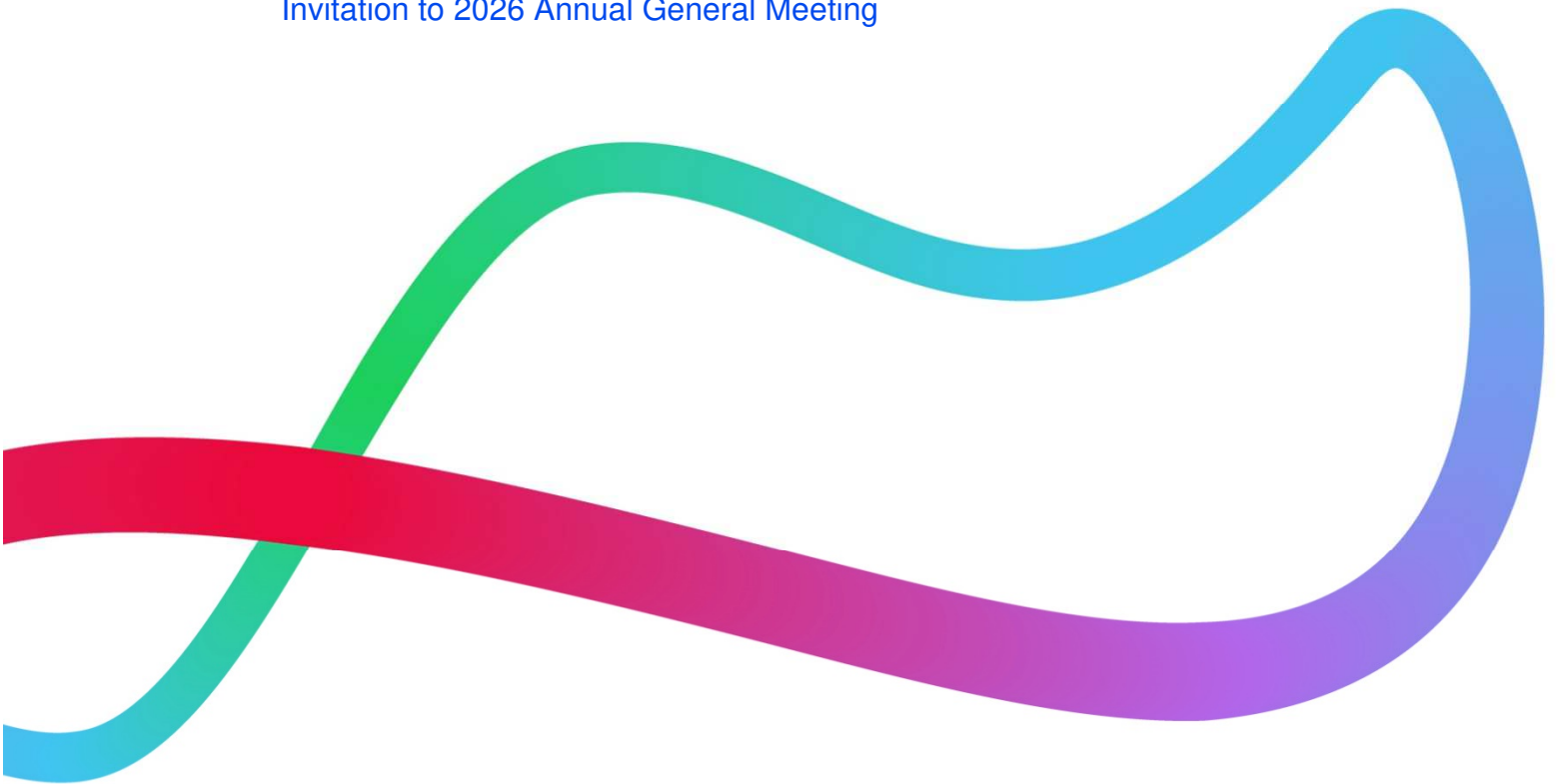




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Invitation to 2026 Annual General Meeting



Our future:
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MVV in Figures

	FY 2025	FY 2024	% change
Financial key figures			
Sales and earnings			
Adjusted sales excluding energy taxes (Euro million)	6,083	7,194	- 15
Adjusted EBITDA ¹ (Euro million)	586	633	- 7
Adjusted EBIT ¹ (Euro million)	360	426	- 15
Adjusted annual net income ¹ (Euro million)	233	281	- 17
Adjusted annual net income after minority interests ¹ (Euro million)	171	233	- 27
Capital structure			
Adjusted total assets at 30 September ² (Euro million)	5,971	5,947	0
Adjusted equity at 30 September ² (Euro million)	2,633	2,526	+ 4
Adjusted equity ratio at 30 September ² (%)	44.1	42.5	+ 4
Net financial debt at 30 September (Euro million)	1,139	926	+ 23
Cash flow and investments			
Cash flow from operating activities (Euro million)	462	498	- 7
Investments (Euro million)	501	417	+ 20
Value performance			
Adjusted ROCE ¹ (%)	9.8	12.5	- 22
WACC (%)	8.1	8.6	- 6
Value spread (%)	1.7	3.9	- 55
Adjusted capital employed ⁴ (Euro million)	3,692	3,411	+ 8
Share			
Adjusted earnings per share ¹ (Euro)	2.60	3.53	- 26
Regular dividend per share (Euro)	1.30 ³	1.25	+ 4

¹ Excluding non-operating measurement items for derivatives and including interest income from finance leases

² Excluding non-operating measurement items for derivatives

³ Subject to approval by Annual General Meeting on 13 March 2026

⁴ Adjusted equity plus financial debt plus provisions for pensions and similar obligations less cash and cash equivalents (calculated as annual average)

