gerresheimer

Invitation to our virtual Annual General Meeting

Jun 05,

2025

Virtual Annual General Meeting of GERRESHEIMER AG, Duesseldorf without the Physical Presence of Shareholders [1]

– Translation for Convenience Purposes –

Gerresheimer AG, Duesseldorf
German Securities Identification Number (WKN) A0LD6E
International Securities Identification
Number (ISIN) DE000A0LD6E6

Convocation of Annual General Meeting

Gerresheimer AG, Duesseldorf, hereby convokes its Annual General Meeting for 2024, which will take place on

Thursday, June 5, 2025, 10:00 a.m. (CEST),

as a Virtual Annual General Meeting without the physical presence of shareholders or their proxies at the venue of the Annual General Meeting. The venue of the Annual General Meeting within the meaning of the German Stock Corporation Act (AktG) is Maritim Hotel Düsseldorf, Maritim Platz 1, 40474 Duesseldorf.

Please note the further information in “II. Further information on the convening and holding of the Annual General Meeting.”

[1] The form used throughout this report is representative of persons of any gender.

I. AGENDA

1. Presentation of the adopted Annual Financial Statements of Gerresheimer AG and of the approved Consolidated Financial Statements, each as of November 30, 2024, of the Combined Management Report of Gerresheimer AG and the Group and of the Report of the Supervisory Board for the 2024 financial year (December 1, 2023–November 30, 2024)

The documents referred to under agenda item 1 will be made available online at

https://www.gerresheimer.com/agm

before and during the virtual Annual General Meeting. They will be explained during the Annual General Meeting by the Chairman of the Management Board, and the Report of the Supervisory Board will be explained by the Chairman of the Supervisory Board.

The Supervisory Board has approved the Annual Financial Statements and the Consolidated Financial Statements prepared by the Management Board. The Annual Financial Statements are thus adopted in accordance with § 172 sentence 1 AktG. The Annual General Meeting therefore does not need to pass a resolution on this agenda item 1.

2. Resolution on appropriation of the retained earnings

The Management Board and Supervisory Board propose that the retained earnings of Gerresheimer AG for the 2024 financial year

in the total amount of	EUR 178,679,547.46

be appropriated as follows:

Distribution to the shareholders by payment of a dividend of EUR 1.25 per dividend-entitled share (34,540,000 shares)	EUR 43,175,000.00
Carried forward	EUR 135,504,547.46

Dividend entitlements are payable on June 11, 2025.

3. Resolution on formal approval of the actions of the members of the Management Board

The Management Board and Supervisory Board propose that formal approval be granted to the members of the Management Board who held office during the 2024 financial year for their actions in the period.

4. Resolution on formal approval of the actions of the members of the Supervisory Board

The Management Board and Supervisory Board propose that formal approval be granted to the members of the Supervisory Board who held office during the 2024 financial year for their actions in the period.

5. Resolution on election of the auditor

Based on the recommendation of the Audit Committee, the Supervisory Board proposes that KPMG AG Wirtschaftsprüfungsgesellschaft, Duesseldorf, be elected as auditor for Gerresheimer AG and the Group for the 2025 financial year (December 1, 2024–November 30, 2025), and as auditor for any review of the condensed financial statements and of the interim management report for the first half year of the 2025 financial year.

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

6. Approval of the Remuneration Report prepared and audited in accordance with § 162 AktG for the 2024 financial year (December 1, 2023 – November 30, 2024)

In accordance with § 120a (4) sentence 1 AktG, the annual general meeting is required to resolve to approve the Remuneration Report prepared and audited pursuant to § 162 AktG for the preceding financial year. In accordance with § 162 AktG, the Management Board and the Supervisory Board have prepared the report on the remuneration granted and owed to each individual current or former member of the Management Board and Supervisory Board of the Company and the companies of the same group in the 2024 financial year. The Remuneration Report was audited by the auditor pursuant to § 162 (3) AktG to assess whether the disclosures required in accordance with § 162 (1) and (2) AktG are contained in the report.

The Remuneration Report and the auditor's report are available on our website at

https://www.gerresheimer.com/agm

from the time of convening and during the Annual General Meeting.

The Management Board and Supervisory Board propose that the Remuneration Report for the 2024 financial year, prepared and audited in accordance with § 162 AktG, be approved.

7. Resolution on the approval of the system for the remuneration of Management Board members

In accordance with § 120a (1) AktG, the Annual General Meeting must pass a resolution on the approval of the system for the remuneration of Management Board members presented by the Supervisory Board whenever there is a significant change to the remuneration system, or at least every four years. The Annual General Meeting last adopted and approved the remuneration system for Management Board members in 2021, meaning that a new resolution is required at regular intervals.

The Supervisory Board has continuously monitored the remuneration system since the last submission to the Annual General Meeting and has now critically reviewed it again with regard to regulatory requirements, market practice, market conditions, and investor expectations. The Supervisory Board came to the conclusion that the current system of Management Board compensation has proven its worth, leads to fair and appropriate compensation for Management Board members overall, and should therefore be continued in principle. At its meeting on February 25, 2025, the Supervisory Board therefore adopted a remuneration system with a few further developments that will apply from the same date (“2025 Remuneration System”). The further developments mainly relate to a moderate increase in the maximum remuneration and the possibility for the Supervisory Board to determine a different percentage ratio of fixed and variable remuneration or a different percentage ratio within the variable remuneration at its own discretion if this is in the interests of the Company.

The 2025 remuneration system will be available on our website at

https://www.gerresheimer.com/agm

from the time of convening and during the Annual General Meeting.

The Supervisory Board proposes that the 2025 remuneration system for the members of the Management Board be approved.

8. Resolution on the remuneration of Supervisory Board members and corresponding amendment to § 14 of the Articles of Association

In accordance with § 113 (3) AktG, a resolution on the remuneration of Supervisory Board members must be passed at least every four years. The Annual General Meeting last resolved on the remuneration of Supervisory Board members in 2021. A new resolution is required on a regular basis. The remuneration of the Supervisory Board is regulated in § 14 of the Articles of Association.

