

MLP SE Wiesloch

(Please note that only the German version of the Rights of Shareholders is legally binding.)

Wiesloch, May 2026

Annual General Meeting of MLP SE

to be held on Thursday, June 25, 2026, at 10:00 am (CEST) in Wiesloch at the following venue:

Palatin Kongress- und Kulturzentrum
Ringstrasse 17-19
69168 Wiesloch.

Explanations on the rights of shareholders

(Information pursuant to § 121 (3) sentence 3 no. 3 of the German Stock Corporation Act (AktG) on the rights of shareholders in accordance with Art. * 56 of the SE Regulation (SE-VO), § 50 (2) of the SE Implementation Act (SE-AG) and §§ 122 (2), 126 (1), 127, 131 (1) of the German Stock Corporation Act (AktG))

The notice on convening the Annual General Meeting contains information on the rights of shareholders in accordance with Art. 56 of the EU Regulation 2157/2001 of the Council from October 8, 2001 regarding the European Company Statute (SE) ("SE Regulation"), § 50 (2) of the SE Implementation Act ("SE-AG"), §§ 122 (2), 126 (1), 127 and 131 (1) of the German Stock Corporation Act (AktG). This information is largely limited to the deadlines for exercising these rights pursuant to § 121 (3) sentence 3 no. 3 of the German Stock Corporation Act (AktG). The following information serves to provide further explanations.

1. Motions for additions to the agenda pursuant to Art. 56 of the SE Regulation (SE-VO), § 50 (2) of the SE Implementation Act (SE-AG) and § 122 (2) of the German Stock Corporation Act (AktG)

In accordance with Art. 56 of the SE Regulation (SE-VO), § 50 (2) of the SE Implementation Act (SE-AG) and § 122 (2) of the German Stock Corporation Act (AktG) shareholders whose combined shareholdings amount to at least one twentieth of the share capital or the pro rata amount of €500,000 (the latter corresponds to 500,000 shares) can request items to be added to the agenda and made public. The request must be submitted in writing to the Executive Board and must be received by the Company at least 30 days prior to the Annual General Meeting, whereby the day of receipt and the day of the Annual General Meeting itself are not counted, meaning that all information must be received no later than the end, i.e. 24:00 (CEST), of May 25, 2026. Any requests for additions to the agenda received after this cut-off point will not be considered.

The request for additions to the agenda can be sent to the following address:

MLP SE
Executive Board
Alte Heerstraße 40
69168 Wiesloch

§ 122 (1) sentence 3 and 4 of the German Stock Corporation Act (AktG), according to which the persons submitting the motion must demonstrate that they have held the shares for at least 90 days prior to the day such request was received and that they continue to hold the shares until the decision regarding the motion has been reached by the Executive Board, whereby § 121 (7) of the German Stock Corporation Act (AktG) is to be applied accordingly, are not applied to the shareholders in the Company (Art. 56 of the SE Regulation (SE-VO) in connection with § 50 (2) of the SE Implementation Act (SE-AG)). In addition, the Company does not require that requests for additions to the agenda be accompanied by a justification or a proposed resolution.

* The provisions applicable for stock corporations based in Germany (AG), in particular those of the German Commercial Code (HGB) and the German Stock Corporation Act, are applied to MLP SE on the basis of the relevant provisions of the SE Regulation, unless more specific provisions of the SE Regulation provide otherwise.

Unless made public at the time of convening the Annual General Meeting, requests for additions to the agenda that are required to be disclosed are published immediately upon receipt in the Federal Gazette (Bundesanzeiger) and submitted to those media for publication which may be presumed to distribute the information throughout the European Union.

Any motions for additions to the agenda that arrive at the Company after the Annual General Meeting has been convened shall also be made available immediately after their receipt at the Company via the Company's website <http://www.mlp-agm.com>, assuming they are to be considered. Shareholders are informed of them in line with Art. 56 of the SE Regulation (SE-VO), § 50 (2) of the SE Implementation Act (SE-AG), § 125 (1) sentence 3 of the German Stock Corporation Act (AktG).

