

## **ADDITIONAL INFORMATION ON SHAREHOLDERS' RIGHTS PURSUANT TO ARTICLES 109, 110, 118 AND 119 OF THE AUSTRIAN STOCK CORPORATION ACT (AktG) AND INFORMATION ON SHAREHOLDERS' DATA PROTECTION**

### **Additions to the agenda made by shareholders pursuant to article 109 of the Austrian Stock Corporation Act (AktG)**

Shareholders who jointly hold at least **5 per cent of the share capital** have the right to request in writing **additional items be put on the agenda** of this Annual General Meeting and be published. Shareholders must also indicate resolution proposals regarding each item on the agenda so requested, including a statement of grounds. The requesting shareholder must have been holder of the shares for at least three months prior to making such request. Such shareholder request can only be taken into consideration, if it is delivered to the Company in written form no later than **May 27, 2021** (24:00 CET, Vienna time)

Such requests shall be exclusively delivered to

Marinomed Biotech AG

Attn. Pascal Schmidt

2100 Korneuburg, Hovengasse 25.

The requested agenda item and resolution proposal must be presented in German language.

A certificate of deposit pursuant to article 10a of the Austrian Stock Corporation Act (AktG) must be submitted to provide evidence of the shareholdings as the basis for exercising this shareholder right. Several deposit confirmations for shares, which together only convey the stake of 5%, must refer to the same point in time (day, time).

### **Resolution proposals by shareholders pursuant to article 110 of the Austrian Stock Corporation Act (AktG)**

Shareholders holding jointly at least **1 per cent of the share capital** are entitled to submit **resolution proposals** on any item of the agenda, including a statement of grounds, in text form and to demand that such proposals, including the names of the respective shareholders, the grounds therefor and any statements made by the management board or the supervisory board be made available on the Company's website. Please note that each resolution proposal must be accompanied by a statement of grounds. Such shareholder request can only be taken into consideration, if it is delivered to the Company in written form no later than **June 8, 2021** (24:00 CET, Vienna time). If the text form within the meaning of Section 13 (2) Austrian Stock Corporation Act (AktG) is required for declarations, the declaration must be made in a document or in another form suitable for permanent reproduction in writing, the person making the declaration and the conclusion of the declaration by copying the signature or be made recognizable in some other way. The proposed resolution, but not its justification, must in any case also be drafted in German.

Such requests shall be exclusively delivered to

Marinomed Biotech AG  
Attn. Pascal Schmidt  
2100 Korneuburg, Hovengasse 25  
or  
by telefax +43 2262 90300 500  
or  
by e-mail to [ir@marinomed.com](mailto:ir@marinomed.com), such request to be attached to the e-mail in text form,  
e.g. as a pdf file,

A certificate of deposit pursuant to article 10a of the Austrian Stock Corporation Act (AktG) must be submitted to provide evidence of the shareholdings as the basis for exercising this shareholder right.

### **Certificates of deposit pursuant to article 10a of the Austrian Stock Corporation Act (AktG)**

The certificate of deposit is to be issued by the relevant custodian bank with its headquarters in a member state of the European Economic Area or in a full member state of the OECD.

Pursuant to article 10a of the Austrian Stock Corporation Act (AktG), the certificate of deposit must include the following information:

- Information on the issuer: name/corporate name and address or any code that is customarily used among credit institutions (BIC),
- Information on the shareholder: name/corporate name, address, date of birth for natural persons, and, if applicable, register and register number for legal entities,
- Information on the shares: number of the shares held by the shareholder, ISIN ATMARINOMED6,
- Deposit number and/or other designation,
- Date to which the certificate of deposit refers.

The certificate of deposit shall be provided in German or English language. The certificate of deposit shall be delivered to the Company exclusively via one of the communication channels and addresses indicated below:

- (i) for submission of the certificate of deposit in text form as specified to be sufficient pursuant to article 17 para. 2 of the Articles of Association  
By telefax: +43 (0)1 8900 500 - 79  
By e-mail: **[anmeldung.marinomed@hauptversammlung.at](mailto:anmeldung.marinomed@hauptversammlung.at)**  
(please attach certificate of deposit as pdf file)
- (ii) for submission of the certificate of deposit in written form  
By post or courier: Marinomed Biotech AG  
c/o HV-Veranstaltungsservice GmbH  
8242 St. Lorenzen am Wechsel, Köppel 60  
By SWIFT: GIBAATWGGMS  
(message type MT598 or MT599, ISIN ATMARINOMED6 to be stated in the text)

The certificate of deposit as required to evidence the shareholder's shareholdings in connection with exercising shareholders' rights pursuant to article 109 of the Austrian Stock Corporation Act (AktG; additions to the agenda) and article 110 of the Austrian Stock Corporation Act (AktG; resolution proposals by shareholders) may not be older than seven days at the time of submission to the Company.

The certificate of deposit as required to evidence the shareholder's shareholding in connection with exercising shareholders' rights pursuant to sec. 109 of the Austrian Stock Corporation Act (AktG; additions to the agenda) must confirm that the shareholders making such requests have held their shares for at least three months, without interruption, prior to making such requests.

For requests made by multiple shareholders who achieve the required minimum shareholding only when taken together, evidence of their shareholdings must refer to the same reference date.

