



UMT AG

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digitalization of business processes.

Invitation to the Annual General Meeting*

virtual Annual General Meeting

25/08/2022 | 10:00 a.m.

*CONVENIENCE TRANSLATION, NOT LEGALLY BINDING

**UMT United Mobility Technology AG
Munich**

ISIN: DE000A2YN702

WKN: A2YN70

Invitation to the Annual General Meeting*

We hereby invite our shareholders to the

**Annual General Meeting on
Thursday, August 25, 2022, at 10:00 a.m.**

taking place as a virtual Annual General Meeting
without physical presence of shareholders and their proxies.

The Annual General Meeting shall be held in accordance with Section 1 (2) of the German Act on Measures in Corporate, Cooperative, Association, Foundation and Condominium Law to Combat the Effects of the COVID-19 Pandemic of March 27, 2020 („COVID-19 Act“) as a virtual General Shareholders' Meeting without physical presence of the shareholders and their proxies (with the exception of the proxy appointed by the Company) at the offices of Satellite Office Ahopo GmbH & Co. KG, Alte Hopfenpost, Hopfenstr. 8, 80335 Munich, Germany (place of the Annual General Meeting within the meaning of the German Stock Corporation Act (AktG)). For details on the rights of shareholders and their proxies, please refer to the further information and notes printed after the agenda.

Agenda

1. Presentation of the approved and audited annual financial statements of UMT United Mobility Technology AG as well as the Group management report and the report of the Supervisory Board for the Financial Year 2021

2. Resolution on the approval of the actions of the Management Board for the Financial Year 2021

The Management Board and the Supervisory Board propose that discharge be granted to the Management Board for the Financial Year 2021.

3. Resolution on the approval of the actions of the Supervisory Board for the Financial Year 2021

The Management Board and the Supervisory Board propose that discharge be granted to the Supervisory Board for the Financial Year 2021.

4. Election of the auditor for the Financial Year 2022

The Supervisory Board proposes that Dipl.-Kfm. Harry Hasehoff, Wirtschaftspruefer/Steuerberater, Berlin, Germany, be appointed auditor for the Financial Year 2022.

Further Information and Notes

General Information on the Virtual Annual General Meeting

The Board of Management of UMT AG has decided, with the consent of the Supervisory Board, to hold the ordinary Annual General Meeting of the Company on August 25, 2022, as a virtual Annual General Meeting without the physical presence of the shareholders or their proxies in accordance with Section 1 (2) of the COVID-19 Act.

The entire Annual General Meeting will be broadcast live in picture and sound on August 25, 2022, from 10:00 a.m. via the Internet on the Company's website at

<https://umt.ag/en/annual-general-meeting>

for duly registered shareholders of UMT AG and their proxies in accordance with the following provisions on the password-protected AGM-Portal („AGM-portal“). Physical participation of shareholders and their proxies (with the exception of the Company's proxy) at the place of the meeting is excluded. The voting rights of shareholders or their proxies shall be exercised exclusively by way of postal vote or by granting power of attorney to the proxy appointed by the Company in accordance with the provisions described below. Electronic participation in the Annual General Meeting within the meaning of Section 118 (1) sentence 2 German Stock Corporation Act (AktG) is not possible.

Requirements for attending the virtual Annual General Meeting and exercising voting rights

Only those shareholders who register before the Annual General Meeting are entitled to participate in the virtual Annual General Meeting and to exercise their voting rights. The registration must be received by the Company at the address stated below by no later than **August 18, 2022, 24:00 hours (midnight)**:

UMT AG
c/o GFEI IR Services GmbH
Ostergrube 11
30559 Hannover
Fax: +49/511/474 023 19
E-Mail: UMT-hv-2022@gfei.de

Shareholders must provide evidence of their authorization to attend the Annual General Meeting and to exercise their voting rights. For this purpose, a proof of shareholding issued in text form (Section 126b German Civil Code (BGB)) in German or English by the depositary bank is required. The evidence must refer to the beginning of the 21st day before the meeting, i.e. to July 27, 2021, 0:00 a.m. It must be received by the Company at the above address (UMT AG, c/o GFEI IR Services GmbH, Ostergrube 11, 30559 Hanover, Germany, Fax: +49/511/474 023 19, E-Mail: UMT-hv-2022@gfei.de) also by midnight on August 18, 2022, at the latest.

The Company is entitled to demand additional evidence of authorization if there are doubts about the correctness or authenticity of the proof of authorization. If there is also doubt about this, the Company may reject the shareholder's entitlement to participate in the Annual General Meeting and to exercise the voting right.

After receipt of the valid registration and valid proof of shareholding by no later than August 18, 2022, 24:00 hours (midnight), the shareholders will receive access cards with the individualized access data (access card number and password) for use of the AGM-portal on the Company's website at

<https://umt.ag/en/annual-general-meeting>

We ask our shareholders to ensure that they register and send proof of their shareholding to the Company in due time.

