FORWARD

Invitation to the 27th Shareholders' Meeting

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Stuttgart, Germany
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This publication is available in German and English. In case of doubt, the content of the German version is decisive.

The shareholders of TAKKT AG are invited to attend the 27th Shareholders Meeting of our company on May 20, 2026 at 10:00 am (Central European Summer Time – CEST). The Shareholders Meeting will be held as a virtual meeting without the physical presence of shareholders or their proxies (with the exception of the company's voting representatives) in accordance with Section 11(7) of the Articles of Association of TAKKT AG in conjunction with Section 118a of the German Stock Corporation Act (AktG).

The venue of the Shareholders Meeting within the meaning of the German Stock Corporation Act is the business premises of TAKKT AG at Presselstraße 12, 70191 Stuttgart, Germany.

Please note that shareholders and their proxies will NOT be able to attend the virtual Shareholders Meeting in person at the company's business premises.

The live video and audio broadcast of the virtual Shareholders' Meeting will be available to registered shareholders online via the InvestorPortal at https://www.takkt.de/en/investors/shareholders-meeting/. Voting rights may be exercised exclusively through voting by mail (also by means of electronic communication) or by granting authorization to company-appointed proxies. Shareholders and their duly authorized representatives may exercise their rights – as described in detail in section II of this invitation – via the InvestorPortal and thereby participate in the meeting. The InvestorPortal can be reached via the company's website at https://www.takkt.de/en/investors/shareholders-meeting/.

I. AGENDA

1. Presentation of the approved annual financial statements, the approved consolidated financial statements, the combined management report for TAKKT AG and the TAKKT Group, with the explanatory report by the Management Board on disclosures as required by sections 289a(1) and 315a sentence 1 of the German Commercial Code (HGB) and the report by the Supervisory Board for the 2025 fiscal year.

The aforementioned documents can be viewed and downloaded on the company's website at

https://www.takkt.de/en/investors/shareholders-meeting/

starting from the date of the invitation to the Shareholders' Meeting. Further information can be found in section II point 12 of this invitation.

The Supervisory Board approved the annual financial statements and the consolidated financial statements prepared by the Management Board in accordance with Sections 172 and 173 of the German Stock Corporation Act (AktG) on March 20, 2026 and thereby adopted the annual financial statements. Consequently, there is no need for the Shareholders Meeting to adopt the annual financial statements. The annual financial statements, the consolidated financial statements and the combined management report for TAKKT AG and the TAKKT Group, together with the explanatory report by the Management Board on the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (HGB) and the Supervisory Board's report, are to be made available to the Shareholders Meeting without the need for a resolution on agenda item 1 under the German Stock Corporation Act.

2. Adoption of a resolution pertaining to the utilization of the unappropriated profits from the 2025 fiscal year.

The Management Board and the Supervisory Board propose that the unappropriated profits of EUR 4,160,670.50 reported in the approved financial statements of TAKKT AG as of December 31, 2025 be used as follows:

The unappropriated profits of EUR 4,160,670.50 shall be carried forward to new account.

3. Adoption of a resolution pertaining to the discharge of the members of the Management Board for the 2025 fiscal year.

The Management Board and Supervisory Board propose to discharge the members of the Management Board in the 2025 fiscal year for this period.

4. Adoption of a resolution pertaining to the discharge of the members of the Supervisory Board for the 2025 fiscal year.

The Management Board and Supervisory Board propose to discharge the members of the Supervisory Board in the 2025 fiscal year for this period.

5. Choice of the auditor for the company’s financial statements and the consolidated financial statements for the 2026 fiscal year.

Based on the recommendation made by its audit committee, the Supervisory Board proposes that Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart, Germany, be appointed as the auditor for the financial statements and consolidated financial statements of TAKKT AG and the Group for the 2026 fiscal year.

The Audit Committee has declared that its recommendation is free from undue influence by third parties and that no contractual clause restricting the options has been imposed upon it within the meaning of Article 16(6) of the EU Audit Regulation (Regulation (EU) No. 537/2014).

6. Adoption of a resolution pertaining to the approval of the remuneration report.

Pursuant to section 162 AktG, the Management Board and Supervisory Board have prepared a report on the remuneration granted and owed to the members of the Management Board and Supervisory Board in the 2025 fiscal year, which will be submitted to the Shareholders’ Meeting for approval pursuant to section 120a(4) of the German Stock Corporation Act (AktG). The remuneration report was audited by TAKKT AG’s auditor, and an audit certificate was issued.

The remuneration report for the 2025 fiscal year and the report on its audit by the auditor of the annual financial statements can be found online at

https://www.takkt.de/en/investors/shareholders-meeting/

The Management Board and the Supervisory Board propose that the remuneration report for the 2025 fiscal year be approved.

