



8. Resolution to elect members to the Supervisory Board

According to Section 17 of the SE Implementation Act and Section 8 (1) of the articles of incorporation of init SE, the Supervisory Board of init SE consists of members who are elected by the Shareholders' Meeting.

The term of office of all current Supervisory Board members expires upon the close of this year's Shareholders' Meeting,

Mr. Ulrich Sieg is not standing for re-election as member of the Supervisory Board at the Shareholders' Meeting 2026. With regard to the amendment to the articles of incorporation to be voted on under agenda item 7, only four members should be elected. The amendment to the articles of incorporation becomes effective upon being entered in the commercial register.

The Supervisory Board proposes to elect the following persons 8.1) to 8.4), who are already members of the Supervisory Board, for a term expiring upon the close of the Shareholders' Meeting that decides on their exoneration for the 2026 financial year. Furthermore, the Supervisory Board proposes to elect Dr. Gottfried Greschner (8.5) as the replacement member for the first Supervisory Board member who steps down beforehand. The proposal to elect Dr. Gottfried Greschner is based on a proposal of shareholders holding more than 25 per cent of the voting rights.

- 8.1 Andreas Thun (Dipl.-Ing.)
- 8.2 Prof. Michaela Dickgießer
- 8.3 Christina Greschner (Dipl.-Ing. (FH), M.A.)
- 8.4 Dr. Johannes Haupt
- 8.5 Dr. Gottfried Greschner (replacement member)

It is intended that the Shareholders' Meeting elects these candidates individually.

More information relating to the election of the proposed candidates for the Supervisory Board can be found following the agenda under the section "Additional information on the agenda items".



ADDITIONAL INFORMATION ON THE AGENDA ITEMS

Additional information on agenda item 8:

Resolution to elect members to the Supervisory Board

8.1 Andreas Thun (Dipl.-Ing.)

- Chair of the Supervisory Board
- Member of the Audit Committee

First appointment: 2022

Not independent in the sense of GCGC C6

Personal details

Year of birth: 1955

Residence: Wandlitz

Nationality: German

Profession and curriculum vitae

- Sole shareholder and general manager of Landsensor GmbH
- Independent entrepreneur
- Founding shareholder and former Managing Director of iris-GmbH infrared & intelligent sensors, Berlin





8.2 Prof. Michaela Dickgiesser

- Member of the Supervisory Board
- Member of the personnel and nomination committee

First appointment: 2023

Independent in the sense of GCGC C6

Personal details

Year of birth: 1960

Residence: Karlsruhe

Nationality: German



Profession and curriculum vitae

- Head of Business Development, MRH Trowe AG Holding, specialised in international insurance solutions and M&A processes
- Music Professor at the Karlsruhe University of Music
- Former managing director of ITUS GmbH, Karlsruhe, with a focus on advising IT companies as well as banks and investment funds in the field of international insurance concepts

Voluntary positions

- Member of the of the Lucerne Festival Foundation Council
- Managing Board member of the Kronberg Academy Foundation
- Managing Board member of the FEDORA, Paris/France
- Managing Board member of the Hilfe mit Plan Foundation

Awards

- Bearer of the Federal Cross of Merit
- Velte Prize
- Honorary senator of the Karlsruhe University of Music



8.3 Christina Greschner (Dipl.-Ing. (FH), M.A.)

- Member of the Supervisory Board
- Member of the audit committee with professional knowledge of auditing
- Member of the personnel and nomination committee

First appointment: 2019

Not independent in the sense of GCGC C6



Personal details

Year of birth: 1977

Residence: Karlsruhe

Nationality: German

Profession and curriculum vitae

- Supervisory Board of init innovation in traffic systems SE
- 2007-2017 various leadership roles in the init group
- Extensive knowledge of the init group
- International experience
- "Supervisory board training" exam from Deutsche Börse
- "Professional oversight on the audit committee" exam from Deutsche Börse



8.4 Dr. Johannes Haupt

- Member of the Supervisory Board
- Chair of the audit committee with professional knowledge of accounting

First appointment: 2023

Independent in the sense of GCGC C6



Personal details

Year of birth: 1961

Residence: Karlsruhe

Nationality: German

Profession and curriculum vitae

- Independent business consultant in own company, shareholder and Chair of the Advisory Board of Regionique Produktfabrik GmbH, Ettlingen
- Former CEO of Blanc&Fischer Familienholding and Chair of the Administrative Board of the sub-groups

Other supervisory board mandates

- Chair of the Supervisory Board and Chair of the Family Council of Lenze SE, Aerzen.

