

– CONVENIENCE TRANSLATION –

**Mutares SE & Co. KGaA
Munich**

Annual General Meeting of Mutares SE & Co. KGaA on Friday, 3 July 2026, at 10:00 hours (CEST)

**Information on shareholders' rights
pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with
sec. 121 para. 3 sentence 3 no. 3 German Stock Corporation Act**

The invitation to the Annual General Meeting already contains information on the rights of shareholders pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 122 para. 2, sec. 126 para. 1, sec. 127, sec. 131 para. 1 German Stock Corporation Act.

The following information provides further explanations of these provisions.

1. Additions to the agenda on request by a minority pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 122 para. 2 German Stock Corporation Act

Shareholders whose shares, alone or together amount to one-twentieth of the share capital or to the pro rata amount of EUR 500,000.00 of the share capital (equivalent to 500,000 no par-value shares) are entitled under sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 122 para. 2 German Stock Corporation Act to request that items be placed on the agenda of the Annual General Meeting and published. Each new item must be accompanied by a statement of grounds or a draft resolution.

Applicants must prove that they have held 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 decision of the General Partner on the request; sec. 70 German Stock Corporation Act shall apply when calculating the period of share ownership. The day of receipt of the request shall not be counted. Pursuant to sec. 122 para. 1 sentence 4 and sec. 121 para. 7 of the German Stock Corporation Act, a postponement from a Sunday, a Saturday or a public holiday to a preceding or subsequent working day shall not be considered. Sec. 187 to 193 German Civil Code (*Bürgerliches Gesetzbuch, BGB*) shall not apply mutatis mutandis.

The request must be made in writing to the Company's General Partner and must be received by the Company at least 30 days before the Annual General Meeting, i.e. no later than **2 June 2026, 24:00 hours (CEST)**. Please send such requests to the following address:

Mutares SE & Co. KGaA
- General Partner -
Mutares Management SE
- Management Board -
Arnulfstrasse 19
80335 Munich
Germany

Additions to the agenda requiring publication will be published in the Electronic Federal Gazette (*Bundesanzeiger*) without undue delay after receipt of the request, unless this has already been done at the time the AGM was convened. They will also be made available to the other shareholders on the Company's website at <https://ir.mutares.de/en/event/annual-general-meeting-2026/> without undue delay following receipt and communicated pursuant to sec. 125 para. 1 sentence 3 and para. 2 German Stock Corporation Act.

These shareholders' rights are based on the following provisions of the German Stock Corporation Act:

Sec. 122 German Stock Corporation Act – Convening a meeting at the request of a minority

- (1) *¹The General Meeting shall be called if shareholders whose holdings in aggregate equal or exceed one-twentieth of the share capital require such a meeting in writing, stating the purpose of and the reasons for such a meeting; the request is to be addressed to the management board. ²The Articles of Association may provide that the right to require that a General Meeting is convened is to be made in a different form or depends on the holding of a lower proportion of the share capital. ³Persons submitting a request must prove that they have held the shares for at least 90 days before the date the request is received and that they will continue to hold the shares until the management board decides on the request. ⁴Section 121 para. 7 applies by analogy.*

- (2) *¹In the same manner, shareholders whose shares amount in aggregate to no less than one-twentieth of the share capital or represent an amount of the share capital corresponding to EUR 500,000 may require that items be put on the agenda and published in a notice. ²Each new item is to be accompanied by a statement of grounds or a draft resolution. ³The request within the meaning of sentence 1 must be provided to the company at least 24 days, or in the*

case of listed companies at least 30 days, prior to the meeting; the date of its receipt will not be included in this calculation.

