation of the balance sheet profit
3. Approval of the actions of the Board of Management members for financial year 2024
4. Approval of the actions of the Supervisory Board members for financial year 2024
5. Election of an auditor for the annual financial statements and the consolidated financial statements for financial year 2025 as well as the auditor on the possible review of interim financial reports
6. Approval of the remuneration report for financial year 2024
7. Approval of the remuneration system of Board of Management members
8. Amendment of art. 12 para 4 of the articles of incorporation
9. Remuneration of Supervisory Board members
10. Authorisation to acquire and dispose of treasury shares in accordance with section 71 para. 1 no. 8 AktG
11. Renewal of the authorisation to enable virtual AGMs



AKTIENGESELLSCHAFT

Stock corporation under German law with headquarters in Nassau/Lahn, Germany, ISIN DE0006464506

Invitation to the Annual General Meeting 2025

Dear shareholders,

We invite you to our **Annual General Meeting**, which will take place on **Wednesday, 28 May 2025, 11:00 a.m. (CEST)**, at the **Deutsche Nationalbibliothek (German National Library), Adickesallee 1, 60322 Frankfurt/Main, Germany**.

I AGENDA

- 1. Presentation of the adopted annual financial statements of Leifheit AG, the approved consolidated financial statements, the combined management report of Leifheit AG and the Group, including the explanatory report of the Board of Management on the disclosures required according to sections 289a and 315a of the German commercial code (HGB) as well as the report of the Supervisory Board, each for financial year 2024**

The Supervisory Board approved the annual financial statements and the consolidated financial statements prepared by the Board of Management according to sections 172 and 173 of the German stock corporation act (AktG) on 7 April 2025, thereby adopting the annual financial statements. As a result, this item on the agenda does not require a resolution by the Annual General Meeting. The annual financial statements, consolidated financial statements and combined management report including the Board of Management's explanatory report on the disclosures according to sections 289a and 315a HGB and the Supervisory Board report, each for financial year 2024, can be seen online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

- 2. Appropriation of the balance sheet profit**

The Board of Management and the Supervisory Board propose appropriating the Leifheit AG balance sheet profit of € 11,200,000.00 for financial year 2024 as follows:

Payment to shareholders for financial year 2024	€ 11,034,621.60
This amount is made up of	
- Payment of a dividend of € 1.15 per eligible no-par-value bearer share (ISIN DE0006464506):	€ 10,574,845.70
- Payment of a special dividend of € 0.05 per eligible no-par-value bearer share (ISIN DE0006464506):	€ 459,775.90
Retained earnings	€ 165,378.40

The proposal for the appropriation of the balance sheet profit includes the 804,482 Leifheit AG treasury shares that were held by the Group at the time of the convocation either directly or indirectly and that are not eligible to receive dividends. The number of no-par-value bearer shares which are eligible to receive dividends for financial year 2024 will change in the period up to the Annual General Meeting. In the Annual General Meeting, a correspondingly adapted draft resolution will be put to the vote, with the same dividend amount of € 1.15 per no-par-value bearer share entitled to dividends and a special dividend amount of € 0.05 per no-par-value bearer share entitled to dividends and a correspondingly adjusted total amount for distribution and retained earnings.

- 3. Approval of the actions of the Board of Management members for financial year 2024**

The Board of Management and the Supervisory Board propose approving the actions of Board of Management members acting during financial year 2024.

- 4. Approval of the actions of the Supervisory Board members for financial year 2024**

The Board of Management and the Supervisory Board propose approving the actions of Supervisory Board members acting during financial year 2024.

- 5. Election of an auditor for the annual financial statements and the consolidated financial statements for financial year 2025 as well as the auditor on the possible review of interim financial reports**

The Supervisory Board proposes – based on the recommendation of its Audit Committee – that KPMG AG Wirtschaftsprüfungsgesellschaft, Frankfurt/Main, Germany, be appointed as auditor of the annual financial statements and the consolidated financial statements for financial year 2025 and as auditor for a possible audit review of interim financial reports for financial year 2025 and for a possible audit review of interim financial reports for financial year 2026 prepared before the Annual General Meeting 2026.

The Audit Committee has stated in its recommendation that this is free from undue influence by third parties and that no clause – limiting the selection – has been imposed on it within the meaning of art. 16 para. 6 Statutory Auditors Regulation (EU) 537/2014.

