



ASTA Energy Solutions AG

FN 271337 a

ISIN AT100ASTA001

("Company")

**Proposals for resolutions of the Management Board and the Supervisory Board for the
3rd Annual General Meeting on
1 June 2026**

- 1. Presentation of the annual financial statements including the management report and the consolidated financial statements including the group management report, each as of 31 December 2025, as well as the proposal for appropriation of the profit and the report prepared by the Supervisory Board for the financial year 2025**

No resolution on this item of the agenda is required, as the presentation of the aforementioned documents only serve to inform the Annual General Meeting.

The annual financial statements 2025 have already been approved and thus adopted by the Supervisory Board.

- 2. Resolution on the appropriation of the net profit shown in the annual financial statements for the financial year 2025**

In the annual financial statements as of 31 December 2025, an allocation of EUR 80,000,000.00 was made to retained earnings (*Gewinnrücklagen*).

The Company's annual financial statements as of 31 December 2025, which were audited by KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft and approved by the Supervisory Board, show a net profit (*Bilanzgewinn*) of EUR 10,282,625.75 for the financial year 2025.

The Management Board and the Supervisory Board propose that the net profit (*Bilanzgewinn*) of EUR 10,282,625.75 shown in the Company's approved annual financial statements as of 31 December 2025 be carried forward in full to new account.

3. Resolution on the discharge from liability of the members of the Management Board for the financial year 2025

The Management Board and the Supervisory Board propose that the members of the Management Board who acted in the financial year 2025 are discharged from liability for that period.

4. Resolution on the discharge from liability of the members of the Supervisory Board for the financial year 2025

The Management Board and the Supervisory Board propose that the members of the Supervisory Board who acted in the financial year 2025 are discharged from liability for that period.

5. Election of the auditor and the group auditor as well as the auditor of the (consolidated) sustainability reporting for the financial year 2026

The Supervisory Board, upon the recommendation of its audit committee, proposes that KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Porzellangasse 51, 1090 Vienna, be appointed as the auditor for the annual financial statements and the consolidated financial statements, as well as the auditor for the (consolidated) sustainability reporting, insofar as the preparation of such a report is legally required, for the financial year 2026.

6. Resolution on the remuneration policy

The Supervisory Board of a publicly listed company shall prepare and define the principles for the remuneration of the members of the Management Board and the Supervisory Board pursuant to Section 78a in conjunction with Section 98a of the Austrian Stock Corporation Act (AktG) (Remuneration Policy; *Vergütungspolitik*).

The Remuneration Policy must be presented to the Annual General Meeting for a vote at least every fourth financial year as well as in the event of any significant change. The vote at the Annual General Meeting on the Remuneration Policy is of a recommendatory nature. The resolution is not subject to appeal (Section 78b (1) AktG).

According to Section 108 (1) AktG, the Supervisory Board shall make a proposal for the adoption of a resolution on the Remuneration Policy.

This resolution proposal of the Supervisory Board shall be made available no later than the 21st day prior to the Annual General Meeting on the Company's website registered with the Austrian companies register (www.astagroup.com) in accordance with Section 108 (3) item 1 AktG.

At its meeting on 23 April 2026, the Supervisory Board of the Company has set out the principles applicable to the remuneration of members of the Management Board and the Supervisory Board in accordance with Section 78a in conjunction with Section 98a AktG (Remuneration Policy 2026–2029).

The Remuneration Policy 2026–2029 will be made available no later than 11 May 2026 (the 21st day prior to the Annual General Meeting) on the Company's website as registered with the Austrian companies register (www.astagroup.com) in accordance with Section 108 (4) item 4 AktG.

The Supervisory Board proposes that the Remuneration Policy 2026-2029, as made available on the Company's website registered with the Austrian companies register, shall be adopted.

The Remuneration Policy is attached to this resolution proposal as **Annex ./1**.

Annex ./1 Remuneration Policy

Oed, in May 2026

The Management Board

The Supervisory Board