

# Invitation

Sartorius Aktiengesellschaft  
2026 Annual General Meeting

ISIN DE0007165607 and  
ISIN DE0007165631

We cordially invite the shareholders of Sartorius Aktiengesellschaft, headquartered in Göttingen, Germany, to attend the Annual General Meeting of the company, which will be held as a **virtual Annual General Meeting**

**on Thursday, March 26, 2026, at 12:00 p.m. (CET)**

without the shareholders or their proxies being physically present at the location of the

**Annual General Meeting.**

Eligible shareholders and their proxies will be able to join in a livestream of the entire meeting with audio and video via a password-protected online platform (AGM Portal) that can be accessed via a link on the company's website at

**[www.sartorius.com/agm](http://www.sartorius.com/agm).**

The official venue of the Annual General Meeting as required by the German Stock Corporation Act (AktG) is the event hall at Annastr. 29, 37075 Göttingen, Germany. With the exception of the proxies designated by the company, shareholders and their authorized proxies are not entitled or able to attend the Annual General Meeting in person at the above venue due to the fact that the meeting is being held as a virtual Annual General Meeting.

Further details and explanations regarding participation of shareholders in the virtual Annual General Meeting and on exercising their voting rights and additional rights related to said meeting are provided at the end of the agenda.

# I. Agenda

1. Presentation of the approved annual financial statements of Sartorius Aktiengesellschaft and the endorsed consolidated financial statements for the year ended December 31, 2025; the combined management report for Sartorius Aktiengesellschaft and the Group, together with the explanatory report, included therein, of the Executive Board concerning the disclosures pursuant to Sections 289a and 315a of the German Commercial Code (HGB); as well as together with the report of the Supervisory Board, in each case for fiscal 2025

The aforementioned documents, including the proposal by the Executive Board regarding the appropriation of retained profit, are published on the Internet at the following address: [www.sartorius.com/agm](http://www.sartorius.com/agm)

The Supervisory Board endorsed the annual financial statements and the consolidated annual financial statements prepared by the Executive Board; the annual financial statements are thus approved. In this case, the law does not provide for the adoption of the annual financial statements or the approval of the consolidated financial statements by the Annual General Meeting. Instead, the aforementioned documents are to be made accessible to the Annual General Meeting in accordance with the legal regulations (Section 176(1)(1) of the German Stock Corporation Act, "Aktiengesetz," abbreviated as "AktG" in German). Accordingly, no resolution will be passed by the Annual General Meeting on agenda item 1.

## 2. Resolution on the appropriation of the retained profit of Sartorius Aktiengesellschaft

The Executive Board and the Supervisory Board propose to appropriate the retained profit of the company totaling €338,851,995.67 for fiscal 2025 as follows:

Payment of a dividend of €0.73 per dividend-bearing ordinary share	= €24,994,228.37
Payment of a dividend of €0.74 per dividend-bearing preference share	= €25,762,079.54
Balance of unappropriated profit carried forward to the new statement	€288,095,687.76
Total:	€338,851,995.67

The proposed resolution above takes into account that, at the time of convening the Annual General Meeting, the company itself holds a total of 3,201,331 ordinary shares and a total of 2,626,379 preference shares in the form of treasury shares which are not entitled to dividends in accordance with Section 71b of the German Stock Corporation Act (AktG). Should the number of dividend-bearing shares change by the time the resolution on the appropriation of the retained profit is passed, a correspondingly adapted resolution proposal – with the amount of the dividend per dividend-bearing ordinary share and per dividend-bearing preference share remaining unchanged – will be submitted to a vote.

In accordance with Section 58(4)(2) of the German Stock Corporation Act (AktG), the entitlement to the dividend will be deemed payable on the third business day following the resolution of the Annual General Meeting, i.e., on March 31, 2026.

### **3. Resolution on granting discharge to the members of the Executive Board for fiscal 2025**

The Executive Board and the Supervisory Board propose to grant discharge to the members of the Executive Board who held office in fiscal 2025 for their activities performed in fiscal 2025.

### **4. Resolution on granting discharge to the members of the Supervisory Board for fiscal 2025**

The Executive Board and the Supervisory Board propose to grant discharge to the members of the Supervisory Board who held office in fiscal 2025 for their activities performed in fiscal 2025.

### **5. Appointment of an auditor for fiscal 2026 as well as an auditor for the audit review or audit of interim financial reports | financial information in fiscal 2026 and in fiscal 2027 in the period up to the next Annual General Meeting, and appointment of an auditor for the Sustainability Report for fiscal 2026**

Based in each case on the recommendation of the Audit Committee, the Supervisory Board proposes that the following resolution be adopted:

5.1 PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, is elected

- as the auditors of the annual financial statements and consolidated financial statements for fiscal 2026 and as the auditors for any review or audit of interim financial reports | financial information for fiscal 2026; and
- as the auditors for any review or audit of interim financial reports | financial information for fiscal 2027 in the period up to the next Annual General Meeting in 2027.

5.2 PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, is also elected as the auditor of the Sustainability Report for Sartorius Aktiengesellschaft and the Group for fiscal 2026.

The auditor of the Sustainability Report is appointed by way of precaution in the event that German lawmakers, as part of implementing Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 as regards corporate sustainability reporting, should require the appointment of the auditor of the Sustainability Report by the Annual General Meeting.