The regulations of the SE Regulation, the SE Implementation Act (SE-AG) and the German Stock Corporation Act (AktG) governing this shareholder right are as follows:

Art. 56 of the SE Regulation (SE-VO) [addition to the agenda]

“One 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 an annual general meeting. The processes and deadlines for such a motion are stipulated by the national law of the Member State in which the SE's registered office is situated or, where no such regulations are in place, by the Articles of Association of the SE. The 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 companies.”

§ 50 of the SE Implementation Act (SE-AG) Convening a general meeting of shareholders and adding items to the agenda upon the request of a minority (extract)

“(2) One or more shareholders who together hold at least 5% of the share capital or the pro rata amount of €500,000 may request that one or more items be added to the agenda of an annual general meeting.”

§ 122 of the German Stock Corporation Act (AktG) Convening a general meeting of shareholders upon the request of a minority (extract)

“(1) The Annual General Meeting is to be convened when shareholders whose combined shareholdings amount to one twentieth of the share capital request its convening in writing, specifying the purpose and justifications for this, the request must be addressed to the Executive Board. The Articles of Association may link the right to convene the Annual General Meeting to another form and to ownership of a smaller percentage of share capital. Persons submitting the motion must demonstrate that they have held the shares for at least 90 days prior to the day such request was received and that they continue to hold the shares until the decision by the Executive Board regarding the motion has been reached. § 121 (7) is to be applied accordingly.

(2) In the same way, shareholders whose combined shareholdings amount to at least one twentieth of the share capital or a pro rata amount of €500,000 can request items to be added to the agenda and made public. Each new item

must be accompanied by a justification or a proposed resolution. The request in terms of sentence 1 must be received by the Company at least 24 days, or at least 30 days in the case of listed companies, before the Annual General Meeting; the day of receipt shall not be counted.”

2. Counter-motions pursuant to Section 126 (1) of the German Stock Corporation Act (AktG)

Counter-motions of shareholders at the Annual General Meeting in the sense of Section 126 of the German Stock Corporation Act (AktG) which reach the Company no later than 14 days prior to the day of the Annual General Meeting, whereby the day of receipt and the day of the actual Annual General Meeting are not counted, meaning that they must be received no later than the end of June 10, 2026, i.e. 24:00 (CEST), and the remaining requirements with regard to the Company's duty to disclose are complied with, will be published immediately, including the name of the shareholder, the justifications for the counter-proposal and any statement by the Company's management, on the Company's website at <http://www.mlp-agm.com> (Section 126 (1) sentence 3 of the German Stock Corporation Act (AktG)). Shareholders enjoy a right which corresponds to this duty: the right to have their counter-motions published.

Based on its wording, the ruling of § 126 of the German Stock Corporation Act (AktG) assumes that the public disclosure duty for counter-motions in the sense of § 126 (1) of the German Stock Corporation Act (AktG) not only requires the Company to receive the counter-motion on time and at the aforementioned address, but also that a justification for the counter-motion be included. However, it is a contentious issue in the literature on stock corporation law as to whether this obligation to provide justification is in compliance with European law for a listed company. For this reason, the Company will refrain from publishing a counter-motion on the sole grounds that no justification has been given for the respective counter-motion.

Pursuant to Section 126 (2) of the German Stock Corporation Act (AktG), there are justifications which, when applicable, do not require a counter-motion and/or the justification for said motion to be made available via the website.

The following address is to be used for all counter-motions:

MLP SE
Investor Relations
Alte Heerstraße 40
69168 Wiesloch
Email: hauptversammlung@mlp.de

Counter-motions sent to any other address will not be considered.

The right of every shareholder to submit counter-motions during the Annual General Meeting in respect of the various agenda items, even without prior submission to the Company, remains unaffected. Please note that counter-motions submitted to the Company in due time in advance will be considered at the Annual General Meeting only if they are made there.