7. Adoption of a resolution pertaining to the approval of the remuneration system for members of the Management Board.

Pursuant to Section 120a(1), first sentence, of the German Stock Corporation Act (AktG), the Shareholders’ Meeting of a listed stock corporation must resolve on the approval of the remuneration system for the members of the Management Board submitted by the Supervisory Board whenever there is a material change to the remuneration system, but at least every four years. The remuneration system for the members of the Management Board was last approved by the Shareholders’ Meeting on May 21, 2025 in accordance with Section 120a(1), first sentence, of the German Stock Corporation Act (AktG), following a thorough review by the Supervisory Board and taking into account the requirements of investors and current market practice. Following extensive deliberations during the past fiscal year, the Supervisory Board resolved to amend the remuneration system in order to align the structure of variable remuneration, in particular the short-term incentive, even more closely with the corporate strategy.

The amended remuneration system for members of the Management Board will be submitted to the Shareholders’ Meeting for approval and will be available from the convocation of the Shareholders’ Meeting at

https://www.takkt.de/en/investors/shareholders-meeting/.

The Supervisory Board therefore proposes to approve the remuneration system for Management Board members that was resolved by the Supervisory Board on March 20, 2026.

8. Authorisation to acquire own shares pursuant to Section 71(1)(8) of the German Stock Corporation Act

Unless otherwise provided by law, the Company requires specific authorisation from the Shareholders' Meeting to acquire its own shares (Section 71(1)(8) of the German Stock Corporation Act). The authorisation to acquire own shares pursuant to Section 71(1)(8) of the German Stock Corporation Act granted at the 2022 Shareholders' Meeting is valid until May 17, 2027. As the authorisation granted at the 2022 Shareholders' Meeting may expire before the 2027 Shareholders' Meeting, the existing authorisation is to be revoked and the Company is to be granted a new authorisation, valid until 2031, to acquire treasury shares amounting to up to 10% of the share capital.

The proposed resolution sets out the terms and conditions for the acquisition of own shares and their subsequent use.

The Management Board and Supervisory Board propose that the following resolution be passed:

(a) Revocation of the authorisation dated May 18, 2022.

The authorisation of the Management Board to acquire own shares, resolved under item 8 of the agenda of the Shareholders' Meeting on May 18, 2022, shall be revoked with effect from the close of the Shareholders' Meeting on May 20, 2026, insofar as no use has been made of it. It shall be replaced by the following authorisation to acquire own shares.

(b) Authorisation to acquire shares.

The Company is authorised to acquire treasury shares up to a total of 10% of the share capital existing at the time of the resolution until May 19, 2031. The acquired shares, together with other own shares held by the Company or attributable to it pursuant to Sections 71a et seq. of the German Stock Corporation Act (AktG), may at no time represent more than 10% of the respective share capital. The authorisation may not be used for the purpose of trading in own shares.

(c) Exercise.

The authorisation may be exercised in whole or in part, once or on several occasions, for one or more purposes, by the Company or by third parties on behalf of the Company.

(d) Method of acquisition.

The acquisition shall take place, at the discretion of the Management Board, via the methods described below:

- (1) The acquisition may take place via the stock exchange. In this case, the consideration paid by the Company per share (excluding incidental acquisition costs) may not exceed or fall below the price determined by the opening auction on the trading day in the Xetra trading system (or a comparable successor system) on the Frankfurt Stock Exchange by more than 10%.
- (2) The acquisition may also be carried out by means of a public takeover bid addressed to all shareholders or – where legally permissible – by means of a public invitation to all shareholders to submit a takeover bid. In this context, the purchase price offered or the limits of the purchase price range per share (in each case excluding incidental acquisition costs) must not exceed the average of the stock market prices of the shares of Gesellschaft determined in the closing auction in the Xetra trading system (or a comparable successor system) on the Frankfurt Stock Exchange on the three trading days prior to the date of publication of the offer or the public invitation to submit a purchase offer by no more than 10%.

  If, following the publication of a public takeover bid or the public invitation to submit a bid, there are significant deviations from the relevant price, the bid or the invitation to submit such a bid may be adjusted. In this case, the average of the closing auction prices of the Company's shares in the Xetra trading system (or a comparable successor system) on the Frankfurt Stock Exchange on the three trading days prior to the public announcement of any adjustment shall be used.

  The purchase offer or the invitation to submit such an offer may provide for further conditions; in particular, the volume of the purchase offer or the invitation to submit an offer may be limited.

  If the purchase offer is oversubscribed, or in the event of a call for offers where not all of several equivalent

offers can be accepted, the acquisition may take place in proportion to the shareholdings or in proportion to the shares subscribed for or offered in each case; the right of shareholders to tender their shares in proportion to their shareholdings is excluded in this respect. Preferential acceptance of small quantities of up to 100 shares per shareholder from the shares offered for purchase, as well as commercial rounding to avoid fractional shares, may be provided for. Any further right of shareholders to tender their shares is excluded in this respect.

- (3) Finally, the acquisition may take place over the counter, i.e. in a manner different from that described in the two preceding variants. In particular, a direct block purchase from one or more shareholders is permitted. In this case, for reasons of equal treatment of shareholders, the consideration per share paid by the Company (excluding incidental acquisition costs) may not deviate by more than 10% from the price determined on the acquisition date by the opening auction in the Xetra trading system (or a comparable successor system) on the Frankfurt Stock Exchange, as in the case of acquisition via the stock exchange (see No. (1) above) the price determined on the acquisition date by the opening auction in the Xetra trading system (or a comparable successor system) on the Frankfurt Stock Exchange.

