

## Invitation to the annual general meeting of Repower AG on 14 May 2025

The shareholders are invited to the

### 121st Annual General Meeting of Repower AG, Poschiavo

on Wednesday, 14 May 2025, in the Center Fontauna, Disentis/Mustér

#### A g e n d a

#### 1. 2024 annual report, financial statements and consolidated financial statements

The board of directors moves that the 2024 annual report, financial statements and consolidated financial statements be approved and that the reports of the auditors be noted.

#### 2. Sustainability report 2024

The board of directors moves that the 2024 sustainability report be approved.

#### 3. Appropriation of retained earnings

The board of directors moves that the annual general meeting approve the distribution of CHF 5.00 plus a special dividend of CHF 1.50 per registered share. The total of CHF 6.50 is to be distributed as follows: CHF 5.06 per registered share as a dividend from retained earnings and CHF 1.44 per registered share as a repayment from capital reserves.

- a) The board of directors moves that the annual general meeting approve the following appropriation of retained earnings:

Retained earnings carried forward	CHF	476,250,899
Annual results for 2024	CHF	132,928,120
<b>The available retained earnings come to</b>	<b>CHF</b>	<b>609,179,019</b>
Dividend of CHF 5.00	CHF	36,954,840
Special dividend of CHF 0.06	CHF	443,458
<b>Carried forward to new account</b>	<b>CHF</b>	<b>571,780,721</b>

- b) The board of directors moves that the annual general meeting approve the following repayment from capital reserves:

Reserven aus Kapitaleinlagen Capital reserves	CHF	10,653,693
Special dividend of CHF 1.44 <sup>1</sup>	CHF	10,642,994
<b>Carried forward to new account</b>	<b>CHF</b>	<b>10,699</b>

<sup>1</sup> Qualifies as a tax-neutral repayment of capital in accordance with Article 20 of the Swiss Federal Act on Direct Federal Tax and Article 5 of the Swiss Federal Act on Withholding Tax.

No payment will be made on registered shares held by Repower AG on the due date. This may reduce the actual distribution accordingly.

The distribution/repayment per registered share for the 2024 financial year as determined by the annual general meeting will be paid out to shareholders as follows: CHF 5.06 as a dividend, with withholding tax deducted, and CHF 1.44 from capital reserves, with no withholding tax deducted. Provided the annual general meeting passes these motions, the distribution will be made on 20 May 2025.

#### **4. Discharge of the members of the board of directors**

The board of directors moves that the members of the board of directors be discharged from liability.

#### **5. Elections**

##### **5.1. Board of directors**

###### **Re-elections**

The board of directors moves that the following be re-elected as members of the board of directors until the end of the 2026 annual general meeting (elected in their entirety):

- a) Barbara Janom Steiner  
Beat Huber  
Giovanni Jochum  
Dr Urs Rengel

Dr Monika Krüsi and Peter Eugster are not standing for re-election.

###### **Election of new members**

The board of directors moves that the following be elected as new members of the board of directors until the end of the 2026 annual general meeting (each elected individually):

- b) Daniel Bucher
- c) Gian Andri Diem
- d) Phyllis Scholl

##### **5.2. Auditor**

The board of directors moves that KPMG AG be reappointed as statutory auditor for a term of one year.

###### **Documentation:**

The minutes of the annual general meeting held on 15 May 2024, the annual report, including the financial statements and consolidated financial statements for the year to 31 December 2024, and the report of the auditors will be available for inspection at the company's registered offices at Via da Clalt 12 in Poschiavo from 15 April 2025. Copies of these documents will be sent to any shareholder on request. The documents are also available at <https://www.repower.com/ch/ueber-uns/investoren-aktionaere>.

###### **Admission tickets:**

Shareholders entered in the stock register with voting rights are being sent an application coupon with their invitation to the annual general meeting. Shareholders will receive their admission tickets (admission tickets sent out from 22 April 2025) once they return the application coupon to Segetis AG, Platz 4, 6039 Root D4 (T +41 41 541 9100, F +41 41 541 9101). Returning application coupons in good time will facilitate preparations for the annual general meeting.

Shareholders who have not yet converted their bearer shares or participation certificates into standard registered shares and who hold these securities at home or in a bank safe are asked to submit their securities to a bank in good time before the extraordinary general meeting for conversion and entry in the stock register.

**Entitlement to vote/stock register:**

Entitled to vote are Repower AG shareholders who at 4pm on 09 May 2025 are registered in the stock register as shareholders with voting rights. The stock register will be closed for entries from 4pm on 09 May 2025 up to and including 14 May 2025.

Poschiavo, 4 April 2025

The Board of Directors