

H2APEX Group SCA
Société en commandite par actions
Registered Office: 19, rue de Flaxweiler, L-6776 Grevenmacher,
Grand Duchy of Luxembourg
R.C.S. Luxembourg B148525

**FORM OF RESOLUTIONS TO BE PROPOSED AT THE ANNUAL GENERAL MEETING OF THE
SHAREHOLDERS TO BE HELD ON 13 JUNE 2024**

I. Agenda

1. Presentation of the report of the independent auditor on the annual accounts of the Company for the financial year ended on 31 December 2023 (the **2023 Financial Year**);
2. Approval of the annual accounts of the Company for the 2023 Financial Year;
3. Acknowledgment of the Company's result made with respect to the 2023 Financial Year, and resolution concerning the allocation of the result;
4. Presentation of the management report issued by the manager and general partner of the Company (the **General Partner**) and the report of the independent auditor on the consolidated accounts for the 2023 Financial Year;
5. Approval of the consolidated accounts for the 2023 Financial Year;
6. Granting of discharge (*quitus*) to Mr. Georges Bock, member of the supervisory board of the Company (the **Supervisory Board**), for the exercise of his mandate during the 2023 Financial Year;
7. Granting of discharge (*quitus*) to Mr. Heinz Jörg Fuhrmann, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year;
8. Granting of discharge (*quitus*) to Mr. Roland Lienau, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year;
9. Granting of discharge (*quitus*) to Mr. Prof. Dr. Matthias Beller, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year;
10. Granting of discharge (*quitus*) to Mr. Florian Schuhbauer, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year;
11. Granting of discharge (*quitus*) to Mr. Thomas Terschlude, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year;
12. Granting of discharge (*quitus*) to the General Partner for the exercise of its mandate as manager of the Company for the 2023 Financial Year;
13. Granting of discharge (*quitus*) to BDO Audit for the exercise of its mandate as independent auditor (*réviseur d'entreprises agréé*) of the Company for the 2023 Financial Year;
14. Presentation of and advisory vote on the remuneration report for the 2023 Financial Year;
15. Approval of the fixed annual remuneration of the members of the Supervisory Board for the financial year to end on 31 December 2024;

16. Decision to renew BDO Audit's mandate as independent auditor (*réviseur d'entreprises agréé*) of the Company for a term expiring at the annual general meeting of shareholders of the Company approving the annual accounts relating to the financial year ending on 31 December 2024 to be held in 2025; and
17. Miscellaneous.

II. Resolutions

First resolution

The Meeting acknowledges the presentation by the chairman of the report of the independent auditor on the annual accounts of the Company for the 2023 Financial Year.

Second resolution

The Meeting resolves to approve the annual accounts of the Company for the 2023 Financial Year.

Third resolution

The Meeting acknowledges the Company's result and further resolves to allocate the profit of twelve million three hundred fifty-seven thousand nine hundred eighty euro (EUR 12,357,980) for the 2023 Financial Year, as follows:

| | | |
|---|-----|------------|
| Result brought forward from previous financial years | EUR | 426,296 |
| Result of the 2023 Financial Year | EUR | 12,357,980 |
| Result to be allocated to the legal reserve | EUR | 34,002 |
| Result to be carried forward to the next financial year | EUR | 12,323,978 |

Fourth resolution

The Meeting acknowledges the presentation by the Chairman of the management report issued by the General Partner and the report of the independent auditor on the consolidated accounts for the 2023 Financial Year.

Fifth resolution

The Meeting resolves to approve the consolidated accounts for the 2023 Financial Year.

Sixth resolution

The Meeting resolves to grant discharge (*quitus*) to Mr. Georges Bock, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year.

Seventh resolution

The Meeting resolves to grant discharge (*quitus*) to Mr. Heinz Jörg Fuhrmann, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year.

Eighth resolution

The Meeting resolves to grant discharge (*quitus*) to Mr. Roland Lienau, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year.

Ninth resolution

The Meeting resolves to grant discharge (*quitus*) to Mr. Prof. Dr. Matthias Beller, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year.

Tenth resolution

The Meeting resolves to grant discharge (*quitus*) to Mr. Florian Schuhbauer, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year.

Eleventh resolution

The Meeting resolves to grant discharge (*quitus*) to Mr. Thomas Terschluse, member of the Supervisory Board, for the exercise of his mandate during the 2023 Financial Year.

Twelfth resolution

The Meeting resolves to grant discharge (*quitus*) to the General Partner for the exercise of its mandate as general partner and manager of the Company during the 2023 Financial Year.

Thirteenth resolution

The Meeting resolves to grant discharge (*quitus*) to BDO Audit for the exercise of its mandate as independent auditor (*réviseur d'entreprises agréé*) of the Company during the 2023 Financial Year.

Fourteenth resolution

The Meeting resolves to acknowledge and to cast its advisory vote on the remuneration report for the financial year ended 31 December 2023.

Fifteenth resolution

The Meeting resolves to approve the fixed annual remuneration of the members of the Supervisory Board for the financial year to end on 31 December 2024 as follows:

| | |
|-----------------------------------|-------------|
| Chairman of the Supervisory Board | EUR 120,000 |
| Member of the Supervisory Board | EUR 50,000 |

| | |
|--|------------|
| Chairman of the Audit Committee (in addition to the Supervisory Board membership remuneration) | EUR 20,000 |
|--|------------|

Sixteenth resolution

The Meeting resolves to renew BDO Audit's mandate as independent auditor (*réviseur d'entreprises agréé*) of the Company for a term expiring at the annual general meeting of shareholders of the Company approving the annual accounts relating to the financial year ending on 31 December 2024 to be held in 2025.