

Rainer Ottenstein
Chair of the Supervisory Board
ProCredit Holding AG

Annual General Meeting

Frankfurt am Main, 4 June 2025

-The spoken word prevails over the written transcript-

Speech for the Annual General Meeting 2025

Speech of Mr Rainer Ottenstein, Chair of the Supervisory Board, ProCredit Holding AG

- The spoken word prevails over the written transcript -

Ladies and Gentlemen, Dear Shareholders,

On behalf of the entire Supervisory Board, I am delighted to be able to welcome you to this year's ProCredit Holding AG Annual General Meeting. I am particularly pleased to note that this is the first time in our history that we are holding a General Meeting as an S-Dax-listed company.

(Applause) Thank you for the applause; we are also very proud of this.

This year, I would like to start with a few remarks of a personal nature on the past financial year 2024: The focus was on achieving the goals of our growth strategy in our ongoing operations. In addition, we focused on laying the necessary foundations for achieving our ambitious medium-term growth targets by strengthening and expanding our organisation. The entire group performed well in both areas in 2024, despite significant geopolitical challenges and the ongoing war of aggression in Ukraine, which is now entering its fourth year. Against this backdrop, I would like to express my sincere thanks to all employees and the Management Board for their excellent and valuable work. (Applause) Thank you.

After a brief introduction to today's agenda from me, we will hear from Mr Spechtenhauser, the Chair of the Management Board of ProCredit Holding AG, on how the Management Board sees the past financial year and the opportunities for the future. Mr Stahl will then continue to guide us through the meeting as usual and initiate the voting on the various items on the agenda.

Before I move on to the agenda, however, I would like to make a few remarks about developments on the Management Board and Supervisory Board, even though we do not see any new faces here on stage and no decisions in this regard are pending at this General Meeting:

After Mr Spechtenhauser agreed to our request in March last year to extend his term as Chair of the Management Board by another year until the end of February 2026, we, as the Nomination Committee and Supervisory Board of ProCredit Holding AG, began considering candidates to succeed him. To this end, we shortlisted a large number of interesting, experienced and qualified candidates from both outside and, of course, within the company. We interviewed several of them and took a closer look at which profile best suits the needs of our impact- and growth-oriented group. At the end of a lengthy process, we found Ms Bibolli, from within our own ranks, to be the ideal successor to take over at the helm of ProCredit Holding.

I am especially delighted about Ms Bibolli's appointment. She has been with the ProCredit group for over 20 years and has held a number of different management positions during this time, including serving as a member of the Management Board and General Manager (CEO) of our

bank in Kosovo and, since June 2023, as a member of the Management Board of ProCredit Holding. Owing to her many years of service in our organisation, she stands for the values of our impact-oriented banking group, knows our markets, our banks and our colleagues there like no other and is well acquainted with our operations.

Dear Eriola, on behalf of everyone I would like to wish you that little bit of luck that is also needed, and, when you have that, success is sure to follow.

With Hubert Spechtenhauser stepping down from the Management Board next year and Eriola Bibolli taking over as CEO, the Supervisory Board is currently looking to strengthen the Management Board accordingly.

Regarding the Supervisory Board: In the Supervisory Board appointments made in recent years, we have opted for staggered terms of office for the individual members. This means that, starting next year, we will have new elections or re-elections of individual Supervisory Board members at every Annual General Meeting.

The terms of office of Ben Knapen, our Deputy Chair of the Supervisory Board, and myself will expire at the 2026 Annual General Meeting. The Supervisory Board is currently considering alternatives for the 2026 election, with appropriate lead time, as with the Management Board. In order to gain an external perspective on this matter, the Supervisory Board has also decided to seek the advice of an external senior adviser. Discussions with this consultant are currently ongoing. This will enable us to ensure that we can present the right candidates for the 2026 election in the run-up to the 2026 Annual General Meeting.

Let me now turn to today's agenda:

First, the adopted annual financial statements and the approved consolidated financial statements for 2024, the combined management report for ProCredit Holding AG and the group as well as the report of the Supervisory Board will be presented to the General Meeting.

