

– CONVENIENCE TRANSLATION ONLY –

Annual General Meeting of Cherry SE

Munich

(Virtual General Meeting)

on Wednesday, 24 July 2024 at 10.00 am (CEST)

at Haus der Bayerischen Wirtschaft, Max-Joseph-Straße 5, 80333 Munich, Germany

Explanations on the rights of the shareholders pursuant to the third sentence, no. 3 of § 121(3) German Stock Corporation Act

The invitation to the Annual General Meeting in section III. no. 6 already contains information regarding the rights of shareholders according to the second and third sentences of Article 56 of the Regulation (EC) No. 2157/2001 of the Council of 8 October 2001 on the Statute for a European company (SE) (SE Regulation), sec. 50(2) SE Implementing Act (SEAG), sec. 122 (2), sec. 126(1), sec. 127, sec. 131(1) and sec. 293g(3) German Stock Corporation Act (AktG). The following remarks serve as a further explanation.

1. Additions to the agenda pursuant to Art. 56 S. 2 and 3 SEVO, § 50 para. 2 SEAG, § 122 para. 2 AktG

Shareholders whose shares together account for 5% of the share capital or a proportionate amount of EUR 500,000 (this corresponds to 500,000 shares) may request that items be placed on the agenda and published in accordance with Section 122 (2) AktG.

The request must be addressed in writing to the Company's Management Board and must be received by the Company at least 30 days before the Annual General Meeting, i.e., by the end of June 23, 2024, 24:00 hours at the latest.

Please send your request to the following address:

Cherry SE

- Management Board -

- Legal department -

Rosental 7

c/o Mindspace

80331 Munich

or in electronic form in accordance with § 126a BGB by e-mail to:

hv@cherry.de

Each item added to the agenda must be accompanied by a statement of reasons or a draft resolution.

Additions to the agenda that are to be announced will be published in the Federal Gazette immediately after receipt of the request. They will also be published on the Company's website at

<https://ir.cherry.de/de/home/annual-general-meeting>

and communicated to the shareholders.

The provisions of the SE Regulation, the SEAG and the AktG on which these shareholder rights are based read as follows:

Art. 56 SE Regulation – Adding items to the agenda

¹One or more shareholders who together hold at least 10 % of an SE's subscribed capital may request that one or more additional items be put on the agenda of any general meeting. ²The procedures and time limits applicable to such requests shall be laid down by the national law of the Member State in which the SE's registered office is situated or, failing that, by the SE's statutes. ³The above proportion may be reduced by the statutes or by the law of the Member State in which the SE's registered office is situated under the same conditions as are applicable to public limited-liability companies.

Art. 50 SEAG – Convening a meeting and adding items to the agenda at the request of a minority (excerpt)

[...]

(2) One or more shareholders who together hold at least 5% of the subscribed capital or a pro rata amount of EUR 500,000 may request that one or more additional items be put on the agenda of any general meeting.

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

(1) ¹The general meeting is to be convened wherever stockholders, whose shares of stock, in the aggregate, are at least equivalent to one twentieth of the share capital, demand that it be

so convened, doing so in writing and citing the purpose and the reasons therefor; the demand is to be addressed to the management board. ²The by-laws may tie the right to demand that the general meeting be convened to a different form and to possession of a lesser portion of the share capital. [...]

(2) ¹In like manner, stockholders whose shares of stock, in the aggregate, are at least equivalent to one twentieth of the share capital or to a stake of 500,000 euros, may demand that items of business be set out in the agenda and that notice be given by publication. ²Each item of business to be newly added to the agenda must include the reasons therefor or a proposal for a resolution. ³The demand within the meaning of sentence 1 must be received by the company at the latest 24 days prior to the general meeting, in the case of listed companies at the latest 30 days prior to the general meeting; the date on which the demand is received is not to be included in calculating the period.

[...]

Section 124 AktG – Publication of requests for supplements; proposals for resolutions (excerpt)

(1) ¹Where the minority pursuant to section 122 (2) has demanded that items of business be set out in the agenda, notice of said items of business is to be given by publication either together with the invitation convening the general meeting or, if that is not the case, without undue delay after the demand has been received. ²Section 121 (4) applies accordingly; moreover, in the case of listed companies, section 121 (4a) applies accordingly. ³The notice is to be published and forwarded in the same way as the invitation convening the general meeting.

[...]

