First Supplement, dated 21 August 2026
to the Debt Issuance Programme Prospectus dated 17 April 2026

*This first supplement (the "**First Supplement**") constitutes a supplement to the base prospectus dated 17 April 2026 of Amprion GmbH in respect of non-equity securities for the purpose of the Luxembourg Stock Exchange (the "**Prospectus**"). It has been drawn up pursuant to Part IV of the Luxembourg Law of 16 July 2019 on Prospectuses for Securities (Loi relative aux prospectus pour valeurs mobilières, the "**Luxembourg Law**") together with the rules governing the functioning of the Luxembourg Stock Exchange.*

Amprion GmbH

(Dortmund, Federal Republic of Germany)

as Issuer

EUR 25,000,000,000 Debt Issuance Programme
(the "Programme")

This First Supplement has been prepared to supplement Amprion's half year financial statements for the first half of the financial year 2026 and to incorporate information regarding recent developments.

This First Supplement has been approved in compliance with the Rules and Regulations of the Luxembourg Stock Exchange dated June 2026 by the Luxembourg Stock Exchange, which is the competent entity for the purpose of Part IV of the Luxembourg Law, and will be published in electronic form on the website of the Luxembourg Stock Exchange (www.LuxSE.com) and on the website of Amprion GmbH (www.amprion.net).

This First Supplement should only be distributed in connection with the Prospectus. It should only be read in conjunction with the Prospectus.

The Issuer accepts responsibility for the information contained in this First Supplement and hereby declares, that having taken all reasonable care to ensure that such is the case, the information contained in this First Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this First Supplement and (b) any statement in or incorporated by reference in the Prospectus, the statements in (a) above will prevail.

Terms defined or otherwise attributed meanings in the Prospectus have the same meaning in this First Supplement.

Since the publication of the Prospectus, save as disclosed on pages 2-8 of this First Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Prospectus which may affect the assessment of any notes issued under the Programme.

This First Supplement may only be used for the purpose for which it has been published as set out below. This First Supplement may not be used for the purpose of an offer or solicitation by and to anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such an offer or solicitation.

This First Supplement does not constitute an offer or an invitation to subscribe for or purchase any notes issued under the Programme.

The following changes are made to the Prospectus:

1. **In the section "RISK FACTORS – 1. Regulatory, Legal and Compliance Risks" under the heading "*Possible changes (including retroactive changes) to, or different interpretations of, applicable laws, including tax laws, additional tax assessments, anticorruption laws and antitrust laws may have a negative impact on Amprion*" on page 12 of the Prospectus, the information shall be deleted and replaced by the following information:**

   "Accounting standards and commercial, corporate and tax laws are subject to change, possibly also with retroactive effect. This entails a risk of changes not being implemented in time and/or of changes to the results of operations and the financial situation of the Issuer due to the retroactive change. There is also a risk that, even if the tax law provisions are implemented to the letter, the competent authority will interpret them differently. In individual cases, a tax audit may result in expenses not being recognised and having a negative impact on the results of operations and the financial situation of the Issuer.

   As the energy industry obligations and the revenues that can be realised by TSOs are governed by legal provisions, changes in those laws, regulations and determinations strongly impact the Issuer's business activities and its revenue and earnings situation. The expiry of the ARegV and StromNEV at the end of 2028 and amendments to determinations of the Federal Network Agency may change, inter alia, the rules applicable to the calculation of recognisable capital and operating costs as part of the cost audit, of investment measures, of Cost of Capital Adjustment ("**CCA**") or regarding offshore regulation. Amendments to the EnWG may result in obligations of the TSOs being changed, extended, supplemented or limited, which may negatively impact the Issuer's results of operations and its financial situation.

