

CONVENIENCE TRANSLATION - NOT LEGALLY BINDING

**INVITATION
to the Annual General Meeting**

of 4basebio AG
("Company")
with seat in Heidelberg
Securities Identification Number: A2YN80 / ISIN: DE000A2YN801

We hereby invite all our shareholders to attend
on **Wednesday, 17 June 2020,**
at **11:00 a.m. (CEST)**

The virtual Annual General Meeting

of the Company.

A video and audio transmission (no electronic participation) of the entire meeting will be available live on the internet at

<https://investors.4basebio.com/agm/>

The shareholders' voting rights are exercised exclusively by way of postal vote or by granting of power of attorney to the proxies appointed by the Company. Please note, in particular, the stipulations concerning the requirement to register for the Annual General Meeting. The venue of the Annual General Meeting (within the meaning of the German Stock Corporation Act) is the registered office of the Company, Waldhofer Straße 102, 69123 Heidelberg.

Agenda

- 1. Presentation of the annual accounts and the consolidated financial statements approved by the Supervisory Board, the combined management report for 4basebio AG and the Group, including the explanatory reports on the disclosures pursuant to Sections 289a, 315a German Commercial Code (*Handelsgesetzbuch – HGB*) and the report of the Supervisory Board, in each case for the 2019 financial year**

Pursuant to German Stock Corporation Law, no resolution on this agenda item is required because the Supervisory Board is responsible for the approval of the annual financial statements and the consolidated financial statements.

- 2. Resolution on the discharge of the members of the Supervisory Board for the financial year 2019**

Management Board and Supervisory Board propose to decide upon the relief of the members of the Supervisory Board officiating in the financial year 2019 by way of individual decision as follows:

- a) Dr. Cristina Garmendia Mendizábal is granted relief.
- b) Mr. Joseph M. Fernandez is granted relief.
- c) Dr. Trevor Jarman is granted relief.

- d) Mr. Tim McCarthy is granted relief.
- e) Mr. Peter Llewellyn-Davies is granted relief.
- f) Ms. María del Pilar de la Huerta Martínez is granted relief.
- g) Mr. Hansjörg Plaggemars is granted relief.

3. Resolution on the discharge of the members of the Management Board for the financial year 2019

Management Board and Supervisory Board propose to grant the members of the Management Board who were in office during the financial year 2019 relief for the financial year 2019.

- a) Dr. Heikki Lanckriet is granted relief.
- b) Mr. David Roth is granted relief.

4. Election of the auditor for the financial year 2020

The Supervisory Board - based on a recommendation of its Audit Committee - proposes Ernst & Young, auditors, Theodor-Heuss-Anlage 2, 68165 Mannheim, to be appointed as auditor and group auditor for the financial year from 1 January 2020 to 31 December 2020.

5. Resolution on the amendment of the authorization to establish the Stock Option Plan 2017

Under agenda item 5 a) the Annual General Meeting of 7 July 2017 resolved to authorize the establishment of the Stock Option Plan 2017. Pursuant to the Stock Option Plan 2017 the exercise of the Stock Options 2017 is subject to the condition that the consolidated annual turnover of the 4basebio Group (at that time: SYGNIS Group) has exceeded EUR 20 million (performance target within the meaning of Sec. 193 para. 2 no. 4 AktG) (cf. para. a) ee) Performance target(s)).

As a result of the sale of the proteomics and immunology business to Abcam plc, which was completed in January 2020, the sales-related performance target provided for in the Stock Option Plan 2017 is realistically no longer achievable.

Therefore, the performance target is to be adjusted to the new circumstances. The other terms and conditions of the Stock Options 2017, in particular the issue price, will remain unchanged.

The Management Board and the Supervisory Board therefore propose to adopt the following resolution:

Para "a) ee)" of the authorization to establish the Stock Option Plan 2017, as resolved by the Annual General Meeting of 7 July 2017, is amended as follows:

"(ee) Performance target(s)

The exercise of the Stock Options 2017 is subject to the condition that the average closing price in XETRA trading (or a comparable successor system on the Frankfurt

Stock Exchange) for the shares of 4basebio AG during the last ten trading days prior to the exercise amounts to minimum EUR 4.00."