Sec. 121 German Stock Corporation Act – General provisions (excerpt)

- (7) *¹In the case of periods and deadlines that are counted back from the date of the General Meeting, the date of the General Meeting itself is not to be counted. ²Rescheduling the General Meeting from a Sunday, a Saturday, or a holiday to a preceding or subsequent business day is not an available option. ³Sections 187 to 193 of the German Civil Code will not apply by analogy. [...]*

Sec. 70 German Stock Corporation Act – Calculation of the shareholding period

¹Where the exercise of rights attaching to the share is contingent upon the shareholder having been holder of the share for a specified period of time, a claim to transfer of title against a credit institution, financial services provider, securities institution or enterprise pursuing activities pursuant to Section 53 para. 1 sentence 1 or Section 53b para. 1 sentence 1 or para. 7 of the German Banking Act (Kreditwesengesetz, KWG) will be equivalent to ownership of the share. ²The period of ownership of a predecessor in title will be attributed to the shareholder if the shareholder purchased the share in any of the following manners: without monetary consideration, from his trustee, as a universal successor, in the course of a distribution of assets among a community or as part of a portfolio transfer pursuant to Section 13 of the German Insurance Supervisory Act (Versicherungsaufsichtsgesetz, VAG) or Section 14 of the German Act on Savings and Loan Associations (Gesetz über Bausparkassen, BauSparkG).

Sec. 124 German Stock Corporation Act – Publication of supplemental requests; proposals for resolutions (excerpt)

- (1) *¹If the minority has requested that items be placed on the agenda in accordance with section 122 para. 2, these must be published either when the meeting is convened or otherwise without undue delay after receipt of the request. ²Section 121 para. 4 applies accordingly; Section 121 para. 4a applies accordingly for listed companies. ³Publication and forwarding must be carried out in the same way as for the convocation.*

2. Countermotions and nominations by shareholders pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 126 para. 1, sec. 127 German Stock Corporation Act

Shareholders may submit countermotions to proposals by the General Partner, the Shareholders' Committee and/or the Supervisory Board on specific items of the agenda pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction

with sec. 126 para. 1 German Stock Corporation Act and nominations pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 127 German Stock Corporation Act. Countermotions and nominations (together with possible reasons) are to be sent exclusively to one of the following contact options:

Mutares SE & Co. KGaA
Investor Relations
Arnulfstraße 19
80335 Munich
Germany
or by e-mail to the e-mail address: ir@mutares.com

Countermotions and nominations addressed otherwise will not be considered.

Countermotions or nominations for election received in good time, i.e. by **18 June 2026, 24:00 hours (CEST)**, at one of the above contact options will be made available to the shareholders without delay upon receipt on the Company's website at **<https://ir.mutares.de/en/event/annual-general-meeting-2026/>** including the shareholder's name and any statement of grounds if they have to be made available. Any comments by the management will also be published at this internet address.

The Company may refrain from publishing a countermotion and any statement of grounds or a nomination, as applicable, under the conditions set out in sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 126 para. 2 German Stock Corporation Act (in conjunction with sec. 127 sentence 1 German Stock Corporation Act). For example, the statement of grounds needs not to be made available if it exceeds 5,000 characters in total. A nomination for election also needs not to be made available by the General Partner pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 127 sentence 3 German Stock Corporation Act if the proposal does not contain the information required by sec. 124 para. 3 sentence 4 and sec. 125 para. 1 sentence 5 German Stock Corporation Act.

Pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 126 para. 3 German Stock Corporation Act, the General Partner may combine countermotions and any grounds given for them if several shareholders submit countermotions on the same subject matter of a resolution. The same applies to nominations for election and their possible grounds.

Even if they are sent to the Company in advance, countermotion and election proposals will only be considered if they are submitted or presented during the Annual General Meeting. The right of a shareholder entitled to attend to submit or present countermotions or election proposals on various agenda items during the Annual General Meeting without prior submission of countermotions or election proposals in the required form and within the specified time limit remains unaffected.

Requests for documents or general inquiries regarding the Annual General Meeting should also be sent by mail or email to the above contact details.

