

Articles of Association
of
"TELES Aktiengesellschaft"

as amended based on the resolutions passed on 30 Mai 2022

I.

General Provisions

Article 1

Name and Registered Office of the Company

1. The name of the company is:
TELES Aktiengesellschaft.
2. The company has its registered office in Berlin..

Article 2

Fiscal Year

The fiscal year is the calendar year.

Article 3

Corporate Purpose

1. The corporate purpose is within the fields of new communication, safety and information technologies, including the internet, e-commerce and their applications:
 - a) Research, development, maintenance, consulting, execution of testing methods and provision of supplementary services; commercial utilization of these services and production, distribution and marketing of appropriate products.
 - b) Selling of computers including software, hardware and network products and provision of appropriate services.
 - c) Development, production, broking and marketing as well as sale of integrated service products as well as acquisition of hardware and software components and partial services as well as individual consulting and provision of other services, product marketing, advertising, arrangement of advertising mediums and spaces, including on internet sites.
2. The corporate purpose is also the management of large amounts of data in connection with the digitization of the pharmaceutical sector as well as the wholesale trade and the brokerage and production of all goods and objects required

for the pharmacy operation or other pharmaceutical companies as well as the provision of services related to the aforementioned -ten transactions are directly or indirectly related to or associated with them. The object of the company is also research and development, in particular analytics, as well as the digitization of business processes in this area.

3. The company can also take all measures and carry out legal transactions that are suitable for directly or indirectly promoting the company's purpose.

Moreover, the corporate purpose also includes the setting up and the acquisition of or the investment in enterprises, the taking over of the management of these enterprises, the disposal of the enterprises or interests and the setting up of branches and the conclusion of affiliation agreements.

The immediate task of the holding includes the management and development of the group and its group companies and the provision of central services inside the group. The other objects of the enterprise specified may also be looked after in whole or in part by affiliated companies.

Article 4

Announcements, Transmission of Information

1. Announcements by the companies shall be published only in the Electronic Federal Gazette. Additional publication obligations remain unaffected.
2. The company is entitled, within the framework of what is legally permissible, to transmit information to its shareholders by means of remote data transmission.

II.

Registered Capital and Shares

Article 5

Amount and Division of the Registered Capital

1. The registered capital of the company is EUR 6.233.418,00 EUR and divided into 6.233.418 individual share certificates. The shareholder is not entitled to certification of his shares (by means of a single or multiple certificate); the right to securitization, which is required under the rules of a stock exchange on which the share is admitted, remains unaffected.
2. The shares of the company are bearer share certificates.
3. The Board of Directors shall be authorized with the consent of the Supervisory Board to increase the registered capital once or several times by 31 December 2025 by up to EUR 2.184.813,00 against cash and/or non-cash contributions by issuing up to 2,184,813 new, to increase the number of bearer shares (authorized capital 2021/I).

The shareholders are to be granted a subscription right with the following restrictions. The shares can also be taken over by one or more banks with the obligation to offer them to the shareholders for subscription. The Board of Directors is authorized, with the consent of the Supervisory Board, to exclude the shareholders' statutory subscription rights in the following cases:

- for fractional amounts;
- if the capital increase takes place against cash contributions and the proportionate amount of the share capital attributable to the new shares for which the subscription right is excluded is 10% of the amount existing at the time the authorization was entered in the commercial register or - if this amount is lower - at the time of the issue of the new shares of the existing share capital and the issue price of the new shares does not significantly exceed the market price of the already listed shares of the same type and features at the time of the final determination of the issue price by the Board of Directors within the meaning of Sections 203 (1) and (2), 186 (3) sentence 4 AktG; When calculating the 10% limit, the proportional amount of the share capital that is attributable to new or repurchased shares that have been issued since August 8, 2017 with a simplified exclusion of subscription rights in accordance with or in accordance with Section 186 (3) sentence 4 AktG is to be deducted or have been sold, as well as the

proportional amount of the share capital to which option and/or conversion rights or obligations from bonds relate, which have been issued since August 8, 2017 in analogous application of § 186 para. 3 sentence 4 AktG have been issued;

- in the case of cooperation with other companies and for restructuring purposes, insofar as the participation of third parties is required;
- in the case of capital increases against contributions in kind to grant shares for the purpose of acquiring companies, parts of companies or holdings in companies or industrial property rights, such as patents, trademarks or licenses directed thereto.

