

**BioNTech SE  
Mainz**

**Publication of the resolution and the system for the remuneration of Supervisory Board members in accordance with Section 113 para. 3 in conjunction with Section 120a para. 2 AktG**

At the Annual General Meeting of BioNTech SE on June 1, 2022, the amended remuneration system for the Supervisory Board of BioNTech SE was put to the vote under agenda item 9 "Resolution on the remuneration and the remuneration system for the members of the Supervisory Board and an amendment to Section 9 (6) of the Articles of Association".

The amended remuneration system for the Supervisory Board of BioNTech SE was approved with the following result:

239,449,546	no-par value shares for which valid votes were cast (= 96.34% of the registered share capital)
239,295,355	yes votes (99.94 %)
154.191	No votes (0.06%)

The remuneration system for the Supervisory Board of BioNTech SE has the following wording:

**Excerpt from the Articles of Association of BioNTech SE and proposed new regulation on Supervisory Board remuneration**

The current regulation on the remuneration of the company's Supervisory Board members in Section 9 (6) of the Articles of Association is as follows:

*"In addition to reimbursement of their expenses, the members of the Supervisory Board shall receive annual compensation of EUR 70,000, the Chair three times this amount and the Vice Chair one and a half times this amount. The Chair of the Audit Committee shall receive an additional annual compensation of EUR 30,000. The respective Chair of another committee shall receive an additional annual compensation of EUR 10,000. Members of the Supervisory Board who are only members of the Supervisory Board for part of the financial year or who chair or vice-chair the Supervisory Board or the Audit Committee or another committee shall receive the respective compensation on a pro-rata basis. The same applies insofar as this regulation or this regulation in a specific version is only in force during part of the financial year. If the reimbursement of expenses or the compensation is subject to value added tax, the value added tax shall be paid in addition. In its own interest, the Company shall maintain appropriate D&O liability insurance for its corporate bodies and management, which shall also include the members of the Supervisory Board and be co-insured at the expense of the Company."*

The proposed amendment to Sec. 9 para. 6 of the Articles of Association reads as follows:

*"In addition to reimbursement of their expenses, the members of the Supervisory Board shall receive annual compensation of EUR 70,000, the Chair three times this amount and the Vice Chair one and a half times this amount. The Chair of the Audit Committee shall receive an additional annual compensation of EUR 30,000. The respective Chair of another committee shall receive an additional annual compensation of EUR 15,000. An ordinary committee member receives an additional annual remuneration of EUR 5,000 per committee. Members of the Supervisory Board who are only members of the Supervisory*

*Board for part of the financial year or who chair or vice-chair the Supervisory Board or the Audit Committee or another committee shall receive the respective compensation on a pro-rata basis. The same applies insofar as this regulation or this regulation in a specific version is only in force during part of the financial year. If the reimbursement of expenses or the compensation is subject to value added tax, the value added tax shall be paid in addition. In its own interest, the Company shall maintain appropriate D&O liability insurance for its corporate bodies and management, which shall also include the members of the Supervisory Board and be co-insured at the expense of the Company.”*

## **1.2 Objective of Supervisory Board Remuneration and Relation to Corporate Strategy**

The system for the remuneration of the members of the Supervisory Board is based on the legal requirements and takes into account the recommendations of the German Corporate Governance Code. The remuneration of the members of the Supervisory Board shall be balanced overall and shall be commensurate with the responsibilities and tasks of the members of the Supervisory Board and the situation of the Company, also taking into account the remuneration regulations of other comparable listed companies. At the same time, it shall make the assumption of a mandate as Supervisory Board member or chair of the Supervisory Board or a committee or as a member of a committee appear sufficiently attractive in order to be able to attract and retain outstanding mandate holders. This is a prerequisite for the best possible supervision and advice to the Management Board, which in turn make a significant contribution to a successful business strategy and the long-term success of the Company.

## **1.3 Components, Amount and Structure of Supervisory Board Remuneration**

The members of the Supervisory Board shall continue to receive a purely fixed remuneration to strengthen the independence of the Supervisory Board, to enable an objective and neutral performance of the advisory and supervisory function as well as independent personnel and remuneration decisions. This also corresponds to recommendation G.18 of the German Corporate Governance Code, according to which the remuneration of the Supervisory Board should consist of a fixed remuneration. In accordance with the recommendation of the German Corporate Governance Code, the higher time expenditure of the Chair and Deputy Chair of the Supervisory Board as well as the Chair and members of committees shall be appropriately taken into account by means of a corresponding additional remuneration. The annual basic remuneration for a member of the Supervisory Board is currently EUR 70,000 and shall remain unchanged. The Chair of the Supervisory Board shall receive three times the basic remuneration of an ordinary member of the Supervisory Board, his deputy one and a half times. The Chair of the Audit Committee shall additionally receive an annual remuneration of EUR 30,000. The respective Chair of another committee shall additionally receive an annual remuneration of EUR 15,000. An ordinary committee member shall receive an additional annual remuneration of EUR 5,000 per committee.

Members of the Supervisory Board who are only members of the Supervisory Board for part of the financial year or who chair, or deputy chair the Supervisory Board, the Audit Committee or another committee shall receive the respective remuneration pro rata temporis. The same shall apply if this regulation or this regulation in a specific version is only in force during part of the financial year.

Insofar as the reimbursement of expenses or the remuneration is subject to value added tax, the Company shall additionally reimburse the value added tax. Furthermore, the members of the Supervisory Board are included in a pecuniary damage liability insurance policy for members of executive bodies, which is maintained by the Company in the interest of the Company at an appropriate amount. The premiums for this are paid by the Company.

#### **1.4 Determination and Procedure for Review of Supervisory Board remuneration**

The regulations on remuneration as well as the remuneration system shall be regularly reviewed by the Supervisory Board regarding their appropriateness, whereby external remuneration experts may also be consulted. At least every four years and in the event of proposals to change the remuneration regulations, the Annual General Meeting shall pass a resolution on the remuneration of the members of the Supervisory Board. The Annual General Meeting may confirm the respective existing system of Supervisory Board remuneration or pass a resolution to amend it. Corresponding resolution proposals to the Annual General Meeting are submitted by the Management Board and the Supervisory Board in accordance with the legally regulated division of responsibilities, so that there is mutual control between the two bodies. The decision on the final structure of the remuneration system is assigned to the Annual General Meeting.

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