

**Annual General Meeting
of flatexDEGIRO AG on 2 June 2025**

Countermotions and election proposals from shareholders

As at 16 May 2025

Below you will find the countermotions and election proposals currently submitted to us by shareholders within the period stipulated in Sections 126 (1) and 127 AktG.

Countermotions and election proposals that require a separate resolution have been labelled with capital letters. If you wish to support or reject motions marked in this way, please cast your vote on the form for registration and postal vote, authorisation and instructions or via the password-protected Internet service for the respective motion. However, please do not forget to tick your voting behaviour under the relevant agenda item so that your voting right can be exercised even if the countermotion or election proposal is not put to the vote.

Countermotions and their justifications only reflect the views of the authors as communicated to us.

Statements of fact have also been published unchanged and without verification by us.

Countermotions

A - Countermotion by shareholder Matthias Sand

Dear Sir or Madam,

I would hereby like to submit a **countermotion** to the Annual General Meeting of FlatexDegiro AG to be held on 2 June 2025 in due time.

The countermotion relates to item 2 of the agenda:

2. Resolution on the appropriation of the balance sheet profit

"The balance sheet profit of EUR 106,174,364.40 reported in the company's annual financial statements for the 2024 financial year shall be appropriated as follows:

A dividend of EUR 0.04 per dividend-bearing share will be distributed and 50% of the remaining amount after deduction of the dividend amount from the net retained profits will be allocated to other revenue reserves and 50% will be carried forward as profit to new account."

The countermotion relates to the amount of the planned dividend:

Instead of EUR 0.04, I am proposing a dividend of EUR 0.05 per dividend-bearing share for the 2024 financial year.

Reason:

More and more investors are filtering potential investments according to proven continuity in the past. The continuous increase in dividends is one of the most important criteria, even though Flatex is primarily a growth stock.

Flatex has made a perfect start to this scenario with a minimum dividend of EUR 0.04 for the 2023 financial year. An increase to EUR 0.05 now offers the opportunity to achieve a large percentage increase with manageable funds and to adapt the future dividend strategy to continuous increases in small steps.

Statement by the company's Management Board and Supervisory Board on the above countermotion

Dear shareholders, Mr Sand,

After careful consideration of the countermotion, the Management Board and Supervisory Board are maintaining the original resolution proposal. We explain the reasons for this decision below.

1. Continuity and sustainability of the dividend policy

flatexDEGIRO AG distributed a dividend of EUR 0.04 per share for the first time for the 2023 financial year and proposes to maintain this amount for 2024. This continuity signals a reliable dividend policy that does justice to the interests of shareholders and at the same time supports the company's growth strategy. As a growth-orientated company, we strive for a dividend policy that remains sustainable in the long term and is in line with our growth.

2. Future capital allocation strategy

On 27 February 2025, flatexDEGIRO AG also presented its medium-term objectives for 2027 and the strategic measures initiated to achieve them in connection with the publication of the preliminary figures for the 2024 financial year. In addition to changes in the regulatory environment and the necessary financial flexibility in the event of acquisition opportunities that may arise, these measures in particular must be taken into account as part of sustainable financial, risk and capital planning and are therefore an essential part of flatexDEGIRO AG's future medium and long-term capital allocation strategy. The Management Board expects to finalise this strategy in the course of 2025, coordinate it with the Supervisory Board and subsequently communicate it to the capital market. The Management Board and Supervisory Board have decided to maintain the proposed dividend of EUR 0.04 per share before finalising this capital allocation strategy.

3. Conclusion and recommendation

The Management Board and Supervisory Board appreciate the shareholder's suggestions and the discussion on the dividend strategy. However, after careful consideration, we are of the opinion that the original resolution proposal best reflects the interests of all shareholders and the strategic objectives of the company, particularly with regard to the medium and long-term capital allocation strategy currently being developed.

We therefore recommend not following the countermotion and approving the original proposal.

We look forward to a constructive discussion at the Annual General Meeting and thank you for your confidence in the company.