   For example, in 2021, certain amendments to the German real estate transfer tax act (*Grunderwerbsteuergesetz*) came into force which provide that real estate transfer tax is triggered inter alia if, within any period of ten years, at least 90 % of the shares or issued capital in a company holding real estate in Germany are directly or indirectly transferred from the current shareholder(s) to new shareholder(s). Real estate transfer tax would also be triggered if a legal entity or a company associated with it, directly or indirectly, legally or economically, acquires at least 90 % of the shares, issued capital or interests in a company or partnership holding real estate in Germany, or if such an obligation is established. In case the Issuer's shareholders dispose of their interests in the issued capital of the Issuer with the result that 90 % or more of the issued capital in the Issuer is transferred to new shareholders within a period of ten years, this may result in a real estate transfer tax liability at the level of the Issuer with respect to real estate held by the Issuer in Germany. These circumstances could lead to an increase in the Issuer's tax obligations."

2. **In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 5. History and Development of the Issuer" on pages 30 to 31 of the Prospectus, the third and fourth paragraph shall be deleted and replaced by the following information:**

   "On 28 August 2009, the Issuer's name was changed to Amprion GmbH. In 2011, a new ownership structure was formed completing the separation from the RWE group. M 31 Beteiligungsgesellschaft mbH & Co. Energie KG acquired 74.9 % of the Issuer on 6 September 2011, while RWE AG retained its shareholding of 25.1 % in the Issuer which is now held by RWE Alkaios Holding GmbH, a joint venture between RWE AG and Apollo Global Management.

   In 2019, Amprion Offshore GmbH was founded as the Issuer's first wholly owned subsidiary for the purpose of constructing and operating the offshore grid connections for the Issuer. In 2026, alphagrid GmbH was founded as the Issuer's second wholly owned subsidiary for the purpose of development and licensing, including the provision of artificial intelligence ("**AI**") applications, AI-powered software, and AI-powered systems ("**AI Tools**") for Amprion GmbH. The Issuer has 3,434 employees (full-time equivalents) as of 31 December 2025."

3. **The information in section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 6. Organisational structure" on page 31 of the Prospectus shall be deleted and replaced by the following information:**

   "The Amprion Group comprises three companies. The parent company is Amprion GmbH, which is headquartered in Dortmund, Germany. Amprion GmbH's wholly owned subsidiaries are Amprion Offshore GmbH and alphagrid GmbH. On 18 November 2019, Amprion Offshore GmbH was founded and on 24 June 2026 alphagrid GmbH was founded."

4. **In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 7. Business Overview" the following information shall be supplemented on page 33 of the Prospectus before the heading *"Regulatory Revenue Allowances"*:**

   "On 22 July 2026, the German Act *"Gesetz zur Sicherung der Versorgungssicherheit Strom und zur Bereitstellung neuer Kapazitäten und zur Änderung der Besonderen Gebührenverordnung BNetzA"* (*StromVKG*) came into force. The aim of the law is to introduce a capacity market for the year 2031, in the interest of ensuring a secure and reliable supply of electricity, in order to provide sufficient guaranteed electrical capacity to meet electricity demand during the delivery period."

5. **In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 7. Business Overview" under the heading *"Strategy"* on pages 40 to 41, the last bullet point shall be deleted and replaced by the following information:**

   "

   - Involvement of stakeholders: Integration of stakeholders and social acceptance are of fundamental importance to the Issuer's activity. In particular, the Issuer will consider the interests of people, environmental concerns and technological aspects by compliance with the highest standards with regard to occupational safety, health protection, nature and species conservation and saving resources and also climate protection. For the financial year 2025, two years ahead of the statutory obligation, the Issuer voluntarily published its first sustainability report in partial accordance with the "Draft Simplified ESRS" (submitted by EFRAG to the European Commission as "technical advice" on 30 November 2025) and in full alignment with the EU Taxonomy Regulation. In 2025, the Issuer aligned its sustainability strategy with anticipated requirements of the Corporate Sustainability Reporting Directive (EU) 2022/2464 (CSRD) and the European Sustainability Reporting Standards (ESRS) to ensure early readiness for forthcoming EU sustainability reporting obligations from the 2027 financial year onwards. Based on the conducted double materiality assessment, the Issuer's sustainability strategy is now structured around three dimensions, aligned with the Environmental, Social, and Governance (ESG) framework (Environment, People and Governance). The Issuer committed itself to make contributions towards the Sustainable Development Goals of the United Nations (goals 7, 8, 9, 13, 15). The Issuer published its climate strategy for reduction of CO2 emissions and intends to reduce the CO2 emissions for Scope 1 and 2 by at least 63 % by 2032 in line with the science-based target initiative. For Scope 3, the Issuer intends to reduce the specific CO2 emissions in the upstream value chain by 58.1 % per kilometre of transmission line extended and renewed annually by 2032 in line with the science-based target initiative. The Issuer's economic activities are qualified as environmentally sustainable and thus currently eligible under the Taxonomy Regulation. The Issuer established a Green Finance Framework to incorporate green funding in its overall financing strategy."

