

always
inspiring more...

symrise 

Creating

ONE

INVITATION TO THE ANNUAL
GENERAL MEETING 2025

Symrise

Sharing Values

Overview with information pursuant to Section 125 of the German Stock Corporation Act (AktG) in conjunction with Table 3 of the Implementing Regulation (EU) 2018/2012

A. SPECIFICATION OF THE MESSAGE

Unique identifier of the event	GMETSYM00525
Type of Message	Notice of Annual Shareholders' Meeting

B. SPECIFICATION OF THE ISSUER

ISIN	DE000SYM9999
Name of Issuer	Symrise AG

C. SPECIFICATION OF THE SHAREHOLDERS' MEETING

Date of the shareholders' meeting	May 20, 2025
Time of the shareholders' meeting (start)	10:00 a. m. CEST (Central European Summer Time) (corresponds 08:00 a. m. UTC)
Type of shareholders' meeting	Annual Shareholders' Meeting
Location of shareholders' meeting	Stadthalle Holzminden, Sollingstraße 101, 37603 Holzminden, Germany
Record Date	April 28, 2025; 12:00 p. m. CEST
Uniform Resource Locator of the shareholders' meeting/URL	www.symrise.com/investors/annual-general-meeting

BLOCKS D TO F

Further information on

- participation in the shareholders' meeting (Block D),
- the agenda (Block E) and
- the specification of the deadlines regarding the exercise of other shareholders rights (Block F)

can be found on the following website:

www.symrise.com/investors/annual-general-meeting

Invitation to the Annual General Meeting

We invite our shareholders to the Annual General Meeting to be held on Tuesday, May 20, 2025, at 10:00 a. m. CEST, at the Stadthalle Holzminden, Sollingstrasse 101, 37603 Holzminden, Germany. Doors open at 08:30 a.m. CEST.

Symrise AG

Mühlenfeldstraße 1
37603 Holzminden, Germany

Securities Identification Number: SYM999

ISIN: DE000SYM9999

Agenda

1. PRESENTATION OF THE ADOPTED ANNUAL FINANCIAL STATEMENTS AND THE APPROVED CONSOLIDATED FINANCIAL STATEMENTS AS WELL AS THE MANAGEMENT REPORT FOR SYMRISE AG AND THE SYMRISE GROUP FOR THE 2024 FISCAL YEAR AND THE REPORT OF THE SUPERVISORY BOARD ON THE 2024 FISCAL YEAR

The aforementioned documents, starting from the convening of the Annual General Meeting, will be available on the company's website at

www.symrise.com/investors/annual-general-meeting

and can be reviewed by shareholders during the Annual General Meeting.

They also include the remuneration report and the explanatory report on the disclosures pursuant to Section 289a and Section 315a of the German Commercial Code (**HGB**), the corporate governance statement (including corporate governance reporting) and the non-financial statements pursuant to Sections 315b, 315c in conjunction with Sections 289c to 289e HGB. Although Directive (EU) 2022/2464 ("CSRD") was not ultimately transposed into German law in 2024, these non-financial statements contain additional elements based on the European Sustainability Reporting Standards ("ESRS").

The annual financial statements and consolidated financial statements prepared by the Executive Board for the 2024 fiscal year were approved by the Supervisory Board on March 26, 2025, in accordance with Section 172 sentence 1 of the German Stock Corporation Act (**AktG**). The annual financial statements are thereby approved. A resolution of the Annual General Meeting to adopt the annual financial statements or approve the consolidated financial statements in accordance with Section 173 AktG is therefore not required.

2. APPROPRIATION OF THE ACCUMULATED PROFIT FOR THE 2024 FISCAL YEAR

Of the accumulated profit for the 2024 fiscal year, € 1.20 is to be distributed per no-par value share with dividend entitlement.

The Executive Board and the Supervisory Board therefore propose using the accumulated profit for the 2024 fiscal year totaling € 244,586,918.7 as follows:

- Distribution of a dividend of
€ 1,20 per no-par value share with dividend entitlement: € 167,726,464.80
- Amount to be carried forward to new account: € 76,860,453.95

As of the time convened, the company held no treasury shares. Should Symrise AG hold treasury shares at the time of the Annual General Meeting, the treasury shares will not be entitled to a dividend payment according to the provisions of the AktG. In such circumstances, while maintaining a dividend of € 1.20 per no-par value share with dividend entitlement, a correspondingly adjusted resolution proposal will be put to the vote.

In accordance with Section 58 (4) sentence 2 AktG, the entitlement to the dividend is due on the third business day following the resolution by the Annual General Meeting, i.e., on Friday, May 23, 2025.

3. RESOLUTION TO DISCHARGE THE MEMBERS OF THE EXECUTIVE BOARD FOR THE 2024 FISCAL YEAR

The Executive Board and the Supervisory Board propose that the Executive Board members in office in the 2024 fiscal year be granted discharge for said fiscal year.

4. RESOLUTION TO DISCHARGE THE MEMBERS OF THE SUPERVISORY BOARD FOR THE 2024 FISCAL YEAR

The Executive Board and the Supervisory Board propose that the Supervisory Board members in office in the 2024 fiscal year be granted discharge for said fiscal year.