We are also pleased that the Management Board and Supervisory Board are proposing a dividend of EUR 34.8 million or EUR 0.59 per share to the General Meeting today. The amount corresponds to around one third of the consolidated result for 2024 and thus is based on the company's long-standing dividend policy. It is clear that significant progress has been made in all key strategic areas, in line with the growth and transformation strategy. Despite the group's ambitious growth targets, sufficient capital is available to enable our shareholders to participate in the Company's success.

A resolution on the ratification of the acts of the members of the Management Board and Supervisory Board of ProCredit Holding AG is also on the agenda today.

After that, the auditor of the annual financial statements and consolidated financial statements for the financial year 2025 will be appointed as well as the auditor for any review of the abridged financial statements and the interim management report for the first half of 2025. The Supervisory Board proposes that BDO AG Wirtschaftsprüfungsgesellschaft, Hamburg, be reappointed auditor for the annual financial statements and the consolidated financial statements for the 2025 financial

year as well as auditor for any review of the interim financial reports for the first half of 2025. The Supervisory Board also proposes that BDO AG be appointed auditor of sustainability reporting in the sense of Directive (EU) 2022/2464, the Corporate Sustainability Reporting Directive, for the 2025 financial year.

We will then move on to the resolutions on the approval of the remuneration report for the 2024 financial year.

In order to be able to pass the necessary resolutions of the General Meeting in the event of another pandemic or other emergency situations in which it is not possible to hold an in-person General Meeting, we intend to authorise the Management Board to hold a virtual General Meeting. The Management Board and Supervisory Board propose that the Management Board be authorised to provide that General Meetings held up to and including 31 August 2027 can be held without the physical presence of shareholders or their proxies at the place of the General Meeting, so-called virtual General Meeting.

Furthermore, the Management Board and Supervisory Board propose that the Management Board be authorised to issue profit participation rights up to a total nominal value of up to EUR 200 million once or several times until 3 June 2030. The profit participation rights will be structured in such a way that they can be recognised as instruments of additional Tier 1 capital or other regulatory capital. This would enable the Management Board to further diversify and optimise the capital structure. In certain cases, the Management Board shall be able to exclude subscription rights with the approval of the Supervisory Board. This resolution replaces the authorisation granted to the General Partner by the General Meeting on 8 December 2021 and confirmed by the General Meeting on 31 May 2022 to issue profit participation rights with a total nominal amount of up to EUR 100 million until 7 December 2026.

And last but not least: The Management Board and Supervisory Board propose to adopt a resolution authorising the Company to acquire treasury shares. They thereby intend to enable the acquisition of treasury shares amounting to up to 10% of the share capital existing at the time of the resolution by the General Meeting and to use these for all legally permissible purposes. The authorisation is intended to create the legal basis to more flexibly manage the capital structure in the future and to be able to respond to various situations in the best interest of shareholders.

On behalf of the entire Supervisory Board, I would like to thank you – our shareholders, partners and employees – for your trust and continued support. Our collaboration with you and your commitment is what drives us to pursue our vision of impact-oriented banking with determination.

Before I now hand over to our Management Board Chair, Mr Spechtenhauser, I would like to emphasise one point: This is the last Annual General Meeting for Mr Spechtenhauser as a member of our Company's Management Board.

Dear Hubert, I would like to thank you, also on behalf of the Supervisory Board and the employees of our group, for all you have done. Over the past few years, you have made a significant contribution to helping us navigate the difficult period following the outbreak of the war in Ukraine, transforming the company from a partnership limited by shares (KGaA) into a joint-stock company (AG), and ensuring that we can now confidently pursue our ambitious growth targets with a

significantly strengthened structure. I would also like to mention the strong financial results that the Company has achieved during this period. To avoid any misunderstandings: This acknowledgement includes your hard work until the end of February 2026!

Thank you again. Hubert, the floor is yours.