

Update of the Declaration of Conformity pursuant to Sec. 161 of the German Stock Corporation Act (AktG)

The Management Board and Supervisory Board of Nagarro SE (hereinafter referred to as the “**Company**”) have most recently issued in February 2024 a declaration of conformity on the recommendations of the German “Government Commission on the German Corporate Governance Code”, as published by the Federal Ministry of Justice and Consumer Protection in the official section of the German Federal Gazette, as amended on 28 April 2022 and published in the German Federal Gazette on 27 June 2022 (“**GCGC 2022**”). This declaration of conformity is updated and supplemented as follows with regard to the following deviations:

1. G.1 (Determinations of the remuneration system)

The remuneration system for the members of the Management Board, which was adjusted by the Supervisory Board with effect from 1 January 2024 and submitted for approval to the Annual General Meeting on 27 June 2024, now also provides for – in contrast to the previous remuneration system – a short-term variable remuneration component in the form of a quarterly organizational bonus and an annual ESG bonus. The remuneration system hereafter contains the determinations pursuant to the recommendation G.1 of the GCGC 2022. The Company now therefore complies with the recommendation G.1 and will also continue to do so in the future. A declaration of deviation is therefore no longer required.

2. G.7 (Establishment of performance criteria)

The short-term variable and long-term variable remuneration components, which are provided under the adjusted remuneration system for the members of the Management Board, are not linked to specific individual performance criteria of each Management Board member or of all Management Board members together, apart from a general positive development of the Company and the share price. This serves to fully align the interests of the members of the Management Board with those of the shareholders and other stakeholders.

3. G.9 (Determination of the amount of variable remuneration)

Given the structure of the remuneration system for the Management Board, there is no need for the Supervisory Board to determine the amount of variable remuneration on an annual basis. Short-term variable remuneration is granted exclusively on the basis of objectively measurable criteria and its amount is based on the fixed remuneration of the members of the Management Board. The long-term variable remuneration consists exclusively in the form of share options. Accordingly, there is no need for the Supervisory Board to separately determine the amount of the remuneration components to be granted individually for a past financial year depending on target achievement.

4. G.10 (Share-based variable remuneration)

The Company has granted stock options to the members of the Management Board as long-term variable remuneration component. The share-based, long-term variable remuneration outweighs the short-term variable remuneration in the form of the organizational bonus and the ESG bonus. The

Company now therefore complies with the recommendation G.10 and will also continue to do so in the future.

For the remainder, the declaration of conformity from February 2024 remains unchanged.

Munich, July 2024

For the Management Board:

Annette Mainka

Member of the Management Board of
Nagarro SE

For the Supervisory Board:

Carl Georg Dürschmidt

Chairperson of the Supervisory Board of
Nagarro SE

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