6. Approval of the remuneration report for financial year 2024

According to section 162 AktG, the Board of Management and Supervisory Board must prepare a remuneration report. The auditor has formally audited the remuneration report and issued an audit opinion. The remuneration report and the report on the audit of the remuneration report can be viewed online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

The Board of Management and Supervisory Board propose approving the audited remuneration report prepared in accordance with section 162 AktG for financial year 2024.

7. Approval of the remuneration system of Board of Management members

According to section 120a para. 1 AktG, the Annual General Meeting of a listed company resolves on the approval of the remuneration system for the Board of Management members presented by the Supervisory Board whenever a material change is made, but at least every four years.

On 18 March 2025, the Supervisory Board – based on the recommendation of its Personnel Committee – resolved an amended remuneration system for the Board of Management members, considering the requirements of section 87a para. 1 AktG. This remuneration system contains significant changes compared to the remuneration system for the Board of Management members approved by the Annual General Meeting 2022. A resolution by the Annual General Meeting is therefore required. The remuneration system for Board of Management members can be viewed online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

Based on the recommendation of its Personnel Committee, the Supervisory Board proposes approving the remuneration system for the Board of Management members.

8. Amendment of art. 12 para. 4 of the articles of incorporation

Since the reconstitution of the Supervisory Board following the last Annual General Meeting, the Supervisory Board has significantly improved the efficiency of cooperation both at Supervisory Board meetings and particularly at committee meetings. Intensive project-orientated preparatory work by the members has resulted in a high level of maturity for discussions and resolutions at the respective meetings. The times of both Supervisory Board meetings and committee meetings have been significantly reduced as a result, meaning that committee meetings particularly often fall below the one-hour limit. A reduction in the minimum time for the attendance fee from the previous two hours to one hour is therefore necessary and justified. Art. 12 para. 4 of the articles of incorporation should therefore be amended.

The Board of Management and Supervisory Board propose that art. 12 para. 4 of the articles of incorporation be amended as follows with effect from 1 January 2025:

“(4) In addition, the Supervisory Board members receive an attendance fee of € 1,500.00 for each meeting (in person, by telephone or video conference of at least one hour in duration) of the Supervisory Board and its committees in which they participate. For several meetings that take place on one day, the attendance fee is paid only once. The Chair of the Supervisory Board and the respective Chair of a Supervisory Board committee will receive twice the attendance fee in accordance with sentence 1 for participating meetings they chair.”

9. Remuneration of Supervisory Board members

In accordance with section 113 para. 3 AktG, a resolution on the remuneration of Supervisory Board members must be passed at least every four years. The Annual General Meeting 2021 passed a resolution on the remuneration of Supervisory Board members under agenda item 7. Accordingly, a resolution on the remuneration of the Supervisory Board is to be passed again at the Annual General Meeting 2025 as follows:

- The remuneration to be granted to the Supervisory Board members is regulated in art. 12 of the articles of incorporation. The remuneration regulations set out there are to be confirmed, unless art. 12 para. 4 of the articles of incorporation is amended by the resolution under agenda item 8 of the Annual General Meeting on 28 May 2025.
- According to art. 12 para. 6 of the articles of incorporation, the Annual General Meeting may resolve a long-term variable remuneration component for the Supervisory Board in addition to the remuneration set out in the articles of incorporation. The long-term variable remuneration component resolved by the Annual General Meeting 2019 expired in 2022. To incentivise the members of the Supervisory Board again, a long-term variable remuneration component shall be resolved for the three-year performance period from 1 January 2025 to 31 December 2027.
- Finally, the remuneration of Supervisory Board members, which considers the two aforementioned remuneration regulations, shall be approved.

The exact wording of art. 12 para. 1 to 11 of the articles of incorporation (A), the proposal for the resolution on a long-term variable remuneration component for the Supervisory Board (B) and the details of the remuneration of Supervisory Board members with the disclosures according to section 113 para. 3 sentence 3 and section 87a para. 1 sentence 2 AktG (C) are available online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/> and will be available for inspection during the Annual General Meeting.

In view of this, the Board of Management and Supervisory Board propose that the following resolution be adopted:

- a) The remuneration provisions for the Supervisory Board members are set out in art. 12 para. 1 to 11 of the articles of incorporation of the company are to be retained and are confirmed accordingly, unless art. 12 para. 4 of the articles of incorporation is amended by the resolution under agenda item 8 of the Annual General Meeting on 28 May 2025.
- b) The members of the Supervisory Board are granted a long-term variable remuneration component in accordance with the LTI program.
- c) The remuneration of Supervisory Board members is approved.