6. In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 7. Business Overview" the information on page 41 of the Prospectus under the heading *"Overview of subsidiaries and non-controlling interests"* shall be deleted and replaced by the following information:

"***Overview of subsidiaries and non-controlling interests***

Amprion's participations include its wholly owned subsidiaries Amprion Offshore GmbH and alphagrid GmbH and three non-controlling interests. Each is described in detail below.

- Amprion Offshore GmbH ("**Amprion Offshore**")

  Amprion Offshore, located in Dortmund, Germany, was founded in 2019 to facilitate the connection of offshore wind farms to the Amprion control area. Its purpose is also to provide for a transparent accounting of costs and capital employed. Amprion Offshore GmbH is wholly owned by Amprion GmbH.

- alphagrid GmbH ("**alphagrid**")

  alphagrid, located in Berlin, Germany, was founded in 2026. The company develops, licenses and provides AI Tools for Amprion GmbH. These activities must be directly related to the current or future business operations of Amprion GmbH, its subsidiaries, or its role as a transmission system operator. The commercialisation or sale of development services and AI Tools to third parties outside the group is not within the company's scope of business.

- Holding des Gestionnaires de Réseau de Transport d'Electricité SAS ("**HGRT**")

  HGRT, founded in 2001 and based in Paris, France, is a holding company owned by six European Transmission System Operators, which owns 49 % in the European Power Exchange EPEX SPOT. The core business of EPEX SPOT is the operation of a power exchange for Central Western Europe, the United Kingdom and the Nordic countries. Amprion GmbH holds 5.0 % of shares in the issued capital of HGRT.

- Joint Allocation Office S.A. ("**JAO**")

  JAO, located in Luxembourg, is a service company that serves the electricity market by organising auctions for cross border transmission capacity. On 1 October 2018, JAO became the Single Allocation Platform (SAP) for all European TSOs that operate in accordance with EU legislation. JAO is owned by 26 TSOs from 23 countries. Amprion GmbH holds 3.8 % of shares in the issued capital of JAO.

- TSCNET Services GmbH ("**TSCNET**")

  TSCNET is one of Europe's Regional Coordination Centers (RCCs), located in Munich, Germany. It renders integrated services for power transmission system operators and their control centers to maintain the operational security of the electricity system. TSCNET is owned by 16 TSOs from twelve European countries. Amprion GmbH holds 6.3 % of shares in the issued capital of TSCNET."

7. **In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 7. Business Overview" the last bullet point on page 41 of the Prospectus under the heading "*Amprion Group's Financing*" shall be deleted and replaced by the following information:**

"

- To secure liquidity, the Issuer has a committed revolving credit facility of up to EUR 6.5 billion maturing in 2031 with a syndicate of 15 banks. Owing to the increase in the syndicated credit facility, the bilateral credit facilities, totalling EUR 800 million, were terminated early at the end of June 2026."