Details of the AGM-portal

From August 4, 2022, 0:00 a.m., the password-protected AGM-portal will be available on the company's website at **<https://umt.ag/en/annual-general-meeting>**. Via this AGM-portal, registered shareholders (or their proxies) can exercise their voting rights by means of electronic absentee voting in accordance with the procedures provided for this purpose and described in more detail in the following sections, as well as issue power of attorney and instructions to the Company's proxy electronically. An access authorization is required to use the AGM-portal. The individualized access data (access card number and password) will be sent after receipt of a valid registration and valid proof of share ownership.

Procedure for voting

Authorization

Shareholders may also have their voting rights exercised by a proxy, e.g. by an intermediary, a shareholders' association, a voting rights advisor or another person of their choice.

Even in the case of a proxy, timely registration and proof of entitlement to attend the virtual Annual General Meeting and exercise voting rights are required (see above under "Requirements for attending the virtual Annual General Meeting and exercising voting rights"). If the shareholder authorizes more than one person, the Company may reject one or more of them pursuant to Section 134 (3) sentence 2 German Stock Corporation Act (AktG).

Provided that neither an intermediary, a shareholders' association, a voting rights advisor or any other equivalent person pursuant to Section 135 (8) German Stock Corporation Act (AktG) is authorized, the following applies: The granting of the power of attorney, its revocation and the proof of authorization towards the Company require text form (Section 126b BGB). The power of attorney may be declared to the person to be authorized or to the Company. A form that can be used to grant power of attorney will be sent to the shareholders together with the access card after valid registration and proof of share ownership.

The granting of a proxy or its revocation by declaration to the Company as well as the proof of authorization to the Company may be sent by mail, fax or e-mail to the following address, fax number or e-mail address until the end of **August 24, 2022, 24:00 hours (midnight)** (time of receipt):

UMT AG
c/o GFEI IR Services GmbH
Ostergrube 11
30559 Hannover
Fax: +49/511/474 023 19
E-Mail: UMT-hv-2022@gfei.de

Furthermore, the possibility of granting, revoking and proving a power of attorney by sending an e-mail to the e-mail address **UMT-hv-2022@gfei.de** is still available on the day of the Annual General Meeting.

Intermediaries, shareholders' associations, voting rights advisors and other equivalent persons pursuant to Section 135 (8) of the German Stock Corporation Act (AktG) may provide for deviating regulations for their own authorization. § Section 135 of the German Stock Corporation Act (AktG) provides, among other things, that the power of attorney is granted to a specific proxy and is recorded by the proxy in a verifiable manner. The power of attorney must also be complete and may only contain declarations associated with the exercise of voting rights. Shareholders who intend to grant power of attorney to an intermediary, a shareholders' association, a voting rights advisor or any other person deemed equivalent pursuant to Section 135 (8) of the German Stock Corporation Act (AktG) are therefore requested to agree on the procedure for granting power of attorney and the form of power of attorney that may be required in good time with the person to be granted power of attorney.

Proxies may not physically participate in the Annual General Meeting either. They can only exercise the voting rights of the shareholders they represent within the scope of their respective authorization by way of a postal vote or by (sub)authorizing the Company's proxy who is bound by instructions.

Proxy voting by the proxy of the Company who is obliged to vote according to instructions

Shareholders may also authorize the proxy appointed by the Company to exercise their voting rights in accordance with their instructions (Company proxy). In this case, as well, timely registration and proof of entitlement to attend the virtual General Meeting and exercise voting rights are required (see above under "Requirements for attending the virtual Annual General Meeting and exercising voting rights"). The power of attorney to the Company's proxy and its revocation must be in text form. If the Company's proxy is authorized, instructions for exercising the voting right must be issued to him in any case. A form that can be used to grant power of attorney and issue instructions to the Company's proxy will be sent to the proxy together with the access card after valid registration and proof of share ownership.

Proxies and instructions to the Company's proxy may be issued by mail, fax or e-mail until the end of **August 24, 2022, 24:00 hours (midnight)** (time of receipt) to the following address, fax number or e-mail address:

UMT AG
c/o GFEI IR Services GmbH
Ostergrube 11
30559 Hannover
Fax: +49/511/474 023 19
E-Mail: UMT-hv-2022@gfei.de

In addition, power of attorney and instructions to the Company's proxy can be issued via the AGM-portal on the Company's website at

<https://umt.ag/en/annual-general-meeting>

This possibility of issuing power of attorney and instructions to the Company's proxy is available until the start of voting at the virtual Annual General Meeting on August 25, 2022.

For a withdrawal of the power of attorney granted to the Company's proxy or the change of instructions, the above information on the possibilities of transmission and the deadlines apply accordingly.

If the Company's proxy is authorized, instructions for exercising the voting right must be given to the proxy in any case. The proxy is obliged to vote in accordance with the instructions given to him or her. He does not accept any proxies to file objections to resolutions of the Annual General Meeting, to exercise the right to ask questions or to submit motions.

If an individual vote is held on an agenda item without this having been communicated in advance of the virtual General Meeting, an instruction on this agenda item as a whole shall also be regarded as a corresponding instruction for each item of the individual vote.

