

## DECLARATION OF COMPLIANCE

### **Declaration of the Board of Management and the Supervisory Board of Biotest AG on the recommendations of the German Corporate Governance Code in accordance with Section 161 of the German Stock Corporation Act (AktG)**

Since the last Declaration of Compliance dated 15 March 2024, Biotest AG has complied with all recommendations of the German Corporate Governance Code (GCGC) in the version of 28 April 2022 with the following exceptions:

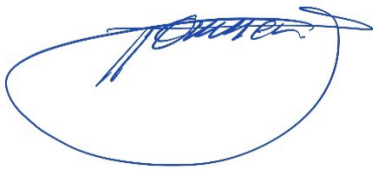
- Contrary to recommendation D.4 of the GCGC, the Supervisory Board of Biotest AG has not formed its own nomination committee, which is composed exclusively of shareholder representatives and nominates suitable candidates to the Supervisory Board for its proposals to the Annual General Meeting for the election of Supervisory Board members. The duties of the nomination committee are assumed by the Personnel and Compensation Committee.
- Biotest AG has not complied in part with recommendation D.10 of the GCGC. According to sentence 3 of recommendation D.10 of the GCGC, the Audit Committee should regularly consult with the auditor even without the Board of Management. From the perspective of the Supervisory Board and the Audit Committee, the participation of the Board of Management in Audit Committee meetings has always been required to date. The Audit Committee may meet and consult without the Board of Management or the auditor if the Supervisory Board or the Audit Committee deems this to be necessary.
- Contrary to recommendation G.3 of the GCGC, the Supervisory Board of Biotest AG has so far used the peer group of other companies to assess the appropriateness of the specific total remuneration of the members of the Board of Management, but has not disclosed it. The use of the peer group of other companies was explained in the Annual General Meeting 2024 by means of a horizontal and vertical comparison of the average and owed remuneration of the Board of Management and all employees of Biotest AG as well as the remuneration of currently serving and former members of the Board of Management.
- Biotest AG has not complied with recommendation G.10 of the GCGC. According to recommendation G.10, the variable remuneration amounts granted to the Board of Management member should be invested primarily in shares of the company or granted on a share-based basis. The remuneration system approved by the Annual General Meeting on 11 May 2021 stipulates that both the non-performance-related (fixed) remuneration components and the performance-related (variable) remuneration components of the members of the Board of Management of Biotest AG are not share-based, but are paid out in cash. In the opinion of the Supervisory Board, the existing system of long-term remuneration has proven itself, so there has been no reason to make structural changes to date.
- Biotest AG did not follow recommendation G.12 of the GCGC. In the event of the termination of a service contract of a member of the Board of Management, the payment of outstanding variable remuneration components attributable to the period up to the termination of the contract should be made in accordance with recommendation G.12 of the GCGC and according to the originally agreed targets and comparison parameters and due dates or holding periods specified in the contract. The current service contracts of the members of the Board of

Management do not contain any explicit provisions in this regard. As the current provisions are considered appropriate in the event of the departure of a member of the Board of Management, the Supervisory Board is of the opinion that there is still no need to include a corresponding provision in the service contracts of the members of the Board of Management.

Biotest AG further declares to comply with the recommendations of the German Corporate Governance Code in the version dated 28 April 2022, with the exception of the aforementioned deviations. The Declaration of Compliance has been published on the Company's website ([https://www.biotest.com/de/de/investor\\_relations.cfm#](https://www.biotest.com/de/de/investor_relations.cfm#)).

Dreieich, 5 March 2025

For the Board of Management



Peter Janssen

For the Supervisory Board



Dr. Bernhard Ehmer

In addition to this latest version, earlier versions of the Declaration of Compliance can also be viewed on and downloaded from the Biotest website.

The report on the remuneration of the Board of Management and the Supervisory Board is publicly available on the website of Biotest AG (at [https://www.biotest.com/de/de/investor\\_relations.cfm#](https://www.biotest.com/de/de/investor_relations.cfm#)).