The Board of Directors is authorized to determine the further details of capital increases from the Authorized Capital 2021/I and their implementation with the approval of the Supervisory Board.

The Supervisory Board is authorized to change the wording of the Articles of Association after the complete or partial implementation of the increase in share capital from Authorized Capital 2021/I or after the end of the authorization period in accordance with the scope of the capital increase from Authorized Capital 2021/I that has taken place up to that point.

4. The Board of Directors shall be authorized with the consent of the Supervisory Board to increase the registered capital once or several times by 31 December 2026 by up to EUR 931.896,00 against cash and/or non-cash contributions by issuing up to 931.896 new, to increase the number of bearer shares (authorized capital 2022/I).

The shareholders are to be granted a subscription right with the following restrictions. The shares can also be taken over by one or more banks with the obligation to offer them to the shareholders for subscription. The Board of Directors is authorized, with the consent of the Supervisory Board, to exclude the shareholders' statutory subscription rights in the following cases:

- for fractional amounts;
- if the capital increase takes place against cash contributions and the proportionate amount of the share capital attributable to the new shares for which the subscription right is excluded is 10% of the amount existing at the time the authorization was entered in the commercial register or - if this amount is lower - at the time of the issue of the new shares of the existing share capital and the issue price of the new shares does not significantly exceed the market price of the already listed shares of the same type and features at the time of the final determination of the issue price by the

Board of Directors within the meaning of Sections 203 (1) and (2), 186 (3) sentence 4 AktG; When calculating the 10% limit, the proportional amount of the share capital that is attributable to new or repurchased shares that have been issued since August 8, 2017 with a simplified exclusion of subscription rights in accordance with or in accordance with Section 186 (3) sentence 4 AktG is to be deducted or have been sold, as well as the proportional amount of the share capital to which option and/or conversion rights or obligations from bonds relate, which have been issued since August 8, 2017 in analogous application of § 186 para. 3 sentence 4 AktG have been issued;

- in the case of cooperation with other companies and for restructuring purposes, insofar as the participation of third parties is required;
- in the case of capital increases against contributions in kind to grant shares for the purpose of acquiring companies, parts of companies or holdings in companies or industrial property rights, such as patents, trademarks or licenses directed thereto.

The Board of Directors is authorized to determine the further details of capital increases from the Authorized Capital 2022/I and their implementation with the approval of the Supervisory Board.

The Supervisory Board is authorized to change the wording of the Articles of Association after the complete or partial implementation of the increase in share capital from Authorized Capital 2022/I or after the end of the authorization period in accordance with the scope of the capital increase from Authorized Capital 2022/I that has taken place up to that point.

5. The company's share capital is conditionally increased by EUR 436,962.00 through the issue of up to 436,962 no-par value bearer shares (Conditional Capital 2021/I). The conditional capital increase serves exclusively to fulfill subscription rights that are granted until December 31, 2025 based on the authorization of the Annual General Meeting on December 17, 2021 in accordance with agenda item 6. The conditional capital increase will only be carried out to the extent that the holders of the subscription rights issued as part of the "2021 Stock Option Plan" exercise their right to subscribe to shares in the company and the company does not deliver any of its own shares to fulfill the options. The new shares participate in the profit from the beginning of the financial year for which no resolution on the appropriation of profits has yet been made at the time of their issue. The Supervisory Board is authorized to amend the wording of Section 5 of the Articles of Association in accordance with the issue of subscription shares. The same applies if and to the extent that the stock options can no longer be serviced.

6. The company's share capital is conditionally increased by EUR 186,379.00 through the issue of up to 186,379 no-par value bearer shares (conditional capital 2022/I). The conditional capital increase serves exclusively to fulfill subscription rights that are granted until December 31, 2026 based on the authorization of the Annual General Meeting of May 30, 2022 in accordance with agenda item 6. The conditional capital increase will only be carried out to the extent that the holders of the subscription rights issued as part of the "2022 stock option plan" exercise their right to subscribe to shares in the company and the company does not exercise the options delivers own shares. The new shares participate in profits from the beginning of the financial year for which there is no resolution on the appropriation of profits at the time they are issued. The same applies if and to the extent that the stock options can no longer be served.

