

**BioNTech SE, Mainz**  
**Statement of Financial Position as of December 31, 2019**

Assets	EUR		12/31/2018	Liabilities and shareholders equity	EUR		12/31/2018
			KEUR				KEUR
<b>A. Fixed assets</b>				<b>A. Equity</b>			
<b>I. Intangible assets</b>				<b>I. Common stock</b>	232,304,250.00		10,739
1. Paid concessions, commercial property rights and similar rights and assets and licenses to such rights	6,187,131.22		5,384	.I. Treasury stock	-5,524,506.00		0
2. Goodwill	2,094,785.11		0	<b>II. Earnings reserves</b>	745,874,044.90		427,604
3. Advance payments	<u>262,044.92</u>		<u>249</u>	<b>III. Accumulated deficit</b>	-189,437,423.28		-172,526
		8,543,961.25	<u>5,633</u>	<b>IV. Net loss</b>	<u>-194,517,135.81</u>		<u>-16,912</u>
<b>II. Tangible assets</b>					588,699,229.81		248,905
1. Land, leasehold rights and buildings, including leasehold improvements	5,843,157.50		4,736	<b>B. Advance payments made to implement the capital increase agreed</b>	0.00		79,997
2. Other equipment, furniture and fixtures	8,469,457.78		8,580	<b>C. Provisions</b>			
3. Advance payments and assets under construction	<u>985,007.65</u>		<u>0</u>	1. Tax provisions	149,736.00		297
		15,297,622.93	<u>13,316</u>	2. Other provisions	<u>9,349,748.51</u>		<u>2,040</u>
<b>III. Financial assets</b>					9,499,484.51		<u>2,337</u>
1. Shares in affiliated companies	44,276,727.09		5,739	<b>D. Liabilities</b>			
2. Loans to affiliated companies	<u>256,227,068.34</u>		<u>57,624</u>	1. Trade accounts payable	10,216,498.91		11,944
		300,503,795.43	<u>63,363</u>	2. Liabilities due to affiliated companies	97,090,103.98		9,294
		<u>324,345,379.61</u>	<u>82,312</u>	3. Other liabilities	737,065.01		322
<b>B. Current assets</b>				thereof for taxes EUR 688.566,80 (Prior year kEUR 247)			
<b>I. Inventories</b>				thereof for social security EUR 35.729,44 (Prior year kEUR 12)			
1. Raw materials, supplies and production materials	549,980.89		453		108,043,667.90		<u>21,560</u>
2. Advance payments	<u>32,488.49</u>		<u>0</u>				
		582,469.38	<u>453</u>				
<b>II. Receivables and other assets</b>							
1. Trade accounts receivable	61,391.86		403				
2. Receivables due from affiliated companies	1,321,130.43		50,492				
3. Other assets	<u>9,999,096.90</u>		<u>9,756</u>				
		11,381,619.19	<u>60,651</u>				
<b>III. Cash on hand and cash at banks</b>		366,258,053.85	<u>209,055</u>				
<b>C. Prepaid expenses</b>		3,674,860.19	328				
		381,897,002.61	<u>270,487</u>				
		<u>706,242,382.22</u>	<u>352,799</u>				
					<u>706,242,382.22</u>		<u>352,799</u>

**BioNTech SE, Mainz****Statement of Operations from January 1, through December 31, 2019**

	EUR	EUR	2018 kEUR
1. Revenues	31,157,383.50		25,376
2. Cost of sales	<u>43,504.46</u>		<u>68</u>
3. Gross profit		31,113,879.04	-----25,308
4. Research and development expenses	87,446,041.34		55,933
5. Sales and marketing expenses	723,379.52		430
6. General and administrative expenses	53,793,663.95		19,444
7. Other operating income	557,582.53		2,225
thereof foreign exchange gain EUR 40.514,99 (Prior year kEUR 75)			
8. Other operating expenses	2,146,634.05		621
thereof foreign exchange loss EUR 1.699.704,26 (Prior year kEUR 50)			
		143,552,136.33	-----74,203
9. Income from transfer of profit and loss	0.00		57,659
thereof from affiliated companies EUR 0.00 (Prior year kEUR 57.659)			
10. Other interest and similar income	2,290,647.62		465
thereof from affiliated companies EUR 1.590.993,36 (Prior year kEUR 465)			
11. Impairment of financial assets and of current securities	0.00		15,635
12. Interest and other expenses	0.00		59
thereof to affiliated companies EUR 0,00 (Prior year kEUR 58)			
13. Expenses from transfer of losses	<u>84,685,093.14</u>		<u>9,879</u>
		-82,394,445.52	-----32,551
14. Income tax		315,567.00	-568
15. Loss after tax		<u>-194,517,135.81</u>	<u>-16,912</u>
16. Net loss		<u>-194,517,135.81</u>	<u>-16,912</u>

# Notes to the Annual Financial Statements 2019

## BioNTech SE, Mainz

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### **A. General Information on the Annual Financial Statements**

For the first time, BioNTech SE is a mid-sized corporation within the meaning of Section 267 para. 3 of the German Commercial Code (*HGB*) with its registered office in Mainz. The legal consequences do not yet apply, so the regulations for medium-sized corporations must be applied.

The company was listed in the Commercial Register B of the Mainz Local Court under the number HRB 41865 until March 8, 2019. The Company was converted into an SE (Societas Europaea) upon entry in the commercial register on March 8, 2019 under HRB 48720. On October 10, 2019, the company went public by issuing American Depositary Shares (ADS) on the Nasdaq Global Market. Each ADS represented one ordinary share.