From the perspective of the Management Board and Supervisory Board, this system for the remuneration of Supervisory Board members has proven to be effective. It is only to be adjusted in one area, namely committee remuneration. Previously, fixed committee remuneration was only granted for membership of the Presiding Committee, the Audit Committee, the Mediation Committee, and the Nomination Committee of the Supervisory Board. The Supervisory Board has had an Innovation Committee since December 2024. To ensure that the members of this committee also receive committee remuneration, the existing remuneration provision in § 14 (2) sentence 2 of the Articles of Association is to be extended to this committee, whereby an additional fixed remuneration of EUR 10,000 is to be granted. In addition, this remuneration regulation should also apply to any other committees that are set up by the Supervisory Board in the future. The adjusted remuneration system is to apply from the beginning of the 2025 financial year. § 14 of the Articles of Association is to be amended accordingly.

The adjusted remuneration system to be resolved is available on our website at

https://www.gerresheimer.com/agm

from the time of convening and during the Annual General Meeting. The amendments to § 14 proposed by the Management Board and Supervisory Board are set out in the synopsis of the Articles of Association, which is also available there.

The Management Board and Supervisory Board propose to resolve:

(1) § 14 (2) and (7) of the Articles of Association are revised as follows:

> "(2) The members of the Presiding Committee and of the Audit Committee each receive an additional fixed remuneration of EUR 20,000. The members of all other committees receive additional fixed remuneration of EUR 10,000. Committee chairmen receive twice the remuneration under sentences 1 and 2. Remuneration for chairmanship and membership of the other committees is only payable if the respective committee meets at least once in the relevant financial year to fulfill its duties, whether in the form of a face-to-face meeting, by telephone conference, or by video conference."
>
> "(7) The foregoing provisions shall apply for the first time for the financial year beginning December 1, 2024."

(2) The remuneration system for the members of the Supervisory Board pursuant to § 14 of the new version of the Articles of Association and made available on the Company's website with the information required pursuant to § 87a (1) sentence 2 AktG is adopted.

9. Resolution on a new authorization of the Management Board to provide for the holding of virtual Annual General Meetings by amending § 15 (4) of the Articles of Association

The Management Board in year 2023 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 corresponding provision in § 15 (4) of the Articles of Association expires on July 7, 2025.

The last two Annual General Meetings were held virtually. The shareholders' rights were designed to be equivalent to those of an in-person meeting. There were no significant technical problems either in advance or during the event. The virtual Annual General Meetings have led to cost savings compared to the previous in-person Annual General Meetings.

Therefore, a new authorization for the Management Board is to be adopted and § 15 (4) of the Articles of Association is to be amended accordingly. The new authorization is not intended to exhaust the maximum possible term of five years provided for in the law for holding virtual Annual General Meetings, but, as previously, will only apply for a period of two years after registration of the amendment to the Articles of Association. In addition, unlike previously, the Management Board is only to exercise the authorization with the approval of the Supervisory Board.

The Management Board will decide, at its due discretion, for each upcoming Annual General Meeting separately and taking into account the circumstances of each individual case, in particular with regard to the situation of the Company and the specific agenda, whether to make use of the authorization and hold an Annual General Meeting as a virtual Annual General Meeting. The Management Board will make its decisions taking into account the interests of the Company and its shareholders and, in doing so, will pay particular attention to the safeguarding of shareholder rights as well as aspects of expenditure and costs. In the event of a future virtual Annual General Meeting, this should continue to be organized as similarly as possible to an in-person Annual General Meeting while safeguarding shareholders' rights.

Taking into account the above considerations, the Management Board plans to hold at least one Annual General Meeting as an in-person event within the two-year authorization period.

The Management Board and Supervisory Board propose that § 15 (4) of the Articles of Association be reworded as follows:

> "(4) The Management Board is authorized, with the consent of the Supervisory Board, 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."

The amendment to the Articles of Association proposed by the Management Board and Supervisory Board is set out in the synopsis of the Articles of Association, which is made available on the Company's website at

https://www.gerresheimer.com/agm.

10. Resolution on the cancellation of the existing authorized capital I and the creation of a new authorized capital I with the possibility of exclusion of shareholders' subscription rights by corresponding amendment to § 4 (4) of the Articles of Association

The authorization of the Management Board to increase the capital stock in accordance with § 4 (4) of the Articles of Association (authorized capital I) expires on June 6, 2025. In order to continue giving the Company the scope to be able to meet corresponding financing needs quickly and flexibly in the future, the authorized capital in § 4 (4) of the Articles of Association is to be renewed (authorized capital I). As with the previous authorized capital, the new authorized capital I is to have a volume of 20 % of the capital stock and a term of two years and provide for the usual options to exclude subscription rights.

Authorized capital I is to be renewed in addition to the authorized capital II, which is to be created under agenda item 11 with a volume of 10 % of the capital stock. In total, the Company is to continue to have two authorized-capital instruments at its disposal with a total volume of 30 % of the capital stock. In addition, it is to be resolved under agenda item 12 to authorize the issuance of bonds with a conversion right or warrant or obligation to exercise a conversion right or warrant (bonds) in addition to conditional capital with a volume of up to 10 % of the capital stock of the Company.

The total of all new shares issued under the new authorized capital I and authorized capital II and the new shares issued to service bonds issued in accordance with the authorization proposed under agenda item 12 may not exceed a total of 30 % of the capital stock of the Company. Furthermore, the total of all new shares issued under the new authorized capital I and authorized capital II subject to exclusion of subscription rights and the new shares issued to service bonds issued in accordance with the

authorization proposed under agenda item 12 subject to exclusion of subscription rights may not exceed a total of 10 % of the capital stock of the Company.

The Management Board and Supervisory Board propose to resolve:

(1) Subject to the cancellation of the existing authorized capital I in § 4 (4) of the Articles of Association, new authorized capital of up to EUR 6,908,000 is to be created with the possibility of excluding shareholders' subscription rights (authorized capital I). To this end, § 4 (4) of the Articles of Association is to be amended as follows:

"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 4, 2027 (authorized capital 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).