III.

Board of Directors

Article 6

Composition, Representation

1. The board consists of one or more persons.
2. If only one member of the Board of Directors is appointed, then this person alone represents the company. If several board members are appointed, the company is legally represented by two board members or by one board member together with an authorized signatory. The Supervisory Board can determine that members of the Board of Directors are authorized to represent one another. The Supervisory Board can release all or individual members of the Board of Directors from the ban on multiple representation in accordance with § 181 alternative 2 BGB; Section 112 AktG remains unaffected.

Article 7 Appointment

1. The Supervisory Board appoints the members of the Board of Directors and determines their number. The Supervisory Board can appoint a chairman of the executive board and a deputy chairman of the executive board. He can also appoint deputy board members.
2. The resolutions of the Board of Directors are passed with a simple majority of votes of the members of the Board of Directors participating in the adoption of the resolution, unless the law requires unanimity. In the event of a tie, the chairperson has the casting vote if the board consists of more than two people.
3. The conduct of business by the Board of Directors is regulated by rules of procedure to be issued by the Supervisory Board. The Supervisory Board must determine in the rules of procedure for the management board or by resolution that certain types of transactions may only be carried out with its consent.

The Board of Directors' business allocation plan requires the approval of the Supervisory Board.

IV. Supervisory Board

Article 8 Composition and Term of Office

1. The Supervisory Board consists of three members.
2. Subject to another regulation, the Supervisory Board is to be elected by the shareholders' meeting for the period until the end of the shareholders' meeting, which decides on the discharge for the fourth financial year after the start of the term of office. The financial year in which the term of office begins is not included in the calculation. Re-election is possible.

If a member of the Supervisory Board resigns before the end of the term of office, the member who took his place on the Supervisory Board is only to be elected for the period up to the end of the term of office of the member who left the Supervisory Board.

3. A substitute member can be elected for each member of the Supervisory Board at the same time as the regular members of the Supervisory Board. If substitute

members are elected, the substitute member takes the place of the resigning member for the duration of the remaining term of office, in the order to be determined during the election.

4. Each member of the Supervisory Board can resign from office at any time. The resignation must be made by means of a written declaration to the Board of Directors, notifying the Chairman of the Supervisory Board.

Article 9 Chairperson and Deputy

1. In its first meeting following its election, the Supervisory Board shall elect a chairperson and a deputy chairperson from among its members. Their term of office shall be equal to the term of their office in the Supervisory Board. The deputy chairperson has the rights and duties of the chairperson of the Supervisory Board while the chairperson is unable to officiate.
2. If the chairperson or its deputy prematurely retire from their office, then the Supervisory Board shall forthwith elect someone else for the retiring person's residual term of office.

Article 10 Convening

1. The Supervisory Board shall convene twice in each half calendar year.
2. The meetings of the Supervisory Board shall be called in writing by the chairperson of the Supervisory Board. In urgent cases, the chairperson may also call the meeting orally or by means of telecommunication.
3. The agenda shall be provided together with the invitation. If an agenda has not been announced in accordance with the regulations, then it may be decided on only if no member of the Supervisory Board objects. In such a case, members of the Supervisory Board not participating must be given an opportunity to object to the resolution or to vote in writing within a reasonable period of time fixed by the chairperson. The resolution shall become effective only if the members of the Supervisory Board not participating do not object within the period granted or if they have agreed.

