



Munich, June 27, 2024

Nagarro SE Annual General Meeting



Carl Georg Dürschmidt

Chairperson of the Supervisory Board of Nagarro SE



Agenda

1. Welcome and general remarks
2. Annual financial statements, consolidated financial statements and combined management report for the fiscal year 2023
3. Report of the Management Board
4. Presentation of the adjusted remuneration system for members of the Management Board
5. General debate
6. Voting on the items on the agenda
7. Announcement of voting results



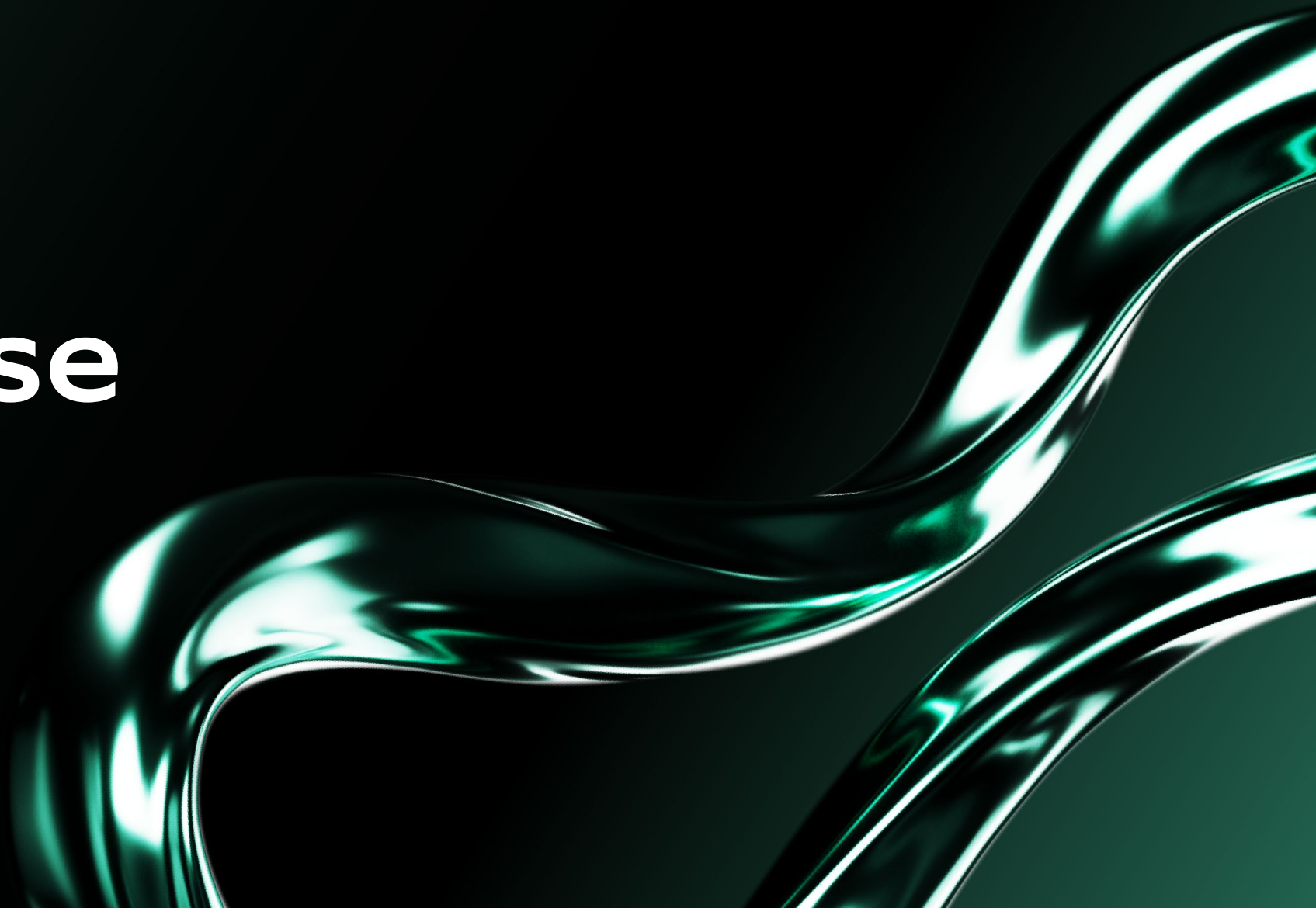
Report of the Management Board

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Chairperson of the Management Board of Nagarro SE



