NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA, CANADA, AUSTRALIA OR JAPAN.

ENCAVIS AG

Hamburg

International Securities Identification Number (ISIN): DE0006095003

German Securities Identification Number (*Wertpapierkennnummer*, WKN): 609500

Ticker Symbol: CAP

Document containing information pursuant to Article 1 section 4 lit. h), section 5 subpara. 1 lit. g) VO (EU) 2017/1129

dated 11 April 2022 and supplemented on 24 May 2022 and on 28 June 2022

for the New Shares (as defined under III.) issued under

the Rights Issue Capital Increase (as defined under III.)

against contribution of the Partial Dividend Rights (as defined under III.)

in accordance with the resolution regarding the appropriation of net income

approved by ENCAVIS AG shareholders' meeting on 19 May 2022

(scrip dividend)

I. Purpose

The management board and supervisory board of ENCAVIS AG, registered in the commercial register of the local court (*Amtsgericht*) of Hamburg under HRB 63197 ("**ENCAVIS**" or "**Company**") (for more information about ENCAVIS, see www.encavis.com) have proposed to the ordinary shareholders' meeting of the Company on 19 May 2022, under agenda item 2 (resolution on the appropriation of net income), to resolve to pay out a dividend totaling EUR 0.30 per no-par value share entitled to dividends ("**Resolution on Appropriation of the Distributable Profit**"). Shareholders were able to choose whether to have the dividend paid out, either in cash only or, for part of the dividend, in cash in order to settle the tax liability and, for the remaining part of the dividend, in the form of shares in the Company (the payment of the dividend in the form of shares in the Company the "**Scrip Dividend**").

The management board and the supervisory board of ENCAVIS resolved on 19 May 2022 to issue the Scrip Dividend related shares through partial use of the authorised capital created by the shareholders' meeting on 27 May 2021 pursuant to Section 6 of the articles of association of ENCAVIS ("**Authorised Capital 2021**"), against contributions in-kind. The Partial Dividend Rights (as defined in III.) arisen as a result of the Resolution on Appropriation of the Distributable Profit were transferred as contribution in-kind by those shareholders who have opted for the Scrip Dividend.

This document has been created to fulfill the requirements of Article 1 section 4 lit. h), section 5 subpara. 1 lit. g) VO (EU) 2017/1129 (including all relevant implementation measures, the "Prospectus Regulation") which states that there is no obligation to publish a prospectus for the public offering, Article 1 section 4 lit. h) Prospectus Regulation, and admission for trading, Article 1 section 5 subpara. 1 lit. g) Prospectus Regulation of dividends paid out to shareholders in the form of shares "*provided that a document is made available which contains information on the number and nature of shares and which describes the reasons for and details of the offer or allotment*".

This document does not constitute a prospectus within the meaning of the Prospectus Regulation and it will furthermore not be submitted to an authority or comparable agency, nor checked or approved by an authority or comparable agency.

The subscription rights and the shares referred to herein may not be sold, offered, pledged or transferred to persons in the United States of America and the shares of ENCAVIS will not be delivered to or issued in the United States of America. Subscription rights and shares of ENCAVIS may not be registered in the United States of America absent prior registration under the U.S. Securities Act of 1933 as amended and/or, without prior registration, may not be sold or offered for sale absent an exemption from this registration requirement according to its provisions. Such registration will not take place.

II. Resasons

Granting a choice between a cash dividend and a dividend in the form of shares is internationally recognised and common practice. Shareholders gain the opportunity to directly re-invest the part of their dividend to which they are entitled and which is not required for settling their tax liability, into shares of the Company. In addition, if the shareholder opted to receive the Scrip Dividend, he could prevent his shareholding in ENCAVIS being reduced on a percentage basis as a result of the Rights Issue Capital Increase (as defined in III.) (dilution).

For ENCAVIS, the Scrip Dividend reduced cash outflow to the extent that the Partial Dividend Rights (as defined in III.) were re-invested by the shareholders into the Company and New Shares (as defined in III.) are delivered instead of a payment in cash.