	FY 2025	FY 2024	% change
Non-financial key figures			
Direct CO ₂ emissions (Scope 1) ^{1,2} (tonnes 000s)	2,326	2,589	- 10
Indirect CO ₂ emissions (Scope 2) ^{1,2} (tonnes 000s)	111	128	- 13
Indirect CO ₂ emissions (Scope 3) ^{1,2} (tonnes 000s)	4,840	4,517	+ 7
Electricity generation capacity from renewable energies ^{1,2,3} (MW _e)	763	678	+ 13
Renewable energies as share of proprietary electricity generation ¹ (%)	43	42	+ 3
Electricity generation volumes from renewable energies ^{1,2,4} (kWh million)	1,280	1,264	+ 1
Green heat generation capacity ^{1,2} (MW _t)	832	832	0
Green heat as share of proprietary heat generation ^{1,2,5} (%)	45	47	- 3
Green heat generation volumes ^{1,2,5} (kWh million)	2,382	2,483	- 4
Completed development of new renewable energies plants (MW _e) ²	792	598	+ 32
Operations management for renewable energies plants (MW _e)	4,129	3,878	+ 6
Number of employees at 30 September (headcount)	6,811	6,649	+ 2
of which women	2,025	1,976	+ 2
of which men	4,785	4,672	+ 2
of which diverse	1	1	0
of which full-time employees	5,574	5,447	+ 2
of which part-time employees	1,237	1,202	+ 3
of which trainees at 30 September (headcount)	324	343	- 6
Share of female managers at 30 September (%)	21	21	0
Accident frequency rate (LTIF) (number of accidents per 1,000,000 hours of work)	2.3	-	-

1 Fully consolidated and at-equity companies

2 Previous year's figure adjusted

3 Including electricity generation capacity from wind turbines for repowering at 30 September 2025 (41 MW)/30 September 2024 (28 MW)

4 Including electricity generation volumes from wind turbines for repowering at 30 September 2025 (46 million kWh)/ 30 September 2024 (33 million kWh)

5 Heat from biomass, biogas and energy from waste plants, including RDF plants



Agenda

1. Presentation of the adopted annual financial statements of MVV Energie AG and the approved consolidated financial statements (IFRS) as of 30 September 2025, the combined management report of MVV Energie AG and the Group for the 2025 financial year and the report of the Supervisory Board for the 2025 financial year **Page 5**
2. Resolution on appropriation of unappropriated net profit **Page 5**
3. Formal approval of actions of Executive Board members **Page 6**
4. Formal approval of actions of Supervisory Board members **Page 6**
5. Election of auditor and of auditor for group sustainability report for 2026 financial year **Page 6**
6. Election of Supervisory Board members **Page 6**
7. Resolution on approval of remuneration report **Page 8**

MVV Energie AG, Mannheim

ISIN DE000A0H52F5

Shareholders of our company are hereby cordially invited to the

Annual General Meeting

to be held

at Congress Center Rosengarten, Rosengartenplatz 2, 68161 Mannheim

at 10.00 a.m. (CET) on Friday, 13 March 2026.

I. Agenda

1. **Presentation of the adopted annual financial statements of MVV Energie AG and the approved consolidated financial statements (IFRS) as of 30 September 2025, the combined management report of MVV Energie AG and the Group for the 2025 financial year and the report of the Supervisory Board for the 2025 financial year**

The aforementioned documents also include the explanatory report in respect of disclosures made pursuant to § 289a and § 315a of the German Commercial Code (HGB). These documents can be accessed at our website at www.mvv.de/investors and will also be available at the Annual General Meeting and explained in greater detail there.

At its meeting on 9 December 2025, the Supervisory Board of MVV Energie AG approved the annual financial statements and the consolidated financial statements prepared by the Executive Board. The annual financial statements are thus adopted, as a result of which no resolution is required from the Annual General Meeting.

2. **Resolution on appropriation of unappropriated net profit**

The Executive and Supervisory Boards propose that the unappropriated net profit of Euro 85,678,834.80 reported in the annual financial statements as of 30 September 2025 should be distributed in full, corresponding to a dividend of Euro 1.30 per individual share. Entitlement to payment of the dividend matures on the third working day after the date of the resolution adopted by the Annual General Meeting, i.e. on Wednesday, 18 March 2026.

3. Formal approval of actions of members of Executive Board

The Executive and Supervisory Boards propose to formally approve the actions taken in the 2025 financial year by the Executive Board members in office in this period.

4. Formal approval of actions of members of Supervisory Board

The Executive and Supervisory Boards propose to formally approve the actions taken in the 2025 financial year by the Supervisory Board members in office in this period.

5. Election of auditor and of auditor for group sustainability report for the 2026 financial year

Based on the recommendation submitted by its Audit Committee, the Supervisory Board proposes the election of KPMG AG Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, as auditor and group auditor and as auditor for the group sustainability report for the 2026 financial year.

The Audit Committee declared in its recommendation that this was free of undue influence by third parties and that no clauses restricting the selection by the Annual General Meeting of the type referred to in Article 16 (6) of the EU Audit Regulation had been imposed.

The election as auditor for the group sustainability report is a precautionary measure for the event that legislation implementing the Corporate Sustainability Reporting Directive (CSRD) takes effect and, without providing for any transitional requirement, requires the separate election by the Annual General Meeting of an auditor for the group sustainability report for the 2026 financial year.

