

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 May 28, 2024, 24:00 hrs. (CEST), to be returned **no later than 24:00 hrs. (CEST) on June 3, 2024**, (receipt) to:

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

or by e-mail: mutares@linkmarketservices.eu

Please tick unambiguously: (If several declarations of intent are received, the declaration of intent made last shall be considered. Furthermore, if the Company receives divergent declarations of intent in connection with the granting and revocation of a proxy authorization or instruction by different means of transmission and 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) password-protected internet service, (2) e-mail and (3) paper form. Your instructions refer in each case 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-2024/> 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 June 4, 2024**, 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, 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Resolution on the appropriation of net income for financial year 2023	<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 financial year 2023	<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 financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the approval of the acts of the members of the Shareholder Committee for financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the appointment of the auditor and Group auditor, the auditor for any review of the Condensed Financial Statements and the interim Management Report and for any review of additional interim financial information			
6.1 Auditor of the Annual and Consolidated Financial Statements for financial year 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.2 Auditor for any possible review of additional financial information (Sec. 115 (7) WpHG) in financial year 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.3 Auditor for a possible review of additional interim financial information (Sec. 115 (7) WpHG) in financial year 2025 before the next Annual General Meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the appointment of the auditor of the Sustainability Report for financial year 2024 for the Company and the Group	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the approval of the Remuneration Report for financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the election of new members of the Supervisory Board			
9.1 Volker Rofalski	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.2 Dr. Lothar Koniarski	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.3 Dr. Axel Müller	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.4 Raffaella Rein	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on the election of the members of the Shareholder Committee			
10.1 Volker Rofalski	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

10.2 Dr. Lothar Koniarski	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.3 Dr. Axel Müller	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.4 Raffaella Rein	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Resolution on the granting of a new authorization to issue convertible bonds, bonds with warrants, profit participation rights and/or participating bonds (or combinations of these instruments) with the possibility of excluding subscription rights, the cancellation of Conditional Capital 2019/I, the creation of Conditional Capital 2024/I and the corresponding amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Resolution on the authorization to acquire and use treasury shares, including the authorization to cancel acquired treasury shares and to reduce capital as well as exclude subscription rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Resolution on the authorization to use equity derivatives to acquire treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Resolution on the cancellation of Authorized Capital 2023/I and the creation of a new Authorized Capital 2024/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"/>
15. Resolution on the remuneration system and the remuneration for the members of the Company's Shareholder Committee	<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 to be made accessible are made accessible with an unambiguous ID at: <https://ir.mutares.de/en/event/annual-general-meeting-2024/>

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)