



SHAREHOLDER'S GUIDE

Combined Annual General Shareholder's
Meeting

Sartorius Stedim Biotech S.A.
of March 27th, 2023 at 2:00pm

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Sartorius Stedim Biotech S.A. shares
(Text extracted from the Universal
Registration Document 2022)

Sartorius Stedim Biotech Shares

Facts about the Share ¹

ISIN	FR0013154002
Liquidity provider	Kepler Cheuvreux
Stock exchange	Euronext Paris
Market segment	Local Securities - Compartment A (Large Caps)
Indexes	SBF 120; CAC Next 20; CAC Large 60; CAC All-Tradable; CAC All Shares; CAC Healthcare; STOXX Europe 600; MSCI France
Number of shares	92,180,190
thereof Sartorius AG	73.6%
thereof free float	26.4%
Voting rights	160,432,470
thereof Sartorius AG	84.6%
thereof free float	15.4%

¹ As of December 31, 2022.

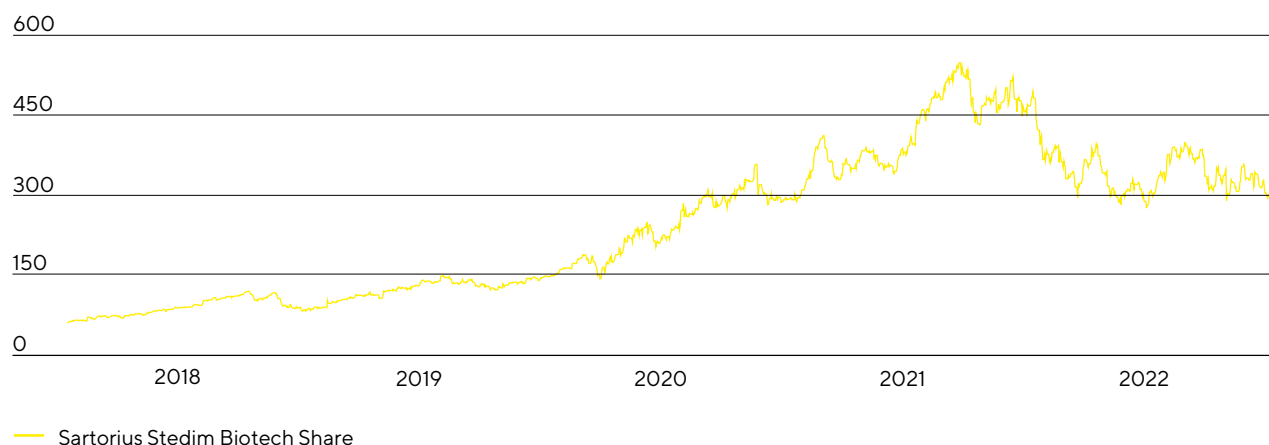
Downturn in Global Stock Markets

International stock markets recorded price declines in the reporting year in the face of significant political and economic uncertainties. In addition to the war in Ukraine and the ongoing coronavirus pandemic, high inflation rates, rising interest rates, the slowdown in economic growth, and an increased risk of recession weighed on stock market sentiment. In this environment, almost all major benchmark indices experienced a downturn. The Dow Jones ended the year at 33,147 points and down 8.8%. The MSCI Europe closed out the year approximately 10.9% lower at 1,723 points. The French benchmark index CAC 40 and the CAC Large 60, which includes the Sartorius Stedim Biotech shares, also posted losses of 9.5% to 7,011 points and 10.2% to 6,474 points, respectively.

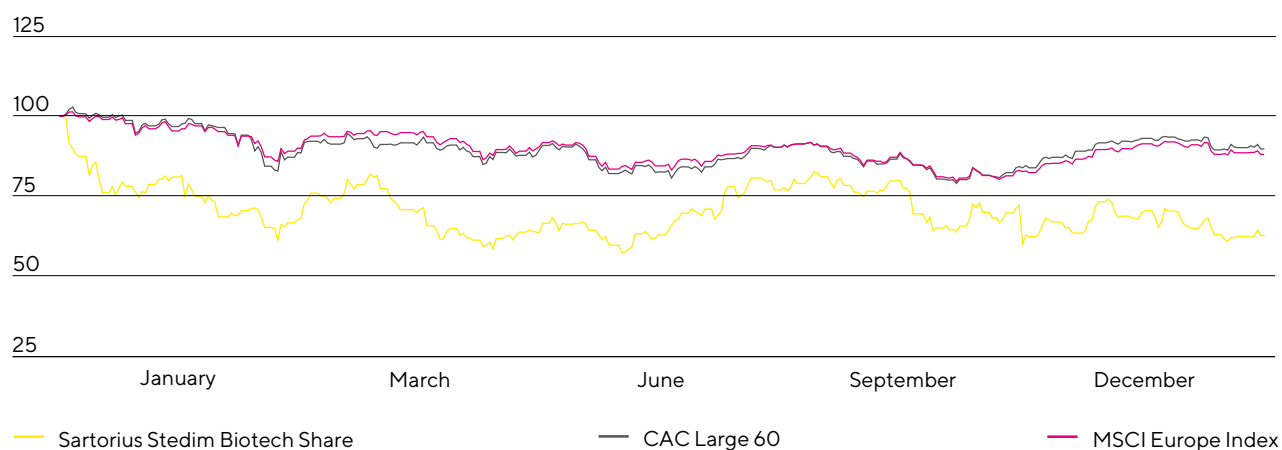
Price of Sartorius Shares Decline

The Sartorius Stedim Biotech share, which generated significant gains in 2021, lost considerable ground in this market environment. Influencing factors included rising key interest rates, which led to capital outflows from the equity markets and weighed particularly heavily on the prices of growth and biotech stocks. In addition, investors faced a degree of uncertainty, particularly with regard to the short-term growth prospects of biopharma suppliers, triggered by the decline in pandemic-related business and the anticipated reduction in customer inventories. The company's shares closed the 2022 stock market year at €302.5 – down 37.3% year over year.

SartoriusStedim Biotech Share in €
January 1, 2018 to December 31, 2022



SartoriusStedim Biotech Share in Comparison to the CAC Large 60 and MSCI Europe Index (indexed)
January 1, 2022 to December 31, 2022



Development of Sartorius Stedim Biotech S.A. for
the 2022 fiscal year
(Text extracted from the Universal
Registration Document 2022)

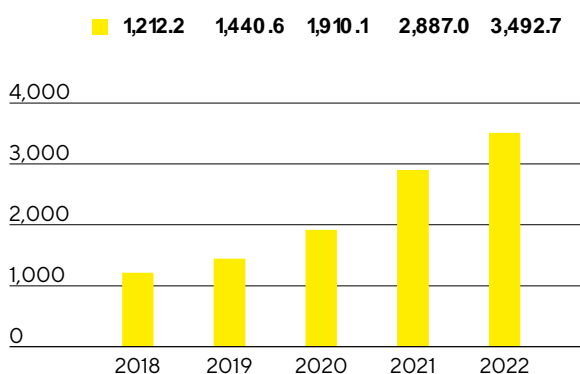
Group Business Development

Sales Revenue and Order Intake

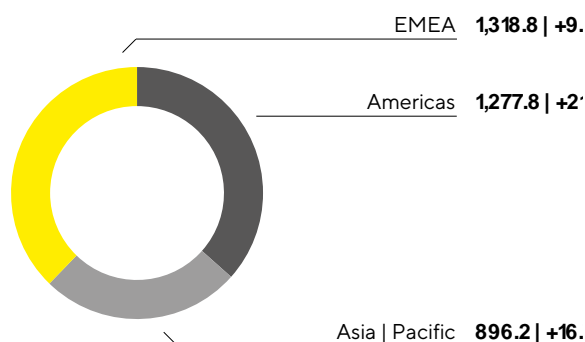
In the reporting year, sales revenue of the Sartorius Stedim Biotech Group rose 15.1% in constant currencies¹ to €3,492.7 million (reported: +21.0%). Thus, the company again grew at double-digit rates in a very challenging and volatile environment and following the exceptionally high growth rates in 2020 and 2021. This good development was primarily due to a strong organic² expansion of around 13.2%, driven by a high demand for innovative products and technologies for the efficient development and manufacturing of biopharmaceuticals. Recent acquisitions also developed positively and contributed 1.9 percentage points to the increase in sales. Significantly lower business with coronavirus vaccine manufacturers compared to the previous year had a dampening effect. The restrictions in China caused by the pandemic as well as the strong reduction of the business in Russia also impacted growth to a relatively minor extent.

As expected, order intake declined in 2022, after Sartorius Stedim Biotech had posted exceptionally high growth rates in the previous two years. In addition to a very good base business, there had been significant additional demand from coronavirus vaccine manufacturers and a changed ordering pattern by some customers, who had placed orders larger in size and further in advance than usual due to pandemic-related uncertainties and strained supply chains. As expected, the situation has noticeably normalized as the pandemic has subsided and supply chains have eased from mid-2022 onwards. The temporary decline in demand is due to lower production of coronavirus vaccines and the reduction of partially increased inventories at some customers. Order intake for the full year declined by 13.0% in constant currencies¹ to €3,314.8 million (reported: -9.5%). Excluding the dampening effect of the declining Covid-19-related business, order intake would have increased slightly.

Sales Revenue 2018 to 2022
€ in millions



Sales Revenue and Growth¹ by Region³
€ in millions unless otherwise specified



1 Constant currencies: Figures given in constant currencies eliminate the impact of changes in exchange rates by applying the same exchange rate for the current and the previous period.

2 Organic: Organic growth figures exclude the impact from changes in exchange rates and changes in the scope of consolidation.

3 Acc. to customers' location

Sartorius Stedim Biotech increased its sales revenue in 2022 in all three business regions. In EMEA, the region generating the highest share of around 38% of total revenue, sales rose by 9.2% to €1,318.8 million compared to a strong 2021 base. Accounting for around 36% of sales, the Americas region showed strong growth with an increase of 21.4% to €1,277.8 million. The Asia | Pacific region, which accounts for 26% of total sales, also posted significant double-digit growth of 16.7% to €896.2 million. (All growth rates for the regional development are in constant currencies unless otherwise stated.)

Sales Revenue and Order Intake

€ in millions	2022	2021	Δ in % reported	Δ in % const. fx
Sales Revenue	3,492.7	2,887.0	21.0	15.1
Order Intake	3,314.8	3,664.4	-9.5	-13.0

Development of Costs and Earnings

In 2022, cost of sales rose by 24.3% to €1,658.2 million. The respective cost of sales ratio was 47.5% compared to 46.2% in the previous year.

Selling and distribution costs rose at an underproportionate rate with respect to sales revenue by 10.1% to €446.5 million, meaning the ratio of these costs to sales revenue fell year on year to 12.8% (previous year: 14.1%). Research and development expenses rose by 19.9% to €132.4 million. The corresponding ratio of R&D expenses to sales revenue remained constant at 3.8% (previous year: 3.8%). General administrative expenses increased by 22.7% to €154.7 million, and the administrative expense ratio in 2022 was unchanged at 4.4% (previous year: 4.4%).

The balance of other operating income and expenses in 2022 was -€105.6 million (previous year: -€45.3 million), and essentially covered extraordinary items of -€46.3 million (previous year: -€26.5 million). These extraordinary items consisted primarily of expenses in connection with the most recent acquisitions as well as of expenses for various corporate projects. The realized currency hedges and valuation effects included in the balance of other operating income and expenses resulted in an expense of €41.2 million, particularly due to the development of the dollar exchange rate in 2022, following income of €8.9 million in the previous year.

EBIT increased by 15.0% to €995.2 million; the respective EBIT margin was 28.5% (previous year: 30.0%).

The financial result was €135.2 million in 2022 compared to -€218.7 million in 2021. This includes non-cash-effective income of €148.9 million predominantly from the reporting date valuation of the share-based earn-out liability in connection with the acquisition of BIA Separations which had resulted in an expense of €207.8 million in the previous year.

In 2022, tax expenses amounted to €250.5 million (previous year: €232.4 million). In relation to the reported earnings before taxes, the tax rate is 22.2% (previous year: 35.9%). However, taking into account that the above-mentioned valuation effect in the financial result has no subsequent tax impact, the tax rate amounts to 25.5% (previous year: 27.2%).

Net profit attributable to shareholders of Sartorius Stedim Biotech S.A. increased by 111.4% to €876.1 million (previous year: €414.4 million).

Statement of Profit or Loss

€ in millions	2022	2021	Δ in %
Sales revenue	3,492.7	2,887.0	21.0
Cost of sales	-1,658.2	-1,334.0	-24.3
Gross profit on sales	1,834.5	1,553.0	18.1
Selling and distribution costs	-446.5	-405.6	-10.1
Research and development costs	-132.4	-110.5	-19.9
General administrative expenses	-154.7	-126.1	-22.7
Other operating income and expenses	-105.6	-45.3	-133.0
Earnings before interest and taxes (EBIT)	995.2	865.4	15.0
Financial income	185.8	22.3	733.6
Financial expenses	-50.7	-241.0	79.0
Financial result	135.2	-218.7	n.m.
Profit before tax	1,130.4	646.7	74.8
Income taxes	-250.5	-232.4	-7.8
Net result	879.9	414.3	112.4
Attributable to:			
Equity holders of SSB S.A.	876.1	414.4	111.4
Non-controlling interest	3.8	-0.1	n.m.

Earnings

At the Sartorius Stedim Biotech Group, EBITDA (earnings before interest, taxes, depreciation and amortization) are used as the key profitability indicator. To provide a complete and transparent picture of the Group's profitability, also in an international comparison, earnings are adjusted for extraordinary items (underlying EBITDA). For more information about definitions, please refer to the Glossary on page 247.

Reconciliation between EBIT and Underlying EBITDA

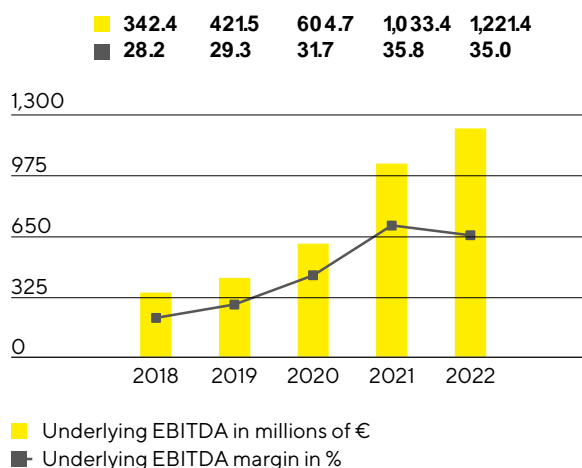
€ in millions	2022	2021
EBIT	995.2	865.4
Extraordinary items	46.3	26.5
Depreciation and amortization	179.9	141.5
Underlying EBITDA	1,221.4	1,033.4

In fiscal 2022, Sartorius Stedim Biotech strongly increased its earnings and achieved high profit margins despite a significant rise in inflation rates. Underlying EBITDA rose by 18.2% to €1,221.4 million. The corresponding margin of 35.0% almost reached the high level of the prior-year period of 35.8%. The 2021 margin had been positively influenced by a partially delayed cost development, for example as a result of deferred new hires in relation to sales revenue growth because of the pandemic and low business travel activity. As planned, these

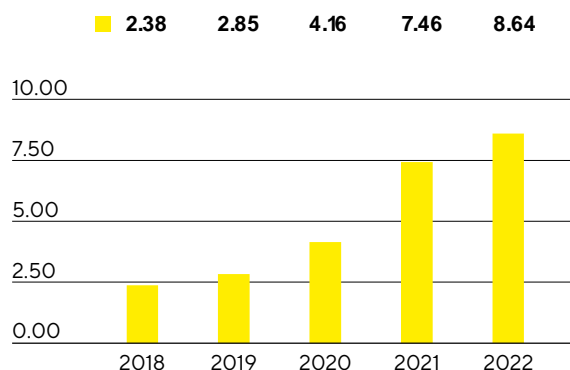
cost positions normalized in 2022 and had a dampening effect on profitability. Price effects on the procurement and customer sides largely offset each other.

