

Steyr Motors AG
Im Stadtgut B 1, 4407 Steyr-Gleink
FN 583243 k

***** This document is to be regarded as a non-binding convenience-translation. The binding version in German language is also available on the homepage of the Company. *****

Convening of the 1st Annual General Meeting

We hereby invite our shareholders to the first Annual General Meeting of Steyr Motors AG, which will be held on May 7, 2025 at 10:00 a.m. (CEST) at

Museum Arbeitswelt
Gaswerk-gasse 1
4400 Steyr.

I. Agenda

1. Presentation of the adopted annual financial statements including the management report and the report of the Supervisory Board for the financial year 2024
2. Resolution on the appropriation of the balance sheet profit
3. Resolution on the discharge of the sole member of the Management Board of Steyr Motors AG for the (partial) financial year 2024
4. Resolution on the discharge of the Managing Directors of the former Mutares Austria Holding-01 GmbH (now Steyr Motors AG) for the (partial) financial year 2024
5. Resolution on the discharge of the Managing Director of the former Steyr Motors Betriebs GmbH (now Steyr Motors AG) for the (partial) financial year 2024
6. Resolution on the discharge of the members of the Supervisory Board of Steyr Motors AG for the (partial) financial year 2024
7. Election of the auditor for the financial year 2025
8. Resolution on the amendment of the Articles of Association in items 8.1. 8.7., 8.9. and 9.5.

II. Documents for the Annual General Meeting

The following documents will be available for inspection by shareholders during normal business hours at the reception of the Company's registered office, Im Stadtgut B 1, 4407 Steyr-Gleink, Austria, from **April 15, 2025** at the latest:

- audited annual Financial Statements and Management Report of Steyr Motors AG for the financial year 2024,
- report of the Supervisory Board for the 2024 financial year,
- proposed Resolutions regarding the agenda items 2. – 8.,
- forms for granting and revoking a power of attorney pursuant to § 114 Austrian Stock Corporation Act (*AktG*) and
- full text of this convocation.

These documents, as well as the full text of this convocation, will also be available on the Internet at <https://ir.steyr-motors.com/event/hauptversammlung-2025/> from **April 15, 2025** at the latest.

III. Record date and requirements for participation in the Annual General Meeting

The entitlement to participate in the Annual General Meeting and to exercise voting rights and other shareholder rights to be asserted at the Annual General Meeting is based on the shareholding at the end of **April 27, 2025**, 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.

Bearer shares held in custody | Safe custody receipt pursuant to Section 10a AktG

In the case of bearer shares held in safe custody, 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 **May 2, 2025**, 11:59 p.m. (CEST), exclusively at one of the addresses listed below, is sufficient proof of share ownership on the record date. 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.

- as a paper document with company signature by the issuing credit institution by post or courier service to the postal address HV-Veranstaltungsservice GmbH, Köppel 60, AT-8242 St. Lorenzen am Wechsel
- by fax under the fax number +43 (0) 1 8900-50050
- by e-mail to: anmeldung.steyrmotors@hauptversammlung.at (as a scanned attachment; TIF, PDF, etc.)
- by SWIFT to the address GIBAATWGGMS, message type MT598 or MT599 (always stating ISIN AT0000A3FW25)

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

The safe custody receipt must be issued by the custodian bank domiciled in a member state of the European Economic Area or in a full member state of the OECD 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 receipt as proof of share ownership for participation in the Annual General Meeting must refer to the record date - April 27, 2025, 11:59 p.m. (CEST).

Shareholders are requested to contact their custodian bank and arrange for a safe custody receipt to be issued and sent. Shareholders will not be 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 registration or submission of a safe custody receipt.

Safe custody receipt from securities firms within the meaning of the Austrian Securities Firms Act (*WPF*), which are authorized to hold and manage securities, will also be accepted.

The safe custody receipt will be accepted in German or English.

Proof of identity

Shareholders and their authorized representatives are requested to have a valid official photo ID ready for identification purposes at registration. If you are attending the Annual General Meeting as a proxy, please take the power of attorney with you in addition to your official photo ID. If the original of the power of attorney has already been sent to the Company, you will facilitate admission if you present a copy of the power of attorney. Steyr Motors AG reserves the right to verify the identity of persons attending the meeting. 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 attend the Annual General Meeting has the right to appoint a proxy to attend the Annual General Meeting on the shareholder's behalf and has the same rights as the shareholder he or she represents. The proxy must be granted to a specific person (a natural person or a legal entity) in written form, whereby several persons can also be authorized. Written form means that the authorized must be signed by hand and submitted in original or be provided with a qualified electronic signature pursuant to § 4 of the Austrian Signature Act (*SigG*).

The proxy authorization form must be received by the Company exclusively at one of the addresses listed below.

