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Invitation to the Annual General Meeting 2026

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Key Figures

in EUR million	2023	2024	2025	+/- previous year
	1.1.–31.12.	1.1.–31.12.	1.1.–31.12.	in %
Results				
Reinsurance revenue (gross)	24,456.5	26,379.3	26,786.0	+1.5%
Reinsurance service result (net)	1,658.3	3,018.5	3,496.1	+15.8%
Reinsurance finance result (net) [1]	-880.2	-1,115.0	-1,363.3	+22.3%
Investment income	1,588.2	2,005.1	1,672.9	-16.6%
Operating profit / loss (EBIT)	1,971.2	3,317.6	3,507.7	+5.7%
Group net income	1,824.8	2,328.7	2,641.5	+13.4%
Balance sheet				
Policyholders' surplus	14,249.4	15,921.3	16,666.5	+4.7%
Equity attributable to shareholders of Hannover Rück SE	10,126.8	11,794.5	12,928.7	+9.6%
Non-controlling interests	892.7	893.8	1,001.7	+12.1%
Hybrid capital	3,229.9	3,233.1	2,736.0	-15.4%
Contractual service margin (net)	7,699.1	8,162.4	7,907.7	-3.1%
Risk adjustment for non-financial risk	3,728.6	4,004.1	3,740.6	-6.6%
Investments	60,128.9	65,888.2	66,339.2	+0.7%
Total assets [2]	65,665.1	72,127.3	71,327.1	-1.1%
Share				
Earnings per share (basic and diluted) in EUR	15.13	19.31	21.90	+13.4%
Book value per share in EUR	83.97	97.80	107.21	+9.6%
Dividend per share in EUR	7.20	9.00	12.50 [3]	+38.9%
Ordinary dividend per share in EUR	6.00	7.00	—	
Special dividend per share in EUR	1.20	2.00	—	
Dividend payment in EUR million	868.3	1,085.4	1,507.5 [3]	+38.9%
Share price at the end of the period in EUR	216.30	241.40	266.20	+10.3%
Market capitalisation at the end of the period	26,085.2	29,112.1	32,103.0	+10.3%
Ratios				
Combined ratio (property and casualty reinsurance) [4]	94.0%	86.6%	84.0%	
EBIT margin [5]	9.3%	14.4%	15.1%	
Return on investment	2.8%	3.2%	2.5%	
Return on equity	19.0%	21.2%	21.4%	
Solvency ratio (Solvency II)	269%	261%	256%	

[1] Excluding exchange rate effects

[2] adjusted, cf. Section 3.1 of the notes

[3] Proposed dividend

[4] Reinsurance service result/reinsurance revenue (net)

[5] EBIT/reinsurance revenue (net)

Invitation to the Annual General Meeting 2026

Dear Shareholders,

We are hereby pleased to invite you to the Annual General Meeting of Hannover Rück SE, Hannover, hereinafter also referred to as the "Company",

on Wednesday, 6 May 2026
at 10.30 a.m. | Admission from 9.00 a.m.
at the HCC Hannover Congress Centrum (Kuppelsaal)
Theodor-Heuss-Platz 1-3, 30175 Hannover.

Agenda and proposed resolutions

1. Presentation of the adopted separate financial statements and the approved consolidated financial statements as well as the combined management report for Hannover Rück SE and the Group for the 2025 financial year, and the report of the Supervisory Board

The aforementioned documents also contain the explanatory report on the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (HGB) and are available from the time the Annual General Meeting is convened on the Company's website at www.hannover-re.com/en/agm. In addition, the documents will also be available on the Company's aforementioned website during the Annual General Meeting and will be explained at the Annual General Meeting.

The Supervisory Board has approved the separate annual financial statements prepared by the Executive Board and the consolidated financial statements; the separate annual financial statements are thereby adopted. The Annual General Meeting is consequently not required to adopt a resolution on agenda item 1.

2. Resolution on the appropriation of the disposable profit

The Executive Board and the Supervisory Board propose that the disposable profit for the 2025 financial year of EUR 2,545,000,000.00 be appropriated as follows:

Distribution of a dividend of EUR 12.50 per dividend-entitled no-par-value share	EUR 1,507,464,175.00
Profit carried forward to a next account	EUR 1,037,535,825.00
Disposable profit	EUR 2,545,000,000.00

Pursuant to Section 58 (4) Sentence 2 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation), the entitlement to the dividend is due on the third business day following the resolution of the Annual General Meeting, i.e. on 11 May 2026.

3. Resolution ratifying the acts of management of the members of the Executive Board for the 2025 financial year

The Supervisory Board and the Executive Board propose that the acts of management of the members of the Executive Board serving in the 2025 financial year be ratified for this period.

The ratification is to be voted on by way of individual ratification, in other words, separately for each Executive Board member.

The acts of management of the following Executive Board members holding office in the 2025 financial year are to be ratified:

a) Jean-Jacques Henchoz (Chairman until 31 March 2025)
b) Clemens Jungsthöfel (Chairman from 1 April 2025)
c) Sven Althoff
d) Claude Chèvre
e) Dr. Christian Hermelingmeier (from 1 April 2025)
f) Brona Magee
g) Sharon Ooi
h) Silke Sehm
i) Thorsten Steinmann

4. Resolution ratifying the acts of management of the members of the Supervisory Board for the 2025 financial year

The Executive Board and the Supervisory Board propose that the acts of management of the members of the Supervisory Board serving in the 2025 financial year be ratified for this period. The ratification is to be voted on by way of individual ratification, in other words, separately for each Supervisory Board member.

The acts of management of the following Supervisory Board members holding office in the 2025 financial year are to be ratified:

a) Torsten Leue (Chairman)
b) Herbert K. Haas (Deputy Chairman)
c) Ilka Hundeshagen
d) Timo Kaufmann
e) Harald Kayser
f) Sibylle Kempff
g) Dr. Alena Kouba
h) Dr. Ursula Lipowsky
i) Dr. Michael Ollmann

5. Appointment of the auditor of the separate annual financial statements, the auditor of the consolidated financial statements, the auditor for the auditor's review of interim financial statements and interim management reports as well as the auditor of the sustainability report

5.1 Resolution on the appointment of the auditor of the financial statements

On the recommendation of its Finance and Audit Committee, the Supervisory Board proposes that PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Hannover, be appointed as the auditor of the separate annual financial statements and as the auditor of the consolidated financial statements for the 2026 financial year and, if and to the extent that such interim (condensed) financial statements and interim management reports are prepared and reviewed, be appointed as the auditor for the auditor's review of interim (condensed) financial statements and interim management reports for the 2026 financial year, and of the interim (condensed) financial statements and interim management report for the first quarter of the 2027 financial year.

5.2 Resolution on the appointment of the auditor of the sustainability report

On the recommendation of its Finance and Audit Committee, the Supervisory Board proposes that PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Hannover, be appointed as the auditor of the sustainability report for the 2026 financial year.

Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014 and Directives 2004/109/EC, 2006/43/EC and 2013/34/EU concerning sustainability reporting by companies requires a German transposition act. At the time of publication of this convening notice, the directive has not yet been transposed into national law by the German legislator. It is anticipated that the directive will be transposed into German law in 2026. As a consequence, the auditor of the sustainability report is appointed in the event that the German legislator in a transposition act requires the appointment of this auditor by the Annual General Meeting.

5.3 Pursuant to Article 16 (2) Subparagraph 3 of the EU Statutory Audit Regulation (Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014 concerning specific requirements regarding the statutory audit of public-interest entities and repealing Commission Decision 2005/909/EC), the Finance and Audit Committee has declared that its recommendations are free from undue influence by third parties and that no restrictions have been imposed upon it in relation to the selection of a particular statutory auditor (Article 16 (6) of the EU Statutory Audit Regulation).

6. Resolution on the approval of the remuneration report for the 2025 financial year prepared and audited pursuant to Section 162 of the German Stock Corporation Act (AktG)

In accordance with Section 162 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation), the Executive Board and the Supervisory Board have prepared a report on the remuneration granted and owed to the members of the Executive Board and the Supervisory Board in the 2025 financial year, which will be submitted to the Annual General Meeting for approval pursuant to Section 120a (4) AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation).