The underlying net result after non-controlling interest for the Group rose from €687.8 million in 2021 to €796.6 million in fiscal 2022. This figure is the basis for calculating the profit to be appropriated and is computed by adjusting for extraordinary items, eliminating amortization of €60.7 million (previous year: €48.6 million), and is based on the normalized financial result and a normalized tax rate (see Glossary). Underlying earnings per share increased by 15.8% from €7.46 a year earlier to €8.64.

Underlying EBITDA¹ and Margin



Underlying Earnings per Share² in €



1 Adjusted for extraordinary items

2 Adjusted for extraordinary items, amortization acc. to IFRS 3 and fair value adjustments of hedging instruments, as well as the corresponding tax effects for each of these items.

€ in millions	2022	2021
EBIT (operating result)	995.2	865.4
Extraordinary items	46.3	26.5
Amortization IFRS 3	60.7	48.6
Normalized financial result¹	-20.6	-11.2
Normalized income tax (26%) ²	-281.2	-241.6
Underlying net result	800.4	687.7
Non-controlling interest	-3.8	0.1
Underlying net result after non-controlling interest	796.6	687.8
Underlying earnings per share (in €)	8.64	7.46

1 Financial result excluding fair value adjustments of hedging instruments and currency effects relating to financing activities and change in valuation of earn-out liability.

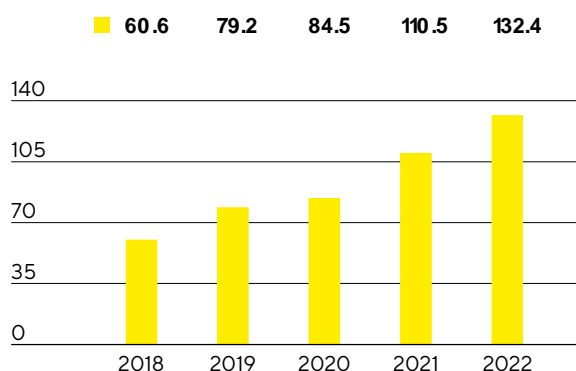
2 Normalized income tax based on the underlying profit before taxes and amortization.

See Glossary on page 247 for the definitions of the totals listed above.

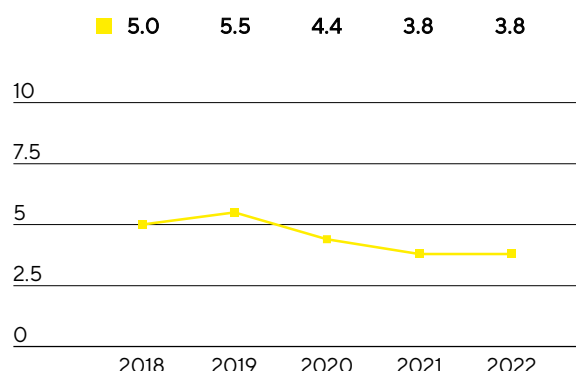
Research and Development

Sartorius Stedim Biotech continuously expands its product portfolio by investing in both the new and further development of its products, as well as in the integration of new technologies through alliances. In 2022, the Group spent €132.4 million on R&D, corresponding to an increase of 19.9% over the previous year's investment of €110.5 million. The ratio of R&D costs to sales revenue remained constant at 3.8%. The gross capital expenditure ratio of 5.6% was above the prior-year ratio of 5.1%; this ratio is even more meaningful for the assessment of innovation-related expenses and includes capitalized development costs of €63.1 million (previous year: €37.0 million) that were disclosed in the statement of financial position.

Research & Development Costs
€ in millions



Research & Development Ratio
in % of sales revenue



To protect know-how, Sartorius Stedim Biotech pursues a targeted intellectual and industrial property rights policy. The company systematically monitors compliance with these rights and reviews from a cost–benefit viewpoint whether it is necessary to continue to maintain individual rights.

The number of applications for intellectual property rights filed in 2022 totaled 171 compared with 71 in the previous year. As a result of the applications submitted in the past years, the company was issued 267 patents and trademarks (previous year: 234). As of the balance sheet date, there was a total of 4,067 patents and trademarks in the portfolio (previous year: 3,316).

	2022	2021
Number of patent and trademark applications	171	71
Registered patents and trademarks	267	234

Capital Expenditures

Against the backdrop of strong growth, Sartorius Stedim Biotech invested considerably in building up new capacities in all regions in 2022. In addition to significantly expanding production capacities, the investment

program aims to further diversify the production network and make it more flexible. In line with the company's expansion plans, some expansion projects were completed in 2022 and have contributed to meet the strong demand. Further projects will be completed in 2023.

At €430.6 million, capital expenditures in 2022 were higher than the previous year's figure of €324.0 million, as planned. The corresponding CAPEX ratio was 12.3% (previous year: 11.2%).

The company's largest investment projects in the reporting year included the expansion of membrane manufacturing capacities and new laboratory space for product development in Göttingen, Germany.

At its site in Yauco, Puerto Rico, Sartorius Stedim Biotech is expanding its clean room capacity for the manufacture of separation and fluid management products. In addition, a production facility for cell culture media will be established here for the first time, which is scheduled to come on stream in 2023.

In the reporting year, the company also made substantial investments in additional clean room space for the production of sterile disposables at its site in Aubagne, France.

In the Asia-Pacific region, Sartorius Stedim Biotech invested heavily in Songdo, South Korea, in addition to China. After acquiring the necessary plots of land, the company began construction of a plant for cell culture media production and sterile consumables processing. In addition, the company plans to build a technology center for consulting customers and product demonstrations as well as laboratory space at the new site, which is located in the middle of a biopharma park.

Production capacities were also expanded at other locations. For example, the company carried out expansion projects at other sites in Germany, as well as in Great Britain and Slovenia.

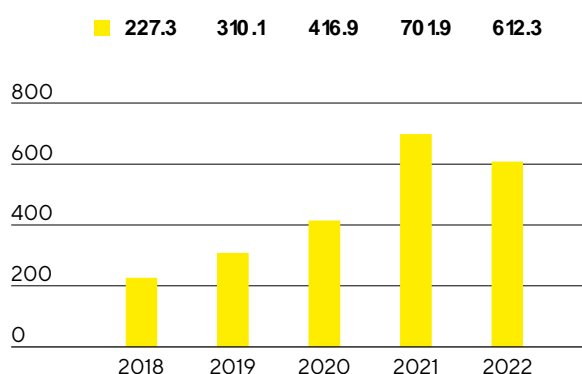
Net Worth and Financial Position

Cash Flow

Cash flow from operating activities amounted to €612.3 million in 2022, compared with €701.9 million in the previous year, a decrease of 12.8%. Higher earnings were offset by cash outflows in connection with the growth-related increase in working capital. Inventories were in particular built up to safeguard supply security in view of the continuing tensions in some supply chains. Recently, however, the focus has shifted back to optimizing inventories, as the supply chain situation for many product groups has improved significantly and shortages in these areas have become unlikely.

Net Cash Flow from Operating Activities

€ in millions



Due to high demand, Sartorius Stedim Biotech has been driving the expansion of its production capacities full speed ahead. Cash outflows from investing activities increased in the reporting period by 36.6% to €442.0 million. Because of expenses of €515.6 million in connection with the most recent acquisitions, cash flow from investing activities and acquisitions rose to -€957.5 million compared with -€465.2 million in the previous year.

Primarily driven by the financing of the most recent acquisitions, cash flow from financing activities amounted to €220.7 million in 2022 relative to -€77.7 million in the previous year. This also included dividend payments for the 2021 financial year of €117.7 million (previous year: €63.8 million).

Cash Flow Statement

€ in millions	2022	2021 ¹
Cash flow from operating activities	612.3	701.9
Cash flow from investing activities and acquisitions	-957.5	-465.2
Cash flow from financing activities	220.7	-77.7
Cash and cash equivalents	107.1	223.6
Gross debt	1,135.7	625.5
Net debt	1,028.6	401.9

¹ Interest received are reported under cash flows from operating activities since fiscal 2022. Prior year figures were restated accordingly.

Consolidated Statement of Financial Position

The balance sheet total of the Sartorius Stedim Biotech Group was €5,065.4 million as of the end of fiscal 2022 and thus €1,114.3 million higher than the prior-year level. This increase is largely due to the rise in non-current assets by €898.7 million to €3,394.2 million, predominantly driven by the recent acquisitions and by the continuation of the extensive investment program. In addition, current assets rose by €215.5 million year on year to €1,671.2 million, mainly as a result of the increase in working capital and, in particular, the buildup of inventories as a risk provision to ensure supply security in the event of interrupted supply chains. Working capital amounted to €1,663.5 million as of December 31, 2022 (previous year: €1,316.8 million).

Key Working Capital Figures

in days		2022	2021
Days inventories outstanding			
Inventories sales revenue ¹	x 360	105	97
Days sales outstanding			
Trade receivables sales revenue ¹	x 360	41	44
Days payables outstanding			
Trade payables sales revenue ¹	x 360	50	58
Net working capital days			
Net working capital ² sales revenue ¹	x 360	96	83

¹ Including pro forma sales of recent acquisitions

² Sum of inventories and trade receivables less the trade payables

Equity grew by €781.0 million to €2,514.2 million as of year-end. The equity ratio – defined as the quotient of equity to the balance sheet total - was 49.6% (previous year: 43.9%).

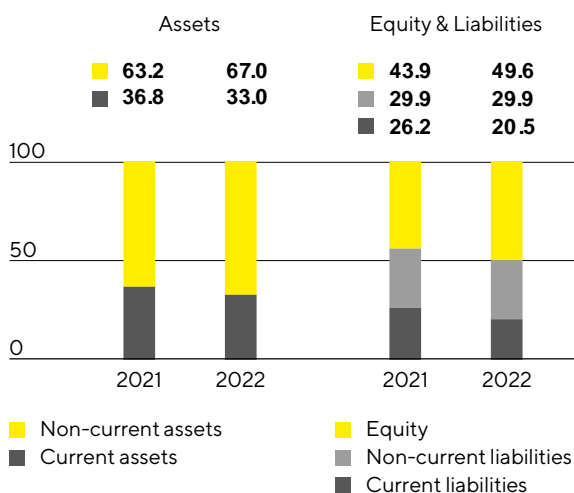
In the reporting year, current and non-current liabilities for the Sartorius Stedim Biotech Group of €2,551.2 million exceeded the previous year's figure of €2,217.9 million. The increase resulted, among other things, from the financing of recent acquisitions and the build-up of working capital.

Overall, gross debt, which is comprised of liabilities to banks and loans from the parent company Sartorius AG as well as of lease liabilities, rose to €1,135.7 million as of December 31, 2022, compared with €625.5 million for the year ended December 31, 2021. The increase is essentially due to a new loan agreement signed with Sartorius AG, mainly to serve the financing of the Albumedix acquisition. Net debt, defined as gross debt less cash and cash equivalents, was €1,028.6 million compared to €401.9 million a year ago.

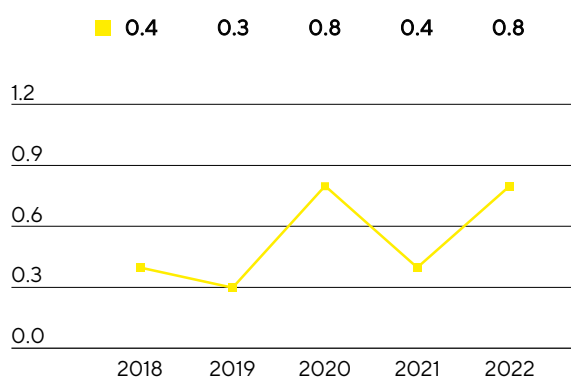
Calculation of Net Debt

€ in millions	2022	2021
Non-current		
Loans and borrowings	1,020.6	521.1
Lease liabilities	91.1	64.0
Current		
Loans and borrowings	4.5	25.5
Lease liabilities	19.5	14.9
Gross debt	1,135.7	625.5
Cash and cash equivalents	107.1	223.6
Net debt	1,028.6	401.9

Balance Sheet Structure in %



Ratio of Net Debt¹ to Underlying EBITDA²



¹ The net debt excludes the liability for the remaining purchase price for acquisitions; 2022: €245.1 million, 2021: €518.7 million, 2020: €127.8 million, 2019: €72.5 million, 2018: €8.7 million

² EBITDA includes underlying pro forma EBITDA contributed by acquisitions for this period.

In relation to the debt financing capacity of the Sartorius Stedim Biotech Group, the ratio of net debt to underlying EBITDA is a key metric. It is defined as the quotient of net debt and underlying EBITDA over the past 12 months, including the pro forma amount contributed by acquisitions for this period. As of December 31, 2022, the ratio rose to 0.8 (previous year: 0.4) mainly driven by the financing of the extensive investments and the acquisitions made in the reporting year.

Impact of War in Ukraine

Since the beginning of Russia's attack on Ukraine, Sartorius Stedim Biotech has suspended all business activities in Russia that are not related to humanitarian medical products. This has been done in compliance with all applicable sanctions and in line with the practice of other companies in the pharmaceutical and healthcare sectors. In 2021, Russia had accounted for a good 2% of Group sales. In fiscal 2022, sales were significantly below this level and a further decline is expected in 2023.

Further explanations on the impact of the war in Ukraine on Sartorius Stedim Biotech can be found on pages 44 and 134 et seq.

Financing|Treasury

Sartorius Stedim Biotech covers its operational and strategic financing needs through a combination of operating cash flows and the taking out of short-, medium- and long-term financial liabilities.

The major pillar of the financing mix is a credit line with a volume of up to €260 million and long-term loan agreements of €1,005 million provided by the parent company Sartorius AG. In 2022, Sartorius Stedim Biotech signed a new loan agreement with its parent company Sartorius AG mainly to refinance the acquisition of Albumedix.

In addition, the Group has diverse bilateral credit lines of approximately €77 million in total. The above-mentioned financing comprises instruments with both fixed and variable interest.

As of December 31, 2022, the total volume of all available credit lines was €337 million. Of this amount, Sartorius Stedim Biotech had utilized €3 million, leaving available credit of €334 million at the end of 2022. This ensures that all Group entities have sufficient funds to successfully finance their business operations and new capital expenditures.

The company uses hedging transactions to counteract the fluctuations in foreign exchange rates to which the Group is exposed on account of its worldwide business operations. At the end of 2022, foreign exchange contracts amounted to €396 million on a reported basis, with a market value of -€2.5 million.

Five-Year Financial Results

Five-Year Financial Results of the Parent Company Sartorius
Stedim Biotech S.A.