Fluidic Enterprise





2023

Profit & Loss

€ 912.1 million
revenue

25.8%
gross margin

13.8%
Adj. EBITDA margin¹

1. Adjusted EBITDA is independent of IFRS rules and includes the company's adjustments for certain special items. Please see Appendix for reconciliation of EBITDA to Adjusted EBITDA as in the Annual Report 2023.



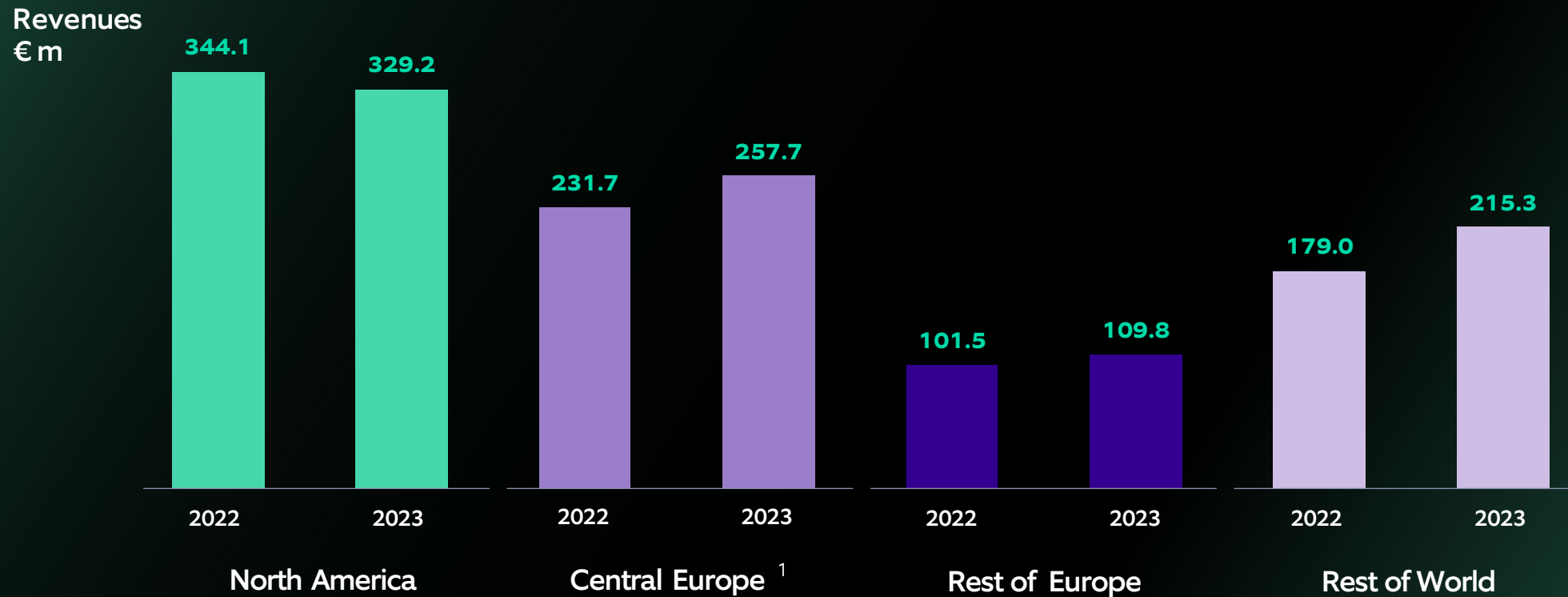
Evolution of KPIs



1. Adjusted EBITDA is independent of IFRS rules and includes the company's adjustments for certain special items. Please see Appendix for reconciliation of EBITDA to Adjusted EBITDA as in the Annual Report 2023.