8. **In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 8. Administrative, Management and Supervisory Bodies" the table on page 42 of the Prospectus under the heading *"Board of Management"* shall be deleted and replaced by the following table:**

"

Name	**Main Area of Responsibility**	**Membership on supervisory and advisory boards outside the Issuer**
Dr. Christoph Müller	Chief Executive Officer / Chief Commercial Officer	Member of the supervisory board of BDEW Bundesverband der Energie- und Wasserwirtschaft e.V. (BDEW German Association of Energy and Water Industries) Member of the Presiding Committee of the WEC – World Energy Council – Germany e.V. Chairman of the supervisory board of Forum für Zukunftsenergien e.V. (Forum for Future Energies Association) President and Chairman of the executive board, Gesellschaft zur Förderung des EWI e.V. (Association for the Development of the EWI) Member of the supervisory board, Energiewirtschaftliches Institut an der Universität zu Köln gGmbH (EWI) (Energy Economics Institute at the University of Cologne) Member of the executive board of VfEW Verband für Energie- und Wasserwirtschaft Baden-Württemberg e.V. – VfEW (Association for Energy and Water Management Baden-Württemberg) Member of the administrative board of Diakonie Kork Körperschaft des Öffentlichen Rechts (Diakonie Kork Public-law corporation)
Katrin Hilmer	Chief Operating Officer	-
Dr. Hendrik Neumann	Chief Technical Officer	Member of the supervisory board of BDEW Bundesverband der Energie- und Wasserwirtschaft e.V., (BDEW German Association of Energy and Water Industries), Chapter North Rhine Westphalia
Peter Rüth	Chief Financial Officer	-

"

9. **In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 8. Administrative, Management and Supervisory Bodies" the table on page 43 of the Prospectus under the heading *"Supervisory Board"* shall be deleted and replaced by the following table:**

"

Name	**Principal occupation outside the Issuer**
Uwe Tigges (Chairman)	Former Executive Board Chairman (CEO), innogy SE
Detlef Börger-Reichert* (First Deputy Chairman)	Member of Amprion GmbH's Works Council at its Dortmund site
Markus Altenhoff (Second Deputy Chairman)	Managing Director – Capital Investments – of Ärzteversorgung Westfalen-Lippe (An institution of the Westfalen-Lippe Medical Association (a statutory body))
Dr. Christoph Gehlen*	Member of the Company Spokesman Committee of Amprion GmbH, Head of Power Lines at Amprion GmbH
Wolfgang Hölzle*	Chairman of Amprion GmbH's Works Council at its Hoheneck site and member of the General Works Council of Amprion GmbH
Stefan Holzmair	Head of Infrastructure Equity Asset Management, MEAG MUNICH ERGO AssetManagement GmbH
Nerima Hörsken-Uzeirovic*	Chairwoman of Amprion GmbH's Works Council at its Dortmund site and Deputy Chairwoman of the General Works Council of Amprion GmbH
Gudrun Janßen*	Deputy ver.di District Manager for Westphalia, responsible for the Supply and Waste Management Department
Natalie Kornowski*	Chairwoman of Amprion GmbH's Works Council at its Brauweiler site and Chairwoman of the General Works Council of Amprion GmbH
Frank Lefeber*	Member of Amprion GmbH's Works Council at its Dortmund site
Dr. Thomas Mann	Executive Board Spokesman at Ampega Investment GmbH, Managing Director of Ampega Asset Management GmbH
Christoph Manser	Head of Infrastructure Investments, Swiss Life Asset Managers
Dr. Michael Müller	Chief Financial Officer of RWE AG Essen
Roland Oppermann	Chief Financial Officer of SV SparkassenVersicherung Holding AG
Fred Riedel	In-house tax consultant, Director of Finance and Administration at the International School of Düsseldorf e.V.

* *The members of the Supervisory Board marked with an * are employee representatives*."

10. **The information in the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 9. Capital, Shares and Major Shareholders" on pages 43 to 44 shall be deleted and replaced by the following:**

"As per 31 December 2025, the Issuer has outstanding jouissance rights (*Genussrechte*) with a total volume of around EUR 46.6 million (as per 30 June 2026: EUR 47.6 million) that are not securitised. These are not transferable and are held by the Issuer's employees. The yield on the jouissance rights capital in the financial year 2025 amounted to around EUR 2.9 million.

