KLINGELNBERG

INVITATION TO ANNUAL GENERAL MEETING

Date:

27 August 2026, 12.00 noon
(doors open at 11.30 a.m.)

Place:

Memox Conference Center, Oberglatterstrasse 35, 8153 Rümlang, Switzerland

KLINGELNBERG AG

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To the Shareholders of KLINGELNBERG AG

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Dear Shareholders,

The Board of Directors of KLINGELNBERG AG is pleased to invite you to the Annual General Meeting with the following agenda items and motions.

Agenda Items and Motions of the Board of Directors:

1 Management Report, Annual Financial Statements and Consolidated Financial Statements for 2025/26, Auditors' Reports

Motion by the Board of Directors: The Board of Directors proposes that the Management Report, the Annual Financial Statements of KLINGELNBERG AG as well as the Consolidated Financial Statements of the KLINGELNBERG Group for the 2025/26 financial year are approved and the Auditors' Reports are acknowledged.

Reasons: The Annual General Meeting is responsible for approving the Management Report, the Annual Financial Statements and the Consolidated Financial Statements. In their Auditors' Reports to the Annual General Meeting, the Auditors PricewaterhouseCoopers AG confirmed the Annual Financial Statements and the Consolidated Financial Statements without qualification.

2 Approval of the Sustainability Report for the 2025/26 financial year

Motion by the Board of Directors: The Board of Directors proposes the approval of the Sustainability Report for the 2025/26 financial year.

Reasons: The Sustainability Report of KLINGELNBERG AG provides a description of the environmental, social and human rights impacts of the company's business activities. It includes the information required by Swiss law, as well as voluntary disclosures in accordance with the standards of the Global Reporting Initiative (GRI). The Sustainability Report is submitted to the General Meeting and is included as a separate chapter in the Annual Report for the 2025/26 financial year, which is available online at https://klingelnberg.com/en/investors/financial-reports.

3 Resolution on the appropriation of the balance sheet profit for 2025/26

Motion by the Board of Directors: The Board of Directors proposes that the retained earnings of CHF 33.631.495,99 be appropriated as follows:

Carry the entire net profit forward to new account.

4 Granting discharge to the members of the Board of Directors and the Executive Management

Motion by the Board of Directors: The Board of Directors proposes that discharge be granted to all members of the Board of Directors and the Executive Management for their activities in the 2025/26 financial year.

Reasons: By law, the discharge of the responsible bodies is a non-transferable power of the Annual General Meeting.

5 Approval of the maximum total amount of the compensation of the Board of Directors until the 2027 Annual General Meeting

Motion by the Board of Directors: The Board of Directors proposes the approval of the maximum total amount of CHF 850,000 for the compensation of the Board of Directors for the period from the Annual General Meeting 2026 to the Annual General Meeting 2027.

Reasons: The principles governing the compensation of the Board of Directors are set out in Article 25 of the Articles of Association. Details on the compensation of the Board of Directors can be found in the Compensation Report, which is a separate chapter of the Annual Report for the 2025/26 financial year and is available online at https://klingelnberg.com/en/investors/financial-reports. The proposed maximum total compensation for the term of office from the Annual General Meeting 2026 to the Annual General Meeting 2027 is CHF 850,000.

6 Approval of the maximum total amount of the compensation of the Executive Management for the 2027/28 financial year

Motion by the Board of Directors: The Board of Directors proposes the approval of the maximum total amount of EUR 3,500,000 for the compensation of the members of the Executive Management, which can be paid out or allocated in the 2027/28 financial year.

Reasons: The principles governing the compensation of the Executive Management are set out in Article 26 of the Articles of Association. Details on the compensation of the Executive Management can be found in the Compensation Report, which is a separate chapter of the Annual Report for the 2025/26 financial year and is available online at https://klingelnberg.com/en/investors/financial-reports. For the 2027/28 financial year, the Board of Directors proposes a maximum possible total compensation of EUR 3,500,000 for the members of the Executive Management.

7 Consultative vote on the 2025/26 Compensation Report

Motion by the Board of Directors: The Board of Directors proposes that the Compensation Report for the 2025/26 financial year is approved by the shareholders by way of a consultative vote.

Reasons: The consultative vote on the Compensation Report is legally required under law because the Annual General Meeting approves the variable compensation of the Executive Management on a prospective basis. The result of the consultative vote has no binding effect. The Compensation Report can be found as a separate chapter in the Annual Report for the 2025/26 financial year, which is available online at https://klingelnberg.com/en/investors/financial-reports.

8 Election of the members of the Board of Directors

Motion by the Board of Directors: The Board of Directors proposes the re-election of the following persons as members of the Board of Directors, in each case by individual vote, for a term of office until the conclusion of the next Annual General Meeting:

- Dr. Jörg Wolle
- Jan Klingelnberg
- Philipp Buhofer
- Prof. Dr. Michael Hilb
- Kalina Alexieva Scott

Reasons: As the term of office of the members of the Board of Directors expires at the conclusion of the Annual General Meeting on 27 August 2026, they must each be re-elected by the Annual General Meeting. All listed members of the Board of Directors are available for a further term of office. A curriculum vitae of all members of the Board of Directors is included in the "Corporate Governance" section of the Annual Report for the 2025/26 financial year and is available online at https://klingelnberg.com/en/investors/financial-reports.