€ in Millions and € Earning per Share	2018	2019	2020	2021	2022
Share capital at end of period					
Share capital (capital stock)	18.4	18.4	18.4	18.4	18.4
Number of shares outstanding	92,180,190	92,180,190	92,180,190	92,180,190	92,180,190
Transactions and financial performance					
Sales revenue (excl. VAT)	2.0	2.1	1.9	2.1	2.6
Profit before tax, employee profit sharing plan, amortization, depreciation and provision expenses (and reversals)	54.1	57.2	81.4	115.0	154.9
Income tax	3.2	-0.4	-0.7	-1.4	-0.8
Contribution to employee profit-sharing plan	0.0	0.0	0.0	0.0	0.0
Net profit	49.5	56.8	81.2	115.5	154.7
Dividends paid or proposal of dividend	42.4	52.5	31.3	62.7	116.1
Earnings per share					
EPS after tax and employee profit-sharing, but before amortization, depreciation and provision expenses	0.55	0.63	0.89	1.26	1.69
EPS after tax and employee profit-sharing, amortization, depreciation and provision expenses	0.54	0.62	0.88	1.25	1.68
Dividend per share	0.46	0.57	0.34	0.68	1.26
Personnel					
Workforce size	0	0	0	0	0
Personnel costs	0	0	0	0	0
Social security costs	0	0	0	0	0

Press Release of January 26th 2023

Sartorius with clear double-digit growth in fiscal 2022

- Preliminary figures for 2022: Sales revenue up 15.0 percent in constant currencies, underlying EBITDA up 20.0 percent, underlying EBITDA margin at 33.8 percent
- Both divisions with double-digit growth; strong performance of Lab Products & Services; as expected noticeable normalization of demand in the Bioprocess Solutions division
- Outlook for 2023: Sales revenue growth in the low single-digit percentage range, excluding Covid-19-related business in the high single-digit range; underlying EBITDA margin around prior-year level
- Uncertainties due to the global political and economic situation remain high
- Outlook for 2025 fundamentally confirmed, sales revenue target raised to around 5.5 billion euros due to inflation-based changes in price levels; profitability target unchanged at around 34 percent

Following extraordinary growth in 2020 and 2021, the life science group Sartorius again outperformed the market in fiscal 2022, achieving its targets for sales revenue and profitability. Both divisions contributed to this development and, according to preliminary figures, recorded double-digit percentage growth in sales revenue and earnings year-over-year. For fiscal 2023, the company projects further growth and continued high profitability.

"After two exceptionally dynamic years, we delivered another year of strong results. Despite the challenging operating environment, our growth was broad-based across the portfolio and the geographies, and we see us a good year ahead of our mid-term plan. While growth in the lab division was even slightly stronger than forecast, the bioprocess division was influenced by the expected normalization of demand, a process that is expected to continue for several quarters. For 2023, we therefore anticipate moderate sales revenue growth and a profit margin around the high prior-year level. As we look ahead, we see that the strong fundamental growth drivers in our markets remain unchanged. Demand for biopharmaceuticals is on the rise in all indication areas and regions, and at the same time the biotech industry is in an extraordinarily innovative phase. We are excellently positioned to support our customers in their endeavors and to seize the opportunities that arise from this. Substantial investments into capacities and acquisitions that expand our capabilities will therefore remain part of our growth strategy. While our basic assessment of mid-term market trends has not changed, we are raising our 2025 sales revenue forecast to around 5.5 billion euros to reflect changes in price levels caused by inflation. At the same time, we confirm our mid-term profitability target of an EBITDA margin of around 34 percent," said CEO Joachim Kreuzburg.

Business development of the Group¹

Driven by significant organic growth in both divisions, sales revenue of the Sartorius Group rose by 15.0 percent in constant currencies (reported: +21.0 percent) year-over-year to 4,175 million euros in fiscal 2022. As expected, acquisitions² contributed close to 2 percentage points to growth. All three business

regions – EMEA³, the Americas, and Asia | Pacific – expanded significantly, with the Americas region posting the strongest gain. The restrictions in China caused by the pandemic as well as the strong reduction of the business in Russia impacted growth to a relatively minor extent.

Following two exceptionally strong years due to the pandemic, order intake as expected recorded a year-over-year decline against the backdrop of demand normalization and a significantly lower Covid-19-related business, reaching 4,007 million euros (in constant currencies: -10.1 percent, reported: -6.1 percent). Excluding the Covid-19-related business, order intake would have grown slightly. In the Bioprocess Solutions division, in particular, the development of the previous two years had been positively influenced by high demand from coronavirus vaccine manufacturers and changed ordering patterns by some customers, who had placed orders larger in size and further in advance than usual.

Underlying EBITDA rose by 20.0 percent to 1,410 million euros in 2022. At 33.8 percent, the resulting margin was close to the high prior-year figure of 34.1 percent. The 2021 margin had been positively influenced by a partially delayed cost development, for example as a result of deferred new hires in relation to sales revenue growth because of the pandemic and low business travel activity. As planned, these cost positions normalized in 2022 and, in addition to a slight dilution caused by currency effects, had a dampening effect on profitability. Price effects on the procurement and customer sides largely offset each other.

Relevant net profit reached 655 million euros, representing an increase of 18.4 percent from the prior year. Underlying earnings were 9.57 euros (prior year: 8.08 euros) per ordinary share and 9.58 euros (prior year: 8.09 euros) per preferred share.

Key financial indicators

The Sartorius Group continues to have a very sound balance sheet and financial base. As of December 31, 2022, the equity ratio increased to 38.1 percent (December 31, 2021: 30.2 percent), and the ratio of net debt to underlying EBITDA was 1.7 (December 31, 2021: 1.5). Cash flow from investing activities stood at - 594 million euros, compared with -428 million euros in 2021. The ratio of capital expenditures (CAPEX) to sales revenue was 12.5 percent (prior year: 11.8 percent).

Increase in the number of employees

As of December 31, 2022, Sartorius had a total of 15,942 employees worldwide, 2,110 more than at the end of 2021. Following a significant increase in the first six months of 2022, the pace of new hires slowed down as the second half of the year began, as planned.

Business development of the Bioprocess Solutions division

The Bioprocess Solutions division, which offers a wide array of innovative technologies for the manufacture of biopharmaceuticals and vaccines, achieved sales revenue of 3,326 million euros in 2022. This corresponds to a year-over-year increase of 15.9 percent in constant currencies (reported: +22.0 percent) and includes around 2 percentage points of non-organic growth from acquisitions. All product areas contributed to growth, while the Covid-19-related business declined significantly from the prior year.

As expected, order intake declined year-over-year against the backdrop of demand normalization and a significantly lower Covid-19-related business, reaching 3,123 million euros (in constant currencies: - 14.0 percent; reported: -10.4 percent). Excluding the Covid-19-related business, order intake would have

grown slightly. In the two previous years, the division had recorded exceptionally high growth rates due to changed ordering patterns and strong demand from coronavirus vaccine manufacturers.

The Bioprocess Solutions division's underlying EBITDA rose by 20.5 percent to 1,188 million euros. The resulting margin of 35.7 percent was close to the high prior-year level of 36.2 percent and was dampened by higher costs, as planned, for example due to the growth in the number of employees as well as other normalized cost positions.

Business development of the Lab Products & Services division

Sales revenue of the Lab Products & Services division, which specializes in life science research and pharmaceutical laboratories, recorded a very dynamic development, rising by 11.5 percent in constant currencies (reported: +17.4 percent) to 848 million euros. Around 1 percentage point came from non-organic growth. The bioanalytical instruments business showed a particularly strong expansion. Order intake increased by 7.4 percent in constant currencies (reported: +12.8 percent) to 885 million euros.

The division's underlying EBITDA rose by 17.6 percent to 222 million euros, with the resulting margin widening slightly to 26.2 percent (prior year: 26.1 percent). A positive product mix and economies of scale compensated for negative currency effects and planned higher costs.

Outlook for fiscal 2023

Following the exceptionally strong previous years, Sartorius expects further growth in 2023 despite demand normalization and anticipated further declines in the Covid-19-related business. Consolidated sales revenue is expected to increase by an amount in the low single-digit percentage range. Excluding the Covid-19-related business, the increase would be in the high single-digit percentage range. Acquisitions are anticipated to contribute around 1 percentage point to growth. The Group's underlying EBITDA margin should be around the level of the prior year (33.8 percent).

For the Bioprocess Solutions division, the company anticipates sales revenue growth in the low single-digit percentage range. Excluding the Covid-19-related business, the increase would be in the high single-digit percentage range. Acquisitions are expected to contribute around 1 percentage point to growth. The division's underlying EBITDA margin is anticipated to be around the level reached in 2022 (35.7 percent).

Sales revenue growth in the Lab Products & Services division is expected to be in the mid single-digit percentage range. Excluding the Covid-19-related business, the increase would be in the high single-digit percentage range. This division's underlying EBITDA margin is also expected to be around the level of the prior year (26.2 percent).

The company will continue its comprehensive capacity expansion program in 2023. The CAPEX ratio should be at roughly 12.5 percent and the ratio of net debt to underlying EBITDA at about 1.5. Possible acquisitions are not included in this projection.

Medium-term sales revenue target for fiscal 2025 updated

Based on the unchanged strong fundamental growth trends in its markets and the resulting positive prospects for the company, Sartorius confirms its fundamental growth projections. In light of increased inflation and associated price adjustments, the company therefore is making a mathematical adjustment to its medium-term sales revenue forecast and now expects sales revenue of around 5.5 billion euros in 2025 (previously around 5 billion euros). Sartorius plans to achieve this sales revenue increase primarily

through organic growth and additionally by acquisitions. For the Bioprocess Solutions division, the company now projects sales revenue of around 4.2 billion euros in 2025 (previously around 3.8 billion euros) and for Lab Products & Services of around 1.3 billion euros (previously around 1.2 billion euros).

The forecast for the Group's underlying EBITDA margin in 2025 remains unchanged at around 34 percent. For the Bioprocess Solutions division, the company continues to expect an underlying EBITDA margin of around 36 percent in 2025. The margin forecast for Lab Products & Services also remains unchanged at around 28 percent. The margin targets include expenses of around 1 percent of Group sales revenue for measures to reduce the company's CO₂ emission intensity.

All forecasts are based on constant currencies, as in the past years. In addition, management points out that the dynamics and volatilities in the life science and biopharma sectors have increased over the past years and the coronavirus pandemic has further amplified these trends. Moreover, the forecasts are based on the assumption of no deterioration in the geopolitical and global economic situation, supply chains, inflation and energy supply, and no new relevant restrictions in connection with the coronavirus pandemic. Accordingly, current forecasts show higher uncertainties than usual.

1 Sartorius publishes alternative performance measures that are not defined by international accounting standards. These are determined with the aim of improving the comparability of business performance over time and within the industry.

- Order intake: all customer orders contractually concluded and booked during the respective reporting period
- Underlying EBITDA: earnings before interest, taxes, depreciation and amortization and adjusted for extraordinary items
- Relevant net profit: profit for the period after non-controlling interest, adjusted for extraordinary items and amortization, as well as based on the normalized financial result and the normalized tax rate
- Ratio of net debt to underlying EBITDA: Quotient of net debt and underlying EBITDA over the past 12 months, including the pro forma amount contributed by acquisitions for this period

2 Acquisition of CellGenix, Xell, the Novasep chromatography division, ALS Automated Lab Solutions and Alburnedix

3 EMEA = Europe, Middle East, Africa

This press release contains forward-looking statements about the future development of the Sartorius Group. Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that could cause actual results to differ materially from those expressed or implied by such statements. Sartorius assumes no liability for updating such statements in light of new information or future events.

Conference call

The Executive Board Chairman and CEO of Sartorius AG, Joachim Kreuzburg, and Executive Board member and CFO, Rainer Lehmann, will discuss the company's results with analysts and investors during an earnings call at 3:30 p.m. CET on January 26, 2023. You may register via the following link: <https://media.choruscall.eu/mediaframe/webcast.html?webcastid=CeBr4sGd>

Further information

<https://www.sartorius.com/en/company-de/newsroom-de>

Financial calendar

April 20, 2023	Publication of the first-quarter figures (January to March 2023)
July 21, 2023	Publication of the first-half figures (January to June 2023)
October 19, 2023	Publication of the nine-month figures (January to September 2023)

Preliminary key performance indicators for fiscal year 2022

In millions of €, unless otherwise specified	Sartorius Group				Bioprocess Solutions				Lab Products & Services			
	2022	2021	Δ in % Reported	Δ in % cc ¹	2022	2021	Δ in % Reported	Δ in % cc ¹	2022	2021	Δ in % Reported	Δ in % cc ¹
Sales Revenue and Order Intake												
Order intake	4,007.3	4,267.9	-6.1	-10.1	3,122.7	3,483.5	-10.4	-14.0	884.6	784.4	12.8	7.4
Sales revenue	4,174.7	3,449.2	21.0	15.0	3,326.5	2,727.0	22.0	15.9	848.2	722.2	17.4	11.5
▪ EMEA ²	1,550.6	1,411.0	9.9	9.0	1,260.5	1,130.5	11.5	10.6	290.1	280.5	3.4	2.5
▪ Americas ²	1,543.8	1,141.2	35.3	21.4	1,240.8	913.1	35.9	22.0	303.0	228.2	32.8	19.0
▪ Asia Pacific ²	1,080.3	897.0	20.4	16.2	825.2	683.5	20.7	16.5	255.1	213.5	19.5	15.5
Earnings												
EBITDA ³	1,410.4	1,175.0	20.0		1,188.4	986.3	20.5		222.0	188.8	17.6	
EBITDA margin ³ in %	33.8	34.1	-0.3pp		35.7	36.2	-0.5pp		26.2	26.1	0.1pp	
Relevant net profit ⁴	655.4	553.4	18.4									
Financial Data per Share												
Earnings per ordinary share ⁴ in €	9.57	8.08	18.4									
Earnings per preference share ⁴ in €	9.58	8.09	18.4									

1 In constant currencies abbreviated as "cc"

2 Acc. to the customer's location

3 Relevant / underlying EBITDA: earnings before interest, taxes, depreciation and amortization and adjusted for extraordinary items

4 After non-controlling interest, adjusted for extraordinary items and amortization, as well as based on the normalized financial result and the normalized tax rate

A profile of Sartorius

The Sartorius Group is a leading international partner of life sciences research and the biopharmaceutical industry. With innovative laboratory instruments and consumables, the group's Lab Products & Services division concentrates on serving the needs of laboratories performing research and quality control at pharmaceutical and biopharmaceutical companies and those of academic research institutes. The Bioprocess Solutions division, with its broad product portfolio focusing on single-use solutions, helps customers manufacture biotech medications and vaccines safely and efficiently. The company is growing at double-digit rates on average per year and regularly expands its portfolio through the acquisition of complementary technologies. In fiscal 2022, the company generated sales revenues of around 4.2 billion euros according to preliminary figures. At the end of 2022, around 16,000 employees were working for customers around the globe at the group's 60 or so production and sales sites. Follow Sartorius on Twitter @Sartorius_Group and on LinkedIn.

Contacts

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Head of Corporate Communications & Investor Relations

+49 551 308 1686

petra.kirchhoff@sartorius.com

Members of the Board of Directors
(Text extracted from the Universal
Registration Document 2022)

Board of Directors

The Board of Sartorius Stedim Biotech is the central management and supervisory entity of the company, and is composed of eight members. The directors are appointed for a three-year term.



Joachim Kreuzburg
Chairman | CEO



René Fäber
Deputy CEO



Chrystel Baudere



Pascale Boissel



Susan Dexter



Anne-Marie Graffin



Lothar Kappich



Henri Riey

The Company is administered by a Board of Directors composed of eight members, three of whom are independent. The directors are appointed for a three-year period.

The organization of the works of the Board of Directors and its composition must be suited to the shareholding structure, to the size and the nature of the activity of Sartorius Stedim Biotech S.A. and the particular circumstances it can face.

Composition of the Board of Directors as of 31 December 2022

For historical reasons due to the shareholding structure of the Company, the composition of the Board of Directors and its Committees has been reflecting the aim by our controlling shareholder of a long-lasting balance between the Directors representing these shareholders, the independent directors and the executive directors.

The Company's controlling shareholder takes its own responsibility towards the other shareholders, direct and distinct from the Board of Directors' one. It takes particular care to avoid possible conflicts of interests in the transparency of the information provided to the market and to fairly take all interests into account (see the paragraph on the balance of powers and the composition of the Board of Directors on page 74).

The Board of Directors considers, on a yearly basis, the balance in its composition and of its committees, in particular in the representation of women and men, nationalities, balance of powers and diversity of skills by taking appropriate measures to guarantee to the shareholders and to the market that its missions are carried out with the necessary independence and objectivity. It makes public, via the following sections of this Universal Registration Document the objectives, methods and results of its politics on these subjects. It is nevertheless necessary to consider, in particular, that these principles are established under the condition that the beneficial owner of the controlling shareholder is ultimately a community of heirs that has certain restrictions to observe with regards to the control of Sartorius group, including Sartorius Stedim Biotech S.A. The community of heirs will continue to be bound to those restrictions until July 2028. Therefore, a certain dependency of the Company vis-à-vis the controlling shareholder will remain in place at least until July 2028, although the Company and its controlling shareholder are both listed companies.