The stipulations of the German Stock Corporation Act which form the basis of this shareholder right and which also specify the conditions under which counter-motions do not need to be made available are as follows:

§ 126 of the German Stock Corporation Act (AktG) - Motions of shareholders (excerpt)

- “(1) Motions of shareholders, including the name of the shareholder, the justification and any statement by the management, must be made available to the persons duly entitled pursuant to § 125 (1) to (3) on the conditions stipulated therein if the shareholder has sent a counter-motion to a proposal of the Executive Board and Supervisory Board for a specific item on the agenda, together with a justification, at least 14 days prior to the Company's Annual General Meeting to the address provided for this purpose in the invitation. The day on which the motion is received cannot be counted as one of these days. In the case of listed companies, access shall be provided via the Company's internet site. § 125 (3) shall apply mutatis mutandis.
- (2) A counter-motion and the justification for it do not need to be made available,
1. if the Executive Board would render itself criminally liable by publishing the information,
 2. if the counter-motion would result in a resolution of the Annual General Meeting which would be illegal or violate the Articles of Association,
 3. if the key parts of the justification include information that is obviously incorrect, misleading or contains defamatory comments,
 4. if a counter-motion of the shareholder relating to the same subject matter has already been made accessible to an Annual General Meeting of the Company as per § 125,
 5. if the same counter-motion of the shareholder on essentially identical grounds has already been communicated pursuant to § 125 to at least two Annual General Meetings of the Company within the past five years and at such Annual General Meetings less than one twentieth of the share capital represented voted for the counter-motion,
 6. the shareholder makes it clear that he/she will not participate in the Annual General Meeting and will not allow himself/herself to be represented, or
 7. if the shareholder has not made or has not had made a counter-motion that he/she communicated in two Annual General Meetings in the last two years.

The justification does not need to be made available if its total length exceeds 5,000 characters.

- (3) If more than one shareholder submits a counter-motion to the same item of the resolution, the Executive Board may combine the counter-motions and their justifications.”

3. Election nominations pursuant to Section 127 of the German Stock Corporation Act (AktG)

Election nominations of shareholders in the sense of Section 127 of the German Stock Corporation Act (AktG) which reach the Company at the address stated below no later than 14 days prior to the day of the Annual General Meeting, whereby the day of receipt and the day of the Annual General Meeting itself are not counted, meaning that all information must be received no later than the end of June 10, 2026, i.e. 24:00 (CEST), and satisfy all requirements with regard to the Company's disclosure duty, will be published immediately, including the name of the shareholder, any justification for the election nominations (which, unlike counter-motions in the sense of Section 127 of the German Stock Corporation Act (AktG), is not actually necessary) and any statement by the Company's management, on the Company's website at <http://www.mlp-agm.com>. Shareholders enjoy a right which corresponds to this duty: the right to have their election nominations published.

Pursuant to § 127 sentence 1, in connection with § 126 (2) of the German Stock Corporation Act (AktG), and § 127 sentence 3, in connection with §124 (3) sentence 4 and § 125 (1) sentence 5 of the German Stock Corporation Act (AktG), there are other reasons that, if applicable, would mean that election nominations do not have to be published via the website.

The following address shall be used for the submission of election nominations:

MLP SE
Investor Relations
Alte Heerstraße 40
69168 Wiesloch
Email: hauptversammlung@mlp.de

Election nominations addressed otherwise will not be considered

The right of every shareholder to submit election nominations during the Annual General Meeting, even without prior submission to the Company, remains unaffected. We would like to point out that election nominations submitted to the Company in advance in due time will only be considered at the Annual General Meeting if they are formally made at the meeting.

The stipulations of the German Stock Corporation Act which form the basis of this shareholder right and which also specify the conditions under which nominations do not need to be made available are as follows:

§ 126 of the German Stock Corporation Act (AktG) - Motions of shareholders (excerpt)

- “(1) Motions of shareholders, including the name of the shareholder, the justification and any statement by the management, must be made available to the persons duly entitled pursuant to § 125 (1) to (3) on the conditions stipulated therein if the shareholder has sent a counter-motion to a proposal of

the Executive or Supervisory Board for a specific item on the agenda, together with a justification, at least 14 days prior to the Company's Annual General Meeting to the address provided for this purpose in the invitation. The day on which the motion is received cannot be counted as one of these days. In the case of listed companies, access shall be provided via the Company's internet site. § 125 (3) shall apply mutatis mutandis.

