

Invitation to the Annual General Meeting of Aurubis AG

on Thursday, April 3, 2025

Foreword

Dear shareholders,

We would like to cordially invite you to the Annual General Meeting (AGM) of Aurubis AG on April 3, 2025 at 10:00 a.m. (CEST).

As shareholders, you or your proxies may only attend the Annual General Meeting on April 3, 2025, in person and vote on the items on the Agenda either in person or by proxy.

As in past years, prior to the Annual General Meeting, you can also appoint the proxies from the company who will vote for you in accordance with your instructions. Third-party proxies that you have appointed can also exercise the right to vote in these ways.

For more details please consult the [Additional details on the invitation to the Annual General Meeting](#) section of this invitation.

Please be aware that you have to register for the Annual General Meeting in the usual way. This also applies in particular if you use the (online) options described in this invitation or want to exercise your voting right in another way.

The Agenda and the resolutions are outlined on the following pages.

Due to another successful fiscal year, the Executive Board and Supervisory Board recommend a dividend of € 1.50 per dividend-qualifying share under point 2 of the AGM Agenda.

We have compiled additional comprehensive information about the Annual General Meeting, including the documents that we are required to provide, on our website at www.aurubis.com/agm2025.

We look forward to welcoming you in person again on April 3, 2025!

Dr. Toralf Haag Steffen Hoffmann Inge Hofkens Tim Kurth

Invitation to the 2025 Annual General Meeting

Aurubis AG, Hamburg

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We invite our shareholders to attend the

Aurubis AG 2025 Annual General Meeting

on Thursday, April 3, 2025 at 10 a.m. (CEST)

at the CCH Congress Center, Hamburg Hall G,
Congressplatz 1 in
20355 Hamburg (close to Dammtor Station).

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I. Agenda and resolutions

1. Presentation of the established year-end financial statements and of the approved consolidated financial statements, of the combined management report with the explanatory reports regarding the information in accordance with Sections 289a and 315a of the German Commercial Code (HGB), of the Executive Board proposal for the utilization of the unappropriated earnings, and the report of the Supervisory Board, all for fiscal year 2023/24

No resolution shall be made regarding the first item of the Agenda, as it is limited to the accessibility and explanation of the previously mentioned documents, and the adoption of a resolution by the Annual General Meeting on the established year-end financial statements, the approved consolidated financial statements, and the other documents is not intended by law. The Supervisory Board approved the annual financial statements for the AG and the consolidated financial statements for the Group presented by the Executive Board on December 4, 2024; as such the annual financial statements are in accordance with Section 172 sentence 1 of the German Stock Corporation Act (AktG). The Executive Board and, insofar as the Supervisory Board Report is concerned, the Supervisory Board shall explain the available documents within the course of the AGM. The resolution on the utilization of the unappropriated earnings is outlined under item 2 of the Agenda.

2. Adoption of a resolution for the utilization of the unappropriated earnings

The Executive Board and Supervisory Board propose that the unappropriated net income in the amount of € 211,383,521.48 reported in the adopted financial statements of Aurubis AG as at September 30, 2024 be used to pay a dividend to the shareholders of € 1.50 per dividend-qualifying no-par-value share, i.e., a total of € 65,488,545.00 on the subscribed capital of € 111,767,116.80, and that the amount of € 145,894,976.48 be carried forward.

The recommendation on the appropriation of earnings takes into account the company's treasury shares held directly or indirectly, which amounted to 1,297,693 shares on December 4, 2024 and are not dividend-

qualifying in accordance with Section 71b of the German Stock Corporation Act (AktG). The number of dividend-qualifying shares can change until the Annual General Meeting. In this case, the shareholders participating in the AGM will be presented with an accordingly adjusted recommendation for the appropriation of earnings, with an unchanged dividend proposal of € 1.50 per dividend-qualifying no-par-value share. If the number of dividend-qualifying no-par-value shares and thus the dividend total increases, the profit brought forward decreases accordingly. If the number of dividend-qualifying shares and thus the dividend total decreases, the profit brought forward increases accordingly.

Regarding this recommendation, please also note the shareholder's entitlement to their dividends on the third business day following the resolution passed during the Annual General Meeting (Section 58 (4) sentence 2 of the German Stock Corporation Act (AktG)). The dividend shall be paid out on April 8, 2025 accordingly.

3. Adoption of a resolution for the formal approval of the members of the Executive Board for fiscal year 2022/23

At the suggestion of the Executive Board and Supervisory Board, the adoption of a resolution for the formal approval of the members of the Executive Board for fiscal year 2022/23 was postponed by resolution of the 2024 Annual General Meeting due to the investigation into the criminal activities directed against the company, still ongoing at the time.

The Executive Board and the Supervisory Board now suggest that formal approval be granted to the members of the Executive Board for fiscal year 2022/23 (October 1, 2022 to September 30, 2023).

4. Adoption of a resolution for the formal approval of the members of the Executive Board for fiscal year 2023/24

The Executive Board and the Supervisory Board suggest that formal approval be granted to the members of the Executive Board for fiscal year 2023/24 (October 1, 2023 to September 30, 2024).

5. Adoption of a resolution for the formal approval of the members of the Supervisory Board for fiscal year 2022/23

At the suggestion of the Executive Board and Supervisory Board, the adoption of a resolution for the formal approval of the members of the Supervisory Board for fiscal year 2022/23 was postponed by resolution of the 2024 Annual General Meeting due to the investigation into the criminal activities directed against the company, still ongoing at the time.

The Executive Board and the Supervisory Board now suggest that formal approval be granted to the members of the Supervisory Board for fiscal year 2022/23 (October 1, 2022 to September 30, 2023).

6. Adoption of a resolution for the formal approval of the members of the Supervisory Board for fiscal year 2023/24

The Executive Board and the Supervisory Board suggest that formal approval be granted to the members of the Supervisory Board for fiscal year 2023/24 (October 1, 2023 to September 30, 2024).