6. Election of Supervisory Board members

Based on the recommendation submitted by its Nomination Committee, which took account of the diversity concept adopted by the Supervisory Board for its composition, the Supervisory Board proposes the election of the following individuals as members of the Supervisory Board of MVV Energie AG with effect from the conclusion of the Annual General Meeting:

- (1) Sabine U. Dietrich, Supervisory Board Member, Former Board Director of BP Europa SE, Bochum, resident in Mülheim an der Ruhr;
- (2) Martin F. Herrmann, Business Angel and Mentor, resident in Prague, Czechia;
- (3) Gregor Kurth, Partner, Igneo Infrastructure Partners, London, United Kingdom, resident in London, United Kingdom;
- (4) Dr. Lorenz Näger, Supervisory Board Member, Former Deputy Chairman of Executive Board and Chief Financial Officer of HeidelbergCement AG (now Heidelberg Materials AG), Heidelberg, resident in Mannheim;
- (5) Alexandros Nassuphis, Managing Director, Igneo Infrastructure Partners, London, United Kingdom, resident in London, United Kingdom;
- (6) Tatjana Ratzel, Lawyer, Department Manager at INTER Krankenversicherung AG, Mannheim, resident in Mannheim;

- (7) Dr. Melanie Seidenglanz, Project Director for Labour Market and Education at Metropolregion Rhein-Neckar GmbH, Mannheim, and Member of Mannheim City Council, resident in Mannheim;
- (8) Nina Wellenreuther, Student, Masters Course in Environmental Engineering, Darmstadt University of Applied Sciences; Chair of Mannheim Council Group Die Grünen/Die Partei and Member of Mannheim City Council, resident in Mannheim.

Candidates are to be elected on an individual basis.

The Annual General Meeting most recently elected Supervisory Board members on 12 March 2021. Their term in office expires upon the conclusion of the Annual General Meeting on 13 March 2026.

Pursuant to § 9 (2) Sentence 1 of the Articles of Incorporation, the Supervisory Board members hereby elected are to be appointed for a term running until the conclusion of the Annual General Meeting adopting a resolution formally approving their actions for the fourth financial year after the beginning of the term in office of the newly elected Supervisory Board members. The financial year in which the election takes place is not counted in this calculation. Assuming that no short financial years are resolved, their term in office will therefore expire upon the conclusion of the Annual General Meeting to be held in 2031.

The Supervisory Board is structured in accordance with § 96 (1), 1st Alternative, § 96 (2) Sentence 1, § 101 (1) of the German Stock Corporation Act (AktG) in conjunction with § 1 (1), § 5 (1) Sentence 1, § 6 (2) and § 7 (1) Sentence 2 of the German Codetermination Act (MitbestG) and § 9 (1) of the Articles of Incorporation.

It consists of twenty members. Pursuant to § 9 (1) Sentence 2 of the Articles of Incorporation, the City of Mannheim delegates the Lord High Mayor and the relevant specialist head of department to the Supervisory Board, with these members imputed to the ten Supervisory Board members to be elected by the Annual General Meeting. This applies to the extent that the City of Mannheim is a shareholder of the company and, directly or indirectly, holds shares corresponding to more than half of its share capital. Ten members are elected by employees in accordance with the German Codetermination Act (MitbestG 1976).

According to § 96 (2) AktG, supervisory boards of listed companies subject to the requirements of the German Codetermination Act (MitbestG) must comprise at least 30 percent women and at least 30 percent men. The minimum shares of 30 percent women and men respectively must be complied with whenever new elections are required or new members assigned. As a basic rule, § 96 (2) AktG requires these minimum shares to be met for the supervisory board as a whole. Both the shareholder and the employee representatives on the Supervisory Board of MVV Energie AG have nevertheless exercised their right pursuant to § 96 (2) Sentence 3 AktG to object to this requirement that the minimum shares are met by the Supervisory Board as a whole. Of the shareholder representative positions in the Supervisory Board, at least three must therefore be held by women and at least three by men in order to satisfy the minimum share requirement pursuant to § 96 (2) Sentence 1 AktG. Should the candidates listed in the above election proposal be elected by the Annual General Meeting, the resultant composition of the Supervisory Board would comply with this legal requirement.

Of the candidates proposed for election to the Supervisory Board, Dr. Näger in particular has expertise in the fields of accounting and auditing due to his longstanding activity as Chief Financial Officer of the listed company HeidelbergCement AG (since renamed as Heidelberg Materials AG), while Gregor Kurth and Martin F. Herrmann qualify as further members with expertise in the fields of accounting and auditing as required by § 100 (5) AktG.

Pursuant to C.13 of the German Corporate Governance Code (DCGK), in its election proposals to the Annual General Meeting the Supervisory Board should disclose the personal and business relationships of each candidate to the company, the governing bodies of the company and any shareholder with a material interest in the company. The recommendation to disclose information is limited to circumstances which, based on the assessment of the Supervisory Board, a shareholder acting in line with objective considerations would deem decisive in determining his or her election decision. With regard to relationships to material shareholders, the circumstances requiring disclosure pursuant to the recommendation made in C.13 DCGK are that Dr. Melanie Seidenglanz and Nina Wellenreuther are members of Mannheim City Council. Dr. Melanie Seidenglanz is additionally a supervisory board member at BBS

Bau- und Betriebsservice GmbH (Deputy Chair), mg: mannheimer gründungszentren gmbh and Veranstaltungen – Tourismus – Marketing: Mannheim erleben GmbH, while Nina Wellenreuther is a supervisory board member at MKB Mannheimer Kommunalbeteiligungen GmbH and MV Mannheimer Verkehr GmbH. Gregor Kurth is a partner at Igneo Infrastructure Partners, while Alexandros Nassuphis is Managing Director at that company.

Supplementary disclosures in respect of the candidates proposed for election by the Supervisory Board, and in particular their CVs and disclosures on their memberships pursuant to § 125 (1) Sentence 5 AktG, can be found in **Section II.** of this invitation. They can also be viewed on the company’s website at www.mvv.de/investors and will be available there during the Annual General Meeting.

7. Resolution on approval of remuneration report

The Executive and Supervisory Boards propose that the report prepared by the Executive and Supervisory Boards on the remuneration of the Executive and Supervisory Boards of MVV Energie AG for the 2025 financial year should be approved.

Pursuant to § 120a (4) of the German Stock Corporation Act (AktG), the Annual General Meeting adopts a resolution on the approval of the remuneration report prepared and audited pursuant to § 162 AktG for the previous financial year. The remuneration systems underlying the report were most recently approved by the Annual General Meeting of MVV Energie AG on 14 March 2025. The respective resolution has been and will be published on the website at www.mvv.de/investors.