III. Subject Matter of this Document / Right of Choice

The subject matter of this document is the new shares ("**New Shares**"), which were issued in consideration for the contribution of the relevant Partial Dividend Rights (as defined below) by way of a capital increase with subscription rights against contribution in kind ("**Rights Issue Capital Increase**").

In doing so, the Company offered all holders of dividend-bearing shares of ENCAVIS entitled to dividends for the financial year 2021 (the "**Existing Shares**"), in whose securities accounts these shares were booked at 11:59 p.m. CEST on the evening of 23 May 2022 (Record Date), the choice, described in more detail below, to receive the dividend in cash only or as a Scrip Dividend.

- The shareholder opted to receive the dividend in cash only and notified his depository bank ("**Depository Bank**") accordingly, or simply did nothing during the period starting from 24 May 2022 until and including 15 June 2022 ("**Subscription Period**"). In this case, following the end of the Subscription Period and a technically mandatory settlement period, the shareholder received, on 23 June 2022, a cash dividend in the amount of EUR 0.30 per no-par value share held less the capital gains tax (*Kapitalertragsteuer*), to be withheld, including solidarity surcharge (*Solidaritätszuschlag*) and, if applicable, church tax (*Kirchensteuer*). Should a shareholder be subject to church tax (assuming the highest rate of church tax is applicable), the payout amount was EUR 0.2160 per no-par value share held. In the case of a shareholder not being subject to church tax, the payout amounts was EUR 0.2209 per no-par value share held. The cash dividend was credited to the shareholder in full if he was not subject to capital gains tax (e.g. if an exemption certificate exists).

  Due to the possibility of receiving the dividend as Scrip Dividend, the cash-only dividend was paid out in the form of two cash bookings (for details please see IV.4.e).

- The shareholder opted to receive the Scrip Dividend only. In this case the shareholder had to notify his Depository Bank in good time during the Subscription Period using the form ("**Declaration of Subscription and Cession**") provided for this purpose by his Depository Bank and to cede his Partial Dividend Rights of EUR 0.21 per no-par value share held ("**Partial Dividend Rights**"), which were booked into his depository account on 24 May 2022 to DZ BANK AG Deutsche Zentral-Genossenschaftsbank, Platz der Republik, 60325 Frankfurt am Main, Germany ("**DZ BANK**"), as trustee. The Partial Dividend Rights of EUR 0.21 per no-par value share held by the shareholder is calculated by deducting from the proposed dividend of EUR 0.30 the Base Dividend Portion of EUR 0.09 described in more detail below.

  Like the cash dividend, the Scrip Dividend is subject to capital gains tax (including solidarity surcharge and, if applicable, church tax). For this reason, a part of the dividend of EUR 0.09 per share (the "**Base Dividend Portion**") was always be distributed in cash. Depending on the tax status of the respective shareholders, the Base Dividend Portion serves to cover the capital gains tax to be paid by the Depository Bank to the tax authorities, including the solidarity surcharge and, if applicable, church tax. Any difference was credited to the shareholder's account or the Base Dividend Portion was credited in total (e.g. if an exemption certificate has been submitted) to the shareholder's account. The remaining Partial Dividend Rights of EUR 0.21 per share was available for the subscription of New Shares. The final number of Partial Dividend Rights that needed to be ceded in order to subscribe for one new share was published on 20 May 2022.

Once the Subscription Period and the handling period required for the technical transaction have ended, on or about 30 June 2022, the shareholder will according to the subscription ratio receive New Shares, the number of which will depend on the extent to which the Partial Dividend Rights ceded by him (in total) cover the fixed subscription price per share (in total based on the number of whole shares to be granted). If ceded portions of Partial Dividend Rights fell below or exceeded the subscription price (in total) for the shares purchased, the shareholder received this balance in cash ("**Residual Balance**"), rounded down to the nearest whole cent, presumably on 23 June 2022.

- The shareholder opted to receive the cash dividend for part of his shares and the Scrip Dividend for the remaining part. In this case, the two processes described above applied, with each being applied to the specific shares for which the shareholder has made the relevant decision.