The present annual financial statements have been prepared on a going concern basis and in accordance with Section 242 et seq. and Section 264 et seq. HGB and the relevant provisions of the German Stock Corporation Act (*AktG*). The annual financial statements are prepared in Euros (EUR).

The profit and loss account was prepared in accordance with Section 275 HGB using the cost of sales method.

In order to improve the clarity of the presentation, the information on the classification of other items and the notes thereto has largely been provided in the notes.

### **B. Notes on the Accounting and Valuation Methods**

The following accounting and valuation methods were applied in preparing the annual financial statements.

Purchased intangible assets with a limited useful life are carried at cost and amortized on a straight-line basis over a period of generally 3 to 20 years, depending on their estimated useful life.

Goodwill acquired is amortized over its expected useful life. This is generally fifteen years and reflects the period over which the acquired businesses will generate a positive benefit.

Depreciable property, plant and equipment is valued at cost less accumulated depreciation. Depreciation is calculated using the straight-line method over the expected useful life. Advance payments and assets under construction are valued at acquisition/production cost.

Low-value assets up to EUR 800 are written off in full in the year of acquisition

With regard to financial assets, shares are carried at the lower of cost or fair value and loans at nominal value or lower fair value.

Raw materials and supplies are valued at the lower of cost or fair value.

Receivables and other assets are carried at their nominal value. Appropriate individual value adjustments have been made for all risk carrying items.

Cash and cash equivalents are carried at nominal value.

Prepaid expenses include expenditures prior to the balance sheet date, insofar as they represent expenses for a specific period after the balance sheet date.

The provisions include all identifiable risks and contingent liabilities. They are valued at the settlement amount required according to sound business judgment. Future price and cost increases are taken into account.

Liabilities are recognized at the settlement amount.

Assets and liabilities denominated in foreign currencies were generally translated at the mean spot exchange rate on the balance sheet date. In the case of a remaining term of more than one year, the realization principle (Section 252 para. 1 No. 4 Half-Sentence 2 HGB) and the acquisition cost principle (Section 253 para. 1 Sentence 1 HGB) were applied.

The currency translation thereof-marks shown in the statement of operations contain both realized and unrealized currency differences.

Revenue from the sale of goods is recognized as soon as the significant risks and rewards of ownership have been transferred to the buyer and the amount of revenue can be measured reliably. Revenue from services is recognized as soon as the service has been rendered. No revenues are reported if there are significant risks regarding the receipt of the consideration or a possible return of goods. Overall, revenues are reported net of sales deductions such as bonuses, discounts or rebates.

Government grants are only recognized if it is reasonable certain that the conditions attached to them will be complied with and the grants will be received. Investment grants are recognized as a reduction of the cost of the assets concerned and result in a corresponding reduction in depreciation and amortization in subsequent periods. Grants that are not related to investments are recognized as other operating income in the periods in which the expenses are incurred that are to be compensated by the grant.

The grants relate to subsidies from the State of Saxony-Anhalt.

Research and development costs are expensed immediately in the statement of operations.

## C. Notes to the Statement of Financial Position and Statement of Operations

### 1. Intangible and Tangible Assets

The development of the individual tangible and intangible asset items is shown in the asset schedule. The asset schedule is attached to these notes.

Intangible and tangible assets are amortized / depreciated on a straight-line basis over the following terms:

<b>Amortization and depreciation per asset class</b>		
<b>Intangible assets</b>	3-20	years
Patents, industrial property rights	15	years
Goodwill		
<b>Tangible assets</b>		
Installations	10	years
IT facilities	5-8	years
PC hardware	3	years
IT software, licenses	3-5	years
Laboratory equipment, large	8-10	years
Laboratory equipment, small	3-5	years
Office equipment	10-15	years

Low-value assets up to EUR 800 are written off in full in the year of acquisition.

In January 2019, BioNTech entered into an agreement to acquire MAB Discovery GmbH's operational antibody generation unit based near Munich, Germany (hereinafter also referred to as "MAB Discovery"), for a total consideration of kEUR6,050 which closed on April 1, 2019. The employees of MAB Discovery were transferred automatically to BioNTech with effect as of the closing date. Taking into account the revalued net assets of TEUR 6,050, goodwill of TEUR 2,205 was recognized. The goodwill is amortized over fifteen years from 2019 to 2034.

Furthermore, in the amount of kEUR 2,074 a current correction was accounted for in the area of tangible assets in 2019. It relates to assets that were acquired in 2018 but were not posted until 2019 due to the late issue of the invoice.

### 2. Financial Assets

<b>in kEUR</b>	<b>January 1, 2019</b>	<b>Additions</b>	<b>Disposals</b>	<b>Depreciation</b>	<b>December 31, 2019</b>
1. Shares in affiliated companies	5,739	38,538			44,277
2. Loans to affiliated companies	57,624	198,603			256,227
	<b>63,363</b>	<b>237,141</b>	<b>0</b>	<b>0</b>	<b>300,504</b>

By contribution agreement dated March 14, 2019, BioNTech SE acquired the remaining 1,453 shares in Cell & Gene Therapies GmbH, Mainz, from Eli Lilly Nederland B.V., Utrecht, in return for the issue of

131,933 new ordinary shares with an imputed share in the share capital of EUR 1.00 each. As a result, the carrying amount of the investment increased by kEUR38,249 to kEUR38,274.