5. RESOLUTION ON THE APPOINTMENT OF THE AUDITOR FOR THE FINANCIAL STATEMENTS AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE 2025 FISCAL YEAR, THE AUDITOR FOR THE SUSTAINABILITY REPORTING FOR THE 2025 FISCAL YEAR, AS WELL AS THE AUDITOR FOR A POSSIBLE AUDIT REVIEW OF THE HALF-YEAR FINANCIAL REPORT FOR THE FIRST HALF OF THE 2025 FISCAL YEAR OR OTHER INTERIM FINANCIAL INFORMATION

Upon recommendation of its Auditing Committee, the Supervisory Board proposes that PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Hanover,

- be appointed auditor of the financial statements and consolidated financial statements for the 2025 fiscal year,
- as the auditor for the Sustainability Report for the 2025 fiscal year
- and for a possible review of the condensed financial statements and interim management report for the half-year financial report as of June 30, 2025, and
- as the auditor for a possible review of additional interim financial information relating to fiscal years 2025 or 2026 within the meaning of Section 115 (7) of the German Securities Trading Act (WpHG), provided that any such review is completed before the next Annual General Meeting.

The Auditing Committee has stated in its recommendation that its recommendation is free from improper influence by third parties and that no restriction on its choice of a particular auditor or a particular audit firm within the meaning of Article 16 (6) of the EU Regulation on statutory auditors or audit firms has been imposed upon it.

The auditor of the Sustainability Report is to be elected in view of the new regulations on sustainability reporting, which the EU Directive on sustainability reporting (Directive (EU) 2022/2464, termed the Corporate Sustainability Reporting Directive) prescribes for companies such as Symrise AG. As the Directive is fully expected to be transposed into national law imminently, the sustainability auditor is also to be elected by the Annual General Meeting now in accordance with the European requirements.

6. RESOLUTION ON THE APPROVAL OF THE REMUNERATION REPORT

In accordance with Section 162 AktG, a remuneration report is to be prepared annually by the Executive Board and Supervisory Board and submitted to the Annual General Meeting for approval in accordance with Section 120a (4) AktG. In accordance with Section 162 of the German Stock Corporation Act (AktG), the Executive Board and Supervisory Board have prepared a report on the remuneration granted and owed to the members of the Executive Board and Supervisory Board in the 2024 fiscal year. In accordance with Section 162 (3) AktG, the remuneration report was examined by the auditors to determine whether the legally required disclosures pursuant to Section 162 (1) and (2) AktG had been made. The report on the audit of the remuneration report is attached to the remuneration report.

The remuneration report is available from the time the Annual General Meeting is convened on our website at

www.symrise.com/investors/annual-general-meeting

The remuneration report will also be available for review by shareholders during the Annual General Meeting.

The Executive Board and the Supervisory Board propose that the remuneration report for the 2024 fiscal year, prepared and audited in accordance with Section 162 AktG, be approved.

7. RESOLUTION ON ELECTIONS TO THE SUPERVISORY BOARD

The Supervisory Board is required to consist of twelve members according to Section 8 (1) of the company's articles of incorporation in conjunction with Section 96 (1) of the German Stock Corporation Act (AktG) and Section 7 (1) sentence 1 number 1 of the German Code-termination Act (MitbestG). Six members are elected by the Annual General Meeting and six by the company's employees in accordance with the provisions of the German Code-termination Act. The Annual General Meeting is not bound by election nominations.

For listed companies subject to the Codetermination Act, Section 96 (2) sentence 1 of the German Stock Corporation Act stipulates, inter alia, that the Supervisory Board must comprise at least 30 % women and at least 30 % men. In order to comply with this minimum ratio, at least four Supervisory Board positions at the company must be filled by women and at least four must be filled by men. This minimum distribution is to be met by the Supervisory Board in total (known as total compliance), unless the shareholders or employee representatives on the Supervisory Board object to this by way of a resolution (known as separate fulfillment) according to Section 96 (2) sentence 2 and 3 AktG. Total compliance with this requirement was rejected by the representatives of both the shareholders and the employees in accordance with Section 96 (2) sentence 3 AktG. The group of shareholder representatives and the group of employee representatives on the Supervisory Board are each required to comply with the minimum distribution of 30 % for their group, so that the six representatives of each group include at least two women and two men respectively. Both groups on the Supervisory Board currently meet this requirement, regardless of the planned election.

The term of office of all Supervisory Board members elected by the Annual General Meeting will end at the conclusion of this Annual General Meeting on May 20, 2025. The Annual General Meeting must therefore newly elect all shareholder representatives to the Supervisory Board.

All shareholder representatives previously in office are available for re-election.

Based on a recommendation by its Nominations Committee, the Supervisory Board proposes that the following parties be elected to the Supervisory Board:

Mr. Michael König,
CEO of Nobian Industrial Chemicals B.V, the Netherlands,
resident in Iserlohn

Ms. Ursula Buck,
Managing Director of BC BuckConsult,
resident in Posenhofen

Mr. Bernd Hirsch,
professional Supervisory Board member,
resident in Gütersloh

Prof. Dr. Andrea Pfeifer,
CEO of AC Immune S. A., Switzerland,
resident in St. Léger, Switzerland

Mr. Peter Vanacker,
CEO of LyondellBasell Industries N.V., Houston/USA and London/UK,
resident in Houston, Texas, USA

Mr. Jan Zijderveld,
professional Supervisory Board member,
resident in London, UK

The election of all candidates, with the exception of Ms. Buck and Mr. Hirsch, is for the period until the end of the Annual General Meeting that rules on the approval of actions for fiscal year 2028. The election of Ms. Buck is for the period until the end of the Annual General Meeting that rules on the approval of actions for fiscal year 2027. The election of Mr. Hirsch is for the period until the end of the Annual General Meeting that rules on the approval of actions for fiscal year 2025.