7. Adoption of a resolution for the appointment of the auditor and the Group auditor for the fiscal year 2024/25 annual financial statements and the auditor for the review of other interim financial reports for fiscal years 2024/25 and 2025/26 prior to the 2026 Annual General Meeting

Based on the recommendation of its Audit Committee, the Supervisory Board proposes adopting the following resolution:

- » Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Hamburg, shall be appointed as auditor and Group auditor for the fiscal year 2024/25 (October 1, 2024 to September 30, 2025) annual financial statements.
- » Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Hamburg, shall be appointed as auditor for any review of interim financial reports (six month and quarterly financial reports) for fiscal year 2024/25 (October 1, 2024 to September 30, 2025), if and to the extent that such interim financial reports are prepared and subjected to an audit.

- » Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Hamburg, shall be appointed as auditor for any review of interim financial reports for fiscal year 2025/26 (October 1, 2025 to September 30, 2026), if and to the extent that such interim financial reports are prepared and subjected to an audit prior to the regular 2026 Annual General Meeting.

In its recommendation, the Audit Committee declared that this was free of influence by a third party and that no clause of the type described in Article 16 (6) of EU Regulation No 537/2014 had been imposed on the Audit Committee.

Before submitting the nomination of the auditors, the Supervisory Board obtained a declaration from Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Hamburg, on their independence.

8. Adoption of a resolution for the appointment of the auditor for sustainability reporting

Based on the recommendation of its Audit Committee, the Supervisory Board proposes appointing Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Hamburg, as auditor of the (Group) sustainability reporting (cf. Art. 19a, 29a of Directive 2013/34/EU amending Regulation (EU) 2022/2464 of the European Parliament and of the Council of December 14, 2022, "CSRD") for the 2024/25 fiscal year. The appointment takes effect from the entry into force of the CSRD Implementation Act and is subject to the condition precedent that, according to the CSRD Implementation Act, Aurubis AG is required to prepare a (Group) sustainability report for fiscal year 2024/25 and have it externally audited, and that the appointment of the auditor of the (Group) sustainability reporting for fiscal year 2024/25 is subject to a resolution by the Annual General Meeting.

9. Adoption of a resolution on the compensation for the Supervisory Board

The current company regulations regarding Supervisory Board compensation were last passed on February 11, 2021 by the participants of the Annual General Meeting; the due date of Supervisory Board compensation was adjusted by resolution of the Annual General Meeting on February 15, 2024.

In accordance with Section 113 (3) sentences 1 and 2 of the German Stock Corporation Act (AktG), listed companies must adopt a resolution on the compensation of Supervisory Board members every four years and this compensation can be confirmed by resolution.

The Executive Board and Supervisory Board recommend confirming unchanged the compensation system for the compensation of the Supervisory Board members provided for in Section 12 of the Aurubis AG Articles of Association, and the adoption of the following resolution:

“The Annual General Meeting confirms and approves, pursuant to Section 113 (3) of the German Stock Corporation Act (AktG), the regulations regarding compensation for the Supervisory Board members, which are presented below and are set out in Section 12 of the Aurubis AG Articles of Association.

Text of the Articles of Association

Section 12 of the Articles of Association is as follows:

“1. Each member of the Supervisory Board shall receive, in addition to the reimbursement of expenses incurred while exercising his office, a fixed compensation of € 75,000.00 per fiscal year. The Chairman of the Supervisory Board shall receive three times this amount and his Deputy twice this amount.

2. Supervisory Board members who belong to the Personnel/Compensation Committee and/or the Audit Committee of the Supervisory Board shall receive an additional fixed compensation of € 15,000.00 per fiscal year per committee. Supervisory Board members who belong to the other Supervisory Board committees receive an additional fixed compensation of € 7,500.00 per fiscal year per committee. Supervisory Board members who chair a Supervisory Board committee shall receive twice this amount per fiscal year per committee chairmanship.

3. The fixed compensation for committee membership in accordance with paragraph 2 shall be limited to € 25,000.00 per fiscal year for each member of the Supervisory Board. The limit shall be € 50,000 per fiscal year for each committee chairman.

4. The compensation in accordance with paragraphs 1 and 2 shall be payable after the end of the respective fiscal year. Expenses shall be reimbursed immediately.

5. In addition, the members of the Supervisory Board and its committees shall receive an attendance fee of € 1,000.00 for each meeting that they attend and for attending an Annual General Meeting in person, via telephone, via video conference or via similar participation. The attendance fee shall be payable after each respective meeting.

6. Furthermore, members of the Supervisory Board shall receive the value added tax payable on their compensation and on the reimbursement of their expenses.

7. Supervisory Board members who have only served on the Supervisory Board or one of its committees for part of a fiscal year shall receive compensation in accordance with the period that they have served.

8. In its own interests, the Company shall maintain third party liability insurance against pecuniary loss for its Boards and Management with reasonable retentions taking the legal provisions into account, in which the Supervisory Board members are also included and are insured at the expense of the Company.

Contribution of the compensation towards fostering the business strategy and towards long-term development in accordance with Section 87a (1) sentence 2 no. 2 of the German Stock Corporation Act (AktG)

Overall, the system complies with the requirements of the German Corporate Governance Code in the version dated April 28, 2022.

The Supervisory Board is primarily responsible for advising and monitoring the Executive Board, which is why, in compliance with the recommendation in G.18 sentence 1 of the German Corporate Governance Code, only — that is, 100 % — fixed compensation components coupled with reimbursement of expenses are intended and not variable compensation components.

The fixed compensation strengthens the independence of the Supervisory Board members in fulfilling their monitoring duty and thus directly contributes “to the long-term development of the company” (see Section 87a (1) sentence 2 no. 2 of the German Stock Corporation Act (AktG)).

Likewise, the compensation system incentivizes Supervisory Board members to proactively work to “promote the business strategy” (see Section 87a (1) sentence 2 no. 2 of the German Stock Corporation Act (AktG)) by, pursuant to G.17 of the German Corporate Governance Code, appropriately taking into account the higher time commitment of the chair, who is especially closely involved in discussing issues of strategy (D.5 of the German Corporate Governance Code), and from the deputy chair of the Supervisory Board, as well as the chairs and the members of committees.