2. Countermotions and election proposals in accordance with Sections 126 para. 1, 127 AktG , 130a para. 5 sentence 3, 118a para. 1 sentence 2 no. 3 AktG

Every shareholder has the right to send countermotions to the proposals of the Management Board and/or Supervisory Board on a specific item on the agenda and proposals for the election of Supervisory Board members or auditors to the address below:

Cherry SE
- Legal department -
Rosental 7
c/o Mindspace

80331 Munich

or by e-mail to:

hv@cherry.de

Countermotions and election proposals addressed otherwise will not be considered.

Countermotions (including any justification) and election proposals to be made accessible, which are received by the Company at the above address or e-mail address at least 14 days before the Annual General Meeting - i.e. by **July 9, 2024, 24:00 hours** at the latest - will be published immediately on the Internet at <https://ir.cherry.de/de/home/annual-general-meeting>, including the name of the shareholder, any justification to be made accessible and any statement by the management.

Countermotions and election proposals by shareholders to be made accessible by the Company are deemed to have been submitted at the time of publication in accordance with Section 126 (4) AktG. Shareholders who have duly registered for the Annual General Meeting may exercise their voting rights on these motions. If the shareholder submitting the motion or nomination is not duly registered for the Annual General Meeting, the countermotion or nomination does not have to be dealt with at the Annual General Meeting.

Countermotions and election proposals as well as other motions may also be submitted during the Annual General Meeting by means of video communication, i.e., within the scope of the right to speak (see below).

The provisions on which these shareholder rights are based read as follows:

Section 126 AktG – Motions by Shareholders

(1) ¹Motions by stockholders are to be made accessible to the beneficiaries set out in section 125 (1) to (3), subject to the pre-requisites listed therein, including the name of the stockholder, the reasons for which the motions are being made, and a statement, if any has been made, by the management regarding its position, provided that the stockholder has sent, at the latest 14 days prior to the date of the general meeting, a counter-motion opposing a proposal or guidance by the management board and the supervisory board regarding a certain item of business set out in the agenda, specifying the reasons therefor, to the address set out for this purpose in the invitation convening the general meeting. ²The date on which the countermotion is received is not to be included in calculating the period. ³In the case of listed companies, the

countermotion is to be made accessible via the company's website. Section 125 (3) applies accordingly.

(2) ¹A countermotion and the reasons for which it is being made need not be made accessible:

- 1. inasmuch as the management board would be liable to punishment under law, were it to make such proposal accessible;*
- 2. if the countermotion were to result in the general meeting adopting a resolution that is in violation of the law or of the by-laws;*
- 3. if the reasons make manifestly false or misleading statements regarding key aspects or if they are insulting;*
- 4. if a countermotion made by the stockholder based on the same facts and circumstances has already been made accessible pursuant to section 125 for a general meeting of the company;*
- 5. if the same countermotion of the stockholder, citing substantially the same reasons, has been made accessible pursuant to section 125 in the past five years to at least two general meetings of the company, and if less than one twentieth of the share capital represented voted for this countermotion at the general meeting;*
- 6. if the stockholder indicates that they will not attend the general meeting and will not have a proxy represent them;*
- 7. if, in the past two years at two general meetings, the stockholder has failed to propose or to have proposed a countermotion regarding which they have informed the company.*

²The reasons need not be made accessible if they amount to more than 5,000 characters in total.

(3) Where several stockholders propose countermotions regarding one and the same item of business to be resolved upon, the management board may combine the counter-motions and the reasons specified for them.

(4) ¹In the case of a virtual Annual General Meeting, motions which must be made accessible in accordance with subsections 1 to 3 will be deemed to have been made at the time they are made accessible. ²The company must ensure that shareholders are able to exercise their

voting rights on these motions as soon as they are able to prove that they meet the legal or statutory requirements for exercising their voting rights. ³If the shareholder who has submitted the motion is not duly authorized and, if registration is required, has not duly registered for the Annual General Meeting, the motion does not have to be addressed at the meeting

Section 127 AktG – Nominations by Shareholders (excerpt)

¹Section 126 applies accordingly to nominations by stockholders of candidates for the supervisory board or as statutory auditors. ²No reasons need be specified for the nomination. The management board need not make accessible the nomination also in those cases in which the nomination does not include the information pursuant to section 124 (3) sentence 4 and section 125 (1) sentence 5. [...]

Section 124 AktG – Announcement of motions for additions; proposals for resolutions (excerpt)

(3) The proposal for the election of Supervisory Board members or auditors must state their name, profession and place of residence.