(e) Use.

The Management Board is authorised to sell shares in the Company acquired pursuant to this or previous authorisations under Section 71(1)(8) of the German Stock Corporation Act (AktG) via the stock exchange or pursuant to an offer addressed to all shareholders, whilst observing the principle of equal treatment, and furthermore to use them for all purposes permitted by law, in particular for the following purposes:

- (1) The shares may be redeemed by the Management Board without the redemption or its implementation requiring a further resolution of the Shareholders' Meeting (Section 71(1)(8) sentence 6 of the German Stock Corporation Act (AktG)). The redemption may be limited to a portion of the acquired shares. The redemption results in a capital reduction. This capital reduction may be carried out for all purposes permitted by law. Notwithstanding the foregoing, the Management Board may determine that the share capital shall not be reduced, but that the proportion of the remaining shares in the share capital shall be increased in accordance with Section 8(3) of the German Stock Corporation Act (AktG). In this case, the Management Board is authorised to amend the number of shares specified in the Articles of Association.
- (2) Shares may also be sold by means other than through the stock exchange or by way of an offer to shareholders, provided that the shares are sold for cash at a price which does not fall significantly below the stock exchange price of the Company's shares at the time of sale. This authorisation is subject to the condition that the shares sold with the exclusion of subscription rights pursuant to section 186(3), fourth sentence, of the German Stock Corporation Act (AktG) may not exceed a pro rata amount totalling 10% of the share capital, neither at the time this authorisation takes effect nor – if this figure is lower – at the time of exercising this authorisation. Shares issued during the term of this authorisation from authorised capital, excluding subscription rights in accordance with Section 186(3), fourth sentence, of the German Stock Corporation Act (AktG), shall be counted towards this limit.
- (3) The shares may be sold in exchange for a contribution in kind, in particular in connection business combinations and the acquisition of companies, parts of companies and shareholdings in companies.

This authorisation may be exercised once or several times, in whole or in part, individually or jointly, and for one or more purposes.

(f) Exclusion of subscription rights.

Shareholders' subscription rights to treasury shares are excluded to the extent that these are utilised in accordance with the above authorisation under (e) nos. (2) and (3). In the event of the sale of the acquired treasury shares via the stock exchange, shareholders' subscription rights are likewise excluded. In the event of a sale via the stock exchange, the principle of equal treatment is satisfied in accordance with section 71(1)(8), fourth sentence of the German Stock Corporation Act (AktG). In the event of a sale of treasury shares by means of an offer addressed to all shareholders, the Management Board is authorised to exclude subscription rights for fractional amounts. As a precautionary measure, it shall also apply that any 'reverse subscription right' or 'right of tender' pursuant to sub-clause (d) No. (2) and, in the context of a private

acquisition of own shares pursuant to sub-clause (d) No. (3), is excluded.

(g) Acquisition and sale through third parties.
The above authorisations to acquire and sell shares may also be exercised by subsidiaries or companies in which the Company holds a majority stake, or by third parties acting on their behalf or on behalf of the Company.

(h) Severability clause.
Should, contrary to expectations, individual parts of this authorisation resolution be invalid, this shall not affect the other parts of this resolution.

From the date of convening the Shareholders' Meeting, the written report of the Management Board on the reasons for which it should be authorised to exclude shareholders' subscription rights will be available at https://www.takkt.de/en/investors/shareholders-meeting and will also be accessible there during the Shareholders' Meeting.

9. Adoption of a resolution on the cancellation of the existing authorised capital and the creation of new authorised capital in the amount of EUR 32,805,165.00 with the option to exclude pre-emptive rights, as well as the related amendment to the Articles of Association (Article 4(2) of the Company's Articles of Association)

Pursuant to Article 4(1) of the Company's Articles of Association, the share capital amounts to EUR 65,610,331.00 and is divided into the same number of no-par value bearer shares. Section 4(2) of the Company's Articles of Association provides for authorised capital, which empowers the Management Board, with the approval of the Supervisory Board, to increase the share capital on one or more occasions by up to a total of EUR 32,805,165.00 through the issue of new no-par value bearer shares in return for cash and/or non-cash contributions (Authorised Capital). No use has been made of this authorisation to date. The currently valid authorisation, granted by the Shareholders' Meeting on May 18, 2022, expires on May 17, 2027 and thus possibly before the next Shareholders' Meeting.

In order to enable the Company to continue to meet any future need for additional equity capital quickly and flexibly through the issue of new shares, the existing Authorised Capital in Article 4(2) of the Articles of Association is to be repealed and replaced by a new Authorised Capital with the option to exclude subscription rights.

The Management Board and Supervisory Board propose the following resolution:

(a)
The authorised capital resolved by the Shareholders' Meeting on May 18, 2022 under item 9 of the agenda (Section 4(2) of the Articles of Association) is to be revoked.