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) 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;

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;

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) and § 186 (3) sentence 4 AktG, and the percentage of capital stock attributable to the new shares for which the subscription right is 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 exclusion of 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."

(2) The Supervisory Board is authorized to amend the wording of § 4 of the Articles of Association in accordance with the scope of each capital increase from authorized capital, and upon expiration of the authorization period.

The details are explained in the reports of the Management Board to the Annual General Meeting on agenda items 10, 11, and 12. These are available on our website and during

the virtual Annual General Meeting via our internet page at

https://www.gerresheimer.com/agm

from the time of convening and during the Annual General Meeting.

The amendment to the Articles of Association proposed by the Management Board and Supervisory Board is also set out in the synopsis of the Articles of Association, which is made available on the Company's website together with the invitation to the Annual General Meeting.

11. Resolution on the cancellation of the existing authorized capital I and the creation of a new authorized capital II with the possibility of exclusion of shareholders' subscription rights by corresponding amendment to § 4 (5) of the Articles of Association

The authorization of the Management Board to increase the capital stock in accordance with § 4 (5) of the Articles of Association (authorized capital II) expires on June 6, 2025. In order to continue giving the Company the scope to be able to meet corresponding financing needs quickly and flexibly in the future, a new authorized-capital instrument (authorized capital II) is to be created in § 4 (5) of the Articles of Association. As previously, the new authorized capital II is to have a volume of 10 % of the capital stock and a term of two years and provide solely for cash consideration the usual options to exclude subscription rights.

Authorized capital II is to be created in addition to the authorized capital I, which is to be renewed under agenda item 10 with a volume of 20 % of the current capital stock. In total, the Company is to continue to have two authorized-capital instruments at its disposal with a total volume of 30 % of the capital stock. In addition, it is to be resolved under agenda item 12 to authorize the issuance of bonds with a conversion right or warrant or obligation to exercise a conversion right or warrant (bonds) in addition to conditional capital with a volume of up to 10 % of the capital stock of the Company.

The total of all new shares issued under the new authorized capital I and authorized capital II and the new shares issued to service bonds issued in accordance with the authorization proposed under agenda item 12 may not exceed a total of 30 % of the capital stock of the Company. Furthermore, the total of all new shares issued under the new authorized capital I and authorized capital II subject to exclusion of subscription rights and the new shares issued to service bonds issued in accordance with the authorization proposed under agenda item 12 subject to exclusion of subscription rights may not exceed a total of 10 % of the capital stock of the Company.

The Management Board and Supervisory Board propose to resolve:

(1) Subject to the cancellation of the existing authorized capital II in § 4 (5) of the Articles of Association, new authorized capital of up to EUR 3,454,000 is to be created with the possibility of excluding shareholders' subscription rights (authorized capital II). To this end, § 4 (5) of the Articles of Association is to be amended as follows:

"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 4, 2027 (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) and § 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 exclusion of 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 subject to exclusion of subscription rights 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 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."

(2) The Supervisory Board is authorized to amend the wording of § 4 of the Articles of Association in accordance with the scope of each capital increase from authorized capital, and upon expiration of the authorization period.

The details are explained in the reports of the Management Board to the Annual General Meeting on agenda items 10, 11, and 12. These are available on our website and during the virtual Annual General Meeting via our internet page at

https://www.gerresheimer.com/agm

from the time of convening and during the Annual General Meeting.

The amendment to the Articles of Association proposed by the Management Board and Supervisory Board is also set out in the synopsis of the Articles of Association, which is made available on the Company's website together with the invitation to the Annual General Meeting.

12. Resolution on the revocation of the previous authorization and new authorization to issue convertible bonds or warrant bonds (or combinations of such instruments) with the possibility of excluding shareholders' subscription rights, in addition to adjusting and creating conditional capital by amending § 4 of the Articles of Association

The current authorization of the Management Board to issue convertible bonds and warrant bonds in accordance with § 4 (6) of the Articles of Association expires on June

6, 2025. A further resolution is to be passed enabling the Management Board to issue convertible bonds or warrant bonds. In order to make use of the instruments provided for in the authorization, new conditional capital amounting to up to 10 % of the capital stock of the Company is to be created in accordance with § 4 (6) of the Articles of Association. It is intended that the convertible bonds or warrant bonds (or combinations of such instruments) may be issued within certain limits subject to exclusion of shareholders' subscription rights.

In addition, authorized capital I and authorized capital II are to be renewed under agenda items 10 and 11.

The total of all new shares issued to service bonds issued under the new authorization and all new shares issued under the new authorized capital I and authorized capital II may not exceed a total of 30 % of the capital stock of the Company. Furthermore, the total of shares issued to service bonds issued subject to exclusion of subscription rights and all new shares issued under the new authorized capital I and authorized capital II subject to exclusion of subscription rights may not exceed a total of 10 % of the capital stock of the Company.

The Management Board and Supervisory Board propose to resolve:

(1) Authorization to issue convertible bonds or warrant bonds (or combinations of such instruments) and exclude subscription rights

a) Authorization period, nominal amount, number of shares, currency, issue by Group companies, term, interest rate

With the consent of the Supervisory Board, the new authorization empowers the Management Board, subject to Supervisory Board approval, by or before June 4, 2027, to issue on one or more occasions convertible bonds or warrant bonds or combinations of such instruments (collectively "bonds") with a total nominal amount up to EUR 500,000,000 and to grant the holders or creditors (collectively "holders") of the various bonds with equal entitlement in each case conversion rights or warrants or obligations to exercise conversion rights or warrants to a total of up to 3,454,000 no-par-value bearer shares in the Company with a proportionate portion of the capital stock of up to EUR 3,454,000 in accordance with the terms of the bonds.

Other than in euros, the bonds may also be issued in the legal currency of a member country of the OECD up to the limit of the equivalent euro value. They may be issued by a Group company of the Company within the meaning of § 18 AktG. To cover this event, the Management Board is authorized, subject to Supervisory Board approval, to undertake the guarantee for the bonds on behalf of the Company and to grant the holders

of bonds conversion rights or warrants for the no-par-value bearer shares of the Company or to impose corresponding obligations to exercise conversion rights or warrants.

