

MUTARES

– *CONVENIENCE TRANSLATION* –

**Mutares SE & Co. KGaA
Munich**

WKN: A2NB65
ISIN: DE000A2NB650

Invitation to the Annual General Meeting

We hereby invite our shareholders to the Annual General Meeting to be held on

Friday, July 3, 2026, at 10:00 a.m. Central European Summer Time (CEST),

at the

**Haus der Bayerischen Wirtschaft (hbw Conference Center), Max-Joseph-Straße 5,
80333 Munich**

of Mutares SE & Co. KGaA (hereinafter also referred to as the “Company”).

TABLE OF CONTENTS

I. AGENDA

1. Presentation of the annual financial statements of Mutares SE & Co. KGaA as of December 31, 2025, approved by the Supervisory Board, the consolidated financial statements of Mutares SE & Co. KGaA as of December 31, 2025, approved by the Supervisory Board, the combined management and consolidated management reports for the fiscal year 2025, the explanatory report of the General Partner regarding the disclosures pursuant to Sections 289a, 315a of the German Commercial Code (HGB), as well as the report of the Supervisory Board of Mutares SE & Co. KGaA for the fiscal year 2025; resolution on the adoption of the annual financial statements of Mutares SE & Co. KGaA as of December 31, 2025
2. Resolution on the appropriation of net retained earnings for the fiscal year 2025
3. Resolution on the discharge of the General Partner, Mutares Management SE, for the fiscal year 2025
4. Resolution on the discharge of the members of the Supervisory Board for the fiscal year 2025
5. Resolution on the discharge of the members of the Shareholder Committee for the fiscal year 2025
6. Resolution on the appointment of the auditor and the group auditor, the auditor for any review of the condensed financial statements and the interim management report, as well as for any review of additional interim financial information
7. Resolution on the appointment of the sustainability reporting auditor for the fiscal year 2026
8. Resolution on the approval of the remuneration report for the fiscal year 2025
9. Resolution on the confirmation of the remuneration system and the remuneration for the members of the Company's Supervisory Board
10. Resolution on the cancellation of Authorized Capital 2024/I and the creation of a new Authorized Capital 2026/I with the option to exclude subscription rights, as well as on the corresponding amendment to the Articles of Association
11. Resolution on the amendment of Section 5 (3) and (4) of the Company's Articles of Association to enable the issuance of electronic shares
12. Resolution on the amendment of Section 29 of the Company's Articles of Association to include a jurisdiction clause

II. Additional Information and Notes Regarding the Notice of Meeting

I. Agenda

1. **Presentation of the annual financial statements of Mutares SE & Co. KGaA as of December 31, 2025, approved by the Supervisory Board, the consolidated financial statements of Mutares SE & Co. KGaA as of December 31, 2025, approved by the Supervisory Board, the combined management and consolidated management reports for the fiscal year 2025, the explanatory report of the General Partner regarding the disclosures pursuant to Sections 289a, 315a of the German Commercial Code (HGB), as well as the report of the Supervisory Board of Mutares SE & Co. KGaA for the fiscal year 2025; resolution on the adoption of the annual financial statements of Mutares SE & Co. KGaA as of December 31, 2025**

The Supervisory Board has approved the annual financial statements prepared by the General Partner and the consolidated financial statements in accordance with Section 171 of the German Stock Corporation Act (AktG). Pursuant to Section 286(1) of the German Stock Corporation Act (AktG) and Section 26(4) of the Company's Articles of Association, the annual financial statements are to be adopted by the Annual General Meeting. For the remaining documents listed under this agenda item, the law generally provides only for the shareholders to be informed, but not for a resolution to be passed by the Annual General Meeting.

The aforementioned documents, as well as the proposal regarding the appropriation of net retained earnings, will be available on the Company's website at

<https://ir.mutares.com/en/event/annual-general-meeting-2026/>

Furthermore, they will also be available at the Annual General Meeting itself and will be explained in more detail.

The General Partner, the Shareholder Committee, and the Supervisory Board propose that the annual financial statements of Mutares SE & Co. KGaA for the fiscal year 2025 be adopted as presented, which show a net retained profit of EUR 332,805,563.53.

2. **Resolution on the appropriation of the net retained profit for the fiscal year 2025**

The General Partner, the Shareholder Committee, and the Supervisory Board propose that the net retained profit of Mutares SE & Co. KGaA for the fiscal year 2025, amounting to EUR 332,805,563.53 to be used for the distribution of a dividend of EUR 2.00 per dividend-bearing no-par value share and to carry the remainder forward to new account.

The total dividend payout thus amounts to EUR 51,235,814.00 based on 25,617,907 dividend-bearing no-par value shares as of the date of convening the Annual General Meeting.

This results in the following appropriation of net retained profit:

EUR

Distribution to shareholders	51,235,814.00
Profit carried forward	281,569,749.53
Net retained profit	332,805,563.53

Should the number of no-par value shares entitled to a dividend for fiscal year 2025 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 2.00 per dividend-bearing no-par value share carrying dividend rights and a correspondingly adjusted amount for the total dividend payout and the profit carried forward.

In accordance with Section 58 (4) sentence 2 of the German Stock Corporation Act (AktG), the dividend is due on 8 July 2026.

3. Resolution on the discharge of the General Partner Mutares Management SE for the fiscal year 2025

The General Partner, the Shareholder Committee, and the Supervisory Board propose that the General Partner of the Company be granted discharge for the fiscal year 2025.

4. Resolution on the discharge of the members of the Supervisory Board for the fiscal year 2025

The General Partner, the Shareholder Committee, and the Supervisory Board propose that the members of the Company's Supervisory Board in office in the fiscal year 2025 be granted discharge for that period.

5. Resolution on the discharge of the members of the Shareholder Committee for the fiscal year 2025

The General Partner, the Shareholder Committee, and the Supervisory Board propose that the members of the Company's Shareholders' Committee in office in the fiscal year 2025 be granted discharge for this period.

6. Resolution on the appointment of the auditor and the group auditor, the auditor for any review of the condensed financial statements and the interim management report, as well as for any review of additional interim financial information

The Supervisory Board proposes, upon the recommendation of its Audit Committee, that the following resolution be adopted:

- a) PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Bernhard-Wicki-Straße 8, 80636 Munich, is appointed as the auditor and the group auditor for the fiscal year 2026.
- b) PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Bernhard-Wicki-Straße 8, 80636 Munich, is appointed as the auditor for the review of the condensed financial statements and the interim management report for the first half of the fiscal year 2026, as well as other interim financial information (Section 115(7) of the German Securities Trading Act (WpHG)) for the 2026 fiscal year.
- c) PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Bernhard-Wicki-Straße 8, 80636 Munich, is appointed as the auditor for any review of interim financial information (Section 115(7) of the German Securities Trading Act (WpHG)) for the fiscal year 2027, to be prepared prior to the Annual General Meeting in the fiscal year 2027.

