

Information pursuant to Section 125 (1) German Stock Corporation Act (AktG) in connection with Section 125 (5) AktG, Article 4 (1) and Table 3 of the Annex to Implementing Regulation (EU) 2018/1212

Type of Information	Description
A. Specification of the message	
1. Unique identifier of the event	HGEA062024HV
2. Type of message	Meeting notice of a General Meeting [format pursuant to Implementing Regulation (EU) 2018/1212: NEWM]
B. Specification of the issuer	
1. ISIN	DE000A3CMGN3
2. Name of issuer	hGears AG
C. Specification of the meeting	
1. Date of the General Meeting	11.06.2024 [format pursuant to Implementing Regulation (EU) 2018/1212: 20240611]
2. Time of the General Meeting	10:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 08:00 UTC]
3. Type of the General Meeting	Ordinary General Meeting [format pursuant to Implementing Regulation (EU) 2018/1212: GMET]
4. Location of the General Meeting	Virtual General Meeting: https://ir.hgears.com/annual-general-meeting/ In accordance with the German Stock Corporation Act: Konferenzcenter Herriot's Frankfurt, Herriotstraße 1, 60528 Frankfurt am Main, Germany
5. Record Date	20.05.2024, 24:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240520]
6. Uniform Resource Locator (URL)	https://ir.hgears.com/annual-general-meeting/
D. Participation in the General Meeting	
D. Participation in the General Meeting – electronic absentee voting	
1. Method of participation by shareholder	Exercising the right to vote through electronic absentee voting per Internetservice at https://ir.hgears.com/annual-general-meeting/ [format pursuant to Implementing Regulation (EU) 2018/1212: EV; ISO 20022: EVOT]
2. Issuer deadline for the notification of participation	04.06.2024, 24:00 hrs. (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240604; 22:00 UTC]
3. Issuer deadline for voting	11.06.2024, until the time of the closing of voting by the Chairman of the meeting at the virtual General Meeting on 11.06.2024 [format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; until the time of the closing of voting by the Chairman of the Meeting at the virtual General Meeting on 20240611]

D. Participation in the General Meeting – company-appointed proxies	
1. Method of participation by shareholder	<p>Exercising the right to vote by granting authority and issuing instructions to the proxies nominated by the Company</p> <p>[format pursuant to Implementing Regulation (EU) 2018/1212: PX; ISO 20022: PRXY]</p>
2. Issuer deadline for the notification of participation	<p>04.06.2024, 24:00 hrs. (CEST)</p> <p>[format pursuant to Implementing Regulation (EU) 2018/1212: 20240604; 22:00 UTC]</p>
3. Issuer deadline for voting	<p>Granting authority (with voting instructions) to the proxies nominated by the Company</p> <ul style="list-style-type: none"> in writing or in text form by postal mail, fax or email until 10.06.2024, 24:00 hrs (CEST) <p>[format pursuant to Implementing Regulation (EU) 2018/1212: 20240610; 22:00 UTC]</p> <ul style="list-style-type: none"> electronically via the Internetservice at https://ir.hgears.com/annual-general-meeting/ by 11.06.2024, until the time of the closing of voting by the Chairman of the Meeting at the virtual General Meeting on 11.06.2024 <p>[format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; until the time of the closing of voting by the Chairman of the Meeting at the virtual General Meeting on 20240611]</p>
D. Participation in the General Meeting – proxy authorisation	
1. Method of participation by shareholder	<p>Exercising the right to vote through an authorised third party</p> <p>[format pursuant to Implementing Regulation (EU) 2018/1212: PX; ISO 20022: PRXY]</p>
2. Issuer deadline for the notification of participation	<p>04.06.2024, 24:00 hrs. (CEST)</p> <p>[format pursuant to Implementing Regulation (EU) 2018/1212: 20240604; 22:00 UTC]</p>
3. Issuer deadline for voting	<p>Exercising of voting rights via electronic absentee voting by the proxy via Internetservice at https://ir.hgears.com/annual-general-meeting/:</p> <ul style="list-style-type: none"> 11.06.2024, until the time of the closing of voting by the Chairman of the Meeting at the virtual General Meeting on 11.06.2024 <p>[format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; until the time of the closing of voting by the Chairman of the Meeting at the virtual General Meeting on 20240611]</p> <p>Exercising of voting rights by the proxy through granting sub-proxies and issuing instructions to the proxies appointed by the Company:</p> <ul style="list-style-type: none"> in writing or in text form by postal mail, fax or email until 10.06.2024, 24:00 hrs (CEST) <p>[format pursuant to Implementing Regulation (EU) 2018/1212: 20240610; 22:00 UTC]</p> <ul style="list-style-type: none"> electronically via the Internetservice at https://ir.hgears.com/annual-general-meeting/ by 11.06.2024, until the time of the closing of voting by the Chairman of the Meeting at the virtual General Meeting on 11.06.2024 <p>[format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; until the time of the closing of voting by the Chairman of the Meeting at the virtual General Meeting on 20240611]</p>