Joachim Kreuzburg

Chairman and Chief Executive Officer

Date of birth: 22 April 1965

Nationality: German

First appointment: 29 June 2007

Mandate renewed: 29 March 2022

Appointed until: date of the Annual General Shareholders' Meeting in 2025 to approve the financial statements for the fiscal year ending 31 December 2024

Number of Sartorius Stedim Biotech Shares held: 6

Other current directorships and positions within the Group:

Chairman of the Executive Board (Vorstand) of Sartorius AG¹;
Managing Director of Sartorius Lab Holding GmbH;

Managing Director of SWT Treuhand GmbH;
Managing Director of SI Weende-Verwaltungs-GmbH;
Managing Director of SI Grone 1-Verwaltungs-GmbH;
Managing Director of SIV Grone 2 GmbH;
Managing Director of Sartorius Ventures GmbH;
Chairman of the Advisory Board of LabTwin GmbH;
Chairman of the Board of Directors of Sartorius North America Inc.

Past directorships (held during the past five years) within the Group:

Chairman of the Supervisory Board of Sartorius Stedim Biotech GmbH;
Managing Director of Sartorius Weighing Technology GmbH;
Managing Director of Sartorius Corporate Administration GmbH;
President and Chairman of the Executive Committee of Sartorius Stedim FMT S.A.S;
Member of the Board of Directors of Essen Instruments, Inc.;
Chairman of the Board of Directors of Sartorius Stedim North America Inc.;
Member of the Board of Directors of IntelliCyt Corporation;
Chairman of the Board of Directors of Sartorius Stedim Filters Inc.;
Member of the Board of Directors of Denver Instrument (Beijing) Co. Ltd.;
Member of the Board of Directors of Sartorius Stedim Japan K.K.;
Member of the Board of Directors of Sartorius Stedim Lab Ltd.;
Member of the Board of Directors of Sartorius Stedim BioOutsource Ltd.

Other current directorships and positions outside the Group:

Member of the Supervisory Board (Aufsichtsrat) of Carl Zeiss AG, Germany;
 Member of the Administrative Board (Verwaltungsrat) of Ottobock Management SE, Germany;
 Member of the Economic Advisory Board (Wirtschaftsbeirat) of Norddeutsche Landesbank, Germany.

Past directorships (held during the past five years) outside the Group:

Vice Chairman of the Supervisory Board (Aufsichtsrat) of Ottobock SE & Co. KGaA, Germany;
 Member of the regional Advisory Board (Regionalbeirat) of Commerzbank AG, Germany.

Educational and professional background:

Diplom-Maschinenbau-Ingenieur, Dr. rer. pol. (University degree in mechanical engineering, doctorate in economics)

1992–1995	Research associate at the Institute for Solar Energy Research in Hamelin, Germany
1995–1999	Research associate at the Faculty of Economics and Management at the University of Hanover, Germany
Since 1 May 1999	Sartorius AG, Goettingen, Germany. Most recent position before promotion to the Executive Board: Vice President, Finances and Investor Relations
Since 11 Nov. 2002	Member of the Executive Board of Sartorius AG, Goettingen, Germany
1 May 2003, to 10 Nov. 2005	Spokesman (Sprecher) of the Executive Board of Sartorius AG, Goettingen, Germany
Since 11 Nov. 2005	CEO and Executive Board Chairman of Sartorius AG, Goettingen, Germany; currently responsible for Group Strategy, Human Resources, Corporate Research, Legal Affairs & Compliance, Communications

¹ Public listed company

René Fáber

Deputy Chief Executive Officer

Date of birth: 18 July 1975

Nationality: Slovak

First appointment: 26 March 2019

Mandate renewed: 29 March 2022

Appointed until: date of the Annual General Shareholders' Meeting in 2025 to approve the financial statements for the fiscal year ending 31 December 2024

Number of Sartorius Stedim Biotech shares held: 1

Other current directorships and positions within the Group:

Member of the Executive Board of Sartorius AG¹;
Chairman of the Supervisory Board of Sartorius Stedim Biotech GmbH;
Chairman of the Advisory Board of Sartorius CellGenix GmbH;
Member of the Board of Directors of Albumedix Ltd.;
Member of the Board of Directors of Sartorius Korea Biotech LLC;
Member of the Board of Directors of Sartorius Korea Operations LLC;
Member of the Board of Directors of Sartorius Stedim Japan K.K.;
Member of the Board of Directors of Sartorius Stedim (Shanghai) Trading Co., Ltd.;
President and Chairman of the Executive Committee of Sartorius Stedim FMT S.A.S.;
Chairman of the Advisory Board of Sartorius BIA Separations d.o.o.

Past directorships (held during the past five years) within the Group:

Managing Director of Sartorius Stedim Biotech GmbH;
Vice Chairman of the Supervisory Board of Sartorius Stedim Biotech GmbH;
Chairman of the Supervisory Board of Xell AG;
Managing Director of Sartorius Stedim North America Holding GmbH;
Member of the Advisory Board of BIA SEPARATIONS d.o.o.

Other current directorships and positions outside the Group:

Member of the Advisory Board of Curexsys GmbH, Germany.

Past directorships (held during the past five years) outside the Group:

None

¹ Public listed company

Educational and professional background:

Master degree in chemistry at the Technical University in Bratislava, Slovakia

PhD in polymer chemistry at the Technical University of Munich, Germany

2001 – 2002	Scientist at French specialty chemical group Rhodia, Slovakia
2002 – 2004	Post-doctoral researcher at Vivascience
2004 – 2018	Various positions at Sartorius Group (esp. Sartorius Stedim Biotech GmbH, Germany)
2004 - 2006	Scientist R&D Membrane Modification
2006 - 2010	Director development and production of surface modified membranes
2010 – 2013	Vice President R&D Process Technologies
2012 – 2014	Value Creation Agent in Supplier Relationship Center of Roche and Genentech, San Francisco, USA
2014 – 2017	Vice President Marketing and Product Management Filtration Technologies
2016 – 2018	Key Account Manager Roche/Genentech
2017 – 2018	Vice President Marketing and Product Management Fermentation Technologies
2018	Head of Product Development, Bioprocess Solutions Division
Since 2019	Head of Bioprocess Solutions Division of Sartorius Group, Member of the Executive Board of Sartorius AG, Germany

¹ Public listed company

Christelle Baudere

Non-executive member
Director representing the Employees
Date of birth: 15 November 1974
Nationality: French

First appointment: 1 January 2021
Appointed until: date of the Annual General Shareholders' Meeting in 2024 to approve the financial statements for the fiscal year ending 31 December 2023

Number of Sartorius Stedim Biotech shares held: 1

Other current directorships and positions outside the Group: None

Past directorships (held during the past five years) outside the Group: None

Educational and professional background:

1996	Bachelor in Economic and Social Sciences
1998	High school Degree in Management Assistant
2009 - 2010	Les Oasis de Plan d'Eau – Executive Assistant
2010 - 2011	Vinci Group – Executive Assistant
2011 - 2019	Sartorius Stedim FMT SAS – Executive Assistant to Operations
2019 - 2022	Sartorius Stedim FMT SAS - Manager of Indirect Purchasing for Corporate Sourcing
Since 2022	Sartorius Stedim FMT SAS – Travel Expert for EMAE

Pascale Boissel

Non-executive member

Independent Director

Date of birth: 15 October 1966

Nationality: French

First appointment: 26 March 2019

Mandate renewed: 29 March 2022

Appointed until: date of the Annual General Shareholders' Meeting in 2025 to approve the financial statements for the fiscal year ending 31 December 2024

Number of Sartorius Stedim Biotech shares held: 1

Other current directorships and positions outside the Group:

Member of the Board of Directors of Poxel S.A.¹;

Member of the Supervisory Board of Innate Pharma S.A.¹

Past directorships (held during the past five years) outside the Group: None

Educational and professional background:

Graduated from HEC (Ecole des hautes Etudes de Commerciales) : MBA in Finance & Audit

Graduated with a CPA diploma (diplôme d'expertise comptable & commissariat aux comptes)

2009 - 2012	IPSOGEN – Chief Financial Officer
2012 - 2016	BIOASTER Institute – Chief Financial Officer & Deputy Chief Executive Officer
2017 - 2018	ENYO PHARMA – Part time Chief Financial Officer
2017 - 2021	NOVADISCOVERY – Part time Chief Financial Officer

¹ Public listed company

Susan Dexter

Non-executive member

Independent Director

Date of birth: 11 October 1955

Nationality: American

First appointment: 7 April 2015

Mandate renewed: 24 March 2021

Appointed until: date of the Annual General Shareholders' Meeting in 2024 to approve the financial statements for the fiscal year ending 31 December 2023

Number of Sartorius Stedim Biotech shares held: 6

Other current directorships and positions outside the Group: None

Past directorships (held during the past five years) outside the Group: None

Educational and professional background:

Degrees and Certifications: BS in Immunology and Marketing (double major, honors), American University, Washington, D.C., USA

Harvard University Negotiation Course for Lawyers, Harvard University, Cambridge, Massachusetts, USA

Finance for non-financial Managers, Harvard University through Dow Chemical Company internal training program

1975 - 1980	University of Massachusetts Medical School, Research, mammalian cell culture, animal toxicology studies, basic research
1980 - 1986	Collaborative Research, Biotechnology Sales in emerging markets for bioprocessing supplements and raw materials for biomanufacturing
1986 - 1998	Celltech Biologics, Lonza Biologics, Business Development-bioprocessing and manufacturing of biotechnology based biotherapeutics
1998 - 2004	Collaborative BioAlliance, Dow Chemical Company (Dow Biotechnology Contract Manufacturing Services) - Vice President, Business Development for microbial fermentation services, technologies and implementation of single use bioprocessing technologies
2004 - 2008	Xcellerex, Inc. (now GE Healthcare), Chief Business Officer; CMO services using fully integrated single-use bioprocessing technology, sales of single use bioprocessing technologies
2008 - 2020	Latham Biopharm Group, Managing Director; Due Diligence, Acting VP Business Development for multiple CMO's offering contract manufacturing services to the biotechnology life sciences industry, strategic consulting, single-use disposable technology implementation, project management and high-level business development and marketing, Advisor and speak for BioProcess International, Outsourced Pharma

Since 2020

Sonnet Biotherapeutics, Inc., Chief Technical Officer | Non-clinical | CMC | Supply Chain. Responsible for product development for Sonnet's pipeline of biotherapeutic cytokine assets for treatment of solid tumor cancers

Anne-Marie Graffin

Non-executive member
Independent Director
Date of birth: 3 May 1961
Nationality: French

First appointment: 7 April 2015
Mandate renewed: 24 March 2021
Appointed until: date of the Annual General Shareholders' Meeting in 2024 to approve the financial statements for the fiscal year ending 31 December 2023

Number of Sartorius Stedim Biotech shares held: 6

Other current directorships and positions outside the Group:

Member of the Supervisory Board of Valneva SE¹;
Member of the Supervisory Board of Nanobiotix S.A.¹;
Member of the Board of Directors of Vetoquinol S.A.¹;
Managing Director of SMAG Consulting S.A.S.

Past directorships (held during the past five years) outside the Group:

Member of the Supervisory Board of M2Care S.A.S.
Educational and professional background:

Graduated from ESSEC Business School - Paris

1984 - 1987	International Distillers and Vinters, France Products Manager
1988 - 1990	URGO Laboratories Marketing Manager
1991 - 1995	RoC S.A (Johnson & Johnson) - Head of International Marketing Group
1998 - 2000	Sanofi Pasteur MSD – Product Manager Adult Vaccines France
2001 - 2005	Sanofi Pasteur MSD - Head of range then Adult Vaccines Marketing Director Europe
2006 - 2008	Sanofi Pasteur MSD - Executive Director Business Management
2009 - 2010	Sanofi Pasteur MSD – Executive Vice President

Since 2011

Managing Director SMAG Consulting S.A.S. – Life Sciences Expert, Biotech and Medtech Advisor

¹Public listed company

Lothar Kappich

Non-executive member

Date of birth: 15 February 1957

Nationality: German

First appointment: 14 September 2017

Mandate renewed: 29 March 2022

Appointed until: date of the Annual General Shareholders' Meeting in 2025 to approve the financial statements for the fiscal year ending 31 December 2024

Number of Sartorius Stedim Biotech shares held: 1

Other current directorships and positions within the Group:

Chairman of the Supervisory Board of Sartorius AG¹.

Past directorships (held during the past five years) within the Group:

None

Other current directorships and positions outside the Group: None

Past directorships (held during the past five years) outside the Group: None

Educational and professional background:

Doctorate (Dr. rer. pol.) in economics (subject of the doctoral dissertation: Theory of International Business Activity)

1988 - 1990	Controller in the Central Controlling Department from Schering AG in Berlin
1990 - 2017	ECE Projektmanagement G.m.b.H. & Co. KG in Hamburg, latest position Managing Director of ECE's HR & Corporate Services as well as Managing Director of numerous subsidiaries at the ECE group
2007 - 2017	Member of the Supervisory Board of Sartorius AG, Goettingen
Since 2017	Chairman of the Supervisory Board of Sartorius AG, Goettingen

¹Public listed company

Henri Riey

Non-executive member

Date of birth: 5 November 1961

Nationality: Monegasque

First appointment: 29 June 2007

Mandate renewed: 29 March 2022

Appointed until: date of the Annual General Shareholders' Meeting in 2025 to approve the financial statements for the fiscal year ending 31 December 2024

Number of Sartorius Stedim Biotech shares held: 6

Other current directorships and positions outside the Group:

President of Aidea;

President of Groupe HR S.A.S.;

President of Association Monegasque de Cindynique;

Director and secretary-treasurer of The Princess Grace Foundation (Monaco).

Educational and professional background:

Diplôme Institut Supérieur de Gestion (France)

(degree earned at the French Higher Institute of Business Management "Institut supérieur de gestion")

1985–1988	Fund Manager at Paribas bank
1988–1996	Fund Manager, responsible for the European Equity Fund Management Team at Barclays Bank, France
1996–1999	Head of Research of Barclays Asset Management Europe
1999–2004	Executive Vice President of Barclays Asset Management; in charge of all fund management businesses
2004 - 2013	CFO of Hendyplan S.A.