Compensation components in accordance with Section 87a (1) sentence 2 no. 3 of the German Stock Corporation Act (AktG)

The two fixed compensation components, the basic compensation and the additional compensation for committee activities, are summarized as follows (see the text from the Articles of Association):

Compensation component in €	Supervisory Board		Regular member of the Supervisory Board	
	Chairman	Deputy chairman	Chairman of Audit and Personnel Committee	Member of other committees
Basic compensation	225,000.00	150,000.00	15,000.00	7,500.00
Committee work	30,000.00	15,000.00	15,000.00	7,500.00
Cap	Max. 50,000.00	Max. 25,000.00	Max. 50,000.00	Max. 25,000.00

Additionally, there is an attendance fee of € 1,000.00 per meeting (generally € 4,000.00 per year with the average of four regular Supervisory Board meetings) and the actual reimbursement of expenses.

Furthermore, members of the Supervisory Board shall receive the value added tax payable on their compensation and on the reimbursement of their expenses.

Because the compensation system includes no variable compensation components, statements regarding the relative share of fixed and variable compensation components within the meaning of Section 87a (1) sentence 2 no. 3 of the German Stock Corporation Act (AktG) are omitted.

No variable compensation, no compensation-related legal transactions

Because the compensation system includes no variable compensation components, statements in accordance with Section 87a (1) sentence 2 no. 4, 6 and 7 of the German Stock Corporation Act (AktG) are omitted.

The Supervisory Board compensation is directly stipulated in the Articles of Association, so no contractual compensation-related legal transactions within the meaning of Section 87a (1) sentence 2 no. 8 of the German Stock Corporation Act (AktG) have been concluded.

Deferment periods in accordance with Section 87a (1) sentence 2 no. 5 of the German Stock Corporation Act (AktG)

The basic compensation and compensation for committee work shall be payable at the end of the respective fiscal year. Deferment periods in a strict sense, which could make sense for variable compensation components in particular, are not included in the compensation system due to a lack of variable compensation components.

Inclusion of compensation and employment conditions of employees in accordance with Section 87a (1) sentence 2 no. 9 of the German Stock Corporation Act (AktG)

A legally binding link is not established in the Articles of Association, does not align with the functional diversity of the Supervisory Board, which is not involved on an operational level, and would unduly limit the decision-making freedom of the shareholders regarding the compensation of the Supervisory Board.

Establishment, implementation and review of the compensation system in accordance with Section 87a (1) sentence 2 no. 10 of the German Stock Corporation Act (AktG)

The compensation system and the concrete compensation of the Supervisory Board members are established in the Articles of Association. The shareholders at the Annual General Meeting, who adopt a resolution on the compensation of the Supervisory Board members at least every four years pursuant to Section 113 (3) of the German Stock Corporation Act (AktG), are responsible. An affirmative resolution is permitted and requires a simple majority of votes. If an affirmative resolution does not materialize, a revised compensation system must be presented for a resolution at the subsequent regular Annual General Meeting at the latest. A material amendment to the compensation system established in the Articles of

Association and the compensation of the Supervisory Board members requires a resolution with the majority necessary to amend the Articles of Association, which necessitates, in addition to a simple majority of votes, a majority that must comprise at least three-quarters of the subscribed capital represented in the vote (see Section 119 (1) no. 6 and Section 133 (1) 179 et seq. of the German Stock Corporation Act (AktG)). The Executive Board and Supervisory Board, and particularly the Personnel Committee, which is involved with the issue of Executive Board compensation, continually review the Supervisory Board compensation established by the shareholders of the Annual General Meeting to ensure that it aligns with any new legal standards, the recommendations of the German Corporate Governance Code in the version dated April 22, 2022, capital market expectations, and what is customary on the market. If the Executive Board and Supervisory Board see the need for an amendment in this regard, they develop an adjusted compensation system and recommend this at the Annual General Meeting pursuant to Section 124 (3) sentence 1 of the German Stock Corporation Act (AktG). Conflicts of interest in the revision of the compensation system are ruled out through the Annual General Meeting's sole and ultimate decision-making authority. Likewise, for their part, the shareholders have the option, under the legal prerequisites, of making the compensation system and the compensation of the Supervisory Board members, together with any recommended amendments pursuant to Section 122 of the German Stock Corporation Act (AktG), the object of the Agenda of an Annual General Meeting or of lodging corresponding (counter-)motions pursuant to Section 126 of the German Stock Corporation Act (AktG).

The Executive Board and the Supervisory Board suggest that the Compensation Report of Aurubis AG for fiscal year 2023/24, which was prepared and audited in accordance with Section 162 AktG, be endorsed.

10. Endorsement of the Compensation Report

Section 120a (4) of the German Stock Corporation Act (AktG) provides that the general meeting of a listed company shall resolve on the endorsement of the Compensation Report for the preceding financial year; the report must have been prepared and audited in accordance with Section 162 AktG. In accordance with Section 162 (3) AktG, the Compensation Report prepared by the Executive Board and Supervisory Board was examined by the auditors as to whether it was prepared in accordance with Section 162 (1) and (2) AktG. The auditor's report on the audit of the Compensation Report is attached to the Compensation Report.

The Compensation Report for the 2023/24 fiscal year and the auditor's report on the audit of the Compensation Report are available on the company's website at www.aurubis.com/agm2025 from the date on which the Annual General Meeting is convened.

II. Additional details on the invitation to the Annual General Meeting

1. Requirements for participation in the Annual General Meeting and exercise of the voting right

Those shareholders who register with the company prior to the AGM and who provide proof of their entitlement to participate in the AGM and to exercise their right to vote are entitled to participate — in person or via a proxy — in the AGM and to exercise voting rights.