The provisions of the German Stock Corporation Act on which these shareholders' rights are based and which also specify the requirements under which the counter-motions and nominations for elections need not be made available are as follows:

Sec. 126 German Stock Corporation Act – Motions by shareholders

(1) ¹ *Motions by shareholders, including the shareholder's name, the statement of grounds and any comments by the management must be made available to the persons entitled to receive them mentioned in Section 125 para. 1 to 3 under the conditions specified therein, if the shareholder has sent the company a countermotion to a proposal by the management board and the supervisory board regarding a specific item on the agenda, together with a statement of grounds, to the address specified for this purpose in the invitation convening the meeting at least 14 days prior to the meeting. ²The date of receipt is not to be taken into account when calculating the time limit. ³For publicly listed companies, the countermotion is to be made available on the company's website. ⁴Section 125 para. 3 applies by analogy.*

(2) ¹*A countermotion and statement of grounds need not be made available if:*

1. *the management board would become criminally liable by making them available,*
2. *the countermotion would result in a resolution of the General Meeting that would be illegal or would breach the Articles of Association,*
3. *the statement of grounds contains information that is obviously false or misleading in material respects or if it contains insults,*
4. *a countermotion by such shareholder based on the same facts has already been made available for a General Meeting of the company pursuant to Section 125,*
5. *the same countermotion by such shareholder based on essentially the same reasoning was already made available pursuant to Section 125 to at least two General Meetings of the company within the past five years and at such General Meetings less than one-twentieth of the share capital represented voted in favor of this countermotion,*
6. *the shareholder indicates that he will neither attend nor be represented at the General Meeting, or*
7. *the shareholder has failed to submit, or cause to be submitted, a countermotion sent by him during the past two years at two General Meetings.*

²*The statement of grounds need not be made available if it exceeds a total of 5,000 characters.*

(3) *If several shareholders submit countermotions regarding the same item of business, the management board may combine such countermotions and their statements of grounds.*

(4) *[...]*

Sec. 127 German Stock Corporation Act – Nomination for election by shareholders (excerpt)

¹Section 126 applies mutatis mutandis to nominations by shareholders of candidates for the supervisory board or for auditors of the annual accounts ² No reasons need be specified for the nomination. ³The management board need not make the nomination available as well in cases where the nomination does not include the information pursuant to Section 124 para. 3 sentence 4 and Section 125 para. 1 sentence 5. [...]

Sec. 124 German Stock Corporation Act – Publication of supplemental requests; proposals for resolutions (excerpt)

(3) *[...] ⁴The nomination for the election of members of the Supervisory Board or auditors shall state their names, profession exercised and place of residence. [...]*

Sec. 125 German Stock Corporation Act – Notifications for shareholders and members of the Supervisory Board

(1) *[...] ⁵In the case of listed companies, a nomination for election of Supervisory Board members shall be attached with information on their membership of other statutory Supervisory Boards; information on their membership of comparable domestic and foreign supervisory bodies of business companies shall be attached.*

3. Right to obtain information pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction sec. 131 para. 1 German Stock Corporation Act

Pursuant to sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 131 para. 1 German Stock Corporation Act, each shareholder must be provided with information at the Annual General Meeting upon request by the General Partner of the Company on affairs of the Company, including the legal and business relations of the Company with affiliated companies, and on the situation of the group and the companies included in the consolidated financial statements, only to the extent that such information is respectively necessary to permit a proper evaluation of an item on the agenda. Such requests for information are generally to be made verbally at the Annual General Meeting. The General Partner may refuse to provide information for the reasons stated in sec. 278 para. 3 German Stock Corporation Act in conjunction with sec. 118a para. 1 sentence 2 no. 4 and sec. 131 para. 3 German Stock Corporation Act.

In addition, pursuant to Section 131 para. 2 sentence 2 of the German Stock Corporation Act in conjunction with Section 23 para. 3 of the Company's Articles of Association, the chair of the meeting may limit the right of shareholders to ask questions and speak to a reasonable period of time.