### **Note on right to be informed pursuant to article 118 of the Austrian Stock Corporation Act (AktG)**

At the Annual General Meeting, each shareholder has the right to be informed about any matters pertaining to the Company if so requested, provided that such information is necessary for formulating a proper assessment regarding a particular agenda item. The right to be informed also extends to the Company's legal and business relationships with any associated company. If the consolidated financial statements and the Group management report are presented at the Annual General Meeting of a parent company (article 189a Z 6 in connection with article 244 of the Austrian Commercial Code (UGB)), the right to be informed also applies to the position of the Group and of any companies included in the consolidated financial statements.

The information provided must be in compliance with the principles of true and fair accountability. The information shall be made available during the Annual General Meeting.

The Company may refuse to supply such information

1. if according to sound business judgement, it could result in considerable disadvantage for the Company or one of its associated companies or
2. if providing such information would constitute a criminal offence.

Each shareholder taking part in the Annual General Meeting has the right to obtain information. Such right is granted to the shareholders themselves as well as their legal or authorized representatives.

For the sake of meeting efficiency, questions whose response may require more extensive preparation should be submitted in writing to the management board in a timely manner before the Annual General Meeting. Questions may be delivered to the Company by telefax to +43 2262 90300 500, or by e-mail to [ir@marinomed.com](mailto:ir@marinomed.com).

### **Information on the shareholder's right to file requests at the Annual General Meeting pursuant to article 119 of the Austrian Stock Corporation Act (AktG)**

Irrespective of their shareholdings in the Company, every shareholder has the right to make requests regarding each item on the agenda at the Annual General Meeting.

Prerequisite for making use of this right is the evidence of the right to participate in the Annual General Meeting as stipulated in the invitation. The right to file requests is granted to the shareholders themselves as well as their legal or authorised representatives participating in the Annual General Meeting.

### **Information on the protection of shareholder data**

Marinomed Biotech AG processes **personal data** of its shareholders (including, but not limited to, those pursuant to article 10a para. 2 of the Austrian Stock Corporation Act (AktG), i.e. name, address, date of birth, securities deposit number, number of shares held by the shareholder, class of shares where applicable, voting card number and, where applicable, name and date of birth of the authorized person(s)) on the basis of the applicable data protection provisions, including, but not limited to, the **European General Data Protection Regulation** (GDPR) and the Austrian **Data Protection Act**, to enable the shareholders to exercise their rights at the Annual General Meeting.

The processing of personal data of shareholders is an unconditional requirement for the attendance of the shareholders and their representatives at the Annual General Meeting in accordance with the Austrian Stock Corporation Act (AktG). Consequently, **article 6 (1) c) of the GDPR** provides the legal basis for data processing.

The responsible body for the processing is Marinomed Biotech AG. Marinomed Biotech AG uses external **service providers**, such as notaries public, attorneys-at-law, banks and IT service providers for the purposes of organizing the Annual General Meeting. They will receive exclusively those personal data from Marinomed Biotech AG which are necessary to deliver the services for which they have been contracted, and they will process such data exclusively in accordance with the instructions of Marinomed Biotech AG. Marinomed Biotech AG has entered into **data privacy agreements** with these service providers to the extent required by law.

If a shareholder attends the Annual General Meeting, all shareholders present or their representatives, the members of the management board and of the supervisory board, the notary public and all other persons with a statutory right to attend are entitled to inspect the **list of participants**, required by law (article 117 of the Austrian Stock Corporation Act (AktG)), and are therefore also entitled to access the personal data listed therein (among others name, residence, shareholding). Furthermore, Marinomed Biotech AG is under legal obligation to submit personal shareholder data (including, but not limited to, the list of participants) to the **commercial register** as part of the notarized minutes (article 120 of the Austrian Stock Corporation Act (AktG)).

The shareholders' data are anonymized or deleted as soon as they are no longer necessary with regard to the purposes for which they were collected and/or processed, unless other statutory obligations require the continued storage of such data. **Duties of documentation and retention** result primarily from corporate law, stock corporation law and acquisition law, as well as from the laws on taxes and duties and the anti-money-laundering regulations. Should shareholders assert legal claims against Marinomed Biotech AG or should Marinomed Biotech AG assert legal claims against shareholders, the storage of the personal data serves the purpose of **clarifying and enforcing such claims** on a case-by-case basis. In the context of legal proceedings before civil courts, this might result in

the data being stored during the period of limitation, in addition to the duration of the legal proceedings until their legally binding termination.

At any time, each shareholder has the right of **information, rectification, restriction, revocation and extinction** regarding the processing of his/her personal data, as well as a **right to data portability** under chapter III of the GDPR. Shareholders may exercise these rights free of charge by contacting Marinomed Biotech AG by e-mail to [office@marinomed.com](mailto:office@marinomed.com) or at the following **contact details**:

Marinomed Biotech AG

Attn. Dr. Andreas Grassauer

Telefax: +43 2262 90300 500

Moreover, the shareholders have the **right to file a complaint** with the **data protection authority** in accordance with article 77 of the GDPR.

More information on data protection is provided in the data protection statement at the Company's website [www.marinomed.com](http://www.marinomed.com).