Total Number of Shares and Voting Rights

**DECLARATION RELATIVE TO
THE NUMBER OF SHARES AND VOTING RIGHTS
MAKING UP THE ISSUED CAPITAL**

Article L 233-8-II of the Code of commerce
and article 223-6 of the general regulations of the AMF

Designation of issuer

SARTORIUS STEDIM BIOTECH SA

CS 91051

Z. I. Les Paluds

Avenue de Jouques

13781 Aubagne Cedex

Date of information	Total number of shares making up the issued capital	Total number of theoretical voting rights including treasury shares	Total number of net voting rights
December 31, 2022	92,180,190	160,432,470	160,419,549

Agenda of the Annual General Shareholders Meeting of 27 March 2023

Ordinary Part:

- Reading of the Board of Directors' management report on the financial statements including the Group's report;
- Reading of the Board of Directors' report on the proposed resolutions of the Shareholders' Meeting;
- Reading of the Board of Directors' corporate governance report;
- Reading of the Statutory Auditors' report on the Company's financial statements for the year ended 31 December 2022;
- Reading of the Statutory Auditors' report on the consolidated financial statements for the year ended 31 December 2022;
- Reading of the Statutory Auditors' report on the regulated agreements covered by Article L.225 - 38 and subsequent of the French Commercial Code;
- Approval of the Company's financial statements for the year ended 31 December 2022 and discharge to all Directors; (Resolution N°1)
- Approval of the consolidated financial statements for the year ended 31 December 2022; (Resolution N°2)
- Allocation of the financial result for the year ended 31 December 2022; (Resolution N°3)
- Approval of the special report of the Statutory Auditors concerning regulated agreements as referred to in Articles L.225 - 38 et seq. of the French Commercial Code; (Resolution N°4)
- Approval of the remuneration policy and determination of the amount of the total annual remuneration to be allocated to the Board of Directors for the 2023 financial year; (Resolution N°5)
- Approval of the information mentioned in Article L. 22 - 10 - 9 of the French Commercial Code concerning the remuneration due or awarded to the corporate officers for the 2022 financial year; (Resolution N°6)
- Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the Chairman of the Board and Chief Executive Officer for the 2022 financial year; (Resolution N°7)
- Approval of the remuneration policy of the Chairman and Chief Executive Officer for the 2023 financial year; (Resolution N°8)
- Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the Deputy Chief Executive Officer for the 2022 financial year; (Resolution N°9)

- Approval of the remuneration policy of the Deputy Chief Executive Officer for the 2023 financial year; (Resolution N°10)
- Authorization granted to the Board of Directors to enable the Company to trade in its own shares; (Resolution N°11)
- Powers to carry out the formalities. (Resolution N°12)

Extraordinary Part:

- Reading of the Board of Directors' report on the proposed resolutions of the Shareholders' Meeting;
- Reading of the Statutory Auditors' special reports;
- Delegation of authority granted to the Board of Directors to issue shares, without preferential subscription rights of the shareholders, to named beneficiaries; (Resolution N°13)
- Delegation of authority granted to the Board of Directors to reduce the capital in accordance with Article L. 22 - 10 - 62 of the French Commercial Code; (Resolution N°14)
- Delegation of authority granted to the Board of Directors to issue shares and/or securities giving or capable of giving access to the share capital of the Company, reserved for members of company savings plan, without preferential subscription rights of the shareholders; (Resolution N°15)
- Powers to carry out the formalities. (Resolution N°16)

Report of the Board of Directors dated on February 8, 2023 on the Project of Resolutions proposed to the Annual Combined General Shareholders' meeting of 27 March 2023¹

¹ It is specified that the following resolution has been added to the agenda of the shareholders' meeting of 27 March 2023 to comply with the provisions of Article L. 225-129-6 of the French Commercial Code: *"Delegation of authority granted to the Board of Directors to issue shares and/or securities giving or capable of giving access to the share capital of the Company, reserved for members of company savings plan, without preferential subscription rights of the shareholders"* Resolution n°15; (please refer to pages 56 et seq.). Such resolution will be included in the convening notice (*avis de convocation*) published in the BALO in accordance with law.

**REPORT OF THE BOARD OF DIRECTORS
ON THE RESOLUTIONS PROPOSED
TO THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
OF MARCH 27, 2023**

Dear Shareholders,

We have convened you to an ordinary and extraordinary shareholders' meeting of Sartorius Stedim Biotech SA (hereinafter the "Company"), on March 27, 2023 at 2:00 pm, in order to deliberate on the following agenda:

Ordinary Part

Reading of the Board of Directors' management report on the financial statements including the Group's report;

Reading of the Board of Directors' report on the proposed resolutions of the Shareholders' Meeting;

Reading of the Board of Directors' corporate governance report;

Reading of the Statutory Auditors' report on the financial statements for the year ended 31 December 2022;

Reading of the Statutory Auditors' report on the consolidated financial statements for the year ended 31 December 2022;

Reading of the Statutory Auditors' report on the regulated agreements covered by Article L.225 -38 and subsequent of the French Commercial Code;

1. Approval of the Company's financial statements for the year ended 31 December 2022 and discharge to all Directors; (Resolution N°1)
2. Approval of the consolidated financial statements for the year ended 31 December 2022; (Resolution N°2)
3. Allocation of the financial result for the year ended 31 December 2022; (Resolution N°3)
4. Approval of the special report of the Statutory Auditors concerning regulated agreements as referred to in Articles L.225 -38 et seq. of the French Commercial Code; (Resolution N°4)
5. Approval of the remuneration policy and determination of the amount of the total annual remuneration to be allocated to the Board of Directors for the 2023 financial year; (Resolution N°5)
6. Approval of the information mentioned in Article L. 22 -10 -9 of the French Commercial Code concerning the remuneration due or awarded to the corporate officers for the 2022 financial year; (Resolution N°6)

7. Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the Chairman of the Board and Chief Executive Officer for the 2022 financial year; (Resolution N°7)
8. Approval of the remuneration policy of the Chairman and Chief Executive Officer for the 2023 financial year; (Resolution N°8)
9. Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the Deputy Chief Executive Officer for the 2022 financial year; (Resolution N°9)
10. Approval of the remuneration policy of the Deputy Chief Executive Officer for the 2023 financial year; (Resolution N°10)
11. Authorization granted to the Board of Directors to enable the Company to trade in its own shares; (Resolution N°11)
12. Proxy to carry out formalities. (Resolution N°12)

Extraordinary Part

Reading of the Board of Directors' report on the proposed resolutions of the Shareholders' Meeting;

Reading of the Statutory Auditors' special reports;

13. Delegation of authority granted to the Board of Directors to issue shares, without preferential subscription rights of the shareholders, to named beneficiaries; (Resolution N°13)
14. Delegation of authority granted to the Board of Directors to reduce the capital in accordance with Article L. 22 - 10 - 62 of the French Commercial Code (Resolution N°14);
15. Proxy to carry out formalities. (Resolution N°15).

The purpose of this report is to present a general explanation of the draft resolutions proposed by the Board of Directors.

A description of the Company's operations is provided in the management report and the universal registration document prepared by the Company. In order to complete your information, we invite you to read these documents as well as the statutory auditors' reports at the Shareholders' Meeting.

All documents related to the Shareholders' Meeting, in particular the draft resolutions proposed to the Shareholders' Meeting, the management report, the report of the Board of Directors on corporate governance, the universal registration document and the statutory auditors' reports are made available to you in the manner and within the time limits provided for by law. These documents are available on the Company's website (<https://www.sartorius.com>)

Details of draft resolutions submitted by the Board of Directors

1. Ordinary Part

Approval of the Company's financial statements and of the consolidated financial statements for the financial year ending 31 December 2022 and discharge to the Directors (Resolutions N°1 and 2)

In the first resolution, we propose that you take the following decisions:

- approval of the Company's financial statements of Sartorius Stedim Biotech for fiscal year 2022, which show a profit of €154,694,838 and to grant discharge to the directors,
- taking note of the absence of expenses referred to in Article 39.4° of the French Tax Code.

In the second resolution, we propose that you approve the consolidated financial statements for the financial year 2022, which show a profit of €879,915,491.

The Company's and consolidated financial statements for the year ended December 31, 2022 are reproduced in the management report and the universal document registration relating to the audit of the financial year. These documents are available on the Company's website.

Allocation of the financial result for the year ended 31 December 2022 (Resolution N°3)

The annual accounts for the financial year ending 31 December 2022 show a net income of €154,694,838, to which is added the previous retained earnings of €74,757,881, resulting in a distributable profit of €229,452,719.

We propose that you allocate this distributable profit by distributing €132,721,775 as dividends (excluding treasury shares) and allocating the balance, i.e. €96,730,944, to the "Retained earnings" account.

The amount of the proposed dividend has been calculated on the basis of the number of shares entitled to dividends as of December 31, 2022, i.e. 92,180,190 shares. Thus, each share with a par value of €0.20 would give rise to the payment of a net dividend of €1.44.

The dividend would be paid as from April 3, 2023.

We would like to inform you that for individual shareholders domiciled for tax purposes in France, dividends received are subject, pursuant to Article 200 A, 1 A 1° of the French Tax Code, to a single flat-rate withholding tax of 12.8%, or such income may be taxed at the progressive income tax rate at the shareholder's option. In the latter case, the dividends are eligible for the 40% allowance referred to in Articles 158 3 2° and 243 bis of the French Tax Code. In both cases, when dividends are paid, they are subject to a non-discharging withholding tax at the rate of 12.8% as an advance payment of personal income tax, which is deducted from the final tax due.

However, in accordance with the third paragraph of Article 117 quater of the French General Tax Code, individuals belonging to a tax household whose taxable income is less than €50,000 for single, divorced or widowed taxpayers or €75,000 for taxpayers subject to joint taxation, may request exemption from this 12.8% non-discharging tax under the conditions provided for in Article 242 quater of the French Tax Code.

In addition, for individual shareholders domiciled in France for tax purposes, dividends paid are in any cases subject to social security contributions at a rate of 17.2%.

Pursuant to the provisions of Article 243 bis of the French Tax Code, we hereby inform you that the amounts distributed for the last three financial years were as follows:

Exercise	Dividend ¹	Amount eligible for the 40% allowance	Amount not eligible for the 40% allowance	Dividend per shares ¹
Dec. 31, 2021	116,142,805	116,142,805	0	€1.26
Dec. 31, 2020	62,682,529	62,682,529	0	€0.68
Dec. 31, 2019	31,341,265	31,341,265	0	€0.34

1 Prior to deduction of social contribution on the dividend paid to individuals.

Approval of the special report of the Statutory Auditors concerning regulated agreements as referred to in Articles L. 225 - 38 et seq. of the French Commercial Code (Resolution N°4)

We invite you to take note of the statutory auditors' special report on regulated agreements, which will be read to you at the Shareholders' Meeting and which are made available to you in the manner and within the time limits provided for by law. These documents are available on the Company's website.

After having considered the report of the Board of Directors and the special report of the Statutory Auditors concerning regulated agreements as referred to in Articles L.225 - 38 et seq. of the French Commercial Code, we invite you to:

- take note that no agreement as referred to in Articles L.225 - 38 et seq. of the French Commercial Code was entered into during the 2022 financial year;
- take note that the services agreement entered into between the Company and Sartorius AG, which was previously submitted every year to the shareholders' meeting for approval in accordance with Articles L.225 - 38 et seq. of the French Commercial Code, was terminated with effect as from January 1, 2022;
- approve the conclusions of the special report of the Statutory Auditors.

Approval of the remuneration policy and determination of the amount of the total annual remuneration to be allocated to the Board of Directors for the 2023 financial year (Resolution N°5)

We submit to your approval the remuneration policy applicable to the directors and the terms and conditions of the distribution of the amount allocated by the Shareholders' Meeting.

We invite you to set the total annual amount of directors' remuneration at €325,800, to be distributed among the directors in respect of the financial year ending 31 December 2023 in accordance with the policy approved above.

Approval of (i) the information mentioned in Article L. 22 - 10 - 9 of the French Commercial Code concerning the remuneration due or awarded to the corporate officers for the 2022 financial year, (ii) of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the

Chairman of the Board and Chief Executive Officer for the 2022 financial year, (iii) of the remuneration policy of the Chairman and Chief Executive Officer for the 2023 financial year, (iv) of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the Deputy Chief Executive Officer for the 2022 financial year and (v) of the remuneration policy of the Deputy Chief Executive Officer for the 2023 financial year (Resolutions N°6 to 10)

In accordance with the applicable law, the Board of Directors has prepared its report on corporate governance which is integrated in the universal registration document. The report on corporate governance contains in particular all the information required by Article L. 22 - 10 - 9 of the French Commercial Code (ex post vote), details of the elements comprising the compensation of the Chairman and Chief Executive Officer and of the Deputy Chief Executive Officer for the 2022 financial year (ex post vote), as well as the remuneration policy of the Chairman and Chief Executive Officer and of the Deputy Chief Executive Officer for the 2023 financial year (ex ante post).

We invite you to take note of the Board of Directors' report on corporate governance, which will be read to you at the Shareholders' Meeting and which is made available to you in the manner and within the time limits provided for by law and regulations. It is available on the Company's website.

In this context, we submit to your approval:

- in the sixth (6th) resolution, in accordance with the provisions of Article L. 22 - 10 - 34 of the French Commercial Code, on the information mentioned in I of Article L. 22 - 10 - 9 of the French Commercial Code as described in the Board of Directors' report on corporate governance (ex post vote),
- in the seventh (7th) resolution, in accordance with the provisions of Article L. 22 - 10 - 34 of the French Commercial Code, on the fixed, variable and exceptional components of the remuneration and benefits of any kind due or allocated to Mr. Joachim Kreuzburg, Chairman of the Board and Chief Executive Officer, for the financial year ended December 31, 2022, as described in the Board of Directors' report on corporate governance (ex post vote),
- in the eighth (8th) resolution, in accordance with the provisions of Article L. 22 - 10 - 8 of the French Commercial Code, on the remuneration policy of the Chairman of the Board and Chief Executive Officer for the financial year ended December 31, 2023, as described in the Board of Directors' report on corporate governance (ex ante vote),
- in the ninth (9th) resolution, in accordance with the provisions of Article L. 22 - 10 - 34 of the French Commercial Code, on the fixed, variable and exceptional components of the remuneration and benefits of any kind due or allocated to Mr. René Faber, Deputy Chief Executive Officer, for the financial year ended December 31, 2022, as described in the Board of Directors' report on corporate governance (ex post vote),
- in the tenth (10th) resolution, in accordance with the provisions of Article L. 22 - 10 - 8 of the French Commercial Code, on the remuneration policy of the Deputy Chief Executive Officer for the financial year ended December 31, 2023, as described in the Board of Directors' report on corporate governance (ex ante vote).

Authorization granted to the Board of Directors to enable the Company to trade in its own shares (Resolution N°11)

We remind you that the shareholders' meeting of March 29, 2022 in its tenth (10th) resolution, set up a share buyback program for a period of 18 months. The purpose of this program was to promote liquidity and stimulate the market price of the Company's shares under a liquidity contract, within the limit of 0.10% of the share capital and for a maximum buyback price of € 750 per share.

We invite you to renew this share buyback program and therefore we submit to your approval the authorization granted to the Board of Directors to enable the Company to acquire, hold, or transfer, its own shares, during a period of 18 months starting from the date of this Shareholders' Meeting, up to a limit of 0.10% of the share capital.

The purpose of the share buyback program would be to promote liquidity and stimulate the market price of the Company's shares under a liquidity contract that complies with the code of ethics of the French Association of Financial Market ("Association Française des Marchés Financiers") recognized by the French Financial Markets Authority ("Autorité des Marchés Financiers – AMF").

The share buyback program would have, in order of priority, the following objectives:

- to promote liquidity and stimulate the price of the Company's shares under a liquidity contract that complies with the ethical charter of the Association Française des Marchés Financiers recognized by the AMF,
- the cancellation of all or part of the shares thus purchased, within the maximum legal limit of 10% of the total number of shares composing the capital, for a period of twenty-four (24) months, pursuant to the fourteenth (14th) resolution this Shareholders' Meeting and subject to the adoption of the fourteenth (14th) resolution,
- the delivery of shares (for exchange, payment or otherwise) in the context of external growth, merger, demerger or contributions,
- the delivery of shares upon the exercise of rights attached to securities giving access to the capital by redemption, conversion, exchange, exercise of a warrant or in any other manner,
- the delivery of share to its corporate officers and employees as well as those of companies affiliated to it, under the conditions and in the terms provided for by law, particularly in the context of stock option plan, free granting plan of issued or to be issued shares or company or inter-companies saving plans,
- the conservation of the shares for purposes of patrimonial and financial management. The terms and conditions of the share buyback program would be as follows:
- Duration of the program: a maximum of 18 months, starting from the date of this Shareholders' Meeting and expiring on the date when any shareholders' meeting of the Company adopts a new share buyback program or, alternatively, on September 27, 2024,
- Maximum redemption percentage allowed: 0,10% of the share capital, i.e. 92,180 shares on the basis of 92,180,190 shares comprising the share capital as of the date of this Shareholders' Meeting; being specified that this limit applies to an amount of the Company's share capital which will be adjusted, if necessary, by the Board of Directors to take into account transactions affecting the share capital subsequent to this Shareholders' Meeting, and that the acquisitions made by the Company may not, under any circumstances, result in the Company holding, directly or indirectly through its subsidiaries, more than 10% of its share capital, when the shares are acquired in order to promote the liquidity of the Company's shares under the conditions defined by the general regulations of

French Financial Market Authority (Autorité des Marchés Financiers), the number of shares taken into account for the calculation of this limit shall correspond to the number of shares purchased less the number of shares resold during the term of the authorization,

- Maximum unit purchase price (excluding fees and commissions): € 650, i.e. a maximum theoretical amount allocated to the share buyback program of €59,917,000 on the basis of the maximum percentage of 0.10%, excluding trading fees, the maximum theoretical amount will be adjusted, if necessary, by the Board of Directors to take into account transactions affecting the share capital subsequent to this Shareholders' Meeting.