In accordance with Section 162 (3) AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation), the remuneration report has been reviewed by the auditor to determine whether the disclosures required by law pursuant to Section 162 (1) and (2) AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation) have been made. In addition to statutory requirements, the auditor also conducted an audit of the report's contents. The report on the audit of the remuneration report is attached to the remuneration report.

The Executive Board and the Supervisory Board propose that the remuneration report for the 2025 financial year, prepared and audited in accordance with Section 162 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation), be approved.

The remuneration report is available on the Company's website from the date on which the Annual General Meeting is convened at www.hannover-re.com/en/agm. It will also be available on the aforementioned website during the Annual General Meeting.

7. Resolution on the authorisation to issue convertible bonds, warrant bonds and participating bonds, profit-sharing rights with the possibility of being combined with conversion and/or warrant rights or conversion obligations, as well as subordinated financial instruments without conversion or warrant rights or conversion obligations, insofar as they fall within the scope of Section 221 of the German Stock Corporation Act (AktG), and on the exclusion of subscription rights; resolution on the creation of new conditional capital and the corresponding amendment to the Articles of Association

The Executive Board and the Supervisory Board propose that the following resolution be adopted:

a) Authorisation, volume, nominal amount, term, limitation
The Executive Board shall be authorised, with the consent of the Supervisory Board and subject to the following conditions, until 5 May 2031, on one or more occasions, to issue bearer or registered
- convertible bonds,
- bonds with warrants,
- participating bonds,
- profit-sharing rights,

each of which may also be combined with conversion or option rights or conversion obligations, and/or
- subordinated (hybrid) financial instruments for the creation of own-fund components within the meaning of Section 89 of the German Insurance Supervision Act (VAG) (or any successor provision) or in terms of solvency within the meaning of the Solvency II Directive (Directive 2009/138/EC, as amended from time to time, or any successor provision) and the related national or European Union implementing measures, as amended from time to time, insofar as their issuance requires the approval of the Annual General Meeting pursuant to Section 221 AktG, for example due to profit-dependent interest, the structure of loss participation or other reasons, (hereinafter collectively referred to as the "bonds"), with or without a fixed term, or to provide guarantees for such bonds issued by subordinate Group companies of the Company.

The total nominal amount of the bonds issued may not exceed EUR 4,000,000,000.00.

The bonds may also be issued against non-cash contributions, provided that the value of the non-cash contribution corresponds to the issue price. Subject to compliance with the permissible total nominal amount, the bonds may be issued not only in euros but also in the legal currency of an OECD member state. The bonds may also be issued by subordinate Group companies of the Company.

b) Conversion or option rights or conversion obligations; anti-dilution protection
The bonds, including those issued by subordinate Group companies of the Company, may be combined with conversion or option rights or conversion obligations relating to a total of up to 24,119,426 registered no-par-value shares of the Company (corresponding to 20 % of the current share capital).

If the bonds are combined with conversion or option rights or conversion obligations relating to shares in the Company, the conversion or subscription price per share to be determined must correspond to at least 50 % of the average closing price of the Company's share determined in XETRA trading (or a successor system) on the Frankfurt Stock Exchange on the last ten stock exchange trading days prior to the date of the Executive Board's resolution on the issuance of the bonds. If subscription rights trading takes place, the days of subscription rights trading up to the last stock exchange trading day before the announcement of the conversion or subscription price shall be decisive, unless the Executive Board definitively determines the conversion or subscription price before the commencement of subscription rights trading.

If bonds issued by the Company are combined with conversion or option rights or conversion obligations relating to shares of the Company and, during the term of such bonds, the Company increases its share capital while granting subscription rights to its shareholders or issues further bonds with conversion or option rights or conversion obligations relating to shares of the Company without at the same time granting the holders or creditors of the bonds issued pursuant to this authorisation a subscription right to which they would be entitled after exercising their conversion or option rights or fulfilling any conversion obligations, the conversion or subscription price shall be reduced in accordance with the further terms and conditions of the respective bonds (anti-dilution clause), without prejudice to Section 9 (1) AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation).

In any event, the proportionate amount of the share capital attributable to the shares to be subscribed per bond may not exceed the nominal amount of the bonds.

c) Subscription rights; exclusion of subscription rights
Upon the issuance of the bonds, shareholders shall be granted subscription rights. The bonds may also be offered to a third party, in particular one or more credit institutions, with the obligation to offer them to shareholders for subscription.

However, the Executive Board shall be authorised, with the consent of the Supervisory Board, to exclude shareholders' subscription rights,

- in order to offer bonds carrying conversion or option rights or conversion obligations relating to shares of the Company to selected investors for subscription against cash consideration, provided that the issue price does not materially fall below the theoretical market value of the bonds determined in accordance with recognised financial-mathematical methods and provided that the proportion of shares to be issued in connection with such bonds does not exceed 10 % of the share capital existing at the time this authorisation becomes effective and at the time of the resolution on the utilisation of the authorisation,

- in order to offer the bonds to selected investors for subscription, provided that the issue price does not materially fall below the theoretical market value of the bonds determined in accordance with recognised financial-mathematical methods and provided that the bonds are structured merely in a bond-like manner, i.e. they do not grant membership rights, conversion or option rights or conversion obligations relating to shares of the Company, do not grant participation in liquidation proceeds and the amount of the distribution is not dependent on the annual net profit, disposable profit or dividend,

- to exclude fractional amounts from the subscription right,

- insofar as this is necessary to grant holders or creditors of instruments with conversion or option rights or conversion obligations issued by the Company or by subordinate Group companies relating to shares of the Company a subscription right to bonds to the extent to which they would be entitled after exercising their conversion or option rights or fulfilling any conversion obligations, or

- or insofar as bonds are issued against non-cash contributions, in particular in connection with business combinations or for the (direct or indirect) acquisition of companies, businesses, parts of businesses, shareholdings or other assets or claims to the acquisition of assets, including claims against the Company or its subordinate Group companies.

The total number of shares to be issued under bonds issued pursuant to this authorisation with the exclusion of subscription rights may not exceed a proportionate amount of the share capital of EUR 12,059,713.00 (corresponding to 10 % of the current share capital); shares issued or sold during the term of this authorisation up to the time of its respective utilisation with the exclusion of subscription rights pursuant to Section 186 (3) Sentence 4 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation) shall be counted towards this limit.

d) Further terms and conditions of the bonds
The Executive Board shall be authorised, with the consent of the Supervisory Board, to determine the further details of the issuance and the terms of the bonds, in particular, issue price, denomination, term, amount of the annual distribution, redemption, participation in the distribution of profits and liquidation proceeds, and, in the case of bonds with conversion or option rights, the exercise periods and any conversion obligations, the adjustment of the (possibly variable) conversion/subscription price, the conditions for conversion into shares (including any cash payments by the Company or by the creditor of the bonds in addition to

or instead of conversion), and the details of the delivery of the shares (including whether treasury shares and/or newly issued shares from capital increases are to be used or may be used), as well as in particular such details as are necessary to ensure the eligibility of the bonds as own funds within the meaning of Section 89 of the German Insurance Supervision Act (VAG) (or any successor provision) or in terms of solvency within the meaning of the Solvency II Directive (Directive 2009/138/EC as amended from time to time, or any successor provision) and the related national or European Union implementing measures, as amended from time to time.

e) Creation of new conditional capital
To service the bonds issued pursuant to the authorisation proposed above under a) to d), new conditional capital shall be created.

The share capital shall be conditionally increased by up to EUR 24,119,426.00 through the issuance of up to 24,119,426 new registered no-par-value shares with dividend rights from the beginning of the financial year in which they are issued.

The type of no-par-value shares shall correspond to the type of shares existing at the time of their issuance. The conditional capital increase serves to grant no-par-value shares to the holders or creditors of bonds and/or profit-sharing rights with conversion or option rights or conversion obligations issued by the Company or its subordinate Group companies on the basis of the above authorisation under a. – d. until 5 May 2031.

The new shares shall be issued at the price determined as the conversion or subscription price in accordance with the above authorisation. The conditional capital increase shall only be implemented to the extent that the holders or creditors of the aforementioned bonds or profit-sharing rights exercise their conversion or option rights or fulfil any conversion obligations and to the extent that existing shares of the Company are not used to satisfy such rights.

