

Summary of the proposed changes to the Articles of Association

Current version of the Articles of Association (As of April 19, 2023)	Proposed new version (Resolution proposed to the Annual General Meeting on June 7, 2023)
Agenda item 8	
§ 4 (Capital stock and shares) (4) of the Articles of Association	
<p>The Management Board is authorized, subject to Supervisory Board approval, to increase the Company's capital stock by issuing new, no-par-value bearer shares for cash and/or non-cash consideration on one or more occasions up to a total of EUR 6,280,000 by or before June 8, 2023 (authorized capital I).</p> <p>Shareholders must normally be granted subscription rights. Such subscription rights may also be granted by way of the new shares being underwritten by one or more banks or equivalent undertakings within the meaning of § 186 (5) sentence 1 AktG with an obligation to offer them to the Company's shareholders for subscription (indirect subscription right).</p> <p>However, subject to Supervisory Board approval, the Management Board is authorized to exclude shareholders' subscription rights in the following instances:</p> <p>a) to exclude fractional amounts from the subscription rights;</p> <p>b) to the extent necessary to grant holders of conversion rights or warrants or parties under obligation to exercise conversion rights or warrants attached to bonds issued or yet to be issued by the Company or a Group company a subscription right to new shares to the same extent as they would be entitled to as shareholders after exercise of the warrant or conversion right or fulfillment of the obligation to exercise the warrant or conversion right;</p> <p>c) in the event of capital increases for non-cash consideration in connection with business mergers or acquisitions of companies in whole or part or of shareholdings, including increases in existing shareholdings or other assets; however, the total percentage of the capital stock attributable to the new shares for which subscription rights are excluded may not exceed 10 % of the capital stock in existence at the time the authorization comes into effect;</p>	<p><i>The Management Board is authorized, subject to Supervisory Board approval, to increase the Company's capital stock by issuing new, no-par-value bearer shares for cash and/or non-cash consideration on one or more occasions up to a total of EUR 6,908,000 by or before June 6, 2025 (authorized capital I).</i></p> <p><i>Shareholders must normally be granted subscription rights. Such subscription rights may also be granted by way of the new shares being underwritten by one or more banks or equivalent undertakings within the meaning of § 186 (5) sentence 1 AktG with an obligation to offer them to the Company's shareholders for subscription (indirect subscription right).</i></p> <p><i>However, subject to Supervisory Board approval, the Management Board is authorized to exclude shareholders' subscription rights in the following instances:</i></p> <p><i>a) to exclude fractional amounts from the subscription rights;</i></p> <p><i>b) to the extent necessary to grant holders of conversion rights or warrants or parties under obligation to exercise conversion rights or warrants attached to bonds issued or yet to be issued by the Company or a Group company a subscription right to new shares to the same extent as they would be entitled to as shareholders after exercise of the warrant or conversion right or fulfillment of the obligation to exercise the warrant or conversion right;</i></p> <p><i>c) in the event of capital increases for non-cash consideration in connection with business mergers or acquisitions of companies in whole or part or of shareholdings, including increases in existing shareholdings or other assets; however, the total percentage of the capital stock attributable to the new shares for which subscription rights are excluded may not exceed 10% of the capital stock in existence at the time the authorization comes into effect;</i></p>

d) in the event of capital increases for cash consideration if the issue price of the new shares is not substantially below that of the existing, listed shares at the time of final fixing of the issue price by the Management Board within the meaning of §§ 203 (1) and (2), 186 (3) sentence 4 AktG, and the percentage of the capital stock attributable to the new shares for which subscription rights are excluded does not exceed 10 % of the capital stock in existence at the time this authorization comes into effect or at the time this authorization is exercised, whichever amount is smaller. The maximum limit of 10 % of the capital stock is to be reduced by the pro rata amount of the capital stock attributable to those shares of the Company which are issued or sold as treasury shares during the term of this authorization subject to the exclusion of the shareholders' subscription rights in direct or analogous application of § 186 (3) sentence 4 AktG. It is also reduced by shares to be issued to service bonds with a conversion right or warrant or obligation to exercise a conversion right or warrant to the extent that the bonds are issued during the period of this authorization with subscription rights excluded by analogous application of § 186 (3) sentence 4 AktG.

The sum total of shares issued for cash or non-cash consideration subject to exclusion of subscription rights under this authorization may not exceed a proportionate amount of the capital stock of EUR 3,140,000 (10 % of the current capital stock). New shares issued during the term of this authorization under another authorization with subscription rights excluded, or to which financial instruments with conversion rights or warrants or obligations to exercise conversion rights or warrants are attributable that are issued during the period of authorization under another authorization with shareholders' subscription rights excluded, are to be taken into account against this maximum limit of 10%.

The Management Board is authorized, subject to Supervisory Board approval, to stipulate other details of the capital increase and its execution, including the substantive details of rights attached to shares and the conditions of issue.

d) in the event of capital increases for cash consideration if the issue price of the new shares is not substantially below that of the existing, listed shares at the time of final fixing of the issue price by the Management Board within the meaning of §§ 203 (1) and (2), 186 (3) sentence 4 AktG, and the percentage of the capital stock attributable to the new shares for which subscription rights are excluded does not exceed 10 % of the capital stock in existence at the time the authorization comes into effect or at the time the authorization is exercised, whichever amount is smaller. The maximum limit of 10 % of the capital stock is to be reduced by the pro rata amount of the capital stock attributable to those shares of the Company which are issued or sold as treasury shares during the term of this authorization subject to the exclusion of the shareholders' subscription rights in direct or analogous application of § 186 (3) sentence 4 AktG. It is also reduced by shares to be issued to service bonds to the extent that the bonds are issued during the period of this authorization subject to exclusion of subscription rights by analogous application of § 186 (3) sentence 4 AktG.