10. Authorisation to acquire and use treasury shares in accordance with section 71 para. 1 no. 8 AktG

The Annual General Meeting 2020 authorised the acquisition and use of treasury shares in accordance with section 71 para. 1 no. 8 AktG. This authorisation will expire on 29 September 2025. To ensure that the authorisation to acquire and use treasury shares continues to exist, a new authorisation to acquire and use treasury shares is to be granted.

The Board of Management and Supervisory Board propose adopting the following resolution:

- a) The company is authorised to acquire treasury shares in the form of no-par-value bearer shares of the company up to an amount of 10% of the share capital existing at the time this authorisation comes into effect or – if this value is lower – at the time this authorisation is exercised.

The shares acquired based on this authorisation, together with other treasury shares that the company has already acquired and still holds or that are attributable to it in accordance with sections 71d and 71e AktG, may at no time account for more than 10% of the company's share capital.

- b) The acquire authorisation is valid from 30 September 2025 and is limited until the end of 27 May 2030.
- c) At the discretion of the Board of Management the shares may be acquired, (1) via the stock exchange or (2) by means of a public purchase offer addressed to all shareholders. Offers in accordance with section (2) may also be made by means of an invitation to submit offers.

(1) If the shares are acquired via the stock exchange, the purchase price per share paid by the company (excluding incidental acquisition costs) may not exceed or fall below the arithmetic mean of the closing auction prices of the company's shares in Xetra trading (or in a functionally comparable successor system replacing the Xetra system) on the Frankfurt Stock Exchange on the last three trading days prior to the obligation to purchase by more than 10%.

(2) If the acquisition is made by means of a public purchase offer to all shareholders, the purchase price offered and paid by the company or the limits of the purchase price range per share (excluding incidental acquisition costs) may not exceed or fall below the arithmetic mean of the closing auction prices of the company's shares in Xetra trading (or in a functionally comparable successor system replacing the Xetra system) on the Frankfurt Stock Exchange on the fourth, third and second trading day prior to the day of the decision by the Management Board to make the offer or to accept offers by more than 10%.

If, after publication of the offer, there are price deviations from the purchase price or from a price range set in connection with an invitation to submit offers that could be material to the success of the offer, the offer may be adjusted. In this case, the relevant reference period corresponds to the fourth, third and second trading day prior to the day of publication of the adjustment; the 10% limit for exceeding or falling below the price range must be applied.

If the number of shares tendered or offered for purchase exceeds the total volume intended for purchase by the company, the shareholders' right to tender may be excluded to the extent that the shares are purchased in proportion to the number of shares tendered or offered. In addition, shares may be rounded up or down to avoid fractions of shares. Preferential acceptance of small quantities of up to 100 shares tendered or offered per shareholder may be provided.

The Board of Management determines the details of the respective acquisition structure.

- d) The Board of Management is authorised, with the approval of the Supervisory Board, to use the company shares acquired based on this authorisation or previous authorisations for all legally permissible purposes, particularly for the following purposes:
- (1) The shares can be sold on the stock exchange.
 - (2) The shares can be sold based on an offer made to all shareholders, subject to subscription rights.
 - (3) Shares with a notional value of up to 10% of the share capital existing at the time this authorisation comes into effect or – if this value is lower – at the time this authorisation is exercised may be sold in a manner other than via the stock exchange or by way of an offer to all shareholders, provided that the shares are sold for cash and at a purchase price that is not significantly lower than the stock exchange price of the company's shares already listed at the time of the sale. The exclusion of subscription rights based on other authorisations according to section 186 para. 3 sentence 4 AktG must also be considered when determining whether the 10% limit has been utilised.
 - (4) The shares may be transferred to third parties as part of the acquisition of companies, parts of companies or equity interests in companies or other assets, as well as in the context of business combinations.
 - (5) The shares may be issued to employees of Leifheit AG or to employees of a company affiliated with Leifheit AG, offered for purchase and transferred to them.
 - (6) The company's shares can be cancelled without further resolution by the Annual General Meeting. The cancellation can also be carried out without a capital reduction by increasing the proportionate amount of the remaining no-par value shares in the company's share capital. In this case, the Board of Management is authorised to adjust the number of no-par value shares in the articles of incorporation.
- e) Shareholders' subscription rights may be excluded insofar as the Board of Management utilises the shares for the purposes stated under letter d) sections (3), (4) or (5). In addition, the Board of Management may exclude shareholders' subscription rights for fractional amounts in the event of the sale of treasury shares in accordance with letter d) section (2).
- f) The authorisations contained in this resolution may be used independently of each other, once or several times, individually or jointly, in whole or in part, in pursuit of one or several purposes.