The dividends from those shares would be allocated to the retained earnings account.

We also propose that you grant full powers to the Board of Directors, with the option of sub-delegation under the conditions provided for by law and regulations, to implement this authorization, and in particular to determine the terms and conditions of the share buyback program in accordance with the law and this resolution, and, in particular, make any adjustments related to capital transactions, place any stock market orders, enter into any agreements, in particular for the keeping of registers of purchases and sales of shares,

make any declarations to the AMF and any other body, complete any formalities and, in general, do whatever is necessary.

This authorization would render ineffective for the future the authorization granted by the shareholders' meeting of March 27, 2022 in its tenth (10th) resolution.

Proxy to carry out formalities (Resolution N°12)

We propose that you give full powers to the bearer of a copy or extract of the minutes of the Shareholders' Meeting to carry out all legal formalities.

2. Extraordinary Part

Delegation of authority granted to the Board of Directors to issue shares, without preferential subscription rights of the shareholders, to named beneficiaries (Resolution N°13)

In accordance with the provisions of Articles L. 225 - 129, L. 225 - 129 - 2 and L. 225 - 138 of the French Commercial Code, we invite you to delegate authority to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to proceed, in one or several times, in the proportion and at the times it considers appropriate, with the issuance of shares, other than preference shares, without preferential subscription rights of the shareholders, to the following named beneficiaries:

- (a) Unicorn-Biotech Holding GmbH, a limited liability company (Gesellschaft mit beschränkter Haftung), duly incorporated and validly existing under the laws of Austria, with its corporate seat in Vienna, Austria and its business address at Czerninplatz 4, A- 1020 Vienna, Austria, registered with the commercial register of commercial court Vienna (Handelsgericht Wien) under registration number FN 492247 v ("Unicorn- Biotech");

(b) META Ingenium, družba tveganega kapitala, d.o.o., a limited liability company, duly incorporated and validly existing under the laws of Slovenia, with its corporate seat in Ljubljana, Slovenia and its business address at Trdinova ulica 9, 1000 Ljubljana, Slovenia, registered with the Slovenian court/commercial register under no. 3719669000 ("META Ingenium"); and/or

(c) any person affiliated with Unicorn-Biotech and/or META Ingenium (a person or entity that directly or indirectly controls, is controlled by, or is under common control with, another person or entity, within the meaning of Article L. 233 - 3 of the French Commercial Code);

The nominal amount of the share capital increase or share capital increases that may be carried out immediately or in the future pursuant to this delegation of authority shall not exceed a maximum amount of one hundred thirty-three thousand and nine hundred eighty euros (€133,980).

This delegation would enable the Board of Directors to issue Company's shares in consideration for the second earn-out payment in the context of the acquisition by the Company of the Slovenian purification specialist BIA Separations (see the Company's press release dated November 2, 2020).

This delegation of authority would automatically entail an express waiver by the Company's shareholders of their preferential subscription rights on shares that may be issued pursuant to this delegation of authority.

The subscription of the shares may be made either in cash or by way of set-off against certain, due and payable receivables (compensation de créances certaines, liquides et exigibles) held upon the Company.

Pursuant to Article L. 225 - 138 II of the French Commercial Code, the issue price of shares issued pursuant to this delegation of authority would be at least equal to the volume weighted average of the prices of the

Company share over the last three trading days on the Euronext Paris regulated market preceding the issuance of the shares issued pursuant to this delegation of authority.

We also propose that you grant full powers to the Board of Directors, with the option to sub-delegate such powers in accordance with the law and regulations, to implement this delegation of authority, and in particular to:

- decide the share capital increase;
- decide the amount of the share capital increase, the issue price of the shares to be issued and, if applicable, the amount of the issue premium;
- determine the dates, terms and conditions of the capital increase or increases, the characteristics of the shares to be issued;
- determine the means of payment of the shares to be issued;
- determine the conditions under which, in accordance with applicable law, the allotment rights of holders of securities giving or capable of giving access to shares may be temporarily suspended;
- at its own discretion, charge the costs of capital increases against the premium arising thereon and deduct from this premium the sums necessary to increase the legal reserve;
- determine and make all adjustments to take account of the impact of transactions involving the share capital of the Company, in particular a change in the nominal value of the share, increase in

share capital by incorporation of reserves, free allocation of shares, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting shareholders' equity or the share capital, and set all other terms enabling, where necessary, the rights of holders of securities giving access to the share capital of the Company to be preserved;

- duly record completion of each capital increase carried out pursuant to this delegation of authority and make the necessary amendments to the Articles of association of the Company; and
- generally, enter into all agreements, in particular to ensure completion of the proposed issues, take all measures and accomplish all formalities required for the issuance, listing and financial administration of shares and/or securities issued under this delegation of authority and the exercise of the rights attached thereto.

This delegation of authority is granted for a period of eighteen (18) months as from the date of this Shareholders' Meeting.

Delegation of authority granted to the Board of Directors to reduce the capital in accordance with Article L. 22 - 10 - 62 of the French Commercial Code (Resolution N°14)

We invite you to authorize the Board of Directors, pursuant to Article L. 22 - 10 - 62 of the French Commercial Code, with the right to sub-delegate in accordance with applicable law and regulation, to reduce the social capital, in one or several times and at any time as it deems appropriate, through the cancellation of shares that the Company owns or shall buy pursuant to the implementation of the share buyback program authorized in this Shareholders' Meeting in its eleventh (11th) resolution or any later resolution with the same object within the maximum limit of 10% of the capital of the Company and by periods of twenty-four (24) months, and to proceed in the corresponding proportions at a capital reduction, it being specified that this limit shall be adjusted, if necessary, in order to take into account the operations that would affect it after this Shareholders' Meeting.

The purpose of this delegation is to provide the Board of Directors with an additional option in the conduct of its financial strategy and would enable it to ensure the preservation of your rights, particularly in periods of high financial volatility.

We also propose that you grant the Board of Directors all powers, with the option to subdelegate such powers in accordance with the law, to set the terms and conditions for the cancellation of shares, to allocate the difference between the book value of the cancelled shares and their par value to any reserve or additional paid-in capital accounts, to make the amendments to the bylaws resulting from this authorization and to carry out all necessary formalities.

This delegation would render ineffective for the future the delegation granted by the shareholders' meeting of March 29, 2022 in its twenty-fifth (25th) resolution.

This delegation would be valid for a period of twenty-four (24) months as from the date of this Shareholders' Meeting.

Proxy to carry out formalities (Resolution N°15)

We propose that you grant full powers to the bearer of an original, copy or extract of these minutes for the purpose of carrying out all filing, publication and other formalities provided for by the law and regulations in force relating to the decisions taken in the context of this Shareholders' Meeting.

We thank you for your trust and ask you to adopt the decisions that we submit to your vote.

Aubagne,
February 8, 2023
The Board of Directors

**ADDENDUM DATED 6 MARCH 2023 TO THE REPORT OF THE BOARD OF DIRECTORS
ON THE DRAFT RESOLUTIONS PROPOSED TO THE ORDINARY AND EXTRAORDINARY
SHAREHOLDERS' MEETING OF MARCH 27, 2023**

Dear shareholders,

The purpose of this addendum is to supplement the report of the Board of Directors on the draft resolutions proposed to the ordinary and extraordinary shareholders' meeting of March 27, 2023 (the **"Report of the Board"**).

It forms an integral part of the Report of the Board and is to be read in coordination with such Report of the Board and with the draft resolutions contained in the convening notice (*avis de convocation*). These documents, as well as all preparatory documents for the ordinary and extraordinary shareholders' meeting of March 27, 2023, to which you are invited to refer, are available on the Company's website at the following address: <https://www.sartorius.com/en/company/investor-relations/sartorius-stedim-biotech-sa-investor-relations/shareholders-meeting>.

We inform you that the agenda and draft resolutions as presented in the meeting notice (*avis de réunion*) published in the Bulletin des Annonces Légales Obligatoires n°20 dated February 15, 2023 (n° 2300286) must be amended in order to (i) add a draft resolution relating to the issuance of shares and/or securities giving or capable of giving access to the share capital of the Company, reserved for members of company savings plan, without preferential subscription rights of the shareholders, pursuant to the provisions of Article L. 225-129-6 of the French Commercial Code, and (ii) to renumber the draft resolution n°15 appearing in the meeting notice (*avis de réunion*) published in the *Bulletin des Annonces Légales Obligatoires* n°20 dated February 15, 2023 (n° 2300286), in the agenda and draft resolutions.

Detailed statement of the draft resolution added to the agenda contained in the meeting notice (*avis de réunion*) published in the Bulletin des Annonces Légales Obligatoires n°20 dated February 15, 2023

Delegation of authority granted to the Board of Directors to issue shares and/or securities giving or capable of giving access to the share capital of the Company, reserved for members of company savings plan, without preferential subscription rights of the shareholders (Resolution N°15)

A request for delegation of authority to increase the share capital in cash was submitted to your vote under the 13th resolution (*Delegation of authority granted to the Board of Directors to issue shares, without preferential subscription rights of the shareholders, to named beneficiaries*).

However, pursuant to the provisions of Article L. 225-129-6 of the French Commercial Code, we are required to propose a capital increase reserved for the Company's employees. The legislator wanted to require companies that carry out a capital increase in cash to decide on the opening of their capital to their employees and to the employees of the companies related to them.

We do not believe that this method is the most appropriate and the Company has, in fact, put in place tools to retain and motivate its employees.

For these reasons, we invite you to reject the resolution referred to in this paragraph.

Nevertheless, in the event that you do not wish to follow our recommendations, we inform you that in this resolution, your authority would be delegated to the Board of Directors for the purpose of deciding, in one or several times, in the proportion and at the times that it considers appropriate, to issue shares, excluding preference shares, and/or securities of any kind whatsoever, with the exception of securities giving or that may give entitlement to preference shares, giving or that may give access to the Company's share capital, whether new or existing shares, to the benefit of members of one or more company savings plans, or any other plan to whose members Article L. 3332-18 of the French Labour Code would allow a capital increase to be reserved under equivalent conditions set up within a French or foreign company or group of companies falling within the scope of consolidation or combination of the Company's accounts pursuant to Articles L. 3344-1 and L. 3344-2 of the French Labor Code, it being specified that the shares and/or securities subscribed for could be paid up either in cash, or by set-off against certain, due and payable receivables held upon the Company, or by capitalization of reserves, profits or share premiums in the event of a free allocation of shares under the discount and/or the employer's contribution.

The amount of the capital increase(s) that may be carried out immediately or in the future pursuant to this delegation of authority would not exceed a maximum amount of six million euros (€ 6,000,000.00).

The issue price of the shares and/or securities giving or that may give access to the Company's share capital would be determined under the conditions set forth in Articles L. 3332-18 and seq. of the French Labor Code and may not be lower than thirty per cent (30%) of the volume weighted average of the prices of the Company share over the last twenty (20) trading days on the regulated market of Euronext Paris preceding the date of the decision setting the opening date of the subscription period for the capital increase reserved for members of a company savings plan. If it deems it appropriate, in particular in order to take into account new international accounting provisions or the legal, accounting, tax and social security regimes applicable in the countries of residence of certain beneficiaries, the Board of Directors may reduce or eliminate the aforementioned discount, within the legal and regulatory limits. The Board of Directors could also replace all or part of the discount by the allocation of shares and/or securities giving access to the Company's share capital pursuant to the provisions below.

The Board of Directors, under the terms of this delegation of authority, could proceed with the free allocation of shares and/or other securities giving immediate or future access to the Company's shares

in substitution for all or part of the discount and/or, where applicable, the employer's contribution, it being understood that the total benefit resulting from this allocation by way of discount and/or employer's contribution may not exceed the legal and regulatory limits.

In addition, full powers would be given to the Board of Directors, with the option of sub-delegation under the conditions laid down by law and regulations, to implement this delegation of authority, and in particular:

- draw up, in accordance with the law, a list of the companies or groups of companies whose beneficiaries indicated in paragraph 1 above may subscribe to the shares and/or securities giving or that may give access to the Company's share capital thus issued and benefit, where applicable, from the shares and/or securities giving or that may give access to the Company's share capital allocated free of charge;
- decide that subscriptions for shares and/or securities may be made directly by beneficiaries who are members of a company savings plan, or through the intermediary of company mutual funds or other structures or entities permitted by applicable legal and regulatory provisions;
- determine the conditions, in particular seniority conditions, to be met by the beneficiaries of the new shares or securities that may be issued in connection with the capital increases covered by this resolution;
- set the opening and closing dates for subscriptions to the shares and/or securities;
- set the amounts of the issues that will be carried out pursuant to this delegation of authority and, in particular, set the issue prices, dates, deadlines, terms and conditions of subscription, payment, delivery and dividend rights of the shares and/or securities, even retroactively, the reduction rules applicable in the event of oversubscription, as well as the other terms and conditions of the issues, within the legal and regulatory limits in force;
- provide for the right to make any adjustments required in accordance with the legal and regulatory provisions, in accordance with the terms and conditions that it shall determine;
- in the event of the issue of new shares, charge, if applicable, the sums necessary to pay up the said shares against reserves, profits or share premiums;
- at its sole initiative, charge the costs of the capital increase against the amount of the related premiums and deduct from this amount the sums necessary to fund the legal reserve;
- record the capital increase(s) carried out pursuant to this delegation of authority and amend the Company's Articles of Association accordingly; and

- in general, enter into any and all agreements, in particular in order to successfully complete the planned issues, take all measures and decisions and carry out all formalities necessary for the issue, listing and financial servicing of the shares and/or securities issued pursuant to this delegation of authority and the exercise of the rights attached thereto.

This delegation would invalidate for the future the delegation granted by the shareholders' meeting of March 29, 2022 in its twenty-third (23rd) resolution.

This delegation of authority would be granted for a period of twenty-six (26) months as from March 27, 2023.

Project of Resolutions of the Annual Combined General Shareholders' Meeting of 27 March 2023

RESOLUTIONS
OF THE SHAREHOLDERS' GENERAL MEETING
OF MARCH 27, 2023

Resolutions submitted to the Ordinary Shareholders' Meeting

First resolution

(Approval of the Company's financial statements for the year ended 31 December 2022 and discharge to all Directors)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the Company's financial statements for the year ended 31 December 2022, the report of the Board of Directors and the report of the Statutory Auditors concerning these financial statements, approved the Company's financial statements for the year ended 31 December 2022, which disclosed a net profit of €154,694,838 as presented, and the transactions reflected in these financial statements or summarized in these reports.

As a result, the Shareholders' Meeting grants full and unreserved discharge to the Directors for the execution of their management duties for said reporting year.

The Shareholders' Meeting asserts that no overall expenses referred to in Article 39, 4° of the French Tax Code were noted.

Second resolution

(Approval of the consolidated financial statements for the year ended 31 December 2022)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings has, after having considered the consolidated accounts for the year ended 31 December 2022, the report of the Board of Directors and the report of the Statutory Auditors concerning these consolidated accounts, approved the consolidated financial statements for the year ended 31 December 2022, which disclosed a net profit of €879,915,491 as presented, and the transactions reflected in these financial statements or summarized in these reports.