The remuneration report prepared by the Executive and Supervisory Boards has been audited by KPMG AG Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, pursuant to § 162 (3) AktG to ascertain whether the disclosures required by § 162 (1) and (2) AktG have been made. The remuneration report for the 2025 financial year, including the auditor’s report, can be accessed via our website at www.mvv.de/investors and will also be available there at the Annual General Meeting. Subsequent to this Annual General Meeting, the report will be separately available at our website at www.mvv.de/investors for a ten-year period.

The resolution does not give rise to any rights or obligations and is not contestable.

II. Supplementary Disclosures on Supervisory Board Candidates (Agenda Item 6)

CV of Sabine U. Dietrich

Supervisory Board Member; Member of the Supervisory Board of MVV Energie AG since 2020

Date of birth 19 April 1960

Career

2012 - 2015 Board Director at BP Europa SE, Bochum

2010 - 2011 Director Safety & Operational Risk, Head of HSSEQ, Head of Ethics & Compliance, bp Europa SE, Bochum

2005 - 2010 Vice President Operations, Remediation Management EMEA & Asia Pacific bp plc., London/UK

2005	Innovation Project Leader “Refining & Marketing” India bp plc., Mumbai/India
1999 - 2004	Various roles in Commercial, Asset, M&A Integration in Germany/Austria/Switzerland bp Europe
1997 - 1999	Business Development Manager Vietnam bp plc., Ho Chi Minh Stadt, Vietnam
1991 - 1997	Various European management roles (including Business Improvement, People Task Force, Project Engineer) bp Europe, Brussels/Belgium
1989 - 1990	Product Planner & Project Management Steigenberger Hotels, Frankfurt

Education/training

1992	Registration as architect with Chamber of Architects, Berlin
1984 - 1989	Study of Engineering, majoring in Construction/Architecture TU Berlin
1978 - 1982	A-levels (“Abitur”), evening class Schule für Erwachsenenbildung SfE, Berlin
1976 - 1978	Commercial training (clerical qualification) Isaria Reisen, Munich

Positions held/membership of following Supervisory Boards

- Commerzbank AG, Frankfurt am Main

CV of Martin F. Herrmann

Member of the Supervisory Board of MVV Energie AG since 2021

Date of birth 3 July 1967

Career

since 2020	Business Angel & Mentor Support for international start-ups
2022 - 2025	Chair of Supervisory Board, Česká pošta, s.p., Prague, Czechia
2016 - 2019	COO Retail, Executive Board member, innogy SE, Essen, Germany
2012 - 2019	CEO, innogy Česká republika a.s. (until 9/2016 RWE Česká republika a.s.), Prague, Czechia

2013 - 2019	CEO, innogy Grid Holding, a.s. (until 9/2016 RWE Grid Holding, a.s.), Prague, Czechia
2010 - 2016	CEO, RWE East, s.r.o., Prague, Czechia
2007 - 2013	CEO, RWE Transgas, a.s. (since 1/2013 RWE Supply & Trading CZ, a.s.), Prague, Czechia
2004 - 2007	CFO, Deputy CEO, RWE Transgas, a.s. (until 4/2005 Transgas, a.s.), Prague, Czechia
2002 - 2004	CFO, Executive Board member, Transgas, a.s., Prague, Czechia
2001 - 2002	Vice President, Head of Industry Group Utilities, Commerzbank AG, Frankfurt am Main, Germany
2000 - 2001	Project Manager, M&A, Commerzbank AG, Frankfurt am Main, Germany
1995 - 1999	Head of Investment Banking department, Commerzbank AG, Prague Office, Prague, Czechia
1994 - 1995	Project Manager Relationship Management Central & Eastern Europe, Commerzbank AG, Frankfurt am Main, Germany & Prague, Czechia
1993 - 1994	Trainee, Relationship Management Central & Eastern Europe, Commerzbank AG, Frankfurt am Main, Germany & Prague, Czechia

Education/training

1988 - 1993	Study of Economics (Dipl.-Volkswirt) at Westfälische Wilhelms-Universität, Münster, Germany
1986 - 1988	Bank traineeship, Dresdner Bank AG, Duisburg Branch, Duisburg, Germany; qualification as bank clerk

Positions held/membership of following Supervisory Boards

No further positions held

CV of Gregor Kurth

Member of the Supervisory Board of MVV Energie AG since 2020

Date of birth 11 June 1981

Career

since October 2020 Partner, Infrastructure Investments, Igneo Infrastructure Partners, London, United Kingdom

since 2019 Head of Transactions, Infrastructure Investments, Igneo Infrastructure Partners, United Kingdom

2015 - 2019	Director, Infrastructure Investments, Igneo Infrastructure Partners, United Kingdom
2013 - 2015	Associate Director, Infrastructure Investments, Igneo Infrastructure Partners, United Kingdom
2010 - 2013	Senior Executive, Infrastructure Investments, Igneo Infrastructure Partners, United Kingdom
2008 - 2009	Investment Analyst, 3i Group plc., Frankfurt
2006 - 2008	Analyst, Deutsche Bank AG, Frankfurt

Education/training

2005 - 2006	Master of Science (M.Sc.) in International Accounting and Finance, Sir John Cass Business School, United Kingdom
2002 - 2005	Bachelor of Science (B.Sc.) in International Business Economics, University of Maastricht, Netherlands

Positions held/membership of following Supervisory Boards

- Owlcastle Holdings Limited, London, United Kingdom
- westconnect GmbH, Essen
- terralayr AG, Zug, Switzerland

CV of Dr. Lorenz Näger

Supervisory Board Member; Member of the Supervisory Board of MVV Energie AG since 2011