By share purchase and transfer agreement dated August 29, 2019, BioNTech SE acquired all shares in reBOOST Management GmbH, Mainz, for kEUR 31. By resolution of the shareholders' meeting on October 1, 2019, the company's capital reserves were increased by kEUR257.

Existing loans were extended as part of the financing of current business activities of the company's subsidiaries.

### 3. Inventory

in kEUR	December 31, 2019	December 31, 2018
Raw materials, supplies and production materials	550	453
Advance payments	32	0
	<b>582</b>	<b>453</b>

### 4. Receivables and Other Assets

in kEUR	December 31, 2019	December 31, 2018
Trade accounts receivable	61	403
Receivables due from affiliated companies	1,321	50,492
Receivables from taxes	8,231	9,407
Other assets	1,769	348
	<b>11,382</b>	<b>60,650</b>

The item receivables and other assets includes receivables from affiliated companies amounting to kEUR 1,321 (previous year kEUR 50,492), which are mainly attributable to intra-group transfers of services in the current year. The tax receivables mainly relate to VAT receivables. As in the previous year, all receivables and other assets have a remaining term of less than one year.

### 5. Cash and Cash Equivalents

As of the balance sheet date, the company reported cash and cash equivalents of kEUR 366,258 (previous year: kEUR 209,055).

## 6. Prepaid Expenses

Prepaid expenses and deferred charges increased by kEUR 3,347 to kEUR 3,675 compared to the previous year. The change mainly comprises expenses for insurance in the amount of kEUR 1,685, license fees in the amount of kEUR 668 and other expenses in the amount of kEUR 994.

As in the previous year, no discount is shown under prepaid expenses as of December 31, 2019.

## 7. Equity

The company's share capital is divided into 232,304,250 ordinary shares with a nominal value of EUR 1.00. With the exception of the 5,524,506 treasury shares held by the company, these are shares with voting rights, whereby each share grants one vote at the Annual General Meeting.

As a result of the financing transactions, equity increased by EUR 510.235 million in the past financial year. The financing transactions are shown below:

In January 2019, BioNTech SE issued 282,678 ordinary shares and increased its share capital by kEUR 283. The capital increase of kEUR 80,006 was mainly already paid in December 2018 (kEUR 79,997 – reported in 2018 under contribution paid for capital increase), the entry in the commercial register was made on January 29, 2019.

On March 14, 2019, the Company acquired the remaining 5.5% shares in BioNTech Cell & Gene Therapies GmbH, Mainz, Germany, held by Eli Lilly Nederland B.V. Utrecht, Netherlands, in exchange for the issuance of 131,933 new ordinary shares with an imputed share in the share capital of EUR 1.00 each. As a result of the exchange of shares, equity increased by kEUR 38,249.

In June and August 2019, BioNTech issued an aggregate of 692,516 of ordinary shares (excluding 306,917 ordinary shares which were issued to a Hong Kong-based investor and subsequently transferred to BioNTech for no consideration; these shares are held as treasury shares) to certain new and existing shareholders at a price of USD 18.10 per share for aggregate proceeds of kEUR 198,548 (kUSD 225,622). These share issuances led to an increase of share capital of kEUR 17,990 and capital reserve of kEUR 186,390 and recognition of a treasury share balance of kEUR 307.

On 19 August 2019, the Annual General Meeting resolved to increase the share capital by kEUR 206,595 from company funds. In this context, On September 18, 2019, BioNTech SE effected a 1:18 share split. As part of the share split, an amount of kEUR 206,595 was reclassified from the capital reserve to subscribed capital. Each share has a nominal value of EUR 1.00. As a result of the share split, treasury shares amount to EUR 5,524,506.

On 30 August 2019, BioNTech SE entered into an agreement with the Bill & Melinda Gates Foundation (BMGF). According to this agreement, BMGF acquired 3,038,674 ordinary shares from BioNTech for a total of kEUR 49,864, which was entered in the commercial register on September 26, 2019.

On October 10, 2019, in connection with the Initial Public Offering (IPO), BioNTech increased its subscribed capital by kEUR10,000 American Depositary Shares (ADS), representing ordinary shares,

were offered on the Nasdaq Global Select Market at a price of USD 15.00. On November 6, 2019, BioNTech increased its subscribed capital by a further kEUR 517 by exercising the greenshoe option. American Depository Shares representing ordinary shares were also issued at a price of USD 15.00. The gross proceeds amounted to kEUR143,260 (kUSD 157,761) and consisted of an increase of kEUR10,517 in subscribed capital and kEUR132,743 in capital reserves.

Equity includes a loss carried forward of kEUR189,437; the net loss for 2018 was carried forward to new account.

