

SARTORIUS STEDIM BIOTECH S.A.

Société anonyme

Zone industrielle Les Paluds

Avenue de Jouques

CS 91051

13781 Aubagne Cedex

Supplementary statutory auditors' report on the share capital increase with cancellation of preferential subscription rights

Decisions of the Board of Directors of February 3, 2024 and decisions of the Chief Executive Officer of February 6 and 9, 2024

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S.A.S. au capital de 2 188 160 €
572 028 041 RCS Nanterre
Société de Commissariat aux Comptes inscrite à la
Compagnie Régionale de Versailles et du Centre

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This is a free translation into English of the supplementary statutory auditors' report issued in French and is provided solely for the convenience of English speaking users. This report should be read in conjunction with, and construed in accordance with, French law and professional standards applicable in France.

To the Shareholders,

As statutory auditors of your Company and in accordance with the procedures provided for in Article R. 225-116 of the French Commercial Code (*Code de commerce*), we hereby present you with a report that supplements our report of March 7, 2022 on the issue of shares or marketable securities with retention and/or cancellation of preferential subscription rights.

The Annual Combined Shareholders' Meeting of March 29, 2022, in its 19th resolution, had delegated to your Board of Directors the authority to decide, within a period of 26 months and within the limit of 20% of share capital per year, on the issue, with cancellation of preferential subscription rights through public offerings aimed exclusively at a restricted circle of investors acting on their own behalf or qualified investors mentioned in Article L. 411-2 of the French Monetary and Financial Code (*Code monétaire et financier*), of ordinary shares and/or marketable securities that grant or may grant access to share capital and/or marketable securities granting entitlement to debt securities. The total par value amount of share capital increases that may be performed immediately or in the future may not exceed €6,000,000 pursuant to each of the 17th, 18th and 19th resolutions of the Ordinary and Extraordinary Combined Shareholders' Meeting of March 29, 2022.

On February 3, 2024, using this delegation, your Board of Directors decided on the principle of a share capital increase via the issue of ordinary shares with cancellation of preferential subscription rights through public offerings aimed exclusively at a restricted circle of investors acting on their own behalf or qualified investors mentioned in 1° of Article L. 411-2 of the French Monetary and Financial Code. It subdelegated to the Chief Executive Officer all powers to perform in this context a maximum share capital increase of €1.5 billion, including the issue premium.

On February 6, 2024, your Chief Executive Officer decided on a share capital increase of €1,030,043 via the issue of 5,150,215 new ordinary shares of the Company, each with a par value of €0.20 for a unit price of €233, i.e. a share capital increase, including the issue premium, of €1,200,000,095.

On February 9, 2024, your Chief Executive Officer noted the completion of the share capital increase.

It is the responsibility of the Board of Directors to prepare a supplementary report in accordance with Articles R. 225-115 *et seq.* of the French Commercial Code. Our role is to express an opinion on the fairness of the quantified data extracted from the financial statements, on the proposed cancellation of preferential subscription rights and on certain other information pertaining to the issue as presented in this report.

We conducted the procedures we deemed necessary in accordance with the professional guidelines of the French National Institute of Statutory Auditors (*Compagnie Nationale des Commissaires aux Comptes*) relating to this engagement. These procedures mainly consisted in verifying:

- the fair presentation of the quantified information extracted from annual financial statements. These financial statements were audited by us in accordance with professional standards applicable in France;
- the compliance of the transaction terms and conditions with the delegation granted by the Shareholders' Meeting;

- the information presented in the Board of Directors' supplementary report on the choice of items included in the calculation of the issue price of the equity securities and the definitive amount.

We have no comments to make on:

- the fair presentation of the quantified information extracted from these annual financial statements and provided in the Board of Directors' supplementary report;
- the compliance of the transaction terms and conditions with the delegation granted by your Extraordinary Shareholders' Meeting of March 29, 2022 and the information disclosed to the shareholders;
- the choice of items included in the calculation of the issue price of the equity securities and the definitive amount;
- the presentation of the issue's impact on the situation of holders of equity securities and marketable securities granting access to share capital, assessed in relation to equity and the share price;
- the cancellation of preferential subscription rights previously submitted for your approval.

Marseille, February 23, 2024

The Statutory Auditors

KPMG Audit
Division of KPMG S.A.

Deloitte & Associés

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