11. Renewal of the authorisation to enable virtual AGMs

The Annual General Meeting 2023 authorised the Board of Management to provide for the Annual General Meeting to be held without the physical presence of shareholders or their proxies at the venue of the Annual General Meeting (virtual Annual General Meeting). The period of this authorisation ends on 26 June 2025.

By continuing to be able to make flexible and appropriate decisions on the format of the Annual General Meeting, the Board of Management shall be authorised to determine the respective format of the Annual General Meeting. The proposed authorisation does not fully utilise the maximum possible term of five years of the authorisation in the articles of incorporation in accordance with section 118a para. 5 no. 2 AktG. Instead, it is proposed that the authorisation be limited to two years after its entry in the commercial register.

The Board of Management and Supervisory Board propose that art. 14 para. 3 of the articles of incorporation be amended as follows, while at the same time cancelling the previous art. 14 para. 3 of the articles of incorporation as follows:

- “(3) The Board of Management is authorised to provide for the Annual General Meeting to be held without the physical presence of shareholders or their proxies at the location of the Annual General Meeting (virtual Annual General Meeting). This authorisation is limited in time and expires at the end of 27 May 2027.”

II REPORT OF THE BOARD OF MANAGEMENT ON AGENDA ITEM 10

Under agenda item 10, the Board of Management and Supervisory Board propose that a new authorisation to acquire and use treasury shares be granted. In accordance with section 71 para. 1 no. 8 sentence 5 AktG in conjunction with section 186 para. 4 sentence 2 AktG, the Board of Management submits this report on the reasons for the authorisations provided for in the proposed resolution to exclude shareholders' tender rights when acquiring treasury shares and subscription rights when using treasury shares, which is as part of this invitation available online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/> and will be available for inspection during the Annual General Meeting:

The Annual General Meeting 2020 passed a resolution authorising the acquisition and use of treasury shares, which is limited until 29 September 2025. Due to the expiry of the authorisation in the current financial year, a new authorisation is to be granted, which will apply from 30 September 2025 (00:00 CEST) and will expire on 27 May 2030 (24:00 CEST).

The new authorisation provides for the acquisition to be carried out as a purchase via the stock exchange or by means of a public purchase offer addressed to all shareholders. The public purchase offer addressed to all shareholders can also be made by means of an invitation to submit offers. In the purchase offer or the invitation to submit offers, each shareholder of the company who is willing to sell can decide how many shares and – if a price range is set – at what price they would like to offer them. If the number of shares tendered or offered at the fixed price exceeds the number of shares requested by the company, acceptance may be based on the ratio of shares tendered or offered. It should be possible to provide for preferential acceptance of small offers or small parts of offers up to a maximum of 100 shares per shareholder. This option serves to avoid fractional amounts when determining the quotas to be acquired and small residual holdings, thereby facilitating technical processing.

The treasury shares acquired in accordance with this or previously granted authorisations may be used for all legally permissible purposes.

It should be possible to resell treasury shares via the stock exchange or by means of an offer to all shareholders. In this way, the principle of equal treatment of shareholders is satisfied when shares are resold. If the shares are sold by means of an offer to all shareholders, the Board of Management is to be authorised to exclude shareholders' subscription rights for fractional amounts. This serves to ensure a technically feasible subscription ratio. The shares excluded from shareholders' subscription rights as free fractions will be realised either by sale on the stock exchange or in some other way in the best possible way for the company. The potential dilution effect is low due to the restriction on fractional amounts.