There will be separate votes on items 5.1 and 5.2 above.

In accordance with Article 16, paragraph 2, subparagraph 3, of the EU Audit Regulation, the Audit Committee declared in its recommendation that its recommendation is free of any undue influence by third parties and that no restriction on its choice of a specific auditor or of a specific audit firm was imposed on said committee within the meaning of Article 16, paragraph 6, of the EU Audit Regulation.

### **6. Resolution on approval of the remuneration report**

According to Section 162 of the German Stock Corporation Act (AktG), the Executive Board and the Supervisory Board shall annually prepare a report on the remuneration granted and owed in the past fiscal year to each individual current or former member of the Executive Board and of the Supervisory Board

(remuneration report), and shall submit this remuneration report to the general meeting pursuant to Section 120a(4) of the German Stock Corporation Act (AktG) for approval.

The remuneration report prepared by the Executive Board and the Supervisory Board of the company for fiscal 2025 was reviewed according to the requirements of Section 162(3) of the German Stock Corporation Act (AktG) by the independent auditors. The report issued by the independent auditors is attached to the remuneration report.

The remuneration report for fiscal 2025 prepared and audited in accordance with Section 162 of the German Stock Corporation Act (AktG) is available on the company's website at [www.sartorius.com/agm](http://www.sartorius.com/agm) in accordance with Section 124a(1)(4) of the German Stock Corporation Act (AktG).

The Executive Board and the Supervisory Board propose to approve the remuneration report prepared and audited in accordance with Section 162 of the German Stock Corporation Act (AktG) for fiscal 2025.

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## II. Report of the Executive Board on the Use of Treasury Shares with the Exclusion of Subscription Rights

The Executive Board of Sartorius Aktiengesellschaft submits the following report on the use of treasury shares with the exclusion of shareholders' subscription rights to the Annual General Meeting of the company on March 26, 2026:

The company's Annual General Meeting on March 28, 2024, authorized the Supervisory Board under agenda item 7, as part of granting a new authorization pursuant to Section 71(1)(8) of the German Stock Corporation Act (AktG) relating to the acquisition and the use of treasury shares with the option of excluding subscription rights, among other things to use the company's treasury shares to service rights to purchase Sartorius shares, which are or were agreed with members of the Executive Board of the company under the arrangements for the remuneration of Executive Board members (the "**2024 Remuneration Authorization**"). In accordance with the requirements of the 2024 Remuneration Authorization, treasury shares may in particular be offered, promised and transferred to members of the Executive Board of the company as a remuneration component. This is subject to the recipient of the shares being a member of the Executive Board at the time of such offer, promise or transfer. If treasury shares are used for the aforementioned purposes as part of the 2024 Remuneration Authorization, the subscription rights of shareholders are excluded in accordance with the provisions of the above resolution adopted by the Annual General Meeting.

Under the applicable remuneration system for the Executive Board as approved by the company's Annual General Meeting on March 27, 2025, under agenda item 6, Executive Board members can be granted compensation in the form of shares in the company (share-based remuneration) on an individual basis as a further long-term variable component. With these shares, which are subject to a holding period of at least four years, the Executive Board member as the beneficiary of share-based payment participates in positive and negative share price developments for a period of several years. The shares granted may be the company's own ordinary and | or own preference shares. For the purposes of share-based remuneration, the Supervisory Board shall define a total grant date fair value that is converted into a corresponding number of shares based on the current stock exchange price of the respective class of share at the time of granting. The shares in

question will then be transferred in full to the beneficiary, but may not be sold by the beneficiary before the holding period has expired. Furthermore, if the beneficiary leaves the Executive Board prior to the end of his or her appointment, conditions can be set so that the shares granted are forfeited in whole or in part, depending on the time of the beneficiary's resignation or departure, and must be transferred from the beneficiary back to the company.

In the period between the last Annual General Meeting on March 27, 2025, and the announcement of the convening of this year's Annual General Meeting in the Federal Gazette (Bundesanzeiger), a total of 7,741 of the company's own ordinary shares and a total of 6,353 of the company's own preference shares (and thus a total of 14,094 treasury shares, corresponding to around 0.019% of the share capital) were used as share-based remuneration pursuant to the 2024 Remuneration Authorization, in each case with the exclusion of shareholders' subscription rights. The treasury shares used were granted by the Supervisory Board as part of the applicable remuneration system to the company's Executive Board member and chairman Dr. Michael Große as share-based remuneration for his activity as a member and chairman of the Executive Board before he commenced his term of office on the Executive Board and were transferred to him in July 2025 after he commenced his term of office.

The aim of share-based remuneration is to strengthen the motivation of executives and their identification with the company, enabling them to participate in its development through their shareholding. In particular, suitable holding periods as part of that can also take appropriate account of the desire to promote sustainable corporate development and a long-term increase in the company's value as overarching strategic goals and ensure that the beneficiaries participate in both price gains and price losses. Share-based remuneration also helps the company attract and retain qualified executives. Treasury shares can be used for these purposes only if shareholders' subscription rights to the shares in question are excluded. For the above reasons, the exclusion of shareholders' subscription rights for the aforementioned purposes was in the interests of the company and its shareholders and was objectively justified.