The election nomination in its entirety takes into account the competence profile for the composition of the Supervisory Board and the recommendations of the Government Commission on the German Corporate Governance Code as published by the Federal Ministry of Justice in the official section of the Federal Gazette on June 27, 2022, in the version dated April 28, 2022 (***German Corporate Governance Code***).

DISCLOSURES IN ACCORDANCE WITH SECTION 125 (1) SENTENCE 5 OF THE GERMAN STOCK CORPORATION ACT (AKTG)

Mr. König is a member of other domestic statutory supervisory boards listed below under a) and of other comparable domestic and foreign supervisory bodies of business enterprises listed under b):

- a) None
- b) Celanese Corporation, Irving/Texas, USA, member of the Board of Directors

Ms. Buck is a member of other domestic statutory supervisory boards listed below under a) and of other comparable domestic and foreign supervisory bodies of business enterprises listed under b):

- a) None
- b) None

Mr. Hirsch is a member of other domestic statutory supervisory boards listed below under a) and of other comparable domestic and foreign supervisory bodies of business enterprises listed under b):

- a) None
- b) Verlagsgruppe Georg von Holtzbrinck GmbH + Georg von Holtzbrinck GmbH & Co. KG,
Chairman of the Supervisory Board

Ms. Pfeifer is a member of other domestic statutory supervisory boards listed below under a) and of other comparable domestic and foreign supervisory bodies of business enterprises listed under b):

- a) None
- b) Bio MedInvest AG, Basel, Switzerland, Chairwoman of the Board
AB2 Bio SA, Lausanne, Switzerland, Chairwoman of the Board of Directors
E.M.S. Electro Medical System S.A., member of the Supervisory Board

Mr. Vanacker is a member of other domestic statutory supervisory boards listed below under a) and of other comparable domestic and foreign supervisory bodies of business enterprises listed under b):

- a) None
- b) LyondellBasell Industries N.V., Houston/USA and London/UK, member of the Board of Directors

Mr. Jan Zijdeveld is a member of other domestic statutory supervisory boards listed below under a) and of other comparable domestic and foreign supervisory bodies of business enterprises listed under b):

- a) None
- b) Ahold Delhaize N.V., the Netherlands, member of the Supervisory Board
Pandora, Denmark, member of the Board of Directors

The résumés of all proposed candidates, which detail their relevant knowledge, skills and professional experience as well as information on their respective significant activities in addition to the Supervisory Board mandate, are published on the company's website at

www.symrise.com/investors/annual-general-meeting

**DISCLOSURES IN ACCORDANCE WITH RECOMMENDATIONS C.13 AND C.14
OF THE GERMAN CORPORATE GOVERNANCE CODE**

To the knowledge of the Supervisory Board, no personal or business relationships exist between any of the candidates for election and the company, the company's executive bodies or shareholders with significant holdings in the company. The disclosure of these relationships is recommended in C13 of the German Corporate Governance Code.

The Supervisory Board has satisfied itself that the proposed candidates will be able to spend the expected time on their activities as members of the Supervisory Board of Symrise AG.

8. RESOLUTION ON AUTHORIZATION TO ACQUIRE AND USE TREASURY SHARES PURSUANT TO SECTION 71 (1) NUMBER 8 OF THE GERMAN STOCK CORPORATION ACT (AKTG) AND TO EXCLUDE SUBSCRIPTION RIGHTS

Given that the authorization to acquire treasury shares resolved by the Annual General Meeting on June 17, 2020 will soon expire on June 16, 2025, it is to be proposed to the Annual General Meeting that new authorization to acquire treasury shares be granted.

The grounds for authorization are set out in the relevant report of the Executive Board, available on the company's website at

www.symrise.com/investors/annual-general-meeting

The Executive Board and Supervisory Board propose to resolve:

- (1) Following cancellation of the authorization of June 17, 2020, the company shall be authorized, pursuant to Section 71 (1) number 8 AktG, to purchase treasury shares up to a total of 10 % of the current share capital. The purchased shares together with other treasury shares held by the company or attributed to it in accordance with Section 71a et seqq. AktG may not at any time account for more than 10 % of the share capital existing at such time. The authorization must not be used to trade treasury shares.
- (2) The authorization may be invoked by the company, or by third parties for the account of the company, in one total amount or in a number of partial amounts either once or on several occasions for one or more purposes. The authorization is valid until May 19, 2030.
- (3) The Executive Board may opt to acquire the shares either through the stock exchange or in the form of a public purchase offer or a public invitation to tender such an offer.
 - a. If the shares are acquired through the stock exchange, the consideration per share paid by the company (excluding ancillary acquisition costs) may not exceed or fall below the opening auction price quoted on the Xetra trading system (or a comparable successor system) on the exchange trading day by more than 5 %.
 - b. If the shares are acquired in the form of a public purchase offer or a public invitation to tender a purchase offer, the purchase price offered per share, or the limits of