IV. Details

1. Present share capital and ENCAVIS shares

ENCAVIS' share capital prior to the Rights Issue Capital Increase totalled EUR 160,469,282.00 divided into 160,469,282 no-par value shares (shares without nominal value) with a proportionate amount of the share capital of EUR 1.00 attributable to one no-par value share. ENCAVIS registered share capital after the Rights Issue Capital Increase totals EUR 161,030,176.00 divided into 161,030,176 no-par value shares (shares without nominal value) with a proportionate amount of the share capital of EUR 1.00 attributable to one no-par value share The share capital is fully paid-up.

Pursuant to Section 18 (3) of the articles of association of ENCAVIS, each no-par value share entitles the holder to one vote at the Company's shareholders' meeting.

The Existing Shares are admitted for trading to the regulated market as well as the regulated market sub-segment with additional post-admission obligations (Prime Standard) on the Frankfurt Stock Exchange and on the regulated market of the Hanseatic Stock Exchange Hamburg.

The Existing Shares are evidenced in a global certificate deposited with Clearstream Banking AG, Mergenthalerallee 61, 65760 Eschborn, Germany ("**Clearstream**"). Pursuant to Section 5 (2) of the articles of association of ENCAVIS, the right of shareholders to certification of their shares is precluded.

All Existing Shares are assigned the same rights.

ENCAVIS' shares are freely transferable. Announcements of the Company are published in the German Federal Gazette in accordance with the Section 3 (1) of the articles of association of ENCAVIS, failing other mandatory provisions of statute.

The paying and settlement agent for the ENCAVIS dividend for the financial year 2021 is DZ BANK.

2. Details of the Rights Issue Capital Increase

a) Rights Issue Capital Increase against contribution in-kind out of Authorised Capital 2021

The management board and the supervisory board have resolved to create the New Shares by making partial use of Authorised Capital 2021.

b) Number of New Shares

The number of New Shares to be created was dependent on the extent to which shareholders exercise their right to opt to receive the Scrip Dividend, as well as on the subscription ratio and subscription price of the New Shares. The management board and supervisory board have determined the subscription ratio and subscription price on 19 May 2022.

Based on the subscription price of EUR 17.85 and the subscription ratio of 85 : 1 the Scrip Dividend was chosen for 47,675,990, so that 560,894 New Shares were issued.

c) Features of the New Shares

The New Shares were created in accordance with German law by registration of the Rights Issue Capital Increase. They feature the same rights as the Existing Shares of the Company and will not confer any rights or advantages beyond this.

Each New Share entitles the holder to one vote at the Company's shareholders' meeting. There are no restrictions on voting rights, except in specific cases prescribed by law. Nor are there different voting rights for certain Company shareholders.

The New Shares carry full dividend rights from 1 January 2022. The New Shares participate in liquidation proceeds, if any, according to their mathematical share of the share capital. The New Shares are evidenced in one global certificate deposited with Clearstream.

The New Shares will be delivered solely via collective custody credit. The New Shares will be freely transferable.

d) Rights Issue Capital Increase

The capital increase to create the New Shares was a capital increase with rights issue. To simplify the transaction, each dividend-bearing shareholder were only be able to exercise his subscription right by commissioning and authorizing DZ BANK within the Subscription Period as third-party trustee – as further specified in the subscription offer and upon the shareholder ceding his Partial Dividend Rights – to subscribe to the New Shares in accordance with the shareholder's Scrip Dividend choice, at the determined subscription ratio and at the determined subscription price, in its own name but on the shareholder's account and, following subscription and entry of execution of the Rights Issue Capital Increase in the commercial register, to transfer the New Shares acquired in this process to the shareholder.

DZ BANK will also be obliged towards ENCAVIS to contribute the Partial Dividend Rights ceded to DZ BANK in trust as contribution in-kind and to transfer the shares subscribed in trust for the shareholders, according to the choice they have made and on the basis of the determined subscription ratio and the determined subscription price as well as to cede back to the shareholders any Partial Dividend Rights or portions thereof that are not required to subscribe to New Shares, with the assistance of the Depository Banks.