Treasury shares of the company were not used for purposes other than those described above in the period between the last Annual General Meeting on March 27, 2025, and the announcement of the convening of this year's Annual General Meeting in the Federal Gazette (Bundesanzeiger).

Treasury shares were not acquired in the period between the last Annual General Meeting on March 27, 2025, and the announcement of the convening of this year's Annual General Meeting in the Federal Gazette (Bundesanzeiger).

At the time of the announcement of the convening of this year's Annual General Meeting in the Federal Gazette (Bundesanzeiger), the company holds a total of 3,201,331 own ordinary shares and 2,626,379 own preference shares.

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### III. Total Number of Shares and Voting Rights at the Time of Convocation

On the date that the announcement of the convening of the Annual General Meeting was published in the Federal Gazette (Bundesanzeiger), the company had issued 74,880,000 no-par value bearer shares, divided into 37,440,000 ordinary shares and 37,440,000 non-voting preference shares. Preference shares do not

confer voting rights except in cases specified by law. To the extent that shareholders have voting rights, each ordinary or preference share entitles the holder to one vote at the Annual General Meeting.

Unless the above agenda is amended via a separate announcement to include additional items on which preference shares are entitled to vote, only ordinary shares are entitled to vote at this Annual General Meeting. The total number of voting rights therefore corresponds to the total number of ordinary shares and amounts to 37,440,000 on the date that the announcement of the convening of the Annual General Meeting was published in the Federal Gazette (Bundesanzeiger).

Pursuant to Section 71b of the German Stock Corporation Act (AktG), the company does not have any voting rights from directly or indirectly held treasury shares. On the date that the announcement of the convening of the Annual General Meeting was published in Germany's Federal Gazette (Bundesanzeiger), the company held 3,201,331 ordinary shares and 2,626,379 preference shares in the company as treasury shares.

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## IV. Further Information on Convocation

### 1. Virtual Annual General Meeting; AGM Portal

On the basis of Section 118a of the German Stock Corporation Act (AktG) in conjunction with Article 13a of the Articles of Association of Sartorius Aktiengesellschaft, the Executive Board of the company has decided to hold this Annual General Meeting in the form of a virtual Annual General Meeting without the shareholders or their proxies being physically present at the location of the Annual General Meeting. As a result, shareholders and their proxies (with the exception of the proxies designated by the company) have no right or opportunity to attend the meeting on site.

It is intended that all members of the Executive Board and Supervisory Board will attend the meeting on site.

***Please pay particular attention to the following information on the way the meeting is conducted and the way shareholders' rights are structured.***

Eligible shareholders and their proxies will be able to join in a livestream of the entire meeting with audio and video via a password-protected online platform that can be accessed via a link on the company's website at

**[www.sartorius.com/agm](http://www.sartorius.com/agm)**

(hereinafter referred to as the **AGM Portal**).

Shareholders entitled to attend and their proxies have the option of connecting to the Annual General Meeting electronically via the AGM Portal, where they can follow the entire Annual General Meeting live in audio and video form and exercise their shareholder rights. Shareholders entitled to participate and their proxies can use the AGM Portal in accordance with the procedure provided for this purpose to exercise their voting rights, make use of their right to speak and to obtain information, voice any objections for the record, and submit statements prior to the meeting, among other things.

The login details required to use the AGM Portal will be sent to shareholders or their proxies after they have fulfilled the requirements for attending the Annual General Meeting.

## 2. Shares with voting rights

Unless the above agenda is amended via a separate announcement to include additional items on which preference shares are entitled to vote, only shareholders of ordinary shares are entitled to vote at this Annual General Meeting. Insofar as the following explanations refer to exercising voting rights or voting by proxy by shareholders, these explanations therefore only relate to exercising voting rights or voting by proxy by holders of ordinary shares, unless the agenda is extended in this aforementioned way.

## 3. Requirements for participation in the Annual General Meeting and for exercising voting rights

Only those shareholders who have registered at the address specified further below by no later than the end of **March 19, 2026 (midnight (CET))** and have provided proof of their entitlement to attend are entitled to attend the virtual Annual General Meeting and, insofar as their shares confer voting rights, also to exercise their voting rights. Their registration must be in text form (Section 126b of the German Civil Code (BGB)) and must be submitted in German or English.

Shareholders must also provide proof of their entitlement to participate in the virtual general meeting and, insofar as their shares confer voting rights, to exercise their voting rights. This proof must be in text form (Section 126b of the German Civil Code (BGB)) and must be submitted in German or English. Proof of share ownership pursuant to Section 67c(3) of the German Stock Corporation Act (AktG) will be deemed sufficient in any case. Said proof must make reference to the end of business on the 22<sup>nd</sup> day prior to the Annual General Meeting (i.e., the end of business on **March 4, 2026 (midnight (CET))**, the “record date”) and must be received by the company at the latest by the end of **March 19, 2026 (midnight (CET))** at the address stated below.