The Executive Board is authorised to determine the further details of the implementation of the conditional capital increase.

The Supervisory Board is authorised to amend the wording of the Articles of Association accordingly after the issuance of subscription shares from the conditional capital increase or after the expiry of the authorisation granted by the Annual General Meeting of 6 May 2026.

f) With the repeal of the previous Section 6, the following new Section 6 shall be inserted into the Articles of Association:

“Section 6 Conditional Capital

The share capital shall be conditionally increased by up to EUR 24,119,426.00 through the issuance of up to 24,119,426 new registered no-par-value shares with dividend rights from the beginning of the financial year in which they are issued. The type of no-par-value shares shall correspond to the type of shares existing at the time of their issuance. The conditional capital increase serves to grant no-par-value shares to the holders or creditors of bonds (convertible bonds, bonds with warrants and participating bonds) and profit-sharing rights with conversion or option rights or conversion obligations (hereinafter collectively referred to as the “bonds”) issued by the Company or by its subordinate Group companies pursuant to the authorising resolution adopted by the Annual General Meeting of 6 May 2026 under agenda item 7 letters a–d until 5 May 2031.

The shares shall be issued at the price determined as the conversion or subscription price in accordance with the aforementioned authorising resolution. The conditional capital increase shall only be implemented to the extent that the holders or creditors of the aforementioned bonds exercise their conversion or option rights or fulfil any conversion obligations and to the extent that existing shares of the Company are not used to satisfy such rights.

The Executive Board is authorised to determine the further details of the implementation of the conditional capital increase.

The Supervisory Board is authorised to amend the wording of the Articles of Association accordingly after the issuance of subscription shares from the conditional capital increase or after the expiry of the authorisation granted by the Annual General Meeting of 6 May 2026."

The Executive Board declares a voluntary undertaking by which it restricts capital increases from authorised and conditional capital. This undertaking is printed following the agenda under "Reports of the Executive Board to the Annual General Meeting on agenda items 7 to 9".

The report on agenda item 7 is also available from the time of convening the Annual General Meeting on the Company's website at www.hannover-re.com/en/agm. The report will furthermore remain accessible via the aforementioned website of the Company during the Annual General Meeting.

8. Resolution on the creation of new authorised capital with authorisation to exclude subscription rights and the corresponding amendment to the Articles of Association

The Executive Board and the Supervisory Board propose that new authorised capital be created and that the following resolution be adopted:

a) The Executive Board shall be authorised, with the consent of the Supervisory Board, to increase the share capital on one or more occasions until 5 May 2031 by issuing new registered no-par-value shares against cash capital contributions and/or non-cash capital contributions by up to EUR 24,119,426.00 in total (Authorised Capital 2026).

Upon the issuance of new shares of the Company, shareholders shall be granted subscription rights as a matter of principle. The new shares of the Company may also be offered to a third party, in particular one or more credit institutions, with the obligation to offer them to the shareholders for subscription.

However, the Executive Board shall be authorised, with the consent of the Supervisory Board, to exclude shareholders' subscription rights,

- in order to exclude fractional amounts from the subscription right,

- insofar as this is necessary in order to grant the holders or creditors of instruments with conversion or option rights or conversion obligations relating to shares of the Company issued by the Company or by subordinate Group companies of the Company a subscription right to new shares of the Company to the extent to which they would be entitled after exercising their conversion or option rights or fulfilling any conversion obligations, or

- if the proportionate amount of the share capital attributable to the new shares does not exceed 10 % of the share capital existing at the time this authorisation becomes effective and at the time of the resolution on the respective utilisation of the authorisation, and if the issue price per new share does not materially fall below the stock exchange price of the Company's shares already listed on the stock exchange.

Furthermore, the Executive Board is authorised, with the consent of the Supervisory Board, to exclude the subscription right in the case of capital increases against non-cash capital contributions, in particular in connection with business combinations or for the (direct or indirect) acquisition of companies, businesses, parts of businesses, shareholdings or other assets or claims to the acquisition of assets, including claims against the Company or its subordinate Group companies.

The total number of shares issued under this authorisation and under the authorisation pursuant to agenda item 9, with the exclusion of subscription rights against cash capital contributions and non-cash capital contributions, may not exceed a proportionate amount of the share capital of EUR 12,059,713.00 (corresponding to 10 % of the current share capital); shares that are to be issued to service bonds and/or profit-sharing rights with conversion or option rights or a conversion obligation shall be counted towards this limit if the bonds or profit-sharing rights are issued during the term of this authorisation until the time of their respective utilisation with the exclusion of subscription rights; furthermore, shares that are sold during the term of this authorisation until the time of their respective utilisation pursuant to an authorisation to use treasury shares under Section 71 (1) No. 8 Sentence 5 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation) with the exclusion of subscription rights shall also be counted towards this limit.

Furthermore, the Executive Board is authorised, with the consent of the Supervisory Board, to determine the further content of the share rights and the conditions of the share issuance.

The Supervisory Board is authorised to amend the wording of the Articles of Association accordingly following the full or partial utilisation of Authorised Capital 2026 or after the expiry of the period for the utilisation of Authorised Capital 2026.

b) With the repeal of the previous Section 7 (1), the following new Section 7 (1) shall be inserted into the Articles of Association:

"Section 7 Authorised Capital

(1) The Executive Board shall be authorised, with the consent of the Supervisory Board, to increase the share capital on one or more occasions until 5 May 2031 by issuing new registered no-par-value shares against cash capital contributions and/or non-cash capital contributions by up to EUR 24,119,426.00 in total (Authorised Capital 2026).

Upon the issuance of new shares of the Company, shareholders shall be granted subscription rights as a matter of principle. The new shares of the Company may also be offered to a third party, in particular one or more credit institutions, with the obligation to offer them to the shareholders for subscription.

However, the Executive Board is authorised, with the consent of the Supervisory Board, to exclude shareholders' subscription rights,

- to exclude fractional amounts from the subscription right,

- insofar as this is necessary in order to grant the holders or creditors of instruments with conversion or option rights or conversion obligations relating to shares of the Company issued by the Company or by subordinate Group companies of the Company a subscription right to new shares of the Company to the extent to which they would be entitled after exercising their conversion or option rights or fulfilling any conversion obligations, or

- if the proportionate amount of the share capital attributable to the new shares does not exceed 10 % of the share capital existing at the time this authorisation becomes effective and at the time of the resolution on the respective utilisation of the authorisation, and if the issue price per new share does not materially fall below the stock exchange price of the Company's shares already listed on the stock exchange.

Furthermore, the Executive Board is authorised, with the consent of the Supervisory Board, to exclude the subscription right in the case of capital increases against non-cash capital contributions, in particular in connection with business combinations or for the (direct or indirect) acquisition of companies, businesses, parts of businesses, shareholdings or other assets or

claims to the acquisition of assets, including claims against the Company or its subordinate Group companies.

The total number of shares issued under this authorisation and under the authorisation pursuant to Section 7 (2) of the Articles of Association, with the exclusion of subscription rights against cash capital contributions and non-cash capital contributions, may not exceed a proportionate amount of the share capital of EUR 12,059,713.00 (corresponding to 10 % of the current share capital); shares that are to be issued to service bonds and/or profit-sharing rights with conversion or option rights or a conversion obligation shall be counted towards this limit if the bonds or profit-sharing rights are issued during the term of this authorisation until the time of their respective utilisation with the exclusion of subscription rights; furthermore, shares that are sold during the term of this authorisation until the time of their respective utilisation pursuant to an authorisation to use treasury shares under Section 71 (1) No. 8 Sentence 5 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation) with the exclusion of subscription rights shall also be counted towards this limit.

Furthermore, the Executive Board is authorised, with the consent of the Supervisory Board, to determine the further content of the share rights and the conditions of the share issuance.

The Supervisory Board is authorised to amend the wording of the Articles of Association accordingly following the full or partial utilisation of Authorised Capital 2026 or after the expiry of the period for the utilisation of Authorised Capital 2026."

