

Granting of proxy authorization and issuing instructions to the voting proxies appointed by the Company

Shareholder-ID: _____ Name / Company: _____
 Number of shares: _____ First name: _____
 Phone number:* _____ E-mail address:* _____

* voluntary information

To be returned **no later than 18.00 hrs. (CEST) on 19 May 2021** (receipt) to:

Mutares SE & Co. KGaA
 c/o Better Orange IR & HV AG
 Haidelweg 48
 81241 München
 Germany

E-Mail: mutares@better-orange.de
Telefax: +49 (0)89 889 690 633

Please tick unambiguously: (If several declarations of intent are received, the declaration of intent made last shall be considered. If, in addition, the Company receives divergent declarations by different means of transmission in connection with the granting and revocation of a proxy authorization or instructions, and if the Company is unable to identify which of these declarations was made last, these declarations shall be treated as binding in the following order of transmission: (1) e-service for the General Meeting, (2) e-mail, (3) fax and (4) paper form. Your instructions refer to the proposed resolution of the management announced in the convening of the Annual General Meeting in the Federal Gazette. If you do not mark anything, your instruction will be treated as an abstention.)

I/We authorize the Company's designated proxies, Torsten Fues and Michael Schwarz, both employees of Better Orange IR & HV AG, Munich, business resident in Munich, Germany, each individually and with the right to delegate their authorization to another party, to represent me/us and exercise my/our right to vote at the **Annual General Meeting on 20 May 2021** as indicated below. Previously issued proxy authorizations and instructions to the voting proxies appointed by the Company are hereby revoked.

Individual instruction on an agenda item	YES	NO
1. Resolution on the adoption of the annual financial statements of Mutares SE & Co. KGaA as of December 31, 2020	<input type="checkbox"/>	<input type="checkbox"/>
2. Resolution on the allocation of balance sheet profit for 2020	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on granting discharge to the General Partner for the 2020 financial year	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on granting discharge to the members of the Supervisory Board for the 2020 financial year	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on granting discharge to the members of the Shareholder Committee for the 2020 financial year	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the election of the statutory auditor and group auditor for the 2021 financial year	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the partial cancellation of Conditional Capital 2016/I and on the corresponding amendment of the Articles of Association; resolution on the authorization to issue stock options (Mutares Stock Option Plan 2021) and on the creation of a new Conditional Capital 2021/I and on the corresponding amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on amendments of the Articles of Association of Mutares SE & Co. KGaA following the implementation of a possible status procedure	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the election of new members of an extended Supervisory Board of Mutares SE & Co. KGaA		
a) Mr. Volker Rofalski	<input type="checkbox"/>	<input type="checkbox"/>
b) Prof. Dr. Micha Bloching	<input type="checkbox"/>	<input type="checkbox"/>
c) Dr. Lothar Koniarski	<input type="checkbox"/>	<input type="checkbox"/>
d) Dr. Axel Müller	<input type="checkbox"/>	<input type="checkbox"/>
e) Dr. Andreas Ottofülling	<input type="checkbox"/>	<input type="checkbox"/>
f) Mr. Daniel Dehm	<input type="checkbox"/>	<input type="checkbox"/>

Motions and election proposals by shareholders pursuant to Section 126 (1) and Section 127 of the German Stock Corporation Act (Aktengesetz - AktG) are made accessible with an unambiguous ID at:

<https://mutares.de/en/investor-relations/annual-general-meeting-2021/>

YES to the motion/election proposal with the ID:* _____

NO to the motion/election proposal with the ID:* _____

* Enter ID of the application/applications or election proposal/election proposals by handwriting

Place

Date

Signature(s) or Person making the declaration (legible)