In relation to the company, only those individuals who have provided proof of share ownership shall be deemed to be shareholders for the purpose of participating in the virtual meeting and, insofar as the shares are entitled to vote, exercising voting rights. Entitlement shall be governed exclusively by their respective shareholding reported on the record date. This record date shall not impose a freeze on the sale of shareholdings. Even in the event that a shareholder sells his or her shareholding completely or partially after the record date, the shareholder’s respective shares owned as of the record date shall exclusively govern his or her entitlement to participate in the virtual general meeting and the scope of his or her voting rights (provided such shares are voting stock). For this reason, individuals who do not yet hold any shares as of the record date and only become shareholders thereafter are not entitled to participate in the virtual Annual General Meeting by virtue of their own right and, to the extent that the shares carry voting rights, are not entitled to exercise their voting rights. The record date shall not have any significance concerning entitlement to receive dividends.

Registration and proof of shareholding shall be submitted as follows:

- either to the following registration address:

Sartorius Aktiengesellschaft  
c/o CAPTRACE GmbH  
Trimburgstr. 2  
81249 Munich, Germany

or via email to [sartorius@captrace.com](mailto:sartorius@captrace.com)

- or, in the case of transmission by intermediaries in accordance with Section 67c of the German Stock Corporation Act (AktG), also to the following SWIFT address:

SWIFT: CPTGDE5WXXX

Instructions in accordance with ISO 20022

Authorization via SWIFT Relationship Management Application (RMA) required

After receipt of their registration and proof of share ownership, shareholders will be sent login details allowing them to use the AGM Portal. We ask shareholders to ensure that they register and send their proof of shareholding to the company well in advance.

#### 4. Procedure for exercising voting rights

Proper registration and proof of share ownership are required in order to exercise voting rights. Voting rights may be exercised by shareholders and their proxies by means of (electronic) communication or by the proxies designated by the company authorized for this purpose and provided with appropriate instructions.

##### a) Exercising voting rights by (electronic) communication

Shareholders entitled to attend or their proxies may exercise their voting rights by means of electronic communication. For this purpose, they may cast, change, or rescind their vote on the day of the Annual General Meeting on March 26, 2026, **by no later than the time announced in the virtual Annual General Meeting by the chair of the meeting for the respective vote**, (exclusively) using the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm). The date and time at which their vote is received shall govern whether they have met the respective deadline.

It should be noted that it is not possible to use any other means of communication to exercise voting rights, in particular sending votes by regular (postal) mail.

##### b) Exercising voting rights through proxies designated by the company

Sartorius Aktiengesellschaft offers shareholders entitled to participate, insofar as they are entitled to exercise their voting rights, to authorize proxies designated by the company to exercise their voting rights on their behalf. These proxies are bound by the respective shareholders' specific instructions. If a shareholder fails to issue any voting instructions to the proxies designated by the company, said proxies shall not be authorized to exercise any voting rights. Power of attorney and voting instructions shall be given in text form.

A power of attorney form and further information on granting power of attorney will be sent to the duly registered individuals together with the login details for using the AGM Portal. Shareholders who would like to authorize and instruct the proxies designated by the company are requested to use the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm) or the power of attorney and instruction form sent to them for this purpose. Alternatively, the power of attorney and instruction form will also be sent to shareholders or their proxies at any time upon request and can also be downloaded from the company's website at [www.sartorius.com/agm](http://www.sartorius.com/agm).

Power of attorney forms and instructions issued by duly registered shareholders to proxies designated by the company must be received by the company

- **either by March 25, 2026, 6:00 p.m. (CET)**, at the postal address or email address specified above in section IV.3 for registration to participate in the Annual General Meeting (or, in the case of

transmission by intermediaries pursuant to Section 67c of the German Stock Corporation Act (AktG), at the SWIFT address specified therein)

- or on the day of the Annual General Meeting on March 26, 2026, **by no later than the time announced in the virtual Annual General Meeting by the chair of the meeting for the respective vote**, using the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm).

The same shall apply to the amendment or revocation of power of attorney and of instructions. The date of receipt by the company shall determine whether said power of attorney and instructions issued have been received on time in each case.

Information on proxy voting is also available to our shareholders on the company's website at [www.sartorius.com/agm](http://www.sartorius.com/agm).

Shareholders cannot authorize the proxies designated by the company to exercise other shareholder rights, in particular to submit motions and questions or to lodge objections.

#### c) Exercising voting rights through other proxies

Shareholders who do not wish to personally exercise their voting rights may have these exercised by other appointed proxies, including a bank or other intermediary or a union of shareholders. In the event that a shareholder elects to have a proxy exercise his or her voting rights, he or she shall still be required to register his or her shareholding by the deadline specified and submit proof thereof according to the requirements stated above. If a shareholder grants power of attorney to more than one proxy, the company is entitled to reject one or more of these proxies.

These proxies as well may not attend the Annual General Meeting in person. Instead, they may exercise the voting rights of the shareholder(s) they represent within the scope of their power of attorney only by way of (electronic) communication or by granting (substitute) power of attorney and instructions to the proxies designated by the company.

Powers of attorney may be granted to the proxy or to the company.

The following options shall be available up to the deadlines given below for granting power of attorney to the company and for transmitting proof of power of attorney granted to the proxy, as well as for changing or revoking said power of attorney:

- **by March 25, 2026, 6:00 p.m. (CET)**, at the postal address or email address specified in section IV.3 for registration to participate in the Annual General Meeting (and, in the case of transmission by intermediaries in accordance with Section 67c of the German Stock Corporation Act (AktG), the SWIFT address specified therein); and
- **up to the end of the Annual General Meeting on March 26, 2026**, using the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm).