Section 125 AktG – Notifications for the stockholders and to members of the supervisory board

(1) [...] In the case of listed companies, information on the candidates' membership in other supervisory boards mandated by law as a rule is to be attached to any nomination of candidates for the supervisory board; information on their membership in comparable supervisory committees of business enterprises within Germany and abroad as a rule is to be attached. [...]

Section 130a AktG – Right to make statements and speak at virtual annual general meetings (excerpt)

[...]

(5) ¹Shareholders connected to the meeting via electronic means must be granted the right to speak at the meeting by means of video communication. ²The form of video communication offered by the company is to be used for such statements. ³Such statements may include motions and election proposals pursuant to Section 118a (1) sentence 2, number 3, requests for information pursuant to Section 131 (1), follow-up questions pursuant to Section 131 (1d), and further questions pursuant to Section 131 (1e). ⁴Section 131 (2), sentence 2 applies accordingly. [...]

Section 118a AktG – Virtual Shareholders Meetings (excerpt)

(1) ¹The articles of incorporation may allow for, or authorize the managing board to allow for, the shareholders' meeting to be held without the shareholders or their proxies being physically present at the place where the meeting is held (virtual shareholders' meeting). 2If a virtual shareholders' meeting is held, the following conditions shall be met:

- 1. the entire meeting shall be transmitted by video and audio,*
- 2. shareholders' voting rights may be exercised by means of electronic communication, namely by electronic participation or electronic postal voting, and by issuing proxies,*
- 3. shareholders connected electronically to the meeting shall be given the right to submit motions and election proposals by means of video communication at the meeting, [...]*

3. Right to submit statements in accordance with Section 130a (1) to (4), (6) AktG

Shareholders who have duly registered for the Annual General Meeting or their proxies have the right to submit statements on the items on the agenda no later than five days before the meeting, not including the day of receipt and the day of the Annual General Meeting, i.e., by **July 18, 2024, 24:00 hours**.

The submission must be made in text form in German via the Investor Portal. We request that the scope of statements be limited to a reasonable amount to enable shareholders to carefully review the statements. A length of 10,000 characters (including spaces) may not be exceeded.

The Company will make the statements available to registered shareholders or their proxies in the Investor Portal by no later than four days before the meeting, i.e. by **July 19, 2024, 24:00 hours** stating the name of the submitting shareholder. Statements may not be made accessible if they contain more than 10,000 characters (including spaces), are offensive, criminally relevant, obviously false or misleading or if the shareholder indicates that they will not attend the Annual General Meeting and will not be represented (Section 130a para. 3 sentence 4 in conjunction with Section 126 para. 2 sentence 1 no. 1, no. 3 or no. 6 AktG).

Motions and nominations, questions and objections to resolutions of the Annual General Meeting submitted in text form will not be considered at the Annual General Meeting; the submission of motions and nominations, the exercise of the right to information and the filing of objections to resolutions of the Annual General Meeting are only possible in the ways

described separately in this invitation. In particular, the opportunity to submit statements does not constitute an opportunity to submit questions (in advance) in accordance with Section 131 (1a) AktG. Any questions contained in the statements will therefore not be answered in the virtual Annual General Meeting unless they are asked as part of the right to speak at the Annual General Meeting.

The provision of Section 130a para. (1) to (4), (6) AktG on which these rights to submit comments are based reads in part as follows:

§ 130a AktG – Right to submit statements and right to speak at virtual shareholders' meetings (excerpt)

(1) ¹In the case of a virtual shareholders' meeting, shareholders have the right to submit statements on the items on the agenda prior to the meeting by means of electronic communication using the address designated for this purpose in the notice of the shareholders' meeting. ²The right may be confined to shareholders who have duly submitted notification of attendance at the meeting. ³The length of the statements may be reasonably restricted in the notice of the shareholders' meeting.

(2) Statements shall be submitted by no later than five days prior to the meeting.

(3) ¹The submitted statements shall be made available to all shareholders by no later than four days prior to the meeting. ²Availability of them may be confined to shareholders who have duly submitted notification of attendance at the meeting. ³In the case of stock exchange listed companies, they shall be made available over the website of the company; in the case of Section 130a (3) sentence 2, they may also be made available over the website of a third party. ⁴Section 126 (2) sentence 1 numbers 1, 3 and 6 shall apply mutatis mutandis.