(b)
The Management Board is authorised, with the approval of the Supervisory Board, to increase the share capital on one or more occasions until May 19, 2031 by up to a total of EUR 32,805,165.00 against the issue of up to 32,805,165 new no-par value bearer shares in return for cash and/or non-cash contributions (Authorised Capital). In principle, shareholders are to be granted subscription rights. However, the Management Board is authorised, with the approval of the Supervisory Board, to exclude shareholders' subscription rights in the following cases:

- to settle fractional amounts;
- if, in the case of capital increases against cash contributions, the issue price of the new shares and the issued shares do not exceed a total of 10% of the share capital either at the time this authorisation takes effect or at the time of its exercise. The proportionate amount of the share capital attributable to treasury shares which are sold from the effective date of this authorisation in direct or analogous application of section 186(3), fourth sentence, of the German Stock Corporation Act (AktG) shall be counted towards the maximum limit of 10% of the share capital;
- in the case of capital increases against contributions in kind.

The total number of shares issued pursuant to the above authorisations, excluding subscription rights, in connection with capital increases against cash and/or non-cash contributions may not exceed 10% of the share capital either at the time the authorisation takes effect or at the time it is utilised. Treasury shares sold with the exclusion of subscription rights shall be counted towards the aforementioned 10% limit.

The Management Board is authorised, with the approval of the Supervisory Board, to determine the specific details of the capital increase and its implementation, in particular the content of the share rights and the terms and conditions of the share issue.

The Supervisory Board is authorised to amend the wording of Article 4 of the Articles of Association in accordance with the respective utilisation of the authorised capital and, should the authorised capital not be fully utilised by May 19, 2031, to adjust it after the expiry of the authorisation.

(c)
Section 4(2) of the Company's Articles of Association is amended as follows:
"The Management Board is authorised, with the approval of the Supervisory Board, to increase the share capital on one or more occasions up to May 19, 2031 by a total of up to EUR 32,805,165.00 against the issue of up to 32,805,165 new no-par value bearer shares in return for cash and/or non-cash contributions (Authorised Capital). In doing so, shareholders are generally to be granted subscription rights. However, the Management Board is authorised, with the approval of the Supervisory Board, to exclude shareholders' subscription rights in the following cases:

- to settle fractional amounts;
- if, in the case of capital increases against cash contributions, the issue price of the new shares does not materially undercut the stock exchange price of the shares already listed on the stock exchange at the time of the final determination of the issue price, which determination shall be made as close in time as possible to the placement of the shares, and the shares issued do not exceed a total of 10% of the share capital either at the time this authorisation takes effect or at the time of its exercise. The proportionate amount of the share capital attributable to treasury shares which are sold from the effective date of this authorisation in direct or analogous application of section 186(3), fourth sentence, of the German Stock Corporation Act (AktG) shall be counted towards the maximum limit of 10% of the share capital;
- in the case of capital increases against contributions in kind.

The total number of shares issued pursuant to the above authorisations, excluding subscription rights, in connection with capital increases against cash and/or non-cash contributions may not exceed 10% of the share capital either at the time the authorisation takes effect or at the time it is utilised. Treasury shares sold with the exclusion of subscription rights shall be counted towards the aforementioned 10% limit.

The Management Board is authorised, with the approval of the Supervisory Board, to determine the further details of the capital increase and its implementation, in particular the content of the share rights and the terms of the share issue.

The Supervisory Board is authorised to amend the wording of Article 4 of the Articles of Association in accordance with the respective utilisation of the authorised capital and, should the authorised capital not be fully utilised by May 19, 2031, to adjust it after the expiry of the authorisation."

(d)
The Management Board is instructed to implement the cancellation of the existing authorised capital in accordance with lit. (a) and the resolution on the creation of new authorised capital with a corresponding amendment to Article 4(2) of the Articles of Association in accordance with (b) and (c) to be filed with the Commercial Register, subject to the condition that the entries are made in the aforementioned order and that the entry of the cancellation of the existing authorised capital pursuant to (a) (a) shall only take place once it has been ensured that the resolution regarding Section 4(2) of the Articles of Association pursuant to lit. (c) is entered immediately thereafter.

From the date of convening the Shareholders' Meeting, the written report of the Management Board on the reasons why it should be authorised to exclude shareholders' subscription rights will be available at https://www.takkt.de/en/investors/shareholders-meeting and will also be accessible there during the Shareholders' Meeting.

10. Adoption of a resolution on an amendment to the Articles of Association to enable virtual Shareholders' Meetings in future

Pursuant to section 118a(1), first sentence, of the German Stock Corporation Act (AktG), the Shareholders' Meeting held on May 17, 2024 resolved, by way of

an amendment to the Articles of Association, to authorise the Management Board to provide that the Shareholders' Meeting may be held without the physical presence of shareholders or their proxies at the venue of the Shareholders' Meeting (virtual Shareholders' Meeting). The authorisation was granted for the holding of virtual Shareholders' Meetings for a period of two years following the entry of the provision in the Articles of Association in the Commercial Register.