These shareholders' rights are based on the following provisions of the German Stock Corporation Act and the Articles of Association of the Company:

Sec. 131 German Stock Corporation Act – Shareholders' right to obtain information (excerpt)

- (1) *¹Each shareholder shall upon request be provided with information at the General Meeting by the management board regarding the affairs of the Company insofar as such information is necessary for a proper evaluation of the item on the agenda. ²The obligation to provide information also extends to the Company's legal and business relationships with any affiliated company. ³If a Company makes use of the eased requirements pursuant to Section 266 para. 1 sentence 3, Section 276 or Section 288 of the German Commercial Code (Handelsgesetzbuch, HGB), each shareholder may request that the annual financial statements be presented to him at the General Meeting on such financial statements in the form that would have been used without the eased requirements. ⁴The obligation of the management board of a parent company (Section 290 para. 1 and 2 of the German Commercial Code) to provide information at the General Meeting at which the consolidated financial statements and management report are submitted also extends to the situation of the group and the companies included in the consolidated financial statements.*
- (2) *¹The information provided shall comply with the principles of conscientious and faithful accountability. [...]*
- (3) *¹The Management Board may refuse to provide information,*
 1. *insofar as the provision of the information is likely, according to sound business judgment, to cause not inconsiderable disadvantage to the Company or an affiliated company;*
 2. *insofar as it relates to tax valuations or the amount of individual taxes;*
 3. *on the difference between the value at which items have been recognized in the annual balance sheet and a higher value of such items, unless the General Meeting approves the annual financial statements;*
 4. *on the accounting and valuation methods, insofar as the disclosure of these methods in the notes to the financial statements is sufficient to provide a true and fair view of the net assets, financial position and results of operations of the Company within the meaning of Section 264 para. 2 of the German Commercial Code; this shall not apply if the General Meeting adopts the annual financial statements;*

5. *insofar as the management board would become criminally liable by providing the information;*
6. *insofar as, in the case of a credit institution, a financial services institution or a securities institution, information need not be provided on the accounting and valuation methods applied and offsetting carried out in the annual financial statements, management report, consolidated financial-statements or group management report;*
7. *insofar as the information is continuously accessible on the Company's website for at least seven days prior to the beginning and during the General Meeting.*

²For other reasons, the information may not be refused.

- (4) *¹If a shareholder has been provided with information outside the General Meeting on account of his or her capacity as a shareholder, such information shall be provided to any other shareholder upon request at the General Meeting, even if it is not necessary for the proper assessment of the item of the agenda. ² [...]. ³The Management Board may not refuse to provide information in accordance with paragraph 3 sentence 1 nos. 1 to 4. ⁴Sentences 1 to 3 shall not apply if a subsidiary (Section 290 para. 1, 2 of the German Commercial Code), a joint venture (Section 310 para. 1 of the German Commercial Code) or an associated company (Section 311 para. 1 of the German Commercial Code) provides the information to a parent company (Section 290 para. 1, 2 of the German Commercial Code) for the purpose of including the company in the consolidated financial statements of the parent company and the information is required for this purpose.*
- (5) *¹If a shareholder is refused information, he or she may request that his or her question and the reason for which the information was refused be recorded in the minutes of the meeting. ²I [...].*

Sec. 23 of the Articles of Association of the Company – Chairing of the General Meeting (excerpt)

- (3) *¹The chairman of the meeting is authorized to impose reasonable time limits on the shareholders' right to speak and on shareholders' questions within the meaning of Section 131 para. 1 sentence 1 German Stock Corporation Act, follow-up questions within the meaning of Section 131 para. 1d sentence 1 German Stock Corporation Act and questions on new matters within the meaning of Section 131 para. 1e sentence 1 German Stock Corporation Act. ²In particular, he may impose reasonable restrictions on the time allowed to speak, the time allowed to ask questions (including the time for follow-up questions and questions on new matters) or the combined time allowed to speak and ask questions (including the time for follow-up questions and questions on new matters) as well as on the appropriate time frame for the entire course of the General Meeting, for individual items on the agenda and for individual*

speakers at the beginning or during the course of the General Meeting; this also includes in particular the possibility of closing the list of speakers early if necessary and ordering the end of the debate.