The bond issues as well as the conversion rights or warrants and obligations to exercise conversion rights or warrants may have a limited or unlimited term. The bonds may carry a fixed or variable interest rate. They may also be completely or partly dependent on key profit ratios of Gerresheimer AG or the Gerresheimer Group (including the net income or dividends of the Company). In addition, the bond conditions may stipulate subsequent payments for omissions in prior years.

b) Granting of subscription rights, exclusion of subscription rights

Shareholders must normally be granted subscription rights. Such subscription rights may also be granted by way of the bonds 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). If bonds are issued by a Group company of the Company, the Company must ensure that the statutory subscription rights for the Company's shareholders are granted in accordance with the preceding sentence.

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

- to exclude fractional amounts from the subscription rights;

- 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 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;

- in the case of bonds issued against payment in cash and carrying conversion rights or warrants or an obligation to exercise conversion rights or warrants if the Management Board, after due examination, concludes that the issue price of the bonds is not substantially lower than their theoretical market value as determined in accordance with accepted financial mathematical methods. This authorization to exclude subscription rights applies to bonds with a conversion right or warrant or an obligation to

exercise conversion rights or warrants on shares which account for no more than 10 % of the capital stock in existence at the time this authorization takes effect or at the time the authorization is exercised, whichever amount is smaller. Shares issued or sold as treasury shares during the period of this authorization subject to exclusion of shareholders' subscription rights in direct or analogous application of § 186 (3) sentence 4 AktG are to be taken into account against this maximum limit of 10 % of the capital stock.

The total number of shares to be issued to service bonds issued during the term of this authorization subject to the exclusion of subscription rights 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 from authorized capital subject to the exclusion of subscription rights are to be taken into account against this maximum limit.

Together with shares that are to be issued in order to service conversion rights or warrants or obligations to exercise conversion rights or warrants relating to bonds issued on the basis of this authorization, shares that are issued during the term of this authorization from existing or future authorized capital may not exceed a total of 30 % of the capital stock of the Company upon entry into effect of this authorization.

c) Conversion rights and warrants

If bonds are issued with a conversion right, the holders are entitled to convert their bonds into no-par-value bearer shares of the Company in accordance with the convertible bond terms. The conversion ratio will be arrived at by dividing the nominal value of a bond — or the issue amount if below the nominal value — by the stipulated conversion price for a share in the Company and may be rounded up or down to a full number. An additional cash adjustment may furthermore be determined as well as the combination of or remuneration for non-convertible fractional amounts.

In a warrant-linked bond issue, each bond has one or more warrants attached that entitle the holder to subscribe to no-par-value bearer shares in the Company in accordance with the warrant conditions. The warrant conditions may stipulate that the warrant price may also be fulfilled by transfer of bonds and an additional cash adjustment as necessary. In the event that fractions of shares arise, it may be stipulated that such fractions can be added together for a subscription to whole shares, possibly with an additional cash payment if necessary.

This shall be without prejudice to § 9 (1) and § 199 AktG.

d) Conversion price, warrant price, value-preserving adjustment of the conversion or warrant price

In the event that bonds which grant conversion rights or warrants are issued, the conversion or warrant price to be set for one share in each case — with the exception of cases where an obligation to exercise conversion rights or warrants is stipulated (see f) below) — must amount to at least 80 % of the volume-weighted average closing price of the shares of the Company in XETRA trading on the Frankfurt Stock Exchange or in a corresponding successor system on the last ten trading days before the date of the resolution by the Management Board on the bond issue or — in the event that subscription rights are granted — at least 80 % of the volume-weighted average closing price of the shares of the Company in XETRA trading on the Frankfurt Stock Exchange or in a corresponding successor system in the period from the start of the subscription period up to and including the day before the announcement of final stipulation of the conditions for the bonds in accordance with § 186 (2). AktG. § 9 (1) AktG remains unaffected.

In the case of bonds involving conversion rights or warrants or an obligation to exercise conversion rights or warrants, the conversion or warrant price may without prejudice to § 9 (1) AktG be subject to value-preserving adjustment in the event of economic dilution of the value of the conversion rights or warrants or obligation to exercise conversion rights or warrants in accordance with the conditions of the bonds, unless the adjustment is already governed by law, including by granting subscription rights, adjusting the conversion or warrant price or granting cash components.

e) Granting of new or existing shares, cash payment

The conditions of the bonds may stipulate the right of the Company, in the event of conversion or the exercise of warrants, not to grant new shares but to pay the equivalent value in cash. The conditions of the bonds may also stipulate that, at the Company's discretion, the bonds may, instead of being converted into new shares from conditional capital, be converted into new shares from authorized capital or already existing shares of the Company or shares of another listed company or that a warrant or an obligation to exercise a warrant may be fulfilled by delivery of such shares.

f) Obligation to exercise conversion rights or warrants

The conditions of the bonds may also stipulate an obligation to exercise a conversion right or warrant at the end of the term or another point in time

("final maturity") or the right of the Company on final maturity of the bonds to grant the holders of the bonds, wholly or partially, shares in the Company or another listed company instead of payment of the due cash amount. In such cases, the conversion or warrant price for a share may reflect the volume-weighted average closing price of the shares of the Company in XETRA trading on the Frankfurt Stock Exchange or a corresponding successor system in the last ten trading days before or after the final maturity date even if this is below the minimum price stated under d). § 9 (1) and § 199 AktG remain unaffected.

g) Authorization to determine other details

The Management Board is authorized, subject to Supervisory Board approval, to determine other details of the issue and configuration of bonds, including with regard to the interest rate, nature of interest accrual, issue price, term and denomination, as well as to stipulate a conversion or warrant exercise period and possible variability in the exchange ratio or decide this by agreement with the controlling boards of the Company's Group company issuing the bonds.