9 Election of the Chairman of the Board of Directors

Motion by the Board of Directors: Subject to his election as a member of the Board of Directors, the Board of Directors proposes the re-election of

- Dr. Jörg Wolle

as Chairman of the Board of Directors until the conclusion of the next Annual General Meeting.

Reasons: Dr. Jörg Wolle is available for a further term of office as Chairman of the Board of Directors.

10 Election of the members of the Nomination and Compensation Committee

Motion by the Board of Directors: The Board of Directors proposes the re-election of the following persons as members of the Nomination and Compensation Committee by individual vote for a term of office until the conclusion of the next Annual General Meeting and subject to their election as members of the Board of Directors:

- Dr. Jörg Wolle
- Philipp Buhofer

Reasons: The listed members of the Nomination and Compensation Committee are available for a further term of office. The Board of Directors intends to appoint Dr. Jörg Wolle as

Chairman of the Nomination and Compensation Committee, subject to his election as a member of the Nomination and Compensation Committee.

11 Election of the Auditors

Motion by the Board of Directors: The Board of Directors proposes the re-election of

- PricewaterhouseCoopers AG, Zurich

as Auditors until the conclusion of the next Annual General Meeting.

Reasons: The Annual General Meeting is responsible for the election of the Auditors. PricewaterhouseCoopers AG has confirmed that, if elected, it will exercise the mandate until the conclusion of the next Annual General Meeting.

12 Election of the Independent Proxy

Motion by the Board of Directors: The Board of Directors proposes the re-election of

- Attorney Ernst A. Widmer (EAW Legal, 8002 Zurich)

as the Independent Proxy with the right of substitution until the conclusion of the next Annual General Meeting.

Reasons: Attorney Ernst A. Widmer (EAW Legal, 8002 Zurich) has confirmed to exercise the mandate for a further term of office if elected.

Annual Report and Auditors' Reports

The complete Annual Report for the 2025/26 financial year contains the Management Report (p. 22), the Compensation Report with the Report of the Statutory Auditor (p. 58), the Sustainability Report (p. 78), the Consolidated Financial Statements with the Report of the Statutory Auditor (p. 126), and the Annual Financial Statements (separate financial statements) with the Report of the Statutory Auditor (p. 164). The Annual Report was published on 24 June 2026. The Annual Report and the Auditors' Reports are available for inspection at the registered office of KLINGELNBERG AG at Binzmühlestrasse 171, 8050 Zurich, Switzerland, and can be accessed on the website of the KLINGELNBERG Group (https://klingelnberg.com/en/investors/financial-reports). Shareholders who wish to receive the documents by post can order them from KLINGELNBERG AG, Investor Relations, Binzmühlestrasse 171, 8050 Zurich, Switzerland.

Organizational matters

Annual Report

The Annual Report is not sent out automatically, but only at your explicit request. It can also be viewed and downloaded from the following Internet address: https://klingelnberg.com/en/investors/financial-reports

Attendance in person

Shareholders who wish to attend the Annual General Meeting in person are kindly requested to request an admission card with voting material using the enclosed reply form. Shareholders entered in the share register with voting rights on 14 August 2026 5:00 p.m. (record date / closing of the share register) are entitled to attend and vote.

Proxies and issuing instructions

In accordance with Article 11 of the Articles of Association, shareholders who are entitled to vote but do not attend the Annual General Meeting in person may be represented by **another person, who is not required to be a shareholder**, or by the **Independent Proxy** (Attorney Ernst A. Widmer, EAW Legal, 8002 Zurich). For this purpose, the enclosed proxy and instruction form must be used; alternatively, you can use the electronic instruction system available at www.klingelnberg.netvote.ch.

The enclosed reply form includes additional information on granting proxy and issuing instructions. The reply form also provides your log-in details for granting proxy and issuing instructions online.

An **envelope** addressed to KLINGELNBERG AG's share register (c/o areg.ch ag, Fabrikstrasse 10, CH-4614 Hägendorf) is enclosed for your written **reply**. You can use this envelope both to return the reply form for ordering admission cards and to return the reply form with a proxy and instructions to the Independent Proxy.

Please note that the completed and signed reply form must be received by the share register of KLINGELNBERG AG no later than 25 August 2026. Electronic proxies and instructions or changes to instructions must be issued by no later than 12:00 noon (CEST) on 25 August 2026.

Admission cards will be mailed from 17 August 2026.

Directions

The Memox Conference Center is located in the Riedmatt Center at Oberglatterstrasse 35 in 8153 Rümlang. Traveling by car is extremely convenient thanks to its close proximity to Zurich Airport and nearby highways. There are 200 parking spaces available at the Riedmatt Center. The Rümlang train station is 1.3 km away and offers direct connections to Zurich Airport and the main train station.

Parking

If you are arriving by car, we recommend parking at the Riedmatt Center, Oberglatterstrasse 35, 8153 Rümlang.

Language

The Annual General Meeting will be held in German. The German version of the invitation to the Annual General Meeting shall prevail in case of discrepancies.

We are pleased to welcome you in person and cordially invite you to our traditional "Apéro" following the Annual General Meeting.

Yours sincerely,

for the Board of Directors:

The Chairman

Zürich, 03 August 2026

Dr. Jörg Wolle

<u>Enclosures:</u>

- Reply forms
- Reply envelope