The Articles of Association of TAKKT AG are now to be amended to authorise the Management Board once again to hold the Shareholders' Meeting virtually. The authorisation in the Articles of Association is intended to afford the Management Board greater flexibility than a direct mandate to use the virtual format, as it allows a decision to be made on the basis of the circumstances of each individual case. The Management Board is to continue to decide, on the basis of objective criteria and within the scope of its discretionary powers, whether each Shareholders' Meeting is to be held virtually or as an in-person event.

The authorisation of the Management Board in the Articles of Association must be limited in time in accordance with Section 118a(4) of the German Stock Corporation Act (AktG), namely to a maximum period of five years following the entry of the authorisation in the Commercial Register. This maximum permissible term of the authorisation is not to be exhausted; instead, the authorisation is to be resolved for the period up to and including December 31, 2028.

Pursuant to Section 11(6) of the Company's Articles of Association, members of the Supervisory Board may already participate in the Shareholders' Meeting via video and audio transmission under certain conditions. This option is to continue to apply to members of the Supervisory Board in the event of a virtual Shareholders' Meeting, in accordance with Section 118a(2), second sentence, of the German Stock Corporation Act (AktG) in conjunction with Section 118(3), second sentence, of the German Stock Corporation Act (AktG).

The Management Board and the Supervisory Board therefore propose that the following resolution be passed:

Section 11(7) of the Company's Articles of Association is amended and reworded as follows:

"The Management Board is authorised to provide that the Shareholders' Meeting is held without the physical presence of the shareholders or their proxies at the venue of the Shareholders' Meeting (virtual Shareholders' Meeting). This authorisation applies to the holding of virtual Shareholders' Meetings up to and including December 31, 2028. Where a virtual Shareholders' Meeting is held, members of the Supervisory Board may also participate by means of video and audio transmission; however, this does not apply to the chair of the meeting, provided that the chair is a member of the Supervisory Board. All provisions of these Articles of Association relating to Shareholders' Meetings shall apply to the virtual Shareholders' Meeting, unless otherwise required by law or expressly provided for in these Articles of Association."

II. FURTHER INFORMATION ON CONVENING

1. Requirements for attending the virtual Shareholders' Meeting online and exercising voting rights

Pursuant to section 11(7) of the articles of association of TAKKT AG in conjunction with section 118a AktG, the Management Board has decided to hold the Shareholders' Meeting as a virtual meeting without the physical attendance of the shareholders or their authorized representatives (with the exception of company proxies). The Shareholders' Meeting will take place with the attendance of the members of the Management Board and Supervisory Board as well as of a notary commissioned with the writing of the minutes at the company's premises at Presselstrasse 12, 70191 Stuttgart, Germany.

The entire Shareholders' Meeting will be broadcast in audio and video online through the password-protected InvestorPortal

https://www.takkt.de/en/investors/shareholders-meeting/

accessible via the website. Voting rights can be exercised exclusively through voting by mail or by issuing a power of attorney to the proxies named by the company. In addition, duly registered shareholders may submit statements by means of electronic communication prior to the Shareholders' Meeting. During the Shareholders' Meeting, shareholders who are connected electronically to the meeting have a right to speak at the meeting by means of video communication. As part of their right to speak, they also have the right to submit motions and election proposals and request information from the Management Board by means of video communication and to lodge objections to resolutions of the Shareholders' Meeting for the record by means of electronic communication.

Only the shareholders who have registered in writing (section 126b BGB) for the Shareholders' Meeting may participate in the virtual Shareholders' Meeting and in particular follow the entire Shareholders' Meeting online and exercise their voting rights.

Furthermore, shareholders must be able to demonstrate that they are eligible to attend the Shareholders' Meeting and exercise their voting rights. Proof of share ownership in writing (section 126b BGB) issued by the last intermediary in accordance with section 67c(3) AktG is sufficient for this purpose. Evidence of shares not held in collective custody can also be provided by the company or a bank upon presentation of the shares. Proof of share ownership, in accordance with section 123(4) sentence 2 AktG and section 12(2) sentence 3 of the articles of association, must refer to the close of business of the twenty-second day prior to the Shareholders' Meeting (record date), that is, April 28, 2026, midnight (CEST).

Registrations and evidence of eligibility must be submitted in German or English and must reach the company at the following address by May 13, 2026, at midnight (CEST) at the latest:

TAKKT AG
c/o C-HV AG
Gewerbepark 10
92289 Ursensollen
Email: anmeldestelle@c-hv.com

After registering for the Shareholders' Meeting, shareholders or their authorized representatives will receive a confirmation of registration with their login details for registration in the electronic InvestorPortal at

https://www.takkt.de/en/investors/shareholders-meeting/

as well as written power of attorney and absentee voting documents. Shareholders are requested to contact their custodian bank or last intermediary in accordance with section 67c(3) AktG as early as possible in order to arrange their registration for the Shareholders' Meeting.

