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Steyr Motors AG
FN 583243 k
with its seat in Steyr-Gleink

**Invitation
to the
Annual General Meeting**

held on **Friday, April 10, 2026 at 10:00 a.m. (CEST)**
in Museum Arbeitswelt, Gaswerksgasse 1, 4400 Steyr

I. AGENDA

1. Presentation of the adopted annual financial statements including the management report, the proposal for the appropriation of the balance sheet profits for the financial year 2025 and the report of the Supervisory Board for the financial year 2025.
2. Resolution on the appropriation of the balance sheet profits reported in the annual financial statements as of December 31, 2025.
3. Resolution on the discharge of the sole member of the Management Board of Steyr Motors AG for the financial year 2025.
4. Resolution on the discharge of the members of the Supervisory Board of Steyr Motors AG for the financial year 2025.
5. Resolution on the determination of the remuneration of the members of the Supervisory Board.
6. Election of the auditor and group auditor for the 2026 financial year.
7. Elections to the Supervisory Board.
8. Resolution on the spin-off for absorption (*Abspaltung zur Aufnahme*) of the operations of Steyr Motors AG as transferring company (*übertragende Gesellschaft*) to Steyr Motors Operations GmbH as acquiring company (*aufnehmende Gesellschaft*) pursuant to §§ 1 (2) Nr. 2 in conjunction with 17 of the Austrian Demerger Act (*Spaltungsgesetz*) and approval of the Demerger and Acquisition Agreement (*Spaltungs- und Übernahmevertrag*) as of the spin-off date (*Spaltungsstichtag*) December 31, 2025.

II. DOCUMENTS FOR THE ANNUAL GENERAL MEETING

The following documents will be available on the internet by no later than March 10, 2026 at <https://ir.steyr-motors.com/event/hauptversammlung> and will also be available at the Annual General Meeting:

- Documents as listed in agenda item 1,
- Proposed resolutions regarding the agenda items 2. – 8.,
- Declarations received in accordance with § 87 (2) of the Austrian Stock Corporation Act (*AktG*),
- Forms for granting and revoking a power of attorney pursuant to § 114 of the Austrian Stock Corporation Act (*AktG*),
- Full text of this invitation and
- Draft of the Demerger and Acquisition Agreement (*Spaltungs- und Übernahmungsvertrag*) alongside the required documents according to § 7 (2) Austrian Demerger Act (*Spaltungsgesetz*)

If you encounter technical issues downloading the documents, please contact the Company.

III. RECORD DATE AND REQUIREMENTS FOR PARTICIPATION IN THE ANNUAL GENERAL MEETING

The right to participate in the Annual General Meeting and to exercise voting rights and other shareholder rights that are to be asserted at the Annual General Meeting is based on the shareholding at the end of the tenth day prior to the Annual General Meeting i.e. the shareholding on **March 31, 2026, 11:59 p.m. (CEST) (record date)**.

Only those who are shareholders on this date and can provide verification to the Company are entitled to attend the Annual General Meeting.

Safe custody receipt pursuant to § 10a AktG

In the case of bearer shares held in safe custody, proof of share ownership on the record date shall be provided by means of a safe custody receipt in accordance with § 10a AktG, which must be received by the Company no later than the third working day before the Annual General Meeting, i.e. on **April 7, 2026, 11:59 p.m. (CEST)**, exclusively at one of the addresses listed below.

via telefax: +43 (0) 1 8900-50050
via post or HV-Veranstaltungsservice GmbH
courier: Köppel 60
8242 St. Lorenzen am Wechsel
via e-mail: anmeldung.steyrmotors@hauptversammlung.at, whereby the safe custody receipt should be attached to the email (as a PDF file for example)
via SWIFT ISO 15022: CPTGDE5WXXX - Message Type MT598 or MT599; please make sure to specify ISIN AT0000A3FW25
via SWIFT ISO 20022: ou=xxx,o=cptgde5w,o=swift



seev.003.001.10 or seev.004.001.10
(a detailed description is available for download at
<https://ir.steyr-motors.com/event/hauptversammlung>)

Shareholders are asked to contact their custodian bank and arrange for a safe custody receipt to be issued and forwarded.

The record date has no effect on the transferability of the shares and is not relevant for dividend entitlement.

Content of the safe custody receipt pursuant to § 10a AktG

The safe custody receipt must be issued by the custodian bank with its registered office in a member state of the European Economic Area or in a full member state of the OECD or by the custodian securities firm with its registered office in a member state of the European Economic Area and must contain the following information:

- Information about the issuer: name/company name and address or a code commonly used between credit institutions (BIC),
- Information about the shareholder: name/company name, address, date of birth for natural persons, register and register number for legal entities, if applicable,
- Information on the shares: Number of shares held by the shareholder, ISIN AT0000A3FW25,
- Depot number or other designation,
- Date to which the safe custody receipt refers.

The safe custody receipts as proof of share ownership for participation in the Annual General Meeting must refer to the above-mentioned record date of March 31, 2026, 11:59 p.m. (CEST). The safe custody receipt will be accepted in German or English.