Revenue by region



1. Central Europe comprises Austria, Croatia, Czech Republic, Germany, Hungary, Poland, Romania, Serbia, Slovakia, Slovenia and Switzerland.



Balance sheet

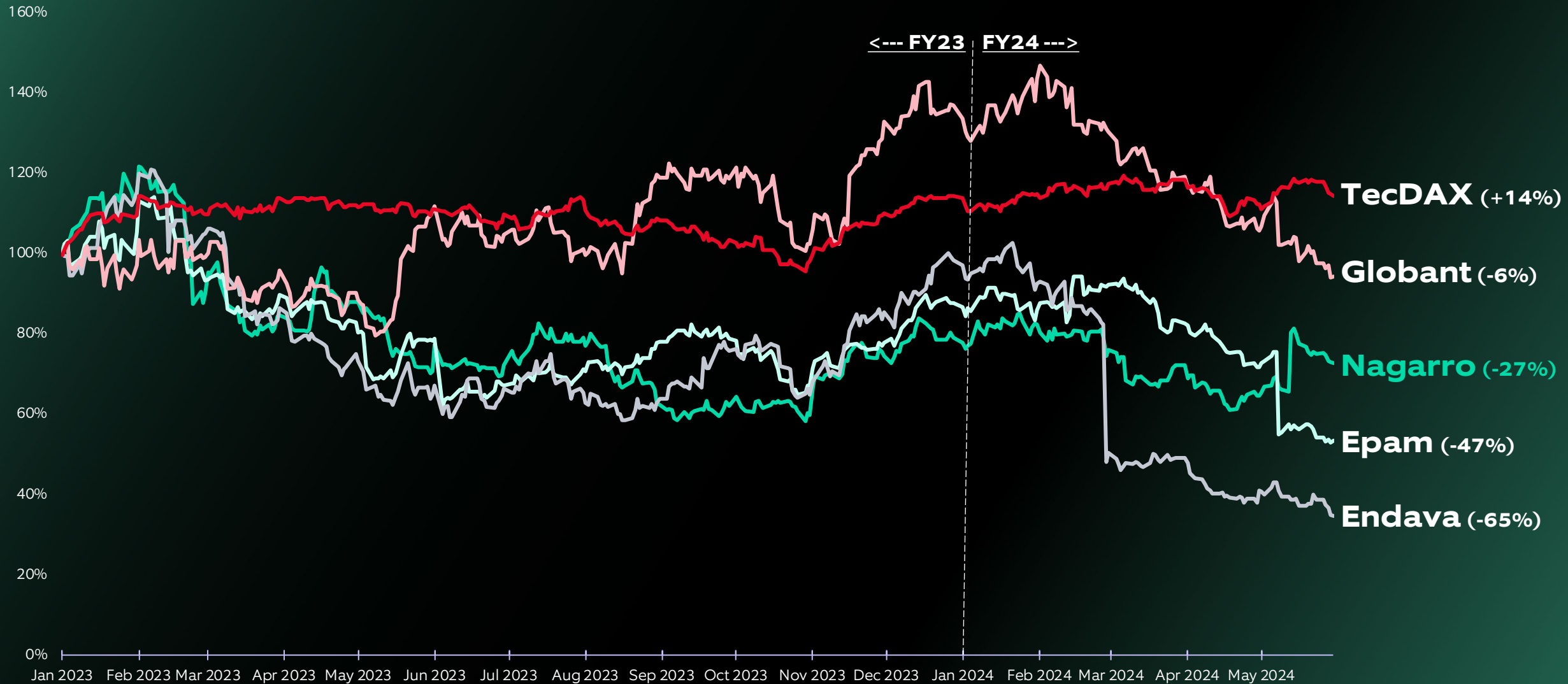
as of Dec. 31, 2023

€ 110.1 million
cash

€ 185.7 million
working capital

€ 268.6 million
non-current loans
and borrowings

Share price performance





Non-financial indicators

63

net promoter score

181

clients > €1 million in 2023 revenue

18,413

professionals



Qualitative transformation in 2023





2024 so far

Full year guidance

(February 20, 2024)

Revenue

Approx. € 1 billion

Gross margin

Approx. 27%

(by previous method)

Adjusted EBITDA

Approx. 14%

Q1 P&L

Revenue

€ 238.3 million

Gross margin

26.8% (by previous method)

30.9% (by current method*)

Adjusted EBITDA

€ 39.2 million

*Nagarro has revised the definition of cost of revenues from Q1 2024 onwards to align it better with that of other IT services companies.



Our continued focus

- Agility and entrepreneurship in a robust framework
- A differentiated experience for clients and talent
- Expansion into our global blue-chip customer base
- Synergistic M&A and integrations



Share Buyback 2023

(May 2nd – August 15th 2023)

Purchased no-par value shares
350,000

Total purchase price (excl. costs)
€ 29,694,072.54

Attributable amount of
nominal share capital
€ 350,000

Average purchase price per share
€ 84.8402

Share of share capital
Approx. 2.54%



Report of the Supervisory Board

Carl Georg Dürschmidt

Chairperson of the Supervisory Board of Nagarro SE



Adjusted remuneration system for Management Board (agenda item 6)

- Existing remuneration system has been supplemented by **short-term variable remuneration**:

Component 1: Organizational Bonus of up to 25% of fixed salary, if Adjusted EBITDA margin of Nagarro group is 15% or more during each relevant quarter

Component 2: Annual ESG Bonus of 2% of fixed salary, if Nagarro group achieves an MSCI rating “A” during the relevant year (minimum)

- All other components of the remuneration system (fixed remuneration and fringe benefits, long-term variable remuneration and discretionary bonus) remain **unchanged**