- (2) A counter-motion and the justification for it do not need to be made available,
1. if the Executive Board would render itself criminally liable by publishing the information,
 2. if the counter-motion would result in a resolution of the Annual General Meeting which would be illegal or violate the Articles of Association,
 3. if the key parts of the justification include information that is obviously incorrect, misleading or contains defamatory comments,
 4. if a counter-motion of the shareholder relating to the same subject matter has already been made accessible to an Annual General Meeting of the Company as per § 125,
 5. if the same counter-motion of the shareholder on essentially identical grounds has already been communicated pursuant to § 125 to at least two Annual General Meetings of the Company within the past five years and at such Annual General Meetings less than one twentieth of the share capital represented voted for the counter-motion,
 6. the shareholder makes it clear that he/she will not participate in the Annual General Meeting and will not allow himself/herself to be represented, or
 7. if the shareholder has not made or has not had made a counter-motion that he/she communicated in two Annual General Meetings in the last two years.

The justification does not need to be made available if its total length exceeds 5,000 characters.

- (3) If more than one shareholder submits a counter-motion to the same item of the resolution, the Executive Board may combine the counter-motions and their justifications.”

§ 127 of the German Stock Corporation Act (AktG) Election nominations by shareholders

“§ 126 shall apply accordingly for a shareholder's proposal regarding the election of Supervisory Board members or auditors. The election nomination does not need to be justified. The Executive Board also does not need to make the election nomination available if the proposal does not include the information required as per § 124 (3) sentence 4 and § 125 (1) sentence 5. The Executive Board must provide the proposal of a shareholder regarding the election of members of the Supervisory Board in listed

companies, for which the Codetermination Act, the Codetermination Act for the Coal, Iron and Steel Industry or the Supplementary Codetermination Act applies, with the following information:

1. Reference to the requirements of § 96 (2),
2. Statement of whether an objection was raised to the overall compliance as per § 96 (2) sentence 3 and
3. Statement of the minimum number of seats on the Supervisory Board that must be occupied by women and by men, in order to comply with the gender quota requirement as per § 96 (2) sentence 1.”

§ 124 of the German Stock Corporation Act (AktG) Announcement of requests for additions to the agenda; resolution proposals (excerpt)

“(3) ... All candidate nominations for the election of members to the Supervisory Board or of auditors must include the name, occupation and place of residence of said candidates. ...“

§ 125 of the German Stock Corporation Act (AktG) Notifications to shareholders and Supervisory Board members (excerpt)

“(1) ... In the case of listed companies, any nominations for the election of Supervisory Board members must be accompanied by details on their membership in other Supervisory Boards whose establishment is required by law; information on their memberships in comparable domestic and foreign supervisory bodies of commercial enterprises should also be included.”

4. Right to information pursuant to Section 131 (1) of the German Stock Corporation Act (AktG)

Pursuant to §131 (1) of the German Stock Corporation Act (AktG), each shareholder is entitled to receive information from the Executive Board on the Company's affairs upon request at the Annual General Meeting, insofar as such information is necessary to make an informed judgement on any given agenda item and there is no right to refuse the provision of such information. The information must comply with the principles of diligent and accurate accountability. The duty to provide information shall also extend to the legal and commercial relationships of the Company to an affiliated company, the economic situation of the Group and the companies included in the consolidated financial statements.

Pursuant to § 18 (2) sentence 2 of MLP SE's Articles of Association, the meeting chair may also reasonably limit the time allowed for the shareholders' right to ask questions and to speak; in particular, the meeting chair may, at the beginning or during the Annual General Meeting, reasonably determine the overall time frame for the course of the Annual General Meeting, for the discussion of individual items on the agenda and for shareholders asking questions and making speaking contributions.

In accordance with § 131 (4) sentence 1 of the German Stock Corporation Act (AktG) any information provided to a shareholder outside of the Annual General Meeting in his/her

capacity as shareholder must be provided to every other shareholder upon request in the Annual General Meeting, even if it is not required to make an informed judgement on any given agenda item.

If a shareholder is refused information, in accordance with § 131 (5) sentence 1 of the German Stock Corporation Act (AktG) he/she may request that his/her question and the reason for refusing to provide the information are recorded in the minutes of the Annual General Meeting.