Shareholders are requested to contact their custodian bank and arrange for a safe custody receipt to be issued and forwarded. Shareholders are not blocked by registering for the Annual General Meeting or by submitting a safe custody receipt; shareholders can therefore continue to freely dispose of their shares even after registering or submitting a safe custody receipt.

Safe custody receipts from securities firms within the meaning of the Austrian Securities Firm Act (*Wertpapierfirmengesetz*) that are authorized to hold and manage securities will also be accepted.

Proof of identity

Shareholders and authorized representatives are requested to have a valid official photo ID ready for identification purposes at registration. If you are attending the General Meeting as a proxy, please take the power of attorney with you in addition to your official photo ID. If the original power of attorney has already been sent to the Company, you can facilitate access by bringing a copy of the proxy form with you. Steyr Motors AG reserves the right to verify the identity of persons attending. If it is not possible to establish identity, admission may be refused.

IV. POSSIBILITY OF APPOINTING A REPRESENTATIVE AND THE PROCEDURE TO BE FOLLOWED

Every shareholder who is entitled to participate in the Annual General Meeting and has proven this to the Company in accordance with the provisions of this invitation (Section III) has the right to appoint a proxy to participate in the Annual General Meeting on behalf of the shareholder and to exercise the same rights as the shareholder whom he or she represents.

The power of attorney must be issued to a specific person (a natural or legal person) in writing (in accordance with Section 13.3. of the Articles of Association), whereby several persons may be authorized.

The power of attorney may be issued both before and during the Annual General Meeting.

The power of attorney must be sent to the Company exclusively to one of the following addresses:

via telefax: +43 (0) 1 8900-50050
via post: c/o HV-Veranstaltungsservice GmbH
Köppel 60
8242 St. Lorenzen am Wechsel, Österreich
via e-mail: anmeldung.steyrmotors@hauptversammlung.at
via SWIFT ISO 15022: CPTGDE5WXXX; Message Type MT598 or MT599, please make sure to specify ISIN AT0000A3FW25
via SWIFT ISO 20022: ou=xxx,o=cptgde5w,o=swift
seev.003.001.10 or seev.004.001.10
(a detailed description is available for download at <https://ir.steyr-motors.com/event/hauptversammlung>)

If the power of attorney is not handed over in person at the time of registration on the day of the Annual General Meeting, it must be received by the Company in text form no later than **April 4, 2026, at 4:00 p.m. (CEST)**.

A proxy form and a form for revoking the proxy will be sent on request and are available on the Company's website at <https://ir.steyr-motors.com/event/hauptversammlung>. Please use the forms provided. Details on the authorization, in particular on the content of the proxy, can be found in the proxy form provided to shareholders. The above provisions on the granting of proxy authority apply mutatis mutandis to the revocation of proxy authority.

If a shareholder has given power of attorney to his custodian bank, it is sufficient for the custodian bank to issue a statement confirming that it has been given power of attorney in addition to the safe custody receipt.

Shareholders may also exercise their rights at the Annual General Meeting in person after granting power of attorney. Personal attendance shall be deemed to revoke any power of attorney previously granted.

Proxy voting

As a special service, we offer our shareholders the option of exercising their voting rights through a representative appointed by the Company. Daniel Spindler c/o Oberhammer Rechtsanwälte GmbH, Lothringerstraße 8/5, 1040 Vienna, will be available at the Annual General Meeting as a proxy and will represent these shareholders. The costs of proxy voting will be borne by Steyr Motors AG. All other costs, in particular the shareholders' own bank charges for the safe custody receipt or postage costs, shall be borne by the shareholders.

To grant power of attorney to Mr. Daniel Spindler, the form available on the Company's website at <https://ir.steyr-motors.com/event/hauptversammlung> can be used from **March 10, 2026** at the latest. In addition, it is possible to contact Mr. Daniel Spindler directly by telephone at +43-1-5033000, fax +43-1-5033000-33 or email spindler.steyrmotors@hauptversammlung.at.

In the event of authorization, Mr. Daniel Spindler will exercise the voting rights exclusively on the basis of the instructions given by the shareholders, which can be marked on the special proxy form. In the case of proposed resolutions for which no instructions or unclear instructions (e.g., FOR and AGAINST the same proposed resolution at the same time) have been given, the proxy will abstain from voting. Without instructions, the proxy is invalid. Note that the proxy will not accept any requests to speak or ask questions.