The Executive Board declares a voluntary undertaking by which it restricts capital increases from authorised and conditional capital. This undertaking is printed following the agenda under "Reports of the Executive Board to the Annual General Meeting on agenda items 7 to 9".

The report on agenda item 8 is also available from the time of convening the Annual General Meeting on the Company's website at www.hannover-re.com/en/agm. The report will furthermore remain accessible via the aforementioned website of the Company during the Annual General Meeting.

9. Resolution on the possibility of using part of Authorised Capital 2026 to issue shares to employees of the Company or subordinate Group companies with the exclusion of subscription rights and the corresponding amendment to the Articles of Association

The Executive Board and the Supervisory Board propose that the authorisation in Section 7 (2) of the Articles of Association concerning the use of a portion of authorised capital be renewed and that the following resolution be adopted:

a) The Executive Board shall be authorised, with the consent of the Supervisory Board, to use an amount of up to EUR 1,000,000 of the Authorised Capital 2026 resolved under agenda item 8 through the issuance of new registered no-par-value shares as employee shares. For this purpose, the Executive Board is authorised, with the consent of the Supervisory Board, to exclude shareholders' subscription rights in order to issue the new shares to persons who are in an employment relationship with the Company or with a subordinate Group company of the Company. The authorisation may be used on one or more occasions, but only up to the total amount specified in Sentence 1.

b) With the repeal of the previous Section 7 (2), the following new Section 7 (2) shall be inserted into the Articles of Association:

"(2) The Executive Board shall be authorised, with the consent of the Supervisory Board, to use an amount of up to EUR 1,000,000 of the Authorised Capital 2026 existing pursuant to paragraph 1 by issuing new registered no-par-value shares as employee shares. For this purpose, the Executive Board is authorised, with the consent of the Supervisory Board, to exclude shareholders' subscription rights in order to issue the new shares to persons who are in an employment relationship with the Company or with a subordinate Group company of

the Company. The authorisation may be used on one or more occasions, but only up to the total amount specified in Sentence 1."

The Executive Board declares a voluntary undertaking by which it restricts capital increases from authorised and conditional capital. This undertaking is printed following the agenda under "Reports of the Executive Board to the Annual General Meeting on agenda items 7 to 9".

The report on agenda item 9 is also available from the time of convening the Annual General Meeting on the Company's website at www.hannover-re.com/en/agm. The report will furthermore remain accessible via the aforementioned website of the Company during the Annual General Meeting.

Reports of the Executive Board to the Annual General Meeting on agenda items 7 to 9

Report of the Executive Board on agenda item 7 pursuant to Sections 203 (2), 221 (4) in conjunction with Section 186 (4) Sentence 2 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation)

By resolutions of the Annual General Meeting of 5 May 2021 under agenda item 5, the Executive Board has to date been authorised, with the consent of the Supervisory Board, to issue certain convertible bonds, bonds with warrants, participating bonds and/or profit-sharing rights with conversion or option rights or conversion obligations relating to shares of the Company, as well as subordinated financial instruments without conversion or option rights or conversion obligations, insofar as they fall within the scope of Section 221 AktG (hereinafter collectively referred to as "bonds"). This authorisation expires on 4 May 2026. Given this, under agenda item 7 the Executive Board and the Supervisory Board request that the shareholders of the Company renew the authorisation to issue such instruments with a term until 5 May 2031.

The bonds may in each case be provided with conversion or option rights or conversion obligations relating to shares of the Company. This provides the holders or creditors of the bonds with the opportunity to acquire shares of the Company either by converting the consideration they have already provided to the Company into equity (conversion right) or by making an additional contribution to the Company's equity (option right). In connection with an issue, the Company may also resolve that the bonds issued are to be converted into shares of the Company at the request of the Company (conversion obligation). For the delivery of shares upon the exercise of conversion or option rights or the fulfilment of conversion obligations, the proposed resolution provides the Company with conditional capital of up to EUR 24,119,426.00, enabling the Company to issue up to 24,119,426 new shares (corresponding to 20 % of the current share capital).

In terms of the volume of the maximum number of new shares that may be issued, the proposed authorisation therefore corresponds to the existing authorisation of 5 May 2021.
For the sake of clarification, the proposed authorisation also includes the issuance of subordinated (hybrid) financial instruments for the creation of regulatory own-fund components. Such own-fund components are of particular importance for (re)insurance companies, as European and national regulations require an adequate level of own funds. Such adequate own-fund coverage does not necessarily have to consist exclusively of equity in the traditional sense but may also include bonds that fulfil certain loss-participation criteria. Where such bonds that are eligible for recognition as regulatory own funds do not already fall within the usual categories of convertible bonds, bonds with warrants, participating bonds and/or profit-sharing rights with conversion or option rights or conversion obligations, but require approval of the Annual General Meeting pursuant to Section 221 AktG due to the structure of loss participation, profit-dependent interest or other reasons, the possibility of issuing such instruments is intended to be created. It is in the interest of the Company to be able to issue such instruments in order to comply with regulatory own-fund requirements or for efficient capital management.

The maximum total nominal amount of the bonds is to be increased from EUR 2,000,000,000.00 to EUR 4,000,000,000.00. This adjustment reflects the increase in the stock market price of the Company's share since the adoption of the previous authorisation.

In the opinion of the Executive Board, the types of bonds proposed under agenda item 7 (bearer or registered convertible bonds, bonds with warrants, participating bonds and/or profit-sharing rights, as well as subordinated financial instruments without conversion or option rights or conversion obligations insofar as they fall within the scope of Section 221 AktG) primarily serve the purpose of enabling the Company to strengthen its capital base quickly and flexibly whenever necessary.

Leaving the terms and conditions of the bonds largely open at the present time allows the Company, in the opinion of the Executive Board, to respond appropriately to the prevailing market conditions and raise new capital at the lowest possible cost. At the same time, taking into

account the requirements of Section 89 of the German Insurance Supervision Act (VAG) (or any successor provision) and the Solvency II Directive (Directive 2009/138/EC), as amended from time to time, together with the relevant national or European implementing measures, the Company can thereby improve its own-fund position. Purely as a precaution, the proposed authorisation is also intended to create the possibility of using such bonds in a manner similar to authorised capital for the liquidity-preserving acquisition of assets, in particular in connection with business combinations or for the (direct or indirect) acquisition of companies or parts of companies, shareholdings or other assets. In practice, however, such use is likely to be of lesser importance compared with the use of authorised capital, depending on the circumstances of the individual case.

When issuing bonds, the Company's shareholders shall be granted a subscription right pursuant to Section 221 (4) AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation). The authorisation requested under agenda item 7 is intended to enable the Company, in certain cases explained in detail below, to exclude shareholders' subscription rights, although this possibility is limited in amount in order to prevent possible dilution of the interests of shareholders whose subscription rights are excluded.
Overall, the total number of shares to be issued under bonds issued pursuant to the proposed authorisation with the exclusion of subscription rights may not exceed a proportionate amount of the share capital of EUR 12,059,713.00 (corresponding to 10 % of the current share capital). Shares issued or sold during the term of the authorisation up to the time of its respective utilisation with the exclusion of subscription rights pursuant to a corresponding authorisation in direct or analogous application of Section 186 (3) Sentence 4 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation) shall be counted towards this limit.

Irrespective of whether such authorisations permitting the exclusion of subscription rights are utilised individually or cumulatively, the overall limit of 10 % of the share capital pursuant to Section 186 (3) Sentence 4 AktG must not be exceeded. For example, the Company could not utilise the authorisation proposed under agenda item 8 to issue shares from authorised capital with the exclusion of subscription rights in the amount of 5 % of the share capital and additionally issue bonds with the exclusion of subscription rights that permit conversion into shares in the amount of 10 % of the share capital. This would conflict with the overall limitation of the exclusion of subscription rights to 10 % of the current share capital.

