Annual general meeting of Zalando SE, Berlin
on Tuesday, May 27, 2025, at 10:00 hours (CEST)
as virtual general meeting at the
corporate headquarters of Zalando SE, Valeska-Gert-Strasse
5, 10243 Berlin

Notes on Item 1 of the agenda pursuant to Section 124a Sentence 1 No. 2 German Stock Corporation Act (Aktiengesetz)

Item 1 of the agenda (Presentation of the adopted annual financial statements and the approved consolidated financial statements for fiscal year 2024 together with the combined management report for Zalando SE and the Zalando group, the combined non-financial declaration for Zalando SE and the Zalando group and the report of the Supervisory Board as well as the explanatory reports on the information required pursuant to Sections 289a and 315a of the German Commercial Code (Handelsgesetzbuch – HGB)[1]) does not have to be approved by the general meeting, as the supervisory board approved the annual financial statements and the consolidated financial statements as prepared by the management board on March 5, 2025. According to Section 172 Sentence 1 German Stock Corporation Act, the financial statements have therefore been adopted. Therefore, the approval by the general meeting pursuant to Section 173 (1) German Stock Corporation Act of the annual financial statements and the consolidated financial statements is not necessary. Moreover, the approval by the general meeting of the additional documents referred to under Item 1 of the agenda which have to be presented at the general meeting, is not required by law.

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[1] The relevant provisions for stock corporations domiciled in Germany, in particular the provisions of the German Commercial Code (Handelsgesetzbuch) and the German Stock Corporation Act (Aktiengesetz), apply to the company due to the conflict-of-law rules set out in Art. 5, Art. 9(1) lit. c) ii), Art. 53 as well as Art. 61 of Council Regulation (EC) No 2157/2001 of October 8, 2001 on the Statute for a European company (SE) (SER) unless otherwise provided for by any more specific rules of the SER.