2. Significance of the record date

The record date is the decisive date for the eligibility to attend the Shareholders' Meeting and to exercise voting rights. Only those who have provided evidence of share ownership by the record date are considered by the company to be eligible to follow the virtual Shareholders' Meeting and to exercise a voting right as a shareholder. This means that shareholders who acquired their shares after the record date are not permitted to attend the Shareholders' Meeting in their own name with these shares and are therefore not entitled to vote. Changes in shareholdings after the record date are not taken into account in determining the registered shareholder's eligibility to exercise their rights. Shareholders who have correctly registered and provided evidence of share ownership are authorized to attend the Shareholders' Meeting and exercise a voting right even if they sell the shares after the record date. The record date has no effect on the disposability of the shares, and the date is not relevant for calculating potential dividend entitlements.

3. Total number of shares and voting rights

At the time of convening the Shareholders' Meeting, the share capital of the company is divided into 65,610,331 no-par-value bearer shares. Each share grants the bearer one vote. As of the date on which the Shareholders' Meeting is convened, the company holds 1,557,796 treasury shares, which confer no rights on the company. The total number of shares entitled to participate and vote amounts to 64,052,535 at the time of convening.

4. Procedure for voting by mail

Shareholders may vote in writing or by way of electronic communication (voting by mail). Only shareholders

who have registered for the Shareholders' Meeting by the stipulated date and have duly proven that they are eligible to attend the Shareholders' Meeting and exercise voting rights will be entitled to a postal vote (see item II.1 above).

The company's InvestorPortal at

https://www.takkt.de/en/investors/shareholders-meeting/

is available for electronic voting. After registering, shareholders or their authorized representatives will be sent their login details for the InvestorPortal and forms for voting by mail. Votes may also be cast electronically via the InvestorPortal during the Shareholders' Meeting but must be completed no later than the time stipulated by the chair of the Shareholders' Meeting in the context of the voting process.

Alternatively, shareholders can use the form sent to them following their registration for the purpose of voting by mail. Votes cast by mail must reach the company in writing at the following address at the latest on May 19, 2026, at midnight (CEST):

By mail: TAKKT AG, c/o C-HV AG, Gewerbepark 10, 92289 Ursensollen
By email: Anmeldestelle@c-hv.com

After this deadline, voting by mail may only be exercised through the company's InvestorPortal until the voting is closed by the chair of the meeting at the Shareholders' Meeting. Authorized proxy intermediaries, associations of shareholders, voting advisors and persons of comparable standing in accordance with the German Stock Corporation Act may also vote by mail.

5. Voting by proxy

Shareholders or their authorized representatives who do not wish to personally attend the virtual Shareholders' Meeting or personally exercise their voting right by mail may appoint a proxy to exercise their right on their behalf, such as intermediaries, associations of shareholders or other persons. Here, too, the shareholder or the duly authorized representative must ensure that proper and timely registration and evidence of share ownership are observed (see item II.1 above). These duly authorized representatives may also exercise the voting right at the Shareholders' Meeting only by voting by mail or through (sub)authorization of the proxies appointed by the company.

The granting of proxies, their rescission and the verification of authorization for the company must be made in writing or can be done electronically at

https://www.takkt.de/en/investors/shareholders-meeting/

via the InvestorPortal. After registering, shareholders or their authorized representatives will be sent their login details for the InvestorPortal and forms for granting powers of proxy.

Use of the InvestorPortal by an authorized representative requires the representative to have received the login details sent with the confirmation of registration from the party granting powers of proxy, unless the login details have been sent directly to the representative. Use of the access data by the duly authorized representative simultaneously serves as proof of authorization.

The proxy powers granted to authorized proxy intermediaries, associations of shareholders, voting advisors and persons of comparable standing within the scope of the special provision contained in the German Stock Corporation Act (section 135 AktG) applicable to them may be subject to different requirements. The respective proxy prospect may be asked to meet these requirements.

The company offers its shareholders and their authorized representatives the option to allow a proxy appointed by the company to represent them in exercising their voting rights. If shareholders grant their power of attorney to the proxy appointed and supervised by the company, they will need to provide instructions for exercising their voting rights in addition to their authorization. Company proxies are obligated to vote in accordance with their instructions and may not exercise the voting rights at their own discretion. Authorizations and instructions to the proxy appointed and supervised by the company can be issued electronically at

https://www.takkt.de/en/investors/shareholders-meeting/

via the company’s InvestorPortal. This option is available until voting on the agenda items starts at the Shareholders’ Meeting. Alternatively, authorizations and instructions to the proxy appointed by the company can be issued by using the forms for granting powers of proxy sent following registration.

Completed forms for granting powers of proxy must reach the company in writing at the following address at the latest on May 19, 2026, at midnight (CEST):

By mail: TAKKT AG, c/o C-HV AG, Gewerbepark 10, 92289 Ursensollen
By email: Anmeldestelle@c-hv.com

After this deadline, authorizations and instructions to the proxy appointed by the company may only still be issued via the company’s InvestorPortal until the beginning of the voting on the agenda for the Shareholders’ Meeting.