In detail, the exclusion of subscription rights is intended to be possible in the following cases:

- For the issuance of bonds that are provided with conversion or option rights or conversion obligations relating to shares of the Company, the Executive Board is to be authorised, with the consent of the Supervisory Board, in corresponding application of Section 186 (3) Sentence 4 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation), to exclude shareholders' subscription rights, provided that the issue price of the bonds does not materially fall below the theoretical market value of the bonds determined in accordance with recognised financial-mathematical methods. Such an exclusion of subscription rights may be necessary if a bond issue is to be placed quickly in order to take advantage of favourable market conditions. In this case, excluding subscription rights provides the Company with the necessary flexibility to take advantage of a favourable stock market situation at short notice. By contrast, issuing the bonds with subscription rights may be less attractive, as the issue price would have to be determined at a very early stage in order to observe the subscription period. In periods of high market volatility, this could require significant price discounts.
  Shareholders' interests are safeguarded because the bonds may not be issued materially below market value, so that the value of the subscription right is in practice close to zero.

- Furthermore, the Executive Board, with the consent of the Supervisory Board, is to be authorised to exclude subscription rights where the bonds are not structured in a share-equivalent or share-like manner, i.e. in particular they do not grant participation in profits or liquidation proceeds and are not combined with conversion or option rights or conversion obligations. Provided that the bonds are structured in a bond-like manner, the

membership rights of the shareholders will not be affected; neither voting rights, nor the proportionate entitlement to dividends, nor the share in the Company's assets would be altered by an issuance of Bonds with the exclusion of subscription rights. An additional requirement is that the issue price of such bonds must not materially fall below the theoretical market value of the bonds determined in accordance with recognised financial-mathematical methods, so that no significant value of subscription rights would arise in this respect. By contrast, the possibility of excluding subscription rights enables the Executive Board to take advantage of a low interest rate environment or favourable demand conditions for an issuance flexibly and at short notice. This allows it to significantly reduce placement risk. In the case of an issue with subscription rights, however, a risk would exist, depending on market conditions, that the terms once determined might no longer be in line with market conditions by the time of the actual placement on the market. The Company would therefore run the risk either of not being able to place the bonds at all, or of placing them on terms that are too favourable to investors. Neither outcome would be in the interest of the Company or its shareholders.

- The Executive Board is also to be authorised, with the consent of the Supervisory Board, in the case of the issuance of bonds while in principle preserving shareholders' subscription rights, to exclude subscription rights for fractional amounts. This may be necessary where a practicable subscription ratio could not otherwise be achieved. The value of such fractional amounts is normally minimal for the individual shareholder. The potential dilutive effect is also negligible owing to the restriction to fractional amounts. The Company will endeavour to utilise any resulting fractional amounts in the best possible way in the interests of the shareholders.

- Subscription rights are also to be excluded insofar as this is necessary to grant the holders or creditors of instruments with conversion or option rights or conversion obligations a subscription right to the same extent as they would have been entitled to had they already exercised their conversion or option rights. Financing instruments of the type described here regularly contain so-called anti-dilution clauses in their terms and conditions in the event that the Company issues further financing instruments or shares to which shareholders are granted subscription rights. In order to ensure that the value of such financing instruments is not adversely affected by such measures, the holders or creditors of those instruments are usually compensated by either reducing the conversion or subscription price or by granting them a subscription right to the subsequently issued financing instruments or shares. In order to preserve the greatest possible flexibility in this respect, the Executive Board, with the consent of the Supervisory Board, is also to be granted the possibility of excluding subscription rights in such cases. This facilitates the placement of such instruments and thereby ultimately contributes to an optimal financial structure for the Company.

- Finally, the Executive Board is to be authorised, with the consent of the Supervisory Board, to exclude subscription rights in order to issue bonds against non-cash capital contributions. The authorisation to issue bonds against non-cash capital contributions is intended to enable the Company to use such financing instruments also in connection with the acquisition of assets. This may be relevant in particular in connection with business combinations or the (direct or indirect) acquisition of companies, businesses, parts of businesses or shareholdings. In such cases, sellers sometimes insist on receiving consideration in a form other than cash or not exclusively in cash. In these circumstances it may be an attractive alternative to offer bonds with conversion or option rights or obligations or profit-sharing rights, instead of, or in addition to, shares or cash consideration. This option increases the Company's flexibility and competitiveness in acquisitions.
  In such cases the Company will always examine whether an alternative method of acquiring the asset is available that would have less impact on shareholders' interests. Accordingly, in the case of acquisitions against non-cash contributions, it will regularly be examined whether, for example, instead of excluding subscription rights, shareholders not participating in the contribution transaction could be granted a parallel subscription right against a cash contribution. In addition, shareholders' interests are safeguarded by the

fact that the Executive Board will carefully examine whether the value of the non-cash contribution is appropriate in relation to the value of the instruments issued.

To service the bonds issued on the basis of the authorisation described above, new conditional capital will be created. For this purpose, Section 6 of the Articles of Association will be revised. During the entire term of the authorisation, the Supervisory Board will also be authorised to amend the wording of the Articles of Association accordingly after the issuance of subscription shares from the conditional capital increase or after the expiry of the authorisation granted by the Annual General Meeting of 6 May 2026.

At present, no use of the authorisation described above is planned. In any event, the Executive Board will report to the next Annual General Meeting on any utilisation of this authorisation.

Report of the Executive Board on agenda items 8 and 9 pursuant to Sections 203 (2) in conjunction with Section 186 (4) Sentence 2 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation)

The Company last resolved on authorised capital at the Annual General Meeting held on 5 May 2021, the validity of which expires on 4 May 2026. Given this, under agenda items 8 and 9 the Executive Board and the Supervisory Board request that the shareholders of the Company approve the creation of new authorised capital with a term until 5 May 2031. The proposed authorisation framework remains limited to 20 % of the currently existing share capital (EUR 24,119,426.00) and therefore corresponds in amount to the previous authorisation of 5 May 2021.

As is currently the case, the new authorised capital is intended to provide the Executive Board with an effective instrument enabling it to respond promptly to current market developments, in particular to favourable stock market conditions. This may be appropriate, for example, in order to secure the Company's competitive position or maintain its rating, so that the proposed authorisation represents a flexible instrument enabling the Company's capital base to be strengthened also at short notice. The importance of such instruments also reflects the current situation in the capital markets, which are increasingly characterised by rapidly changing geopolitical and trade policy factors. In addition, in the current situation in the reinsurance industry, there may arise both short-term opportunities to strengthen the Company's competitive position, such as through corporate acquisitions, and possible requirements for capital measures. In such differing situations, the Company should be able to respond quickly and flexibly without having to wait for the next Annual General Meeting.

In principle, shareholders must be granted subscription rights in the event of capital increases from authorised capital. The granting of subscription rights may also be structured in such a way that the new shares are subscribed for by a credit institution with the obligation to offer them to shareholders by way of so-called "indirect subscription rights".
However, the proposed resolutions provide that the Executive Board, with the consent of the Supervisory Board, may exclude subscription rights in order to exclude fractional amounts, to protect against dilution for holders or creditors of instruments with conversion or option rights or conversion obligations, under the conditions set out in Section 186 (3) Sentence 4 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation), for the issuance of shares against non-cash capital contributions, and for the issuance of employee shares. These provisions correspond to the substantive conditions of the current authorised capital.

However, the authorisation to exclude subscription rights is limited in total amount in order to prevent potential dilution of the shareholdings of shareholders whose subscription rights are excluded. Overall, the total number of shares issued under authorised capital with the exclusion of subscription rights may not exceed a proportionate amount of the share capital of EUR 12,059,713.00 (corresponding to 10 % of the current share capital). Shares to be issued to service bonds and/or profit-sharing rights with conversion or option rights or a conversion obligation shall be counted towards this limit if the bonds or profit-sharing rights are issued during the term of the authorisations proposed under agenda items 8 and 9 and prior to their respective utilisation with the exclusion of subscription rights. Shares that are sold during the term of this

authorisation until the time of its respective utilisation pursuant to an authorisation to use treasury shares in accordance with Section 71 (1) No. 8 Sentence 5 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation) with the exclusion of subscription rights shall also be counted towards this limit.

Irrespective of whether such authorisations permitting the exclusion of subscription rights are utilised individually or cumulatively, the overall limit of 10 % of the share capital pursuant to Section 186 (3) Sentence 4 AktG must not be exceeded. For example, the Company could not utilise the authorisation proposed under agenda item 7 to issue bonds with the exclusion of subscription rights that allow conversion into shares representing 5 % of the share capital, and additionally issue shares from authorised capital representing 10 % of the share capital with the exclusion of subscription rights. This would conflict with the overall limitation of the exclusion of subscription rights to 10 % of the current share capital.