Voting by electronic postal vote

Shareholders may also exercise their voting rights by postal vote via electronic communication. In this case, as well, valid registration and valid proof of shareholding (see above under "Requirements for participating in the virtual Annual General Meeting and exercising voting rights") are required.

Postal votes can only be submitted electronically via the AGM portal on the Company's website at

<https://umt.ag/en/annual-general-meeting>

This electronic postal vote option is available until the start of voting at the virtual Annual General Meeting on August 25, 2022.

For a revocation or a change of voting by electronic postal vote, the above information on the possibilities of transmission and the deadlines apply accordingly.

If an individual vote is held on an agenda item without this having been communicated in advance of the Annual General Meeting, voting by p electronic postal vote on this agenda item is also deemed to be a corresponding vote for each item of the individual vote.

Authorized intermediaries, shareholders' associations and voting consultants or other equivalent persons in accordance with Section 135 (8) German Stock Corporation Act (AktG) may also use electronic postal voting.

Video and audio transmission of the Annual General Meeting on the Internet

Registered shareholders and their proxies can watch the entire Annual General Meeting on August 25, 2022, starting at 10:00 a.m. live in picture and sound via the Internet on the Company's website at

<https://umt.ag/en/annual-general-meeting>

in the in the password-protected AGM-Portal.

After receipt of the valid registration and valid proof of shareholding (see above under "Requirements for participating in the virtual Annual General Meeting and exercising voting rights"), the shareholders will be sent access cards with the individualized access data (access card number and password) for using the AGM portal.

Counter motions and election proposals pursuant to §§ 126 (1), 127 German Stock Corporation Act (AktG)

Shareholders may submit to the Company counter motions to a proposal of the Executive Board and/or the Supervisory Board on a specific item on the agenda as well as election proposals. Counter motions within the meaning of Section 126 German Stock Corporation Act (AktG) (together with any reasons) and election proposals within the meaning of Section 127 German Stock Corporation Act (AktG), including the name of the shareholder, are published on the Company's website at

<https://umt.ag/en/annual-general-meeting>

if they are made available to the Company no later than **August 10, 2022, 24:00 hours (midnight)**, at the address, fax number or e-mail address

UMT AG
c/o GFEI IR Services GmbH
Ostergrube 11
30559 Hannover
Fax: +49/511/474 023 19
E-Mail: UMT-hv-2022@gfei.de

and the other requirements for an obligation of the Company to provide access in accordance with Sections 126, 127 German Stock Corporation Act (AktG) are met. Any comments by the management will also be published at the above Internet address.

No countermotions or election proposals can be submitted during the virtual Annual General Meeting.

Duly submitted and admissible countermotions and election proposals that were announced in advance of the Annual General Meeting in accordance with Sections 126 (1) and 127 AktG will be treated in the virtual Annual General Meeting as if they had been submitted at the Annual General Meeting if the shareholder submitting the motion has duly registered for the Annual General Meeting.

Possibility for shareholders to ask questions pursuant to Section 1 (2) Sentence 1 No. 3, Sentence 2 COVID-19 Act

In deviation from Section 131 German Stock Corporation Act (AktG), shareholders have no right to information at the virtual General Meeting on August 25, 2022. Instead, shareholders registered for the Annual General Shareholders' Meeting have the opportunity to submit questions themselves or through a proxy by way of electronic communication prior to the Annual General Shareholders' Meeting. This does not, however, imply a right to an answer. The Management Board will use its dutiful discretion in deciding how to answer questions. All questions will be answered. Questions of the same type may be grouped together.

Questions are to be sent at the latest by August 23, 2022, 24:00 hours (midnight), to the e-mail address

UMT-hv-fragen@gfei.de

The question(s) shall be accompanied by evidence of the shareholder status by providing either the name and address of the shareholder or the access card number.

No questions can be asked during the virtual Annual General Meeting.

Objection to a resolution of the Annual General Meeting

Registered shareholders and their proxies who have exercised their voting rights by postal vote or by issuing a power of attorney and instructions to the Company's voting proxy have the opportunity from the beginning to the end of the virtual General Meeting on August 25, 2022, in accordance with Section 245 No. 1 German Stock Corporation Act (AktG) in conjunction with Section 245 No. 1 German Stock Corporation Act (AktG). § Section 1 (2) Sentence 1 No. 4 COVID-19 Act by e-mail via the e-mail address

UMT-hv-widerspruch@gfei.de

to declare an objection to a resolution of the General Meeting for notarial recording. The declaration must be accompanied by proof of the shareholder status by stating either the name and address of the shareholder or the access card number.

Information on the Company's website

On the company's website under

<https://umt.ag/en/annual-general-meeting>

the information to be published is accessible.

Munich, July 2022

UMT United Mobility Technology AG

Dr. Albert Wahl (CEO)

Dr. Jürgen Schulz (CTO)

Note on data protection

The Company processes personal data of its shareholders and any shareholder representatives for the purpose of preparing and holding its Annual General Meeting. In addition, the data of shareholders and shareholder representatives is used for related purposes and to fulfill other legal obligations (e.g. verification or retention obligations). You can find more information on data privacy under the following link <https://umt.ag/en/privacy-policy> .

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