(4) Section 121 (7) shall apply to calculation of the deadlines specified in Section 130a (2) and (3) sentence 1.

[...]

(6) The company may reserve the right in the notice of the shareholders' meeting to examine the working order of video communication between the shareholder and the company at the meeting and prior to the address and to reject the address if the working order of video communication is not ensured.

4. Right to speak pursuant to Sections 118a (1) sentence 2 no. 7, 130a (5) and (6) AktG

Shareholders or their proxies who are connected to the Annual General Meeting electronically have the right to speak at the meeting, which is exercised by means of video communication. From the beginning of the Annual General Meeting, shareholders or their proxies can register their speeches in the Investor Portal. Motions and nominations pursuant to Section 118a para. 1 sentence 2 no. 3 AktG, questions pursuant to Section 131 para. 1d AktG and questions pursuant to Section 131 para. 1e AktG may form part of the speech.

In accordance with Section 18 (3) of the Company's Articles of Association, the Chairperson of the meeting may impose a reasonable time limit on the shareholder's right to ask questions and speak. In particular, at the beginning or during the Annual General Meeting, the Chairman is entitled to set a reasonable time frame for the entire course of the Annual General Meeting, for the discussion of the individual agenda items and for the individual questions and speeches. In order to exercise their right to speak, shareholders or their proxies require an internet-capable device (PC, laptop, tablet or smartphone) with a camera and microphone that can be accessed from the browser.

The Company reserves the right to check the functionality of the video communication between the shareholder or proxy and the Company during the meeting and before the speech and to reject it if the functionality is not ensured. The minimum technical requirement for a live video link is an internet-capable device with a camera and microphone as well as a stable internet connection.

Shareholders who make use of the opportunity to make a speech in video and audio at the Annual General Meeting should note that the entire Annual General Meeting, including the corresponding speech, will be broadcasted live on the Investor Portal for shareholders as described above. It should be noted that the chairman of the meeting will call on the shareholders who have been admitted to speak or their proxies, stating their name.

The regulations underlying these speaking rights read in part as follows:

Section 118a AktG – Virtual Shareholders Meeting (excerpt)

(1) ¹The articles of incorporation may allow for, or authorize the managing board to allow for, the shareholders' meeting to be held without the shareholders or their proxies being physically present at the place where the meeting is held (virtual shareholders' meeting). ²If a virtual shareholders' meeting is held, the following conditions shall be met:

[...]

7. shareholders connected electronically to the meeting shall be given the right to speak at the meeting by means of video communication in accordance with section 130a (5)

[...]

§ 130a AktG – Right to submit statements and right to speak at virtual shareholders' meetings (excerpt)

[...]

(5) ¹Shareholders who are connected to the meeting electronically shall be given a right to speak at the meeting by means of video communication. ²The form of video communication offered by the company shall be used for addresses. ³Motions and election nominations in accordance with Section 118a (1) sentence 2 number 3, 10 requests for information in accordance with Section 131 (1), follow-up questions in accordance with Section 131 (1d) and further questions in accordance with Section 131 (1e) may be part of the address. ⁴Section 131 (2) sentence 2 shall apply mutatis mutandis.

(6) The company may reserve the right in the notice of the shareholders' meeting to examine the working order of video communication between the shareholder and the company at the meeting and prior to the address and to reject the address if the working order of video communication is not ensured.

The relevant provision of the Articles of Association of Cherry SE reads as follows:

§ 18 Chair of the General Meeting

[...]

(3) The chairman of the meeting is authorized to impose reasonable time limits on shareholders' right to speak and on questions from shareholders within the meaning of section 131 (1) sentence 1 AktG, follow-up questions within the meaning of section 131 (1d) sentence 1 AktG and questions on new matters within the meaning of section 131 (1e) sentence 1 AktG. In doing so, it may in particular impose reasonable restrictions on the speaking time, the 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 frame for the entire course of the Annual General Meeting, for individual speakers at the beginning of or during the course if the

Annual General Meeting; this also includes in particular the possibility, if necessary, to close the list of requests to speak early and to order the end of the debate.

5. Right to information pursuant to Sections 118a para. 1 sentence 2 no. 4, 131 para. 1 AktG

Pursuant to Section 131 (1) of the German Stock Corporation Act (AktG), each shareholder must be provided with information on Company matters by the Management Board upon request at the Annual General Meeting, provided that the information is necessary for the proper assessment of an item on the agenda and there is no right to refuse to provide information. The Management Board's duty to provide information also extends to the Company's legal and business relationships with its affiliated companies. Furthermore, the duty to provide information also applies to the situation of the Group and the companies included in the consolidated financial statements.