The Board of Management is to be authorised to exclude shareholders' subscription rights in accordance with section 186 para. 3 sentence 4 AktG for shares up to a notional amount of 10% of the share capital existing at the time this authorisation comes into effect or – if this value is lower – at the time this authorisation is exercised, whereby the 10% limit may not be exceeded in total, i.e. when added to any other authorisations in accordance with section 186 para. 3 sentence 4 AktG. The option to exclude subscription rights opened by the authorisation serves the company's interest in being able to sell treasury shares to institutional investors, for example. Furthermore, new shareholder groups in Germany and abroad can also be acquired as a result. The possibility of excluding subscription rights enables the Board of Management to utilise the opportunities offered by the respective stock exchange situation without the time-consuming and costly processing of subscription rights, particularly a faster and more cost-effective placement. When exercising the authorisation, the Board of Management will keep any discount on the stock exchange price as low as possible in accordance with the market conditions prevailing at the time of placement. By limiting the number of shares to be sold and the obligation to set the selling price of the shares close to the market price, shareholders are adequately protected against a dilution of the value of their shares. At the same time, it is ensured that the consideration to be realised by the company is appropriate.

The Board of Management is also to be authorised to transfer treasury shares to third parties, excluding subscription rights, as part of the acquisition of companies, parts of companies or equity interests in companies or other assets and as part of business combinations. In the face of global competition, Leifheit must be able to always act quickly and flexibly in the interests of its shareholders on national and international markets. This also includes the option of acquiring companies, parts of companies, shareholdings or other assets to improve the competitive position by granting treasury shares or merging with other companies. In negotiations, it may therefore be necessary to offer shares rather than cash as consideration. The ability to offer shares in the company as consideration is particularly necessary in international competition by interesting acquisition targets and creates the necessary range to take advantage of opportunities to acquire companies, parts of companies, shares in companies, shares in companies and other assets. The company is authorised to use shares to acquire equity interests in companies or other assets or as part of business

combinations. In the case of mergers with other companies, the statutory provisions governing the merger may already require the granting of shares. Practice also shows that the owners of attractive acquisition targets often demand the provision of shares in the acquiring company as consideration for a sale, for example for tax reasons or by continuing to be (co-)involved in the previous business. The proposed authorisation is intended to enable the company to quickly and flexibly exploit opportunities that arise to acquire companies, parts of companies or equity interests in companies or other assets or for business combinations where the consideration consists wholly or partly of shares, both nationally and on the international markets. By being able to acquire such acquisition targets, Leifheit AG must be able to grant treasury shares as consideration. The use of treasury shares for acquisitions also has the advantage for existing shareholders that their voting rights are not diluted compared to the situation before the company acquired its own shares.

The Board of Management should also be enabled to use the treasury shares, also excluding subscription rights, to issue them to employees of the company or of companies affiliated with the company, to offer them for purchase and to transfer them to them. Leifheit AG promotes an ownership culture within the company and enables employees to participate in the company and its development. Such participation is also desired by the legislator and is therefore facilitated in several ways. Issuing shares to employees of Leifheit AG or its affiliated companies is intended to strengthen employees' identification with the company. They shall be tied to the company and also participate as shareholders in its long-term development. In the interests of the company and its shareholders, this is intended to strengthen understanding and the willingness to assume greater responsibility, especially economic responsibility.

Finally, the Board of Management is to be authorised to redeem treasury shares acquired in accordance with this or previously granted authorisations without a further resolution by the Annual General Meeting. The proposed authorisation provides for the Board of Management to be able to redeem the shares without a capital reduction. By cancelling the shares without a capital reduction, the proportionate amount of the remaining no-par value shares in the company's share capital increases. In this respect, the Board of Management is authorised to amend the articles of incorporation with regard to the changing number of no-par value shares.

When deciding on the exclusion of subscription rights, the Board of Management will be guided by the interests of the shareholders and carefully weigh up whether the exclusion of subscription rights is necessary in the interests of the company. Only in this case will the subscription right be excluded. In addition, the prior approval of the Supervisory Board is required for the exclusion of subscription rights. Taking all circumstances into consideration, the authorisation to exclude subscription rights is therefore necessary in the interests of the company and appropriate under the conditions described.

The Board of Management will report to the Annual General Meeting on the utilisation of the authorisation.

III MORE INFORMATION ABOUT THE CONVOCATION

1 Total number of shares and voting rights

At the time the Annual General Meeting was convened, the company's share capital was divided into 10,000,000 no-par-value bearer shares, of which every share was allocated one vote. The total number of voting rights thus amounted to 10,000,000 voting rights at the time the Annual General Meeting was convened. At the time the Annual General Meeting was convened, the company held 804,482 treasury shares which did not grant it voting rights.