6. Additional agenda item proposals pursuant to section 122(2) AktG

Shareholders whose shares together make up one twentieth of the share capital or who have shares of EUR 500,000.00 may request items to be added to the agenda and publicized.

Requests for additional agenda items must reach the company in writing at the address shown below at least thirty days before the meeting, not including the day of receipt, i.e., by April 19, 2026, at midnight (CEST).

Address: TAKKT AG, Corporate Legal & Compliance, Presselstrasse 12, 70191 Stuttgart

Each new agenda item must be supported by a statement of reasons or a resolution proposal. The persons submitting the request must prove that they have held the shares for at least 90 days prior to receipt of the request and that they will continue to hold the shares until the Management Board has decided on the request. Section 121(7) AktG applies mutatis mutandis. Section 70 AktG shall apply when calculating the period of share ownership.

7. Countermotions or election proposals pursuant to sections 126 and 127 AktG

Furthermore, every shareholder has the right to submit countermotions to agenda items (section 126 AktG) or proposals for the election of Supervisory Board members or auditors (section 127 AktG). Countermotions must be supported by a statement of reasons.

Countermotions in accordance with section 126 AktG and shareholders’ election proposals in accordance with section 127 AktG must be submitted exclusively to the following address:

By mail: TAKKT AG, Corporate Legal & Compliance, Presselstrasse 12, 70191 Stuttgart, Germany
By email: legal@takkt.com

Any countermotions or election proposals sent to a different address will not be taken into consideration.

We will publish the shareholders’ countermotions and election proposals to be made available, including the name of the shareholder and any statements of reason to be made available on our website at

https://www.takkt.de/en/investors/shareholders-meeting/

Only countermotions and election proposals relating to items on this agenda that reach the above address by midnight (CEST) on May 5, 2026, will be considered. Any comments by the administration relating to such motions can likewise be found on the website as described above.

Shareholders’ election proposals pursuant to section 127 AktG shall only be made available if they contain the name, profession and place of residence of the nominee and, in the case of a proposal for election to the Supervisory Board, details of the nominee’s membership in other statutory supervisory boards.

Pursuant to section 126(4) of the German Stock Corporation Act (AktG), motions or election proposals by shareholders that are to be made available pursuant to section 126 or section 127 AktG shall be deemed to have been made at the time they are made available. Shareholders who have duly registered for the Shareholders’ Meeting may exercise their voting right on these motions. If the shareholder who has submitted the motion or election proposal is not duly registered for the Shareholders’ Meeting, the countermotion or

election proposal does not have to be dealt with at the meeting.

Countermotions and nominations as well as other motions may also be submitted during the Shareholders' Meeting by means of video communication, that is, as part of the right to speak (see section II.10). Shareholders who have duly registered for the Shareholders' Meeting may also exercise their voting right on these motions during the Shareholders' Meeting.

8. Right to submit statements pursuant to section 130a(1) to (4) of the German Stock Corporation Act (AktG)

Shareholders who have duly registered for the Shareholders' Meeting or their authorized representatives have the right to submit statements on items on the agenda no later than five days prior to the meeting, not including the day of receipt and the day of the Shareholders' Meeting, that is, statements must be received by midnight (CEST) on May 14, 2026.

Shareholders can submit their statements to the company in writing or as a video. Statements must be submitted in German and electronically via the company's InvestorPortal. Statements should not exceed 10,000 characters or – for statements submitted as videos – two minutes. Statements can only be submitted by video if the shareholder or an authorized representative appears and speaks in the video.

Motions, election proposals, questions from shareholders or objections to resolutions to be passed by the virtual Shareholders' Meeting contained in the statements submitted will not be considered. These can only be submitted using the methods described under II.7, II.9 and II.11.

Duly submitted statements will be made available no later than four days prior to the Shareholders' Meeting, that is, by May 15, 2026, at midnight (CEST), stating the name of the submitting shareholder, via the InvestorPortal at

https://www.takkt.de/en/investors/shareholders-meeting/

Statements shall not be made available if they exceed 10,000 characters – or two minutes in the case of video statements – if the Management Board would be liable to prosecution by making them available if the statement is manifestly false or misleading in material respects or contains insults, or if the submitting shareholder indicates that they will not attend the Shareholders' Meeting and will not be represented (section 130a(3) sentence 4 of the Germany Stock Corporation Act (AktG) in conjunction with 126(2) sentence 1 no. 1, no. 3 or no. 6 AktG).

9. Shareholders' right to information pursuant to sections 118a(1) sentence 2 no. 4 and 131(1) of the German Stock Corporation Act (AktG)

The Management Board is obliged to provide information about company matters to any shareholder at their request during the Shareholders' Meeting insofar as this information is necessary for proper appraisal of an agenda item and there is no right to refuse the provision of such information. This duty of the Management Board to provide information also includes information on the company's legal and business relationships with affiliated companies, the situation of the Group and the entities included in the consolidated financial statements.

