

Convenience Translation

Annual General Meeting of Stabilus SE on 15 February 2023

Report of the Management Board on Agenda Item 11 pursuant to Section 203 (2) sentence 2 in conjunction with Section 186 (4) sentence 2 AktG

The Management Board and the Supervisory Board propose under Agenda Item 11 that new authorized capital be created for capital increases against a contribution in cash in the amount of EUR 4,940,000.00; this amount corresponds with 20% of the Company's current registered share capital. The proposed authorization includes the option to exclude the subscription right insofar as doing so is necessary to offset fractions. The power to exclude the subscription right for fractions serves the purpose of achieving practical subscription ratios when issuing new shares of stock while preserving shareholders' statutory subscription rights. A capital increase – especially by or to a round figure – might not be possible at a practical subscription ratio if the subscription right is not excluded for any fraction. New shares that are excluded from the subscription right of shareholders as fractional shares are liquidated for the Company's maximum benefit either by being sold on the stock exchange or otherwise. Given such restriction to fractions, the potential dilutive effect is insignificant.

Koblenz, January 2023

Stabilus SE

Management Board

Dr. Michael Büchsner

Stefan Bauerreis