Annual general meeting of GK Software SE on 24 June 2024 Convenience Translation



Information pursuant to section 125 para. 1 German Stock Corporation Act (AktG) in connection with section 125 para. 5 AktG, article 4 para. 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	GKS062024oHV
2. Type of message	Meeting notice of a general meeting [format pursuant to Implementing Regulation (EU) 2018/1212: NEWM]
B. Sp	ecification of the issuer
1.ISIN	DE0007571424
2. Name of issuer	GK Software SE
C. Specification of the meeting	
1. Date of the general meeting	24.06.2024
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240624]
2. Time of the general meeting	12:00 hours (CEST)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 10:00 UTC]
3. Type of the general meeting	Ordinary annual general meeting
	[format pursuant to Implementing Regulation (EU) 2018/1212: GMET]
4. Location of the general meeting	Innovation Center der GK Software SE, Waldstraße 7, 08261 Schöneck/Vogtland, Germany
5. Record Date	03.06.2024, 00:00 hours. (CEST)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240602]
6. Uniform Resource Locator (URL)	https://investor.gk-software.com/de/hauptversammlung
D. Partici	pation in the general meeting
D. Participation in the General Meeting – absentee voting	
1. Method of participation by shareholder	Exercising the right to vote through absentee voting
	[format pursuant to Implementing Regulation (EU) 2018/1212: EV; ISO 20022: MAIL
2. Issuer deadline for the notification of participation	17.06.2024, 24:00 hours (CEST)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240617; 22:00 UTC]
3. Issuer deadline for voting	23.06.2024, 24:00 hrs. (CEST)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240623; 22:00 UTC]





D. Participation in the general meeting – Voting in person on site	
1. Method of participation by shareholder	Voting in person on site [format pursuant to Implementing Regulation (EU) 2018/1212: PH; ISO 20022: PHYS]
2. Issuer deadline for the notification of participation	17.06.2024, 24:00 hours (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240617; 22:00 UTC]
3. Issuer deadline for voting	24.06.2024, until the end of voting [format pursuant to Implementing Regulation (EU) 2018/1212: 20240624; until the end of voting]
D. Participation in the general meeting – proxies nominated by the Company	
1. Method of participation by shareholder	Exercising the right to vote by granting authority and issuing instructions to the proxies nominated by the Company [format pursuant to Implementing Regulation (EU) 2018/1212: PX; ISO 20022: PRXY]
2. Issuer deadline for the notification of participation	17.06.2024, 24:00 hours (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240617; 22:00 UTC]
3. Issuer deadline for voting	Granting authority (with voting instructions) to the proxies nominated by the Company • in writing or in text form by postal mail, fax or email by 23.06.2024, 24:00 hours (CEST) [format pursuant to Implementing Regulation (EU) 2018/1212: 20240623; 22:00 UTC] • if attending the Annual General Meeting in person on 24.06.2024, until the start of voting [format pursuant to Implementing Regulation (EU) 2018/1212: 20240624; until the start of voting]





Exercising the right to vote through an authorized third party
[format pursuant to Implementing Regulation (EU) 2018/1212: PX; ISO 20022: PRXY]
17.06.2024, 24:00 hours (CEST)
[format pursuant to Implementing Regulation (EU) 2018/1212: 20240617; 22:00 UTC]
Exercising of voting rights via absentee voting by the proxy:
• 23.06.2024, 24:00 hrs. (CEST)
[format pursuant to Implementing Regulation (EU) 2018/1212: 20240623; 22:00 UTC]
Exercise of voting rights by the authorised third party on 24.06.2024, until the end of voting at the Annual General Meeting
[format pursuant to Implementing Regulation (EU) 2018/1212: 20240624; until the end of voting]
Exercising of voting rights by the proxy through granting sub-proxies and issuing instructions to the proxies nominated by the Company:
in writing or in text form by postal mail, fax or email by 23.06.2024, 24:00 hours (CEST)
[format pursuant to Implementing Regulation (EU) 2018/1212: 20240623; 22:00 UTC]
if attending the Annual General Meeting in person on 24.06.2024, until the start of voting
[format pursuant to Implementing Regulation (EU) 2018/1212: 20240624; until the start of voting]
E. Agenda
1
Presentation of the adopted annual financial statements and the management report as well as the approved consolidated financial statements and the Group management report of GK Software SE for the 2023 financial year and the report of the Supervisory Board on the 2023 financial year
https://investor.gk-software.com/de/hauptversammlung





