

RULES OF PROCEDURE FOR THE SUPERVISORY BOARD OF BIONTECH SE

The Supervisory Board of BioNTech SE (the “**Company**”) adopted these Rules of Procedure by a resolution dated 7 January 2026. These Rules of Procedure shall replace all previous versions of the rules of procedure of the Supervisory Board.

§ 1 General

- (1) The Supervisory Board advises and supervises the Management Board on issues concerning the management of the Company and its group entities (“**Affiliates**”) (the Company and the Affiliates together referred to as the “**Group**”) on a regular basis.
- (2) The Supervisory Board shall perform its work in accordance with applicable law, the Company’s Articles of Association, these Rules of Procedure, the recommendations of the German Corporate Governance Code (*Deutscher Corporate Governance Kodex*) (as amended from time to time) (the “**Code**”) which relate to the Supervisory Board, and the Company’s policies. If there are deviations from the recommendations of the Code, the Supervisory Board will issue a corresponding declaration pursuant to § 161 of the German Stock Corporation Act (*Aktiengesetz*).
- (3) In performing its duties, the Supervisory Board shall work closely with the Management Board in a relationship of trust and confidence in the interests of the Company and the Group as a whole.
- (4) The Supervisory Board shall be under an obligation to act solely for the benefit of the Company.
- (5) The Supervisory Board shall regularly review the efficiency of its work and activities.

§ 2 Supervisory Board Nominations

- (1) The Supervisory Board shall observe the following principles when putting forward or making nominations to shareholders at a general meeting for the election of Supervisory Board members:
 - (a) The Supervisory Board shall not have more than two former members of the Company's Management Board.
 - (b) Members of the Supervisory Board shall not hold any office or board position or act in an advisory capacity for any of the main competitors of the Group. A Supervisory Board member who is active as a member of the management board of a listed company shall not have, in aggregate, more than two supervisory board mandates in non-Group listed companies or comparable functions, and shall not accept the chair of a supervisory board in a non-Group listed company. A Supervisory Board member who is not a member of any management board of a listed company shall not hold more than five supervisory board mandates or comparable functions at non-Group listed companies, with an appointment as chair of the supervisory board being counted twice.
 - (c) The Company's international activity and potential conflicts of interest shall be taken into account. Experience in the Group's fields of business shall be a major advantage.
 - (d) Diversity shall be respected. Members of the Supervisory Board shall have, where possible, different training, education, qualifications, subject-matter expertise and experience abroad, in order to have at their collective disposal the know-how, skills, expertise and experience to carry out their duties and responsibilities in a due and proper manner. The following are, without limitation, all beneficial: broad company- and product-oriented coverage, with an understanding of the Group's business model, the specifics of the industry and the processes in the areas of business administration, accounting, auditing, innovation, research and development, compliance, internal control and risk management, digitalization,

international experience and expertise on sustainability issues. The Supervisory Board's long-term target is to continue to maintain appropriate representation of women on the Supervisory Board at a level of a minimum of 25%.

- (2) The Supervisory Board shall have two independent members with expertise in the field of accounting, internal control processes and auditing (financial experts). A member of the Supervisory Board is considered to be independent if the member has no business or personal relationship with the Group or the Company's Management Board that could constitute a conflict of interest.
- (3) Members of the Supervisory Board shall retire from office when they reach the age limit of eighty (80) years.

§ 3 Chairperson and Deputy Chairperson

- (1) The Supervisory Board shall elect from among its members a Chairperson and a Deputy Chairperson in accordance with § 10 of the Articles of Association. For the duration of the election, the meeting shall be chaired by the eldest Supervisory Board member. Where the Chairperson or the Deputy Chairperson retires from office before the end of their term or where there is a change in the composition of the Supervisory Board, the Supervisory Board shall elect, without undue delay, a new Chairperson or Deputy Chairperson (as the case may be) for the remaining term of office of the relevant departing Chairperson or Deputy Chairperson.
- (2) The Chairperson shall have the lead role with respect to contact with the Management Board and its members. The Chairperson shall remain in regular contact with the Management Board and consult with it on issues of the Group's strategy, planning, business performance and development, risk position, management and compliance. The Chairperson shall inform the Supervisory Board as soon as they are informed of any material events that are of key significance to the assessment of the Group's position and

development and to the Company's leadership. Where necessary, the Chairperson shall call an extraordinary Supervisory Board meeting to consider such events.

- (3) The Deputy Chairperson shall only have the same rights and duties of the Chairperson as laid down by law, and where the Chairperson is incapacitated or absent, by the Articles of Association and these Rules of Procedure.

§ 4 Duty of Care

When holding office, the members of the Supervisory Board shall exercise the same standard of diligence and care as an ordinary prudent businessperson, with the relevant principles applicable here.