The date of receipt by the company shall determine whether said power of attorney has been received on time. On the day of the virtual Annual General Meeting, powers of attorney may therefore only be issued, amended, or revoked using the AGM Portal accessible at [www.sartorius.com/agm](http://www.sartorius.com/agm). If the proxy is to exercise the shareholder's voting rights, it is necessary to ensure that power of attorney is granted in good time before the vote in question.

The use of the AGM Portal by the proxy requires that the proxy receives the corresponding login details. The company will send the login details to the proxy by postal mail or email after the shareholder has granted power of attorney to this person. For the purpose of sending the login details, if a shareholder grants power of attorney by means of a declaration to the company using the form provided by the company, the shareholder can specify the proxy's postal address, and if the shareholder uses the AGM Portal for the purpose of granting power of attorney, the shareholder will be able to specify either the proxy's postal address or the proxy's email address. If the shareholder granting power of attorney does not indicate any postal or email address for the proxy, the login details for the proxy will be sent to said shareholder by postal mail. If you provide a postal address, please take into account the usual processing and mail delivery times for the delivery of the login details.

Power of attorney shall be granted and revoked and proof of power of attorney shall be submitted to the company in text form if neither a bank nor another intermediary, nor a union of shareholders, nor a proxy advisor, nor another person or association of persons equal to an intermediary pursuant to Section 135(8) of the German Stock Corporation Act (AktG) is granted power of attorney.

If power of attorney is granted to banks or other intermediaries, unions of shareholders, proxy advisors or to other persons or institutions equal to the same pursuant to Section 135(8) of the German Stock Corporation Act (AktG), the special statutory requirements of Section 135 apply, which stipulate that such institutions or persons keep a verifiable record of power of attorney granted to them for exercising voting rights, but do not contain any requirement for text form. However, the relevant power of attorney recipients may set their own formal requirements; details may need to be obtained from the relevant power of attorney recipient.

The above statements on granting of a power of attorney shall apply mutatis mutandis to the revocation or amendment of the same.

A power of attorney form and further information on granting power of attorney will be sent to the duly registered individuals together with the login details for using the AGM Portal. The power of attorney form will also be sent to shareholders or their proxies at any time upon request and is also available at [www.sartorius.com/agm](http://www.sartorius.com/agm). Shareholders are requested to issue powers of attorney preferably via the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm) or by means of the power of attorney form provided by the company.

**d) Additional rules governing the exercising of voting rights**

If the company receives divergent declarations on the exercise of voting rights for the same shareholding by different means of transmission, only the declaration received last will be taken into account.

If an individual vote is held on an agenda item without this having been communicated in advance of the Annual General Meeting, instructions previously issued to the proxies to exercise voting rights on this agenda item as a whole or a vote cast on this agenda item as a whole by (electronic) communication shall also be deemed to be a corresponding instruction or corresponding vote for each item of the associated individual vote, unless it is amended or revoked.

Likewise, instructions on how to exercise voting rights issued to proxies in relation to the company's management's proposed resolution on agenda item 2 of the Annual General Meeting ("Resolution on the appropriation of the retained profit of Sartorius Aktiengesellschaft") or votes cast on this proposed resolution by (electronic) communication will also apply to a proposed resolution by the company's management that is put to a vote at the Annual General Meeting in a correspondingly adjusted form as a result of a change in the number of shares carrying dividend rights, provided that the instructions or votes are not amended or revoked.

## 5. Further shareholders' rights

### a) Additions to the agenda pursuant to Section 122(2) of the German Stock Corporation Act (AktG)

Shareholders whose shares total one twentieth of the share capital or attain a proportionate amount of €500,000.00 may request that items be added to the agenda of the general meeting and be announced (Section 122(2)(1) in conjunction with Section 122(1) of the German Stock Corporation Act (AktG)). Their request must be addressed in writing (Section 126 of the German Civil Code (BGB)) to the Executive Board of the company. Each such new item must be accompanied by the reasons for it or a draft resolution.

Pursuant to Section 122(2) in conjunction with (1) of the German Stock Corporation Act (AktG), the shareholders who have made the request shall provide proof to the effect that they have held the shares for at least ninety (90) days prior to the receipt of the request and that they will hold the shares until the Executive Board decides upon the request. For calculating this deadline, Sections 70 and 121(7) of the German Stock Corporation Act (AktG) must be observed.

Such a request must be received by the company by the end of **February 23, 2026 (midnight (CET))**. Please direct such requests to the following address:

Sartorius Aktiengesellschaft  
Executive Board  
Otto-Brenner-Str. 20  
37079 Göttingen, Germany

Additions or amendments to the agenda that are required to be notified shall be announced without undue delay after a respective request has been received; their announcement shall be made in the same way as the convocation of the Annual General Meeting.