It is intended that the chair of the meeting shall stipulate, pursuant to section 131(1f) of the German Stock Corporation Act (AktG), that the aforementioned right to information pursuant to section 131(1) AktG may be exercised at the Shareholders' Meeting exclusively by means of video communication, that is, as part of exercising the right to speak (see section II.10). Submitting questions any other way, whether by electronic or other communication, will not be possible either before or during the Shareholders' Meeting. The Management Board may refuse to provide information for the reasons listed in section 131(3) AktG. If a shareholder is refused information, they may request, pursuant to section 131(5) AktG, that the question and reason for which information was refused be recorded in the notarized minutes.

At the Shareholders' Meeting, shareholders have the right to ask questions about all answers given by the Management Board pursuant to Section 131(1d) of the German Stock Corporation Act (AktG.)

10. Right to speak pursuant to sections 118a(1) sentence 2 no. 7, 130a(5) and (6) of the German Stock Corporation Act (AktG)

Shareholders or their authorized representatives who are connected electronically to the Shareholders' Meeting have a right to speak at the meeting by way of video communication. The speech may include motions and proposals for election pursuant to Section 118a(1) sentence 2 no. 3 AktG as well as all types of requests for information pursuant to sections 131 AktG.

Speeches must be registered during the Shareholders' Meeting upon request of the meeting chair via the company's InvestorPortal at

https://www.takkt.de/en/investors/shareholders-meeting/.

Pursuant to section 13(3) of the articles of association, the chair of the meeting may impose appropriate time limits on the shareholder's right to ask questions and speak. In particular, the chair may set appropriate limits on the time allowed for the entire Shareholders' Meeting, for discussion of the individual agenda items and for individual questions and speeches at the beginning or during the Shareholders' Meeting.

In order to exercise their right to speak, shareholders or their authorized representatives require an internet-capable device (PC, laptop, tablet or smartphone) equipped with a camera and microphone that can be accessed from the browser.

The company reserves the right to check the functionality of the video communication between the shareholder or authorized representative and the company at the Shareholders' Meeting and prior to the speech and to reject the speech if the functionality is not ensured.

11. Opportunity to object to resolutions of the Shareholders' Meeting

Shareholders or their authorized representatives who have duly registered for the Shareholders' Meeting and are attending it electronically have the right to lodge objections to resolutions of the Shareholders' Meeting by electronic communication pursuant to section 118a(1) sentence 2 no. 8 AktG. The corresponding declarations must be submitted to the company via the company's InvestorPortal at

https://www.takkt.de/en/investors/shareholders-meeting/

Declarations are made possible by the meeting chair from the beginning of the Shareholders' Meeting until its closing.

12. Publications on the website/additional information regarding the broadcast of the virtual Shareholders' Meeting and the use of the InvestorPortal

On the company's website at

https://www.takkt.de/en/investors/shareholders-meeting/

the following information is also available:

- The content of this notice convening the Shareholders' Meeting
- An explanation in cases in which no resolution is to be passed for an agenda item
- Any documents to be made available, including in particular the following:
  - The consolidated financial statements of TAKKT AG
  - The annual financial statements of TAKKT AG
  - The combined management report for TAKKT AG and the TAKKT Group, with the explanatory report by the Management Board on disclosures as required by sections 289a(1) and 315a of the German Commercial Code (HGB) for 2025
- The report by the Supervisory Board
- The remuneration report pursuant to section 162 of the German Stock Corporation Act (AktG)
- Remuneration system for members of the Management Board (agenda item 7)
- The report by the Management Board on the reasons why it should be authorised to exclude shareholders' subscription rights (agenda item 8 and agenda item 9)
- The total number of shares and voting rights at the time the meeting was convened
- Information on the rights of shareholders: additional agenda items, countermotions or election proposals, right to information and right to object.

Following the Shareholders' Meeting, the approved voting results will be published on the company's website at

https://www.takkt.de/en/investors/shareholders-meeting/.

Shareholders who have registered for the Shareholders' Meeting may follow the entire Shareholders' Meeting live online via the InvestorPortal at

https://www.takkt.de/en/investors/shareholders-meeting/.

The login details for registration in the electronic InvestorPortal, as well as power of attorney and absentee voting forms, will be sent to shareholders after they register for the Shareholders' Meeting.

13. Privacy policy

When shareholders register for the Shareholders' Meeting and/or authorize a proxy, TAKKT AG as the responsible body processes personal data of shareholders and/or authorized third parties. Processing is carried out exclusively for the purpose of preparing and holding the Shareholders' Meeting. Details on the handling of personal data and the rights of data subjects can be found on our website for the Shareholders' Meeting at

https://www.takkt.de/en/privacy-agm.

If you also wish to receive the privacy policy in printed form, please send a request to the following address:

By mail: TAKKT AG, Corporate Legal & Compliance, Presselstrasse 12, 70191 Stuttgart, Germany
By email: legal@takkt.com

14. Additional informationen

Additional details on the Shareholders' Meeting, voting by mail and authorizing and instructing proxies will be sent to shareholders together with the confirmation of their registration and will be made available at

https://www.takkt.de/en/investors/shareholders-meeting/.

Stuttgart, Germany, April 2026

The Management Board