The Audit Committee's recommendation is accompanied by a report prepared in accordance with Article 16(3) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements regarding the audit of public-interest entities and repealing Commission Decision 2005/909/EC ("EU Audit Regulation"). Based on this selection procedure, the Audit Committee recommended PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Munich, and Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Munich, and communicated a reasoned preference for PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Bernhard-Wicki-Straße 8, 80636 Munich. The proposal for the early and voluntary change of the auditor is made in the interest of good corporate governance. It is also intended to take into account the expectations of institutional investors in particular, as well as economic considerations.

The Audit Committee has declared that its recommendation is free from undue influence by third parties and that no clause restricting its selection options within the meaning of Article 16(6) of the EU Audit Regulation has been imposed on it.

7. Resolution on the appointment of the auditor for Sustainability Reporting for the fiscal year 2026

The Supervisory Board proposes, upon the recommendation of its Audit Committee, to appoint PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Bernhard-Wicki-Straße 8, 80636 Munich, as the sustainability reporting auditor within the meaning of Directive (EU) 2022/2464 on corporate sustainability reporting (CSRD) for the fiscal year 2026.

The appointment is subject to the condition precedent that the Company is required to prepare sustainability reports subject to external audit effective upon the entry into force of the law transposing the CSRD into national law (CSRD Implementation Act) and that an auditor for the audit of the sustainability reports can be appointed by the Annual General Meeting.

8. Resolution on the approval of the remuneration report for the fiscal year 2025

The General Partner and the Supervisory Board are required to prepare a remuneration report in accordance with Section 162 of the German Stock Corporation Act (AktG) and to submit it to the Annual General Meeting for approval in accordance with Section 120a(4) of the German Stock Corporation Act (AktG). In view of the special board structure of Mutares SE & Co. KGaA, the Company's remuneration report for the fiscal year 2025 sets forth the remuneration granted or owed in the fiscal year 2025 to the General Partner, the current and former members of the General Partner's Management Board and Supervisory Board, as well as the current and former members of the Company's Supervisory Board and Shareholder Committee.

In accordance with Section 162(3) of the German Stock Corporation Act (AktG), the remuneration report was reviewed by the auditor to determine whether the disclosures required by law under Section 162(1) and (2) of the German Stock Corporation Act (AktG) had been made. In addition to the legal requirements, the auditor also conducted a substantive review of the content. A corresponding auditor's report is attached to the remuneration report.

The remuneration report, together with the auditor's report, will be available on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> from the time the Annual General Meeting is convened. Furthermore, the remuneration report, together with the auditor's report, will be available at the Annual General Meeting.

The General Partner, the Shareholders Committee, and the Supervisory Board propose that the remuneration report for the 2025 fiscal year, prepared and audited in accordance with Section 162 of the German Stock Corporation Act (AktG), be approved.

9. Resolution on the approval of the remuneration system and the remuneration for the members of the Company's Supervisory Board

Pursuant to Section 113(3) of the German Stock Corporation Act (AktG), the Annual General Meeting of listed companies must pass a resolution on the remuneration system and the remuneration of the members of the Supervisory Board at least every four years. A resolution confirming the existing remuneration is also permissible.

The remuneration of the members of the Company's Supervisory Board is governed by Section 13 of the Company's Articles of Association. Pursuant to Section 13(2) of the Company's Articles of Association, the Annual General Meeting resolves on the amount of any remuneration for the Supervisory Board. On this basis, the remuneration system and the existing remuneration for members of the Company's Supervisory Board were determined by a resolution of the Company's Annual General Meeting on May 17, 2022, with a majority of 99.52% of the votes cast. Therefore, a new resolution by the Annual General Meeting is required in accordance with the schedule.

The General Partner, the Shareholder Committee, and the Company's Supervisory Board have reviewed the existing remuneration system and the remuneration for the members of the Company's Supervisory Board and are of the opinion that these have proven effective and should be maintained unchanged.

The remuneration system for the members of the Supervisory Board, as well as the existing remuneration for the members of the Company's Supervisory Board approved by the Company's Annual General Meeting on May 17, 2022, will be available on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> and will also be available for inspection at the Annual General Meeting.

The General Partner, the Shareholder Committee, and the Supervisory Board therefore propose to confirm the existing remuneration system for the members of the Company's Supervisory Board, as resolved by the Company's Annual General Meeting on May 17, 2022, under Agenda Item 8, as well as the resulting existing remuneration for the members of the Company's Supervisory Board, including Section 13 of the Company's Articles of Association.

10. Resolution on the cancellation of Authorized Capital 2024/I and the creation of a new Authorized Capital 2026/I with the option to exclude subscription rights, as well as on the corresponding amendment to the Articles of Association

The General Partner has exercised the authorization granted to it by the Company's Annual General Meeting on June 4, 2024, under agenda item 14, to increase the Company's share capital in the period up to June 3, 2029, with the approval of the Supervisory Board, on one or more occasions by a total of up to EUR 8,423,502.00 by issuing up to 8,423,502 new registered no-par value shares against cash contributions and/or contributions in kind, partially exercised in April 2026 as part of a capital increase carried out in two tranches.

The written report of the General Partner regarding this partial utilization of Authorized Capital 2024/I will be available on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> as of the date of the call for the meeting and will also be available for inspection at the Annual General Meeting.

The Company's Articles of Association therefore contain, in Section 4(4), an authorized capital that authorizes the General Partner, with the approval of the Supervisory Board, to increase the Company's share capital on one or more occasions by a total of up to EUR 4,153,851.00 through the issuance of up to 4,153,851 new registered shares against cash contributions and/or contributions in kind.

To ensure that the Company remains flexible in the future, able to strengthen its equity capital comprehensively and at short notice as needed, as well as to react quickly and successfully to advantageous offers or other opportunities that arise and to take advantage of opportunities for business expansion, the existing Authorized Capital 2024/I is to be revoked, a new Authorized Capital 2026/I is to be adopted, and the Articles of Association are to be amended accordingly. The Authorized

Capital 2026/I shall again have a total volume of 40% of the current share capital. The option to exclude subscription rights when issuing new shares is also to be limited again to a total of 20% of the share capital, taking into account shares issued or sold under exclusion of subscription rights pursuant to another authorization.

