



Procedure for the exercise of voting rights by proxy

Shareholders who do not want to participate in the general meeting personally may exercise their voting rights via an authorized representative (proxy), particularly via an intermediary within the meaning of Section 67a (4) AktG ("Intermediary"), e. g. a custodian bank, a shareholders' association, an instruction-bound proxy voting agent of the Company or any other person. Also in this case, proper registration is required, as set out in the invitation to the general meeting. Proof of the principal's shareholding is required in such cases as well.

If neither an Intermediary nor a shareholders' association nor another institution or person regarded as equivalent in Section 135 (8) AktG is given power of attorney, the power of attorney is to be issued in text form (Section 126b BGB) to Adtran Networks SE or in text form (Section 126b BGB) directly to the proxy. The same form applies for the revocation and the proof of the power of attorney with regard to the company. When an Intermediary or a shareholders' association or another institution or person regarded as equivalent to these pursuant to Section 135 (8) AktG is given power of attorney, only the statutory provisions shall apply, which among other things require that a verifiable record of the power of attorney be kept (Section 135 (1) sentence 2 AktG). We therefore request the shareholders who wish to grant power of attorney to an Intermediary, a shareholders' association or another institution or person regarded as equivalent to these pursuant to section 135 (8) AktG to obtain from the proxy to be appointed information on any special provisions to be observed in this respect.

Proof of authorization may be submitted to Adtran Networks SE to the following postal address or e-mail address.

UBJ. GmbH
w/ HV Adtran Networks SE
Haus der Wirtschaft
Kapstadtring 10
22297 Hamburg
Germany
via e-mail: hv@ubj.de

We kindly ask that you preferably use the following proxy voting form. The authorization may of course also be presented by the proxy on the day of the general meeting, directly at the venue.

As a service to our shareholders, we offer to represent them at the general meeting through representatives appointed by the Company. If such representatives appointed by the Company are authorized by a shareholder, the shareholder must instruct these representatives as to how the voting rights should be exercised. The representatives appointed by the Company will not use their power of attorney unless instructed accordingly, meaning that the voting rights of the particular shareholder wouldn't be cast without such instruction. The representatives appointed by the Company are obliged to exercise the voting rights in accordance with such instructions. A form for issuing power of attorney along with instructions to the representatives of the Company can be found in the registration documents, which will be sent to shareholders. This form is also available for download at

<https://www.adtran-networks.com/en/about-us/investors/shareholders-meetings>

For efficient processing, shareholders are requested to submit in text form (Section 126b BGB) all proxy voting authorizations and voting instructions, together with the admission ticket (preferably using the proxy authorization and instruction form enclosed with the admission ticket) to the following address, for receipt no later than end of day on

June 14, 2026, 12:00 a.m. (midnight) (date of receipt):

UBJ. GmbH
w/ HV Adtran Networks SE
Haus der Wirtschaft
Kapstadtring 10
22297 Hamburg
Germany
via e-mail: hv@ubj.de

In addition, powers of attorney and instructions to the proxies appointed by the Company may also be issued during the general meeting.

Individual shareholder:
(please fill in block letters):

Last name/First name: _____

Place of residence: _____

Admission ticket no.: _____

Number of shares: _____

E-mail or phone number for inquiries: _____

(please fill in block letters):

Proxy

I/We authorize the following person
Mr./Mrs.

First name, Last name

Street address, city, zip code, country

to represent me/us at the General Meeting of Adtran Networks SE on
June 15, 2026, and to exercise my/our voting rights. The proxy has the
right to issue a sub-proxy or to delegate this proxy to a third party.

Place, date, signature(s) or other declaration according to provisions of
Sec. 126b of the German Civil Code (BGB)

Sub-Proxy

I/We authorize the following person
Mr./Mrs.

First name, Last name

Street address, city, zip code, country

as a sub-proxy holder to represent me/us at the General Meeting of
Adtran Networks SE on June 15, 2026, and to exercise my/our voting
rights or to authorize a further sub-proxy to exercise my/our voting rights.

Place, date, signature(s) or other declaration according to provisions of
Sec. 126b of the German Civil Code (BGB)



Proxy voting offer by the Company

As a special service, Adtran Networks SE is providing you the opportunity to authorize employees of the Company to act as your voting proxy agents and to issue instructions to these employees regarding the exercise of your voting rights. The voting proxy agents are obliged to vote on each agenda item according to your instructions.

Should you accept this proxy voting offer, please issue your instructions and sign them below. Follow the instructions on the following page and return all required documentation no later than June 14, 2026, 12:00 a.m. (midnight) (date of receipt at Adtran Networks SE).