The subscription ratio and the subscription price were determined by the management board with the approval of the supervisory board on 19 May 2022 and published on the ENCAVIS website (https://www.encavis.com/en/investor-relations/agm/) on 20 May 2022. The subscription ratio corresponded to the ratio of the result of the division of the fixed subscription price in the amount of EUR 17.85 by the Partial Dividend Right in the amount of EUR 0.21. This resulted in a subscription ratio of 85 : 1, i.e. for every 85 Exiting Shares held, shareholders could subscribe to one new share.

Example calculation based on the determined subscription price:

Subscription price:	EUR 17.85
Subscription ratio:	85 : 1, i.e. one new share could be purchased for 85 Existing Shares (and 85 Partial Dividend Rights as contribution in-kind).
Residual Balance:	If a shareholder had, for example, 95 Partial Dividend Rights, this resulted in a residual of 10 pro rata dividend rights. The shareholder was entitled to subscribe for one New Share, which corresponded to a subscription price of EUR 17.85 (85 Partial Dividend Rights in the amount of EUR 0.21 per no-par value share). For the remaining 10 Partial Dividend Rights, the shareholder was paid a Residual Balance in the amount of EUR 2.10 in cash. Accordingly, in this calculation example, the shareholder received one New Share and EUR 2.10 in cash (as well as a possible difference between the Base Dividend Portion and the tax payable) for 95 Partial Dividend Rights.

Although the subscription rights from Existing Shares were transferable, they could only be transferred together with the Partial Dividend Rights in the corresponding amount, because the subscription right can only be exercised if the corresponding Partial Dividend Right is also ceded.

A stock exchange trading of the subscription rights were not be provided.

The Partial Dividend Rights and the inseparably associated subscription rights from each Existing Share held in the respective depositary account, as at 11:59 p.m. CEST on the evening of 23 May 2022 (Record Date), were booked automatically to the Depository Banks by Clearstream. The posted Partial Dividend Rights included the associated subscription rights.

The ENCAVIS shares were listed "*ex dividend*" and hence also "*ex subscription right*" from 20 May 2022 onwards.

The Subscription Period lasted from 24 May 2022 with publication of the subscription offer to 15 June 2022 (inclusively). Subscription rights that were not exercised within the prescribed period expired without compensation – in this case shareholders received the dividend in cash only. The subscription agent was DZ BANK.

3. Costs and benefits of the offer for ENCAVIS

ENCAVIS did not receive any cash as a result of the Rights Issue Capital Increase, since the Partial Dividend Rights were contributed. To the extent that shareholders opted to receive the Scrip Dividend, the dividend to be paid out in cash by ENCAVIS for the financial year 2021 was reduced.

The Scrip Dividend was accepted for 47,675,990 Existing Shares of the Company. The actual dividend amount contributed, by which the dividend payable in cash is reduced, is EUR 10,011,957.90. The dividend payable in cash amounts to approximately EUR 38 millions.

The costs of this offer for ENCAVIS, including the remuneration to be paid to DZ BANK, which is processing the transaction, is expected to amount to around EUR 120 thousand (net).

4. Information about exercising the rights

a) Relevant date

For the receipt of the Partial Dividend Rights and subscription rights, it is necessary that the Existing Shares were booked in the securities account of the respective shareholder at 11:59 p.m. (CEST) on the evening of 23 May 2022 (Record Date). Subsequent incoming deposits or outgoing deposits did not change the ownership of the Partial Dividend Rights and subscription rights, with the exception of any necessary technical adjustments to the shareholdings.

b) Expected Schedule

19 May 2022	Shareholders' meeting of ENCAVIS
	Resolution of the management board with the approval of the supervisory board to increase the share capital by issuing New Shares and to determine the subscription price and subscription ratio
20 May 2022	Commencement of the DIC Asset share trade *ex dividend* and *ex subscription* right
	The subscription price and the subscription ratio is published on the website of ENCAVIS
24 May 2022	Partial Dividend Rights are posted to securities deposit account customers with their inseparably linked subscription rights according to the depository account balance on the evening of 23 May 2022 (Record Date)
	The subscription offer is published in the German Federal Gazette (*Bundesanzeiger*) and on the website of ENCAVIS
	Commencement of the Subscription Period with publication of the subscription offer
15 June 2022	End of the Subscription Period, end of the period during which shareholders have the right to exercise a choice
23 June 2022	Payout of (i) the cash dividend, (ii) the Residual Balance and (iii) the Base Dividend Portion
27 June 2022	Publication of the participation rate
	Entry of execution of the Rights Issue Capital Increase in the commercial register at the local court (*Amtsgericht*) of Hamburg
29 June 2022	Admission of the New Shares
30 June 2022	Book transfer of the newly purchased shares
	First day of trading, incorporation of the New Shares in the existing listing