(2) Creation of a new conditional capital by amendment of § 4 (6) of the Articles of Association

In order to service convertible bonds or bonds with warrants (or combinations of these instruments) issued on the basis of the authorization resolved by the Annual General Meeting on June 5, 2025, under this agenda item 12, the capital stock is to be conditionally increased by up to EUR 3,454,000 by issuing up to 3,454,000 new no-par value bearer shares.

§ 4 (6) of the Articles of Association shall be amended as follows:

"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 5, 2025, are issued by or before June 4, 2027, 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.

The Management Board is authorized, subject to Supervisory Board approval, to determine the further details with regard to execution of the conditional capital increase."

(3) Authorization to amend the Articles of Association

The Supervisory Board is authorized to adjust the wording of § 4 of the Articles of Association in line with the issue of subscription shares at the relevant time. This also applies accordingly in the event of non-utilization of the authorization to issue convertible bonds or warrant bonds (or combinations of these instruments) after expiry of the authorization period and, in the event of non-utilization of the conditional capital, after expiry of the deadlines for exercising conversion rights or warrants or fulfilling obligations to exercise conversion rights or warrants.

The details are explained in the reports of the Management Board to the Annual General Meeting on agenda items 10, 11, and 12. These are available from the time of convening and during the virtual Annual General Meeting at

https://www.gerresheimer.com/agm

from the time of convening and during the Annual General Meeting.

The amendment to the Articles of Association proposed by the Management Board and Supervisory Board is also set out in the synopsis of the Articles of Association, which is made available on the Company's website together with the invitation to the Annual General Meeting.

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II. FURTHER INFORMATION ON THE CONVENING AND HOLDING OF THE ANNUAL GENERAL MEETING

We kindly request that shareholders pay close attention to the following information on registering for the Annual General Meeting, on exercising voting rights, and on other shareholder rights.

In accordance with § 15 (4) of the Company's Articles of Association, the Management Board has decided to hold the 2025 Annual General Meeting as a virtual Annual General Meeting. Shareholders or their proxies may not attend the Annual General Meeting in person. In addition to the Management Board, it is planned that all members of the Supervisory Board will be present at the venue of the Annual General Meeting throughout the entire event.

The entire Annual General Meeting will be transmitted by audio/video stream through the InvestorPortal, which is accessible online. Shareholders who have duly registered for the Annual General Meeting and their proxies will have the option to join the entire Annual General Meeting digitally by way of the InvestorPortal, where they will be able to follow it live by audio/video stream ("participation") and will be able to exercise their shareholder rights. Shareholders may exercise their voting rights by means of electronic postal vote or by granting a power of attorney. During the event, shareholders joining the meeting digitally will be permitted to exercise their right to speak and their right to request information by way of video communication, as well as their right to raise motions and submit nominations. They will also be allowed to use means of electronic communication to object to a resolution adopted by the Annual General Meeting. Furthermore, shareholders who have duly registered for the Annual General Meeting will have the right to submit statements by means of electronic communication prior to the meeting.

The details are explained below.

1. Conditions for participation in the virtual Annual General Meeting and for the exercise of shareholder rights

Shareholders may participate in the Annual General Meeting and exercise their shareholder rights at the Annual General Meeting only if their registration and proof of share ownership has been received by no later than **Thursday, May 29, 2025, 24:00 hrs (CEST)** at the following authorized address:

Gerresheimer AG
c/o Computershare Operations Center
80249 Munich, Germany
or at the following email address: anmeldestelle@computershare.de

Proof of share ownership must demonstrate that the shareholders owned shares in the Company at the close of business on the 22nd day before the virtual Annual General Meeting – i.e., on **Wednesday, May 14, 2025, 24:00 hrs (CEST)** (hereinafter "record date"). Proof of share ownership in text form from the last intermediary in accordance with § 67c (3) AktG is required for this purpose.

The registration must be in text form and must be in German or English. We recommend that our shareholders contact their custodian bank in good time to ensure the timely and proper receipt by the Company of proof from the last intermediary in accordance with § 67c (3) AktG.

In accordance with § 67c AktG, registration and proof of share ownership may also be submitted to the Company via intermediaries using the **SWIFT address CMDHDEMMXXX** [instruction in accordance with ISO 20022; authorization via SWIFT Relationship Management Application (RMA) required].

In relation to the Company, only those shareholders who have provided the Company with proof of share ownership are deemed shareholders for the purpose of participating in the Annual General Meeting and of exercising shareholder rights. Entitlement to participate in the Annual General Meeting and the scope of shareholder rights are determined solely with reference to a shareholder's shareholding at the record date. Changes in shareholdings after the record date are possible (no sale or purchase embargo), but have no significance with regard to the entitlement to participate and the scope of voting rights. The record date has no significance in respect of dividend entitlement.

Shareholders who have duly registered for the Annual General Meeting or their proxies will receive a confirmation of their registration along with access details enabling them to participate in the meeting.

Participation in the virtual Annual General Meeting takes place via online access through the InvestorPortal (see section II. 2.). Duly registered shareholders or their proxies can exercise their shareholder rights using the InvestorPortal. To grant powers of proxy and issue instructions to the Company-designated proxies or for electronic postal voting (see section II. 4-6.), they can also access a form on the Company's website at

https://www.gerresheimer.com/agm.

2. Online access to the virtual Annual General Meeting for shareholders

Duly registered shareholders and their proxies can access the Annual General Meeting online via the InvestorPortal and follow the live audio/video stream.

The InvestorPortal is scheduled to be available **from May 15, 2025**, and can be accessed via the Company's website at

https://www.gerresheimer.com/agm.

Duly registered shareholders or their proxies can use the registration confirmation number and Internet access code contained in their registration confirmation to register with the InvestorPortal.

3. Audio/video stream of entire Annual General Meeting

An audio/video stream of the full Annual General Meeting of the Company will be broadcast live on the InvestorPortal for duly registered shareholders or their proxies **starting at 10:00 hrs CEST on Thursday, June 5, 2025**. Shareholders will receive the necessary access details along with their confirmation of registration.