§ 5 Rights and Duties of the Supervisory Board

- (1) Each member of the Supervisory Board must act in the Company's best interests and may not pursue personal interests or use business opportunities intended for the Group for themselves.
- (2) When performing its legal duty to monitor and advise the Management Board, the Supervisory Board is permitted to view and inspect the Company's books and records. The Supervisory Board can also instruct selected members of the Supervisory Board to do so or commission special experts to perform specific tasks in this context.
- (3) Written reports by the Management Board to the Supervisory Board shall be supplied to Supervisory Board members and each member of the Supervisory Board shall be entitled to inspect the auditor's reports, the dependent company report and any special reports.
- (4) At all times during their appointment and after they leave office, members of the Supervisory Board shall maintain confidentiality with respect to all information relating to the Group's business and operations that becomes known to them by virtue of their position on the Supervisory Board and they shall not use any such information for their own

interests or purposes. Where a Supervisory Board member is required to disclose any information to a third party, the Chairperson or (if the Supervisory Board member is the Chairperson or in the event of the Chairperson's incapacity or absence) the Deputy Chairperson must be informed in advance in writing and provide written clearance for such disclosure. The members of the Supervisory Board shall ensure that any external party used by them shall observe the duty of confidentiality in the same manner as applies to the Supervisory Board.

- (5) Each member of the Supervisory Board shall disclose any actual or potential conflicts of interest to the Supervisory Board, in particular, those that may arise from providing advice or holding any offices or board positions at customers, suppliers, creditors or other third parties. Supervisory Board members that have material conflicts of interest that are not merely temporary shall result in their termination from office. Adequate measures to limit, prevent or resolve conflicts of interest shall be taken in accordance with applicable legal requirements and the Company's Conflict of Interest Policy.
- (6) Upon retirement or resignation from office, Supervisory Board members must, at the Company's sole discretion, promptly return to the Company all IT assets and all documents, correspondence and records (whether in hard copy or electronic form and including copies) that relate to the Company and its or the Group's business in their possession, or confirm in writing that all such materials have been destroyed and/or deleted. Supervisory Board members have no right of retention in respect of such assets, documents, correspondence and records.

§ 6 Supervisory Board Meetings

- (1) Supervisory Board meetings shall take place once in every calendar quarter and must take place twice every six (6) months.

- (2) A Supervisory Board meeting shall also be convened at the request of a member of the Supervisory Board or the Management Board. Such request shall indicate the purpose of the meeting and the reason for the request.
- (3) Meetings of the Supervisory Board shall take place in the town or city where the Company has its registered office or at another location determined by the Chairperson.
- (4) Supervisory Board meetings shall be called in writing by the Chairperson or, in the event of their incapacity, by the Deputy Chairperson, giving at least 14 (fourteen) calendar days' notice. Notice of the meeting must be sent to the Management Board at the same time. The day the invitation is sent and the day the meeting is held shall not be included in the calculation of the 14-day notice period. In urgent cases, the Chairperson can shorten the notice period, including if a resolution is being put forward that concerns any special measures set out in the Management Board's rules of procedure that require the consent of the Supervisory Board ("**Special Measures**"). Notice can also be given orally, by telephone, by email, or by text message.
- (5) Preparatory documents for meetings of the Supervisory Board shall be sent to the members as early as possible.
- (6) Notice of the meeting shall include an agenda of matters to be considered at the meeting and, where a resolution concerning any Special Measures is to be passed, the relevant documents and materials that will allow appropriate consideration and assessment of the resolution. Proposed resolutions and the relevant documents and materials must be communicated in a timely manner and in such a way that enables votes to be cast in writing (written vote) by absent Supervisory Board members. If an agenda item has not been duly and properly communicated, it may only be put forward for resolution if no member of the Supervisory Board objects.
- (7) The Chairperson, or in the event of their incapacity or absence, the Deputy Chairperson, shall chair meetings. The working language for Supervisory Board meetings, meeting handouts, documents and materials and all documents and materials in connection with the meeting notice (including the agenda) shall be in German or English, provided that if

any Supervisory Board member does not have sufficient command of the German language or, in any event, at the request of any member of the Supervisory Board, the English language shall be used. Resolutions and minutes of the Supervisory Board may be adopted or prepared in the German or English language, unless under mandatory law, any resolution must be adopted, or any document must be prepared, in the German language. English language convenience translations of German documents may be provided, where necessary.

- (8) The Management Board or individual Management Board members may attend meetings of the Supervisory Board at the request of the Chairperson. The Supervisory Board shall also meet regularly without the Management Board.
- (9) The Chairperson, or Deputy Chairperson in the event of the Chairperson's incapacity or absence, may allow third parties to attend any meeting, such as (without limitation) experts, the Company's auditor and/or the Company's legal and tax advisors, for dealing with individual points on the agenda and for the purposes of furnishing information on certain agenda items, unless the full Supervisory Board determines otherwise.