In connection with the creation of the new Authorized Capital 2026/I, the General Partner shall, pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 203(2) sentence 2 of the German Stock Corporation Act (AktG) in conjunction with Section 186 (4), sentence 2 of the German Stock Corporation Act (AktG), a written report on the reasons for the authorization to exclude shareholders' subscription rights upon the issuance of the new shares. This report by the General Partner will be available on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> as of the date of the call for the meeting and will also be available for inspection at the Annual General Meeting.

The General Partner, the partners' committee, and the Supervisory Board propose that the following resolution be adopted:

a) Cancellation of Authorized Capital 2024/I

The authorization granted to the General Partner by the Company's Annual General Meeting on June 4, 2024, under agenda item 14, and not yet exercised, to increase the Company's share capital in the period up to June 3, June 2029, with the approval of the Supervisory Board, on one or more occasions by a total of up to EUR 4,153,851.00 through the issuance of up to 4,153,851 new registered no-par-value registered shares against cash contributions and/or contributions in kind (Authorized Capital 2024/I) pursuant to Section 4 (4) of the Company's Articles of Association, subject to the condition precedent of the new Authorized Capital 2026/I under item (b) of this Agenda Item 10 taking effect and the entry in the commercial register of the amendment to Section 4 (4) of the Company's Articles of Association pursuant to item (c) of this Agenda Item 10, the existing Authorized Capital 2024/I is hereby revoked.

b) Creation of a new Authorized Capital 2026/I with the option to exclude subscription rights

The General Partner is authorized, with the approval of the Supervisory Board, to increase the Company's share capital in the period up to July 2, 2031, on one or more occasions, by a total of up to EUR 10,247,162.00 (in words: ten million two hundred forty-seven thousand one hundred sixty-two euros) by issuing up to 10,247,162 new no-par value registered shares against cash contributions and/or contributions in kind ("**Authorized Capital 2026/I**").

Shareholders are generally to be granted subscription rights. Pursuant to Section 186(5) of the German Stock Corporation Act (AktG), the shares may also be acquired by one or more credit institutions, securities firm(s), or by companies operating in accordance with Section 53(1) sentence 1 or Section 53b(1)

sentence 1 or (7) of the German Banking Act (KWG), subject to the obligation to offer them to the Company's shareholders for subscription (so-called indirect subscription right).

However, the General Partner is authorized, with the approval of the Supervisory Board, to exclude shareholders' subscription rights for one or more capital increases within the scope of Authorized Capital 2026/I,

- (i) to exclude fractional amounts from the subscription right,
- (ii) to issue shares against for cash contributions, provided that the issue price of the new shares does not fall significantly below the market price of the Company's already listed shares within the meaning of Sections 203(1) and (2), 186(3) sentence 4 of the German Stock Corporation Act (AktG), and the total proportionate amount of the share capital attributable to the new shares issued pursuant to the exclusion of subscription rights under Section Section 186 (3) sentence 4 German Stock Corporation (AktG) does not exceed a total of 20% of the Company's share capital, neither at the time the Authorized Capital 2026/I takes effect nor—if this amount is lower—at the time of its exercise. The proportionate amount of the share capital attributable to shares shall be counted toward this 20% limit on the share capital, (a) which are sold during the term of Authorized Capital 2026/I pursuant to an authorization to sell treasury shares under Section 71(1) no. 8 sentence 5 second half sentence of the German Stock Corporation Act (AktG) in conjunction with Section 186(3) sentence 4 of the German Stock Corporation Act (AktG), excluding shareholders' subscription rights; (b) which are or are to be issued to service bonds with conversion or option rights or conversion or option obligations, provided that these bonds are issued during the term of Authorized Capital 2026/I, excluding shareholders' subscription rights, in accordance with Section 186 (3) sentence 4 of the German Stock Corporation Act (AktG); (c) which are issued during the term of Authorized Capital 2026/I from other authorized capital pursuant to Section 203(2) sentence 1 of the German Stock Corporation Act (AktG) in conjunction with Section 186(3) sentence 4 of the German Stock Corporation Act (AktG), or on the basis of other capital measures pursuant to Section 186(3) sentence 4 of the German Stock Corporation Act (AktG);
- (iii) for the issuance of shares against contributions in kind, in particular – but without limitation – in the context of business combinations or for the purpose of the (including indirect) acquisition of companies, businesses, parts of companies, interests in companies, or other assets, including claims against the Company or its Group companies, or to service bonds issued against contributions in kind;
- (iv) to the extent necessary to provide holders or creditors of convertible bonds, warrants, profit participation rights, and/or profit-sharing bonds (or combinations of these instruments) (hereinafter collectively "**Bonds**")

that are equipped with conversion or option rights or conversion or option obligations and that have been or will be issued by the Company or a direct or indirect affiliate, to grant a subscription right to new registered shares of the Company to the extent that they would be entitled to such shares as shareholders upon the exercise of the option or conversion rights or upon the fulfillment of conversion or option obligations, or, to the extent that the Company exercises an option with respect to such bonds, to grant, in whole or in part, shares of the Company in lieu of payment of the amount due;

- (v) to grant new shares against cash contributions and/or contributions in kind, including claims against the Company, to members of the Management Board of the Company's General Partner, members of the executive body of an enterprise affiliated with the Company within the meaning of Section 15 of the German Stock Corporation Act (AktG), or employees of the Company and its affiliated enterprises within the meaning of Section 15 of the German Stock Corporation Act (AktG), as part of share ownership or other equity-based programs. The new shares may also be issued through the intermediary of a credit institution, a securities firm, or an entity operating in accordance with Section 53(1) sentence 1 or Section 53b(1) sentence 1 or (7) of the German Banking Act (KWG). To the extent permitted by law, the new shares may also be issued in such way that the contribution to be made for them is covered by that portion of the net income for the year which the Management Board and Supervisory Board could allocate to other retained earnings pursuant to Section 58 (2) of the German Stock Corporation Act (AktG). To the extent that shares are to be granted to members of the Management Board of the Company's General Partner, the decision thereon shall be made by the Company's Shareholders' Committee;
- (vi) to implement a stock dividend, in which shares of the Company are issued (including in part and/or at the Company's discretion) in exchange for the contribution of shareholders' dividend claims.