Other mandates on comparable governing boards

- Member of the Advisory Board of ACO Group SE, Büdelsdorf



8.5 Dr. Gottfried Greschner (replacement member)

Replacement member

Not independent in the sense of GCGC C6

Personal details

Year of birth: 1946

Residence: Karlsruhe

Nationality: German



Profession and curriculum vitae

- Chair of the Managing Board of init innovation in traffic systems SE
- Executive Director of INIT Innovative Informatikanwendungen in Transport-, Verkehrs- und Leitsystemen GmbH, Karlsruhe
- Member of the Board of Directors of INIT Innovations in Transportation Inc., Chesapeake, Virginia, USA

Awards

- Innovation Award of the State of Baden-Württemberg (Dr. Rudolf Eberle Preis)
- Entrepreneur of the Year awarded by Ernst & Young
- Recipient of a Special Career Service Award at the "Talent in Mobility Awards" in Paris

If elected, Dr. Gottfried Greschner will make sure that the term of his appointments as Managing Board member of the company and as legal representative or any role comparable to a Supervisory Board member in all companies dependent on init SE ends before he replaces someone on the Supervisory Board.



Composition of the Supervisory Board:

According to C13 of the German Corporate Governance Code (GCGC), the Supervisory Board should disclose in its election proposals to the Shareholders' Meeting, the personal and business relationships of every candidate with the company, the governing bodies of the company and any shareholders with a material interest in the company. The disclosure recommendation is limited to information and circumstances that, in the appraisal of the Supervisory Board, an objectively judging shareholder would consider decisive for their election decision:

- Christina Greschner is the daughter of the Chief Executive Officer of init SE.
- Andreas Thun is the sole shareholder of Landsensor GmbH, that has a business relationship with a subsidiary of init SE.
- Material business relationships exist between Dr. Gottfried Greschner (replacement member) and the company. As of 31 March 2026, Dr. Gottfried Greschner held 3,474,358 shares in init SE (some of them indirectly), which is equivalent to 34.6 per cent of the capital stock.
- In addition, init SE rents the office building in Kaeppelestrasse 6 in Karlsruhe, from Dr. Gottfried Greschner GmbH & Co. Vermögens-Verwaltungs KG, Karlsruhe, that is controlled by Dr. Gottfried Greschner (replacement member).

Pursuant to C7 of the German Corporate Governance Code, more than half of the members of the Supervisory Board should be independent of the company and the Managing Board:

Although Christina Greschner is closely related to the Chair of the Managing Board and Andreas Thun maintains a business relationship with a subsidiary of init SE, the Supervisory Board of init SE as a whole can nevertheless be considered to be independent in terms of its oversight and advisory function. Personal relationships or isolated business relationships do not automatically impair the control function. The existing relationships do not constitute a duty to obey instructions or economic dependence and do not lead to any structural conflict of interest. All members of the Supervisory Board possess the required personal integrity, professional qualifications and professional detachment to perform their duties independently and only in the best interests of the Company. Decisions are made within the framework of a collegial body. Potential conflicts of interest are disclosed and addressed by means of appropriate procedures where necessary. This is ensured in that the Supervisory Board



performs its oversight and advisory function without restriction. Against this backdrop, the Supervisory Board is of the opinion that its composition is suited to ensuring it can effectively and independently oversee the Managing Board even after considering the existing relationships.

Female representation of 50 per cent lies above the target of 25 per cent for the Supervisory Board that was set by resolution. The members of the Supervisory Board are to be elected individually.

The election proposal takes into account the competence profile for the composition of the body as a whole, which was agreed on by the Supervisory Board. A qualification matrix with information on the proposed candidates in relation to the competence profile can be found on our website under the [Investor Relations/Corporate Governance](#) section.

The Supervisory Board has ensured that the persons proposed for election are able to spend the expected amount of time needed to fulfil their mandate.

If Andreas Thun (Dipl.-Ing.) is re-elected, it is intended to nominate him as Chair of the Supervisory Board. The Chair of the Supervisory Board will be elected immediately after the Shareholders' Meeting.

If the replacement member succeeds to the Supervisory Board, he will be proposed to the Supervisory Board members as Chair of the Supervisory Board. The immediate admission to the Supervisory Board and the planned takeover as Chair of the Supervisory Board immediately following his membership of the Managing Board, allows Dr. Gottfried Greschner, in his position as supervisor and advisor of the Managing Board, to capitalise on his decades of experience in managing the company and his extensive knowledge of the technologies used by the company for the benefit of the company.

The CVs of the individual members of the Supervisory Board, the rules of procedure of the Supervisory Board as well as its competence profile, in its entirety, are available on the website of the company.