Date of birth 22 May 1960

Career

2020 - 8/2021	Deputy Chairman of Executive Board and Chief Financial Officer of HeidelbergCement AG (now Heidelberg Materials AG), Heidelberg
2004 - 2020	Member of Executive Board and Chief Financial Officer of HeidelbergCement AG (now Heidelberg Materials AG), Heidelberg
1999 - 2004	Member of Executive Board of PHOENIX Pharmahandel AG, Mannheim
1997 - 1999	Managing Director of PHOENIX International Beteiligungs GmbH, Mannheim
1993 - 1997	Director of Corporate Development, PHOENIX Pharmahandel, Mannheim
1991 - 1993	Head of Tax Department, Ferd. Schulze GmbH, Mannheim
1988 – 1991	Assistant at Institute of General Business Administration and Business Taxation, University of Mannheim

1987 -1988 Audit Assistant, Dr. Lipfert GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Stuttgart

Education/training

1991 Doctorate and professional tax consultant qualifications

1981 - 1986 Study of Business Administration, Universities of Regensburg, Swansea (Wales) and Mannheim

Positions held/membership of following Supervisory Boards

- PHOENIX Pharma SE, Mannheim
- Blanc & Fischer Familienholding SE & Co. KGaA, Oberderdingen
- PHOENIX Pharma-Handel GmbH & Co. KG, Mannheim

CV of Alexandros Nassuphis

Member of the Supervisory Board of MVV Energie AG since 2025

Date of birth 11 October 1969

Career

since 2025 Board Director at City Green Light SpA, Vicenza, Italy

since 2019 Managing Director at Igneo Infrastructure Partners, London, United Kingdom

2015 - 2019 Director at First State Investments, London, United Kingdom

2004 - 2013 Managing Director (from 2008) at HSBC, London, United Kingdom

1999 – 2004 Director (from 2003) at Dresdner Kleinwort, London, United Kingdom

1998 - 1999 Analyst at CSFB, London, United Kingdom

1997 - 1998 Associate at AT Kearney, London, United Kingdom

Education/training

1995 - 1996 Alliance Manchester Business School, Manchester/UK, MBA

1988 - 1995 National Technical University of Athens, Athens/Greece, Degree in Mechanical Engineering

Positions held/membership of following Supervisory Boards

- Höegh Evi Ltd., Bermuda
- Anglian Water Services Limited, United Kingdom
- Anglian Water Group Limited, Jersey

CV of Tatjana Ratzel

Member of the Supervisory Board of MVV Energie AG since 2020

Date of birth 10 November 1971

Career

since 2013	Lawyer, Department Manager at INTER Krankenversicherung AG, Mannheim
2004	Registration as attorney-at-law
since 2002	INTER Versicherungsgruppe, Mannheim Head Office
2001 - 2002	Vereinte Krankenversicherung AG, Karlsruhe
2000 - 2001	Mannheimer Versicherung AG, Mannheim Head Office

Education/training

1999	Second State Examination in Law, graduation as fully qualified lawyer
1997 - 1999	Legal traineeship, Heidelberg District Court
1997	First State Examination in Law
1991 - 1996	Study of Law at Mannheim University

Positions held/membership of following Supervisory Boards

No further positions held

CV of Dr. Melanie Seidenglanz

Member of the Supervisory Board of MVV Energie AG since 2025

Date of birth 24 February 1984

Career

since 2021	Project Director, Labour Market and Education, Metropolregion Rhein-Neckar GmbH, Mannheim
2018 - 2021	Regional Educational Transfer Manager, Metropolregion Rhein-Neckar GmbH, Mannheim
2014 - 2018	Degree course manager and assistant to Board of Examiners at the Department of Law, Mannheim University

2012 - 2014	Accreditation coordinator at the Department of Law at Mannheim University
2010 - 2012	Research activity at the Leibniz Institute for the German Language, Mannheim
2008 - 2010	Project employee at Baden-Württemberg Evaluation Agency, Mannheim

Education/training

2021 - 2024	Part-time study for a master's degree (M.A.) in Business Administration & Management at TU Kaiserslautern, Kaiserslautern
2014	Doctorate (Dr. phil.) at the Faculty of Philosophy at Mannheim University
2003 - 2008	Master's degree in German and Political Sciences at Mannheim University and Uppsala University in Sweden

Positions held/membership of following Supervisory Boards

- BBS Bau- und Betriebsservice GmbH, Mannheim (Deputy Chair)
- mg: mannheimer gründungszentren gmbh, Mannheim
- Veranstaltungen – Tourismus – Marketing: Mannheim erleben GmbH, Mannheim

CV of Nina Wellenreuther

Student; Chair of Mannheim Council Group Die Grünen/Die Partei and member of Mannheim City Council

Date of birth 11 November 1996

Career

2019 - 2020 Project Manager (interface management between editing, marketing and sales), Haas Mediengruppe, Mannheim

Training/education

since 2025	Study for Master's degree in Environmental Engineering at Darmstadt University of Applied Sciences
2019 - 2025	Bachelor's degree in Environmental Engineering (B.Eng.) at Darmstadt University of Applied Sciences
2016 - 2019	Vocational training as media professional, Mannheimer Morgen, Mannheim

Positions held/membership of following Supervisory Boards

- MKB Mannheimer Kommunalbeteiligungen GmbH, Mannheim
- MV Mannheimer Verkehr GmbH, Mannheim

Requirements for participating in the Annual General Meeting and exercising voting rights

Entitlement to participate in the Annual General Meeting and to exercise shareholders' rights, including voting rights and the right to submit questions, is exclusively restricted to those shareholders who are entered in the Share Register on the day of the Annual General Meeting and who have registered with the company on time for the Annual General Meeting, as well as to the authorised representatives of such shareholders.

A registration form has been provided in the documents forwarded to shareholders.

Registration must have been received in writing by the company no later than six days prior to the day of the Annual General Meeting, i.e. at the latest by

midnight (24:00 CET) on Friday, 6 March 2026

at the following address:

Hauptversammlung MVV Energie AG
c/o Computershare Operations Center
80249 Munich
anmeldestelle@computershare.de

The company also enables its shareholders to register online for the Annual General Meeting via the Shareholder Portal, which can be accessed at the website

www.mvv.de/investors.

