

**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 Extraordinary General Meeting**

We hereby invite our shareholders to the Extraordinary General Meeting of Steyr Motors AG, which will be held on August 19, 2025 at 10:00 a.m. (CEST) at

Museum Arbeitswelt  
Gaswerk-gasse 1  
4400 Steyr.

#### **I. Agenda**

1. Election to the Supervisory Board.
2. Resolution on the stock option programme 2025.
3. Resolution on the conditional increase of the Company's share capital pursuant to § 159 (2) (3) of the Austrian Stock Corporation Act (AktG) for the purpose of granting stock options to members of the Management Board (Conditional Capital 2025).
4. Resolution on authorising the Executive Board to acquire treasury shares in accordance with § 65 (1) (4) and (1a) and (1b) AktG, both on the stock exchange and outside the stock exchange up to a maximum of 10% of the Company's share capital, even if this involves the exclusion of the pro rata right of sale that may be associated with such an acquisition (reverse exclusion of subscription rights).
5. Resolution on the pervasive amendment and revision of the Articles of Association.
6. Election of the auditor for the consolidated financial statements 2025.

## II. Documents for the Extraordinary General Meeting

The following documents and the full text of this invitation will be available on the Internet at <https://ir.steyr-motors.com/event/hauptversammlung> by July 29, 2025 at the latest and will also be available at the Extraordinary General Meeting:

- Resolutions to the agenda items 1. – 6.,
- Candidates's declarations according to § 87 (2) AktG for the election to the Supervisory Board,
- Stock Option Programme 2025,
- Report of the Supervisory Board on granting stock options (agenda item 3),
- Revised Articles of Association
- Forms for granting and revoking power of attorney according to § 114 AktG and
- full text of this convocation.

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

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

The entitlement to participate in the Extraordinary General Meeting and to exercise voting rights and other shareholder rights to be asserted at the Extraordinary General Meeting is based on the shareholding at the end of **August 9, 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 Extraordinary General Meeting.

### Bearer shares held in custody | deposit certificate pursuant to § 10a AktG

In the case of deposited bearer shares, a deposit certificate in accordance with § 10a AktG is sufficient proof of share ownership on the record date, which must be received by the Company no later than the third working day before the Extraordinary General Meeting, i.e. on August 13, 2025, 24:00 hours (CEST) exclusively at one of the addresses listed below.

via telefax: +43 (0) 1 8900-50050  
via postal mail or courier: HV-Veranstaltungsservice GmbH  
Köppel 60  
8242 St. Lorenzen am Wechsel  
via e-mail: [anmeldung.steyrmotors@hauptversammlung.at](mailto:anmeldung.steyrmotors@hauptversammlung.at), whereby the deposit certificate shall be attached to the email as a PDF-file  
via SWIFT: GIBAATWGGMS - Message Type MT598 oder MT599; necessarily

indicating the ISIN AT0000A3FW25

Shareholders are requested to contact their custodian bank and arrange for the issue and transmission of a deposit certificate.

The record date has no effect on the ability to trade the shares and has no significance for dividend entitlement.

#### Content of the deposit certificate to § 10a AktG

The deposit certificate 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:

- Details of the issuer: name/company name and address or a code (BIC) commonly used in transactions between credit institutions,
- Details of the shareholder: name/company name, address, date of birth for natural persons, register and registration number for legal entities, if applicable,
- Details of the shares: number of shares held by the shareholder, ISIN AT0000A3FW25,
- Deposit account number or other designation,
- Date to which the deposit certificate relates.

The deposit certificate as proof of share ownership for participation in the Extraordinary General Meeting must refer to the above-mentioned record date of **August 9, 2025, 12:00 a.m.** (CEST). The deposit certificate will be accepted in German or English.

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

Deposit certificates from securities firms within the meaning of the Securities Firm Act (WPFG) that are authorized to hold and manage securities will also be accepted.

#### 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 Extraordinary 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 participate in the Extraordinary 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 representative to participate in the Extraordinary General Meeting on behalf of the shareholder and to exercise the same rights as the shareholder whom they represent.

