

Convenience Translation



**Formycon AG**  
**Munich**

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## **Annual General Meeting on 10 June 2026**

### **Information on the rights of shareholders**

The notice convening the Annual General Meeting already contains information on the rights of shareholders pursuant to Sections 122(2), 126 (1), 127, 131(1) and 293f(3) of the German Stock Corporation Act (*Aktiengesetz* – “**AktG**”). The following explanations serve to provide further clarification.

#### **1. Requests by shareholders to add items to the agenda pursuant to Section 122(2) of the German Stock Corporation Act**

Shareholders whose combined shareholdings are at least equivalent to one twentieth of the share capital or to a pro rata amount of EUR 500,000.00 (corresponding to 500,000 individual shares) may request pursuant to Section 122(2) of the German Stock Corporation Act that items be placed on the agenda of the General Meeting and published. Each new item must be accompanied by reasons or a draft resolution.

The applicants must prove that they have held their shares for at least 90 days prior to the date the request was received and that they will hold the shares until the Management Board decides on the request, whereby the day of receipt of the request is not taken into account for the calculation and Section 70 of the German Stock Corporation Act applies to the calculation of the period of share ownership.

Such a request for additional items must be submitted to the Management Board in writing and must be received by the Company at least 30 days prior to the General Meeting, whereby the day of receipt and the day of the General Meeting are not taken into account when calculating this 30-day period. Therefore, requests for additional items must be received by the Management Board of the Company at the latest until 24:00 hours (CEST) on 10 May 2026. Requests for additional items received at a later point in time will be disregarded.

Please send any requests for additional items to the following address:

**Formycon AG  
The Management Board  
c/o meet2vote  
Marienplatz 1  
84347 Pfarrkirchen**

Additions to the agenda to be published will be published in the German Federal Gazette (*Bundesanzeiger*) without delay after receipt of the request and will be forwarded to media for publication that can be expected to circulate the information in the entire European Union. They will also be published on the Company's website at:

<https://www.formycon.com/en/investor-relations/annual-general-meeting-2026/>

and reported to the shareholders pursuant to Section 125(1), third sentence of the German Stock Corporation Act.

The provisions of the AktG on which these shareholder rights are based are as follows:

**Section 122 AktG – Convening at the request of a minority (excerpt)**

- (1) *<sup>1</sup>The general meeting is to be called if shareholders, whose total shares equal or exceed the twentieth part of the share capital, so request in writing, stating the purpose of and the reasons; the request is to be addressed to the management board. <sup>2</sup>The articles of association may provide that the right to request that a general meeting is to be called is linked to another form and the holding of a lower share in the share capital. <sup>3</sup>Persons 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. <sup>4</sup>Section 121 para. 7 applies by analogy.*
  
- (2) *<sup>1</sup>Likewise, shareholders whose total shares amount to the twentieth part of the share capital or to the proportionate amount of EUR 500,000 may request that items are placed on the agenda und published. <sup>2</sup>Each new item must be accompanied by an explanatory statement or a draft resolution. <sup>3</sup>The request in the sense of sentence 1 must be received by the company at least 24 days, in the case of listed companies at least 30 days, prior to the meeting; the day of receipt is no to be included in this calculation.*

[...]

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

[...]

- (7) <sup>1</sup>In 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. <sup>2</sup>Rescheduling the general meeting from a Sunday, a Saturday, or a holiday to a preceding or subsequent business day is not an available option. <sup>3</sup>Sections 187 to 193 of the German Civil Code will not apply by analogy. [...]

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

<sup>1</sup>Where 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. <sup>2</sup>The 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).

### **Section 124 AktG – Announcement of requests for supplements; proposals for resolutions (excerpt)**

- (1) <sup>1</sup>If the minority has demanded in accordance with Section 122(2) that items are to be placed on the agenda, such items shall be announced either at the time the meeting is convened or otherwise without undue delay after receipt of the demand. <sup>2</sup>Section 121(4) shall apply mutatis mutandis; in addition, in the case of listed companies Section 121(4a) shall apply mutatis mutandis. <sup>3</sup>Notice and delivery must be made in the same manner as for the convening of the meeting.

[...]

### **Section 125 AktG - Notifications for the stockholders and to members of the supervisory board (excerpt)**

- (1) [...] <sup>3</sup>If the agenda is to be amended pursuant to section 122 (2), then notice of the amended agenda is to be given where the general meeting is that of a listed company.

[...]

**2. Countermotions and nominations for election by shareholders pursuant to Section 126(1) and Section 127 of the German Stock Corporation Act**

Each shareholder is entitled to submit a countermotion to the proposals of the administration regarding items of the agenda and to submit nominations for the election of the auditor or for the election of Supervisory Board members.