The registration and the proof must reach the company no later than **March 27, 2025, 24:00 (CET)** at the following address (the **registration address**):

Aurubis AG
c/o Computershare Operations Center
80249 Munich, Germany
Email: anmeldestelle@computershare.de

As an alternative, the registration and proof of shareholding pursuant to Section 67c (1) and (2) sentence 3 of the German Stock Corporation Act (AktG) in conjunction with Article 2 (1) and (3) and Article 9 (4) of the Implementing Regulation (EU) 2018/1212 can be transferred to the company by the intermediaries via the following SWIFT address by **March 27, 2025, 24:00 (CET)**:

SWIFT: CMDHDEMMXXX
Instructions pursuant to ISO 20022:
Authorization required through SWIFT Relationship Management Application (RMA).

Proof of the shareholding issued in writing by the last intermediary pursuant to Section 67c (3) of the German Stock Corporation Act (AktG) is sufficient as proof of the authorization. The verification must be written in German or English and must relate to the close of business of the twenty-second day prior to the AGM, hence **March 12, 2025, 24:00 (CET) (record date)**.

In general, the depository institutes assume responsibility for the required registration and transfer of the proof of the shareholding for their customers.

The shareholders are therefore asked to contact their depository institute.

After the timely receipt of the registration with an enclosed proof of the shareholding, the shareholders authorized to participate receive an admission ticket from the registration office. To ensure their punctual receipt of the documents for the Annual General Meeting, the shareholders are asked to send the registration and the proof of shareholding to the company as early as possible.

2. InvestorPortal

The company has provided an internet-supported Annual General Meeting system (InvestorPortal) on its website at www.aurubis.com/agm2025. Following their timely registration for the Annual General Meeting, registered shareholders or their proxies receive admission tickets. Access information is printed on the confirmations. With this access information, the shareholders or their proxies can register in the InvestorPortal and, in accordance with the statements below, exercise certain shareholder rights, particularly their voting right, by granting power of attorney and instructions to company proxies. The exercise of shareholder rights in other ways — as also described below — is not affected by this. The InvestorPortal is expected to be available starting from **March 12, 2025**.

3. Live stream of the speeches on the internet

Interested members of the public can watch the introductory remarks and the speeches given by both the Supervisory Board chairman and the Executive Board chairman on **April 3, 2025 starting at 10:00 (CEST)** on the company's website at www.aurubis.com/agm2025.

Incidentally, the Annual General Meeting will not be live-streamed on the internet — this is also true for shareholders who have registered correctly. The AGM is an in-person event.

4. Total number of shares and voting rights at the time of the Annual General Meeting

At the time the Annual General Meeting is called, the company's subscribed capital amounts to € 115,089,210.88. It is divided into 44,956,723 no-par-value shares. Each no-par-value share grants one vote. The total number of shares and voting rights at the time of the AGM therefore amounts to 44,956,723 shares and voting rights. There are no different categories of shares.

At the time the Annual General Meeting is called, the company holds 1,297,693 of its own shares. The company has no voting rights from these shares.

5. Procedure for exercising voting rights and representation by third parties

1. Exercise of shareholder rights through a proxy, procedure for voting by proxy

Shareholders who do not want to attend the AGM in person and/or do not want to exercise their voting right in person may appoint an intermediary, a shareholder association, a consultant on share voting rights, or another person of their choice to be their proxy for exercising their right to vote. In this case, the proxies must also register in a timely manner or be registered by the shareholder, with proof of the shareholding, according to the aforementioned requirements. If a shareholder appoints more than one person, the company can reject one or more of them.

Power of attorney can be granted to either the proxy or the company. If power of attorney is granted to the company, a separate verification of the granting of the power of attorney is not necessary.

The granting of the power of attorney, its revocation and the proof regarding the authorization to be submitted to the company must be in text form, subject to deviating provisions for the authorization of an intermediary, a shareholder association, a consultant on share voting rights, or another of the individuals regarded as equivalent according to Section 135 of the German Stock Corporation Act (AktG).

The verification of delegated proxy authority can be provided by the proxy on the day of the AGM at the entry control point by showing the proxy document. The proxy authority can also be withdrawn by the shareholder's attendance at the AGM in person.

The granting of the power of attorney, its revocation and the proof regarding the authorization to be submitted to the company can also take place in advance electronically via the InvestorPortal with the access information from the admission ticket **by April 2, 2025, 18:00 (CEST)**.

As an alternative, the receipt of the granting of the power of attorney, its revocation, and the proof regarding the authorization to be submitted to the company is sufficient in paper form or by email to the following address **by April 2, 2025, 18:00 (CEST)**:

Aurubis AG
c/o Computershare Operations Center
80249 Munich, Germany
Email: anmeldestelle@computershare.de

In this case, the shareholders are asked to use the form for the granting of power of attorney that is provided in the admission ticket.

As an alternative, the granting of the power of attorney, its revocation, and the proof regarding the authorization to be submitted to the company pursuant to Section 67c (1) and (2) sentence 3 of the German Stock Corporation Act (AktG) in conjunction with Article 2 (1) and (3) and Article 9 (4) of the Implementing Regulation (EU) 2018/1212 may also be transferred by the intermediaries via the following SWIFT address **by April 2, 2025, 18:00 (CEST) at the latest** :

SWIFT: CMDHDEMMXXX
Instructions pursuant to ISO 20022;
Authorization required through SWIFT Relationship Management Application (RMA).

If proxy authority is delegated to an intermediary, a shareholder association, a consultant on share voting rights, or an individual or institution that is regarded as equivalent according to Section 135 of the German Stock Corporation Act (AktG), special conditions differing from those outlined above may apply for that particular form of proxy authority; the shareholders are asked to confer with the proxy in due time concerning the form of proxy authority that is possibly expected from the proxy in this case.

2. Procedure for voting through company-nominated proxies

Shareholders or their proxies who have properly registered according to the aforementioned requirements may also appoint proxies nominated by the company.