2 Registering for the Annual General Meeting, attendance and exercising voting rights

Only those shareholders who have registered for the Annual General Meeting (registration) and who have provided to the company that they are eligible to exercise their voting rights (record of share ownership) are entitled to attend the Annual General Meeting and to exercise their voting rights. Shareholders must register in text form, either in German or English. A record of share ownership in text form by the final intermediary in accordance with section 67c para. 3 AktG suffices for verification.

The record of share ownership must refer to the close of business on the 22nd day before the meeting, i.e. **6 May 2025 [24:00 CEST]** (record date). The eligibility specified above is defined solely in accordance with the stake held by the shareholder at the record date, without this constituting a block on the ability to sell the stake. Even in the event of a full or partial sale of the shareholding following the record date, only those shares owned by the shareholder at the record date are relevant to the right to exercise shareholder rights during the Annual General Meeting, i.e. the disposal or acquisition of shares after the record date will not affect the right to exercise shareholder rights during the Annual General Meeting.

Registration and record of share ownership must be received by the company until Wednesday, **21 May 2025 [24:00 CEST]** at the following address:

Leifheit AG
c/o Computershare Operations Center
80249 Munich, Germany
anmeldestelle@computershare.de

or by email to

The registration can also be transmitted by intermediaries in ISO 20022 format (e.g. via SWIFT, CMDHDEMXXX). Authorisation via the SWIFT Relationship Management Application (RMA) is required for registration via SWIFT.

After receiving the registration and record of share ownership, the company will send the shareholders or the proxies appointed by them admission tickets for the Annual General Meeting. To ensure that the admission tickets, which will be sent together with the relevant proxy forms, are received in good time, shareholders are requested to send their registration and record of share ownership to the company at the address listed above at their earliest convenience. This request is not linked to any restriction of shareholder rights.

The admission ticket includes, among other things, the individual registration data with which shareholders can use the AGM portal online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/> as well as a form for voting by postal vote or issuing proxies or instructions.

3 Exercising voting rights by proxies

a) Authorising third parties as proxies to exercise voting rights and other shareholder rights

Shareholders can allow their voting rights and their other shareholder rights to be exercised by a proxy or by an association of shareholders, subject to the appropriate authorisation procedures. They must also submit the record of share ownership and registered in due form and time in this case. The issuing of proxy authorisations, their revocation and verifications of proxy authorisation must be submitted to the company in text form, if neither an intermediary nor a shareholders' association or proxy adviser or an equivalent person according to section 135 para. 8 AktG has been authorised to exercise the voting rights.

If an intermediary, a shareholders' association, a proxy adviser or an equivalent person according to section 135 para. 8 AktG is to be authorised to act as the shareholder's proxy, this authorisation – in derogation of the above principle – does not require a specific form either under the law or under the company's articles of incorporation. It should be noted, however, that in such cases the institutions or persons to be authorised may request that they be issued a specific form of proxy, as, according to section 135 AktG, they are required to record any proxy authorisations in a verifiable manner. You should therefore consult with them on whether there is a potential formal requirement for proxies.

If a shareholder authorises more than one person, the company can reject one or several of them.

Shareholders will find a form for issuing a proxy on the back of their admission ticket and online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

From the time the Annual General Meeting has been convened until Tuesday, **27 May 2025 [24:00 CEST]** (time of receipt), the issuing of a proxy, its revocation and the proof of authorisation can be submitted by post or email. The AGM portal is also expected to be available for this purpose from 7 May 2025.

The following addresses are available for this use:

Leifheit AG
c/o Computershare Operations Center
80249 Munich, Germany
or by email to anmeldestelle@computershare.de
or on the AGM portal at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>

Intermediaries can also transmit the authorisation to the company using the above SWIFT address.

After this time – but at the earliest from the time of admission to the Annual General Meeting – the issuing of a proxy, its revocation or the proof of authorisation is only possible at the location of the Annual General Meeting until the time specified by the Chair of the meeting. The personal appearance of the shareholder at the location of the Annual General Meeting is deemed to be a revocation of authorisations issued in advance.

b) Authorising voting proxies appointed by the company who are bound to the instructions given to them

The company offers its shareholders the opportunity to assign proxy rights to proxies designated by the company. Also in this case, the submission of the record of share ownership and registration in due form and time are required. The proxies appointed by the company exercise the voting right based exclusively on the shareholder's instructions. Issuing authorisation to voting proxies appointed by the company, its revocation and the issuance of instructions must be made in text form.