BioNTech SE has various stock option programs for members of the Management Board and employees of the Group. In this context, the conditional capital increased by kEUR 24,075 in the fiscal year. The capital reserves developed as follows in the past fiscal year:

January 1, 2019	<b>427,604</b>
Changes in connection with the capital increases	495,265
Change in connection with the share split	-206,595
Change in connection with the issue of treasury shares	5,525
Changes in connection with stock option programs	24,075
December 31, 2019	<b>745,874</b>

### **Chief Executive Officer Grant**

In September 2019, BioNTech agreed to grant Prof. Ugur Sahin, M.D. an option to purchase 4,374,963 ordinary shares, subject to Prof. Sahin's continuous employment with BioNTech. The options' per share exercise price is the Euro translation of the public offering price from BioNTech's initial public offering, EUR 13.60 (USD 15.00). The option will vest annually in equal installments after four years commencing on the first anniversary of the initial public offering and will be exercisable four years after the initial public offering. The option will be subject to the terms, conditions, definitions and provisions of the Employee Stock Ownership Plan (ESOP) and the applicable option agreement thereunder. The vested option rights can only be exercised if and to the extent that each of the following performance criteria has been achieved: (i) at the time of exercise, the current price is equal to or greater than the Threshold Amount (that is, the exercise price, provided that such amount increases by seven percentage points on each anniversary of the Allocation Date); (ii) at the time of exercise, the current price is at least equal to the Target Price (that is, (a) for the twelve-month period starting on the fourth anniversary of the Allocation Date, \$8.5 billion divided by the total number of the shares outstanding immediately following the initial public offering (other than shares owned by BioNTech), and (b) for each twelve-month period starting on the fifth or subsequent anniversary of the Allocation Date, 107% of the target share price applicable for the prior twelve-month period); and (iii) the closing price for the fifth trading day prior to the start of the relevant exercise window is higher than the exercise price by at least the same percentage by which the Nasdaq Biotechnology Index or a comparable.

### **Employee Stock Ownership Plan 2018**



On November 15, 2018, the Group established a share option program that grants selected employees options to receive shares in the company. The program is designed as an Employee Stock Ownership Plan (ESOP). The Group has offered the participants a certain number of rights (Option Rights) by explicit acceptance of the participants. The exercise of the Option Rights in accordance with the terms of the ESOP, gives the participants the right to obtain shares against payment of the exercise price. The Option Rights vest over four years, can only be exercised if the company has executed a public offering in the United States (IPO) and when meeting the Threshold Amount. Threshold Amount means the exercise price provided that such price increases by eight percentage points on the first and then each subsequent anniversary of the Allocation Date (September 26, 2018). The Option Rights can be exercised at the latest eight years after the Allocation Date. If they have not been exercised by that date, they will forfeit without compensation.

### **Share Appreciation Rights**

On December 1, 2017, the Group granted 582,714 shares to selected employees under the share appreciation rights (SAR) program. The shares vested immediately at the grant date (December 2017) as there were no vesting conditions.

### **8. Advance Payments made to implement the Capital increase agreed**

This relates to a capital contribution of kEUR79,997 resolved in 2018, which was made by Sanofi Foreign Participations B.V., Amsterdam, Netherlands, but was not entered in the commercial register until fiscal year 2019.

### **9. Proposal for the Appropriation of Profits 2019**

The Management Board proposes to carry forward the annual result of kEUR -194,517.

## 10. Provisions

<b>in kEUR</b>	<b>December 31, 2019</b>	<b>December 31, 2018</b>
Outstanding invoices	5,914	0
Remaining vacation	1,767	797
Bonus obligations	807	293
Miscellaneous other provisions	389	199
Costs for the annual financial statements	459	544
Contributions to the employers' liability insurance association	6	37
Employee participation program	0	165
Archiving costs	8	8
	<b>9,350</b>	<b>2,041</b>

The provisions for outstanding invoices in 2019 relate to the portion of outstanding invoices for services that are estimated at the balance sheet date and are therefore uncertain in terms of amount. These mainly relate to services provided by the cooperation partners for 2019, which were not invoiced at the time the annual financial statements were prepared.

## 11. Liabilities

As in the previous year, all liabilities have a remaining term of up to one year. No collateral was provided for liabilities. Trade payables amounted to kEUR 10,216 as of the balance sheet date; this corresponds to a decline of kEUR 1,728 compared to the previous year. Liabilities to affiliated companies amounting to kEUR 97,090 (previous year: kEUR 9,294) are mainly influenced by the assumption of losses.

The following table shows a breakdown of other liabilities:

<b>in kEUR</b>	<b>December 31, 2019</b>	<b>December 31, 2018</b>
Liabilities from taxes	689	247
Social security liabilities	23	12
Miscellaneous other liabilities	25	64
	<b>737</b>	<b>323</b>

## 12. Off-Balance Sheet Transactions and Other Financial Commitment

As of the balance sheet date, no pending proceedings are known from which future contingent liabilities could arise.

Other financial obligations include the following rental and leasing obligations:

<b>in kEUR</b>	<b>up to 1 year</b>	<b>1 to 5 years</b>	<b>more than 5 years</b>
Rental agreements	4,387	16,674	55,852
Leasing and use contracts	2	0	0
	<b>4,389</b>	<b>16,674</b>	<b>55,852</b>

There were no liabilities to affiliated companies.

## 13. Revenues

The sales revenues of kEUR 31.157 (previous year kEUR 25.376) mainly relate to sales revenues with affiliated companies of kEUR 30.977 (previous year EUR 21.344).

## 14. Research and Development Expenses

Research and development costs increased by kEUR 31,513 to kEUR 87,446 compared to the previous year. This is mainly due to higher personnel costs, increased external services and the increase in research volume.

## 15. Cost of Sales

<b>in kEUR</b>	<b>2019</b>	<b>2018</b>
Cost of raw materials and supplies and for purchased goods	2,024	1,797
Cost of purchased services	50,925	25,497
	<b>52,949</b>	<b>27,294</b>

## 16. Personnel Expenses

<b>in kEUR</b>	<b>2019</b>	<b>2018</b>
Wages and salaries	47,083	19,226
Social security expenses	4,194	2,337
	<b>51,277</b>	<b>21,563</b>

## 17. Sales and Marketing Expenses

Sales and marketing expenses increased by kEUR 293 to kEUR 723 compared to the previous year. This is mainly due to the increase in expenses for other external services.

