

**Declaration of the Executive Board and the Supervisory Board of STEMMER IMAGING AG on the German Corporate Governance Code in accordance with Section 161 of the German Stock Corporation Act (AktG)**

*(English convenience translation of German original)*

The Executive Board and the Supervisory Board declare in accordance with Section 161 of the German Stock Corporation Act (AktG) that STEMMER IMAGING AG complies with all recommendations of the German Corporate Governance Code in the version dated 16 December 2019, published by the Federal Ministry of Justice in the Official Section of the Federal Gazette on 20 March 2020, and will continue to comply with these recommendations in the future, with the following exception:

Regarding Sections D.2, D.3, D.4. and D.5 (Establishment of Committees): The Company's Supervisory Board consists of three members. Contrary to Sections D.2, D.3, D.4 and D.5 of the Corporate Governance Code, the Supervisory Board does not form any committees, in particular no nomination committee. The establishment of specialist committees is not expedient due to the size of the Supervisory Board with three members and - in contrast to larger boards - does not lead to an increase in efficiency. For this reason, it is not advisable to form such committees. All tasks assigned to the committees in accordance with the recommendations of the German Corporate Governance Code are performed by the full Supervisory Board. This also includes assessing the quality of the financial statement audit in accordance with Section D.11 of the Corporate Governance Code. Moreover, the formation of an audit committee is now legally enshrined in Section 107 (4) of the German Stock Corporation Act (AktG), and due to its size of three members, the Supervisory Board of STEMMER IMAGING AG exercises the statutory option in Section 107 (4) sentence 2 of the German Stock Corporation Act (AktG), according to which it also acts as the audit committee.

Regarding Section G.7 (remuneration system for Executive Board members): According to this recommendation, the Supervisory Board shall establish performance criteria covering all variable remuneration components. The Executive Board remuneration system includes the possibility of an extraordinary remuneration, which is granted at the discretion of the Supervisory Board and without the definition of performance criteria applicable to the decision of the Supervisory Board. Such special remuneration is intended to reward, in extraordinary cases and at the discretion of the Supervisory Board, special achievements of a member of the Executive Board that are in the interest of the Company, provided that this supports the business strategy and the long-term development of the Company. Restricting this possibility by specifying certain performance criteria would, in the opinion of the Company, limit the discretion of the Supervisory Board for such extraordinary cases to a disproportionate extent.

The corresponding declaration is permanently available to the public on the STEMMER IMAGING website in the Investors section.

Puchheim, May 2022

The Executive Board

Arne Dehn (CEO)    Uwe Kemm (COO)

The Supervisory Board

Klaus Weinmann (Chairman)