the purchase price range per share (excluding ancillary acquisition costs), may not exceed or fall below the average closing price quoted on the Xetra trading system (or a comparable successor system) on the last three exchange trading days before the date of publication of the offer or of an invitation to tender a purchase offer, by more than 10 %. If significant fluctuations occur in the applicable reference price following publication of the purchase offer or the invitation to tender a purchase offer, the purchase offer or the invitation to tender a purchase offer may be adjusted. In such case, reference will be made to the closing prices quoted on the Xetra trading system (or a comparable successor system) on the last three exchange trading days before announcement of an adjustment; the 10 % threshold for exceeding or falling below the price applies to this amount. The purchase offer or invitation to tender such an offer may include further conditions. If the offer is oversubscribed, or, in the case of an invitation to tender multiple offers of the same value due to a restriction in volume not all equivalent offers can be accepted, acceptance is based on the ratio of the tendered shares. Preferential acceptance of small quantities of up to 100 shares tendered per shareholder is permissible. Commercial rounding to avoid fractions of shares can also be arranged. To this extent, any right to tender by shareholders is excluded.

- (4) The Executive Board is authorized to use company shares acquired on the basis of this authorization for all permitted legal purposes, but primarily for the following purposes:
 - a. The shares may be redeemed without the redemption or its execution requiring authorization by a further resolution of the Annual General Meeting. They may also be redeemed in a simplified procedure without a capital reduction by adjusting the proportional amount applicable to the remaining no-par-value shares making up the company's share capital. The redemption may be limited to a portion of the shares acquired. The authorization to redeem shares may be invoked repeatedly. If the redemption is performed using the simplified procedure, the Executive Board is authorized to adjust the number of no-par-value shares in the company's articles of incorporation.
 - b. The shares may also be sold by means other than through the stock exchange or an offer to the shareholders if the shares are sold for cash at a price that is not significantly lower than the market price for shares of the same class at the time of sale. The subscription rights of shareholders are excluded in this process. This authorization is restricted to the sale of shares that account for a proportionate amount of the share capital of no more than 10 % of the share capital existing at

the time this authorization comes into force or – if this amount is lower – at the time this authorization is exercised. This upper limit of 10 % of share capital includes the proportionate amount of the share capital attributable to shares of the company issued or sold during the term of this authorization without subscription rights in direct or corresponding application of Section 186 (3) sentence 4 AktG, and that is attributable to shares of the company issued or to be issued during the term of this authorization to service warrant/convertible bonds, which in turn were issued during the term of this authorization without subscription rights in corresponding application of Section 186 (3) sentence 4 AktG.

- c. The shares may be offered and transferred for contributions in kind, particularly in connection with business mergers, or the (indirect) acquisition of companies, parts of companies or investments in companies or other assets, or entitlements to acquire assets including receivables from the company or its Group companies.
 - d. The shares may be used to service or secure obligations or rights to acquire Symrise shares arising from or in connection with convertible/warrant bonds of the company or its Group companies. Moreover, the Executive Board is authorized to exclude subscription rights to compensate holders or creditors of conversion/option rights/obligations to the shares of the company, for dilutions of these rights by granting them the subscription rights they would have after exercising these rights or fulfilling these obligations, and to use the shares to service such subscription rights.
 - e. The shares may be used in connection with share-based payment or employee stock option plans of the company or affiliated companies and issued to individuals who have or had an employment relationship with the company or affiliated companies as well as to members of executive bodies of affiliated companies. They can be offered, pledged and transferred to the aforementioned individuals and members of executive bodies, in particular in return for payment or free of charge, on the condition that a working, employment or executive body relationship exists at the time of the offer, pledge or transfer.
- (5) The Supervisory Board is authorized to use company shares acquired on the basis of this authorization as follows:

The shares may be used to service obligations or rights to acquire Symrise shares that have been or will be agreed with members of the Executive Board of Symrise Aktiengesellschaft within the framework of provisions on Executive Board remuneration. In particular, they can be offered, pledged and transferred to members of the Executive Board of Symrise Aktiengesellschaft, on the condition that an Executive Board or executive body relationship exists at the time of the offer, pledge or transfer.

- (6) The authorizations in paragraphs (4) and (5) also include the use of shares of the company that were repurchased on the basis of earlier share buyback authorizations and those that were acquired on the basis of Section 71d sentence 5 AktG, or by an entity that is dependent on the company or by third parties for the account of the company or by third parties for the account of an entity that is dependent on the company or majority-owned by the company.
- (7) The authorizations in paragraphs (4) and (5) may be used once or on several occasions, in whole or in part, individually or jointly, and the authorizations in paragraph (4) b), c), d) and e) may also be used by entities that are dependent on or majority-owned by the company, or for their account or for the account of third parties acting on behalf of the company.
- (8) The subscription rights of shareholders to these treasury shares may be excluded if the shares are to be used in accordance with the aforementioned authorizations in paragraph (4) b), c), d) and e) and paragraph (5).
- (9) The Supervisory Board may determine that measures taken by the Executive Board based on this resolution by the Annual General Meeting may be executed with its consent only.