§ 7 Supervisory Board Resolutions

- (1) Supervisory Board resolutions are generally passed in meetings. Subject to approval by the Chairperson, or the Deputy Chairperson in the event of the Chairperson's incapacity or absence, Supervisory Board members may also attend Supervisory Board meetings by telephone or video conferencing facilities.
- (2) The Chairperson, or the Deputy Chairperson in the event of the Chairperson's incapacity or absence, may order that resolutions are passed in writing, by telephone, email, a board portal or e-signature platform or any other means of common communication media or by a combination of any of these means. If so requested by or on behalf of the Chairperson, or the Deputy Chairperson in the event of the Chairperson's incapacity or absence, no member of the Supervisory Board may object to this course of action.

- (3) Absent Supervisory Board members may participate in resolutions put forward at Supervisory Board meetings by submitting their vote to the person chairing the meeting in writing (written votes), by email, or by submitting their vote through a board portal or e-signature platform used for this purpose.
- (4) The Chairperson, or the Deputy Chairperson in the event of the Chairperson's incapacity or absence, is authorized to execute declarations of intent required to implement resolutions adopted by the Supervisory Board and to accept certain declarations of intent or statements on behalf of the Supervisory Board.
- (5) A quorum of the Supervisory Board is present if, in the case of a meeting, all members have been invited to the meeting and at least four members participate in the vote or, in the case of a resolution passed outside of meetings, the resolution has been circulated to all members, and at least four members vote on the resolution. Abstentions are deemed to be participation. Absent members of the Supervisory Board may participate in the casting of votes of the Supervisory Board by letting members who are present submit the absent member's written vote. The Supervisory Board shall make decisions by a simple majority of the votes cast or, outside of meetings, by a simple majority of its members. In the event of a tie, the Chairperson shall have the casting vote.

§ 8 Records and Minutes

- (1) A written record or minutes of the Supervisory Board meeting must be prepared by the person who chaired the meeting (or any third parties such as the Secretary or Management Board member instructed by such person to prepare such written record) within one month of the meeting. The written record or minutes shall state the place and date of the meeting, its attendees, agenda items, the main content of deliberations and Supervisory Board resolutions and shall be signed by the Chairperson or, in the event of the Chairperson's incapacity or absence from the meeting, the Deputy Chairperson. Each member of the Supervisory Board shall be provided with a copy of the minutes as soon as possible, which shall be presented and approved at the next Supervisory Board meeting to the extent

practicable. If a Supervisory Board member raises any objections to the minutes of the previous meeting, the minutes shall be amended as agreed, signed by the Chairperson and provided to each member of the Supervisory Board within seven (7) days of the meeting.

- (2) Resolutions that are not passed at meetings or by written resolution shall be recorded in writing by the Chairperson. The written record of the resolution shall be provided to each Supervisory Board member without undue delay. The deadline for objections under § 8(1) shall apply, mutatis mutandis, to this form of resolution from the time the written record is provided.
- (3) The resolutions passed by the Supervisory Board at a meeting may be recorded in writing and signed by the Chairperson. Such written record of resolutions shall be deemed approved and shall be incorporated into the meeting minutes, unless another member of the Supervisory Board makes an objection during the meeting.

§ 9 Committees

- (1) The Supervisory Board may form committees from among its members. Committee members shall be appointed for the duration of their term of office as Supervisory Board members. As at the date of these Rules of Procedure, an Audit Committee, Compensation, Nominating and Corporate Governance Committee, Capital Markets Committee and Product Committee have been established.
- (2) The provisions made for the Supervisory Board in the Articles of Association and in these Rules of Procedure shall also apply, mutatis mutandis, to the committees, unless otherwise stated in these Rules of Procedure or the rules of procedure of the relevant committee.
- (3) The Supervisory Board shall determine the composition of any committees. The committees shall each elect a chairperson from among their members, who shall report regularly to the Supervisory Board on the committee's activities.

- (4) Management Board members and other third parties may also be called to committee meetings at the request of the relevant committee.