c) Partial exercise of the right of choice

Shareholders did not need to make the choice for all their shares uniformly (even if they are held in a single securities deposit account) but were free to choose to receive the cash dividend or as Scrip Dividend for each share separately. For the Partial Dividend Right of each single share, however, only either cash payment or the Scrip Dividend could be requested.

d) Irrevocability of choice

Shareholders who had exercised their right of choice could not revoke their choice once it has been made.

e) Information on choosing the cash dividend

Due to the possibility of receiving the dividend as Scrip Dividend, the cash-only dividend was paid out in the form of two cash bookings.

In the course of the first booking, the shareholder received the Base Dividend Portion of EUR 0.09 per no-par value share held, less the capital gains tax payable by the Depository Bank to the tax authorities, including solidarity surcharge and, if applicable, church tax, on the entire dividend amount of EUR 0.30 per no-par value share held. The payout amount for the Base Dividend Portion (i) in the case of a shareholder subject to church tax (assuming the highest rate of church tax is applicable) was around EUR 0.0060 per no-par value share held, and (ii) in the case of a shareholder not subject to church tax was around EUR 0.0109 per no-par value share held. The full Base Dividend Portion was credited to a shareholder if he was not subject to capital gains tax (e.g. in case of an application for exemption).

In the course of the second booking, the shareholder received an amount of EUR 0.21 net per no-par value share held, i.e. without any further deductions, since the capital gains tax, including solidarity surcharge and, if applicable, church tax, on the entire dividend amount was already withheld in the course of the first booking.

The dividend in cash, less the capital gains tax to be withheld, including solidarity surcharge and, if applicable, church tax, was paid on 23 June 2022 via the Depository Banks.

Shareholders who wanted to receive their dividend in cash only could either notify their Depository Bank of this fact or simply did nothing during the Subscription Period.

f) Information on choosing the Scrip Dividend

A part of the dividend right of EUR 0.30 per no-par value share, i.e. the Base Dividend Portion of EUR 0.09 was not subject to the shareholder's right of choice and was consequently be paid in cash to all shareholders in all events – regardless of whether they opted for the cash dividend only, or for the Scrip Dividend – after deduction of the capital gains tax to be withheld, including solidarity surcharge and, if applicable, church tax. The purpose of the Base Dividend Portion was to ensure that a shareholder who has opted for the Scrip Dividend was not required to make any additional cash payment in order to meet his possible tax liability.

With regard to the remaining Partial Dividend Right of EUR 0.21, the shareholder was free to choose whether he wished to receive it in cash, or to contribute it to subscribe for New Shares. This Partial Dividend Right was inseparably linked to the subscription right.

For details on the New Shares please see under IV.2.

For details on determination of the subscription ratio and the subscription price please see under IV.2.d).

Shareholders whose Partial Dividend Rights for which the Scrip Dividend was chosen were not sufficient for one entire New Share when applying the subscription ratio, to this extent, received their dividend in cash only.

To the extent that parts of the ceded Partial Dividend Rights were lower than or exceeded the subscription price (in total) attributable to the shares subscribed for, the shareholder were paid this amount, rounded down to whole cents, as a Residual Balance.

Shareholders who opted to receive the Scrip Dividend may incur depository bank fees. Shareholders should consult their Depository Bank directly regarding any details in advance. Costs charged to shareholders as depositary account customers by Depository Banks cannot be refunded by ENCAVIS or by DZ BANK. Choosing the Scrip Dividend could be uneconomic in terms of the costs that can be incurred, particularly for shareholders who held only a small number of ENCAVIS shares. DZ BANK will not charge any additional commission to the shareholders electing the Scrip Dividend for the settlement of the subscription right.