9. RESOLUTION ON THE CHANGE TO THE REMUNERATION OF THE SUPERVISORY BOARD AND CORRESPONDING REVISION OF SECTION 14 OF THE ARTICLES OF INCORPORATION, AS WELL AS APPROVAL OF THE ADJUSTED SUPERVISORY BOARD REMUNERATION SYSTEM

In line with German Corporate Governance Code, the provision in Section 14 of the articles of incorporation currently provides for fixed remuneration for the members of the Supervisory Board as well as for remuneration of their committee work.

The remuneration of the Supervisory Board set out in Section 14 of the articles of incorporation has remained unchanged since 2023. The Annual General Meeting approved the corresponding provision of the articles of incorporation and the underlying system for remuneration of the members of the Supervisory Board in May 2023. The members of the Supervisory Board currently receive, inter alia, fixed annual remuneration of € 88,000.00; moreover, the Chair of the Supervisory Board receives additional annual remuneration of € 88,000.00, and

the Vice Chair of the Supervisory Board and the Chair of the Auditing Committee each receive additional annual remuneration of € 44,000.00. Furthermore, the members of the Supervisory Board receive a stipend of € 1,000.00 for their participation in Supervisory Board sessions and those of its committees. This is, however, limited to a maximum of € 1,500.00 per calendar day. The company shall reimburse Supervisory Board members for reasonable expenses upon presentation of receipts. The company may take out liability insurance and legal protection insurance for the benefit of the members of the Supervisory Board.

In appreciation of the work of the Supervisory Board members and also in keeping with Symrise's policy of wage restraint, the fixed annual remuneration of the members of the Supervisory Board is to be increased to € 100,000 with effect from the beginning of the current fiscal year. Moreover, the Chair of the Supervisory Board is to receive additional annual remuneration of € 100,000.00, and the Vice Chair of the Supervisory Board and the Chair of the Auditing Committee each receive additional annual remuneration of € 50,000.00. The provisions on the remuneration of the Supervisory Board otherwise remain unchanged.

The Executive Board and Supervisory Board propose to resolve:

1. The Executive Board and Supervisory Board propose to resolve:

- (1) Each member of the Supervisory Board will receive annual remuneration in the amount of € 100,000.00.
- (2) The Chairman of the Supervisory Board will receive additional annual remuneration in the amount of € 100,000.00. The Deputy Chairman of the Supervisory Board and the Chairman of the Audit Committee will each receive additional annual remuneration of € 50,000.00.
- (8) The provisions of Section 14 (3) to (7) apply from the 2023 fiscal year. The provisions of Section 14 (1) and (2) apply from the 2025 fiscal year.

2. The underlying remuneration system for the Supervisory Board, which takes into account the proposed amendment to Section 14 of the articles of incorporation, is approved.

The remuneration system for the Supervisory Board is accessible on the company's website at

www.symrise.com/investors/annual-general-meeting

PRECONDITIONS FOR ATTENDING THE ANNUAL GENERAL MEETING AND EXERCISING VOTING RIGHTS (WITH THE RECORD DATE PURSUANT TO SECTION 123 (4) SENTENCE 2 AKTG AND ITS SIGNIFICANCE)

Shareholders wishing to exercise their voting rights or other exercisable shareholder rights must register beforehand. Shareholders must also provide evidence of their entitlement to exercise voting rights and other exercisable shareholder rights. For this purpose, proof of share ownership by the last intermediary, with reference to the close of business on the 22nd day prior to the Annual General Meeting, i.e., **midnight Central European Summer Time on Monday, April 28, 2025** (the record date), will be deemed sufficient in accordance with Section 67c (3) AktG. Registration and proof of shareholding must be in text form, in German or English, and reach the company by mail or email at the following address no later than **midnight Central European Summer Time on Tuesday, May 13, 2025**:

Symrise AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich, Germany
Email: inhaberaktien@linkmarketservices.de

In relation to the company, only those persons who have submitted this evidence will be entitled to exercise their voting rights or other exercisable shareholder rights. The scope of voting rights and other exercisable shareholder rights will be based solely on the shareholder's shareholding as of the record date. The record date does not involve a ban on selling shares.

Even if the shareholding is sold wholly or in part after the record date, shares held as of the record date are the sole criterion of the shareholder's entitlement to exercise his/her voting right and other exercisable shareholder rights. This means that shares sold after the record date have no effect on the entitlement to exercise voting rights or other exercisable shareholder rights.

The same applies to shares acquired or additionally acquired after the record date. Persons who do not hold shares as of the record date and will only become shareholders thereafter are not entitled to exercise voting rights or other exercisable shareholder rights. Exceptions apply if and insofar as the previous owner of the shares at the time of the record date authorizes or empowers them to exercise these rights. The record date is of no significance with regard to dividend entitlement.

After timely and formal registration, you will be granted access to the meeting venue (Stadthalle Holzminden, Sollingstrasse 101, 37603 Holzminden, Germany) on the day of the

Annual General Meeting, starting at 09:00 a.m. CEST. Please bring the ticket/Annual General Meeting card (**AGM card**) that was sent to you. You can exercise your voting rights and other exercisable shareholder rights at the Annual General Meeting.

