

**Resolutions proposed by the Management Board and the Supervisory Board  
for the 8<sup>th</sup> Annual General Meeting  
on June 11, 2025**

**1. Presentation of the adopted financial statements 2024 in accordance with the Austrian Commercial Code (UGB), including the management report and corporate governance report, the non-financial report and the report of the Supervisory Board for the 2024 financial year**

Explanation:

*As the presentation of the aforementioned documents only serves to inform the Annual General Meeting, there will be no resolution on this agenda item. The 2024 financial statements have already been approved by the Supervisory Board and thus adopted. As the financial statements show an accumulated loss, there is no need for a resolution on the appropriation of profits and a separate agenda item for this purpose.*

**2. Resolution on the discharge of the members of the Management Board for the 2024 financial year**

The Management Board and the Supervisory Board propose that the Annual General Meeting discharge the members of the Management Board holding office in the 2024 financial year from their responsibility for this period.

**3. Resolution on the discharge of the members of the Supervisory Board for the 2024 financial year**

The Management Board and the Supervisory Board propose that the Annual General Meeting discharge the members of the Supervisory Board holding office in the 2024 financial year from their responsibility for this period.

**4. Election of the auditor for the 2025 financial year**

In line with the recommendation of the Audit Committee, the Supervisory Board proposes that BDO Assurance GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Vienna, be appointed as auditor for the 2025 financial year.

**5. Resolution on the remuneration report 2024**

The Management Board and Supervisory Board propose that the remuneration report for the 2024 financial year, as published on the company's website entered in the commercial register, be approved.

Explanation:

*The Management Board and Supervisory Board of a listed company must prepare a clear and comprehensible remuneration report on the remuneration of the members of the Management Board and Supervisory Board in accordance with Sec. 78c in conjunction with Sec. 98a Austrian Stock Corporation Act (AktG).*

*The remuneration report must provide a comprehensive overview of the remuneration granted or owed to current and former members of the Management Board and Supervisory Board during the last financial year as part of the remuneration policy (Sec. 78a in conjunction with Sec. 98a Austrian Stock Corporation Act (AktG)), including all benefits in any form.*

*The remuneration report for the last financial year must be submitted to the Annual General Meeting for a vote. The vote is of a recommendatory nature. The resolution cannot be contested (Sec. 78d (1) Austrian Stock Corporation Act (AktG)).*

*The Management Board and Supervisory Board of Marinomed Biotech AG have adopted a remuneration report in accordance with Sec. 78c in conjunction with Sec. 98a Austrian Stock Corporation Act (AktG) and have submitted this proposed resolution in accordance with Sec. 108 (1) Austrian Stock Corporation Act (AktG).*

*The remuneration report will be made available on the website of Marinomed Biotech AG ([www.marinomed.com](http://www.marinomed.com)) entered in the commercial register no later than May 21, 2025 (21<sup>st</sup> day before the Annual General Meeting).*

## **6. Resolution on the reduction of the number of Supervisory Board members as a result of resignation**

The Supervisory Board proposes that the number of Supervisory Board members of Marinomed Biotech AG be reduced from four to three members within the statutory limits (three to six members/corporate representatives).

### Explanation:

*Brigitte EDERER has declared that she will resign from the Supervisory Board with effect as of June 11, 2025 for personal reasons, in particular due to time demands of other supervisory board mandates. The Supervisory Board has decided not to fill the vacant seat. In order to avoid a vacancy, the Supervisory Board proposes reducing the number of Supervisory Board members from four to three.*

Korneuburg, May 14, 2025

### Note:

*This is a working translation of the German language version and for convenience only. In the event of conflict with the German language version, the German language version shall prevail.*