### b) Countermotions and election proposals from shareholders pursuant to Sections 126(1), 126(4), and 127 of the German Stock Corporation Act (AktG)

Every shareholder has the right to submit to the company countermotions to proposals by the Executive Board and | or Supervisory Board on specific items on the agenda as well as proposals on an election of Supervisory Board members or auditors provided for in the agenda. Countermotions as well as election proposals can be sent to the company before the general meeting to the following address:

Sartorius Aktiengesellschaft  
c/o CAPTRACE GmbH  
Trimbургstr. 2  
81249 Munich, Germany

or via email to [sartorius@captrace.com](mailto:sartorius@captrace.com)

Countermotions and election proposals received by the company no later than by the end of **March 11, 2026 (midnight (CET))** at the address specified above will be made available, including the names(s) of the respective shareholder(s) and reasons for this motion, as well as any opinions given by the company's management concerning these motions, without undue delay on the website of the company at [www.sartorius.com/agm](http://www.sartorius.com/agm). Any countermotions and election proposals sent to addresses other than the above will not be made available. Furthermore, the company may also refrain from making them available in whole or in part or combine countermotions or election proposals and the reasons for them under

certain other conditions set out in more detail in Sections 126 and 127 of the German Stock Corporation Act (AktG).

Shareholder motions or election proposals which are to be made accessible pursuant to Section 126 or Section 127 of the German Stock Corporation Act (AktG) are deemed to have been submitted at the time they are made accessible pursuant to Section 126(4)(1) of the German Stock Corporation Act (AktG). This will apply mutatis mutandis to motions relating to new items of business added to the agenda by separate notification due to a supplementary motion made by shareholders pursuant to Section 122(2) of the German Stock Corporation Act (AktG). The right to vote on such motions or election proposals may be exercised as soon as the requirements for exercising the right to vote set out in Section IV.3 have been met. If the shareholder who has submitted the motion or election proposal is not duly authorized and registered for the Annual General Meeting, the motion does not have to be addressed at the virtual Annual General Meeting.

Countermotions and election proposals may also be submitted during the virtual Annual General Meeting as part of an address by means of video communication (see the comments below under item d)).

**c) Submitting statements in accordance with Section 130a(1) to (4) of the German Stock Corporation Act (AktG)**

Shareholders who have duly registered for the virtual Annual General Meeting or their proxies have the right to submit statements on agenda items by electronic means prior to the Annual General Meeting (in accordance with Section 130a(1) to (4) of the German Stock Corporation Act (AktG)).

Statements must be submitted in text form via the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm) no later than five days before the virtual Annual General Meeting, i.e., by **March 20, 2026 (midnight (CET))**. A statement may contain a maximum of 20,000 characters (including spaces).

The company will publish statements that meet the above requirements, are submitted in German or English, and must be made available in accordance with the statutory provisions, on the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm) no later than four days before the virtual Annual General Meeting, i.e., by **March 21, 2026 (midnight (CET))**, stating the name of the submitting shareholder or their proxy. Any statements by the company's management will also be published on the AGM Portal.

The opportunity to submit statements does not constitute an opportunity to submit questions in advance pursuant to Section 131(1a) of the German Stock Corporation Act (AktG). Any questions, motions, election proposals, and objections to resolutions for the Annual General Meeting contained in statements will not be addressed during the virtual Annual General Meeting. These are to be submitted or declared exclusively by the means specified separately in this invitation to the Annual General Meeting.

**d) Right to speak pursuant to Section 130a(5) and (6) of the German Stock Corporation Act (AktG)**

Shareholders or their proxies who are participating in the Annual General Meeting via electronic means have the right to speak at the meeting by way of video communication. As part of their address, shareholders or their proxies may submit motions and election proposals in accordance with Section 118a(1)(2)(3) of the German Stock Corporation Act (AktG) as well as all types of requests for information in accordance with Section 131(1) of the German Stock Corporation Act (AktG).

On the day of the Annual General Meeting (probably as of 11:00 a.m. (CET)), a virtual table for requests to speak will be available via the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm) which can be used by shareholders or their proxies who are connected to the system to register to address the meeting. In order to address the meeting, participants will need to have a camera and microphone on their devices that can be

accessed from their browser. The chair of the meeting will explain the procedure for requesting and being allowed to speak at the virtual general meeting in more detail.

According to the Articles of Association of Sartorius Aktiengesellschaft, the chair of the Annual General Meeting is authorized to impose reasonable time limits on a shareholders' right to ask questions and speak. The chair of the general meeting may set reasonable time limits, particularly at the beginning or during the general meeting, for the entire meeting, for discussion of individual items on the agenda and for the individual questions and addresses.

Pursuant to Section 130a(6) of the German Stock Corporation Act (AktG), the company reserves the right to verify the working order of the video connection between the shareholder or proxy and the company during the meeting and prior to the address and to decline the request to speak if the connection is not in working order.

**e) Right to information pursuant to Section 131 of the German Stock Corporation Act (AktG)**

Pursuant to Section 131(1) of the German Stock Corporation Act (AktG), shareholders or their proxies may request information from the Executive Board at the Annual General Meeting on matters relating to the company, insofar as the information is necessary for the proper assessment of an item on the agenda and the Executive Board has no right to refuse to disclose such information. This obligation to provide information also extends to the company's legal and business relationships with an affiliated company and to the situation of the Group and the companies included in the consolidated financial statements.

The right to information pursuant to Section 131 of the German Stock Corporation Act (AktG) may be exercised during the virtual Annual General Meeting exclusively by means of video communication via the AGM Portal, provided that the chair of the meeting stipulates this accordingly in accordance with Section 131(1f) of the German Stock Corporation Act (AktG). The company intends for such a determination to be made by the chair of the meeting at the virtual Annual General Meeting.