General Debate



Voting on agenda items 2-6



Please note: The following resolution proposals are only for your information. Only the resolution proposals published in the Federal Gazette on May 17, 2024, as submitted to voting by the chairperson of the meeting are decisive.

Voting on items 2 and 3

2) Resolution on the discharge of the members of the Management Board

The Management Board and Supervisory Board propose that the actions of the members of the Management Board, who were in office in the financial year 2023, be ratified for this period.

3) Resolution on the discharge of the members of the Supervisory Board

The Management Board and Supervisory Board propose that the actions of the members of the Supervisory Board, who were in office in the financial year 2023, be ratified for this period.



Voting on item 4

4) Resolution on the appointment of the auditor

On the recommendation of its Audit Committee, the Supervisory Board proposes that KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, be appointed as auditor of the annual financial statements and as auditor of the consolidated financial statements for the financial year 2024 and as auditor for any audit review of interim financial information to be published until the Annual General Meeting 2025, if so decided by the Management Board, within the meaning of Sections 117 and 115 para. 7 of the German Securities Trading Act (WpHG).



Voting on items 5 and 6

5) Resolution on the approval of the remuneration report

The Management Board and the Supervisory Board propose that the remuneration report of Nagarro SE for the financial year 2023, prepared in accordance with Section 162 AktG and audited by the auditor, be approved.

6) Resolution on the approval of the adjusted remuneration system for members of the Management Board

The Supervisory Board proposes that the adjusted remuneration system for the members of the Management Board be approved.



Carl Georg Dürschmidt

Chairperson of the Supervisory Board of Nagarro SE



Announcement of the voting results



**Thank you for
your participation!**