E. Agenda	
E. Agenda – item 1	
1. Unique identifier of the agenda item	1
2. Title of the agenda item	Presentation of the hGears AG's adopted annual financial statements and the approved consolidated financial statements, the management report of hGears AG and the hGears Group, the explanatory report of the Management Board on the disclosures in accordance with sections 289a, 315a of the German Commercial Code (Handelsgesetzbuch – "HGB")) and the report of the Supervisory Board for fiscal year 2023
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	none
5. Alternative voting options	none
E. Agenda – item 2	
1. Unique identifier of the agenda item	2
2. Title of the agenda item	Resolution on official approval of the actions of the members of the Management Board for fiscal year 2023
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 3	
1. Unique identifier of the agenda item	3
2. Title of the agenda item	Resolution on official approval of the actions of the members of the Supervisory Board for fiscal year 2023
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]

E. Agenda – item 4	
1. Unique identifier of the agenda item	4
2. Title of the agenda item	Resolution on the election of the auditor of the annual and consolidated financial statements for fiscal year 2024
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 5	
1. Unique identifier of the agenda item	5
2. Title of the agenda item	Resolution on the election of the auditor of the sustainability report for fiscal year 2024
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 6	
1. Unique identifier of the agenda item	6
2. Title of the agenda item	Resolution on the approval of the remuneration report
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Advisory vote [format pursuant to Implementing Regulation (EU) 2018/1212: AV; ISO 20022: ADVI]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 7	
1. Unique identifier of the agenda item	7
2. Title of the agenda item	Resolution on the rewrite of clause 15.2 sentence 2 of the articles of association (right to participate in the annual general meeting)
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]

E. Agenda – item 8	
1. Unique identifier of the agenda item	8
2. Title of the agenda item	Resolution on the rewrite of clause 15.6 of the articles of association (authorisation to hold virtual general meetings)
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 9	
1. Unique identifier of the agenda item	9
2. Title of the agenda item	Resolution on the granting of a new authorization to issue stock options to members of the management board and selected executives of the company and affiliated companies (stock option programme 2024) and the cancellation of the existing authorization to issue stock options (stock option programme 2023), the amendment of the conditional capital 2023 to conditional capital 2024 to service the stock option programme 2024 and the corresponding amendment to the articles of association)
3. Uniform Resource Locator (URL) of the materials	https://ir.hgears.com/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
F. Specification of the deadlines regarding the exercise of other shareholders rights	
F. Shareholder right – requests for additions to the agenda pursuant to section 122 (2) of the German Stock Corporation Act (AktG)	
1. Object of deadline	Submission of requests for additions to the agenda
2. Applicable issuer deadline	11.05.2024, 24:00 hrs (CEST) (time of receipt decisive) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240511; 22:00 UTC]
F. Shareholder right – submission of counter-motions pursuant to section 126 (1) of the German Stock Corporation Act (AktG)	
1. Object of deadline	Submission of counter-motions to specific items on the agenda to be made available to the other shareholders prior to the General Meeting
2. Applicable issuer deadline	27.05.2024, 24:00 hrs. (CEST) (receipt is decisive) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240527; 22:00 UTC].