It is intended that the Chairman of the meeting will stipulate that the aforementioned right to information pursuant to Section 131 para. 1 AktG can only be exercised at the Annual General Meeting by means of video communication, i.e., in the context of exercising the right to speak. No other form of submission of questions by means of electronic or other communication is provided for either before or during the Annual General Meeting.

Section 131 para. 4 sentence 1 AktG stipulates that if a shareholder has been provided with information outside the Annual General Meeting in his capacity as a shareholder, this information must be provided to any other shareholder or their proxy at their request at the Annual General Meeting, even if it is not necessary for the proper assessment of the agenda item. The virtual Annual General Meeting ensures that shareholders or their proxies who are connected to the Annual General Meeting electronically can submit their request in accordance with Section 131 para. 4 sentence 1 AktG by means of electronic communication via the Investor Portal during the Annual General Meeting.

Shareholders at the meeting have the right to ask questions about all answers given by the Management Board in accordance with Section 131 (1d) AktG.

The regulations underlying this right to information read in part as follows:

Section 118a AktG – Virtual Shareholders Meeting (excerpt)

(1) ¹The articles of incorporation may allow for, or authorize the managing board to allow for, the shareholders' meeting to be held without the shareholders or their proxies being physically

present at the place where the meeting is held (virtual shareholders' meeting). ²If a virtual shareholders' meeting is held, the following conditions shall be met:

[...]

4. shareholders shall be given the right to information in accordance with Section 131 by means of electronic communication,

[...]

Section 131 AktG – Shareholders' right to obtain information

(1) ¹Each shareholder shall upon request be provided with information at the shareholders' meeting by the managing board regarding the company's affairs, to the extent that such information is necessary to permit a proper evaluation of the relevant item on the agenda.

²The duty to provide information shall also extend to the company's legal and business relations with any affiliated company. ³If a company makes use of the provisions on the simplified procedure pursuant to Section 266 (1) sentence 3, Section 276 or Section 288 of the German Commercial Code (HGB), each shareholder may request that the annual financial statements be presented to him / her at the shareholders' meeting on such annual financial statements in the form that would have been used if the provisions on the simplified procedure were not applied. ⁴The duty of the managing board of a parent company (Section 290 (1) and (2) of the German Commercial Code (HGB)) to provide information at the shareholders' meeting at which the consolidated financial statements and management report of these statements are presented also extends to the position of the consolidated group and any companies included in the consolidated financial statements.

(1a) ¹In the case of a virtual shareholders' meeting, Section 131 (1) sentence 1 shall be applied subject to the proviso that the managing board may stipulate that shareholders' questions must be submitted by means of electronic communication by no later than three days prior to the meeting. ²Section 121 (7) shall apply to calculation of the deadline. ³Questions not submitted by the deadline do not have to be considered.

(1b) ¹The length of submitted questions may be reasonably restricted in the notice of the shareholders' meeting. ²The right to submit questions may be confined to shareholders who have duly submitted notification of attendance at the meeting.

(1c) ¹The company shall make duly submitted questions available to all shareholders prior to the meeting and answer them by no later than one day prior to the meeting; Section 121 (7)

shall apply to calculation of the deadline. ²In the case of stock exchange listed companies, the questions and the answers to them shall be made available over the website of the company.

³Section 126 (2) sentence 1 numbers 1, 3 and 6 shall apply *mutatis mutandis* to making questions available. ⁴If the answers are continuously available one day prior to the beginning of the meeting and during the meeting, the managing board may refuse to provide information on these questions at the meeting.

(1d) ¹All shareholders connected electronically to the meeting shall be granted the right to ask follow-up questions at the meeting by means of electronic communication on all answers given by the managing board before and during the meeting. ²Section 131 (2) sentence 2 shall also apply to the right to ask follow-up questions.

(1e) ¹Furthermore, all shareholders connected electronically to the meeting shall be granted the right to ask questions at the meeting by means of electronic communication on all matters that have arisen after the deadline specified in Section 131 (1a) sentence 1. ²Section 131 (2) sentence 2 shall also apply to this right to ask questions.