The opening of the Annual General Meeting by the chair of the meeting, the explanation of the Report of the Supervisory Board by the Chairman of the Supervisory Board and the Chief Executive Officer's speech will be broadcast live on the internet at

https://www.gerresheimer.com/agm

and can also be viewed by other interested parties.

4. Exercise of voting rights

Shareholders who wish to exercise their voting rights are required to register and provide proof of share ownership (see section II. 1.).

Voting rights may be exercised by way of electronic postal vote or by granting powers of proxy and instructions to the Company-designated proxies, subject to the following terms:

a) Exercise of voting rights by postal vote

Shareholders or their proxies may exercise their voting rights by postal vote. Postal votes may be cast by means of electronic communication on the Company's InvestorPortal at

https://www.gerresheimer.com/agm.

Postal votes may be submitted via the Company's InvestorPortal before and also during the Annual General Meeting but must be received at the latest by the time determined by the chair of the meeting for the purpose of the voting.

In addition, postal votes may be cast by email to

anmeldestelle@computershare.de.

Votes cast by postal vote submitted by email must be received by the Company prior to the day of the Annual General Meeting, i.e., by no later than the end of the day on **Wednesday, June 4, 2025, 24:00 hrs (CEST)**.

The voting rights form, which may be used to submit postal votes by email, is available for download at the Company's website at

https://www.gerresheimer.com/agm.

In accordance with § 67c AktG, postal votes may also be transmitted to the Company via intermediaries using the SWIFT address specified in Section 1 until this date.

b) Voting by proxy and issuing instructions to the Company-designated proxy

Shareholders or their proxies may also exercise their voting rights by granting power of proxy and issuing instructions to the proxy appointed by the Company.

The Company-designated proxy attends the Annual General Meeting in person. The Company-designated proxy may only exercise voting rights on the basis of clearly expressed instructions regarding specific items of the agenda. The proxy must be issued with a power of proxy and instructions for exercising voting rights on each voting item. Failing any clearly expressed instruction regarding a given item, the Company-designated proxy will abstain from voting on that item. The Company requests shareholders to note that the Company-designated proxy does not accept mandates to speak, to raise objections to Annual General Meeting resolutions, to ask questions or to submit motions or nominations.

Proxies may be granted to the Company-designated proxy, and instructions issued, by means of electronic communication on the Company's InvestorPortal at

https://www.gerresheimer.com/agm

before and during the virtual Annual General Meeting. However, they must be received by the time determined by the chair of the meeting for the purpose of the voting.

In addition, proxies may be granted and instructions issued to the Company-designated proxy by email to:

anmeldestelle@computershare.de.

Powers of proxy and instructions sent to this address outside of the Company's InvestorPortal will only be taken into account if they are received by the Company before the date of the Annual General Meeting, meaning at the latest by the end of the day on **Wednesday, June 4, 2025, 24:00 hrs CEST**. The email voting rights form, which may be used to issue a power of proxy and instructions to the Company-designated proxy, is available for download from the Company's website at

https://www.gerresheimer.com/agm.

In accordance with § 67c AktG, authorization and instructions to the proxies appointed by the Company may also be transmitted to the Company via intermediaries using the SWIFT address stated in Section 1 until this date.

c) Amendment and revocation of postal votes or granted proxies and issued instructions, precedence of postal votes over granted proxies and issued instructions

Submitted postal votes, proxies granted and instructions issued to the Company-designated proxies may be revoked or amended online via the InvestorPortal. While this is also possible during the Annual General Meeting, it must be done by the time determined by the chair of the meeting for the purpose of the voting.

Revocations and amendments may furthermore be submitted by email but must be received by no later than **Wednesday, June 4, 2025, 24:00 hrs (CEST)** at

anmeldestelle@computershare.de.

In accordance with § 67c AktG, these may also be transmitted to the Company via intermediaries until this time using the SWIFT address specified in Section 1.

If several notices that are substantively at variance with each other are received in due time via different communication channels for one type of exercise of voting rights, the notices will be taken into account in the following order, irrespective of when they were submitted: (1) notices submitted on the InvestorPortal, (2) notices submitted via the SWIFT address, (3) notices sent by email.

In the case of different, formally correct notices made in the same manner and received via the same means of transmission, the most recent notice received shall be taken into account.

If, in addition to postal votes, powers of attorney and instructions to the Company's proxies are received for one and the same shareholding, the postal votes are always considered to have priority; the Company's proxies will then not exercise the power of attorney granted to them and will not represent the shares in question.

5. Exercise of shareholder rights by proxy

Duly registered shareholders (see section II. 1.) may be represented by a proxy — an intermediary, a proxy adviser, a shareholder association, or another third party — when exercising their voting rights and other shareholder rights after granting the appropriate power of attorney. Authorized third parties can connect to the Annual General Meeting digitally in the InvestorPortal and follow it live in audio and video. They can also exercise the voting rights for shareholders they represent by postal vote or by granting (sub)power of proxy to the Company-designated proxies (see section II. 4.). Proxies can only use the InvestorPortal if the persons granting the proxy have provided them with the access details sent with the confirmation of registration, unless the access details were sent directly to the proxy. If a shareholder grants a proxy to more than one person, the Company can reject one or more of them.

Proxies may be granted by declaration to the proxy or to the Company and, unless a proxy is granted pursuant to § 135 AktG, must be issued in text form (§ 126b of the German Civil Code (BGB)). The same applies to the revocation of the proxy and the proof of a proxy declared to a proxy vis-à-vis the Company.

Proxies may be issued or revoked, and proof of authorization provided, via the Company's InvestorPortal at

https://www.gerresheimer.com/agm.

This may be done via the Company's InvestorPortal before and also during the Annual General Meeting. In addition, the granting of the proxy, its revocation and proof of authorization vis-à-vis the Company can be submitted by email to:

anmeldestelle@computershare.de.

Declarations and proof submitted outside of the Company's InvestorPortal must be received by the Company in due time at the above-mentioned email address. The form available for download from the Company's website at

https://www.gerresheimer.com/agm

can be used to grant power of proxy.