- as a paper document with signature or company signature by post or courier service to the address: HV-Veranstaltungsservice GmbH, Köppel 60, AT-8242 St. Lorenzen am Wechsel
- by e-mail with a qualified electronic signature within the meaning of § 4 (1) SigG to the following address: anmeldung.steyrmotors@hauptversammlung.at (including safe custody receipt attached to the e-mail)
- by SWIFT to the address GIBAATWGGMS, message type MT598 or MT599 (always stating ISIN AT0000A3FW25)

If the signed proxy authorization form is not submitted in person at the registration desk on the day of the Annual General Meeting, the proxy must be received by the Company in writing on **May 6, 2025 until 4:00 p.m. (CEST)** at the latest.

A proxy authorization form and a form for revoking the proxy authorization will be sent on request and are available on the Company's website at <https://ir.steyr-motors.com/event/hauptversammlung-2025/>.

If a shareholder has granted a proxy authorization to his custodian bank, it is sufficient for the bank to issue a declaration that it has been granted a proxy authorization in addition to the safe custody receipt.

Shareholders may also exercise their rights in person at the Annual General Meeting after granting a proxy authorization. Personal attendance is deemed to be a revocation of a previously granted proxy. The above provisions on the granting the proxy authorization shall apply mutatis mutandis to the revocation of the proxy authorization.

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 3 months prior to submitting the request may request in written form that additional items be placed on the agenda of this Annual General Meeting and that the additional items are published by the Company, provided that this request is received by the Company in written form by post or courier no later than April 16, 2025, 11:59 p.m. (CEST) exclusively at the address **Im Stadtgut B 1, 4407 Steyr-Gleink**. Each agenda item requested in this way must be accompanied by a proposed resolution and a statement of reasons. Proof of shareholder status must be provided by submitting a safe custody receipt in accordance with § 10a AktG, confirming that the shareholders submitting the request have held the shares for at least 3 months prior to submitting the request and which must not be older than 7 days at the time of submission to the Company. With regard to the other requirements for the safe custody receipt, please refer to requirements for participation in the Annual General Meeting (section III.).

Shareholders' right to information in accordance with § 118 AktG

Every shareholder must be provided with information on Company matters at the Annual General Meeting upon request, insofar as this is necessary for the proper assessment of an agenda item. The duty to provide information also extends to the Company's legal relationships with its former affiliated companies.

The information may be refused if, according to reasonable business judgement, it is likely to cause a significant disadvantage to the Company or an affiliated company, or if providing it would be a criminal offence.

The Chairman of the Annual General Meeting may impose reasonable time limits on the shareholders' right to speak and ask questions. He may impose general and individual restrictions on speaking and questioning time, in particular at the beginning, but also during the Annual General Meeting.

Requests for information must always be made verbally at the Annual General Meeting, but can also be made in writing.

Questions that require longer preparation to answer should be submitted to the Management Board in text form in good time before the Annual General Meeting in order to ensure that the meeting is organized efficiently. Such questions can be sent to the Company by e-mail to fragen.steyrmotors@hauptversammlung.at

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

Every shareholder is entitled to submit motions on any item on the agenda at the Annual General Meeting, irrespective of a specific shareholding. If several motions are submitted for an item on the agenda, the Chairman shall determine the order of voting in accordance with § 119 (3) AktG.

VI. Independent proxy

As a special service, we offer our shareholders the option of having their voting rights exercised by an independent proxy 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 an independent proxy to represent these shareholders. The costs of the proxy will be borne by Steyr Motors AG. All other costs, in particular own bank charges for the safe custody receipt or postage costs, are to be borne by the shareholders.

The form available on the Company's website at <https://ir.steyr-motors.com/event/hauptversammlung-2025/> from April 15, 2025 at the latest, can be used to grant a proxy authorization to Mr Daniel Spindler. It is also possible to contact Mr Daniel Spindler directly at +43-1-5033000, fax +43-1-5033000-33 or e-mail spindler.steyrmotors@hauptversammlung.at

If a proxy authorization is granted, Mr Daniel Spindler will exercise the voting right exclusively on the basis of the instructions issued by the shareholders, which can be ticked on the special proxy form. In the case of proposed resolutions for which no instructions or unclear instructions (e.g. simultaneously FOR or AGAINST the same proposed resolution) have been issued, the

independent proxy will abstain from voting. Without any instructions, the proxy is invalid. Please note that the independent proxy will not accept any instructions to speak or ask questions.

VII. Further information and notes

Total number of shares and voting rights

At the time the Annual General Meeting is convened, 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 at the time the Annual General Meeting is convened is therefore 5,200,000 voting rights. The Company does not hold any treasury shares, either directly or indirectly, at the time the Annual General Meeting is convened.

*The Management Board
in April 2025*