Proxy authorization and instructions

<input type="checkbox"/>	I/We vote regarding all agenda items in accordance with the proposals of the management board and supervisory board or (to the extent that only the supervisory board has made proposals) of the supervisory board as published in the Federal Gazette.
--------------------------	---

or

<input type="checkbox"/>	I/We issue the following instructions:			
Agenda item		Yes	No	Abstention
2	Resolution on appropriating net profits for the 2025 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Discharge of the members of the Management Board for the 2025 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Discharge of the members of the Supervisory Board for the 2025 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Electing the auditor and group auditor for the 2026 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Resolution on appointing of the auditor for the sustainability report for the 2026 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Resolution on the approval of the 2025 remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	Resolution on approving the compensation system for Management Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Stockholders' counter motions and election proposals				
A		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
B		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
C		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We hereby authorize the proxy voting agents of Adtran Networks SE (Romy Opitz, Meiningen, or Stephan Eppner, Munich), each individually, to represent me/us at the General Meeting of Adtran Networks SE on June 15, 2026, and to exercise my/our voting rights in accordance with my/our instructions. This authority may be delegated. The proxy voting agents may only act on my/our behalf if I/we have filled out and signed this proxy form.

The proxy voting agents appointed by the company are available only to exercise voting rights and not to exercise any other rights, if this is not needed to exercise the voting rights.

Place, date

Signature(s) or other declaration according to provisions of Sec. 126b of the German Civil Code (BGB)

Sender
(please fill in block letters):

First name, last name

Company name

Street address

Zip code, city, country

Phone number

If you plan to accept the proxy voting offer by the proxy voting agents of Adtran Networks SE (Romy Opitz, Meiningen, or Stephan Eppner, Munich), it is imperative that you properly register and give instructions. We kindly ask you to return the completed powers of attorney and instructions together with the admission ticket no later than on June 14, 2026, 12.00 a.m. (midnight) (date of receipt) to the following postal address or email address

UBJ. GmbH
w/ HV Adtran Networks SE
Haus der Wirtschaft
Kapstadtring 10
22297 Hamburg, Germany
or via e-mail to hv@ubj.de

The registration to the General Meeting and the proof of share ownership must be received by the company no later than six days before the meeting, i.e.

June 8, 2026, 12:00 a.m. (midnight)

at

UBJ. GmbH
w/ HV Adtran Networks SE
Haus der Wirtschaft
Kapstadtring 10
22297 Hamburg, Germany
or via e-mail to hv@ubj.de

After the registration and the proof of share ownership are received, the shareholders who are entitled to attend will be sent admission tickets.

Please consider if your Adtran Networks SE shares are kept in a custody account at a bank outside of Germany:

If you want to participate in the General Meeting of Adtran Networks SE on June 15, 2026, it is mandatory that you register properly in text form (Section 126b BGB) by submitting proof of your shareholding as described in the invitation to the General Meeting. According to Section 123 (4) sentence 2 in conjunction with Section 67c (3) AktG, the proof of your shareholding refers to the close of business of the 22nd day before the General Meeting, which is May 24, 2026, 12:00 a.m. (midnight) ("record date") and must be in German or English in text form (Section 126b BGB). Corresponding evidence from the final intermediary pursuant to Section 67c (3) AktG is sufficient.

To facilitate the process of providing proof of share ownership, we offer all shareholders the use of the deposit confirmation form below as a special service. Use of the form below is voluntary. There is no obligation to use it. In particular, it is pointed out that corresponding evidence from a final intermediary pursuant to Section 67c (3) AktG is also sufficient. The form is merely an additional offer, which is primarily intended to make it easier for all shareholders whose shares are held in a custody account at a bank outside of Germany to provide proof of their shareholdings.

If you want to make use of this offer, have the following deposit confirmation filled out and signed by your depository bank and then send it completely and signed to the following address or e-mail address:

UBJ. GmbH
w/ HV Adtran Networks SE
Haus der Wirtschaft
Kapstadtring 10
22297 Hamburg, Germany
or by e-mail to hv@ubj.de

Confirmation of deposit (to be filled out and signed by the custodian bank)

Number of shares of Adtran Networks SE held at the close of business of the 22nd day before the Ordinary General Meeting, i.e. on May 24, 2026, 12:00 a.m. (midnight) (CEST) (= 22:00 UTC) for

*Name and address of shareholder
(please use block letters):*

shares.

Name and address of custodian bank:

City, date

Seal/
signature of custodian bank

The registration to the Annual General Meeting and the proof of share ownership must be received by the company at least six days before the meeting, so no later than

June 8, 2026, 12:00 a.m. (midnight)

at

UBJ. GmbH
w/ HV Adtran Networks SE
Haus der Wirtschaft
Kapstadtring 10
22297 Hamburg, Germany
or via e-mail to hv@ubj.de

After the registration and the proof of share ownership are received, the shareholders who are entitled to attend will be sent admission tickets.