F. Shareholder right – submission of proposals for election pursuant to section 127 of the German Stock Corporation Act (AktG)	
1. Object of deadline	Submission of election proposals for the election of Supervisory Board members or auditors to be made available to the other shareholders prior to the General Meeting
2. Applicable issuer deadline	27.05.2024, 24:00 hrs. (CEST) (receipt is decisive) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240527; 22:00 UTC].
F. Shareholder right – submission of statements pursuant to section 130a (1) of the German Stock Corporation Act (AktG)	
1. Object of deadline	Submission of statements on the items of the agenda in text form by way of electronic communication via the Internet service at https://ir.hgears.com/annual-general-meeting/
2. Applicable issuer deadline	05.06.2024, 24:00 hrs. (CEST) (receipt is decisive) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240605; 22:00 UTC]
F. Shareholder right – right to speak at the General Meeting pursuant to section 130a (5) of the German Stock Corporation Act (AktG) (including the right to propose motions and nominations pursuant to section 118a (1) sentence 2 no. 3 of the German Stock Corporation Act (AktG), the right to request information pursuant to section 131 (1) of the German Stock Corporation Act (AktG) as well as the right to declare an objection to a resolution of the Annual General Meeting for the protocol of the notary)	
1. Object of deadline	Right to speak at the General Meeting by way of video communication via the Internet service at https://ir.hgears.com/annual-general-meeting/ . The right to speak also includes, in particular, the right to submit motions and election proposals pursuant to section 118a (1) sentence 2 no. 3 of the German Stock Corporation Act (AktG), the right to request information pursuant to section 131 (1) of the German Stock Corporation Act (AktG) as well as the right to declare an objection to a resolution of the Annual General Meeting for the protocol of the notary.
2. Applicable issuer deadline	11.06.2024; during the General Meeting on 11.06.2024 as directed by the Chairman of the Meeting. [format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; during the General Meeting on 20240611 as directed by the Chairman of the Meeting]
F. Shareholder right – submission of the request pursuant to section 131 (4) sentences 1, 2 of the German Stock Corporation Act (AktG)	
1. Object of deadline	Submission of the request pursuant to section 131 (4) sentences 1, 2 of the German Stock Corporation Act (AktG) to provide a shareholder with information given outside the General Meeting due to his capacity as a shareholder, by way of electronic communication via the Internet service at https://ir.hgears.com/annual-general-meeting/
2. Applicable issuer deadline	11.06.2024; from the opening of the General Meeting on 11.06.2024 until the termination of this right by the Chairman of the meeting [format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; from the opening of the General Meeting on 20240611 until the termination of this right by the Chairman of the meeting]

F. Shareholder right – submission of the request pursuant to section 131 (5) sentences 1, 2 of the German Stock Corporation Act (AktG)	
1. Object of deadline	Submission of the request pursuant to section 131 (5) sentences 1, 2 of the German Stock Corporation Act (AktG) to include in the minutes questions posed by the shareholder in response to which the information was (allegedly) refused, and the reason for the refusal to provide information, by way of electronic communication via the Internet service at https://ir.hgears.com/annual-general-meeting/
2. Applicable issuer deadline	11.06.2024; from the opening of the General Meeting on 11.06.2024 until the closing of the General Meeting by the Chairman of the Meeting [format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; from the opening of the General Meeting on 20240611 until the closing of the General Meeting by the Chairman of the Meeting]
F. Shareholder right – right of filing of objections pursuant to section 118a (1) sentence 2 no. 8 of the German Stock Corporation Act (AktG)	
1. Object of deadline	Filing of objections against resolutions of the General Meeting by way of electronic communication via the Internet service at https://ir.hgears.com/annual-general-meeting/
2. Applicable issuer deadline	11.06.2024, from the opening of the General Meeting on 11.06.2024 until the closing of the meeting by the Chairman of the meeting. [format pursuant to Implementing Regulation (EU) 2018/1212: 20240611; from the opening of the General Meeting on 20240611 until the closing of the meeting by the Chairman of the Meeting].