The power of attorney must be issued to a specific person (a natural or legal person) in text form (in accordance with Section 8.7 of the Articles of Association), whereby several persons may be authorized.

The proxy may be issued both before and during the Extraordinary General Meeting.

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

via telefax: +43 (0) 1 8900-50050

via postal mail: c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel, Österreich

via E-Mail: [anmeldung.steyrmotors@hauptversammlung.at](mailto:anmeldung.steyrmotors@hauptversammlung.at)

via SWIFT: GIBAATWGGMS; Message Type MT598 oder MT599, unbedingt ISIN AT0000A3FW25 im Text angeben

If the signed proxy form is not handed over in person at the time of registration on the day of the Extraordinary General Meeting, it must be received by the Company in writing no later than **August 14, 2025, by 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 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 deposit certificate.

Shareholders may also exercise their rights at the Extraordinary General Meeting in person after granting proxy authority. Personal appearance shall be deemed to revoke any proxy previously granted.

### **Special Proxy voting:**

As a special service, we offer our shareholders the option of exercising their voting rights through a proxy appointed by the Company. Daniel Spindler c/o Oberhammer Rechtsanwälte GmbH, Lothringerstraße 8/5, 1040 Vienna, will be available at the Extraordinary 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 deposit certificate or postage costs, shall be borne by the shareholders.

The form, available on the Company's website at <https://ir.steyr-motors.com/event/hauptversammlung> from **July 29, 2025** at the latest, can be used to grant power of attorney to Daniel Spindler. In addition, Daniel Spindler can be contacted directly by telephone at +43-1-5033000, fax +43-1-5033000-33 or email [spindler.steyrmotors@hauptversammlung.at](mailto:spindler.steyrmotors@hauptversammlung.at).

In the event of authorization, 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 issued, the proxy will abstain from voting. Without instructions, the proxy is invalid. Please 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 pursuant to § 109 AktG**

Shareholders whose shares together amount to at least **5% of the share capital** and who have been the holders of these shares for at least three months prior to the submission of the request

may request in writing that **additional items be added to the agenda** of this Extraordinary General Meeting and announced if this request is made in writing by mail or courier no later than **July 31, 2025, 12:00 a.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 deposit certificate 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. For the other requirements for the deposit certificate, please refer to the information on eligibility to participate (Section III of this invitation).

### **Shareholders' right to information pursuant to § 118 AktG**

Upon request, each shareholder shall be provided with information on matters relating to the Company at the Extraordinary General Meeting to the extent that such information is necessary for the proper assessment of an item on the agenda. The duty to provide information also extends to the legal relationships between the Company and its former affiliated companies. The provision of 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 its disclosure would be punishable by law.

The chairperson of the Extraordinary 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 Extraordinary General Meeting, but also during the meeting.

Generally, requests for information are to be made verbally at the Extraordinary 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 Extraordinary 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](mailto:fragen.steyrmotors@hauptversammlung.at).

### **Motions by shareholders at the Extraordinary General Meeting pursuant to § 119 AktG**

Every shareholder is entitled, regardless of the number of shares held, to submit motions on any item on the agenda at the Extraordinary 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, class of shares, 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, in order to enable shareholders to exercise their rights at the Extraordinary General Meeting.

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

Steyr Motors AG is the responsible body for the processing. Steyr Motors AG uses external service providers such as notaries, lawyers, banks, and IT service providers for the purpose of organizing the Extraordinary 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 legally required, Steyr Motors AG has concluded a data protection agreement with these service providers.

If a shareholder attends the Extraordinary 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 (4) AktG).

Shareholder data will be deleted after the end of the applicable statutory periods. In addition to the statutory retention and documentation periods, the statutory limitation periods, in particular those under the Austrian General Civil Code (ABGB), which in certain cases can 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](mailto: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/de/datenschutzbestimmungen>.

#### **VI. Total number of shares and voting rights at the time of convening**

At the time of convening the Extraordinary 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 Extraordinary General Meeting. The Company does not hold any of its own shares, either directly or indirectly, at the time of convening the Extraordinary General Meeting.

*The Management Board  
in July 2025*