Countermotions and nominations must be received by the Company no later than 24:00 hours (CEST) on 26 May 2026, via one of the following contact options:

**Formycon AG  
The Management Board  
c/o meet2vote  
Marienplatz 1  
84347 Pfarrkirchen**

**or by email: [antrag@meet2vote.de](mailto:antrag@meet2vote.de)**

Provided that the countermotions and nominations for election are received via one of the aforementioned contact options in a timely manner, i.e. by 24:00 hours (CEST) on 26 May 2026, and are to be made accessible, they will be made accessible to the other shareholders without undue delay on the Company's website at

<https://www.formycon.com/en/investor-relations/annual-general-meeting-2026/>

along with the name of the shareholder as well as any reasoning. Any statements of opinion by the management will also be published on this website.

A countermotion and any reasons for it or a nomination for election need not be made accessible under the conditions found in Section 126(2) of the German Stock Corporation Act (read in conjunction with Section 127, first sentence of the German Stock Corporation Act). For example, the reasons need not be made accessible if they comprise a total of more than 5,000 characters. According to Section 127 third sentence of the German Stock Corporation Act, the Management Board need not make a nomination accessible if it does not include the information required under Section 124(3), fourth sentence and Section 125(1), fifth sentence of the German Stock Corporation Act.

We would like to point out that countermotions and nominations for election that are sent to the Company in advance in a timely manner will only be included in the General Meeting if they are proposed orally there. This is without prejudice to the right of the participating shareholders to propose countermotions with regard to agenda items during the General Meeting without having previously sent them to the Company.

The provisions of the AktG on which these shareholder rights are based are as follows:

## **Section 126 AktG – Motions by shareholders (excerpt)**

- (1) <sup>1</sup>Motions by shareholders, including the name of the shareholder, the explanatory statement and any statement of the administration are to be made available to the entitled persons referred to in Section 125(1) to (3) under the conditions stated therein, if the shareholder has sent a countermotion against a proposal of the management board and the supervisory board on a specific item of the agenda, together with the explanatory statement, to the address communicated for this purpose in the notice convening the meeting at least 14 days before the meeting of the company. <sup>2</sup>The date of receipt is not to be taken into account in the calculation. <sup>3</sup>In the case of listed companies, access shall be provided via the company's website. <sup>4</sup>Section 125(3) shall apply mutatis mutandis.
- (2) <sup>1</sup>A countermotion and its explanatory statement do not need to be made accessible,
1. to the extent the management board would by making such access commit a criminal offence,
  2. if the countermotion would result in a resolution of the general meeting which would be in breach of the law or of the articles association,
  3. if the explanatory statement contains obviously false or misleading data on significant points or insults,
  4. if a countermotion of the shareholder based on the same facts has already been made available to a general meeting of the company pursuant to Section 125,
  5. if the same countermotion of the shareholder with significantly similar explanatory statement has already been made available pursuant to Section 125 to at least two general meetings of the company in the last five years and less than the twentieth part of the share capital represented voted in its favour at the general meeting,
  6. if the shareholder gives notice that he or she will neither participate in nor be represented at the general meeting, or
  7. if the shareholder has not made or caused to be made a countermotion communicated by him or her at two general meetings in the last two years.
- <sup>2</sup>The explanatory statement does not need to be made accessible if it exceeds 5,000 characters in total.
- (3) If several shareholders make countermotions for resolutions on the same item, the management board may consolidate such countermotions and their explanatory statements.

[...]

### **Section 127 AktG – Election proposals by shareholders (excerpt)**

<sup>1</sup>Section 126 shall apply *mutatis mutandis* to the proposal of a shareholder for the election of members of the supervisory board or statutory auditors of the annual financial statements. <sup>2</sup>The election proposal does not need to be justified. <sup>3</sup>The management board does also not need to make the election proposal available if the nomination does not contain the information according to Section 124(3) sentence 4 and Section 125(1) sentence 5. [...]

### **Section 124 AktG – Announcement of requests for supplements; proposals for resolutions (excerpt)**

[...]

(3) [...] <sup>4</sup>The proposal for the election of supervisory board members or statutory auditors of the annual financial statements shall state their name, profession exercised and place of residence. [...]

[...]

### **Section 125 AktG – Notices to shareholders and supervisory board members (excerpt)**

(1) [...] <sup>5</sup>In the case of listed companies, a proposal for the election of supervisory board members shall be accompanied by information on their membership of other statutory supervisory boards; information on their membership of comparable domestic and foreign supervisory bodies of commercial enterprises shall be enclosed.

[...]

## **3. Right to information pursuant to Section 131(1) and Section 293g(3) of the German Stock Corporation Act**

At the Annual General Meeting, each shareholder or their representative may request information from the Management Board on the affairs of the Company to the extent that such information is necessary for an objective evaluation of the subject matter of the agenda (Section 131(1) of the German Stock Corporation Act).