§ 10 Audit Committee

- (1) The Audit Committee shall be composed of up to four members. At least two members of the Audit Committee must be financial experts: at least one member must have expertise in the field of accounting and at least one other member of the Audit Committee must have expertise in the field of auditing. The committee shall elect a chairperson from among its members. The Audit Committee shall have separate rules of procedure.
- (2) The Audit Committee's duties and responsibilities include (without limitation):
- (a) considering the commissioning of the audit engagement and the compensation, retention and oversight of the independent external auditor (including submitting a recommendation to the Supervisory Board for the proposed resolution on the appointment of the auditor);
 - (b) evaluating the qualifications, independence and performance of the independent external auditor;
 - (c) reviewing and pre-approving the audit and non-audit services to be performed by the independent external auditor;
 - (d) reviewing and discussing with the independent external auditor and the Management Board: the annual audit plan and critical accounting policies and practices to be used; the adequacy and effectiveness of the Company's internal accounting controls; the results of the Company's annual audit; and any quarterly or annual earnings announcements;
 - (e) reviewing any related party transactions and reviewing and monitoring potential conflict of interest situations on an ongoing basis for compliance with the Group's policies and procedures;

- (f) if required by any rules of procedure of the Management Board from time to time, determining whether agreements or transactions, the value of which fall within a monetary threshold set out in such rules of procedure, require the approval of the Supervisory Board;
- (g) overseeing the performance of the Company's internal audit function, the Company's compliance management system, the Company's internal control system and the Company's risk management system;
- (h) evaluating the performance of the Audit Committee and its members; and
- (i) reviewing the compensation of the SVP Internal Audit (or equivalent) and reviewing and supervising , the scope of the internal audit plan.

§ 11 Compensation, Nominating and Corporate Governance Committee

- (1) The Compensation, Nominating and Corporate Governance Committee may be composed of up to four members. The committee shall elect a chairperson from among its members. The Compensation, Nominating and Corporate Governance Committee shall have separate rules of procedure.
- (2) The Compensation, Nominating and Corporate Governance Committee's duties and responsibilities include (without limitation):
 - (a) preparing and discussing management policies and systems relating to the remuneration of the members of the Management Board;
 - (b) reviewing and supervising corporate goals and objectives for the remuneration of the members of the Management Board, including evaluation of the performance of the members of the Management Board in light of these goals and proposals to the Supervisory Board for remuneration based on such evaluations;
 - (c) reviewing all equity-based compensation plans and arrangements and making recommendations to the Supervisory Board regarding such plans;

- (d) assisting with identifying and recruiting candidates to fill positions on the Management Board and the Supervisory Board;
 - (e) reviewing proposals to engage a former employee or Management Board member as a consultant to the Group;
 - (f) considering any corporate governance issue that arises in relation to Management Board remuneration matters and developing appropriate recommendations for the Supervisory Board;
 - (g) overseeing the evaluation of the Supervisory Board and reporting on its performance and effectiveness; and
 - (h) evaluating the performance of the Compensation, Nominating and Corporate Governance Committee and its members.
- (3) When nominating candidates for the Supervisory Board, the Compensation, Nominating and Corporate Governance Committee shall ensure that any nominated candidates possess the knowledge, skills and relevant experience necessary to duly and properly perform their duties. In this context, the Company's international activity, diversity, potential conflicts of interest and any other requirements set out in these Rules of Procedure shall also be considered.

§ 12 Capital Markets Committee

- (1) The Capital Markets Committee may be composed of up to four members. The Capital Markets Committee shall have separate rules of procedure.
- (2) The Capital Markets Committee's duties and responsibilities include (without limitation):
 - (a) overseeing the activities of the Company relating to its capital structure and capital raising, including preparation for, and implementation of, public offerings, share issuances and share buybacks;

- (b) overseeing the activities of the Company relating to takeovers, mergers and acquisition activities; and
 - (c) providing advice to the Supervisory Board on evaluating and implementing strategic measures.
- (3) The Capital Markets Committee shall further, if required by any rules of procedure of the Management Board from time to time, determine whether agreements or transactions relating to the matters set out in § 12(2), the value of which fall within a monetary threshold set out in such rules of procedure, require the approval of the Supervisory Board. It shall make recommendations and prepare corresponding resolutions in this context. It shall evaluate its performance on an annual basis and report results of such evaluation to the Supervisory Board.

§ 13 Product Committee

- (1) The Product Committee may be composed of up to four members. The Product Committee shall have separate rules of procedure.
- (2) The Product Committee's duties and responsibilities include (without limitation):
- (a) overseeing activities of the Company relating to the Company's strategy and investment in research and development ("**R&D**") programs;
 - (b) reviewing product development plans for the Company's pipeline;
 - (c) serving as a resource to the Management Board for the purposes of reviewing and providing feedback on development strategy and plans; and
 - (d) performing such other functions as may be deemed necessary or appropriate in carrying out the foregoing.
- (3) The Product Committee shall act in an advisory capacity to the Management Board and the Supervisory Board. The Product Committee shall further advise on any launch topics

for a product or product candidate and any market potential for product candidates in clinical phases and shall also advise and review current statuses of clinical phases of product candidates. It shall evaluate its performance on an annual basis and report results of such evaluation to the Supervisory Board.