Shareholders will find a form for issuing a proxy and instructions on the back of their admission ticket and online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

From the time the Annual General Meeting has been convened until Tuesday, **27 May 2025 [24:00 CEST]** (time of receipt), the issuing of a proxy and instructions, its revocation and the proof of authorisation can be submitted by post, email or through intermediaries using the SWIFT address. The AGM portal is also expected to be available for this purpose from 7 May 2025.

The addresses given in section 3 a) "Authorising third parties as proxies to exercise voting rights and other shareholder rights" above are available for this purpose (by post, email or on the AGM portal).

After this time – but at the earliest from the time of admission to the Annual General Meeting – the issuing of a proxy and instructions, the revocation of a proxy and instructions or the proof of authorisation is only possible at the location of the Annual General Meeting until the time specified by the Chair of the meeting. The personal appearance of the shareholder at the location of the Annual General Meeting is deemed to be a revocation of authorisations and instructions issued in advance.

4 Exercising voting rights by postal vote

Shareholders who have registered in due form and time and their authorisations may cast their votes by postal vote. An intermediary, a shareholders' association, a proxy advisor or an equivalent person according to section 135 para. 8 AktG may also use postal voting. Postal votes that cannot be clearly attributed to a registration in due form and time will not be considered.

The postal vote does not eliminate the right to attendance at the Annual General Meeting.

Shareholders will find a postal vote form on the back of their admission ticket and online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

From the time the Annual General Meeting has been convened until Tuesday, **27 May 2025 [24:00 CEST]** (time of receipt), postal votes can be submitted, changed or revoked by post, email or through intermediaries using the SWIFT address. The AGM portal is also expected to be available for this purpose from 7 May 2025.

The addresses given in section 3 a) "Authorising third parties as proxies to exercise voting rights and other shareholder rights" above are available for this purpose (by post, email or on the AGM portal).

After this time – but at the earliest from the time of admission to the Annual General Meeting – a revoke of the postal votes is only possible at the location of the Annual General Meeting until the time specified by the Chair of the meeting. The personal appearance of the shareholder at the location of the Annual General Meeting is deemed to be a revocation of postal votes already cast.

5 Further information on the exercising of voting rights

If voting rights in due time are exercised by postal vote or by issuing proxy and instructions by several methods (post, email or on the AGM portal), they will be considered in the following order, irrelevant of the time of receipt: 1. via the AGM portal, 2. by intermediaries using the SWIFT address, 3. by email, 4. by post.

If more than one postal vote or proxy and instructions are received in due time by the same method of transmission, the declaration received last in time shall be binding.

If declarations with more than one form of exercising voting rights are received in the same way, the following shall apply: postal votes shall have priority over the issuing of a proxy and, if applicable, instructions to the proxies of the company and the last-mentioned shall have priority over the issuing of a proxy and instructions to an intermediary, a shareholders' association, a proxy advisor or an equivalent person according to section 135 para. 8 AktG.

If an intermediary, a shareholders' association, a proxy advisor or an equivalent person according to section 135 para. 8 AktG is not willing to act as proxy, the proxies of the company are authorised to act as proxies in accordance with the instructions.

The votes by postal vote or proxies and instructions on agenda item 2 (appropriation of the balance sheet profit) also remain binding in the event of an adjustment of the proposal for the appropriation of the balance sheet profit because of a change in the number of shares which are eligible to receive dividends.

If an individual vote is taken on an agenda item instead of a collective vote, the postal vote or instruction given on this agenda item applies accordingly to each item of the individual vote.

6 Supplementary motions to the agenda at the request of a minority according to section 122 para. 2 AktG

According to section 122 para. 2 AktG, shareholders whose shares, when taken together, amount to one-twentieth of the share capital or represent a proportional amount of € 500,000.00 may request to have items placed on the agenda and announced. The reasons for the request or a proposed resolution must be enclosed for each new item.