The proxies exercise the right to vote according to the shareholders' instructions. The proxies have to receive an authorization and instructions for exercising the voting right for every Agenda item up for a vote. If clear, explicit instructions are missing, the proxies will abstain from voting. The exercise of certain participation rights (for example, posing questions or motions, submitting declarations, or lodging objections to Annual General Meeting resolutions) through the company's proxies is not possible.

The granting of power of attorney and instructions, amendments to them, or their revocation is possible via the InvestorPortal **by April 2, 2025, 18:00 (CEST)**.

Outside the InvestorPortal, the form for proxies and instructions that is sent along with the admission ticket to the shareholders may be used as well.

The granting of the power of attorney, its revocation, and instructions to the proxies using the answer form outside of the InvestorPortal must be issued to the company in writing or by email at the following address no later than **April 2, 2025, 18:00 (CEST) (receipt)**.

Aurubis AG
c/o Computershare Operations Center
80249 Munich, Germany
Email: anmeldestelle@computershare.de

As an alternative, the granting of the power of attorney, its revocation, and instructions to the proxies pursuant to Section 67c (1) and (2) sentence 3 of the German Stock Corporation Act (AktG) in conjunction with Article 2 (1) and (3) and Article 9 (4) of the Implementing Regulation (EU) 2018/1212 may also be transferred to the company by the intermediaries via the following SWIFT address by **by April 2, 2025, 18:00 (CEST) at the latest**.

SWIFT: CMDHDEMXXX
Instructions pursuant to ISO 20022;
Authorization required through SWIFT Relationship Management Application (RMA).

3. Supplementary information on the exercise of voting rights

If voting rights or proxies and instructions for the same stock of shares are exercised in due time through multiple means of transmission, these are taken into account in the following order, irrespective of the time of receipt:

- » 1. electronically via the InvestorPortal,
- » 2. pursuant to Section 67c (1) and (2) sentence 3 of the German Stock Corporation Act (AktG) in conjunction with Article 2 (1) and (3) and Article 9 (4) of the Implementing Regulation (EU) 2018/1212,
- » 3. by email,
- » 4. by post.

If multiple proxies and instructions are received in due time by the same means of transmission, the declaration received last shall be binding. The last withdrawal of a declaration received in due time shall be binding.

If declarations exercising voting rights in more than one form are received via the same means of transmission, the following applies: Proxies and, if applicable, instructions to the company's proxies take precedence over the granting of power of attorney and instructions to an intermediary, a shareholder association, a consultant on share voting rights pursuant to Section 134a of the German Stock Corporation Act (AktG), or another of the individuals or institutions regarded as equivalent to an intermediary pursuant to Section 135 (8) AktG.

If an intermediary, a shareholder association, a consultant on share voting rights pursuant to Section 134a AktG, or another of the individuals or institutions regarded as equivalent to an intermediary pursuant to Section 135 (8) AktG are not prepared to act as proxy, the company's proxies shall be authorized to represent in accordance with the instructions.

The votes cast by proxy and, if applicable, instructions on Agenda item 2 (utilization of the unappropriated earnings) shall remain valid even if the proposal for the utilization of the unappropriated earnings is amended due to a change in the number of shares carrying dividend rights.

If an individual vote is held on an Agenda item instead of a collective vote, the instruction issued for this Agenda item shall apply accordingly to each point of the individual vote.

6. Shareholder rights in accordance with Sections 122 (2), 126 (1), 127 and 131 (1) of the German Stock Corporation Act (AktG)

1. Right to add items to the Agenda in accordance with Section 122 (2) of the German Stock Corporation Act (AktG)

Shareholders whose shareholdings reach a total proportionate amount of € 500,000.00 (corresponding to — rounded to the next highest full number of shares — 195,313 no-par-value shares) (**minimum holding**) may demand that items of business be announced and added to the Agenda. The minimum holding must be proven to the company. The presentation of banking certificates is sufficient. The petitioners must furthermore provide proof that they have been holders of the shares of stock since a minimum of 90 days prior to the date that the demand is received by the company and that they will continue to so hold the shares until the Executive Board takes a decision regarding their petition (cf. Section 122 (2) sentence 1 in conjunction with (1) sentence 3 of the German Stock Corporation Act (AktG)). Section 70 of the German Stock Corporation Act (AktG) is to be taken into account for the calculation of this time limitation.

The demand shall be addressed to the company represented by the Executive Board in writing, and each new item of business for the Agenda requires an accompanying reason or a proposed resolution. The demand for an addition to the Agenda may also regard a resolution-free discussion point. It must be received by the company no later than **March 3, 2025, 24:00 (CET)**. We kindly ask that such demands be sent to the following address:

Aurubis AG
Executive Board
Hovestrassse 50
20539 Hamburg, Germany

Additions to the Agenda that are required to be publicized are, promptly after receipt, published in the German Federal Gazette and transferred to media that will presumably distribute the information in the entire European Union. They are also published on the company's website at www.aurubis.com/agm2025.

2. Motions and nominations from shareholders in accordance with Section 126 (1) and Section 127 of the German Stock Corporation Act (AktG)

Shareholders are authorized to submit countermotions to the company against proposals from the Executive Board and/or the Supervisory Board regarding a specific point of the Agenda. These countermotions have to be submitted with any reasons and proof of shareholder status **by March 19, 2025, 24:00 (CET)** in writing or by email to the following address:

Aurubis AG
Corporate Legal Department
Hovestrassse 50
20539 Hamburg, Germany
Email: Rechtsabteilunghv2025@aurubis.com

Motions addressed in any other way or that are received after the deadline stated above will not be considered.

Where required, shareholders' countermotions shall be made accessible online at www.aurubis.com/agm2025 including the shareholder's name and any reasons for the proposal immediately after the countermotions are received.

Any respective statements from the management shall also be made accessible at this web address.

Shareholders are furthermore authorized to submit nominations for the election of Supervisory Board members or auditors in accordance with Section 127 of the German Stock Corporation Act (AktG). The aforementioned regulation applies to them; the nomination does not need to be justified (either).