Third resolution

(Allocation of the financial result for the financial year ended 31 December 2022)

The Shareholders' meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, has decided to allocate as follows, the net profit for the year ended 31 December 2022:

Net Profit of the year 2022: €154,694,838

- Profit carried forward of the year 2021: €74,757,881
- Distributable profit: €229,452,719
- Total amount of dividends to be disbursed to shareholders ¹: € 132,721,775 (excluding treasury shares)
- Balance resulting from disbursement: €96,730,944.

¹ The amount of dividends was calculated on the basis of the total number of shares as of December 31, 2022 (92,180,190 shares).

Each share of the company with a nominal value of €0,20 will entitle its holder to a payment of a net dividend valued at €1.44.

The dividend will be paid as from April 3, 2023.

The Shareholders' Meeting notes that for individual shareholders domiciled for tax purposes in France, dividends received are subject, pursuant to Article 200 A, 1 A 1° of the French Tax Code, to a single flat-rate withholding tax of 12.8%, or such income may be taxed at the progressive income tax rate at the shareholder's option. In the latter case, dividends are eligible for the 40% allowance referred to in Articles 158 3 2° and 243 bis of the French Tax Code. In both cases, when dividends are paid, they are subject to a non-discharging withholding tax at the rate of 12.8% as an advance payment of personal income tax, which is deducted from the final tax due.

However, in accordance with the third paragraph of Article 117 quater of the French Tax Code, individuals belonging to a tax household whose reference tax income is less than € 50,000 for single, divorced or widowed taxpayers or € 75,000 for taxpayers subject to joint taxation, may request exemption from this 12.8% non-discharging tax under the conditions provided for in Article 242 quater of the French Tax Code.

In addition, for individual shareholders domiciled in France for tax purposes, dividends paid are in any cases subject to social security contributions at a rate of 17.2%.

The Shareholders' Meeting notes, in accordance with the provisions of Article 243 bis of the French Tax Code, that the dividends paid in respect of the last three financial years were as follows:

Exercise	Dividendes ¹	Amount eligible for the 40% allowance	Amount not eligible for the 40% allowance	Dividend per shares ¹
Dec. 31, 2021	116,142,805	116,142,805	0	€1.26
Dec1 31, 2020	62,682,529	62,682,529	0	€0.68
Dec. 31, 2019	31,341,265	31,341,265	0	€0.34

1 Prior to deduction of social contribution on the dividend paid to individuals.

Fourth resolution

(Approval of the special report of the Statutory Auditors concerning regulated agreements as referred to in Articles L.225 - 38 et seq. of the French Commercial Code)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the report of the Board of Directors and the special report of the Statutory Auditors concerning regulated agreements as referred to in Articles L.225 - 38 et seq. of the French Commercial Code:

- takes note that no agreement as referred to in Articles L.225 - 38 et seq. of the French Commercial Code was entered into during the 2022 financial year;
- takes note that the services agreement entered into between the Company and Sartorius AG, which was previously submitted every year to the shareholders' meeting for approval in accordance with Articles L.225 - 38 et seq. of the French Commercial Code, was terminated with effect as from January 1, 2022;
- approves the conclusions of the special report of the Statutory Auditors.

Fifth resolution

(Approval of the remuneration policy and determination of the amount of the total annual remuneration to be allocated to the Board of Directors for the 2023 financial year)

The Shareholder's Meeting, pursuant to Articles L. 225 - 45, L. 22 - 10 - 8 and L.22 - 10 - 14 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings:

- approves the remuneration policy applicable to the directors and the terms and conditions of the distribution of the amount to be allocated by the Shareholders' Meeting; and

- sets the total maximum annual amount of directors' remuneration at €325,800, to be distributed among the directors in respect of the financial year ending 31 December 2023 in accordance with the policy approved above.

Sixth resolution

(Approval of the information mentioned in Article L. 22-10-9 of the French Commercial Code concerning the remuneration due or awarded to the corporate officers for the 2022 financial year)

The Shareholders' Meeting, pursuant to Article L. 22-10-34 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, and after having considered the corporate governance report of the Board of Directors, approves the information mentioned in Article L. 22-10-9 of the French Commercial Code concerning the remuneration due or awarded to the corporate officers for the 2022 financial year as described in the corporate governance report of the Board of Directors.

Seventh resolution

(Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the Chairman of the Board and Chief Executive Officer for the 2022 financial year)

The Shareholders' Meeting, pursuant to Article L. 22-10-34 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, and after having considered the corporate governance report of the Board of Directors, approves the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to Mr. Joachim Kreuzburg, Chairman of the Board and Chief Executive Officer, for the 2022 financial year.

Eighth resolution

(Approval of the remuneration policy of the Chairman and Chief Executive Officer for the 2023 financial year)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the corporate governance report of the Board of Directors, pursuant to Article L. 22-10-8 of the French Commercial Code, approves the remuneration policy of the Chairman of the Board and Chief Executive Officer as described in the corporate governance report of the Board of Directors.

Ninth resolution

(Approval of the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to the Deputy Chief Executive Officer for the 2022 financial year)

The Shareholders' Meeting, pursuant to Article L. 22 - 10 - 34 of the French Commercial Code, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, and after having considered the corporate governance report of the Board of Directors, approves the fixed, variable and extraordinary components of the remuneration and the benefits of all kinds due or awarded to Mr. René Fáber, Deputy Chief Executive Officer, for the 2022 financial year.

Tenth resolution

(Approval of the remuneration policy of the Deputy Chief Executive Officer for the 2023 financial year)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, after having considered the corporate governance report of the Board of Directors, pursuant to Article L. 22 - 10 - 8 of the French Commercial Code, approves the remuneration policy of the Deputy Chief Executive Officer as described in the corporate governance report of the Board of Directors.

Eleventh resolution

(Authorization granted to the Board of Directors to enable the Company to trade in its own shares)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to ordinary shareholders' meetings, having considered the report of the Board of Directors, in compliance with the provisions of Articles L. 22 - 10 - 62 et seq. of the French Commercial Code, the directly applicable provisions of the European Commission regulation no. 2273/2003 of December 22, 2003, the General regulation of the Autorité des marchés financiers (AMF – Financial Markets Authority), and the market practices accepted by the AMF:

1. authorizes the Board of Directors, having the right to sub-delegate in compliance with applicable laws and regulations, to make the Company acquire, hold, or transfer, on one or more occasions, shares of the Company in connection with the implementation of a share buyback program subject to the provisions of Articles L. 22 - 10 - 62 et seq. of the French Commercial Code;
2. decides that the acquisition, sale or transfer of such shares may be achieved by any means on the market or over-the-counter, including through the acquisition of blocks of shares; these means include the use of any derivative financial instrument traded on a regulated market or over-the-counter or the delivery of shares as a result of the issuance of securities giving access to the Company's capital through conversion, exchange, redemption, exercise of a warrant or in any other manner either directly or through an investment service provider; the maximum share of the capital acquired or transferred in blocks may reach the entire program; these transactions may be carried out at any time, including during periods of public offer on the capital of the Company, in compliance with the regulations in force;
3. decides that the share buyback program will have, in order of priority, the following objectives:

- to promote liquidity and stimulate the market price of the Company's shares under a liquidity contract in accordance with the AMAFI Code of Ethics recognized by the AMF;
 - the cancellation of all or part of the shares thus purchased, within the maximum legal limit of 10% of the total number of shares composing the capital, for a period of twenty-four (24) months, pursuant to the fourteenth (14th) resolution of this Shareholders' Meeting and subject to the adoption of the fourteenth (14th) resolution;
 - the delivery of shares (for exchange, payment or otherwise) in the context of external growth, merger, demerger or contributions;
 - the delivery of shares upon the exercise of rights attached to securities giving access to the capital by redemption, conversion, exchange, exercise of a warrant or in any other manner;
 - the delivery of shares to its corporate officers and employees as well as those of companies affiliated to it, under the conditions and in the terms provided for by law, particularly in the context of stock option plan, free granting plan of issued or to be issued shares or company or inter-companies saving plans;
 - the conservation of the shares for purposes of patrimonial and financial management.
4. decides that the terms and conditions of the share buyback program are the followings:
- duration of the program: a maximum of 18 months, starting from the date of this Shareholders' Meeting and expiring on the date when any shareholders' meeting of the Company adopts a new share buyback program or, alternatively, on September 27, 2024;
 - maximum percentage: 0.10% of the share capital, i.e. 92,180 shares on the basis of 92,180,190 shares making up the share capital at the date of this Shareholders' Meeting; being specified that this limit applies to an amount of the share capital of the Company, which may be adjusted by the Board of Directors to take account of transactions affecting the share capital after the date of the present Shareholders' Meeting, the acquisitions made by the Company cannot in any case cause it to hold, directly or indirectly through its subsidiaries, more than 10% of its share capital; when the shares are acquired within the frame of a liquidity contract concluded with an investment firm in order to encourage the liquidity of the Company's shares under the conditions defined by the AMF's general regulations, the number of shares taken into account for the calculation of this limit will correspond to the number shares purchased net of the number of shares resold during the term of the authorization;
 - maximum share purchase price (excluding fees and commissions): € 650, i.e. a maximum theoretical amount allocated to the share buyback program of € 59,917,000 on the basis of the maximum percentage of 0.10%, excluding trading costs, the maximum theoretical amount will be adjusted by the Board of Directors to take into account transactions affecting the share capital after the date of this Shareholders' Meeting.
5. decides that the dividends attached to the treasury shares of the Company shall be allocated to the retained earnings account;

6. grants all necessary powers to the Board of Directors, with right to sub-delegate in compliance with applicable laws and regulations, to implement this authorization and in particular to establish the terms and conditions of the share buy-back program in compliance with applicable laws and with the present resolution, and notably to proceed, as the case may be, with any adjustment required by transactions on the share capital; to place any purchase order on the stock market; to enter any agreement, notably for the keeping of registers of sale and purchase of shares, to make any and all declarations to the AMF and any other organization, to carry out all formalities, and more generally, to take all appropriate measures.
7. this delegation invalids, in the future, the delegation granted by the shareholders' meeting of March 27, 2023 in its tenth (10th) resolution.

Twelfth resolution

(Powers to carry out the formalities)

The Shareholders' Meeting gives full authority to the bearer of an original, a copy or an extract of the minutes from this Shareholders' Meeting to accomplish each necessary procedure.

Resolutions submitted to the Extraordinary Shareholders' Meeting

Thirteenth resolution

(Delegation of authority granted to the Board of Directors to issue shares, without preferential subscription rights of the shareholders, to named beneficiaries)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to the extraordinary shareholders' meetings, having considered the Board of Directors' report and the Statutory Auditors' special report and noted that the share capital has been fully paid-up, and in accordance with the provisions of Articles L. 225-129, L. 225-129-2 and L. 225-138 of the French Commercial Code:

1. delegates its authority to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to proceed, in one or several times, in the proportion and at the times it considers appropriate, with the issuance of shares, other than preference shares, without preferential subscription rights of the shareholders, to the following named beneficiaries:
 - (a) Unicorn-Biotech Holding GmbH, a limited liability company (*Gesellschaft mit beschränkter Haftung*), duly incorporated and validly existing under the laws of Austria, with its corporate seat in Vienna, Austria and its business address at Czerninplatz 4, A-1020 Vienna, Austria, registered with the commercial register of

commercial court Vienna (*Handelsgericht Wien*) under registration number FN 492247 v (“Unicorn-Biotech”);

- (b) META Ingenium, družba tveganega kapitala, d.o.o., a limited liability company, duly incorporated and validly existing under the laws of Slovenia, with its corporate seat in Ljubljana, Slovenia and its business address at Trdinova ulica 9, 1000 Ljubljana, Slovenia, registered with the Slovenian court/commercial register under no. 3719669000 (“META Ingenium”); and/or
 - (c) any person affiliated with Unicorn-Biotech and/or META Ingenium (a person or entity that directly or indirectly controls, is controlled by, or is under common control with, another person or entity, within the meaning of Article L. 233 - 3 of the French Commercial Code);
2. decides that the nominal amount of the share capital increase or share capital increases that may be carried out immediately or in the future pursuant to this delegation of authority shall not exceed a maximum amount of one hundred thirty-three thousand and nine hundred eighty euros (€133,980);
 3. decides to waive the preferential subscription rights of the shareholders of the Company on shares that may be issued pursuant to this delegation of authority;
 4. decides that the subscription of the shares above may be made either in cash or by way of set-off against certain, due and payable receivables (*compensation de créances certaines, liquides et exigibles*) held upon the Company;
 5. decides that, pursuant to Article L. 225-138 II of the French Commercial Code, the issue price of shares issued pursuant to this delegation of authority shall be at least equal to the volume weighted average of the prices of the Company share over the last three trading days on the Euronext Paris regulated market preceding the issuance of the shares issued pursuant to this delegation of authority;
 6. grants the Board of Directors any necessary powers, with the right to sub-delegate in accordance with applicable law and regulations, to implement this delegation of authority and, in particular to:
 - decide the share capital increase;
 - decide the amount of the share capital increase, the issue price of the shares to be issued and, if applicable, the amount of the issue premium;
 - determine the dates, terms and conditions of the capital increase or increases, the characteristics of the shares to be issued;
 - determine the means of payment of the shares to be issued;
 - determine the conditions under which, in accordance with applicable law, the allotment rights of holders of securities giving or capable of giving access to shares may be temporarily suspended;

- at its own discretion, charge the costs of capital increases against the premium arising thereon and deduct from this premium the sums necessary to increase the legal reserve;
- determine and make all adjustments to take account of the impact of transactions involving the share capital of the Company, in particular a change in the nominal value of the share, increase in share capital by incorporation of reserves, free allocation of shares, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting shareholders' equity or the share capital, and set all other terms enabling, where necessary, the rights of holders of securities giving access to the share capital of the Company to be preserved;
- duly record completion of each capital increase carried out pursuant to this delegation of authority and make the necessary amendments to the articles of association of the Company; and
- generally, enter into all agreements, in particular to ensure completion of the proposed issues, take all measures and accomplish all formalities required for the issuance, listing and financial administration of shares and/or securities issued under this delegation of authority and the exercise of the rights attached thereto.

This delegation of authority is granted for a period of eighteen (18) months as from the date of this Shareholders' Meeting.

Fourteenth resolution

(Delegation of authority granted to the Board of Directors to reduce the capital in accordance with Article L. 22-10-62 of the French Commercial Code)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to extraordinary shareholders' meetings, having considered the Board of Directors' report and the Statutory Auditors' special report, in accordance with the provisions of Article L. 22-10-62 of the French Commercial Code:

- delegates its authority to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to reduce the social capital, in one or several times and at any time as it deems appropriate, through the cancellation of shares that the Company owns or shall buy pursuant to the implementation of the share buyback program authorized in this Shareholders' Meeting in its eleventh (11th) resolution or any later resolution with the same object within the maximum limit of 10% of the capital of the Company and by periods of twenty-four (24) months, and to proceed in the corresponding proportions at a capital reduction, it being specified that this limit shall be adjusted, if necessary, in order to take into account the transactions that would affect it after this Shareholders' Meeting;
- gives all powers to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to adopt the terms and conditions of the share buyback, charge the difference between the accounting value of the cancelled shares and their nominal value against reserves or share

premium, or to amend the articles of association subsequently to this authorization and to accomplish any necessary procedure;

- notes that this delegation invalids, in the future, the delegation granted by the shareholders' meeting of March 27, 2023 in its twenty-fifth (25th) resolution.

This delegation of authority is granted for a period of twenty-four (24) months as from the date of this Shareholders' Meeting.