Requests must be addressed to the company's Board of Management in writing and must be received by the company until Sunday, 27 April 2025 [24:00 CEST], at the following address:

Leifheit AG
Der Vorstand
Leifheitstraße 1, 56377 Nassau, Germany

7 Countermotions and proposals for election from shareholders according to sections 126 para. 1 and 127 AktG

Countermotions, including reasons for them, against a proposal made by the Board of Management and/or the Supervisory Board with respect to a specific agenda item and shareholder proposals for elections of members to the Supervisory Board or auditors of the company, provided they concern items on the agenda, must be sent prior to the Annual General Meeting exclusively to the following address:

Leifheit AG
Leifheitstraße 1, 56377 Nassau, Germany
gegenantraege@computershare.de

or by email to

Accompanied by proof of shareholder status, countermotions and election proposals received until Tuesday, 13 May 2025 [24:00 CEST], at the address above and which are to be published will be made accessible online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>. Any comments by the management shall also be published on the website listed above after 13 May 2025.

8 Shareholders' right to information according to section 131 para. 1 AktG

At the Annual General Meeting, each shareholder shall, upon request, be provided with information by the Board of Management on the affairs of the company, including legal and business relations with affiliated companies as well as about the Group and the companies included in the consolidated financial statements, to the extent that such information is necessary for the adequate assessment of an item on the agenda. The right to information may be exercised at the Annual General Meeting without the need for prior announcement or other notification.

9 The company's website, the documents and information to be made accessible there according to section 124a AktG as well as further explanations on the rights of the shareholders

This invitation to the Annual General Meeting, the documents to be made accessible to the Annual General Meeting according to section 124a AktG and further information in connection with the Annual General Meeting will be available online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/> from the time at which the Annual General Meeting is convened. Any and all counter motions, proposals for election and supplementary motions from shareholders as well as the voting results after the Annual General Meeting, will also be made accessible via the website listed above.

On the company's website at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>, further explanations and information on shareholders' rights under sections 122 para. 2, 126 para. 1, 127 and 131 para. 1 AktG are available for shareholders.

10 Web-based AGM portal and Annual General Meeting hotline

Expected from 7 May 2025 on, the company will operate a web-based AGM portal online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>. An admission ticket is required for access, which shareholders who registered in due form and time will receive. This admission ticket contains the individual registration data. In the AGM portal, shareholders have the opportunity until 27 May 2025 [24:00 CEST], to issue or change proxies and instructions and to cast their postal votes or to revoke or change these postal votes. Shareholders will receive further details on the AGM portal and the registration and terms of use together with their admission ticket or online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

For questions regarding registration, proxy voting, postal voting or the use of the AGM portal, members of our AGM hotline are available on +49 89 30903-6330 from Monday to Friday – excluding German holidays – from 9:00 a.m. to 5:00 p.m. (CEST).

11 Information regarding data protection

Information regarding the processing of personal data in connection with the Annual General Meeting can be found online at <https://www.leifheit-group.com/en/investor-relations/general-meeting/>.

Nassau/Lahn, April 2025

Leifheit Aktiengesellschaft
The Board of Management

DIRECTIONS

Deutsche Nationalbibliothek (German National Library), Adickesallee 1, 60322 Frankfurt/Main, Germany



By public transportation

From Frankfurt main station, lower level (Hauptbahnhof) take the U 5 towards Preungesheim and get off at the stop Deutsche Nationalbibliothek. Travel time: roughly 10 minutes.

From Frankfurt airport (regional station) take the S 8 or S 9 towards Hanau or Offenbach Ost and get off at the stop Konstablerwache. → Change to the U 5 towards Preungesheim and get off at the stop Deutsche Nationalbibliothek. Travel time: roughly 30 minutes.

Bus line 32 travels to the bus stop Deutsche Nationalbibliothek.

By car

Take the A 5 or A 66 at the Nordwestkreuz junction travelling in the direction of Miquelallee/Stadtmitte (city centre) until the end of the motorway → Follow the signs for Fulda/Hanau → Turn right at the third junction onto the Eckenheimer Landstraße towards Stadtmitte (city centre) → After approximately 100 metres, the underground car park of the Deutsche Nationalbibliothek will appear on the right-hand side. Parking charges apply.

From the A 3 at the Offenbacher Kreuz junction, proceed onto the A 661 travelling in the direction of Bad Homburg → At the Frankfurt-Eckenheim junction, take the Berkersheim exit towards Stadtmitte (city centre) → Approximately 100 metres after the third traffic light crossing, the underground car park of the Deutsche Nationalbibliothek will appear on the right-hand side. Parking charges apply.