Even if you used the AGM card prior to the Annual General Meeting to authorize the proxy nominated by the company or a third party to cast an absentee ballot, you may still attend the Annual General Meeting in person. For this purpose, please identify yourself at the entrance on the day of the Annual General Meeting before voting begins by presenting a valid identification document (for German nationals, your ID card or passport). You will then be issued a new AGM card that you can use to vote or issue proxy authorizations and instructions. In this case, your personal participation is considered a revocation of the proxy authorization granted prior to the Annual General Meeting and/or the vote by absentee ballot.

EXERCISING VOTING RIGHTS

a) Procedure for exercising voting rights by absentee ballot

Shareholders who do not wish to attend the Annual General Meeting in person may exercise their voting rights by absentee ballot and thus cast their vote. Votes cast by absentee ballot may be submitted by mail, email or via the AGM portal. For organizational reasons, they must be received by the company no later than **midnight Central European Summer Time on Monday, May 19, 2025 (date of receipt)**, irrespective of the method of transmission, notwithstanding timely registration in accordance with the above provisions.

Shareholders who wish to cast their vote by absentee ballot are requested to submit their vote via the AGM portal on the company's website by **midnight Central European Summer Time on May 19, 2025 (date of receipt)** at

www.symrise.com/investors/annual-general-meeting

You will find the access data on the front of the AGM card.

Alternatively, you can use the absentee voting form, which you will find on the mailed AGM card. This must be sent only to the following mailing address or email address and, for organizational reasons, must be received by **midnight Central European Summer Time on May 19, 2025 (date of receipt)**:

Symrise AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich, Germany
Email: inhaberaktien@linkmarketservices.de

The form can also be downloaded at the following address:

www.symrise.com/investors/annual-general-meeting

The casting of votes by absentee ballot is restricted to voting on the proposed resolutions of the Executive Board and/or Supervisory Board announced in the invitation to the Annual General Meeting (including a possible adjusted resolution proposal on the appropriation of the accumulated profit to reflect the current number of dividend-bearing shares at the time of the resolution announced in the invitation), any counter motions or election nominations by shareholders made available in accordance with Sections 126, 127 AktG and put to the vote, and any resolution proposals of shareholders announced with any addition to the agenda in accordance with Sections 124 (1), 122 (2) sentence 2 AktG.

Should an individual vote be held on an agenda item without this having been communicated in advance of the Annual General Meeting, a vote cast by absentee voting on this agenda item as a whole shall also be deemed to be a corresponding vote cast by absentee ballot for each item of the individual vote.

Modification or revocation of absentee votes already cast is possible until the expiry of the aforementioned deadline for receipt by the same means, i.e., by mail, email or via the AGM portal. A change or revocation on the day of the Annual General Meeting of absentee ballots already cast is possible by the personal attendance of a shareholder or an authorized third party at the Annual General Meeting; this is automatically deemed to be a revocation of the previously submitted absentee ballot.

Absentee voting is also subject to timely registration and proof of shareholding according to the provisions outlined above.

Authorized third parties, authorized intermediaries (such as banks), shareholders' associations, proxy advisors and other comparable persons and institutions according to Section 135 (8) AktG may use absentee voting.

b) Procedure for exercising voting rights by the proxy nominated by the company

The company also offers its shareholders the option of authorizing a proxy nominated by the company and bound by the shareholders' instructions to vote on their behalf prior to the Annual General Meeting, and to be represented by this proxy at the Annual General Meeting in accordance with the instructions issued.

The proxy nominated by the company is required to exercise the voting rights solely in accordance with the instructions of the shareholder or their authorized representative. If no specific voting instructions are given on any or all agenda items, or if the instructions

are contradictory or unclear, the proxy nominated by the company will not exercise the voting rights for the item or items in question. The proxy will only vote and not exercise any further rights such as asking questions or tabling motions.

Prior to the Annual General Meeting, issuing of proxy authorizations and instructions to the proxy nominated by the company shall be made by mail, email or via the AGM portal and, for organizational reasons, must be received by the company no later than **midnight Central European Summer Time on Monday, May 19, 2025 (date of receipt)**, notwithstanding timely registration in accordance with the above provisions.

In addition to the AGM portal (see below), please use the form available on the AGM card to issue proxy authorizations and instructions prior to the Annual General Meeting. To ensure timely receipt of an AGM card, the order should be received by the custodian intermediary as early as possible. If you use the proxy authorization and instruction form on the AGM card, this must be sent exclusively to the following postal or email address:

Symrise AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich, Germany
Email: inhaberaktien@linkmarketservices.de

The proxy authorization and instruction form can also be downloaded at the following address:

www.symrise.com/investors/annual-general-meeting

Furthermore, proxy authorizations and instructions for the proxy nominated by the company may be submitted in text form via the AGM portal no later than **midnight Central European Summer Time on Monday, May 19, 2025 (date of receipt)** at

www.symrise.com/investors/annual-general-meeting

You will find the access data on the front of the AGM card.

If you intend to issue proxy authorizations and instructions to the proxy in advance of the Annual General Meeting, please note that the proxy nominated by the company may only accept instructions for voting on such agenda items on which there are proposals by the Executive Board and/or the Supervisory Board announced in this invitation (including a possible adjusted resolution proposal on the appropriation of the accumulated profit to

reflect the current number of dividend-bearing shares at the time of the resolution announced in the invitation) or announced later in accordance with Section 124 (3) AktG, or by shareholders in accordance with Sections 124 (1), 122 (2) sentence 2 AktG, or which have been made available according to Sections 126, 127 AktG.