Under this authorization, shares may be issued under the 2026/I Authorized Capital with the exclusion of shareholders' subscription rights only if the total number of new shares, together with shares issued or transferred by the Company during the term of the 2026/I Authorized Capital under another authorization excluding shareholders' subscription rights, or are to be issued pursuant to a convertible bond and/or warrant bond issued during the term of Authorized Capital 2026/I based on the exercise of another authorization excluding subscription rights, such shares shall, on a pro rata basis, represent no more than 20% of the Company's share capital, both at the time this authorization takes effect and – if this amount is lower – at the time this authorization is exercised.

The General Partner is further authorized, with the approval of the Supervisory Board, to determine the further content of the rights attached to the shares and the terms and conditions of the share issue. This also includes determining the

entitlement to profit distribution for the new shares, which, in deviation from Section 60 (2) of the German Stock Corporation Act (AktG), may also be determined for a fiscal year that has already ended. The Supervisory Board is authorized to amend the Articles of Association accordingly after the Authorized Capital 2026/I has been utilized or upon the expiration of the period for utilizing the Authorized Capital 2026/I.

c) Amendment to Section 4(4) of the Company's Articles of Association

Section 4 (4) of the Company's Articles of Association is completely revised as follows:

"The General Partner is authorized, with the approval of the Supervisory Board, to increase the Company's share capital in the period up to July 2, 2031, on one or more occasions, by a total of up to EUR 10,247,162.00 (in words: ten million two hundred forty-seven thousand one hundred sixty-two euros) by issuing up to 10,247,162 new no-par value registered shares against cash contributions and/or contributions in kind ("**Authorized Capital 2026/I**").

Shareholders are generally to be granted subscription rights. Pursuant to Section 186(5) of the German Stock Corporation Act (AktG), the shares may also be acquired by one or more credit institutions, securities firm(s), or by companies operating in accordance with Section 53(1) sentence 1 or Section 53b(1) sentence 1 or (7) of the German Banking Act (KWG), subject to the obligation to offer them to the Company's shareholders for subscription (so-called indirect subscription right).

However, the General Partner is authorized, with the approval of the Supervisory Board, to exclude shareholders' subscription rights for one or more capital increases within the scope of Authorized Capital 2026/I,

- (i) to exclude fractional amounts from the subscription right,
- (ii) to issue shares against for cash contributions, provided that the issue price of the new shares does not fall significantly below the market price of the Company's already listed shares within the meaning of Sections 203(1) and (2), 186(3) sentence 4 of the German Stock Corporation Act (AktG), and the total proportionate amount of the share capital attributable to the new shares issued pursuant to the exclusion of subscription rights under Section Section 186 (3) sentence 4 German Stock Corporation (AktG) does not exceed a total of 20% of the Company's share capital, neither at the time the Authorized Capital 2026/I takes effect nor—if this amount is lower—at the time of its exercise. The proportionate amount of the share capital attributable to shares shall be counted toward this 20% limit on the share capital, (a) which are sold during the term of Authorized Capital 2026/I pursuant to an authorization to sell treasury shares under Section 71(1) no. 8 sentence 5 second half sentence of the German Stock Corporation Act (AktG) in conjunction with

Section 186(3) sentence 4 of the German Stock Corporation Act (AktG), excluding shareholders' subscription rights; (b) which are or are to be issued to service bonds with conversion or option rights or conversion or option obligations, provided that these bonds are issued during the term of Authorized Capital 2026/I, excluding shareholders' subscription rights, in accordance with Section 186 (3) sentence 4 of the German Stock Corporation Act (AktG); (c) which are issued during the term of Authorized Capital 2026/I from other authorized capital pursuant to Section 203(2) sentence 1 of the German Stock Corporation Act (AktG) in conjunction with Section 186(3) sentence 4 of the German Stock Corporation Act (AktG), or on the basis of other capital measures pursuant to Section 186(3) sentence 4 of the German Stock Corporation Act (AktG);

- (iii) for the issuance of shares against contributions in kind, in particular – but without limitation – in the context of business combinations or for the purpose of the (including indirect) acquisition of companies, businesses, parts of companies, interests in companies, or other assets, including claims against the Company or its Group companies, or to service bonds issued against contributions in kind;
- (iv) to the extent necessary to provide holders or creditors of convertible bonds, warrants, profit participation rights, and/or profit-sharing bonds (or combinations of these instruments) (hereinafter collectively “**Bonds**”) that are equipped with conversion or option rights or conversion or option obligations and that have been or will be issued by the Company or a direct or indirect affiliate, to grant a subscription right to new registered shares of the Company to the extent that they would be entitled to such shares as shareholders upon the exercise of the option or conversion rights or upon the fulfillment of conversion or option obligations, or, to the extent that the Company exercises an option with respect to such bonds, to grant, in whole or in part, shares of the Company in lieu of payment of the amount due;
- (v) to grant new shares against cash contributions and/or contributions in kind, including claims against the Company, to members of the Management Board of the Company's General Partner, members of the executive body of an enterprise affiliated with the Company within the meaning of Section 15 of the German Stock Corporation Act (AktG), or employees of the Company and its affiliated enterprises within the meaning of Section 15 of the German Stock Corporation Act (AktG), as part of share ownership or other equity-based programs. The new shares may also be issued through the intermediary of a credit institution, a securities firm, or an entity operating in accordance with Section 53(1) sentence 1 or Section 53b(1) sentence 1 or (7) of the German Banking Act (KWG). To the extent permitted by law, the new shares may also be issued in such way that the contribution to be made for them is covered by that portion of the net income for the year which the Management Board and Supervisory Board could allocate to other retained earnings pursuant to

Section 58 (2) of the German Stock Corporation Act (AktG). To the extent that shares are to be granted to members of the Management Board of the Company's General Partner, the decision thereon shall be made by the Company's Shareholders' Committee;

- (vi) to implement a stock dividend, in which shares of the Company are issued (including in part and/or at the Company's discretion) in exchange for the contribution of shareholders' dividend claims.

Under this authorization, shares may be issued under the 2026/I Authorized Capital with the exclusion of shareholders' subscription rights only if the total number of new shares, together with shares issued or transferred by the Company during the term of the 2026/I Authorized Capital under another authorization excluding shareholders' subscription rights, or are to be issued pursuant to a convertible bond and/or warrant bond issued during the term of Authorized Capital 2026/I based on the exercise of another authorization excluding subscription rights, such shares shall, on a pro rata basis, represent no more than 20% of the Company's share capital, both at the time this authorization takes effect and – if this amount is lower – at the time this authorization is exercised.

