

Directive to the Procedure (DoP) – Appendix 1 Procedure for equity securities

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I. General provisions

1. Subject matter

This Appendix governs the special requirements for the Procedure for equity securities on Seturion AG (SeturionX), other capital market transactions relating to equity securities and the termination of the admission of equity securities on SeturionX.

2. Transactions

- 2.1. There is an obligation to submit an application in connection with the following transactions (see “Directive on the procedure (DoP) – Appendix 1 Procedure for equity securities – Table”):
 - a) Initial admission;
 - b) Merger, spin-off (if a capital increase or initial admission takes place);
 - c) Capital increase (ordinary capital increase or capital increase as part of the capital band);
 - d) First possible exercise of conditional capital;
 - e) Capital transactions in the case of already admitted DLT securities (e.g. share split, exchange);
 - f) Admission of an additional category of equity securities;
 - g) Termination of the admission.
- 2.2. The application must contain a description of the planned transaction together with the corresponding timetable.
- 2.3. The admission of the equity securities or the termination of the admission has to be requested within the application.

II. Admission procedure

3. Time of submission of the application

- 3.1. The application must be submitted to the Admission Board by a qualified person in accordance with clause 7.2 of the Admission Rules no later than 10 (ten) trading days before the planned first trading day.
- 3.2. In connection with an ordinary capital increase or a capital increase as part of the capital band, the admission of the new equity securities must take place immediately after the entry in the commercial register. Accordingly, the application must be submitted 10 (ten) trading days before the effective date of entry in the commercial register.

- 3.3. In connection with a conditional capital increase, the application must be submitted no later than 10 (ten) trading days before the date on which the conditional capital can be exercised for the first time.
- 3.4. If a transaction includes a bookbuilding procedure, the application must be submitted at least 10 (ten) trading days before the start of the bookbuilding period.

4. Supplements to the application

In addition to the documents that must be submitted together with the application in accordance with Clause 4 of the Directive on the Procedure, the issuer must submit the following supplements to the Admission Board:

- a) Draft of the Official Notice (**ON**) pursuant to clause 10 of the Admission Rules and clause 5 of the Directive on the Procedure;
- b) Copy of the issuer's current articles of association;
- c) Copy of the current extract from the Commercial Register or a comparable foreign register showing that the equity securities have been validly created;
- d) Latest report on non-financial matters pursuant to Article 964a f. Code of Obligations (**CO**), provided the issuer is subject to these provisions and the report has already been published at the time of the intended admission;
- e) Last report on the transparency of commodity companies pursuant to Article 964d et seq. CO, provided the issuer is subject to these provisions and the report has already been published at the time of the intended admission;
- f) Latest report on transparency with regard to minerals and metals from conflict areas and child labour Article 964j f. CO, provided that the issuer is subject to these provisions and the report has already been published at the time of the intended admission.

III. Special provisions in connection with capital increases

5. Ordinary capital increase or capital increase within the scope of the capital band

- 5.1. The admission of new equity securities in connection with an ordinary capital increase or a capital increase within the scope of the capital band is based on an application.
- 5.2. If trading of subscription rights on SeturionX is planned in connection with an ordinary capital increase or a capital increase as part of the capital band with shareholders' subscription rights, the application for the new equity securities must request subscription rights trading on SeturionX at least 10 (ten) trading days before the first trading day of the subscription rights, stating the ISIN of these subscription rights.
- 5.3. If trading in subscription rights is applied for, an ON containing the following information must be published on the first trading day of the subscription right:

- a) Number of subscription rights;
 - b) Subscription ratio;
 - c) Subscription price;
 - d) Duration of the trading in subscription rights;
 - e) ISIN of the subscription right.
- 5.4. If a capital increase with shareholders' subscription rights does not involve subscription rights trading on SeturionX, this must be expressly mentioned in the application for the new equity securities.
- 6. Conditional capital increase**
- 6.1. The formal admission of equity securities in connection with a conditional capital increase requires an application.
- 6.2. In the case of a formal admission of equity securities in connection with a conditional capital increase, the issuer is obliged to submit a monthly exercise notification from the date of formal admission.
- 6.3. If the formal admission takes place before the date of the first possible exercise, the issuer may submit a written request for exemption from the monthly exercise notification. The exemption from the obligation may be granted for a maximum period of one year.
- 6.4. If equity securities from the exercise of conditional capital are entered in the Commercial Register without having been reported and formally admitted in advance, the issuer is automatically obliged to submit an application for admission at a later date.

IV. Special provisions in connection with the termination of the admission

7. Subject matter and scope of application

The following provisions govern the principles for the termination of admission of equity securities based on clause 2.1. of the Admission Rules. They apply to all issuers whose equity securities are admitted to trading on the SeturionX.

8. Application

- 8.1. The admission of equity securities may be terminated upon justified application by the issuer with a notice period of 3 (three) months, provided that the interests of the capital market, the investors and the issuer concerned do not require a longer or shorter notice period.
- 8.2. The application must be submitted to the Admission Board no later than 10 (ten) trading days prior to the announcement of the termination of admission, stating the desired date of termination.
- 8.3. The following additional documents must be submitted with the application:
 - a) a signed declaration by the issuer that its responsible bodies consent to the termination of the admission;
 - b) a copy of the ON to be published, stating the number of DLT securities and the last trading date.
- 8.4. The Admission Board may set a shorter or longer deadline in the interests of investor protection.
- 8.5. The Admission Board may immediately terminate the admission of equity securities in the following cases in particular:
 - a) if the issuer's solvency is seriously in doubt or insolvency or liquidation proceedings have already been opened, the admission to trading of DLT securities will be terminated at the latest at that time,
 - b) if tradability is no longer guaranteed; if the suspension has been maintained for three months without the reasons for the measures at that time having ceased to apply.
- 8.6. An ON announcing the termination of admission must be submitted with the application. SeturionX publishes the ON on its website or via other electronic media that SeturionX deems appropriate.