In detail, the exclusion of subscription rights is intended to be possible in the following cases:

- The Executive Board is to be authorised, with the consent of the Supervisory Board, in the case of the issuance of new shares, while in principle preserving shareholders' subscription rights, to exclude subscription rights for fractional amounts. This may be necessary where a practicable subscription ratio could not otherwise be achieved. The value of such fractional amounts is normally minimal for the individual shareholder. The potential dilutive effect is also negligible owing to the restriction to fractional amounts. The Company will endeavour to utilise any resulting fractional amounts in the best possible way in the interests of the shareholders.

- Subscription rights are also to be excluded insofar as this is necessary to grant the holders or creditors of instruments with conversion or option rights or conversion obligations a subscription right to the same extent as they would have been entitled to had they already exercised their conversion or option rights. Financing instruments such as bonds regularly contain so-called anti-dilution clauses in their terms and conditions in the event that the Company issues further financing instruments or shares to which shareholders are granted subscription rights. In order to ensure that the value of such financing instruments is not adversely affected by such measures, the holders or creditors of those instruments are usually compensated by either reducing the conversion or subscription price or by granting them a subscription right to the subsequently issued financing instruments or shares. In order to preserve the greatest possible flexibility in this respect, the Executive Board, with the consent of the Supervisory Board, is also to be granted the possibility of excluding subscription rights in such cases. This facilitates the placement of such instruments and thereby ultimately contributes to an optimal financial structure for the Company.

- The Executive Board is also to be authorised, with the consent of the Supervisory Board, to issue shares representing a proportionate amount of up to 10 % of the share capital existing at the time this authorisation becomes effective and at the time of the resolution on its utilisation, at a price close to the stock exchange price, with the exclusion of subscription rights pursuant to Section 186 (3) Sentence 4 AktG (in conjunction with Article 9 (1) (c) (ii) of the SE Regulation). This authorisation is intended to enable the Executive Board to take advantage of favourable stock market conditions and to place shares at short notice, in particular with institutional investors. In this case, the exclusion of subscription rights allows the Company to act quickly and flexibly and to place the shares at a price close to the stock exchange price. By comparison, issuing shares while granting subscription rights may be less attractive, as the issue price must be determined at a very early stage in order to observe the subscription period. In periods of high market volatility, this could require significant price discounts.
  Shareholders' interests are safeguarded in this case by the requirement that the new shares may not be issued at a price materially below the stock exchange price, with the result that the value of the subscription right in such cases is practically reduced to zero.

- Finally, the Executive Board, with the consent of the Supervisory Board, is also to be authorised to exclude subscription rights in order to be able to issue shares against non-cash capital contributions in the future. As with the conditional capital, the authorisation to issue shares against non-cash capital contributions is intended to enable the Company to use shares of the Company also in connection with the acquisition of assets. This may be relevant in particular in connection with business combinations or the (direct or indirect) acquisition of companies, businesses, parts of businesses or shareholdings. In such cases, sellers sometimes insist on receiving consideration in a form other than cash or not exclusively in cash. In such circumstances, it may be an attractive alternative to offer new shares instead of or in addition to cash consideration. This option increases the Company's flexibility and competitiveness in acquisitions.

  In such cases the Company will always examine whether an alternative method of acquiring the asset is available that would have less impact on shareholders' interests. Accordingly, in the case of acquisitions against non-cash contributions, it will regularly be examined whether, for example, instead of excluding subscription rights, shareholders not participating in the contribution transaction could be granted a parallel subscription right against a cash contribution. The Executive Board shall further take account of the interests of the shareholders by carefully reviewing whether the value of the non-cash contribution is commensurate with the value of the new shares.

With the authorisation to use a portion of Authorised Capital 2026 pursuant to agenda item 9, the Executive Board, with the consent of the Supervisory Board, is also to be authorised to issue new shares to employees of the Company (employee shares). For this purpose, it is also necessary to exclude shareholders' statutory subscription rights in order to achieve the purpose of the authorisation. In the past, the Company has offered employee share participation programmes on several occasions. The exclusion of shareholders' subscription rights is justified by the advantages that an employee share participation programme provides for the Company and therefore also for its shareholders. The issuance of shares to employees is regarded by the Executive Board and the Supervisory Board as an important instrument for the long-term retention of employees and is therefore of particular interest to the Company. In addition, the granting of employee shares as a form of remuneration benefits from tax allowances. When determining the issue price, a discount customary for employee shares may be granted. However, this does not result in any relevant dilution for shareholders, as less than 1 % of the current share capital is affected by the exclusion of subscription rights.

Throughout the entire term of the authorisation, the Supervisory Board is also authorised to amend the wording of the Articles of Association accordingly following the full or partial utilisation of Authorised Capital 2026 or after the expiry of the period for the utilisation of Authorised Capital 2026.

At present, no use of the authorisations described above is planned. In any event, the Executive Board will report to the next Annual General Meeting on any utilisations of this authorisation.

Voluntary undertaking by the Executive Board with regard to potential increases of the share capital from authorised and conditional capital

Under agenda items 7 to 9, the Annual General Meeting is to be asked to approve new authorisations for the issuance of bonds (including corresponding conditional capital) and the creation of new Authorised Capital 2026.
In this context, the Executive Board declares the following voluntary undertaking: We will increase the share capital of the Company from the proposed Authorised Capital 2026 and the proposed conditional capital by no more than a total of 20 % of the share capital existing at the time these authorisations become effective. This voluntary undertaking shall take effect upon the effectiveness of the resolutions proposed under agenda items 7 to 9. It shall terminate prematurely if a future Annual General Meeting adopts a new authorisation for the issuance of bonds (including corresponding conditional capital) and/or new authorised capital, and the Executive Board submits, in connection with the proposed resolutions to the Annual General Meeting, a new arrangement replacing this voluntary undertaking.

Notes about participation and the exercise of voting rights

Shareholder Portal

The Company has established an online service for shareholders in connection with the Annual General Meeting. The Shareholder Portal can be accessed via the website www.hannover-re.com/en/shareholder-portal. Detailed information can be found in the reply form enclosed with the invitation documents as well as on the Company's website at www.hannover-re.com/en/agm. Shareholders will find their personal access data for using the Shareholder Portal in the invitation documents that have been sent to them. Shareholders who receive their invitation to the Annual General Meeting by e-mail will find their login information in this e-mail.

The Shareholder Portal is expected to be available from 23 March 2026.

Registration for the Annual General Meeting

Shareholders are entitled to participate in the Annual General Meeting and to exercise their voting rights and other participation-related shareholder rights if they have registered by **no later than 29 April 2026, 24.00 hours (CEST) (time of receipt)**

in writing to the postal address:
Hauptversammlung Hannover Rück SE
c/o ADEUS Aktienregister-Service-GmbH
Postfach 57 03 64
22772 Hamburg

or electronically via the Shareholder Portal: www.hannover-re.com/en/shareholder-portal

or electronically at the following e-mail address: hv-service.hannover-rueck@adeus.de

and are entered in the share register for the registered shares at the time of the Annual General Meeting.

Shares are not blocked as a consequence of registration for the Annual General Meeting; as a consequence, shareholders also remain free to dispose of their shares after registration. However, a disposition of shares may affect the entitlement to attend the Annual General Meeting and the right to exercise shareholders' rights, as the shareholding recorded in the share register at the time of the Annual General Meeting is decisive for this purpose. This shareholding will correspond to the shareholding registered in the share register as of **29 April 2026, 24.00 hours (CEST)** (= technical record date) as, for technical reasons, no further transfer entries will be made in the share register between the expiry of the registration deadline and the end of the Annual General Meeting, i.e. between 30 April 2026, 00.00 hours (CEST) and 6 May 2026, 24.00 hours (CEST) inclusive.