## 18. General and Administrative Expenses

General and administrative expenses increased by kEUR 34,350 to kEUR 53,794 compared to the previous year. This is mainly due to higher personnel costs and expenses in connection with the IPO on the Nasdaq Global Select Market.

## 19. Other Operating Income

<b>in kEUR</b>	<b>2019</b>	<b>2018</b>
Income from subsidies	249	1,826
Income from the release of provisions	117	15
Income from exchange rate differences	41	75
Miscellaneous other operating income	151	309
	<b>558</b>	<b>2,225</b>

Income related to other accounting periods amounted to kEUR 143 in the financial year. It mainly relates to the release of provisions and reimbursements of incidental rental costs for the previous period.

## 20. Other Operating Expenses

Other operating expenses amounted to kEUR 2,146 in the fiscal year (previous year kEUR 621) and mainly include expenses from exchange rate differences of kEUR 1,700 (previous year kEUR 50). Expenses related to other accounting periods amounted to kEUR 291 in the fiscal year. kEUR 200 relate

to the current correction in the area of cost transfer charges from the years 2017 and 2108. The remaining kEUR 156 are other expenses.

## 21. Financial result

in kEUR	2019	2018
Other interest and similar income	2,291	465
<i>thereof from affiliated companies</i>	<i>1,591</i>	<i>465</i>
Interest and similar expenses	0	59
<i>thereof to affiliated companies</i>	<i>0</i>	<i>58</i>
	<b>2,291</b>	<b>407</b>

## 22. Other Information / Company Bodies

### a. Management Board

The following persons were members of the Management Board during the past fiscal year:

Prof. Ugur Sahin, M.D.	University Professor, Chief Executive Officer
Dr. Sierk Poetting	Chief Financial Officer and Chief Operating Officer
Sean Marett	Chief Business Officer and Chief Commercial Officer
Dr. Özlem Türeci	Private lecturer, Doctor/ Immunoncologist Chief Medical Officer
Ryan Richardson (since January 1, 2020)	Chief Strategy Officer

## **b. Supervisory Board**

The Supervisory Board consisted of the following persons:

Helmut Jeggle (Chairman)	Chief Executive Officer and Chief Operating Officer of ATHOS Service GmbH, Munich
Prof. Dr. med. Christoph Huber	Chairman Emeritus at the Johannes-Gutenberg University Mainz
Michael Motschmann	Member of the Board of Management and Head of Equity Investments of MIG Verwaltungs AG, Munich
Dr. Ulrich Wandschneider	Independent consultant to life sciences companies

## **c. Total remuneration of the Supervisory Board and the Management Board**

The remuneration of the Supervisory Board of BioNTech SE for the financial year 2019 amounted to kEUR 345 plus statutory VAT. The members of the Management Board of BioNTech SE received remuneration totaling kEUR 19.301 in the year under review.

The following table shows the remuneration from the Employee Stock Ownership Plan 2018 and the Chief Executive Officer Grant in kEUR; the Supervisory Board did not participate in these programs.

	<b>2019</b>	<b>2018</b>
Prof. Ugur Sahin, M.D.	6,748	442
Dr. Sierk Poetting	1,180	147
Sean Marett	1,180	147
Dr. Özlem Türeci	9,043	5,426
	<b>18,151</b>	<b>6,162</b>

The issued stock options with a fair value of EUR 10.14 at the grant date on November 15, 2018 from the Employee Stock Ownership Plan 2018 and EUR 13.60 at the grant date on October 10, 2019 from the Chief Executive Officer Grant are shown in the following table:

	<b>2019</b>	<b>2018</b>
Prof. Ugur Sahin, M.D.	4,374,963	101,686
Dr. Sierk Poetting	0	33,895
Sean Marett	0	33,895
Dr. Özlem Türeci	0	108,463
	<b>4,374,963</b>	<b>277,939</b>

**d. Audit Fees**

The disclosure of the auditor's fees (Section 285 No. 17 HGB) is waived, since these disclosures are included in the consolidated financial statements of BioNTech SE, in which the company is included.

**e. Average Number of Employees pursuant to Section 267 para. 5 HGB**

	<b>2019</b>	<b>2018</b>
Employees	358	191
	<b>358</b>	<b>191</b>

**f. Information on Shareholdings in Other Companies of at least 20 Percent of the Shares**

Athos KG, Holzkirchen prepares the consolidated financial statements for the largest group of companies and BioNTech SE, Mainz prepares the consolidated financial statements for the smallest group of companies. The consolidated financial statements for the smallest group of companies are available at the Company's business premises.