The access data required to register and further relevant information for using the portal will be forwarded together with the invitation to those shareholders who are entered in the Share Register.

Further information about the registration process can be found

- on the registration form forwarded together with the invitation, which can also be used to grant powers of attorney and to issue instructions to voting proxies appointed by the company, and
- online at the Shareholder Portal. This portal enables shareholders not only to authorise the voting proxies but also to cast their votes by way of electronic communications.

Pursuant to § 67 (2) Sentence 1 AktG, from the company's perspective the rights and obligations attributable to the shares only accrue to those persons entered in the Share Register. Participation and voting rights therefore require such person still to be entered as a shareholder in the Share Register on the day of the Annual General Meeting. The number of voting rights attributable to any person entitled to participate in the Annual General Meeting is based on the scope of shareholding entered in the Share Register on the day of the Annual General Meeting.

Please note that any orders to reassign share ownership in the Share Register that are received in the period from 7 March 2026 up to and including 13 March 2026 will only be processed, accounted for and take effect after the Annual General Meeting. The technical record date is therefore 6 March 2026 (midnight; 24:00 CET). Shareholders are requested to submit any such orders in good time.

Registration for the Annual General Meeting does not involve any restriction on the disposability of the respective shares. Shareholders are therefore free to dispose over their shares following registration for the meeting.

Pursuant to § 67c of the German Stock Corporation Act (AktG), shareholders may communicate with the company, also via intermediaries pursuant to SRD II in conjunction with the Commission Implementing Regulation (EU 2018/1212), in ISO 20022 format (for example via SWIFT CMDHDEMMXXX) for the purposes of registering for the Annual General Meeting, casting their votes (also by way of proxies or by electronic voting), issuing powers of attorney and instructions to voting

proxies appointed by the company and authorising third parties. To use SWIFT, shareholders require authorisation via the SWIFT Relationship Management Application (RMA).

* * *

Procedure for voting via an authorised representative

Shareholders may also have their voting rights at the Annual General Meeting exercised by an authorised representative, such as their depositing bank, a shareholders' association or another person of their choice.

Powers of attorney may be granted both before and during the Annual General Meeting and may also be granted prior to registration; however, they may only be granted until the time at which voting on the respective agenda item begins. Powers of attorney may be granted either by declarations made to the representative to be authorised or by declarations submitted to the company. This does not affect the relevant registration requirements. Should a shareholder authorise more than one person, then the company may reject one or several such persons.

The company enables its shareholders to authorise voting proxies appointed by the company and bound to act in accordance with shareholders' instructions. The voting proxies exercise voting rights exclusively on the basis of instructions issued by the respective shareholder. The voting proxies appointed by the company must be provided with explicit and clear instructions as to how voting rights should be exercised. Should a shareholder not issue any instructions, or unclear instructions, in respect of individual agenda items, the voting proxies appointed by the company are not authorised to exercise the respective voting rights and, should voting take place, will abstain. Please note that the voting proxies cannot accept any instructions to make statements, pose questions or propose motions.

Powers of attorney, their revocation and documentary evidence of such authorisation must be provided in text form. Declarations to the company concerning the granting of powers of attorney or the revocation of such, or concerning the submission of documentary evidence of any power of attorney granted to an authorised representative or the revocation of such, should be communicated to the following address:

Hauptversammlung MVV Energie AG
c/o Computershare Operations Center
80249 Munich
anmeldestelle@computershare.de

Please use the form sent with the invitation to grant powers of attorney and to issue instructions to voting proxies appointed by the company.

Alternatively, these declarations may also be communicated electronically using the Shareholder Portal on the company's website

 www.mvv.de/investors.

The access data for the Shareholder Portal and further information concerning use of this portal will be forwarded to shareholders together with the invitation. Shareholders should note that, if they use the form provided with the invitation to grant powers of attorney to voting proxies appointed by the company, or to revoke such, or to submit or amend instructions to such proxies, then this form must be received at the above address no later than **midnight (24:00 CET) on Thursday, 12 March 2026**. By contrast, the electronic submission of these declarations using the Shareholder Portal is permitted through to the beginning of voting on the respective agenda item. The Meeting Chair will notify shareholders in advance of the relevant point in time.

Powers of attorney granted to company voting proxies may also be revoked without any specific formal requirements and in particular by the shareholder who granted the respective power of attorney participating in the meeting himself or herself.

Intermediaries, shareholders' associations, voting rights advisors or other persons deemed equivalent in § 135 (8) AktG may have different requirements for their own authorisation by shareholders. Shareholders are requested to contact the person or institution to be authorised in any of the aforementioned cases in good time to agree any form of authorisation possibly required by such person or institution.

* * *

Procedure for electronic voting

Shareholders not participating in the Annual General Meeting may also cast their votes electronically. Only those shareholders who have registered with the company within the respective deadline may exercise their voting rights electronically. Votes are cast exclusively by way of electronic communication using the Shareholder Portal on the company's website at www.mvv.de/investors; voting via the Shareholder Portal, including any amendment of votes already cast, is possible through to the end of voting. The Meeting Chair will notify shareholders in advance of the relevant point in time.

Authorised intermediaries, shareholders' associations, voting rights advisors and other persons deemed equivalent in § 135 (8) AktG may also draw on the option of casting votes electronically in line with the above requirements, as may other persons authorised by shareholders. The access data for the Shareholder Portal and further information concerning use of this portal will be forwarded to shareholders together with the invitation.

Any shareholder wishing to participate in the Annual General Meeting in person or via an authorised representative despite having already cast their votes electronically may do so; however, this leads to the revocation of the votes previously cast electronically.

* * *

Further information about exercising voting rights

Should voting rights be exercised, or powers of attorney granted and instructions issued, within the respective deadlines via several channels (letter, e-mail, electronically via the Shareholder Portal or by electronic vote pursuant to § 67c (1) and (2) Sentence 3 AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of Commission Implementing Regulation (EU) 2018/1212), such voting rights are, irrespective of the order in which they are received, accounted for in the following order: (i) electronically via the Shareholder Portal, (ii) pursuant to § 67c (1) and (2) Sentence 3 AktG in conjunction with Article 2 (1) and (3) and Article 9 (4) of Commission Implementing Regulation (EU) 2018/1212, (iii) by e-mail and (iv) by letter.

