



ENCAVIS AG

Hamburg

Management Board proposal on the appropriation of net retained profit

The Management Board proposes the following resolution:

“The net retained profit of ENCAVIS AG for the 2021 financial year in the amount of EUR 87,070,815.33 is to be appropriated as follows:

Distribution of a dividend of EUR 0.30 per dividend-bearing no-par-value share maturing on 23 June 2022:	EUR 48,140,784.60
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Carried forward to new account:	EUR 38,930,030.73”
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The dividend will be paid, at the choice of the shareholder, either (i) solely in cash or (ii) for part of the dividend in cash 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 “**Stock Dividend**”)).

The details of the cash dividend and the shareholders’ option to elect the Stock Dividend will be set out in a document made available to shareholders on the Company’s website at <https://www.encavis.com/en/investor-relations/agm/>. The document contains, in particular, information on the number and features of the shares and sets out the reasons for and details of the offer.

The total dividend and the residual amount to be carried forward to new account in the above-proposed resolution on the appropriation of profits are based on the dividend-bearing share capital of EUR 160,469,282.00, divided into 160,469,282 no-par-value shares, existing at the time of convening.

The number of eligible shares may change by the time the resolution on the appropriation of net retained profit is passed. In this event, the Management Board and the Supervisory Board shall submit to the Annual General Meeting a correspondingly adjusted proposal for resolution on the appropriation of profits, which shall provide for an unchanged distribution of EUR 0.30 per no-par-value share entitled to dividends; the offer to receive the dividend in the form of shares instead of cash remains unaffected. The adjustment is made as follows: If the number of shares entitled to dividends, and thus the total dividend amount, decreases, the amount to be carried forward to new account increases accordingly. If the number of shares entitled to dividends, and thus the total dividend amount, increases, the amount to be carried forward to new account decreases accordingly.

Please note that this year's dividend will only be paid out of the taxable profit. Therefore, the dividend payment, regardless of which option the shareholder exercises, is in principle subject to taxation.

Hamburg, 29th March 2022

ENCAVIS AG

The Management Board