Article 11

Passing of Resolutions

1. Supervisory Board resolutions are usually passed in meetings. Outside of meetings, resolutions may be passed in writing or by means of telecommunication by order of the chairperson of the Supervisory Board if no member objects to that procedure within a reasonable period of time fixed by the chairperson. Such resolutions shall be declared by the chairperson in writing and sent to all members. The provisions set out below apply by analogy to votes taken outside of meetings.
2. The Supervisory Board has a quorum if not less than three members participate in the passing of the resolution. A member partakes in the passing of the resolution also if it abstains from voting.
3. Members of the Supervisory Board not participating may partake in the Supervisory Board's voting's by having other members of the Supervisory Board handing over written votes. If they are prevented, members of the Supervisory Board not participating may authorize persons to participate in the meetings of the Supervisory Board who are not members of the Supervisory Board provided that they have authorized them in writing.
4. Resolutions of the Supervisory Board shall be passed with a simple majority of the votes, unless otherwise provided for by applicable law. Abstention shall not be regarded as voting. In elections, a proportional majority shall be sufficient. In the event of a tied vote, the chairperson of the Supervisory Board shall have the casting vote. This also applies to elections. If the chairperson of the Supervisory Board does not participate in the voting, then its deputy shall have the casting vote.
5. The chairperson of the Supervisory Board shall be authorized to declare the intentions on behalf of the Supervisory Board that are necessary to execute the resolutions of the Supervisory Board.
6. Records shall be taken of the negotiations and resolutions of the Supervisory Board which shall be signed by the chairperson of the meeting or, in the case of voting's outside of meetings, by the supervisor of the voting.
7. The Supervisory Board may consult experts or informants for the consultations about individual issues.
8. Within the bounds of the law and the Articles of Association, the Supervisory Board shall define its own internal rules of procedure.

Article 12

Communities

1. Within the bounds of the law, the Supervisory Board may form committees from among its members and assign tasks and authorities to them in its internal rules of procedure or by special resolution.
2. The provisions of these Articles of Association shall apply by analogy to the committees of the Supervisory Board. In votes and elections, the chairperson shall have the casting vote in the event of a tie.
3. Declarations of intention decided on by a committee of the Supervisory Board shall be made by the chairperson on behalf of the committee.

Article 13

Expenses, Remuneration

The members of the Supervisory Board are entitled to reimbursement of their reasonable expenses. The shareholders' meeting can resolve that members of the Supervisory Board also receive remuneration. The members of the Supervisory Board are also reimbursed for any sales tax that may have to be paid on their remuneration and expenses.

Article 14

Amendments to the Articles of Association

The Supervisory Board is authorized to make amendments to the Articles of Association that only affect their wording.

V.

Shareholders' Meeting

Article 15

Place and Convening

1. The Annual General Meeting takes place at the registered office of the company or at the registered office of a German stock exchange where the shares of the company are admitted to official trading.
2. The shareholders' meeting is convened by the Board of Directors or, in the cases prescribed by law, by the Supervisory Board.
3. Unless a shorter period of time is permitted by law, the convocation must be made at least thirty days before the date of the shareholders' meeting, with notification of the agenda are announced; the day of the announcement and the day of the shareholders' meeting are not included in the calculation. The convocation period is extended by the registration period according to § 16 paragraph 1.
4. The shareholders' meeting, which decides on the discharge of the Board of Directors and Supervisory Board, the appropriation of profits and - if necessary - on the approval of the annual financial statements (Ordinary General Meeting), takes place within the first eight months of each financial year.
5. The right of the shareholder to the transmission of notifications according to § 125 AktG is limited to the form of electronic transmission. However, the Board of Directors is entitled to send the notifications in paper form.

Article 16

Participation in the Shareholders' Meeting

1. Only those shareholders who register before the Annual General Meeting by presenting proof of their shareholdings are entitled to participate in the Annual General Meeting and to exercise their voting rights. The registration must be received by the company at the address given in the invitation at least six days before the meeting. When calculating the registration period, neither the day of receipt of the registration nor the day of the Annual General Meeting are to be taken into account.

2. Confirmation in text form from the custodian institution is sufficient as proof of share ownership (§ 126b BGB). Evidence must be provided in German or English and must refer to the statutory deadline specified in the convocation.
3. The Board of Directors is authorized to provide that shareholders can also take part in the General Meeting without being present at its location and without a proxy and that they can exercise all or some of their rights in whole or in part by means of electronic communication. The Board of Directors is also authorized to make provisions on the scope and procedure of participation and the exercise of rights in accordance with sentence 1. These will be announced together with the convening of the General Meeting.

Article 17

Right to Vote, Power of Attorney

1. Each share grants one vote.
2. The right to vote begins with the complete payment of the contribution.
3. Voting rights can be exercised by proxy. If neither a bank nor a shareholders' association or other persons with equal status under the Stock Corporation Act are authorized, the granting of the authorization, its revocation and proof of the authorization to the company must be in text form.
4. The Board of Directors is authorized to provide that shareholders may cast their votes in writing or by means of electronic communication (postal vote) without attending the meeting. The Board of Directors is also authorized to make provisions regarding the postal vote procedure. These will be announced together with the convening of the General Meeting.