The granting or revocation of a proxy can also be transmitted to the Company via intermediaries using the SWIFT address specified in Section 1.

If a power of proxy is granted to an intermediary, a shareholders' association, a proxy adviser or another equivalent person (proxy in accordance with § 135 AktG), special terms apply. There is no statutory text form requirement. However, the notice of proxy must be verifiably recorded by the proxy. It must also be complete and may only contain declarations associated with the exercise of voting rights. The InvestorPortal therefore cannot be used to grant power of proxy in accordance with § 135 AktG. Shareholders who wish to grant power of proxy in accordance with § 135 AktG are therefore requested to consult with the proxy on the procedure and form of the proxy.

6. Other shareholder rights

a) Requests for additions to the agenda pursuant to § 122 (2) AktG

Shareholders whose shareholding, in the aggregate, is at least equivalent to one-twentieth of the capital stock, or to a stake of EUR 500,000, may request that items of business be set out in the agenda and published by notice.

Such requests must be addressed exclusively to the Management Board of Gerresheimer AG in writing, either to

Gerresheimer AG
Management Board
Klaus-Bungert-Straße 4
40468 Duesseldorf, Germany

or in electronic form in accordance with § 126a BGB (i.e., with a qualified electronic signature) by email to

gerresheimer.ir@gerresheimer.com.

This must be received by the Company by no later than **Monday, May 5, 2025 (24:00 hrs CEST)**. Requests for additions to the agenda that are addressed to a different recipient will not be considered.

Each new agenda item must be accompanied by an explanation or a proposal for resolution. Applicants must prove that they have owned their shares for at least 90 days prior to the date upon which their request is received and that they will hold the shares until the Management Board has reached a decision on the request. § 121 (7) AktG applies accordingly. § 70 AktG must be taken into account when calculating the minimum period of ownership. The request must be signed by all shareholders who together achieve the necessary quorum or by their duly appointed representatives or must be submitted in electronic form in accordance with § 126a BGB (i.e., with a qualified electronic signature). Proper and timely requests for additions to the agenda must be published and forwarded for publication in the same manner as the convocation notice.

b) Countermotions and nominations by shareholders pursuant to § 126 (1) and § 127 AktG

Shareholders can submit countermotions to proposals by the Management Board and/or Supervisory Board on specific items of the agenda. No countermotions can be made to agenda items 6 (approval of the compensation report for the 2024 financial year prepared and audited in accordance with § 162 AktG) and 7 (resolution on the approval of the remuneration system for members of the Management Board). Countermotions and proof of shareholder status must be sent exclusively by email to:

gerresheimer.ir@gerresheimer.com.

Countermotions received by the Company no later than the end of the day on **Wednesday, May 21, 2025, 24:00 hrs CEST**, along with proof of share ownership, will be made accessible, along with the name of the shareholder, any explanatory statement, and any position taken by the Management Board or Supervisory Board, on the Company's website at

https://www.gerresheimer.com/agm

without undue delay.

Every shareholder has the right to submit nominations for the election of auditors (agenda item 5). The above statements apply mutatis mutandis to these nominations.

At the virtual Annual General Meeting, countermotions or nominations to be made accessible are regarded as submitted at the time they are made accessible. Voting rights relating to such motions may also be exercised before the Annual General Meeting provided the criteria for exercising voting rights are met (see section II. 1.).

If the shareholder who submitted the motion or nomination that has been made accessible is not duly registered for the Annual General Meeting, the motion does not have to be addressed at the Annual General Meeting.

Voting rights relating to countermotions or nominations may be exercised exclusively via the InvestorPortal.

c) Right to submit statements

Shareholders who have duly registered for the Annual General Meeting (see section II. 1.) have the right to submit statements on the agenda items by means of electronic communication via the InvestorPortal at

https://www.gerresheimer.com/agm

in text form before the Annual General Meeting.

Statements must be submitted by no later than five days before the Annual General Meeting, i.e., by **Friday, May 30, 2025, 24:00 hrs (CEST)**. They must not exceed 10,000 characters (including spaces), and only one statement may be submitted per securities account.

Submitted statements that meet these requirements will be made accessible, including the name of the shareholder, in the InvestorPortal at

the latest four days before the Annual General Meeting, i.e., by **Saturday, May 31, 2025, 24:00 hrs (CEST)**. Statements will not be made accessible if the Management Board would be liable to punishment under law, were it to make such statement accessible; if the statement makes manifestly false or misleading statements regarding essential aspects or is insulting; or if the shareholder submitting the statement indicates that they will not attend the Annual General Meeting and will not have a proxy represent them.

Questions, requests, nominations, and objections to resolutions of the Annual General Meeting that are included in statements will not be considered as such. They must be submitted or declared in the ways stated separately in this convocation notice.

d) Right to speak and right to request information at the Annual General Meeting

Shareholders who participate in the Annual General Meeting online have a right to speak and a right to request information at the Annual General Meeting. It is not possible to submit questions in advance of the Annual General Meeting. Requests for information may be part of an intervention. To exercise the right to speak and the right to request information, the means of video communication offered by the Company in the InvestorPortal must be used, and shareholders therefore require online access to the Annual General Meeting (see section II. 2.). A prerequisite for exercising the rights is that each shareholder or their proxy submit an advance request to speak in the InvestorPortal. This is only possible on the day of the Annual General Meeting from 09:30 hrs (CEST) to the time determined by the chair of the meeting.

The right to speak and the right to request information may also be exercised by third parties authorized by a shareholder. However, the proxies appointed by the Company will not exercise these rights on behalf of the shareholders granting them power of proxy.