The company can refrain from making a countermotion and its reasons and/or an election nomination accessible if one of the exclusions pursuant to Section 126 (2) of the German Stock Corporation Act (AktG) applies, for example because the countermotion would lead to a resolution of the Annual General Meeting that would violate the law or the Articles of Association, or if the reasons contain obviously false or misleading information or libel in material points. The reasons do not need to be made accessible even if they contain more than a total of 5,000 characters. Beyond the aforementioned exclusion circumstances of Section 126 (2) of the German Stock Corporation Act (AktG), a nomination also does not need to be made

accessible if it does not include the name, the profession, and the place of residence (or place of business in the case of auditing firms) of the nominated Supervisory Board member or nominated auditors and, in the case of nominated Supervisory Board members, if it does not include the membership in other legally formed Supervisory Boards.

It is noted that countermotions and nominations shall only be considered in the AGM if they are brought forward there, even if they were previously submitted to the company in due time. The right of each shareholder to submit countermotions and nominations regarding Agenda items during the AGM shall remain unaffected.

3. Right to information pursuant to Section 131 (1) of the German Stock Corporation Act (AktG)

In the AGM, every shareholder and shareholder proxy can demand information from the Executive Board regarding matters pertaining to the company insofar as this information is required in order to appropriately adjudge the items of business set out in the Agenda (Section 131 (1) of the German Stock Corporation Act (AktG)).

Participation in the AGM is required in order to exercise the legal right to information pursuant to Section 131 (1) of the German Stock Corporation Act (AktG). The requirements for participation in the AGM outlined in point 1 must also be considered, particularly the registration deadline (**March 27, 2025, 24:00 (CET)**).

The obligation to provide information also extends to the legal and business relations of the company to a related company and the situation of the Group and the companies included in the consolidated financial statements. Requests for information shall generally be submitted verbally at the AGM within the scope of the debate.

According to Section 15 (3) of the company's Articles of Association, the chairman of the meeting is, however, authorized to appropriately limit the time for the shareholder's right to ask questions and speak. Furthermore, the Executive Board is authorized to refuse to provide information in certain cases that are stipulated in Section 131 (3) of the German Stock Corporation Act (AktG), for example if, assessed applying

prudent business judgement, providing the information is suited to cause a greater than insignificant disadvantage to the company or a related company.

4. Additional information on the Annual General Meeting

Additional information about the Annual General Meeting is available on the company's website at www.aurubis.com/agm2025.

7. Information in accordance with Section 124a of the German Stock Corporation Act (AktG) on the company's website / UTC times

The content of the invitation convening the Annual General Meeting, the documents to be made accessible, motions from shareholders, and other information connected to the Annual General Meeting are available starting from the time the invitation is issued on the company's website at www.aurubis.com/en/agm2025.

The preliminary manuscript of the CEO's remarks will be made available in advance on the Aurubis AG website at www.aurubis.com/agm2025. The remarks made during the Annual General Meeting may differ from this preliminary manuscript. The spoken word prevails.

UTC times (pursuant to table 3 of the EU Implementing Regulation)

Unless expressly indicated otherwise, all times provided in this invitation are given in Central European Time (CET) or Central European Summer Time (CEST), which is the relevant time zone for Germany. The relationship to universal time coordinated (UTC) is UTC = CET minus one hour or UTC = CEST minus two hours.

8. Binding character of the votes (pursuant to table 3 of the EU Implementing Regulation)

Shareholders and their proxies have the option of exercising their voting rights personally at the Annual General Meeting, by authorizing a third party, or by authorizing the proxies appointed by the company as described in more detail above. Under item 1 of the Agenda, no resolution will be passed, so a vote is not planned (see the item for an explanation). The votes planned for Agenda items 2 to 9 are of a binding

nature. The vote planned for Agenda item 10 is of a recommendatory nature. For any vote, the shareholders can vote “yes” (support) or “no” (rejection) or abstain from voting (abstention).

9. Information on data protection for shareholders and their proxies regarding data processing for the purposes of the Annual General Meeting

In this Data Privacy Statement, Aurubis AG provides information about the personal data of shareholders or their proxies processed by Aurubis AG in connection with the organization, execution and follow-up of the Annual General Meeting and about the rights of shareholders and their proxies in accordance with Regulation (EU) 2016/679 (General Data Protection Regulation — GDPR) and the Federal Data Protection Act (BDSG) regarding the processing of their data.

A. Controller

As the controller within the meaning of Article 4 (7) GDPR, Aurubis AG, represented by the members of its Executive Board, processes personal data.

B. Categories of data processed

In connection with the Annual General Meeting, Aurubis AG processes the following personal data of shareholders:

- » First and last name, title if applicable, date of birth
- » Address and additional contact information
- » Data related to shares and shareholder (in particular number of shares, type of share ownership, depository bank)
- » Individual access data for the InvestorPortal
- » Other data provided in connection with the Annual General Meeting (e.g., powers of attorney, requests for information, motions, nominations)

Aurubis AG also processes, if applicable, the first and last name and the address of the proxy.

Insofar as shareholders or their proxies contact Aurubis AG, Aurubis AG will also process the personal data required to respond to the respective request, such as email address or telephone number.

Aurubis AG collects data about access to the InvestorPortal when shareholders or proxies visit the InvestorPortal online. The following data and device information can be recorded in the webserver log files:

- » Data retrieved or requested (e.g., screen resolution)
- » Date and time of retrieval
- » Notification of whether the data retrieval was successful
- » Type of web browser and operating system used
- » Referrer URL (page previously visited)
- » IP address
- » Only for shareholders or proxies: shareholder number and session ID/admission ticket number
- » Login

The browser automatically transmits this data to Aurubis AG when the InvestorPortal is visited.

Aurubis AG also uses web storage functions. Refer to the additional information under “E. Cookies and other similar items” regarding these functions.

C. Data sources

Aurubis AG or the service providers commissioned by Aurubis AG receive the personal data of the shareholders either from the shareholders themselves or from the depository banks of the shareholders who have commissioned them to hold the shares.

