

Granting of proxy authorization and issuing instructions to the voting proxies appointed by the Company

Access-ID: _____ Name / Company: _____
 Number of shares: _____ First name: _____
 Phone number:* _____ E-mail address:* _____

* voluntary information

After registration in due form and time until 03 July 2023, 24:00 hrs. (CEST), to be returned **no later than 24:00 hrs. (CEST) on 09 July 2023** (receipt) to:

Mutares SE & Co. KGaA
 c/o Better Orange IR & HV AG
 Haidelweg 48
 81241 München
 Germany

or E-Mail: mutares@better-orange.de

Please tick unambiguously: (If several declarations of intent are received, the declaration of intent made last shall be considered. If it is not apparent to the Company which declaration of intent was made last, these declarations of intent shall be treated as binding in the following order of transmission: (1) e-service for the Annual General Meeting, (2) e-mail and (3) paper form. Your instructions refer to the proposed resolution of the management announced in the convening of the Annual General Meeting in the Federal Gazette (Bundesanzeiger) and to countermotions and election proposals from shareholders pursuant to Section 126 (1), Section 127 German Stock Corporation Act (AktG), each of which was made available with an unambiguous ID at <https://ir.mutares.de/en/event/annual-general-meeting-2023/> in the event of a separate voting requirement. If you do not mark anything, your instruction will be treated as an abstention. If several fields are marked for a proposed resolution or the marking is not clear, this will also be treated as an abstention.)

I/We authorize the voting proxies appointed by the Company, Torsten Fues and Michael Schwarz, both employees of Better Orange IR & HV AG, Munich, business resident in Munich, Germany, each individually and with the right to delegate their authorization to another party, to represent me/us under disclosure of my/our name and exercise my/our right to vote at the **Annual General Meeting on 10 July 2023** as indicated below. Previously issued proxy authorizations and instructions to the voting proxies appointed by the Company in this context are hereby revoked.

Individual instruction on an agenda item	YES	NO	Abst.**
1. Resolution on the adoption of the annual financial statements of Mutares SE & Co. KGaA as of December 31, 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Resolution on the appropriation of net income for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the approval of the acts of the General Partner Mutares Management SE for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the approval of the acts of the members of the Supervisory Board for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the approval of the acts of the members of the Shareholders' Committee for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the appointment of the auditor of the Annual Financial Statements and the auditor of the Consolidated Financial Statements as well as the auditor for the review, if any, of the Condensed Financial Statements and the Interim Management Report as well as for a review, if any, of additional interim financial information			
6.1 Auditor of the Annual and Consolidated Financial Statements for the financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.2 Auditor for any review of additional financial information (Sec. 115 (7) WpHG) in the financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.3 Auditor for any review of additional financial information (Sec. 115 (7) WpHG) in the financial year 2024 until the next Annual General Meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the approval of the remuneration report for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the cancellation of Authorized Capital 2019/I and the creation of a new Authorized Capital 2023/I with the option to exclude subscription rights and on the corresponding amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the amendment of Section 21 of the Company's Articles of Association to enable virtual Annual General Meetings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on amendments to Section 23 and Section 24 of the Articles of Association of the Company concerning the chairing of the Annual General Meeting and the participation of the members of the Supervisory Board and the Shareholders' Committee by means of video and audio transmission			
10.1 Rewording of Section 23(3) of the Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.2 Rewording of Section 24(2) of the Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Countermotions and election proposals by shareholders pursuant to Section 126 (1) and Section 127 German Stock Corporation Act (AktG) to be made accessible are made accessible with an unambiguous ID at: <https://ir.mutares.de/en/event/annual-general-meeting-2023/>

YES to the countermotion/election proposal with the ID:* _____

NO to the countermotion/election proposal with the ID:* _____

Abstention to the countermotion/election proposal with the ID:*



*Enter ID of the countermotion/countermotions or election proposal/election proposals by handwriting.

**Abst. = Abstention

_____ Place

_____ Date

_____ Signature(s) or Person making the declaration (legible, § 126b BGB)