Procedure for voting by an authorised representative

Within the framework of the statutory provisions, shareholders have the option of having their voting rights be exercised by an authorised representative, such as an intermediary (such as a bank), a shareholders' association, a voting advisor or a person who offers to exercise shareholders' voting rights at the Annual General Meeting on a commercial basis. In this case, too, proper registration must be ensured in accordance with the requirements set out above under **"Registration for the Annual General Meeting"**.

The granting of the power of attorney, its amendment, its revocation and the proof of authorization must be provided to the Company in text form. This can be done by post **until 5 May 2026, 24.00 hours (CEST) (time of receipt)** at the address stated above under **"Registration for**

the Annual General Meeting". Please use the reply form enclosed with the registration documents for this purpose.

In addition, **until the Chair of the meeting concludes the voting at the Annual General Meeting on 6 May 2026** the **Shareholder Portal** is available for this purpose at www.hannover-re.com/en/shareholder-portal and the e-mail address mentioned above under **"Registration for the Annual General Meeting"**.

Powers of attorney already granted may be amended or revoked at any time up to the aforementioned times. If multiple authorisations are received, the last authorisation received takes precedence.

In cases where an intermediary, shareholder association or other person or institution specified in Section 135 (8) AktG is authorised, the procedure, form and revocation of the power of attorney are subject to special rules. Please consult with the relevant intermediary, the relevant shareholder association, or other person or institution specified in Section 135 (8) AktG, for further details. If intermediaries are registered in the share register, such intermediaries may only exercise the voting right attached to shares they do not own on the basis of authorisation from the shareholder.

If the shareholder authorises more than one person, the Company is entitled in accordance with Section 134 (3) Sentence 2 AktG in conjunction with Article 10 (2) of the Shareholder Rights Directive (Directive 2007/36/EC of the European Parliament and of the Council of 11 July 2007 on the exercise of certain rights of shareholders in listed companies) to reject one or more of these persons unless the shareholder holds shares in the Company in more than one securities account and authorises one person for the shares held in each individual securities account.

For the exercise of shareholder rights by authorised representatives, the instructions on voting rights and voting as well as on the exercise of further shareholder rights contained in this convening notice apply accordingly.

Pursuant to Section 16 (3) of the Articles of Association, the Company has designated Mr. Axel Bock (Investor & Rating Agency Relations) and Mr. Rainer Filitz (Group Legal Services), as proxies with the right to authorise a sub-proxy who can similarly be authorised to cast votes. The Company's designated proxies exercise the voting right solely on the basis of the instructions issued by the shareholder or authorised representative. The granting of, and amendments to, the power of attorney and instructions issued to the Company's designated proxies can be sent by post **until no later than 5 May 2026, 24.00 hours (CEST) (time of receipt)** to the address indicated above under **"Registration for the Annual General Meeting"**, provided that you have registered properly.

The **Shareholder Portal** is **also available** for this purpose at www.hannover-re.com/en/shareholder-portal and the aforementioned e-mail address under **"Registration for the Annual General Meeting"**, which can be used to grant and amend the power of attorney and instructions issued to the Company's designated proxies **until the Chair of the meeting concludes the voting at the Annual General Meeting on 6 May 2026**.

Here too, powers of attorney and instructions already issued may be amended or revoked at any time up to the aforementioned times. If multiple authorisations are received, the last authorisation received takes precedence.

The personal attendance of a shareholder or of an authorised representative at the Annual General Meeting shall automatically be deemed to constitute a revocation of the power of attorney and voting instructions previously issued to the Company's designated proxies.

Please note that the Company's designated proxies will neither before nor during the Annual General Meeting accept instructions regarding requests for information, the submission of procedural motions, countermotions, other motions or election nominations, statements, requests

to have questions recorded in the minutes or the lodging of objections to resolutions of the Annual General Meeting.

Please also note that – even when using the Shareholder Portal – you cannot exercise your voting rights through an authorised representative for possible votes on procedural motions, countermotions or election nominations, or other motions that are first submitted during the Annual General Meeting and were not communicated prior to the Annual General Meeting.

Procedure for postal voting

Shareholders may cast their votes by postal voting. Only those shareholders who are entered in the share register on the date of the Annual General Meeting and who have registered in due time according to the conditions specified above under **"Registration for the Annual General Meeting"** are eligible to exercise voting rights by way of postal voting. Postal votes and any amendments or revocations of postal votes may be submitted by **no later than 5 May 2026, 24.00 hours (CEST) (time of receipt)** by post using the reply form enclosed with the registration documents to the address stated above under **"Registration for the Annual General Meeting"**, provided that proper registration has been made.

In addition, the **Shareholder Portal** at www.hannover-re.com/en/shareholder-portal and the e-mail address provided above under **"Registration for the Annual General Meeting"** are **also available** for this purpose, via which voting rights can be exercised by means of **electronic absentee voting until the Chair of the meeting concludes the voting at the Annual General Meeting on 6 May 2026**.

Votes already issued may be amended or revoked at any time up to the aforementioned times. If multiple votes are received, the last vote received takes precedence.

The personal attendance of a shareholder or of an authorised representative at the Annual General Meeting shall automatically be deemed to constitute a revocation of any postal votes previously submitted.

Please note that – even when using the Shareholder Portal – you cannot exercise your postal vote through an authorised representative for possible votes on procedural motions, countermotions or election nominations, or other motions that are first submitted during the Annual General Meeting and were not communicated prior to the Annual General Meeting.

Transmission of information by intermediaries via SWIFT

In addition to the aforementioned methods of registration and voting, registration, requests for admission tickets, the granting of powers of attorney and the issuing of voting instructions, as well as any amendments to these may also be transmitted by intermediaries via **SWIFT** in accordance with Section 67c AktG. Authorised SWIFT participants are requested to use:

BIC: ADEUDEMMXXX

Instructions are possible only via SWIFT in accordance with ISO 20022. The shareholder's number (Company Register Shareholder Identification) must form part of a valid instruction. Registrations via SWIFT must be received by the Company no later than the final registration date (SWIFT Enrolment Market Deadline), i.e. **by 29 April 2026, 24.00 hours (CEST)**. Amendments to requests for admission tickets, **powers of attorney and voting instructions transmitted via SWIFT are still possible thereafter and must be received by the Company by 5 May 2026, 12.00 hours (CEST)** (SWIFT Vote Market Deadline).

Information about shareholders' rights

Applications to amend the agenda at the request of a minority pursuant to Article 56 Clauses 2 and 3 SE Regulation (SE-VO), Section 50 (2) SE Implementation Act (SEAG), Section 122 (2) AktG

Shareholders whose interests jointly reach one twentieth (5 %) of the share capital or the pro rata amount of EUR 500,000.00 may request that items be placed on the agenda and be published. This quorum is required for applications to amend the agenda by shareholders of a European company (SE) pursuant to Article 56 Sentence 3 of the SE Regulation (SE-VO) in conjunction with Section 50 (2) of the SE Implementation Act (SEAG). Each new item must be accompanied by a justification and a proposed resolution. The request must be addressed to the Executive Board and the Company must receive it by **no later than 5 April 2026, 24.00 hours (CEST)** at the address indicated below in the paragraph **"Shareholder countermotions and election nominations pursuant to Sections 126 (1), 127 AktG"**.

Applications to amend the agenda that must be announced – unless they were already published at the time when the notice of the meeting was issued – are to be published in the German Federal Gazette (Bundesanzeiger) without delay upon receipt of the motion. They are also published on the website at www.hannover-re.com/en/agm and communicated pursuant to Section 125 (1) Sentence 3 AktG.

Shareholder countermotions and election nominations pursuant to Sections 126 (1), 127 AktG

Prior to the Annual General Meeting, each shareholder is entitled to submit countermotions to proposals by the Executive Board and/or the Supervisory Board on specific agenda items as well as to nominations for the elections on the agenda (Sections 126 (1), 127 AktG).

Countermotions by shareholders will be made available subject to Section 126 (2) AktG and election nominations will be made available subject to Sections 127 Sentence 1, 126 (2), 127 Sentence 3 AktG exclusively on the Internet at www.hannover-re.com/en/agm if the requirements described below are met. Such disclosure shall include the name of the shareholder, the statement of reasons and any statement by the management.