The General Partner is further authorized, with the approval of the Supervisory Board, to determine the further content of the rights attached to the shares and the terms and conditions of the share issue. This also includes determining the entitlement to profit distribution for the new shares, which, in deviation from Section 60 (2) of the German Stock Corporation Act (AktG), may also be determined for a fiscal year that has already ended. The Supervisory Board is authorized to amend the Articles of Association accordingly after the Authorized Capital 2026/I has been utilized or upon the expiration of the period for utilizing the Authorized Capital 2026/I."

- d) Application for Entry in the commercial register

The General Partner is instructed to file the application with the commercial register cancelling the Authorized Capital 2024/I contained in Section 4(4) of the Company's Articles of Association, as resolved under subparagraph (a) of this Agenda Item 10, and creating the new Authorized Capital 2026/I, as resolved under subparagraph (b) of this Agenda Item 10, subject to the condition that the cancellation of Authorized Capital 2024/I be entered first, but only if the newly created Authorized Capital 2026/I and the corresponding amendment to the Company's Articles of Association are entered in the Company's commercial register at the same time.

Subject to the preceding paragraph, the General Partner is authorized to file the resolution cancelling the Authorized Capital 2024/I and the resolution creating the Authorized Capital 2026/I, including the amendment to § 4(4) of the Company's Articles of Association, with the commercial register, irrespective of the other resolutions of the Annual General Meeting.

11. Resolution on the amendment of Section 5 (3) and (4) of the Company's Articles of Association to enable the issuance of electronic shares

The Act on the Financing of Future-Proof Investments (Future Financing Act – ZuFinG) of December 11, 2023, contains, among other things, provisions that enable stock corporations to issue electronic shares in accordance with the Electronic Securities Act (eWpG). In addition, companies are given the option to replace global share certificates with electronic shares of identical content without the consent of the holder.

The introduction of electronic shares promotes the digitization of the capital markets. Electronic shares embody the same rights as shares securitized in a global certificate. The only difference is that an electronic securities register pursuant to Section 2 (1) sentence 2 of the Electronic Securities Act (eWpG) replaces a global certificate deposited with the central securities depository. The Company currently has no specific plans for such a transition.

Pursuant to Section 10 (6) sentence 1 of the German Stock Corporation Act (AktG) as amended by the ZuFinG, the Articles of Association must exclude the issuance of certificates for shares that are registered as electronic shares in an electronic securities register. To ensure compliance with the relevant legal requirements, the Company's Articles of Association are to be amended accordingly.

The General Partner, the Shareholder Committee, and the Supervisory Board therefore propose that the following resolution be adopted:

- a) Section 5 (3) of the Company's Articles of Association shall be supplemented at the end with the following sentence 4:

“Securitization is excluded in its entirety for shares that are registered as electronic shares in an electronic securities register.”

In all other respects, Section 5 (3) of the Company's Articles of Association remains unchanged.

- b) Section 5 (4), sentence 1 of the Company's Articles of Association is revised as follows:

“The form and content of the shares, as well as any profit participation certificates and renewal certificates, shall be determined by the General Partner.”

In all other respects, Section 5(4) of the Company's Articles of Association remains unchanged.

12. Resolution on the amendment of Section 29 of the Company's Articles of Association to include a jurisdiction clause

For all disputes with the Company or its governing bodies arising from the corporate relationship, the Articles of Association shall establish exclusive jurisdiction at the

Company's registered office, unless mandatory statutory provisions preclude this. Section 29 of the Company's Articles of Association, which to date has contained only a severability clause, shall therefore be amended accordingly.

The General Partner, the Shareholder Committee, and the Supervisory Board therefore propose that the following resolution be adopted:

Section 29 of the Company's Articles of Association is hereby completely revised as follows:

**“Section 29
Place of Jurisdiction, Severability Clause**

- (1) By subscribing to or acquiring shares or interim certificates of the Company or financial instruments relating to shares of the Company, the shareholders or the persons entitled and/or obligated under the financial instruments submit to the ordinary jurisdiction of the Company for all disputes with the Company or members of the Company's governing bodies, unless mandatory statutory provisions preclude this. This also applies to disputes in which compensation is sought for damages caused by false, misleading, or omitted public capital market information. Foreign courts have no jurisdiction over such disputes.
- (2) Should one or more provisions of the Articles of Association fail to comply with statutory provisions in whole or in part, be invalid, or subsequently lose their validity, or should a gap be found in the Articles of Association, this shall not affect the validity of the remaining provisions.”

II. Further information and notes on the convocation

1. Total number of shares and voting rights

At the time of convening the Annual General Meeting, the Company had issued 25,617,907 registered no-par value shares. Each share entitles the holder to one vote. The total number of voting rights amounts to 25,617,907. As of the date of this convocation, the Company does not hold any treasury shares.

2. Requirements for participating in the Annual General Meeting and the exercise of voting rights; Internet Service

Only those shareholders who have duly registered and who are entered in the Company's share register for the registered shares as of the date of the Annual General Meeting are entitled to participate in the Annual General Meeting and to exercise their shareholder rights, in particular their voting rights. The registration must be received by the Company no later than June 26, 2026, at 24:00 hrs. (CEST).

Once the registration has been received in due form and time, admission tickets for the Annual General Meeting will be sent to shareholders entitled to attend. Unlike the registration for the Annual General Meeting, the admission tickets are merely organizational aids and do not constitute a prerequisite for attending the Annual

General Meeting or exercising voting rights. We ask that you register early if you intend to attend the Annual General Meeting in order to facilitate the organization of the Annual General Meeting.

Intermediaries within the meaning of Section 67a(4) of the German Stock Corporation Act (AktG), shareholder associations, proxy advisors, or other persons within the meaning of Section 135(8) of the German Stock Corporation Act (AktG), may exercise voting rights for shares that do not belong to them but for which they are registered as holders in the share register only upon authorization by the relevant shareholder.

The Company provides a password-protected internet service on its website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>. Access to the password-protected internet service requires an access authorization, which is sent to shareholders with the invitation letter to the Annual General Meeting. Using their individual login credentials, shareholders or their proxies may log in to the password-protected internet service and, in accordance with the provisions below, register for the Annual General Meeting and exercise certain shareholder rights, in particular their voting rights, either by means of electronic absentee voting or by granting proxies and instructions to the proxies appointed by the Company. Participation in the Annual General Meeting via electronic communication within the meaning of Section 118(1), sentence 2 of the German Stock Corporation Act (AktG) is not possible via the password-protected internet service. The exercise of shareholder rights by other means—as also described below—remains unaffected by this.