The Company reserves the right to review the functionality of video communication between the shareholder or proxy and the Company at the meeting in advance and to reject the request to speak if the functionality is not assured. According to § 18 (3) of the Company's Articles of Association, the chair of the meeting is furthermore entitled to set an appropriate time limit governing the right of shareholders and shareholder representatives to ask questions as well as to speak. In particular, the chair of the meeting is authorized to set an appropriate time limit for the entire course of the Annual General Meeting, individual agenda items and individual questions and interventions. This authorization also applies to the virtual Annual General Meeting.

e) Motions and nominations at the Annual General Meeting

Shareholders who participate in the Annual General Meeting online have the right to submit motions and nominations. The same applies to countermotions within the meaning of § 126 AktG and nominations within the meaning of § 127 AktG, regardless of whether they have been made accessible or not. Motions and nominations may be part of an intervention. To exercise these rights at the Annual General Meeting, the means of video communication offered by the Company in the InvestorPortal must be used, and shareholders therefore require online access to the Annual General Meeting (see section II. 2.).

A prerequisite for exercising the rights is that each shareholder or their proxy submit an advance request to speak in the InvestorPortal. This is only possible on the day of the Annual General Meeting from 09:30 hrs (CEST).

The above-mentioned rights may also be exercised by third parties authorized by a shareholder. However, the proxies appointed by the Company will not exercise the above-mentioned rights on behalf of the shareholders granting them power of proxy.

The Company reserves the right to review the functionality of video communication between the shareholder or proxy and the Company at the meeting in advance and to reject the request to speak if the functionality is not assured.

f) Right of shareholders to object

From the beginning to the end of the virtual Annual General Meeting, duly registered shareholders (see section II. 1.) or their proxies may declare an objection to resolutions at the Annual General Meeting for recording by the officiating notary. Such an objection must be lodged by electronic means via the InvestorPortal using the button provided. The Company's proxies will not declare any objections to resolutions at the Annual General Meeting for recording by the officiating notary.

g) Further notes on shareholders' rights under §§ 122 (2), 126 (1), 127, 131 (1) AktG

Further notes on requests for additional items on the agenda under § 122 (2) AktG, on countermotions under § 126 (1) AktG, on nominations under § 127 AktG, as well as on shareholders' right to request information under § 131 AktG, are provided at

https://www.gerresheimer.com/agm.

7. Reference to the Company's website

This invitation to the Annual General Meeting, the documents to be made accessible to the Annual General Meeting and further information relating to the Annual General Meeting will be available online on the Company's website at

https://www.gerresheimer.com/agm

from the time of convening and during the Annual General Meeting.

8. Total number of shares and voting rights

At the time of convocation of the Annual General Meeting, the capital stock totals EUR 34,540,000. The capital stock is divided into 34,540,000 no-par-value bearer shares. Each share grants one vote in the Annual General Meeting. The total number of voting rights is thus 34,540,000. The Company does not hold any of its own shares.

9. Data protection information

Gerresheimer AG, Klaus-Bungert-Straße 4, 40468 Duesseldorf, Germany, as controller, processes personal data of shareholders (surname and first name, address, email address, number of shares, type of shareholding and, if applicable, number of the confirmation of registration) and, where applicable, personal data of proxies, in accordance with the prevailing data protection laws. The processing of personal data is legally necessary for participation in the virtual Annual General Meeting of Gerresheimer AG by electronic means and the exercise of voting rights. Gerresheimer AG receives shareholders' personal data as a rule via the registration office from intermediaries instructed by shareholders to hold their shares in safe custody.

Gerresheimer AG will transmit the Annual General Meeting on the Internet. This may result in the processing of participants' personal data to the extent necessary to organize and conduct the Annual General Meeting (e.g., to publish or reproduce in the InvestorPortal and/or during the Annual General Meeting any questions and pre-submitted statements regarding the agenda as well as motions to add items to the agenda, countermotions, nominations, submitted objections, and interventions). The legal basis for processing is Article 6 (1) sentence 1 (c) GDPR in conjunction with § 67e, §§ 118 et seq., and § 130a AktG.

The service providers contracted by Gerresheimer AG for the purposes of organizing the virtual Annual General Meeting process shareholders' and/or proxies' personal data exclusively in accordance with Gerresheimer AG's instructions and solely to the extent necessary for performance of the contracted service. All employees of Gerresheimer AG and employees of contracted service providers who have access to and/or process shareholders' and/or proxies' personal data are required to treat the data confidentially.

In addition, personal data of shareholders or proxies exercising their voting rights will be made available to other shareholders and proxies within the scope of the

statutory provisions. This applies in particular to objections raised and in the context of an announcement of shareholder requests for additions to the agenda as well as to the publication of countermotions, statements and nominations. The legal basis for disclosure is Article 6 (1) sentence 1 (c) GDPR in conjunction with § 67e, §§ 118 et seq., and § 130a AktG and, if the disclosure of personal data is not legally necessary, the legitimate interest of Gerresheimer AG (Article 6 (1) sentence 1 (f) GDPR). Personal data will only be disclosed in connection with answering questions if the shareholder has expressly given consent to such disclosure when submitting the question. The legal basis for the disclosure in this case is Article 6 (1) sentence 1 (a) GDPR. Consent may be withdrawn at any time, without affecting the lawfulness of data processing prior to the withdrawal of consent. Gerresheimer AG may furthermore be legally obligated to transmit the personal data of shareholders and proxies to other recipients, such as to the relevant authorities in accordance with statutory notification requirements.

Gerresheimer AG deletes shareholders' and proxies' personal data in accordance with the law, in particular if the personal data is no longer necessary for the original purposes of collection or processing or is no longer required in connection with any administrative or court proceedings and if there are no statutory document retention requirements.

Subject to the statutory requirements, the applicability of which is to be reviewed on a case-by-case basis, shareholders and proxies have the right of access to personal data concerning them that is processed and the right to obtain rectification, erasure or restriction of processing of their personal data. In addition, shareholders have the right to lodge a complaint with the competent supervisory authorities and the right to data portability. If personal data is processed on the basis of Article 6 (1) sentence 1 (f) GDPR, shareholders and their proxies also have a right of objection subject to the statutory requirements.

For comments and questions about the processing of personal data by Gerresheimer AG, shareholders and proxies may contact the Data Protection Officer by email at

data-protection@gerresheimer.com.

Duesseldorf, April 2025

Gerresheimer AG
The Management Board