Article 18

Chairpersonship of the Shareholders' Meeting

1. The chairman of the Supervisory Board or, if he is unable to do so, another member of the Supervisory Board to be determined by the Supervisory Board or a third party determined by the Supervisory Board shall chair the shareholders' meeting. If no member of the Supervisory Board or a third party designated by the Supervisory Board takes the chair, the notary who is called in for the certification opens the shareholders' meeting and lets the leader of the meeting be elected by the shareholders' meeting.

2. The chairman directs the negotiations and determines the order in which the items on the agenda are dealt with and the form of voting; it determines the procedure for electing the members of the Supervisory Board, including the ordering of list or global elections. He can limit the shareholders' right to ask questions and speak to a reasonable time and determine further details. In particular, he is authorized to appropriately set the time frame for the course of negotiations, the discussion of the individual items on the agenda and the individual speeches and questions at the beginning of the shareholders' meeting or during its course.

Article 19 **Passing of Resolutions**

1. Unless compulsory legal regulations stand in the way, the resolutions of the shareholders' meeting shall be passed with the simple majority of votes cast and, if the law stipulates a capital majority in addition to a majority of votes, with the simple majority of the registered capital represented in the passing of a resolution.
2. If no simple majority is reached in the first ballot of an election, then a shortlist election shall be made between the two persons that have received the most votes. In the shortlist election, the highest number of votes shall be decisive or, in the event of a tie, the lot to be drawn by the chairperson.

Article 20 **Record of the Shareholders' Meeting**

1. The negotiations in the shareholders' meeting shall be legally certified in a record taken by a notary public. The record shall be signed by the notary public.
2. The record shall be supplemented by a list of the shareholders participating or represented and of the representatives of shareholders signed by the chairperson of the shareholders' meeting and shall have full evidential value for the shareholders among themselves and in relation to their representatives.

VI.

Financial Accounting and Appropriation of Profit

Article 21

Annual Financial Statements

1. The Board of Directors shall prepare the annual financial statements and the management report as well as the consolidated financial statements and the management report for the group for the past fiscal year and submit them to the auditor. Immediately upon their completion, the board of directors shall submit these documents, also to the Supervisory Board together with the suggestion it intends to make to the shareholders' meeting regarding the appropriation of the balance sheet profit.
2. The Supervisory Board shall examine the annual financial statements and management reports for the company and the group and the suggestion regarding the appropriation of the balance sheet profit and report the result of its examination in writing to the shareholders' meeting. The Supervisory Board shall send its report to the Board of Directors within one month of receiving the documents. If after examination the Supervisory Board approves of the annual financial statements, the statements are adopted.
3. The annual financial statements and the management reports for the company and the group, the Supervisory Board's report and the Board of Directors' suggestion regarding the appropriation of the balance sheet profit shall be made available for examination by the shareholders at the company's premises as of the date of the convening notice for the shareholders' meeting.

Article 22

Reserves

1. If the board of directors and the Supervisory Board adopt the annual financial statements, they shall be authorized to allocate amounts of up to half of the net profit for the year to other revenue reserves. In addition, they shall be authorized to allocate additional amounts of up to one quarter of the net profit for the year to other revenue reserves so long as the other revenue reserves do not exceed half of the amount of the registered capital or if after allocation the other revenue reserves would not exceed half of the amount of the registered capital.

2. If the shareholders' meeting adopts the annual financial statements, then one quarter of the net profit for the year shall be allocated to other revenue reserves.
3. Allocations to the capital reserve and losses carried forward shall be deducted before the calculation in accordance with paragraphs 1 and 2 above of the shares of the net profit for the year to be allocated to other revenue reserves.

Article 23

Appropriation of Profit

1. The shareholders' meeting decides on the use of the balance sheet profit resulting from the approved annual financial statements.
2. The shareholders' meeting can decide on a distribution in kind instead of or in addition to a cash distribution.
3. Young shares are entitled to dividends in the context of capital increases at the beginning of the financial year in which the capital increase is entered in the commercial register, unless the articles of association provide otherwise.
4. After the end of the financial year, the Board of Directors can, with the approval of the Supervisory Board, pay out an interim dividend to the shareholders within the scope of Section 59 AktG.