Registration for the Annual General Meeting may be made electronically using the password-protected internet service on the Company's website or in writing (Section 126b of the German Civil Code (BGB)) as described below:

Registration via the password-protected internet service

Shareholders may register with the Company electronically by using the password-protected internet service on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> until June 26, 2026, at 24:00 hrs. (CEST).

Access authorization is required to use the password-protected internet service. Shareholders who are entered in the Company's share register with their address as of June 12, 2026, at 24:00 hrs. (CEST) will be sent their individual access credentials (login ID and password) along with the invitation to the Annual General Meeting. Shareholders whose addresses are entered in the Company's share register after the start of June 12, 2026, will not receive invitation documents – and thus no access credentials for the password-protected internet service – without a request, in accordance with legal requirements. However, you may request the invitation documents with your individual login credentials (login ID and password) via the "*Registration in text form*" contact options listed below.

Registration in text form

Shareholders may also register with the Company in writing (Section 126b of the German Civil Code (BGB)) by June 26, 2026, at 24:00 hrs. (CEST), using one of the contact options listed below:

Mutares SE & Co. KGaA
c/o AAA HV Management GmbH
Am Stadion 18-24
51465 Bergisch Gladbach
or by email to the following email address: mutares2026@aaa-hv.de

To facilitate registration in text form, shareholders who are listed in the Company's share register with their address as of June 12, 2026, at 00:00 hrs. (CEST) will be sent a registration form along with the invitation to the Annual General Meeting. This registration form is also available for download on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

If the form sent by the Company is not used for registration, clear information must be provided to ensure unambiguous identification of the registering shareholder, for example by stating the shareholder's full name or full Company name, address, and shareholder number.

3. Free disposability of shares and technically relevant record date

Registration for the Annual General Meeting does not block the shares. Shareholders may therefore continue to freely dispose of their shares even after registration has been completed. The shareholding recorded in the share register on the day of the Annual General Meeting is decisive for the exercise of shareholder rights, in particular the right to attend and vote. Requests for changes to the share register received between June 27, 2026, and July 3, 2026, inclusive, will not be processed or taken into account until after the Annual General Meeting on July 3, 2026. The technical *record date* is therefore June 26, 2026, at 24:00 hrs. (CEST). Purchasers of shares whose transfer requests are received by the Company after June 26, 2026, will therefore not be able to exercise the shareholder rights, in particular the right to attend and vote, attached to these shares, unless they obtain a power of attorney or authorization to exercise such rights. In such cases, shareholder rights remain with the shareholder entered in the share register until the transfer is completed. All purchasers of the Company's shares who are not yet entered in the share register are therefore requested to submit transfer applications in a timely manner.

4. Participation of the board members

All members of the Management Board of the General Partner, the Supervisory Board, and the Shareholder Committee intend to attend the Annual General Meeting for its entire duration.

5. Procedure for voting by electronic absentee ballot

Shareholders may exercise their voting rights via electronic communication (“**electronic absentee voting**”) even without attending the Annual General Meeting. This also requires registration in the Company’s share register and proper registration (see Section II.2 “*Requirements for participating in the Annual General Meeting and the exercise of voting rights; Internet Service*”). Voting by electronic absentee voting is limited to voting on the proposed resolutions announced in the notice of meeting, any counterproposals or nominations for election by shareholders made available pursuant to Sections 126, 127 of the German Stock Corporation Act (AktG) and put to a vote, as well as on resolutions proposed by shareholders announced in connection with any additions to the agenda pursuant to Section 122 (2) of the German Stock Corporation Act (AktG).

Voting by electronic absentee voting may be cast via the Company’s password-protected internet service, which is accessible via the Company’s website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

Voting, as well as the amendment or revocation of votes, via the Company’s password-protected internet service at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> is possible until July 2, 2026, at 24:00 hrs. (CEST).

If no explicit or unambiguous vote is cast for an agenda item in the electronic absentee voting process, this will be counted as an abstention for that agenda item.

Please note that no other communication channels are available for voting by mail; in particular, it is not possible to submit mail-in votes by regular mail.

6. Procedure for voting by proxy

Shareholders who are registered in the Company’s share register for the registered shares as of the date of the Annual General Meeting (see Section II.2 “*Requirements for participating in the Annual General Meeting and the exercise of voting rights; Internet Service*”), may also be represented by a proxy, e.g., an intermediary, a proxy advisor, a shareholder association, or another person of their choice, when exercising their shareholder rights. If a shareholder authorizes more than one person, the Company is entitled, pursuant to Section 134(3), sentence 2 of the German Stock Corporation Act (AktG), to reject one or more of them. This does not affect the possibility of appointing a separate representative for the Annual General Meeting for each set of Company shares held by a shareholder in different securities accounts.

The granting of the power of attorney, any amendment or revocation thereof, and the proof of authorization to the Company must be in writing (Section 126b of the German Civil Code (BGB)) or may be submitted electronically using the input form in the password-protected internet service at the website <https://ir.mutares.com/en/event/annual-general-meeting-2026/>. The submitted proof of authorization can only be clearly assigned to the registration if either the shareholder’s name, address, or shareholder number is provided.

If an intermediary within the meaning of Section 67a(4) German Stock Corporation Act (AktG), a shareholders’ association, a proxy advisor, or any other person within

the meaning of Section 135(8) German Stock Corporation Act (AktG) is authorized, different rules may apply, which must be inquired about from them in each case. A violation of these and certain other requirements specified in Section 135 German Stock Corporation Act (AktG) for the authorization of an intermediary within the meaning of Section 67a(4) German Stock Corporation Act (AktG) , a shareholders' association, a proxy advisor, or any other person within the meaning of Section 135(8) German Stock Corporation Act (AktG) does not, however, affect the validity of the vote cast pursuant to Section 135(7) German Stock Corporation Act (AktG) .

Proxies may exercise the voting rights of the shareholders they represent at the Annual General Meeting, by means of electronic absentee voting, or by granting (sub)proxy and instructions to the proxies designated by the Company. The proxy's use of the password-protected internet service requires that the proxy receive the corresponding access data.