If shareholders opted to receive the Scrip Dividend, they had to notify their Depository Bank, by using the form provided to them by their Depository Bank for this purpose and returning it in good time before the end of the Subscription Period during ordinary business hours of their Depository Bank, that they wish to exercise their subscription right and must cede Partial Dividend Rights corresponding to the exercised subscription rights to DZ BANK by completing and signing the form.

It is expected that the New Shares will be delivered to the Depository Banks on 30 June 2022.

5. Admission to trading on the stock exchange

The New Shares are expected to be admitted to the regulated market for trading on the Frankfurt Stock Exchange as well as to the sub-segment of the regulated market with additional post-admission obligations (Prime Standard) and on the regulated market of the Hanseatic Stock Exchange Hamburg on 29 June 2022.

Listing of the New Shares on the regulated market of the aforementioned stock exchanges is expected to start on 30 June 2022 by including the New Shares into the listing of the existing shares.

6. Tax treatment

The following section does not claim to provide a comprehensive, definitive or complete description of German tax aspects that could be relevant to the shareholders. As a result, this summarising overview is no substitute for the individual consultation of a tax adviser[1].

Tax treatment of the dividend paid out in cash and the Scrip Dividend

Capital gains tax is withheld (i) by the domestic credit institution, domestic financial services institution, domestic securities trading firm or the domestic securities trading bank that holds or administrates the shares, and pays out or credits the capital income, or pays out the capital income to a foreign paying agent, or (ii) by the collective securities depository to which the shares were entrusted for collective custody, if it pays the capital income out to a foreign institution.

Capital gains tax including solidarity surcharge is 26.375% of the entire dividend (Scrip Dividend and/or cash dividend). To the extent the shareholder is subject to church tax, the tax liability is increased accordingly. The church tax is also withheld, unless the shareholder has objected to his data being passed on to the German Federal Central Tax Office (*Bundeszentralamt für Steuern*)

[1] The tax treatment discussion presumes the standard case that a natural person who is subject to unlimited tax liability in Germany and holds the shares as a private asset for tax purposes receives the dividend and no exemption or non-assessment certificate has been.

(blocking notice). The amount of church tax withheld depends on the shareholder's religion and his place of residence.

Capital gains tax including solidarity surcharge and, if applicable, church tax is covered through payout of the Base Dividend Portion also if the shareholder opts for the Scrip Dividend. The institutions making the payouts may withhold the capital gains tax accruing on the entire dividend right from this amount and pay it to the competent tax office. The remaining difference is to be credited to the shareholder.

There are possible exemptions from the deduction of capital gains tax (including solidarity surcharge and, if applicable, church tax) under certain conditions, such as, for example, exemption certificates (*Freistellungsbescheinigungen*) and non-assessment certificates (*Nichtveranlagungsbescheinigungen*).

From a tax viewpoint, capital gains tax accrues in the June 2022 capital gains tax reporting period, both for the cash-only dividend and for the Scrip Dividend, as well as for the alternative with partial cash dividend and Scrip Dividend.

7. Subsequent submission of further information

The details originally left open in this information document pursuant to Article 1 section 4 lit. h), section 5 subpara.1 lit. g) Prospectus Regulation and/or any necessary amendments to this document were published on the ENCAVIS website at https://www.encavis.com/en/investor-relations/agm/ and to the extent legally required, in the German Federal Gazette (*Bundesanzeiger*).

Hamburg, 28 June 2022

ENCAVIS AG

The Management Board

signed Dr. Dierk Paskert
Member of the Management Board

signed Dr. Christoph Husmann
Member of the Management Board

Disclaimer

This is a convenience translation, which is provided to English-speaking readers for informational purposes only. Only the German version of this document is legally binding on ENCAVIS AG. No warranty is made as to the accuracy of this translation and ENCAVIS AG assumes no liability with respect thereto.

This document is not an offer of securities for sale in the United States of America. Securities may not be offered or sold in the United States of America absent registration under the U.S. Securities Act of 1933, as amended, or an exemption from registration. The subscription rights and Shares referred to in this document have not been and will not be registered under the Securities Act and will not be offered or sold in the United States of America.