

**Non-Binding Convenience Translation
– for information purposes only –**

This English translation is provided for convenience purposes only.
In case of discrepancies between the German and the English version,
the German version shall prevail as the decisive version.

**Nagarro SE
Munich**

ISIN DE000A3H2200

**Documents relating to agenda item 10
of the agenda of the Annual General Meeting on June 30, 2025
(Resolution on the approval of the remuneration system for members of the Supervisory Board and corresponding amendment to the Articles of Association)**

I. Wording of the new Article 17 of the Articles of Association of Nagarro SE

"17. Remuneration

- 17.1 Each member of the Supervisory Board shall receive fixed annual remuneration of EUR 70,000.00 (in words: seventy thousand euros). The Chairman of the Supervisory Board receives three times and the Deputy Chairman of the Supervisory Board one and a half times the fixed annual remuneration for membership of the Supervisory Board in accordance with sentence 1 above.
- 17.2 Each member of a committee of the Supervisory Board shall receive additional fixed annual remuneration of EUR 30,000.00 (in words: thirty thousand euros) for this membership. The chairman of a committee receives three times and the deputy chairman of a committee receives one and a half times the fixed annual remuneration for membership of the relevant committee in accordance with sentence 1 above.
- 17.3 One quarter of the remuneration is due at the end of each quarter for the previous quarter.
- 17.4 Members joining or leaving the Supervisory Board within a financial year receive the remuneration pro rata temporis, rounded up or down to full months.
- 17.5 The company shall reimburse each member of the Supervisory Board, at his request and against proof, for the necessary and reasonable expenses incurred in the exercise of his office and any value added tax payable on the remuneration and reimbursement of expenses.
- 17.6 The company may take out D&O insurance for the benefit of the members of the Supervisory Board with an appropriate sum insured for the members of the Supervisory Board, which covers liability arising from Supervisory Board activities.
- 17.7 The above provisions shall apply from July 1, 2025."

II. Synopsis of the Articles of Association regarding the proposed amendments to Section 17 of the Articles of Association of Nagarro SE

Previous remuneration system for the members of the Supervisory Board	Proposed adjustment to the remuneration system for the members of the Supervisory Board
17. Remuneration	
17.1 Each member of the Supervisory Board receives fixed annual remuneration of EUR 150,000.00.	17.1 Each member of the Supervisory Board shall receive fixed annual remuneration of EUR 70,000.00 (in words: seventy thousand euros). The Chairman of the Supervisory Board receives three times and the Deputy Chairman of the Supervisory Board one and a half times the fixed annual remuneration for membership of the Supervisory Board in accordance with sentence 1 above.
17.2 The Chairman of the Supervisory Board receives 150% and the Deputy Chairman of the Supervisory Board 125% of the remuneration.	17.2 Each member of a committee of the Supervisory Board shall receive additional fixed annual remuneration of EUR 30,000.00 (in words: thirty thousand euros) for this membership. The chairman of a committee receives three times and the deputy chairman of a committee receives one and a half times the fixed annual remuneration for membership of the relevant committee in accordance with sentence 1 above.
17.3 One quarter of the remuneration is due at the end of each quarter for the respective ending quarter. <i>[unchanged]</i>	
17.4 Members joining or leaving the Supervisory Board within a financial year receive remuneration <i>pro rata temporis</i> , rounded up or down to full months. <i>[unchanged]</i>	
17.5 The Company shall reimburse each member of the Supervisory Board, upon request and against evidence, for necessary and reasonable expenses incurred in the performance of his or her duties and for any value-added tax payable on the remuneration and the reimbursement of expenses. <i>[unchanged]</i>	

17.6 The Company may take out a D&O insurance policy for the benefit of the members of the Supervisory Board with an appropriate coverage amount for the members of the Supervisory Board, which covers the liability arising from Supervisory Board activities. <i>[unchanged]</i>	
17.7 The above provisions are applicable for the first time for the financial year beginning January 1, 2021.	17.7 The above provisions shall apply from July 1, 2025.

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