Fifteenth resolution

(Delegation of authority granted to the Board of Directors to issue shares and/or securities giving or capable of giving access to the share capital of the Company, reserved for members of company savings plan, without preferential subscription rights of the shareholders)

The Shareholders' Meeting, in accordance with the quorum and majority requirements applicable to extraordinary shareholders' meetings, having considered the Board of Directors' report and the Statutory Auditors' special report, and in accordance with the provisions of Articles L. 225-129 et seq., L. 225-138, L. 225-138-1, L. 22-10-49 and L. 228-91 of the French Commercial Code and with Articles L. 3332-1 et seq. of the French Labor Code:

1. delegates its authority to the Board of Directors, with the right to sub-delegate in accordance with applicable law and regulations, to proceed with, in one or several times, in the proportion and at the times it considers appropriate, the issuance of shares, other than preference shares, and/or of securities of any kind whatsoever, other than securities giving the right to the issuance of preference shares, giving or capable of giving access to the share capital of the Company, in new or existing shares, reserved for members of company savings plans or any other plan for whose members a capital increase may be reserved on equivalent terms under Article L. 3332-18 of the French Labor Code, implemented within a French or foreign entity or group of entities falling within the scope of the Company's consolidated or combined financial statements pursuant to Articles L. 3344-1 and L. 3344-2 of the French Labor Code, it being specified that the payment of the shares and/or securities may be subscribed either in cash or by way of set-off against certain, due and payable receivables (*compensation de créances certaines, liquides et exigibles*) held upon the Company, either by the incorporation of the reserves, the benefits or the premiums to the share capital in the event of free share allocation as the result of the discount and/or the abundance;
2. decides that the nominal amount of the share capital increase or share capital increases that may be carried out immediately or in the future pursuant to this delegation of authority shall not exceed a maximum amount of six million euros (€ 6,000,000.00);
3. decides to waive the preferential subscription rights of shareholders of the Company with respect to the shares and/or the securities giving access to the share capital of the Company which may be issued pursuant to this delegation of authority, in favor of the beneficiaries defined in paragraph 1 above, and notes that this delegation of authority automatically entails, to the benefit of the holders of securities which may be issued pursuant to this delegation of authority, an express waiver by the shareholders of the Company of their preferential subscription rights in respect of the shares to which securities may give access immediately or in the future;

4. decides that the issue price of the shares and/or securities giving or capable of giving access to the share capital of the Company will be set in accordance with Articles L. 3332-18 et seq. of the French Labor Code, provided that, the discount set shall not be lower than thirty per cent (30%) of the volume weighted average of the prices of the Company share over the last twenty (20) trading days on the regulated market of Euronext Paris preceding the date of the decision setting the opening date of the subscription period reserved for the members of company savings plans; however the Shareholders' Meeting expressly authorizes the Board of Directors to reduce or cancel the aforementioned discount, as it considers appropriate, in particular in order to take into consideration the international accounting standards, or, inter alia, locally applicable legal, accounting, tax or social provisions in the countries of certain beneficiaries, the Board of Directors may also substitute all or part of the discount by granting shares and/or securities giving access to the share capital of the Company pursuant to the provisions below;
5. authorizes the Board of Directors, according to this delegation of authority, to freely allot shares and/or securities giving access immediately or in the future to share capital of the Company to the members of company savings plans to replace in part or all of the discount and/or, if applicable the abundance, it being specified that the total advantage resulting from this allocation in relation with the discount and/or the abundance may not exceed the legal and regulatory limits;
6. grants the Board of Directors any necessary power, with the right to sub-delegate in accordance with applicable law and regulations, to implement this delegation of authority and, in particular:
 - establish in accordance with the law a list of companies or groups of companies for which the beneficiaries indicated in paragraph 1 above may subscribe for the shares and/or securities giving or capable of giving access to the capital of the Company thereby issued and who may be freely allotted shares and/or securities giving or capable of giving access to the capital of the Company;
 - decide that subscriptions for the shares and/or securities may be made directly by beneficiaries belonging to an entity or group savings plan, or via dedicated mutual funds or other vehicles or entities permitted under the applicable law and regulations;
 - determine the conditions, in particular as regards length of service, that must be met by the beneficiaries of the new shares or securities that may be issued by the capital increases made according to this resolution;
 - set the opening and closing dates for subscriptions of the shares and/or securities;
 - set the amounts of the issuances to be made under the present delegation of authority and in particular determine the issue price, terms and conditions of subscription, payment, delivery and date of entitlement to dividends of the shares and/or the securities, which may be retrospective, rules for reduction in the event of oversubscription and any other terms and conditions of the issues, subject to applicable legal and regulatory limits;
 - provide for the possibility to proceed, according to the conditions it shall determine, as the case may be, with any adjustments required in accordance with the legal and regulatory provisions;
 - in the case of an issue of new shares, charge any amounts required to pay up said shares against reserves, profits, or share premium;
 - at its own discretion, charge the costs of capital increases against the premium arising thereon and deduct from this premium the sums necessary to increase the legal reserve;
 - duly record completion of each capital increase carried out pursuant to this delegation of authority and make the necessary amendments to the articles of association of the Company; and

- generally, enter into all agreements, in particular to ensure completion of the proposed issues, take all measures and accomplish all formalities required for the issuance, listing and financial administration of shares and/or securities issued under this delegation of authority and the exercise of the rights attached thereto.

7. notes that this delegation invalids, in the future, the delegation granted by the shareholders' meeting of March 29, 2022 in its twenty-third (23rd) resolution.

This delegation of authority is granted for a period of twenty-six (26) months as from the date of this Shareholders' Meeting.

Sixteenth resolution

(Powers to carry out the formalities)

The Shareholders' Meeting gives full powers to the bearer of an original, copy or extract of the minutes of this Shareholders' Meeting to carry out any and all formalities that may be necessary.

How to Participate to the Shareholders' Meeting

A) Prior formalities for participating to the General Meeting

The general meeting is composed of all shareholders regardless of the number of shares they own.

Shareholders wishing to participate in the general meeting, be represented at the meeting or to vote remotely, must evidence ownership of their shares by the second business day prior to the general meeting at 00:00 Paris time (i.e. 23 March 2023, 00:00 Paris time) by registering their shares in their name, in accordance with the conditions set out in Article R. 22-10-28 of the French Commercial Code.

B) How to participate to the general meeting

1. Shareholders wishing to personally attend the Shareholders' Meeting may either:

1.1. For holders of pure registered shares:

- Come to the shareholders meeting on the date of the shareholders meeting directly to the desk set-up for this purpose with their identity card;
- Request an admission card :
 - Either with the services of Uptevia, Service Assemblées générales – CTS Assemblées générales – Grands Moulins de Pantin – 9 rue du Débarcadère - 93761 Pantin Cedex,
 - Either via online requests that should be made on the VOTACCESS secure service accessible via the Planetshares website <https://planetshares.uptevia.pro.fr>.
- Holders of directly registered shares should connect in to the Planetshares website with his or her usual logon identifiers.

Holders of administered registered shares should connect to the Planetshares website using the identifying number found in the top right-hand corner of the paper voting form. If you have forgotten your username and/or password, you can call the dedicated hotline at +33 1 55 77 65 00 for assistance.

After connecting, follow the instructions appearing on the screen to gain access to the VOTACCESS service and request an admission card.

1.2. For holder of bearer shareholders:

- Ask the authorized intermediary who manages his securities account, that an admission card be sent to him.
- Ask your authorized intermediary whether it is connected to VOTACCESS and, if so, whether such access is subject to specific conditions of use.
- If the intermediary maintaining your securities account is connected to VOTACCESS, you should log on to such intermediary's website using your usual logon identifiers then click on the icon appearing on the line for your

SARTORIUS STEDIM BIOTECH shares and follow the instructions appearing on the screen to access VOTACCESS and request an admission card.

2. Shareholders who do not attend the general meeting in person and wish to vote by mail or to be represented by proxy by giving a power of attorney to the Chairman of the general meeting or to any other person may :

2.1 For holder of registered shares:

Either by returning the voting/proxy form attached to the Notice of Meeting to Uptevia -CTO Assemblées générales– 9, rue du Débarcadère -93761 Pantin Cedex; Nominations or revocations of proxies expressed in paper form must be received no later than 3 calendar days before the date of the general meeting.

Either transmit its voting instructions, and appoint or revoke a proxy by Internet before the general meeting, on the VOTACCESS website, under the conditions described below:

Holders of registered shares must log in to the Planetshares website with their usual access codes.

Shareholders may also vote or appoint or revoke a proxy online before the Shareholders' Meeting, through the VOTACCESS service as follows:

Holders of pure or administered registered shares who wish to vote by Internet will access the VOTACCESS site via the Planetshares site at the following address: <https://planetshares.uptevia.pro.fr>

Access the "VOTACCESS" service via the Planetshares website: <https://planetshares.uptevia.pro.fr> and connect using your usual logon identifiers.

Holders of administered registered shares should connect using the identification number found in the top right-hand corner of the voting form, which will allow you to access the Planetshares website. If you have forgotten your username and/or password, you can call the dedicated hotline at +33 1 55 77 65 00 for assistance.

After connecting, registered shareholders should follow the instructions appearing on the screen to access "VOTACCESS" and vote or appoint or revoke a proxy.

2.2 For holder of bearer shareholders:

- Request the postal or proxy voting form from the intermediary who manages the securities as of the date of the general meeting. This voting form must be accompanied by a certificate of participation issued by the financial intermediary and sent to Notice of Meeting to Utevia, Assemblées générales - CTS Assemblées Générales - Grands Moulins de Pantin - 9 rue du Débarcadère - 93761 Pantin Cedex.

In order to be taken into account, postal voting forms must be received by the issuer or Uptevia no later than (3) three days before the general meeting.

- If the intermediary holding shareholders securities account is connected to VOTACCESS, the shareholder should connect to such intermediary's website using your usual logon identifiers then click on the icon

appearing on the line for your Sartorius shares and follow the instructions appearing on the screen to access the VOTACCESS service and vote, or appoint or revoke a proxy.

- If the intermediary holding your securities account is not connected to VOTACCESS, the notification of the appointment or revocation of a proxy can still be made electronically, in accordance with Article R. 225-79 of the French Commercial Code, as follows:

Shareholder must send an email to: Paris_France_CTS_mandats@uptevia.pro.fr

- The e-mail must contain the following information: the name of the company concerned, the date of the Shareholders' Meeting, last name, first name, address and bank account details of the person granting the proxy and the first name, last name, and if possible, the address of the proxy;
- Shareholders must ask his financial intermediary managing the securities account to send a written confirmation of your request to Uptevia, – CTO Assemblées générales, – Les Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex.

Only notifications of appointment or revocation of proxies may be sent to the above-mentioned email address and any requests or notifications made to this address for another purpose will not be taken into consideration or processed.

In order for appointments or revocations of proxies to be validly considered, the confirmation must be received by Uptevia by 3 p.m. (Paris time) on Sunday, March 26, 2023 at the latest.

The VOTACCESS service will be open beginning on March 08, 2023.

The opportunity to vote online before the Shareholders' Meeting will end the day before the meeting, i.e on Sunday, March 26, 2022, at 3pm (Paris time).

However, to prevent overloading of the VOTACCESS service, it is recommended that shareholders not wait until the day before the Shareholders' Meeting to vote.

C) Shareholders' right of communication

All the documents and information provided for in Article R.225-73-1 of the French Commercial Code may be consulted on the issuer's website: www.sartorius.com/ssb-assemblee-generale, as from the twenty-first day prior to the general meeting, so to speak as from March 6th, 2023.

Request for Documents and Information

To be returned to:

SARTORIUS STEDIM BIOTECH S.A.
Legal department
Z.I. Les Paluds -
Avenue de Jouques
13400 Aubagne

I, the undersigned

Name:
Forename:
Registered name:
Represented by:
Acting as:
Home address /Registered office:.....
.....
Owner of..... registered shares,
and/or.....bearer shares, registered in the accounts of (bank,
financial institution).....,

Asks to receive documents and information, concerning the Annual Combined General Shareholders' Meeting of 27 March 2023, referred to in the provisions of Article R.225-88 of the French commercial code:

- ☐ to my address indicated above
☐ to the following postal address:

Done at, on

(signature)

The documents and information referred to in the Articles R.225-81 and R.225-83 of the French commercial code are available on the website of the company.

According to the Article R.225-88 subparagraph 3 of the French commercial code, shareholders owners of registered shares can, by a single request, receive from the company documents and information at each of the next annual shareholders' meetings.

To this facility, check this box : ☐

Standard Vote Form (For information)

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side

Quelle que soit l'option choisie, noter comme ceci ■ la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this ■, date and sign at the bottom of the form

SARTORIUS

SARTORIUS STEDIM BIOTECH

Société Anonyme à conseil d'administration

au capital de 18 430 038€

314 093 352 R.C.S. MARSEILLE

Siege social:

ZI les Paluds - Avenue Jouques - 13400 AUBAGNE

ASSEMBLEE GENERALE MIXTE
Convocation pour le Lundi 27 mars 2023 à 14h00
au Siège social : Z.I.- Les Paluds, Avenue de Jouques,
13400 Aubagne

COMBINED GENERAL MEETING
To be held on Monday, March 27th 2023 at 02:00 pm
(Paris Time), at the registered office: Z.I.- Les Paluds,
Avenue de Jouques, 13400 Aubagne

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account
Nombres d'actions
Number of shares
Nominatif
Registered
Porteur
Bearer
Vote simple
Single vote
Vote double
Double vote
Nombre de voix - Number of voting rights

JE VOTE PAR CORRESPONDANCE / I VOTE BY POST

CF au verso (2) - See reverse (2)

Le vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directeur ou la Gérance, à l'EXCEPTION de ceux que je signe en notifiant comme ceci ■ sur les cases correspondantes ou "Abstention" / I vote YES at all the resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this ■, for which I vote No or I abstain.

Sur les projets de résolutions non agréés, je vote en notifiant la case ■ ou le droit résolutions not approved, I cast my vote by shading the box of my choice.

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLEE GENERALE

CF au verso (3) - See reverse (3)

I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
See reverse (3)

JE DONNE POUVOIR À : CF au verso (4) - pour me représenter à l'Assemblée

I HEREBY APPOINT : See reverse (4) to represent me at the above mentioned Meeting

M. Mmes ou Mlles, Raison Sociale / Mr, Mrs or Miss, Corporate Name

Adresse / Address

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.
CAUTION: As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.

Non, please, address all publications, the modifying of any information about the shares to the competent authority.
Non, please, address all publications, the modifying of any information about the shares to the competent authority.
Surnom, first name, address of the shareholder (Changes regarding the information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)

1	2	3	4	5	6	7	8	9	10	A	B
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abst.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
11	12	13	14	15	16	17	18	19	20	C	D
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abst.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
21	22	23	24	25	26	27	28	29	30	E	F
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abst.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
31	32	33	34	35	36	37	38	39	40	G	H
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abst.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
41	42	43	44	45	46	47	48	49	50	J	K
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abst.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>

Si des amendements ou des résolutions nouvelles doivent être présentés en assemblée, je vote NON et je signe en notifiant la case correspondante :
If any amendments or new resolutions are proposed during the meeting, I vote NO unless I indicate another choice by shading the corresponding box:

- Je donne pouvoir au Président de l'Assemblée Générale / I appoint the Chairman of the general meeting: _____
- Je révoque / I revoke: _____
- Je donne pouvoir à _____ (M, Mmes ou Mlles, Raison Sociale) pour voter en mon nom: _____
- I appoint (Mr, Mrs or Miss, Corporate Name) to vote on my behalf: _____
- Je donne pouvoir à _____ (M, Mmes ou Mlles, Raison Sociale) pour voter en mon nom: _____
- I appoint (Mr, Mrs or Miss, Corporate Name) to vote on my behalf: _____

Pour plus de renseignements, veuillez consulter le formulaire d'information au verso de la présente convocation.
To be considered, this completed form must be returned no later than:

see "convocation" on the back of this form

À la date: _____
Le 24 Mars 2023 à 23h59 / March 24th 2023 at 11:59 pm
Les Offres de Rachat
Share Buyback Offers

Date & Signature

■