Countermotions to be made accessible must be directed against a proposal by the Executive Board and/or Supervisory Board and must be made in respect of a specific item on the agenda, together with the reasons for the countermotion. Election nominations to be made accessible must be made for the elections on the agenda; they do not have to be accompanied by a statement of reasons.

Countermotions to be made accessible with reasons against a proposal by the Executive Board and/or Supervisory Board concerning a specific agenda item and nominations by shareholders for elections on the agenda must be received by the Company **at the latest by 21 April 2026, 24.00 hours (CEST)** at the address below:

Hannover Rück SE, Attn. Investor & Rating Agency Relations (Hauptversammlung)

- by post: Karl-Wiechert-Allee 50 30625 Hannover, Germany
- electronically: hauptversammlung@hannover-re.com.

Countermotions and election nominations from shareholders addressed elsewhere will not be made available in accordance with Sections 126 (1), 127 AktG.

Please note that countermotions or election nominations submitted to the Company in writing in advance will be considered at the Annual General Meeting only if they are made orally during the Annual General Meeting. The right of every shareholder to submit countermotions or election nominations during the Annual General Meeting with respect to the various agenda items, even without prior submission to the Company, remains unaffected.

Shareholders' right to information pursuant to Section 131 (1) AktG

Shareholders participating in the Annual General Meeting are granted a right to information pursuant to Section 131 (1) AktG, i.e., upon request they are to be provided with information by the Executive Board at the Annual General Meeting about the Company's affairs, including the Company's legal and business relations with an affiliated company, and about the situation of the Group and the companies included in the consolidated financial statements, to the extent that such information is necessary for a proper assessment of an agenda item. Requests for information must be submitted orally during the Annual General Meeting in the course of the general debate.

The Executive Board may refrain from answering individual questions for the reasons specified in Section 131 (3) AktG. If shareholders are refused information, they may, pursuant to Section 131 (5) AktG, request that their question and the reason for which the information was refused be noted in the notarial record.

If shareholders have been provided with information outside the Annual General Meeting in their capacity as a shareholder, such information must be provided to any other shareholder at the shareholder's request in the Annual General Meeting, even if it is unnecessary for the proper assessment of the agenda item (cf. Section 131 (4) Sentence 1 AktG).

Note about the shareholder hotline

If you have any questions about the Annual General Meeting, please contact us by e-mail at hv-service.hannover-rueck@adeus.de. You can also call the Hannover Rück SE shareholder hotline on +49 (0) 89 201 903 96 from Monday to Friday from 9.00 a.m to 5.00 p.m. (CEST). Further information is also available on our website at www.hannover-re.com/en/agm.

Information about shareholders' rights

Further information regarding the rights of shareholders pursuant to Article 56 Sentences 2 and 3 of the SE Regulation, Section 50 (2) of the SE Implementation Act (SEAG) and Sections 122 (2), 126 (1), 127 and 131 (1) AktG are also available on the Internet at: www.hannover-re.com/en/agm.

Live Internet broadcast

The opening of the Annual General Meeting by the Chair of the meeting as well as the presentation by the Chairman of the Executive Board will be broadcast live with video and audio on the Company's website at www.hannover-re.com/en/agm. A video recording of this broadcast will be available after the Annual General Meeting at the same address. Statements made by participants in the Annual General Meeting will not be recorded. For shareholders, the entire Annual General Meeting will be broadcast live via the Shareholder Portal at www.hannover-re.com/en/shareholder-portal.

Number of shares and voting rights

The total number of shares as of the date when the Annual General Meeting is convened amounts to 120,597,134. The total number of voting rights as of the convening date is 120,597,134.

Company website on which the information pursuant to Section 124a AktG is available

The notice convening the Annual General Meeting, including the information and explanations required by law, is also available on the Company's website at www.hannover-re.com/en/agm. Further information pursuant to Section 124a AktG can also be found there.

Gender-neutral language

For the sole purpose of better readability, this invitation largely refrains from using gender-specific language. All personal designations and terms are to be understood as gender-neutral.

Information about data privacy for shareholders of Hannover Rück SE

If you register for the Annual General Meeting or issue an authorisation by power of attorney, we will use the data you submit for the organisation of the Annual General Meeting and for the exercise of your rights as a shareholder.

Further important information about data protection can be found at:
www.hannover-re.com/en/data-privacy.

Hannover, March 2026

Hannover Rück SE

The Executive Board

Organisational details

Directions

By car
Please enter **"Schillstraße, 30175 Hannover"** into your navigation system, as some devices may not be able to find "Theodor-Heuss-Platz". The car park at the HCC is located on the West side of the complex, can be accessed via Schackstraße and is subject to a parking fee.

- From the South:
  Exit the A7 motorway at the "Hannover-Süd" junction and take the A37/Messeschnellweg. Take the exit labelled "H.-Kleefeld" and turn left, then right at the first traffic lights onto Clausewitzstraße. Parking on Schackstraße or parking deck HCC.

- From the North:
  Exit the A7 motorway at the "Hannover-Kirchhorst" junction and continue along the A37 / Messeschnellweg. Take the exit labelled "H.-Kleefeld" and turn right, right again at the first traffic lights onto Clausewitzstraße. Parking on Schackstraße or parking deck HCC.

- From the East:
  Exit the A2 motorway at the "Hannover-Buchholz" junction and continue along the A37 / Messeschnellweg. Take the exit labelled "H.-Kleefeld" and turn right, right again at the first traffic lights onto Clausewitzstraße. Parking on Schackstraße or parking deck HCC.

- From the West:
  Exit the A2 motorway at the "Hannover-Buchholz" junction, take a right towards Hannover along the A37 / Messeschnellweg. Take the exit labelled "H.-Kleefeld" and turn right, then right again at the first traffic lights onto Clausewitzstraße. Parking on Schackstraße or parking deck HCC.

Navigation with Google Maps

By public transport

- From Hannover Central Station:
  Take bus lines 128 or 134 (direction Peiner Straße) to the stop "Hannover Congress Centrum (HCC)".
  Duration: approx. 10 minutes

- From the underground station Kröpcke:
  Take tram line 11 (direction Zoo) directly to Hannover Congress Centrum (HCC).
  Duration: approx. 10 minutes

- From the airport
  Take suburban railway line S5 to Hannover Central Station. From there, take bus line 128 or 134 (direction Peiner Straße) directly to Hannover Congress Centrum (HCC).
  Duration: approx. 35 minutes

Accessibility service at ÜSTRA
A complimentary escort service for passengers with reduced mobility is available daily from 7.00 a.m. to 7.00 p.m. (CEST). Please book in advance by calling (0511) 166 826 93.

Security guidelines

In order to ensure that the Annual General Meeting can be held in an orderly and timely manner, we would ask you to note the following:

Please take potential waiting times due to security checks at the entrance area into account when planning your visit. Please also note that potentially dangerous items such as knives, scissors, sealed or sealable containers, bottles and jars, as well as larger pieces of luggage, may not be taken into the meeting room for security reasons. A storage service is available for such items.

Prohibited items

- Firearms and ammunition
- Pepper sprays, tear gases and other hazardous substances
- Explosives of any kind
- Knives or other objects that could cause injury
- Beverages or liquids (exception: medically necessary food or medication)
- Glass spray bottles, pressurised containers, and sprays (e.g. deodorants, hair sprays); standard lighters are permitted
- Items used to generate noise, such as whistles or vuvuzelas
- Other items whose use could disrupt the event or pose a safety risk

Permitted items
The following items may generally be brought into the hall:

Personal items

- Small handbags
- Laptop bags or slim work bags (approx. max. 30–40 cm)

Electronic devices

- Mobile phones
- Tablets
- Laptops/notebooks

These devices may be carried but must be muted or switched off. Image, video and audio recordings during the Annual General Meeting are not permitted.

Items to be deposited
For capacity and safety reasons, we kindly ask all attendees to leave coats and jackets at the cloakroom. Larger bags, backpacks, suitcases, or trolleys must also be checked in.

Seats for wheelchair users and persons with limited mobility

Accessible parking spaces are available in the parking on Schillstraße. The building is accessible without barriers.

Wheelchair users and persons with limited mobility can be escorted, upon request, to a reserved service area at the front stage, from where the Annual General Meeting can be followed comfortably. Please contact our staff at the entrance control.