

Explanation of agenda item 1 pursuant to Section 124a No. 2 of the German Stock Corporation Act

No resolution is to be passed on agenda item 1 of the Annual General Meeting of Douglas AG on February 26, 2026, as reproduced below:

Presentation of the approved annual financial statements and consolidated financial statements, as well as the combined management report for DOUGLAS AG and the Group as of September 30, 2025, the Supervisory Board report, and the explanatory report on the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (HGB)

On December 17, 2025, the Supervisory Board of Douglas AG approved the annual and consolidated financial statements of Douglas AG as of September 30, 2025, the combined management report for Douglas AG and the Group, and the combined sustainability statement contained therein, as submitted to it by the Management Board. From a legal perspective, this approval by the Supervisory Board means that the annual financial statements have been adopted in accordance with Section 172 of the German Stock Corporation Act (AktG).

The only exception to this is if the Management Board and Supervisory Board decide to leave the approval of the annual financial statements to the Annual General Meeting. However, as no such resolution was passed by the Management Board and Supervisory Board of Douglas AG, the Annual General Meeting of Douglas AG is not responsible for approving the annual financial statements. A resolution by the Annual General Meeting on the company's annual financial statements is therefore not required. Likewise, a resolution on the approved consolidated financial statements is not required.

However, the documents referred to in agenda item 1 will be made available to shareholders in advance of the Annual General Meeting on the website and by display in the offices of Douglas AG. They will also be explained at the Annual General Meeting by the Management Board or, in the case of the Supervisory Board report, by the Chairman of the Supervisory Board.