



**BAUER Aktiengesellschaft, Schrobenhausen**  
**- ISIN DE0005168108 / WKN 516810 -**

### **Supplement to the agenda for the Annual General Meeting**

The Annual General Meeting of BAUER Aktiengesellschaft, Schrobenhausen, was convened for Thursday, September 19, 2024, in 86529 Schrobenhausen, BAUER-Str. 1, by announcement in the Federal Gazette on August 8, 2024.

At the timely request of the shareholder Friedrich Doblinger Beteiligung GmbH, Munich, the agenda of the Annual General Meeting on September 19, 2024 is supplemented by the following items for resolution in accordance with Sections 122 para. 2, 124 para. 1 AktG and is hereby announced:

#### **“Item 14 - Removal of a member of the Supervisory Board**

Friedrich Doblinger Beteiligung GmbH proposes passing the following resolution:

The Supervisory Board member Elisabeth Teschemacher is removed from office with effect from the end of the General Meeting on September 19, 2024.

#### **Item 15 - Electing a member of the Supervisory Board**

Pursuant to sections 96 (1), 101(1) of the AktG, section 7(1) sentence 1 (1) of the German Employee Co-Determination Act and section 7 (1) of the Articles of Association, the Supervisory Board comprises of six shareholder representative members and six employee representative members. The General Meeting is not bound to accept the nominated candidates.

In the event that Supervisory Board member Elisabeth Teschemacher is removed from her position in the General Meeting on September 19, 2024 or her membership on the Supervisory Board ends otherwise before the end of this General Meeting, Friedrich Doblinger Beteiligung GmbH proposes passing the following resolution:

Mr. Florian Freiherr Tucher von Simmelsdorf, residing in Rottach-Egern, Chairman of the Management Board of MuP Verwaltungs- und Beteiligungs AG, Tegernsee, is voted into the Supervisory Board as a shareholder representative for the period lasting from the end of the General Meeting on September 19, 2024 until the end of the General Meeting that formally approves the members of the Supervisory Board for the 2025 financial year."

#### **Justification of the applicant:**

Mrs. Teschemacher has already accompanied the Group through her work on the Supervisory Board since 2004. We would like to express our thanks to Mrs. Teschemacher for her work and assistance.

The developments of the company and the Group over the past years have shown that the company not only needs to adapt its approach to future strategic challenges, but also needs personnel changes. For this reason, we propose removing Mrs. Elisabeth Teschemacher from her position and electing Mr. Florian Freiherr Tucher von Simmelsdorf as her successor.

This nomination is in line with the statutory requirements pursuant to section 100 (2) AktG. The nominated candidate was identified as suitable based on the company's publicly available information on the Supervisory Board's skills profile. Both the professional and personal suitability requirements and the objectives of the competence profile set by the Supervisory Board were taken into account. The candidate proposed for the by-election corresponds to the profile of skills and expertise with the exception of the objective regarding the gender ratio and is also independent within the meaning of the German Corporate Governance Code in its latest version. The candidate has also declared that he has sufficient time available to serve on the Supervisory Board and, if elected, will accept this position.

The CV of the proposed candidate, which provides information on relevant knowledge, skills, professional experience and key activities, is attached to this supplementary request.

As CEO of MuP Verwaltungs- und Beteiligungs AG, Mr. Florian von Tucher is responsible for the strategic development of the group of companies. Among other things, he has knowledge in the field of geotechnical and environmental technology as well as experience in the digitalization, development and strategic orientation of companies in domestic and foreign markets. He therefore has experience and knowledge of processes similar to those at Bauer Resources and the BAUER Group as a whole.

Memberships of other statutory supervisory boards and comparable domestic and foreign supervisory bodies of commercial enterprises:

Stockmeier Holding SE, Bielefeld, member of the Advisory Board

**Vita Florian Frhr. Tucher von Simmelsdorf  
Chairman of the Management Board, Tucher Group and M&P Group**

Florian Frhr. Tucher von Simmelsdorf, born in 1981, has been at the helm of the Tucher Group, his family's family office, since 2020. In this leading role, he is also taking over the management of the M&P Group, a specialized division of the family office that focuses on sustainability and engineering consulting. His deep involvement in engineering, real estate development and development aid is informed by extensive international experience and his family's traditional values. After completing his Master's degree at the Technical University of Hanover, which was supplemented by study visits to Spain and China, von Tucher moved to Asia. There he managed the family company's Asian branches for 15 years, focusing on engineering, real estate development and extensive development aid projects.

Over generations, the Tucher family has consistently developed both an active and a passive business model. While the long-term passive investment business focuses primarily on real estate, the active business has changed over time. Over the past 30 years, this business, represented by the M&P Group, has increasingly focused on engineering and sustainability consulting. This diversified business orientation enables the family to react flexibly and effectively to market changes.

In addition, Florian von Tucher has served as Chairman of the European Technology Chamber since 2018, which was co-founded by the Tucher family to promote innovation, sustainability and cooperation in Europe.

Florian Frhr. Tucher von Simmelsdorf lives with his family at the idyllic Tegernsee, where he not only faces professional challenges, but also devotes himself intensively to voluntary and humanitarian projects.

**Schrobenhausen, August 2024**

**BAUER Aktiengesellschaft  
The Management Board**