



*Translation from Bulgarian language*

**FROM**

**SVETLIN ILIEV TODOROV, personal identification number [REDACTED]** in his capacity as a shareholder holding a total of 5,045,620 ordinary, registered, dematerialised shares in the share capital of Shelly Group SE, UIC: 201047670, representing 27.79% of the Company's share capital and the voting rights at the General Meeting of Shareholders

**REQUEST**

**to include an item on the agenda of the General Meeting of Shareholders of Shelly Group SE convened for 29 June 2026, pursuant to Article 118(2)(4) of the Public Offering of Securities Act**

**I. LEGAL BASIS**

This request is made pursuant to **Article 118(2)(4) in conjunction with paragraph 1 of the Public Offering of Securities Act (POSA) in conjunction with Article 223a of the Commercial Act (CA)**, pursuant to which a shareholder or shareholders holding, jointly or separately, at least 5 per cent of the company's share capital are entitled to request the inclusion of items on the agenda of the general meeting of shareholders and to propose resolutions on items included and proposed by them, provided that they exercise this right by submitting, for publication in the Commercial Register, a list of the items and the proposed resolutions, respectively, no later than 15 days before the date of the meeting.

In my capacity as a shareholder holding 27.79% of the share capital of Shelly Group SE, with its registered office and place of business in Sofia, 51 Cherni Vrah Boulevard, Building 3, Floors 2 and 3, registered with the Registry Agency – CRRNPLE under Uniform Identification Code: 201047670 ("the Company"), and Pursuant to Article 118(2)(4), in conjunction with paragraph 1, of the Public Offering of Securities Act, **I hereby submit the following request for the inclusion of an additional item on the agenda of the General Meeting of Shareholders of Shelly Group SE convened for 29.06.2026.**

**II. REQUEST FOR THE INCLUSION OF AN ITEM ON THE AGENDA**

In view of the above, pursuant to **Article 118(2)(4) in conjunction with paragraph 1 of the Public Offering of Securities Act and Article 223(a)(1) of the Commercial Act**, the

undersigned shareholder hereby **SUBMITS THIS REQUEST** for the inclusion of the following new item on the agenda of the forthcoming General Meeting of Shareholders:

**ADDITIONAL ITEM ON THE AGENDA:**

**Item 20. Adoption of a resolution to establish compliance with the criteria for the payment of the Annual Bonus to the executive members of the Board of Directors of Shelly Group SE for 2025 based on adjusted financial results, establishing the entitlement, determining the amount and the payment of the Annual Bonus**

**PROPOSAL FOR A RESOLUTION ON THE NEW ITEM ON THE AGENDA**

I propose that the General Meeting of Shareholders adopt the following resolution:

**DRAFT RESOLUTION:**

**The General Meeting of Shareholders of Shelly Group SE RESOLVES:**

**To approve the financial criteria** for the payment of the Annual Bonus under Article 4(1) of the Terms and Conditions for the Payment of an Annual Bonus to Executive Members of the Board of Directors of Shelly Group SE for 2025 (“the Terms”) to be met based on the basis of the financial results achieved for the 2025 financial year, namely:

- adjusted EBIT on a consolidated basis of **EUR 37.83 million**, which exceeds the minimum Target EBIT (EUR 35 million) as set out in the Terms and Conditions;
- reported (unadjusted) revenue of **EUR 149.74 million**, which exceeds the minimum Target Revenue (EUR 145 million) but remains below the maximum Target Revenue (EUR 155 million) as set out in the Terms and Conditions.

**Declares** the non-financial criteria under Article 4(2)(a) and (c) of the Terms and Conditions to have been met.

**Determines that an Annual Bonus is due and approves** the payment thereof to the executive members of the Board of Directors for 2025 in the following amounts:

– **Dimitar Dimitrov:**

EBIT Bonus – EUR 133,275.00; Revenue Bonus – EUR 73,065.00; **Total: EUR 206,340.00;**

– **Wolfgang Kirsch:**

EBIT Bonus – EUR 133,275.00; Revenue Bonus – EUR 73,065.00; **Total: EUR 206,340.00;**

**4. Instructs** the Board of Directors to take all legal and practical steps to pay the Annual Bonus, in accordance with Article 8 of the Terms and Conditions.

**II. ATTACHED DOCUMENTS**

Pursuant to Article 118(2) of the Public Offering of Securities Act, I hereby attach the following to this application:

1. A declaration pursuant to Article 223(a) (1) and (3) of the Commercial Act;

2. A draft resolution on the proposed new agenda item (set out in Section II above).

Yours faithfully,  
*electronic signature*  
**Svetlin Iliev Todorov**  
shareholder

[Electronic signature of Svetlin Iliev Todorov follows]

*I, the undersigned translator Kaloyan Todorov Kirilov, hereby certify that the translation from Bulgarian into English of the document attached hereto, consisting of 3 (three) pages, is true and accurate.*

Translator: ..... Kaloyan Todorov Kirilov