Share Capital

As of the date of this Prospectus, Amprion GmbH's issued capital amounts to EUR 10,000,000 and is fully paid up. The two shareholders of Amprion GmbH are M31 Beteiligungsgesellschaft mbH & Co. Energie KG (a consortium of primarily German institutional investors from the insurance industry and pension funds) and RWE Alkaios Holding GmbH. The share capital and voting rights in Amprion GmbH are divided among the shareholders as of 31 December 2025 as follows:

Shareholder	Capital share	Voting rights
M31 Beteiligungsgesellschaft mbH & Co. Energie KG	74.9 %	74.9 %
RWE Alkaios Holding GmbH	25.1 %	25.1 %

"

11. In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 10. Selected Financial Information" on pages 44 to 45 of the Prospectus, the following table shall be supplemented on page 45 of the Prospectus after the table under the heading "Adjusted IFRS key figures of Amprion Group":

"

Unaudited, rounded, in € million	**H1 2026**	**H1 2025**
Adjusted key financial figures		
EBITDA	925.6	1,134.8
Operating result from regulatory issues	-5.8	-343.3
thereof:		
+/- Income/expense from changes in regulatory accounts	*54.3*	*-284.7*
+/- Income/expense from accrual and utilisation of congestion proceeds	*-52.1*	*-65.7*
+/- Income/expense from other regulatory issues	*-8.1*	*7.0*
= Adjusted EBITDA	**919.8**	**791.5**
Consolidated net income*	290.8	522.8
+/- Operating result from regulatory issues	-5.8	-343.3
+ Income from capitalisation of borrowing costs	82.7	0.0
+/- Tax effect from adjustments	-24.4	108.9
= Adjusted consolidated net income	**343.3**	**288.4**
Consolidated net income*	290.8	522.8
+ Depreciation and amortisation	306.9	284.7
+/- Result on disposal of assets (non-cash)	4.5	-0.7
+/- Income/expense from changes in deferred taxes	58.3	151.8
= Total funds from operations (FFO)	**660.5**	**958.6**
+/- Other non-cash expenses/income	45.4	-1.7
- Income from capitalised borrowing costs in accordance with IAS 23	0.0	-56.9
+/- Interest result (net interest income/expense) from other provisions	1.0	0.7
+ Interest expenses from hybrid financing (50 %)**	1.3	0.0
+/- Operating Result from regulatory issues***	-5.8	-343.4
= Adjusted funds from operations (FFO)	**702.4**	**557.3**

* *Prior year, including capitalised borrowing costs in accordance with IAS 23.*
** *Additional item (approximation to rating-relevant definition of the metric).*
*** *Adjustment to prior-year figure due to change in metric definition.*"

12. **In the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 11. Statement of no Material Change" on page 45 of the Prospectus, the first paragraph shall be deleted and replaced by the following information:**

"There has been no material change in the prospects and the financial position of the Amprion Group since 30 June 2026."

13. **The information in the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 15. ESG Ratings" on page 46 of the Prospectus shall be deleted and replaced by the following information:**

"In August 2026, the Issuer received an ESG risk rating[4] of 16.6 and was assessed by Sustainalytics to be at low risk[5] of experiencing material financial impacts from ESG factors.[6]

In September 2025, the Issuer received an ESG rating[4] update by Sustainable Fitch. Amprion achieved an ESG entity rating of "2", with a score of 76 out of possible 100, for its corporate sustainability performance. All of Amprion's green bonds issued up to the end of June 2025 have been confirmed or awarded an ESG framework rating of "2", with a score of 86 out of possible 100. Sustainable Fitch has affirmed the ESG instrument rating, being a combination of the ESG entity rating and the ESG framework ratings, of "2", with a score of 85.[7]"

14. **The information in the section "AMPRION GMBH AND ITS CONSOLIDATED SUBSIDIARIES – 16. Recent Developments" on page 46 of the Prospectus shall be deleted and replaced by the following information:**

"As a result of the resignation of a supervisory board member, the supervisory board of Amprion GmbH currently consists of 15 members, comprising 7 employee representatives and 8 shareholder representatives. According to the statutory provisions and the articles of association of Amprion GmbH, the supervisory board requires a composition of 16 members. In accordance with the applicable legal requirements, Amprion GmbH has initiated the process to fill the resulting vacancy and expects a swift replacement to be appointed.