By contrast, on the actual day of the Annual General Meeting, proxy authorizations and instructions to the proxy can be issued, amended or revoked at the entrance and exit to the Annual General Meeting using a form provided for this purpose until voting commences.

Should an individual vote be held on an agenda item without this having been communicated in advance of the Annual General Meeting, a vote cast on this agenda item as a whole shall also be deemed to be a corresponding vote cast for each item of the individual vote.

Modification or revocation of a proxy authorization already issued with instructions to the proxy nominated by the company is possible until the expiry of the aforementioned deadline for receipt by the same means, i.e., by mail, email or via the AGM portal. A change or revocation on the day of the Annual General Meeting of a proxy authorization and instructions already issued is possible by the personal attendance of a shareholder or an authorized third party at the Annual General Meeting; this is automatically deemed to be a revocation of the proxy authorization and instructions previously issued to the proxy nominated by the company.

Timely registration and proof of shareholding are also required in the case of authorization and issuance of instructions to the proxy nominated by the company in accordance with the above provisions.

c) Procedure for exercising voting rights by authorized representatives

Shareholders may also have their voting rights exercised at the Annual General Meeting by authorized representatives – for example, by an intermediary, a shareholders' association or another person of their choice. If the shareholder appoints more than one person as their authorized representative, the company may reject one or more of them. Proxy voting is also subject to timely registration and proof of shareholding according to the provisions outlined above. The declaration of the granting of a proxy authorization may be made to the authorized representative or to the company.

According to Section 134 (3) sentence 3 AktG in conjunction with Section 17 (2) of the articles of incorporation, the issuance of proxy authorization, its revocation and the notification thereof must be made in text form and submitted to the company in text form.

Shareholders may use the proxy voting form on the AGM card they will be sent after registration to grant proxy authorization; they may also grant a separate proxy authorization in text form. Furthermore, proxy authorization forms can be downloaded from the Internet at

www.symrise.com/investors/annual-general-meeting

The declaration or revocation of the granting of a proxy authorization to the company and the transmission or revocation of the proof of a proxy authorization declared to an authorized representative shall be made by mail or email, and must be received by the company no later than **midnight Central European Summer Time on Monday, May 19, 2025 (date of receipt)**, irrespective of the method of transmission and notwithstanding timely registration in accordance with the above provisions, to

Symrise AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich, Germany
Email: inhaberaktien@linkmarketservices.de

If the proxy authorization is issued by declaration to the company, separate proof of the granting of the proxy authorization is not required. Proof of the granting of the proxy authorization by declaration to the authorized representative can be presented by the authorized representative at the entrance on the day of the Annual General Meeting, without the above deadlines being met.

If a bank, a shareholders' association or another intermediary as defined in Section 135 AktG is authorized to act as a proxy, the procedure, form and revocation of the authorization shall be governed by special provisions. Please contact the relevant bank, shareholders' association or other intermediary for details.

The authorized representatives may exercise the voting rights in accordance with the above provisions by means of absentee voting, or they may authorize the proxy nominated by the company to exercise the voting rights.

SHAREHOLDERS' RIGHTS AS PER SECTIONS 122 (2), 126 (1), 127 AND 131 (1) AKTG

Additions to the agenda as per Section 122 (2) AktG

Shareholders whose holdings jointly amount to 5 % of the share capital or € 500,000.00 thereof are entitled to request that items be included on the agenda and published accordingly. Any such request must be made to the company in writing at the following address:

Symrise AG
Executive Board
c/o Group Legal Affairs
Mühlenfeldstrasse 1
37603 Holzminden, Germany

This must reach the company at least 30 days before the day of the Annual General Meeting, not including the day of receipt or the day of the Annual General Meeting. The final deadline for receipt is therefore midnight Central European Summer Time on **Saturday, April 19, 2025**. Each new item submitted must be accompanied by an explanatory statement or a proposal for a resolution. The applicants are required to prove that they have held the shares for at least 90 days before the date of receipt of the request, and that they hold the shares up to the time of the Executive Board's decision regarding the application (see Section 122 (1) sentence 3, (2) sentence 1 AktG). Section 121 (7) AktG is accordingly applicable. An entitlement to transfer share ownership from a bank, a financial service provider, a securities institute or a company operating under Section 53 (1) sentence 1, or Section 53b (1) sentence 1 or (7) of the German Banking Act (KWG) is deemed equivalent to share ownership. Shareholders are deemed to have held shares for as long as their legal predecessor if they acquired the shares free of charge from their trustee as legal successor, in a dispute over joint ownership, or in a transfer in accordance with Section 13 of the German Insurance Supervision Act (VAG) or Section 14 of the Building Societies Act (BausparkG) (see Section 70 AktG).

Additions to the agenda to be announced are to be published in the Federal Gazette promptly after receipt of the request and, in accordance with Section 125 (1) AktG, are to be communicated to shareholders and intermediaries and shareholders' associations who requested the notification or exercised voting rights at the last Annual General Meeting, and forwarded to such media as may be expected to disseminate information throughout the European Union. They will also be published without delay at

www.symrise.com/investors/annual-general-meeting

and communicated to shareholders.

The resolution proposal announced as a permissible addition to the agenda will be voted on during the Annual General Meeting.

