

TOP 2

Original

Resolution on the appropriation of the distributable profit of Scout24 SE

The Management Board and Supervisory Board propose to resolve as follows:

The distributable profit (Bilanzgewinn) for the financial year 2022 in the amount of EUR 1,407,605,989.70 as shown in the adopted annual financial statements as per 31 December 2022, shall be distributed as follows:

Distribution of a dividend in the total amount of EUR 73,552,186.00. This is equivalent to EUR 1.00 per no-par value share entitled to dividend for the past financial year 2022 (based on EUR 73,552,186 entitled shares as of 16 March 2023)*.

Total amount of dividend	€ 73.552.186,00
Transfer to other retained earnings	€ 1.334.053.803,70
Distributable profit	€ 1.407.605.989,70

* Number of entitled shares as of March 16, 2023 (Date of approval of the financial statements) and taking into account the treasury shares held by the Company. Should the number of no-par value shares entitled to dividend for the past financial year 2022 change before the Annual General Meeting, a correspondingly adjusted proposal for resolution will be submitted to the Annual General Meeting. This will provide for an unchanged dividend of EUR 1.00 per no-par value share entitled to dividend and appropriately adjusted amounts for the total dividend and the transfer to other retained earnings.

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Explanation of the adjusted resolution on the appropriation of the distributable profit of Scout24 SE

As a result of share buybacks between the date of approval of the financial statements and the Annual General Meeting, the number of shares entitled to dividends for the past financial year 2022 has decreased.

Therefore, a correspondingly adjusted resolution proposal will be submitted to the Annual General Meeting:

- Since the resolution based on the number of eligible shares as of March 16, 2023 (date of approval of the annual financial statements), Scout24 SE has repurchased further treasury shares with a volume of about 0.19 million shares with an equivalent value of about EUR 10.9 million.
- As announced in the invitation, the adjusted proposed resolution provides for an unchanged dividend of EUR 1.00 per no-par value share entitled to dividend.
- The total amount of the dividend and the amount of the transfer to other retained earnings have been adjusted accordingly.

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Adjusted

Resolution on the appropriation of the distributable profit of Scout24 SE

The Management Board and Supervisory Board propose to resolve as follows:

The distributable profit (Bilanzgewinn) for the financial year 2022 in the amount of EUR 1,407,605,989.70 as shown in the adopted annual financial statements as per 31 December 2022, shall be distributed as follows:

Distribution of a dividend in the total amount of EUR 73.360.632,00. This is equivalent to EUR 1.00 per no-par value share entitled to dividend for the past financial year 2022 (based on EUR 73.360.632 of entitled shares as of 16 March 2023)*.

Total amount of dividend	€ 73.360.632,00
Transfer to other retained earnings	€ 1.334.245.357,70
Distributable profit	€ 1.407.605.989,70

* Number of entitled shares as of June 22, 2023, taking into account treasury shares held by the Company. Under the current share buyback program, the number of no-par value shares entitled to dividend for the past fiscal year 2022 has decreased after the original resolution on the appropriation of profits. A correspondingly adjusted resolution proposal will therefore be submitted to the Annual General Meeting. This provides for an unchanged dividend of €1.00 per no-par value share carrying dividend rights and correspondingly adjusted amounts for the total dividend and the transfer to other revenue reserves.