The stipulations of the German Stock Corporation Act which form the basis of this shareholder right and which also set out the requirements under which it is possible to refrain from providing information are as follows:

§ 131 of the German Stock Corporation Act (AktG) Right of shareholders to information (excerpt)

“(1) Every shareholder is entitled to information from the Executive Board on the Company's affairs upon request in the Annual General Meeting to the extent that this is required to make an informed judgement on any given agenda item. The duty to provide information shall also extend to the legal and commercial relationships of the Company to an affiliated company. Should a company utilise the facilitations as per § 266 (1) sentence 3, § 276 or § 288 of the Commercial Code, then every shareholder may demand that in the Annual General Meeting about the annual financial statements, the annual financial statements be submitted in the form they would have taken without these facilitations. The duty of the Executive Board of a parent company (§ 290 (1), (2) of the German Commercial Code (HGB)) to provide information at the Annual General Meeting presented with the consolidated financial statements and the Group management report also includes the situation of the Group and the companies included in the consolidated financial statements.

...

(2) The information must comply with the principles of diligent and accurate accountability. The Articles of Association or the Rules of Procedure pursuant to § 129 may authorise the meeting chair to reasonably limit a shareholder's time to speak and ask questions and may lay down further details in this regard.

(3) The Executive Board may also refuse to provide information,

1. if providing the information is, according to prudent business judgement, likely to put the Company or an affiliated company at a substantial disadvantage;
2. if it relates to tax valuation or the amount of individual taxes;
3. about the difference between the value at which items have been recognised in the annual balance sheet and a higher value that these items have, unless the Annual General Meeting adopts the financial statements;

4. about the accounting policies, if disclosure of these methods in the notes is sufficient to provide a clear view of the actual condition of the Company's net assets, financial position and results of operations pursuant to § 264 (2) of the German Commercial Code (HGB); this does not apply if the Annual General Meeting is adopting the annual financial statements;
5. if the Executive Board would render itself liable to prosecution if it were to issue the information;
6. if, in the case of a bank, a financial services institution or a securities institution, the accounting policies applied and offsets made in the annual financial statements, management report, consolidated financial statements or Group management report do not need to be made available;
7. if the information has been continuously accessible on the Company's internet site at least seven days before the start and during the Annual General Meeting.

Information may not be refused for any other reason.

- (4) If a shareholder has been provided with information outside of the Annual General Meeting in his/her capacity as shareholder, it must be provided to every other shareholder upon request in the Annual General Meeting, even if it is not required to make an informed judgement on any given agenda item. ... the Executive Board may not refuse to provide information on the grounds set out in (3) sentence 1 no. 1 to 4. Sentences 1 to 3 do not apply if a subsidiary (§ 290 (1) and (2) of the German Commercial Code (HGB)), a joint venture (§ 310 (1) of the German Commercial Code (HGB)) or an associate (§ 311 (1) of the German Commercial Code (HGB)) provides a parent company (§ 290 (1) and (2) of the German Commercial Code (HGB)) with information for the purposes of consolidating the company in the consolidated financial statements of the parent company and the information is required for this purpose.
- (5) If a shareholder is refused information, he/she may request that his/her question and the reason for refusing to provide the information are recorded in the minutes of the meeting. ...”

Furthermore, the meeting chair of the meeting is entitled to take various chairing and order measures in the Annual General Meeting. This includes restriction of the right to ask questions, speak, and raise follow-up questions. The underlying provisions of the Company's articles of association are as follows:

Section 18 of the Articles of Association of MLP SE (extract)

- “(2) The meeting chair conducts the Annual General Meeting and determines the order of items on the agenda, as well as the order, type and form of voting. The meeting chair may impose reasonable time limits on shareholders' rights

to ask questions, speak, and raise follow-up questions; in particular, the meeting chair may, at the beginning or during the Annual General Meeting, reasonably determine the overall time frame for the course of the Annual General Meeting, for the discussion of individual items on the agenda, as well as for each individual question, speech, or follow-up contribution. In addition to this, the meeting chair can call a close to the debate, insofar as this is necessary to ensure proper execution of the Annual General Meeting.”