The sum total of shares issued for cash or non-cash consideration subject to exclusion of subscription rights under this authorization may not exceed a total share of 10 % of the capital stock upon entry into effect of this authorization. New shares issued during the term of this authorization under another authorization subject to exclusion of subscription rights and new shares issued to service bonds issued during the term of this authorization under another authorization subject to exclusion of shareholder subscription rights are to be taken into account against this maximum limit.

The new shares issued on the basis of this authorization, together with new shares issued during the term of this authorization on the basis of other authorizations and shares to be issued in order to service bonds issued during the term of this authorization with a conversion right or warrant or obligation to exercise a conversion right or warrant (bonds), may not exceed a total of 30 % of the capital stock of the Company upon entry into effect of this authorization.

The Management Board is authorized, subject to Supervisory Board approval, to stipulate other details of the capital increase and its execution, including the substantive details of rights attached to shares and the conditions of issue.

Agenda item 9

§ 4 (Capital stock and shares) (5) of the Articles of Association

The Management Board is authorized, subject to Supervisory Board approval, to increase the Company's capital stock by issuing new, no-par-value bearer shares for cash consideration on one or more occasions up to a total of EUR 3,454,000 by or before June 6, 2025 (authorized capital II).

Shareholders must normally be granted subscription rights. Such subscription rights may also be granted by way of the new shares being underwritten by one or more banks or equivalent undertakings within the meaning of § 186 (5) sentence 1 AktG with an obligation to offer them to the Company's shareholders for subscription (indirect subscription right).

However, subject to Supervisory Board approval, the Management Board is authorized to exclude shareholders' subscription rights in the following instances:

a) to exclude fractional amounts from the subscription rights;

b) if the issue price of the new shares is not substantially below that of the existing, listed shares at the time of final fixing of the issue price by the Management Board within the meaning of § 203 (1) and (2), § 186 (3) sentence 4 AktG, and the percentage of the capital stock attributable to the new shares for which subscription rights are excluded does not exceed 10 % of the capital stock in existence at the time this authorization comes into effect or at the time this authorization is exercised, whichever amount is smaller. The maximum limit of 10 % of the capital stock is to be reduced by the pro rata amount of the capital stock attributable to those shares of the Company which are issued or sold as treasury shares during the term of this authorization subject to the exclusion of the shareholders' subscription rights in direct or analogous application of § 186 (3) sentence 4 AktG. It is also reduced by shares to be issued to service bonds with a conversion right or warrant or obligation to exercise a conversion right or warrant (bonds) to the extent that the bonds are issued during the period of this authorization with subscription rights excluded by analogous application of § 186 (3) sentence 4 AktG.

The sum total of shares issued for cash consideration subject to exclusion of subscription rights under this authorization may not exceed a total share of 10 % of the capital stock upon entry into effect of this authorization. New shares issued during the term of this authorization under another authorization subject to exclusion of subscription rights and new shares issued to service bonds issued during the

	<p><i>term of this authorization under another authorization subject to exclusion of shareholder subscription rights are to be taken into account against this maximum limit.</i></p> <p><i>The new shares issued on the basis of this authorization, together with new shares issued during the term of this authorization on the basis of other authorizations and shares to be issued in order to service bonds issued during the term of this authorization with a conversion right or warrant or obligation to exercise a conversion right or warrant (bonds), may not exceed a total of 30 % of the capital stock of the Company upon entry into effect of this authorization.</i></p> <p><i>The Management Board is authorized, subject to Supervisory Board approval, to stipulate other details of the capital increase and its execution, including the substantive details of rights attached to shares and the conditions of issue.</i></p>
<p>Agenda item 10</p> <p>§ 4 (Capital stock and shares) (6) of the Articles of Association</p>	
	<p><i>The capital stock is conditionally increased by up to EUR 3,454,000 by the issue of up to 3,454,000 new, no-par-value bearer shares. The conditional capital increase serves the purpose of granting no-par-value bearer shares to holders of convertible bonds or warrant bonds (or combinations of these instruments) (together "bonds") with conversion rights or warrants or obligations to exercise conversion rights or warrants, which on the basis of the authorization approved by resolution of the Annual General Meeting on June 7, 2023, are issued by or before June 6, 2025, by the Company or a Group company within the meaning of § 18 AktG. The new shares will be issued at the conversion or warrant price to be determined in each case in accordance with the authorization resolution described above. The conditional capital increase is to be carried out only to the extent that conversion rights or warrants are used or obligations to exercise a conversion right or warrant are fulfilled and no other forms of fulfillment are employed. New shares issued because of the exercise of conversion rights or warrants or fulfillment of obligations to exercise conversion rights or warrants participate in earnings from the beginning of the financial year in which they are issued; to the extent legally permissible, the Management Board may, with the consent of the Supervisory Board, determine the earnings participation of new shares in deviation therefrom and also in deviation from § 60 (2) AktG, including for a financial year that has already expired.</i></p> <p><i>The Management Board is authorized, subject to Supervisory Board approval, to determine the further</i></p>

	<i>details with regard to execution of the conditional capital increase.</i>
Agenda item 7 § 15 (Location and convocation) (4) of the Articles of Association	
	<i>The Management Board is authorized to stipulate that the Annual General Meeting is to be held without the need for shareholders or their authorized representatives to be physically present at the venue of the Annual General Meeting (virtual Annual General Meeting). The authorization to hold virtual Annual General Meetings applies for a period of two years following the entry of this amendment to the Articles of Association in the commercial register.</i>