Motions and election nominations by shareholders as per Sections 126 (1) and 127 AktG

Shareholders may submit to the company countermotions to the resolutions proposed by the Executive Board and/or Supervisory Board on specific agenda items and election nominations on agenda items 5 (election of auditor of the financial statements and sustainability auditor) and 7 (elections to the Supervisory Board). Provided the shareholder in question submits proof that they are a shareholder, their counterproposals and election nominations to be made available will be published – along with the name of the shareholder, in the case of motions along with any explanatory statement, a possible opinion of the management and, if applicable, with the content to be supplemented in accordance with Section 127 sentence 4 AktG – at

www.symrise.com/investors/annual-general-meeting

if it has been sent to the company at least 14 days prior to the meeting, i.e., no later than midnight Central European Summer Time on **Monday, May 5, 2025**, exclusively to the following address:

Symrise AG
Executive Board
c/o Group Legal Affairs
Mühlenfeldstrasse 1
37603 Holzminden, Germany
Email: LegalAdvice@symrise.com

Countermotions and election nominations submitted anywhere else will not be taken into consideration.

In addition, nominations for election will only be made available if they include the name, the profession and the place of residence of the nominee and, in the case of recommendations for elections to the Supervisory Board, details about the nominee's membership on other statutory supervisory boards. Shareholders' election nominations as defined in Section 127 (2) AktG do not require an explanatory statement.

The company may refrain from making and justifying a countermotion or an election nomination public if one of the exclusion criteria in Sections 127 sentence 1, 126 (2) AktG applies. The exclusion criteria can be found on the company's website at

www.symrise.com/investors/annual-general-meeting

A vote on a countermotion or counterproposal to an election nomination at the Annual General Meeting requires that the countermotion or counterproposal to an election nomination be made verbally during the Annual General Meeting.

The right of any shareholder to propose verbal countermotions to the various agenda items or counterproposals to election nominations during the Annual General Meeting even without prior and timely notification is in no way affected.

Right to information as per Section 131 (1) AktG

At the Annual General Meeting, any shareholder or shareholder's representative is entitled to demand information from the Executive Board about the company's affairs insofar as this information is required for an objective assessment of the agenda item (see Section 131 (1) AktG). The right to information extends to the company's legal and business relations with affiliated companies and to the situation of the Group and of enterprises included in the consolidated financial statements. As a matter of principle, requests for information at the Annual General Meeting must be made verbally as a part of the discussion.

Information must be provided in accordance with the principles of true and conscientious accountability. The Executive Board may refuse to provide information if the conditions laid down in Section 131 (3) AktG apply. Section 131 (2) sentence 2 AktG in conjunction with Section 18 (3) sentence 1 of the company's articles of incorporation states that the chair of the meeting may limit the time that shareholders are entitled to ask questions and speak. The chair may, in particular, specify an appropriate timeframe for the proceedings of the Annual General Meeting, for individual agenda items and for individual speakers at the start of or during the Annual General Meeting.

Further information

Further documents and explanations, including the information required by Section 124a AktG, can be found on the company's website at

www.symrise.com/investors/annual-general-meeting

The Executive Board speech and the Executive Board presentation will be available after the Annual General Meeting at the latest via the aforementioned Internet address.

After the Annual General Meeting, the voting results will be published at

www.symrise.com/investors/annual-general-meeting

Confirmation of the vote count according to Section 129 (5) of the German Stock Corporation Act (AktG) can be obtained within one month of the date of the Annual General Meeting at the same Internet address.

Total number of shares and voting rights

As of the day on which this Annual General Meeting was convened, the company's share capital consisted of 139,772,054 no-par value bearer shares with a total of 139,772,054 voting rights. As of the time when this Annual General Meeting was convened, the company held no treasury shares.

PRIVACY POLICY

Information on processing of your personal data in connection with the Annual General Meeting is available at

www.symrise.com/investors/annual-general-meeting

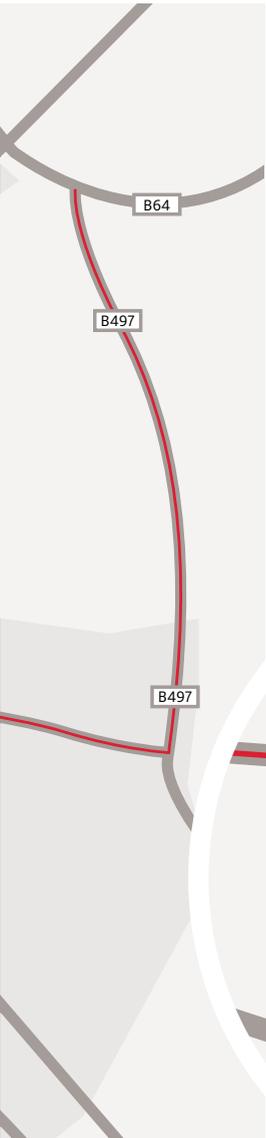
Holzminden, Germany, April 2025

Symrise AG

– The Executive Board –

HOW TO FIND US
Stadthalle Holzminden
Sollingstraße 101, D-37603 Holzminden





You can find the parking area behind the Stadthalle in the Moltkestrasse 5, 37603 Holzminden.

Please show your admission ticket at the entrance.