Should declarations be received in the same way with more than one form in which voting rights are exercised, the following order applies: Electronic votes have precedence over powers of attorney granted and instructions issued to company voting proxies and the latter have precedence over powers of attorney granted and instructions issued to an intermediary, a shareholders' association, a voting rights advisor pursuant to § 134a AktG or to a person deemed equivalent by § 135 (8) AktG.

Should an intermediary, a shareholders' association, a voting rights advisor pursuant to § 134a AktG or a person deemed equivalent by § 135 (8) AktG not be prepared to represent the respective shareholder, the company's voting proxies will be deemed as having been authorised to represent the shareholder in accordance with the instructions provided.

The most recent revocation of any declaration received within the relevant deadline and meeting formal requirements shall be deemed definitive.

Votes cast electronically and powers of attorney granted and any instructions issued in respect of Agenda Item 2 (Appropriation of Unappropriated Net Profit) retain their validity even if the proposed appropriation of unappropriated net profit is adjusted to account for any change in the number of shares with dividend entitlement. If, for a given agenda item, it is decided to hold votes for individual points rather than for the agenda item as a whole, the votes cast electronically and any instructions issued shall apply for each point individually voted on.

Further information about registration and granting powers of attorney can be found in the documents forwarded to shareholders, as can the relevant forms required to grant powers of attorney for voting rights and information concerning use of the Shareholder Portal.

* * *

Shareholders' rights

Supplementary motions pursuant to § 122 (2) AktG

Shareholders whose combined shares are equivalent to one twentieth of the share capital or the prorated amount of Euro 500,000.00 are permitted pursuant to § 122 (2) AktG to request that items should be placed on the agenda and announced. Each new item must be accompanied by a substantiation or draft resolution.

Any such supplementary motions should be forwarded to the following address:

MVV Energie AG
– Executive Board –
Luisenring 49
68159 Mannheim

Such motions must be addressed in writing to the Executive Board and received by the company at least 30 days prior to the day of the Annual General Meeting, i.e. by

midnight (24:00 CET) on Tuesday, 10 February 2026.

No account can be taken of motions received after this deadline.

Furthermore, supplementary motions will only be considered if the submitters provide documentary evidence that they have owned the shares for at least 90 days prior to the date of such motion being received.

For the proposal of the supplementary motion to be effective, the shareholders submitting such motion must continue to hold the minimum number of shares through to the Executive Board decision on the motion or, should the company not comply with the motion and the shareholders subsequently seek a court decision, until such time that the court reaches its decision.

* * *

Countermotions and election proposals pursuant to § 126 (1) and § 127 AktG

Shareholders may submit motions opposing proposals made by the company's management in respect of any specified agenda item. They may also submit election proposals concerning the election of Supervisory Board members and of auditors. Shareholder motions should be forwarded exclusively to the following address:

MVV Energie AG
Group Legal Department, Compliance and Materials Management
Luisenring 49
68159 Mannheim
Hauptversammlung2026@mvv.de

The company will publish countermotions pursuant to § 126 (1) AktG, including the name of the shareholder, any reasons provided for the countermotion and any statement issued by the management, at the website at www.mvv.de/investors provided that such countermotions are received at the aforementioned address at the latest 14 days prior to the day of the Annual General Meeting, i.e. by

midnight (24:00 CET) on Thursday, 26 February 2026.

The reasons which, if applicable, mean that countermotions and substantiations do not require publication are listed in § 126 (2) AktG. These are described in greater detail on the aforementioned website.

The aforementioned sentences also apply by analogy for election proposals submitted by shareholders. Apart from the cases outlined in § 126 (2) AktG, the Executive Board is not required to publish election proposals submitted by shareholders unless such include the name, profession exercised and place of residence of the proposed Supervisory Board members or auditors, and in the case of proposed Supervisory Board members, disclosures concerning their membership in other statutory supervisory boards.

* * *

Right to information pursuant to § 131 (1) AktG

Pursuant to § 131 (1) AktG, each shareholder is entitled to request information from the Executive Board at the Annual General Meeting in respect of company matters, provided that such information is necessary for the appropriate assessment of the respective agenda item. The obligation to provide information also includes information about the company's legal and business relationships with an affiliated company, as well as about the position of the Group and of the companies included in the consolidated financial statements.

Provided that specific conditions set out in greater detail in § 131 (3) AktG are met, the Executive Board is entitled to refuse to provide information. These conditions are described in greater detail at the website at www.mvv.de/investors.

Further information about shareholders' rights can be found at www.mvv.de/investors.

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Total number of shares and voting rights

Upon the Annual General Meeting being convened, the company's share capital amounted to Euro 168,721,397.76 and was divided into 65,906,796 individual shares. Each share entitles its bearer to one vote.

All 65,906,796 individual shares were furnished with participation and voting rights upon the convening of the Annual General Meeting.

The company did not hold any treasury stock at the time at which the Annual General Meeting was convened.

* * *

Information on data protection

As the responsible body, MVV Energie AG (Luisenring 49, 68159 Mannheim) processes personal data from shareholders (surname and first name, address, e-mail address, number of shares, class of shares, type of share ownership and admissions ticket number), as well as personal data from shareholder representatives where applicable, in accordance with valid data protection laws. Shares in MVV Energie AG are registered shares. The processing of personal data is legally mandatory for participation in the Annual General Meeting of MVV Energie AG and for maintaining the Share Register. The legal basis for this processing is provided by Article 6 (1) Sentence 1 c) GDPR in conjunction with § 118 et seq. and § 67 AktG. Where shareholders do not themselves provide their personal data, MVV Energie AG generally obtains this data from the shareholders' depositing bank. The Annual General Meeting can be watched live on the internet (video and audio livestream) through to the end of the presentation by the Chief Executive Officer. For shareholders of MVV Energie AG, the further proceedings at the Annual General Meeting will also be transmitted live at the Shareholder Portal. Other than this no video and audio recordings are produced, neither are any verbatim minutes compiled. Should the personal data of shareholders submitting statements be processed, then the legal basis for this processing is also provided by Article 6 (1) Sentence 1 f) GDPR.