The Executive Board is explicitly refraining from stipulating in accordance with Section 131(1a) of the German Stock Corporation Act (AktG) that questions must be submitted in advance of the virtual Annual General Meeting. Accordingly, shareholders can exercise their right to information during the virtual Annual General Meeting without the restrictions of such a requirement as provided for by law.

In addition to the right to obtain information during the virtual Annual General Meeting, and without restricting this right, the company will also offer eligible shareholders or their proxies an additional opportunity to ask questions via electronic means on a voluntary basis in the period leading up to the Annual General Meeting. The details of this are described below under point 6.

**f) Objection to resolutions of the Annual General Meeting pursuant to Section 118a(1)(2)(8) of the German Stock Corporation Act (AktG) in conjunction with Section 245 of the German Stock Corporation Act (AktG)**

Shareholders or their proxies who are connected to the Annual General Meeting via electronic means have the right to object to resolutions of the Annual General Meeting by means of electronic communication (pursuant to Section 118a(1)(2)(8) of the German Stock Corporation Act (AktG) in conjunction with Section 245 of the German Stock Corporation Act (AktG)). Such an objection can be declared via the AGM Portal from the beginning of the virtual Annual General Meeting until its end.

## 6. Additional opportunity to ask questions in advance of the Annual General Meeting on a voluntary basis

The Executive Board of the company has decided, with the approval of the Supervisory Board, to create an additional opportunity for shareholders entitled to participate or their proxies – over and above the requirements of Section 131(1) of the German Stock Corporation Act (AktG) – to ask questions on a voluntary basis in the period leading up to the virtual Annual General Meeting by means of electronic communication as follows:

The additional opportunity to ask questions is intended to give shareholders entitled to attend or their proxies the opportunity to submit questions related to the agenda in advance of the Annual General Meeting. Such questions can be submitted to the company in text form in German or English via the AGM Portal at [www.sartorius.com/agm](http://www.sartorius.com/agm) by shareholders who have fulfilled the aforementioned participation requirements for the virtual Annual General Meeting or their proxies by **March 21, 2026 (midnight (CET))**.

Questions submitted by the deadline will only be answered during the Annual General Meeting itself. The Executive Board will decide at its own discretion whether and how to answer such questions submitted in advance during the Annual General Meeting. It may, in particular, suitably limit the number of questions it wishes to answer in the interest of maintaining a reasonable time frame, combine questions and their answers, and | or make a suitable selection from among the questions submitted and only answer this selection of questions in the interest of the other shareholders.

When answering these questions, the company reserves the right to disclose the name and, if applicable, the place of residence or registered office of the shareholder and | or of his or her proxy who submitted the question unless such disclosure is expressly objected to when the question is transmitted via the AGM Portal.

This voluntary additional opportunity to ask questions in the period leading up to the Annual General Meeting does not constitute a right to ask questions or to receive information. In particular, it does not entail any right to information pursuant to Section 131(1) of the German Stock Corporation Act (AktG); if shareholders or their proxies wish to exercise their statutory right to information, they may only do so during the virtual Annual General Meeting as described above. Furthermore, any statements, motions, and election proposals submitted or objections declared to resolutions of the Annual General Meeting within the scope of this voluntarily established additional opportunity to ask questions will not be considered either before or during the virtual Annual General Meeting. These must be submitted or declared exclusively by the means specified separately in this invitation to the Annual General Meeting.

Furthermore, granting this voluntary additional opportunity to ask questions in the period leading up to the Annual General Meeting is expressly not a stipulation by the Executive Board that questions be submitted prior to the meeting within the meaning of Section 131(1a) of the German Stock Corporation Act (AktG). The statutory provisions which are linked to such a requirement, in particular Section 118a(1)(2)(5) and Section 131(1c) of the German Stock Corporation Act (AktG), therefore do not apply in this case.

The ability of shareholders or their proxies to exercise their right to information at the Annual General Meeting pursuant to Section 131(1) of the German Stock Corporation Act (AktG) in accordance with the statutory provisions remains unaffected by the above additional opportunity to ask questions.

## 7. Further information on voting

The envisaged votes on agenda items 2, 3, 4 and 5 are of a binding nature and the envisaged vote on agenda item 6 is of an advisory nature within the meaning of Table 3 of Commission Implementing Regulation (EU)

2018/1212. In each case, shareholders or their proxies can vote Yes (vote in favor VF) or No (vote against VA) or refrain from voting (abstention).

## 8. Information and documents on the company's website

Explanations of the aforementioned rights of shareholders pursuant to Sections 122(2), 126(1) and (4), 127, 130a, and 131 of the German Stock Corporation Act (AktG) as well as the content of the invitation to the Annual General Meeting and further information and documents pursuant to Section 124a of the German Stock Corporation Act (AktG) are also available on the company's website at [www.sartorius.com/agm](http://www.sartorius.com/agm).

All documents required by law to be made available to the Annual General Meeting will also be accessible at this site during the virtual general meeting.

In addition, this site also provides further information on the Annual General Meeting, including, in particular, the forms that are to be used by proxies for voting or for voting by (electronic) communication, provided these forms are not directly sent to the shareholders.