The power of attorney may be declared to the proxy or to the Company, or proof thereof may be provided. The same applies, where applicable, to any subsequent amendment or revocation. A form for granting a power of attorney will be sent to shareholders whose addresses are listed in the Company's share register as of June 12, 2026, 00:00 hrs. (CEST), along with the invitation letter to the Annual General Meeting. The corresponding form is also available on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

However, it is also possible to grant a proxy in another manner; this must also satisfy the written form requirement (Section 126b of the German Civil Code (BGB)) if neither an intermediary within the meaning of Section 67a(4) of the German Stock Corporation Act (AktG) nor a shareholders' association, a proxy advisor, or any other person within the meaning of Section 135(8) of the German Stock Corporation Act (AktG) is authorized.

For organizational reasons, the Company requests that declarations regarding the granting of a proxy, or any amendments or revocations thereof, or proof of a proxy granted to a proxyholder, or any amendments or revocations thereof, be submitted to the Company via one of the contact options listed below by no later than July 2, 2026, 24:00 hrs. (CEST):

Mutares SE & Co. KGaA
c/o AAA HV Management GmbH
Am Stadion 18-24
51465 Bergisch Gladbach
or by email to the following email address: mutares2026@aaa-hv.de

The granting of a proxy by declaration to the Company, or any amendment or revocation thereof, is possible until no later than July 2, 2026, at 24:00 hrs. (CEST), including electronically via the password-protected internet service at the website <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

On the day of the Annual General Meeting, the granting of a proxy, or any amendment or revocation thereof, or proof of a proxy granted to a proxy holder, or any

amendment or revocation thereof, may also be submitted to the Company at the entrance and exit checkpoints for the Annual General Meeting.

Even if a proxy is granted, registration must be made in in due time and form in accordance with the above provisions (see Section II.2 *“Requirements for participating in the Annual General Meeting and the exercise of voting rights; Internet Service”*). This does not preclude the granting of proxies after registration, subject to the aforementioned conditions for granting a proxy.

7. Procedure for voting by proxies appointed by the Company

The Company offers its shareholders the option of being represented by proxies appointed by the Company who are bound by instructions and who exercise voting rights exclusively in accordance with the instructions of the respective shareholder. In addition to the power of attorney, these proxies appointed by the Company must also be provided with instructions for the exercise of voting rights. They do not exercise voting rights at their own discretion, but exclusively on the basis of the instructions provided by the shareholder and have the right to grant sub-proxy. Unless an explicit, contradictory, or unclear instruction has been provided, the proxies appointed by the Company will abstain from voting on the relevant resolutions; this also applies to all other motions. Please note that the proxies appointed by the Company do not accept instructions to speak, ask questions, submit motions, or make statements for the record either prior to or during the Annual General Meeting and – with the exception of the exercise of voting rights – do not exercise any other shareholder rights.

The power of attorney granted to the proxies appointed by the Company, as well as the issuance of instructions, must be in writing (Section 126b of the German Civil Code (BGB)) or must be submitted using the input form via the password-protected internet service at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>. The same applies to the amendment or revocation of the power of attorney or the instructions.

A proxy and instruction form for the proxies appointed by the Company will be sent to shareholders whose addresses are entered in the Company’s share register as of June 12, 2026, at 00:00 hrs. (CEST), together with the invitation letter to the Annual General Meeting. The corresponding form is also available for download on the Company’s website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

The granting of proxy to the proxies appointed by the Company, the issuance of instructions, their amendment, and their revocation must be received by the Company via one of the following contact options no later than July 2, 2026, at 24:00 hrs. (CEST):

Mutares SE & Co. KGaA
c/o AAA HV Management GmbH
Am Stadion 18-24

51465 Bergisch Gladbach
or by email to the email address: mutares2026@aaa-hv.de

Alternatively, the granting or revocation of a power of attorney or the granting, amendment, or revocation of instructions to the proxies appointed by the Company may be submitted no later than July 2, 2026, 24:00 a.m. (CEST), including electronically via the Company's password-protected internet service at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

We ask that you submit the grant of proxy along with voting instructions preferably using the password-protected internet service or the proxy forms provided by the Company.

After July 2, 2026, the granting of proxies and instructions to the proxies appointed by the Company will only be possible if shareholders complete the form enclosed with the voting documents and submit it at the entrance and exit control no later than the opening of the voting at the Annual General Meeting.

Shareholders will also receive further information on granting proxies and instructions, as well as proxy forms, along with the registration form. The relevant form is also available for download on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

During the Annual General Meeting, proxies and instructions may be granted on-site to the proxies appointed by the Company, including by using the form provided for this purpose on the voting card.

Even when authorizing the proxies appointed by the Company, registration must be submitted in due form and time in accordance with the above provisions (see Section II.2 "*Requirements for participating in the Annual General Meeting and the exercise of voting rights; Internet Service*").

8. Supplementary provisions on the exercise of voting rights

If the Company receives conflicting declarations regarding the exercise of voting rights or the granting, amendment, or revocation of proxies and instructions for the same shareholding via different transmission channels, only the most recently submitted declaration will be taken into account. If the Company cannot determine which of the declarations was submitted last, these declarations will be treated as binding in the following order of transmission channels: (1) password-protected Internet service, (2) email, and (3) paper form.

If shareholders wish to attend the Annual General Meeting in person or through a proxy, and to represent the relevant shares, even though they have already cast their votes by electronic absentee voting or have issued a proxy and instructions to the proxies designated by the Company, they may do so. In this case, personal attendance or attendance by a proxy shall be deemed a revocation of the vote cast via electronic absentee voting and of any proxies and instructions granted to the proxies appointed by the Company.

If a separate vote is taken on an agenda item without this having been announced in advance of the Annual General Meeting, any instruction previously given in its entirety to the proxies appointed by the Company regarding the exercise of voting rights for that agenda item, or any vote cast in its entirety by electronic absentee voting for that agenda item, shall – unless amended or revoked – also be deemed a corresponding instruction or corresponding vote for each item of the associated separate vote.

The instruction to the proxies appointed by the Company regarding agenda item 2 also applies in the event that the number of dividend-bearing no-par value shares changes prior to the Annual General Meeting and, assuming the dividend remains unchanged at EUR 2.00 per dividend-bearing no-par value share, a correspondingly adjusted resolution proposal regarding the appropriation of retained earnings is submitted to the Annual General Meeting.