At our Shareholder Portal, we basically process your personal data solely for the purposes for which you provide the data to us, such as to register you for the meeting and register you at the portal itself, to document your online registration for the Annual General Meeting, to document representation of your person at the Annual General Meeting by the respective authorised party on the basis of a power of attorney and, where applicable, to document any instructions you issue or the

exercising of your votes electronically, to initiate contact for contact or service requests or to provide you with access to specific information.

MVV Energie AG deletes shareholders' personal data in accordance with legal provisions, and in particular when the personal data is no longer required for the original purpose for which it was collected or processed, the personal data is no longer required in connection with any legal proceedings and no statutory retention obligations apply.

In accordance with legal requirements, shareholders are entitled to request confirmation as to whether personal data concerning them is being processed, to receive information about which personal data of theirs has been processed and to request the rectification, erasure or restriction in the processing of personal data concerning them. Furthermore, shareholders are entitled to lodge a complaint with the responsible supervisory body. **If personal data is processed on the basis of Article 6 (1) Sentence 1 f) GDPR, shareholders are also entitled to object to such processing in accordance with legal provisions.**

Shareholders may address any comments and enquiries concerning the processing of personal data to the Data Protection Officer of MVV Energie AG at: MVV Energie AG, Data Protection Officer, Luisenring 49, 68159 Mannheim, datenschutz@mvv.de.

Shareholders and shareholder representatives can also find further information about data protection at the MVV Energie AG website at www.mvv.de/investors.

* * *

The convening of the Annual General Meeting on 13 March 2026 was announced by publication of this Agenda in the Federal Gazette (Bundesanzeiger) on 30 January 2026.

The contents of the invitation, documents to be made available to the Annual General Meeting, and further information to be provided in connection with the Annual General Meeting pursuant to § 124a AktG are published on the company's website at www.mvv.de/investors from the time at which the meeting is convened. The documents to be made available will also be on display for inspection during the Annual General Meeting. The forms to be used to grant powers of attorney or to issue instructions to company voting proxies for the Annual General Meeting will be sent to shareholders directly by post or electronically. After the Annual General Meeting, the voting results will be published at the same internet address.

Mannheim, January 2026

MVV Energie AG

The Executive Board

Disclosures pursuant to § 125 (5), Sentence 1 AktG in conjunction with Table 3 of Commission Implementing Regulation (EU) 2018/1212

A1	Unique identifier of the event	a07cc5d57525f011b54100505696f23c
A2	Type of message	Invitation to Annual General Meeting
B1	ISIN	DE000A0H52F5
B2	Name of issuer	MVV Energie AG
C1	Date of general meeting	13 March 2026
C2	Time of general meeting	9.00 UTC (10.00 CET)
C3	Type of general meeting	Annual General Meeting
C4	Location of general meeting	Congress Center Rosengarten, Rosengartenplatz 2, 68161 Mannheim
C5	Record date	6 March 2026
C6	Uniform resource locator (URL)	www.mvv.de/investors
D2	Issuer deadline for notification of	6 March 2026, 23.00 UTC (24.00 CET)

General Information

Venue opening time

9:00 (CET) on 13 March 2026 · Meeting hall opens at 9:30 (CET).

Questions at Annual General Meeting

Shareholders wishing to pose questions at the Annual General Meeting are requested to submit their questions in writing, if possible ahead of the Annual General Meeting, to the Investor Relations department at MVV Energie AG.

Representation at Annual General Meeting

Shareholders unable to participate in the Annual General Meeting themselves may have their voting rights exercised by an authorised representative, a bank, a shareholders' association or a representative of MVV Energie AG (see Page 16).

Use of public transport

If you request an admissions ticket, you will receive a map that also serves as a ticket. This entitles you to use public transport (Deutsche Bahn: 2nd class) in the entire region covered by the Rhine-Neckar Public Transport Association (VRN) for the whole day on 13 March 2026.

Parking

Parking spaces subject to customary charges will be available in the underground car park under the Water Tower and in the Rosengarten Car Park during the Annual General Meeting of MVV Energie AG on 13 March 2026. It is not possible to refund the parking charges. Please note that there will be no direct access from the underground car park to the Congress Center Rosengarten on this day. Please use the main entrance to the Congress Center Rosengarten. **Free parking spaces** are available at the Mannheim-Mitte motorway exit (ADAC/TECHNOSEUM). From there, you can reach the venue using public transport.

We would inform you that the Congress Center Rosengarten is located within Mannheim's Green Zone. Your car should therefore display a green particle emissions sticker.

Financial Calendar

12 February 2026

3M Quarterly Statement 2026 Financial Year

13 March 2026 Annual General Meeting

The Annual General Meeting will be broadcast live for shareholders and their representatives at the online Shareholder Portal at www.mvv.de/investors. For all other interested parties, the welcome by the Supervisory Board Chair and the presentation by the Chief Executive Officer will also be broadcast by livestream on the day of the Annual General Meeting at www.mvv.de/investors. Recordings of the introduction by the Supervisory Board Chair and of the Executive Board report will be available subsequently at www.mvv.de/investors.

12 May 2026

H1 Interim Report 2026 Financial Year

13 August 2026

9M Quarterly Statement 2026 Financial Year

10 December 2026

Annual Report 2026 Financial Year

10 December 2026

Annual Results Press Conference and Analysts' Conference 2026 Financial Year

The dates of conference calls to be held with analysts during the financial year will be announced in good time.

MVV's financial reports can be downloaded from our websites.

Contact

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