

**AGENDA AND EXPLANATORY NOTES
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
SCHMID GROUP N.V.
ON 18 JULY 2024**

Agenda and explanatory notes of the annual general meeting of shareholders of SCHMID Group N.V. (the "**Company**") which will be held on 18 July 2024 at 9:00 a.m. CEST (3:00 a.m. EDT) (the "**AGM**").

1. Opening
2. Annual report and financial statements 2023

The annual report and financial statements for the financial year 2023 is published on the Company's website (<https://schmid-group.com/>).

- (a) Report of the board of directors (*discussion item*)

The group's business strategy, products, sustainability efforts and financials are presented by the Company's board of directors.

- (b) Dutch Corporate Governance Code statement (*discussion item*)

The Company was not a listed entity in 2023, and going forward, will have little nexus with The Netherlands. Although there may be governance aspects that are in line with the Dutch Corporate Governance Code 2022, going forward, it does not pursue complying with the Dutch Corporate Governance Code 2022 in full.

- (c) Adoption of the annual report and financial statements 2023 (*voting item*)

It is proposed to the AGM to adopt the annual report and financial statements for the financial year 2023 as drawn up and signed off by the Company's board of directors.

The annual report and financial statements 2023 do not require an audit.

3. Discharge of the former director from liability in respect of his duties for the financial year 2023 (*voting item*)

It is proposed to the AGM to release the Company's former director Stefan Berger from liability (*kwijting*) in respect of the performance of his duties to the extent that such performance is apparent from the annual report and financial statements for the financial year 2023 or has been otherwise disclosed to the AGM before the adoption of the annual report and financial statements for the financial year 2023.

4. Any other business
5. Closing of the AGM