The following information is made in conjunction with Section 285 No. 11 HGB:

Name, registered office	Equity interest	Net income for the year after profit and loss transfer	Equity
BioNTech RNA Pharmaceuticals GmbH, Mainz *)	100%	0	-385,070
BioNTech Delivery Technologies GmbH, Halle (previously Mainz), (previously BioNTech Protein Therapeutics *)	100%	0	25,000
BioNTech Diagnostics GmbH, Mainz *)	100%	0	5,525,000
BioNTech Small Molecules GmbH, Mainz *)	100%	0	-1,684,467
BioNTech IVAC GmbH, Mainz (previously BioNTech Business Services GmbH*)	100%	0	25,000
BioNTech Austria Beteiligungen GmbH, Vienna, Austria	100%	-4,661	17,440
BioNTech Innovative Manufacturing Services GmbH, Idar-Oberstein *)	100%	0	3,749,500
JPT Peptide Technologies GmbH, Berlin *)	100%	0	8,825,000
JPT Inc. (previously TheraCode JPT Inc.), Acton, USA	100%	28,194	289,177
BioNTech Cell & Gene Therapies GmbH, Mainz	100%	-6,733,797	8,699,478
BioNTech Real Estate Holding GmbH (previously AptaIT GmbH), Holzkirchen *)	100%	0	75,417
BioNTech Real Estate Verwaltungs GmbH, Holzkirchen	100%	-32,693	-14,193
reBOOST Management GmbH, Mainz	100%	-218,253	40,964
BioNTech Real Estate GmbH & Co KG, Holzkirchen	100%	-352,783	360,341
BioNTech USA Holding LLC, New York, USA	100%	-129,211	-127,287
BioNTech Research and Development Inc., New York, USA	100%	-4,988,242	-4,920,233

\*) A profit and loss transfer agreement exists with each of these subsidiaries. As a result, the annual results of the subsidiaries were taken over by BioNTech SE as parent company.

**g. Related Parties**

A number of key management personnel, or their related parties, hold positions in other companies that results in them having control or significant influence over these companies. A number of these companies have had transactions with the Group during the year.

The Group purchases various goods and services from research institutes where Prof. Ugur Sahin, M.D., our co-founder and Chief Executive Officer, co-founded TRON and served as Managing Director at



TRON until 2019 and currently serves as a Professor of Medicine at the University of Mainz. Prof. Sahin resigned from this position with TRON, effective September 10, 2019. Additionally, Prof. Christoph Huber, M.D., a member of our Supervisory Board, served on TRON's supervisory board until his resignation in April 2019. Prof. Ugur Sahin, M.D., our co-founder and Chief Executive Officer, owns a significant amount of shares in TRON.

The aggregate value of transactions related to key management personnel were as follows:

	<b>December 31, 2019</b>
Consulting services	25
Purchases of various goods and services from TRON	805
<b>Total</b>	<b>830</b>

The outstanding balances of transactions with key management personnel were as follows for the periods indicated:

	<b>December 31, 2019</b>
Purchases of various goods and services from TRON	215
<b>Total</b>	<b>215</b>

In addition, business relationships existed in the 2019 financial year with the companies controlled by ATHOS KG. The total amount of transactions with ATHOS KG or companies controlled by it as of December 31, 2019 was as follows:

<b>kEUR</b>	<b>December 31, 2019</b>
Santo Service GmbH	4,768
Aristo Pharma	1
Athos Service GmbH	26
4SC AG	-
quattro research GmbH	5
<b>Total</b>	<b>4,800</b>

The main transactions in the 2019 financial year were with Santo Service GmbH in connection with the rental and management of real estate.

The outstanding balances of transactions between BioNTech SE and ATHOS KG or companies controlled by it as of December 31, 2019, were as follows:

<b>kEUR</b>	<b>December 31, 2019</b>
Santo Service GmbH, Munich	2,777
Aristo Pharma	-
Athos Service GmbH	-
4SC AG	-
quattro research GmbH	-
<b>Total</b>	<b>2,777</b>

#### **h. Affiliated Enterprises Report**

In the financial year from January 1 to December 31, 2019, BioNTech SE was a company indirectly controlled by ATHOS KG and directly controlled by AT Impf GmbH within the meaning of Section 17 of the German Stock Corporation Act (*AktG*). Due to this dependency relationship, the Company has prepared a report on the relationships with affiliated companies for the period from January 1, 2019 to December 31, 2019 in accordance with Section 312 AktG. In this report, the following declaration was made for the 2019 financial year:

"According to the circumstances known to us at the time when the legal transactions were carried out or the measures were taken, BioNTech SE received appropriate consideration for each legal transaction and has not been disadvantaged or favored by the fact that measures were taken or not taken."

#### **i. Disclosures on Authorized Capital in accordance with Section 160 para. 1 No. 4 AktG**

Based on the authorization granted by the Annual General Meeting on August 19, 2019 and with the approval of the Supervisory Board on October 30, 2019, the Management Board is authorized to increase the share capital by a total of up to kEUR 105,818 by issuing up to 105,818,002 ordinary shares against contributions in cash or in kind (authorized capital).

#### **j. Notification in accordance with Section 20 AktG**

ATHOS KG, Holzkirchen, Germany, holds 100% of the shares in AT Impf GmbH, Munich, Germany, and is the beneficial owner of BioNTech. AT Impf GmbH, Munich, Germany, is the parent company of

the Group and held 50.33% and 54.16% of the shares in BioNTech as of December 31, 2019 and December 31, 2018, respectively.

#### **k. Subsequent Event Report**

In December 2019, BioNTech Delivery Technologies GmbH (previously BioNTech Protein Therapeutics GmbH; also referred to as “BioNTech Delivery Technologies”), a wholly owned subsidiary of BioNTech SE, entered into an agreement to acquire all assets, employees and proprietary know-how of Lipocalyx GmbH and its related parties (also referred to as “Lipocalyx”) in exchange for a total consideration of cash at an amount of TEUR 6,516 and additional contingent consideration provisionally estimated at an amount of TEUR 572. Current assets and non-current assets before purchase price allocation accounted for in accordance with German GAAP at an amount of TEUR 139 and TEUR 77 (unaudited amounts) were acquired. No liabilities were assumed as part of this asset deal. The operational drug delivery business of Lipocalyx is based in Halle (Saale), Germany. The employees of Lipocalyx were transferred automatically to BioNTech Delivery Technologies with effect as of the closing date. The acquisition closed on January 6, 2020.