The duty to provide information also extends to the legal and business relationships of the Company with an affiliated company as well as to the situation of the group and the companies included in the consolidated financial statements. The Management Board may refuse to provide information for the reasons listed in Section 131(3) of the German Stock Corporation Act.

In addition, the Chair of the meeting may, in accordance with Section 131(2), second sentence of the German Stock Corporation Act in conjunction with Article 14(6) of the Company's Articles of Association, set a reasonable time limit on the right of shareholders to ask questions and make representations.

Furthermore, pursuant to Section 293g(3) of the German Stock Corporation Act, any shareholder may request information from the Management Board regarding the resolution on approval of the profit transfer agreement between the Company and FYB202 Project GmbH (Agenda Item 8), including information on all matters relevant to the other party's conclusion of the agreement.

The provisions of the AktG and the Articles of Association of Formycon AG on which these shareholder rights are based are as follows:

**Section 131 AktG – Shareholder's right to information (excerpt)**

(1) *<sup>1</sup>Each shareholder shall, upon request, be provided with information at the general meeting by the management board on the affairs of the company to the extent that such information is necessary for a proper evaluation of the item on the agenda. <sup>2</sup>The duty to provide information shall also extend to the legal and business relations of the company with an affiliated company. <sup>3</sup>If a company makes use of the facilitations pursuant to Section 266(1) sentence 3, Section 276 or Section 288 of the German Commercial Code (Handelsgesetzbuch – "HGB"), each shareholder may demand that the annual accounts be presented to him at the general meeting on the annual accounts in the form that would have been used without these facilitations. <sup>4</sup>The duty of the management board of a parent company (Section 290(1) and (2) HGB) to provide information at the general meeting to which the consolidated financial statements and the group management report are submitted also extends to the situation of the group and the companies included in the consolidated financial statements.*

[...]

(2) *<sup>1</sup>The information shall comply with the principles of conscientious and faithful accountability. <sup>2</sup>The articles of association or the rules of procedure pursuant to Section 129 may authorise the chairperson of the meeting to impose reasonable time limits on the shareholder's right to ask questions and to speak, and to determine further details in this respect.*

(3) *<sup>1</sup>The management board may refuse to provide information,*

1. *to the extent the provision of the information is likely, according to reasonable commercial judgement, to cause a not inconsiderable disadvantage to the company or an affiliated company;*
2. *to the extent it relates to tax valuations or the amount of individual taxes;*
3. *on the difference between the value at which items have been stated in the annual balance sheet and a higher value of such items, unless the general meeting adopts the annual financial statements;*
4. *on the accounting and valuation methods, insofar as the disclosure of these methods in the notes suffices to give a true and fair view of the net assets, financial position and results of operations of the company within*

*the meaning of Section 264(2) HGB; this shall not apply if the general meeting adopts the annual financial statements;*

5. *to the extent the management board would render itself liable to prosecution 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 given in the annual financial statements, management report, consolidated financial statements or group management report on the accounting and valuation methods applied and offsetting made;*
7. *to the extent that the information is continuously available on the company's website for at least seven days before the commencement of and at the general meeting.*

<sup>2</sup>*For other reasons, the information may not be refused.*

- (4) <sup>1</sup>*If information has been given to a shareholder outside the general meeting because of his or her capacity as a shareholder, it shall be given to any other shareholder at his or her request in the general meeting, even if it is not necessary for the proper assessment of the item on the agenda. [...] <sup>3</sup>The management board may not refuse to provide the information pursuant to paragraph 3 sentence 1, nos. 1 to 4. <sup>4</sup>Sentences 1 to 3 shall not apply if a subsidiary (Section 290(1) and (2) HGB), a joint venture (Section 310(1) HGB) or an associated company (Section 311(1) HGB) provides the information to a parent company (Section 290(1) and (2) HGB) 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) <sup>1</sup>*If 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. [...]*

#### **§ 293g AktG – Conduct of the general meeting (excerpt)**

*[...]*

- (3) *Upon their making a corresponding demand, each stockholder is to be provided with information at the general meeting about any and all matters of the other contracting party that are key to the conclusion of the agreement.*

#### **Article 14 of the Articles of Association of Formycon AG – Voting Right and Chairperson of the General Meeting (excerpt)**

*[...]*

- (6) <sup>1</sup>*The Chairperson 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(1) sentence 1 AktG, on follow-up questions within the meaning of section 131(1d) sentence 1 AktG and on questions on new matters within the meaning of section 131(1e) sentence 1 AktG. <sup>2</sup>In particular, he/she*

*may set reasonable limits on speaking time, question time (including the time for follow-up questions and questions on new matters) or the combined speaking and question time (including the time for follow-up questions and questions on new matters) as well as the reasonable time limit for the entire General Meeting itself, for individual agenda items 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.*

*[...]*

**Martinsried/Planegg, April 2026**

**Formycon AG  
The Management Board**