(1f) The chair of the meeting may stipulate that the right to obtain information in accordance with Section 131 (1), the right to ask follow-up questions in accordance with Section 131 (1d) and the right to ask questions in accordance with Section 131 (1e) at the shareholders' meeting may be exercised solely by means of video communication.

(2) ¹The information provided shall comply with the principles of conscientious and accurate accounting. ²The articles or the bylaws pursuant to Section 129 may authorize the chair of the meeting to reasonably limit a shareholder's time to speak and ask questions and may provide relevant details in this connection.

(3) ¹The managing board may refuse to provide information:

1. to the extent that providing such information is, according to sound business judgment, likely to cause not immaterial damage to the company or an affiliated company;
2. to the extent that such information relates to tax valuations or the amount of certain taxes;
3. with regard to the difference between the value at which items are shown in the annual balance sheet and the higher market value of such items, unless the shareholders' meeting is to approve the annual financial statements;
4. with regard to the methods of accounting and valuation, if disclosure of such methods in the notes is sufficient to provide a true and fair view of the actual condition of the company's

assets, liabilities, financial position and profit and loss within the meaning of Section 264 (2) of the German Commercial Code (HGB); the foregoing shall not apply if the shareholders' meeting is to approve the annual financial statements;

5. if the managing board would, by providing such information, become criminally liable;

6. insofar as, in the case of a credit institution, a financial services institution or a securities institution, information need not be given on methods of accounting and valuation applied and setoffs made in the annual financial statements, management report thereof, consolidated financial statements or management report thereof;

7. if the information is continuously available on the website of the company for at least seven days prior to the beginning of and during the shareholders' meeting.

²*The provision of information may not be refused for other reasons.*

(4) ¹If information has been provided to a shareholder outside the shareholders' meeting by reason of his / her status as a shareholder, such information shall upon request be provided to any other shareholder at the shareholders' meeting, even if such information is not necessary to permit a proper evaluation of an item on the agenda. ²In the case of a virtual shareholders' meeting, it must be ensured that all shareholders connected to the meeting electronically can submit their request in accordance with sentence 1 by means of electronic communication. ³The managing board may not refuse to provide such information on the grounds of Section 131 (3) sentence 1 no. 1 through 4. ⁴Sentences 1 through 3 shall not apply if a subsidiary (Section 290 (1) and (2) of the German Commercial Code (HGB)), a joint venture (Section 310 (1) of the German Commercial Code (HGB)) or an associated company (Section 311 (1) of the German Commercial Code (HGB)) provides information to a parent company (Section 290 (1) and (2) of the German Commercial Code (HGB)) for the purpose of including the company in the consolidated financial statements of the parent company, and the information is needed for that purpose.

(5) ¹A shareholder who has been denied information may request that his / her query and the reason for which the information was denied be recorded in the minutes of the meeting. ²In the case of a virtual shareholders' meeting, it must be ensured that all shareholders connected to the meeting electronically can submit their request in accordance with sentence 1 by means of electronic communication.

6. Declaration of objections to resolutions of the Annual General Meeting

Properly registered shareholders who have joined the Annual General Meeting electronically or their proxies have the right to object to resolutions of the Annual General Meeting by means of electronic communication. Objections may be declared via the Investor Portal for the entire duration of the Annual General Meeting until the end of the Annual General Meeting. The Company's proxies cannot be instructed to declare objections to resolutions of the Annual General Meeting for the minutes of the notary public notarizing the Annual General Meeting.

The provision of Section 118a (1) sent. 2 no. 8 AktG on which this option to object by means of electronic communication is based reads in part as follows:

Section 118a AktG – Virtual Shareholders Meeting (excerpt)

(1) ¹The articles of incorporation may allow for, or authorize the managing board to allow for, the shareholders' meeting to be held without the shareholders or their proxies being physically present at the place where the meeting is held (virtual shareholders' meeting). ²If a virtual shareholders' meeting is held, the following conditions shall be met:

[...]

8. shareholders connected to the meeting electronically shall be given the right to declare an objection to a resolution of the shareholders' meeting by means of electronic communication.

Section 245 AktG – Authority to bring an action for avoidance (excerpt)

¹The following shall have authority to bring an action for avoidance:

1. any shareholder attending the shareholders' meeting, provided he has already acquired the shares prior to the agenda having been published by notice and provided he raised an objection concerning the resolution and had it recorded in the minutes.

[...]

²In the case of a virtual shareholders' meeting, all shareholders connected to the meeting electronically shall be deemed to be in attendance within the meaning of sentence 1 number 1.