E. Agenda – item 2	
1. Unique identifier of the agenda item	2
2. Title of the agenda item	Appropriation of the balance sheet profit of the Company from the financial year 2023
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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	3.1
2. Title of the agenda item	Resolution on the discharge of the members of the Management Board for the financial year 2023 – Individual discharge of Mr Michael Scheibner
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 3.2	
1. Unique identifier of the agenda item	3.2
2. Title of the agenda item	Resolution on the discharge of the members of the Management Board for the financial year 2023 – Individual discharge of Mr Michael Jaszczyk
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 3.3	
Unique identifier of the agenda item	3.3
2. Title of the agenda item	Resolution on the discharge of the members of the Management Board for the financial year 2023 – Individual discharge of Mr Rainer Gläß
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 3.4	
Unique identifier of the agenda item	3.4
2. Title of the agenda item	Resolution on the discharge of the members of the Management Board for the financial year 2023 – Individual discharge of Mr André Hergert
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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	4.1
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board for the financial year 2023 – Individual discharge of Mr Nicholas Fraser
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 4.2	
1. Unique identifier of the agenda item	4.2
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board for the financial year 2023 – Individual discharge of Ms Dr. Anke Nestler
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 4.3	
Unique identifier of the agenda item	4.3
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board for the financial year 2023 – Individual discharge of Mr John Daniel Pink
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 4.4	,
Unique identifier of the agenda item	4.4
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board for the financial year 2023 – Individual discharge of Mr Dr. Philip Reimann
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 4.5	
Unique identifier of the agenda item	4.5
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board for the financial year 2023 – Individual discharge of Mr Thomas Bleier
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 4.6	
Unique identifier of the agenda item	4.6
2. Title of the agenda item	Resolution on the discharge of the members of the Supervisory Board for the financial year 2023 – Individual discharge of Mr Herbert Zinn
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 appointment of the auditor of the financial statements and the auditor of the consolidated financial statements for the financial year beginning from 01 April 2024 until 31 March 2025
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 conversion from bearer shares to registered shares and corresponding amendments to the Articles of Association
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 7	
1. Unique identifier of the agenda item	7
2. Title of the agenda item	Resolution on the amendment of § 14 (2) sentence 2 of the Articles of Association (record date)
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 extension of the authorization to hold virtual Annual General Meetings and on the corresponding amendment of Section 13 (2) of the Articles of Association
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 amendment of Article 13 (1) of the Articles of Association (place of the Annual General Meeting)
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 10	
Unique identifier of the agenda item	10
2. Title of the agenda item	Resolution on the cancellation of Contingent Capital IV in accordance with Article 4a (1) of the Articles of Association and of Contingent Capital V in accordance with Article 4a (3) of the Articles of Association (adjustment of the Articles of Association)
3. Uniform Resource Locator (URL) of the materials	https://investor.gk-software.com/de/hauptversammlung
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 – motions for additions to the agenda	
1. Object of deadline	Submission of requests for additions to the agenda
2. Applicable issuer deadline	30.05.2024, 24:00 hours (CEST) (time of receipt decisive)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240530; 22:00 UTC]





F. Shareholder right – countermotions	
1. Object of deadline	Submission of countermotions to proposed resolutions on items on the agenda
2. Applicable issuer deadline	For countermotions to be made available to other shareholders: 09.06.2024, 24:00 hours (CEST) (time of receipt decisive)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240609; 22:00 UTC]
	For countermotions during the Annual General Meeting: 24.06.2024
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240624]
F. Shareholder right – election proposals	
1. Object of deadline	Submission of election proposals for the election of supervisory board members or auditors
2. Applicable issuer deadline	For election proposals to be made available to other shareholders: 09.06.2024, 24:00 hours (CEST) (time of receipt decisive)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240609; 22:00 UTC]
	For election proposals during the Annual General Meeting: 24.06.2024
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240624]
F. Shareholder right – right to information	
1. Object of deadline	Request for information on company matters (section 131 (1) AktG)
2. Applicable issuer deadline	On 24.06.2024 from the opening of the Annual General Meeting until the closing of the requests to speak by the chairman of the meeting
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240624; from the opening of the Annual General Meeting until the closing of the requests to speak by the chairman of the meeting]
F. Shareholder right – filing of objections	
1. Object of deadline	filing of objections against resolutions of the general meeting
2. Applicable issuer deadline	On 24.06.2024 from the beginning of the general meeting until its closing by the chairman of the meeting.
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20240624; from the beginning of the general meeting until its closing by the chairman of the general meeting]