V. INFORMATION ON SHAREHOLDERS' RIGHTS PURSUANT TO §§ 109, 118 AND 119 AKTG

Additions to the agenda by shareholders in accordance with § 109 AktG

Shareholders whose shares together amount to at least **5% of the share capital** and who have held these shares for at least three months prior to the request may request in writing that **additional items be added to the agenda** of this Annual General Meeting and announced if this request is made in writing by mail or courier no later than **March 20, 2026, 11:59 p.m. (CEST)**, exclusively to the address Im Stadtgut B 1, 4407 Steyr-Gleink. The request must be submitted to the Company in writing, i.e. in a legally binding form by affixing a signature. Each item requested for the agenda must be accompanied by a proposed resolution and the reasons for it. For bearer shares held in custody, proof of share ownership shall be provided by submitting a safe custody receipt in accordance with § 10a AktG, confirming that the shareholders submitting the request have been the owners of the shares for at least three months prior to the date of the request and that the confirmation is not older than seven days at the time of submission to the Company. With regard to the other requirements for the safe custody receipt account confirmation, reference is made to the explanations on participation entitlement (Section III. of this invitation).



Shareholders' right to information in accordance with § 118 AktG

Upon request, each shareholder shall be provided with information on matters concerning the Company at the Annual General Meeting to the extent that such information is necessary for the proper assessment of an item on the agenda. The obligation to provide information also extends to the legal relationships between the Company and its former affiliated companies. The information may be refused if, based on reasonable business judgment, it would be likely to cause significant harm to the Company or an affiliated company, or if providing it would be punishable by law.

The chairperson of the Annual General Meeting may limit the time allowed for shareholders to ask questions and speak. In particular, he or she may impose general and individual restrictions on speaking and question times at the beginning of the Annual General Meeting, but also during the meeting.

Requests for information shall generally be made verbally at the Annual General Meeting but may also be made in writing.

Questions that require more time to prepare may be submitted to the Management Board in good time before the Annual General Meeting in order to keep the meeting running efficiently. Such questions can be sent to the Company by email to fragen.steyrmotors@hauptversammlung.at.

Motions by shareholders at the Annual General Meeting in accordance with § 119 AktG

Every shareholder is entitled, regardless of the size of their shareholding, to submit motions on any item on the agenda at the Annual General Meeting. This requires proof of eligibility to participate in accordance with Section III of this invitation. If several motions have been submitted on an item on the agenda, the chairperson shall determine the order of voting in accordance with § 119 (3) AktG.

Information on data protection for shareholders

Steyr Motors AG processes personal data of shareholders (in particular those pursuant to § 10a (2) AktG, i.e. name, address, date of birth, securities account number, number of shares held by the shareholder, share class, if applicable, number of the voting card and, if applicable, the name and date of birth of the proxy) on the basis of the applicable data protection regulations, in particular the European General Data Protection Regulation (*GDPR*) and the Austrian Data Protection Act (*DSG*), in order to enable shareholders to exercise their rights at the Annual General Meeting.

The processing of shareholders' personal data is mandatory for the participation of shareholders and their representatives in the Annual General Meeting in accordance with the Austrian Stock Corporation Act (*AktG*). The legal basis for the processing is therefore Article 6 (1) c) GDPR.

Steyr Motors AG is the responsible body for processing. Steyr Motors AG uses external service providers such as notaries, lawyers, banks, and IT service providers for the purpose of organizing the Annual General



Meeting. These service providers receive from Steyr Motors AG only such personal data as is necessary for the performance of the services commissioned and process the data exclusively in accordance with the instructions of Steyr Motors AG. Where required by law, Steyr Motors AG has concluded a data protection agreement with these service providers.

If a shareholder attends the Annual General Meeting, all shareholders present or their representatives, the members of the Management Board and Supervisory Board, the notary and all other persons with a statutory right to attend may inspect the legally required list of participants (§ 117 AktG) and thereby also view the personal data contained therein (including name, place of residence, shareholding ratio). Steyr Motors AG is also obliged to submit personal shareholder data (in particular the list of participants) to the commercial register as part of the notarized minutes (§ 120 AktG).

Shareholder data will be deleted after the end of the applicable statutory periods. In addition to statutory retention and documentation periods, the statutory limitation periods, in particular those under the Austrian General Civil Code (*ABGB*), which in certain cases may be up to 30 years, must be taken into account when determining the storage period.

Every shareholder has the right to obtain information, correction, restriction, objection, and deletion of personal data concerning them at any time, as well as the right to data portability in accordance with Chapter III of the GDPR.

Participants may exercise these rights free of charge by contacting Steyr Motors AG at the following address:

Steyr Motors AG
Im Stadtgut B1, 4407 Steyr-Gleink, Austria
datenschutz@steyr-motors.com

In addition, shareholders have the right to lodge a complaint with the data protection supervisory authority in accordance with Article 77 of the GDPR. Further information on data protection can be found at <https://www.steyr-motors.com/privacy-policy/>.

VI. TOTAL NUMBER OF SHARES AND VOTING RIGHTS AT THE TIME OF CONVENING THE ANNUAL GENERAL MEETING

At the time of convening the General Meeting, the Company's share capital amounts to EUR 5,200,000.00 and is divided into 5,200,000 no-par value bearer shares. Each share grants one vote. The total number of voting rights is therefore 5,200,000 at the time of convening the General Meeting. The Company does not hold any of its own shares, either directly or indirectly, at the time of convening the General Meeting.

*The Management Board
in March 2026*