## 9. Times specified

Unless expressly stated otherwise, all times stated in this invitation to the Annual General Meeting are expressed in Central European Time (CET). Coordinated Universal Time (UTC) corresponds to Central European Time (CET) minus one hour.

## 10. Information on data protection (data privacy)

### a) Legal basis for the processing of personal data and controller

As part of holding the Annual General Meeting, the company processes the personal data of its shareholders and, if applicable, of their representatives (in particular their name, place of residence | registered office, address, email address, number of shares held, class of shares held, instructions to proxies, type of share ownership, number of the registration confirmation, addresses made by the respective shareholder or their representative, including questions and motions contained therein, statements and/or questions submitted in advance, and, furthermore, various forms of technical data automatically transmitted by the browser of the shareholder or his or her representative when using the AGM Portal) on the basis of the applicable data protection and privacy laws to enable them to exercise their rights pursuant to the German Stock Corporation Act (AktG) and the Articles of Association of Sartorius Aktiengesellschaft within the framework of the Annual General Meeting. Processing of personal data is mandatory in order to properly prepare for, conduct, and follow up on the Annual General Meeting and to enable shareholders to participate in the Annual General Meeting in accordance with Sections 118 et seq. of the German Stock Corporation Act (AktG). Sartorius Aktiengesellschaft (Otto-Brenner-Str. 20, 37079 Göttingen, Germany) is the data controller within the meaning of Article 4(7) of the European Union's General Data Protection Regulation (GDPR). The legal basis for processing personal data is Article 6(1)(1)(c) of the GDPR in conjunction with Sections 67 and 118 et seq. of the German Stock Corporation Act (AktG). In addition, data processing that is useful for the organization of the virtual general meeting may be carried out on the basis of overriding legitimate interests (Art. 6(1)(1)(f) of the GDPR). As a rule, the company receives the shareholders' personal data via the registration office from the intermediary that the shareholders have appointed to hold their shares in custody (usually the custodial bank) or such personal data that the shareholder or his or her proxy send within the scope of exercising rights related to the general meeting.

**b) Transfer of personal data and category of the recipients**

The company engages various external service providers and their subcontractors, each based in the EU, in order to hold the Annual General Meeting. The company provides them with said personal data only on a need-to-know basis in order for them to provide the requested service. The service providers are obligated to process said data solely in accordance with the company's instructions. In addition, personal data is made available to the shareholders and shareholder representatives in connection with the Annual General Meeting, particularly in the list of participants according to Section 129 of the German Stock Corporation Act (AktG), within the framework of the statutory regulations. The same applies to personal data in questions and statements submitted prior to the virtual Annual General Meeting and to addresses made during the Annual General Meeting. The company may state the name and, if applicable, the registered office | address of the shareholders or their proxies submitting questions or statements or speaking at the meeting. Any addresses made will be made available to shareholders and shareholder representatives during the meeting in audio and video form.

In addition, the company transfers personal data of shareholders and, if applicable, their representatives to other recipients outside the company who process this data as a controller pursuant to Article 4(7) of the GDPR. Such recipients may be, for example, public authorities due to legal requirements.

**c) Storage of personal data**

Personal data is stored as long as this is required by law or Sartorius Aktiengesellschaft has a legitimate interest in said storage, for example, any interest resulting from liability risks arising from applicable law. Afterwards, personal data is erased.

The period of storage for personal data collected in connection with the Annual General Meeting and in compliance with the legal obligations regarding provision of proof and retention (for example pursuant to the German Stock Corporation Act, German Commercial Code, and | or German Tax Code) is usually up to three years unless longer processing of such data is still necessary in individual cases in order to process applications, decisions, or legal proceedings in connection with the Annual General Meeting or for other reasons.

**d) Rights with respect to personal data**

Data subjects will have the right of information and access to the personal data stored on them at any and all times. Subject to certain conditions, they also have the right to rectification, right to restriction of processing, right to object to processing and the right to erasure of said personal data and the right to data portability in accordance with Chapter III of the GDPR. These rights may be exercised free of charge vis-à-vis Sartorius Aktiengesellschaft via its Data Protection Officer using the contact details provided under e) below.

Furthermore, data subjects shall have the right to lodge a complaint with a data protection supervisory authority in accordance with Article 77 of the GDPR. The data protection supervisory authority responsible for Sartorius Aktiengesellschaft is the following: Landesbeauftragte für den Datenschutz Niedersachsen, Prinzenstr. 5, 30159 Hanover, Germany, [poststelle@lfd.niedersachsen.de](mailto:poststelle@lfd.niedersachsen.de)

**e) Data Protection Officer**

Data subjects can contact the company's Data Protection Officer on matters related to data protection at:

Sartorius Corporate Administration GmbH  
Datenschutzbeauftragter (Data Protection Officer)  
Otto-Brenner-Str. 20  
37079 Göttingen, Germany

or via email to [dataprotection@sartorius.com](mailto:dataprotection@sartorius.com)

Göttingen, February 2026

Sartorius Aktiengesellschaft  
The Executive Board

**■ Sartorius Annual Report Available as Both a Download Version and an Online Version** Sartorius is increasingly using online formats for its communication and thus offers you, as a user, additional functions, such as a full-text search and a download center for tables.

Moreover, the Sartorius Annual Report is available for you to download as a PDF file from our website at [www.sartorius.com/agm](http://www.sartorius.com/agm).

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