

Agenda Item 12

“It is proposed that the shareholders’ meeting shall pass the following resolution:

RESOLUTION

The registered capital of the Company shall be subject to a conditional capital increase by an amount of up to EUR 124,700,000 by issuing up to 62,350,000 ordinary bearer shares to grant conversion or subscription rights to investors of convertible bonds.

This resolution shall be inserted into a new item 6.2 of the articles of association, according to the wording of the available enclosure, which will be annexed to the minutes of the shareholders’ meeting.

According to the available enclosure (Comparison of the Articles of Association), the current items 6.2 to 6.10 of the articles of association will be renumbered to 6.1.1 to 6.1.9.

Further, for clarification purposes, item 6.1 of the articles of association shall be amended according to the wording of the available enclosure (Comparison of the Articles of Association), which will be annexed to the minutes of the shareholders’ meeting, by the purpose of the existing conditional capital.”