

– CONVENIENCE TRANSLATION ONLY –

**Resolution of the Management Board of Mutares Management SE
regarding the dividend proposal of Mutares Management SE to the Supervisory Board of Mutares SE & Co. KGaA for the financial year 2022**

I.

The Management Board of Mutares Management SE ("**Management Board**") as managing general partner of Mutares SE & Co. KGaA ("**Company**") with its registered office in Munich currently comprises

- Mr. Robin Laik,
- Mr. Mark Friedrich and
- Mr. Johannes Laumann.

II.

At its meeting today, the Management Board unanimously adopted the following resolution with all votes cast, waiving all formal and deadline requirements for convening and holding a Management Board meeting and adopting Management Board resolutions at 3:30 p.m. (CEST):

Mutares Management SE proposes to the Supervisory Board of Mutares SE & Co. KGaA to use the retained earnings of the Company as of December 31, 2022 in the amount of EUR 117,828,514.82 to distribute a dividend of EUR 1.00 per dividend-bearing share and otherwise to carry it forward to new account. With 20,626,256 no-par value shares carrying dividend rights at the time of convening the Annual General Meeting, the total dividend distribution thus amounts to EUR 20,626,256.00. Pursuant to Section 71b of the German Stock Corporation Act (AktG), the treasury shares held by the Company do not carry dividend rights.

This results in the following appropriation of net income:

	EUR
Distribution to shareholders	20,626,256.00
Carried forward to new account	97,202,258.82
Unappropriated profit	117,828,514.82

Should the number of no-par value shares entitled to dividend for the financial year 2022 change by the time of the Annual General Meeting, a correspondingly adjusted proposal for a resolution will be put to the vote at the Annual General Meeting, which will continue to provide for a dividend of EUR 1.00 per no-par value share entitled to dividend as well as a correspondingly adjusted amount for the total dividend payout and the profit carried

forward. If materially significant sales can be completed by the time of the Annual General Meeting, the proposal will consider a dividend of EUR 1.00 per no-par value share carrying dividend rights in excess of that proposed today.

In accordance with Art. 58 par. 4 AktG, the entitlement to the dividend is due on July 10, 2023.

The above proposal for the appropriation of profits is expressly subject to the proviso and condition that the Supervisory Board of the Company also gives its unqualified support to this proposed resolution at the meeting scheduled for April 6, 2023 and also submits it to the Annual General Meeting of the Company.

The Management Board Mark Friedrich is instructed to submit the proposal for the appropriation of profits to the Supervisory Board of Mutares SE & Co. KGaA on behalf of the Management Board of Mutares Management SE.

III.

No other resolutions were adopted.

The resolution of the Board of Management is hereby recorded in the minutes. A copy of these minutes shall be sent to each member of the Management Board without delay.

Munich, April 5, 2023, 3:35 p.m.

Mark Friedrich