If a proxy acts for a shareholder, Aurubis AG receives the personal data from the shareholder who granted the proxy or directly from the proxy, insofar as it relates to conduct at the Annual General Meeting.

D. Purposes and legal basis of data processing

Voting rights can be exercised via proxies, and proxy authority can be delegated via the InvestorPortal. Shareholders or their proxies must log in with the access data they receive with the voting rights card in order to be able to use the InvestorPortal. The use of the InvestorPortal is subject to the terms and conditions of use available there.

Organization, execution and follow-up of the Annual General Meeting

Aurubis AG processes personal data for the purposes of organizing, executing and following up on the Annual General Meeting, and to fulfill the legal obligations towards shareholders and their proxies in this context, in particular in order to

- » enable shareholders and their proxies to exercise their rights within the scope of or in connection with the Annual General Meeting (in particular the invitation and registration for the Annual General Meeting, issue of admission tickets, enabling the exercise of voting rights and other rights, the granting of power of attorney and instructions and their revocation, and processing any shareholder concerns in the respective manner described in the invitation convening the Annual General Meeting).

The legal basis for processing this data is Article 6 (1) (c) of the EU General Data Protection Regulation (GDPR) in conjunction with Section 67e (1) of the German Stock Corporation Act (AktG) and the obligations under stock corporation law pursuant to Sections 118 et seq. AktG.

The processing of personal data is required for the orderly execution of the Annual General Meeting. If shareholders or their proxies do not provide Aurubis AG with the required personal data, Aurubis AG may not be able to enable these persons to exercise shareholder rights or to participate in the Annual General Meeting.

In connection with the Annual General Meeting, Aurubis AG may also transmit the personal data to legal advisors, tax consultants, or auditors, as Aurubis AG has a legitimate interest in executing the Annual General Meeting in accordance with the relevant legal requirements and in obtaining external consultation in this context. The legal basis for processing this data is Article 6 (1) (f) of the EU General Data Protection Regulation (GDPR).

Fulfillment of statutory reporting and publication obligations (in particular voting rights announcements) and other legal obligations, in particular retention obligations

In addition, the personal data is also processed to comply with other legal obligations, such as statutory reporting and publication obligations (in particular voting rights announcements) and regulatory requirements as well as stock, commercial and tax legislation retention requirements. In order to comply with regulations, for example when authorizing the proxies nominated by Aurubis AG for the Annual General Meeting, the data that serves as proof of proxy must be verified and recorded and kept access

protected for three years (Section 134 (3) sentence 5 AktG). The legal basis for processing in this case is under the respective regulations in conjunction with Article 6 (1) (c) GDPR.

Additional processing purposes

In individual cases, Aurubis AG also processes personal data for the purpose of safeguarding legitimate interests in accordance with Article 6 (1) (f) GDPR. In addition, based on legitimate interests, the personal data may also be used to compile statistics, e.g., to analyze trends, or to enforce, exert or defend against legal claims. This serves our legitimate interest in analyzing the company's capital structure as a basis for business decisions.

If participants enter the recording area while the speeches live-streamed on the internet are being recorded, their images will also be recorded by the live stream or recording since interested shareholders and the public are able to watch the speeches online.

Processing on the basis of legitimate interests only occurs if this is not outweighed by the interests or basic rights of the shareholders and their representatives with regard to protecting their personal data.

If there is intent to process the personal data for another purpose, Aurubis AG will inform the shareholders and their proxies in advance within the scope of the legal provisions.

E. Cookies and other similar items

Aurubis AG uses device information in web server log files and web storage and local storage elements (collectively "cookie functions") for the InvestorPortal. For web storage functions, this involves the storage of small text files in the browser's local memory on the terminal device. As part of session storage technology, information about the respective authentication token and session data, including the granting of consent to the Terms of Use, is collected after login. This allows users to be recognized if they need to return to another page of the InvestorPortal or the Aurubis AG website, or have to reload a page during an active session. In addition, the local storage function is used in the operation of the InvestorPortal to store the login timestamp, which enables automatic logout after 30 minutes of inactivity for security reasons.

This data is automatically erased when the browser is closed. The browser menu contains information on how to technically disable permission for web storage objects and what settings the browser uses to inform

users about the placement of a new web storage object. Please note that some website functions may no longer be available if web storage objects are deactivated.

The cookie functions used by Aurubis AG are only used for the purposes of making the InvestorPortal available, for registering and identifying shareholders, and for detecting misuse, troubleshooting and ensuring the trouble-free technical operation of the Annual General Meeting.

The legal basis for the use of the cookie functions, access to the data stored therein, and the associated processing of personal data is Section 25 (2) No. 2 of the Telecommunications Digital Services Data Protection Act (TDDDG), as their use is necessary in order to make the requested InvestorPortal available. If the use of cookie functions includes the processing of personal data, this processing safeguards the legitimate interest of Aurubis AG in enabling shareholders and their proxies to use the InvestorPortal. The legal basis for processing this data is Article 6 (1) (f) of the EU General Data Protection Regulation (GDPR).

Users' consent will be obtained should cookie functions (including cookies) that are not strictly necessary for the operation of the InvestorPortal be used to make the InvestorPortal available. In this case, the users will be informed, prior to the use of such cookie functions, about our cookies or cookie functions with a cookie banner and related data processing when visiting the InvestorPortal and asked to provide their voluntary consent.

F. Data recipients

Service providers who are commissioned with organizing, executing and following up on the Annual General Meeting will only receive personal data from Aurubis AG that is necessary for the performance of the commissioned service and will process the data exclusively on behalf of and in accordance with the instructions of Aurubis AG. All employees and all employees of external service providers who have access to and/or process personal data are obliged to treat such data confidentially.

External service providers contribute to preparing and executing the Annual General Meeting, for example producing and sending the invitations; collecting and technically processing registrations to the Annual General Meeting, proxies and the exercise of shareholder rights; and the technical execution of the meeting itself.