On January 12, 2020, BioNTech’s Supervisory Board appointed Ryan Richardson to the Management Board as Chief Strategy Officer (CSO) and Managing Director. In his new role he will support and contribute to the creation and implementation of the Company’s long-term growth strategy in collaboration with the management team. Ryan has previously served as Senior Vice President, Corporate Development & Strategy after joining the Company in 2018.

On 16 January 2020, BioNTech and Neon Therapeutics, Inc., Cambridge Massachusetts, USA (Neon) (listed on the Nasdaq) agreed on a merger whereby BioNTech will acquire Neon in an all-stock transaction with a value of approximately USD 67.0 million (also referred to as "merger"). The value is based on the closing price of BioNTech's ADSs on Wednesday, January 15, 2020 of EUR 34.55. Upon completion of the transaction, BioNTech will issue 0.063 American Depositary Shares (ADS) and Neon shareholders will receive these in exchange for each of their Neon shares. This exchange ratio will not be adjusted for changes in the market price of our ADSs or Neon ordinary shares between the date of signing of the merger agreement and the closing of the merger. Consequently, changes in the price of our ADSs will affect the purchase price at the date of execution of the merger agreement. Neon is a biotechnology company developing novel neoantigen-based T-cell therapies. The transaction will bring together two organizations that share a culture of pioneering and translational science and a common vision for the future of cancer immunotherapy. The merger is subject, among other things, to Neon shareholders' approval of the merger agreement and other customary closing conditions.

On 16 March 2020, BioNTech announced further details of its R&D project "Lightspeed". The aim of the program is to develop a potential vaccine for immunization and prevention of COVID-19 infections to address the growing global health threat posed by the continued spread of coronavirus. BioNTech's product candidate BNT162 is a potential "first-in-class" mRNA vaccine that could be used to combat COVID-19 globally. Subject to regulatory approval, BioNTech intends to start clinical trials of the product candidate BNT162 at the end of April 2020. This step is part of the global clinical development program in the United States, Europe (with development commencing in Germany) and China. In order to support the global availability of a vaccine as quickly as possible, the Company is in close communication with various regulatory and scientific authorities around the world and is in ongoing discussions with other research institutions.

As part of its global development program, BioNTech announced on March 16, 2020, a strategic collaboration with Shanghai Fosun Pharmaceutical (Group) Co, Ltd ("Fosun Pharma"; stock symbol: 600196.SH, 02196.HK) to jointly develop its COVID 19 vaccine in China. Under the agreement, the two companies will work together to conduct clinical trials in China and to expand Fosun Pharma's clinical development program and regulatory and commercial opportunities in that country. Upon regulatory approval, Fosun Pharma will market the vaccine in China while BioNTech retains the rights to finalize development and market the vaccine in the rest of the world. Fosun Pharma will pay BioNTech up to USD 135 million (EUR 120 million) in upfront and potential future investment and milestone payments. This includes an equity investment of USD 50 million (EUR 44 million) for 1,580,777 shares, subject to share subscription, preparation of documentation and approval by the Chinese regulatory authorities. The two companies will share future gross profits from sales of the vaccine in China.

On March 17, 2020, BioNTech and Pfizer Inc. (NYSE: PFE, "Pfizer") signed a letter of intent. The objective is the joint worldwide development and commercialization (outside China) of the product candidate BNT162. The two companies have entered into a material transfer and collaboration agreement to start working together immediately. The two companies announced further details of the collaboration on April 9, 2020. BioNTech and Pfizer have entered into a material transfer and collaboration agreement to collaborate immediately and plan to jointly conduct clinical trials for the COVID-19 vaccine candidates, initially in the United States and in Europe at multiple sites. Subject to regulatory approval, the first clinical trials are expected to begin at the end of April 2020. During the clinical development phase, BioNTech and its partners will ensure the clinical supply of the vaccine through their GMP-certified mRNA production facilities in Europe. BioNTech and Pfizer will also work together to distribute the vaccine worldwide (subject to China, which is already covered by BioNTech's collaboration with Fosun Pharma) once regulatory approval is obtained. BioNTech will receive up to USD 185 million from Pfizer, including an equity investment of USD 113 million. In addition, BioNTech may receive potential future milestone payments of up to USD 563 million, totaling up to USD 748 million.

Mainz, May 14, 2020

BioNTech SE

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Prof. Ugur Sahin, M.D.  
Chairman of the Management Board and  
Chief Executive Officer

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Sean Marett  
Chief Business Officer and  
Chief Commercial Officer

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Dr. Sierk Poetting  
Chief Financial Officer and  
Chief Operating Officer

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Dr. Özlem Türeci  
Chief Medical Officer

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Ryan Richardson  
Chief Strategy Officer