In July 2026, RWE AG increased its indirect stake in Amprion GmbH to approximately 55 % through the acquisition, via a subsidiary, of approximately 47 % of the limited partnership interests in M 31 Beteiligungsgesellschaft mbH & Co. Energie KG, a direct shareholder of Amprion GmbH."

15. **The information in the section "GENERAL INFORMATION – Documents Available" on page 161 of the Prospectus shall be deleted and replaced by the following information:**

"For so long as the Programme remains in effect or any Notes are outstanding, electronic copies of the following documents may be obtained in electronic form on the website of Amprion GmbH (www.amprion.net), namely:

(a) this Prospectus and any supplement thereto;

(b) any Final Terms relating to Notes which are listed on any stock exchange (in case of any Notes which are not listed on any stock exchange, copies of the relevant Final Terms will only be available for inspection by the relevant Holders);

(c) copies of the audited consolidated financial statements of Amprion GmbH as of and for the fiscal years ended 31 December 2024 and 2025 and copies of the reviewed consolidated interim financial statements (condensed) as of and for the first half-year ended 30 June 2026;

and

(d) the constitutional documents of the Issuer.

The Green Finance Framework and the relevant Second Party Opinion are available on the Issuer's website: https://www.amprion.net/Amprion/Investor-Relations/Creditor-Relations/Green-Finance-Framework-2.html

Neither the Green Finance Framework nor the Second Party Opinion form part of or are incorporated by reference into this Prospectus."

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[4] ESG ratings may vary amongst ESG ratings agencies as the methodologies used to determine ESG ratings may differ. The Issuer's ESG ratings are not necessarily indicative of its current or future operating or financial performance, or any future ability to service the Notes and are only current as of the dates on which they were initially issued. Prospective investors must determine for themselves the relevance of any such ESG ratings information contained in this Prospectus or elsewhere in making an investment decision. Furthermore, ESG ratings shall not be deemed to be a recommendation by the Issuer or any other person to buy, sell or hold the Notes. Currently, the providers of such ESG ratings are not subject to any regulatory or other similar oversight in respect of their determination and award of ESG ratings.

[5] Sustainalytics ranks companies in one of five ESG risk severity categories ranging from "Negligible" (0-10), "Low" (10-20), "Medium" (20-30), "High" (30-40) to "Severe" (40+) based on a company's exposure to industry specific ESG risks and how well such company is managing those risks, whereas a rating of "Low" is the second lowest category.

[6] This section contains information developed by Sustainalytics (www.sustainalytics.com). Such information and data are proprietary of Sustainalytics and/or its third party suppliers (Third Party Data) and are provided for informational purposes only. They do not constitute an endorsement of any product or project, nor an investment advice and are not warranted to be complete, timely, accurate or suitable for a particular purpose.

[7] Sustainable Fitch's ratings are assigned on a scale of 1 to 5, where "1" is the strongest.

16. In the section "Documents Incorporated by Reference" on pages 162 to 163 of the Prospectus, the following information shall be added as third bullet point following "Amprion GmbH – Audited consolidated financial statements as of and for the year ended 31 December 2025 (the "Consolidated Financial Statements 2025)":

"Amprion GmbH – Consolidated interim financial statements (condensed) of Amprion GmbH as of and for the first half-year ended 30 June 2026 (pages 20-46) consisting of:

https://www.amprion.net/Dokumente/Amprion/Geschaeftsberichte/2026/Amprion_Half-Year-Financial-Report-2026.pdf

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ADDRESS

THE ISSUER

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