In addition, Aurubis AG may need to transmit the personal data to other recipients, such as external consultants (e.g., lawyers).

In connection with the execution of the Annual General Meeting, the personal data of shareholders and, where applicable, their proxies may, under certain circumstances, be disclosed to other duly registered participants of the Annual General Meeting (e.g., by granting access to the legally required list of attendees, by publishing the motions submitted, or other requests subject to disclosure on the company website or in the context of other contributions made by shareholders or, where applicable, proxies prior to or during the Annual General Meeting via the communication channels described in the invitation to the Annual General Meeting).

The personal data is generally processed in countries that are members of the European Union ("EU") and the European Economic Area ("EEA"). Insofar as shareholders come from countries outside the EU or the EEA ("third countries"), Aurubis AG will also provide these shareholders with information (e.g., invitations to annual general meetings). Should these notifications also contain personal data (e.g., motions for annual general meetings stating the name of the applicant), then this data will also be transferred to third countries. The provisions of the GDPR do not directly apply in third countries. If the European Commission has not confirmed an adequate level of data protection, a lower level of protection for personal data may exist in these third countries. Nevertheless, a transfer is necessary in order to inform all shareholders equally, as Aurubis AG may not exclude shareholders from third countries from the duty to provide information. Aurubis AG therefore fulfills its contractual obligations with this transfer. The legal basis for the transfer of this data is Article 49 (1) (b) GDPR.

G. Retention of data

Fundamentally, personal data will be deleted or anonymized as soon as it is no longer necessary for the above purposes and Aurubis AG is not obliged to retain it to meet legal accountability requirements and the legal obligation to retain data. The retention period for data collected in connection with annual general meetings is regularly up to three years. Furthermore, Aurubis AG only retains personal data if this is required due to legal provisions, for example based on the German Stock Corporation Act, the German Securities Trading Act, the German Commercial Code, and the German Tax Code, or due to a prevailing legitimate interest of Aurubis AG, particularly to assert, exercise or defend legal claims. Should Aurubis AG become aware that a shareholder is no longer a shareholder of Aurubis AG, it will only retain that

shareholder's personal data for a maximum of twelve months in accordance with Section 67e (2) of the German Stock Corporation Act (AktG), subject to other legal regulations; longer retention will only take place if required for legal proceedings.

H. Rights of the data subjects

If the legal requirements are met and with regard to the processing of their personal data, shareholders and proxies can request the following from Aurubis AG: information about their personal data pursuant to Article 15 GDPR, rectification of their personal data pursuant to Article 16 GDPR, erasure of their personal data pursuant to Article 17 GDPR, restriction of processing of their personal data pursuant to Article 18 GDPR, and the transmission of certain personal data to themselves or third parties that they designate (right to data portability) pursuant to Article 20 GDPR. Shareholders can exercise these rights free of charge by contacting Aurubis AG in one of the following ways:

Aurubis AG
Corporate Legal Department
Hovestrass 50
20539 Hamburg, Germany
Phone: +49 40 7883-3993
Fax: +49 40 7883-3990
Email: dataprotection@aurubis.com

Right to object:

If the data is processed for the purpose of safeguarding legitimate interests, you can object to this processing at any time at the above address pursuant to Article 21 GDPR, if there are reasons resulting from your specific situation that preclude this data processing. Aurubis AG will then terminate data processing unless Aurubis AG can prove compelling, legitimate grounds for processing the data that outweigh the interests, rights and freedoms of the person affected or insofar as the data processing serves to enforce, exert or defend against legal claims.

Pursuant to Article 77 of the EU General Data Protection Regulation (GDPR), shareholders have the right to lodge a complaint with the supervisory authority of either the federal state/country in which they live or

habitually reside, or the supervisory authority of the city of Hamburg, where Aurubis AG's headquarters is located.

You can reach our company's Data Protection Officer at:

Aurubis AG Data Protection Officer
c/o Aurubis AG
Corporate Legal Department
Hovestrass 50
20539 Hamburg, Germany
Phone: +49 40 7883-3993
Fax: +49 40 7883-3990
Email: dataprotection@aurubis.com

Hamburg, February 2025

Aurubis AG
The Executive Board

10. Information pursuant to the Implementing Regulation (EU) 2018/1212

Information pursuant to the Implementing Regulation (EU) 2018/1212

A1	Unique identifier of the event	Aurubis AG Annual General Meeting 2025 [Format pursuant to Implementation Regulation (EU) 2018/1212: 0f1438b44ed2ef11b53d00505696f23c]
A2	Type of message	New Annual General Meeting [Format pursuant to Implementation Regulation (EU) 2018/1212: NEWM]
B1	ISIN	DE0006766504
B2	Name of issuer	Aurubis AG
C1	Date of the General Meeting	April 3, 2025 [Format pursuant to Implementation Regulation (EU) 2018/1212: 20250403]
C2	Time of the General Meeting	10:00 CEST [Format pursuant to Implementation Regulation (EU) 2018/1212: 8:00 UTC]
C3	Type of General Meeting	Regular Annual General Meeting (in-person event) [Format pursuant to Implementation Regulation (EU) 2018/1212: GMET]
C4	Location of the General Meeting	CCH Congress Center Hamburg, Congressplatz 1 (close to Dammtor Station) in 20355 Hamburg
C5	Record Date	March 12, 2025, 24:00 (CET) [Format pursuant to Implementation Regulation (EU) 2018/1212: 20250312]
C6	Overall target achievement	http://www.aurubis.com/agm2025 The wording of the invitation, including the Agenda and the proposed resolutions of the Executive Board and the Supervisory Board, the information on the requirements for participation in the meeting and the exercise of voting rights and voting by proxy, as well as other important information on the Annual General Meeting and related shareholder rights, can also be found in the "Invitation to the Annual General Meeting".

aurubis.com

Metals for Progress

Aurubis AG
Hovestraße 50
20539 Hamburg, Germany
Phone +49 40 7883-0
info@aurubis.com