9. Shareholders' rights pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Sections 122(2), 126(1), 127, and 131(1) of the German Stock Corporation Act (AktG)

- a) Additions to the agenda at the request of a minority pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 122(2) of the German Stock Corporation Act (AktG)

Shareholders whose shares, individually or collectively, represent one-twentieth of the share capital or a proportionate amount of the share capital of EUR 500,000.00 (this corresponds to 500,000 no-par value shares) may, pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 122(2) of the German Stock Corporation Act (AktG), request that items be placed on the agenda of the Annual General Meeting and announced. Each new item must be accompanied by a statement of reasons or a draft resolution.

The applicants must prove that they have been holders of the shares for at least 90 days prior to the date of receipt of the request by the Company and that they will hold the shares until the General Partner has decided on the request, whereby Section 70 of the German Stock Corporation Act (AktG) applies when calculating the period of share ownership. The day the request is received is not to be included in the calculation. A postponement from a Sunday, a Saturday, or a public holiday to an preceding or following business day is not permitted pursuant to Sections 122(1) sentence 4 and 121(7) of the German Stock Corporation Act (AktG). Sections 187 through 193 of the German Civil Code (BGB) do not apply mutatis mutandis.

The request must be submitted in writing to the General Partner and must be received by the Company at least 30 days prior to the Annual General Meeting, i.e., no later than June 2, 2026, at 24:00 hrs. (CEST).

Please send such requests to the following address:

Mutares SE & Co. KGaA
- The General Partner -
Mutares Management SE
- Management Board -
Arnulfstraße 19
80335 Munich

Any additions to the agenda that are required to be announced – unless this has already been done in the notice of meeting – will be published in the Federal Gazette immediately upon receipt of the request. They will also be made available to shareholders without delay on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> and communicated in accordance with Section 125(1), sentence 3, and (2) of the German Stock Corporation Act (AktG).

- b) Countermotions and election proposals by shareholders pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 126(1) and Section 127 of the German Stock Corporation Act (AktG)

Shareholders may submit countermotions against proposals by the General Partner, the Shareholder Committee, and/or the Supervisory Board regarding specific items on the agenda pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 126(1) of the German Stock Corporation Act (AktG), as well as election proposals for pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 127 of the German Stock Corporation Act (AktG). Countermotions and election proposals (along with any supporting rationale) must be submitted exclusively to one of the following contact options:

Mutares SE & Co. KGaA
Investor Relations
Arnulfstraße 19
80335 Munich
or by email to the following email address: ir@mutares.com

Countermotions or election proposals addressed to any other party will not be considered.

Counter-motions or election proposals received in a timely manner, i.e., by June 18, 2026, 24:00 hrs. (CEST), at one of the abovementioned contact options and to be made accessible will be made available without undue delay to shareholders, including the shareholder's name and any supporting rationale, on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>. Any comments from the management will also be published on the website.

The Company may refrain from publishing a countermotion and any supporting statement or a election proposal under the conditions specified in Section

278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 126(2) of the German Stock Corporation Act (AktG) (in conjunction with Section 127 sentence 1 of the German Stock Corporation Act (AktG)). For example, the rationale does not need be made available if it exceeds 5,000 characters in total. Pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 127, sentence 3 of the German Stock Corporation Act (AktG), the General Partner is also not required to make an election proposal available if the nomination does not contain the information required under Section 124(3) sentence 4 of the German Stock Corporation Act (AktG) and Section 125(1) sentence 5 of the German Stock Corporation Act (AktG).

Counter motions and election proposals, even if they have been submitted to the Company in advance, will only be considered at the Annual General Meeting if they are raised or submitted during the Annual General Meeting. The right of a shareholder entitled to participate to submit or propose counter motions or election proposals regarding various agenda items during the Annual General Meeting, even without prior submission of such counter motions or election proposals in due form and time, remains unaffected.

We also ask that requests for documents or general inquiries regarding the Annual General Meeting be sent by mail or email to the contact information provided above.

- c) Right to information pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 131 AktG

Pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 131(1) of the German Stock Corporation Act (AktG), every shareholder is entitled, upon request at the Annual General Meeting, to receive information from the Company's General Partner regarding Company's affairs, including the Company's legal and business relationships with affiliated companies, as well as regarding the financial position of the Group and the companies included in the consolidated financial statements, to the extent that such information is necessary for the proper assessment of an item on the agenda. Such requests for information must generally be made orally at the Annual General Meeting. The General Partner may refuse to provide the information for the reasons listed in Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 131(3) of the German Stock Corporation Act (AktG).

In addition, pursuant to Section 131 (2) sentence 2 of the German Stock Corporation Act (AktG) in conjunction with Section 23 (3) of the Company's Articles of Association, the chairperson of the meeting may impose reasonable time limits on shareholders' rights to ask questions and speak.

d) Further Explanations

Further explanations regarding the rights of shareholders under Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 122(2), Section 126(1), Section 127, and Section 131(1) of the German Stock Corporation Act (AktG) are available on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

10. Information on the Company's website

This invitation to the Annual General Meeting, the documents to be made available, and further information relating to the Annual General Meeting pursuant to Section 124a of the German Stock Corporation Act (AktG) will also be available on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/> as of the date of the notice convening the Annual General Meeting.

In particular, the following are also available there:

- regarding agenda item 9, the remuneration system for the members of the Supervisory Board as well as the existing remuneration for the members of the company's Supervisory Board, as resolved by the Company's Annual General Meeting on May 17, 2022; and
- regarding agenda item 10, the report of the General Partner on the partial utilization of Authorized Capital 2024/I, as well as the written report of the General Partner pursuant to Section 278(3) of the German Stock Corporation Act (AktG) in conjunction with Section 203(2) sentence 2 of the German Stock Corporation Act (AktG) in conjunction with Section 186 (4) sentence 2 AktG regarding the reasons for the authorization to exclude shareholders' subscription rights upon the issuance of new shares.

The confirmed voting results will also be published there following the Annual General Meeting.

11. Data Protection Notice for Shareholders and Their Proxies

When shareholders register for the Annual General Meeting and exercise their shareholder rights in connection with the Annual General Meeting or grant a proxy, the Company collects personal data about the shareholders and/or their proxies to enable the shareholders and their proxies to exercise their rights in connection with the Annual General Meeting. The Company processes personal data as the data controller in compliance with the provisions of the General Data Protection Regulation ("GDPR") and all other applicable laws.

Details regarding the handling of personal data and the rights of shareholders and/or their proxies under the GDPR can be found on the Company's website at <https://ir.mutares.com/en/event/annual-general-meeting-2026/>.

Munich, May 2026

Mutares SE & Co. KGaA
The General Partner Mutares Management SE
The Management Board