## Asset schedule 2019

	Acquisition and production costs				Cumulative depreciation and impairment charges					Carrying amounts		
	01/01/2019 EUR	Additions EUR	Disposals EUR	Reclassifications EUR	12/31/2019 EUR	01/01/2019 EUR	Additions EUR	Disposals EUR	Reclassifications EUR	12/31/2019 EUR	12/31/2019 EUR	12/31/2018 KEUR
<b>I. Intangible assets</b>												
1. Paid concessions, commercial property rights and similar rights and assets and licenses to such rights	8,876,571.83	4,920,996.47	3,018,763.01	135,238.96	10,914,044.25	3,492,834.21	2,303,915.02	1,069,836.20	0.00	4,726,913.03	6,187,131.22	5,384
2. Goodwill	0.00	2,205,037.00			2,205,037.00	0.00	110,251.89	0.00	0.00	110,251.89	2,094,785.11	0
3. Advance payments	248,647.74	262,044.92	113,408.78	-135,238.96	262,044.92	0.00	0.00	0.00	0.00	0.00	262,044.92	249
	9,125,219.57	7,388,078.39	3,132,171.79	0.00	13,381,126.17	3,492,834.21	2,414,166.91	1,069,836.20	0.00	4,837,164.92	8,543,961.25	5,633
<b>II. Tangible assets</b>												
1. Land, leasehold rights and buildings, including leasehold improvements	5,038,776.34	2,847,207.90	0.00	0.00	7,885,984.24	302,701.26	1,740,125.48	0.00	0.00	2,042,826.74	5,843,157.50	4,736
2. Other equipment, furniture and fixtures	14,849,469.17	4,846,867.14	1,669,765.33	0.00	18,026,570.98	6,269,401.07	3,523,000.49	235,288.36	0.00	9,557,113.20	8,469,457.78	8,580
3. Advance payments and assets under construction	0.00	985,007.65	0.00	0.00	985,007.65	0.00	0.00	0.00	0.00	0.00	985,007.65	0
	19,888,245.51	8,679,082.69	1,669,765.33	0.00	26,897,562.87	6,572,102.33	5,263,125.97	235,288.36	0.00	11,599,939.94	15,297,622.93	13,316
<b>III. Financial assets</b>												
1. Shares in affiliated companies	5,739,270.12	38,537,456.97	0.00	0.00	44,276,727.09	0.00	0.00	0.00	0.00	0.00	44,276,727.09	5,739
2. Loans to affiliated companies	73,259,251.67	198,602,816.67	0.00	0.00	271,862,068.34	15,635,000.00	0.00	0.00	0.00	15,635,000.00	256,227,068.34	57,624
	78,998,521.79	237,140,273.64	0.00	0.00	316,138,795.43	15,635,000.00	0.00	0.00	0.00	15,635,000.00	300,503,795.43	63,363
	108,011,986.87	253,207,434.72	4,801,937.12	0.00	356,417,484.47	25,699,936.54	7,677,292.88	1,305,124.56	0.00	32,072,104.86	324,345,379.61	82,312

## Asset schedule 2018

	Acquisition and production costs				12/31/2019 EUR	Cumulative depreciation and impairment charges				Carrying amounts		
	01/01/2019 EUR	Additions EUR	Disposals EUR	Reclassifications EUR		01/01/2019 EUR	Additions EUR	Disposals EUR	Reclassifications EUR	12/31/2019 EUR	12/31/2018 EUR	12/31/2018 KEUR
<b>I. Intangible assets</b>												
1. Paid concessions, commercial property rights and similar rights and assets and licenses to such rights	8,180,634.40	508,365.50	0.00	187,571.93	8,876,571.83	2,741,484.24	751,349.97	0.00	0.00	3,492,834.21	5,383,737.62	5,439
2. Advance payments	299,794.45	151,905.22	15,480.00	-187,571.93	248,647.74	0.00	0.00	0.00	0.00	0.00	248,647.74	300
	8,480,428.85	660,270.72	15,480.00	0.00	9,125,219.57	2,741,484.24	751,349.97	0.00	0.00	3,492,834.21	5,632,385.36	5,739
<b>II. Tangible assets</b>												
1. Land, leasehold rights and buildings, including leasehold improvements	0.00	4,849,330.14	0.00	189,446.20	5,038,776.34	0.00	302,701.26	0.00	0.00	302,701.26	4,736,075.08	0
2. Other equipment, furniture and fixtures	9,750,004.29	5,759,810.15	791,506.38	131,161.11	14,849,469.17	4,233,512.88	2,209,593.64	173,705.45	0.00	6,269,401.07	8,580,068.10	5,516
3. Advance payments and assets under construction	320,607.31	0.00	0.00	-320,607.31	-0.00	0.00	0.00	0.00	0.00	0.00	-0.00	321
	10,070,611.60	10,609,140.29	791,506.38	0.00	19,888,245.51	4,233,512.88	2,512,294.90	173,705.45	0.00	6,572,102.33	13,316,143.18	5,837
<b>III. Financial assets</b>												
1. Shares in affiliated companies	5,714,268.12	25,002.00	0.00	0.00	5,739,270.12	0.00	0.00	0.00	0.00	0.00	5,739,270.12	5,714
2. Loans to affiliated companies	22,235,999.00	51,023,252.67	0.00	0.00	73,259,251.67	0.00	15,635,000.00	0.00	0.00	15,635,000.00	57,624,251.67	22,236
	27,950,267.12	51,048,254.67	0.00	0.00	78,998,521.79	0.00	15,635,000.00	0.00	0.00	15,635,000.00	63,363,521.79	27,950
	46,501,307.57	62,317,665.68	806,986.38	0.00	108,011,986.87	6,974,997.12	18,898,644.87	173,705.45	0.00	25,699,936.54	82,312,050.33	39,526