6. Resolution on the amendment of the authorization to establish the Stock Option Plan 2019

Under agenda item 5 a) the Annual General Meeting of 9 July 2019 resolved to authorize the establishment of the Stock Option Plan 2019. Pursuant to the Stock Option Plan 2019 the exercise of the Stock Options 2019 is subject to the condition that the consolidated annual turnover of the 4basebio Group (at that time: Expedeon Group) has exceeded EUR 20 million (performance target within the meaning of Sec. 193 para. 2 no. 4 AktG) (cf. para. a) ee) Performance target(s)).

As a result of the sale of the proteomics and immunology business to Abcam plc, which was completed in January 2020, the sales-related performance target provided for in the Stock Option Plan 2019 is realistically no longer achievable.

Therefore, the performance target is to be adjusted to the new circumstances. The other terms and conditions of the Stock Options 2019, in particular the issue price, will remain unchanged.

The Management Board and the Supervisory Board therefore propose to adopt the following resolution:

Para. "a) ee)" of the authorization to establish the Stock Option Plan 2019, as resolved by the Annual General Meeting of 9 July 2019, is amended as follows:

"(ee) Performance target(s)

The exercise of the Stock Options 2019 is subject to the condition that the average closing price in XETRA trading (or a comparable successor system on the Frankfurt Stock Exchange) for the shares of 4basebio AG during the last ten trading days prior to the exercise amounts to minimum EUR 4.00."

7. Resolution on the authorization to acquire and sell treasury shares under exclusion of shareholders' subscription and tender rights

Management Board and the Supervisory Board propose to adopt the following resolutions:

- a) The Company is authorized to acquire treasury shares in the amount of 10 % of the Company's share capital at the time of the Annual General Meeting on 17 June 2020.

The acquired shares, together with other treasury shares which the Company has already acquired and still holds or which are attributable to it pursuant to Sections 71a et seq. of the German Stock Corporation Act (*Aktengesetz - AktG*), may at no time exceed 10 % of the Company's share capital.

- b) The authorization becomes effective at the end of the Annual General Meeting at which it is resolved and is valid until 16 June 2025.
- c) The acquisition shall be effected at the discretion of the Management Board and within the limits resulting from the principles of stock corporation law

and in compliance with the principle of equal treatment (Section 53a AktG) via the stock exchange or outside the stock exchange, the latter in particular by means of a public purchase offer and also excluding the shareholders' right to tender. In the case of a public purchase offer, the Company may determine either a price or a price range for the acquisition.

- (i) If the shares are acquired via the stock exchange, the purchase price paid per share (excluding ancillary acquisition costs) may not exceed the average of the share prices (opening auction) in XETRA® trading on the Frankfurt Stock Exchange (or any successor system determined by Deutsche Börse AG) on the last ten stock exchange trading days prior to the acquisition or, if XETRA® trading in shares of the Company does not take place, on the stock exchange on which the highest number of the Company's shares was traded in total on these ten stock exchange trading days ("**relevant price**"), by no more than 5 % above and by no more than 10 % below.
 - (ii) If the shares are acquired outside the stock exchange, the purchase price paid per share (excluding ancillary acquisition costs) may not be more than 10 % higher or lower than the relevant value of a share of the Company.
 - (iii) In the case of a public purchase offer, the relevant value is the average of the relevant prices on the last ten stock exchange trading days prior to the day of the public announcement of the purchase offer. The purchase offer may provide for further conditions. If, following the publication of a formal offer, there are not insignificant deviations between the stock market price of the Company's share and the relevant value, the offer may be adjusted. In the event of such adjustment, the adjustment shall be based on the average of the relevant prices on the last ten stock exchange trading days prior to the publication of the adjustment to the offer.
 - (iv) If the shares are acquired outside the stock exchange in any other way, the relevant value shall be the average of the relevant prices on the last ten stock exchange trading days prior to the date of conclusion of the contract underlying the acquisition.
 - (v) If, in the case of a public purchase offer, the subscription exceeds the volume of the offer, acceptance shall be based on quotas. Preferential acceptance of smaller numbers of up to 100 tendered shares per shareholder as well as rounding according to commercial criteria may be provided for, with partial exclusion of any shareholders' right to tender their shares.
- d) The Management Board is authorized, with the consent of the Supervisory Board and subject to compliance with the principle of equal treatment of shareholders (Section 53a AktG), to resell treasury shares held for purposes other than trading in treasury shares.
- (i) The treasury shares held can be sold via the stock exchange.
 - (ii) In addition, the shares may also be sold by means other than via the stock ex-change, in particular in return for non-cash contributions, such as the acquisition of companies, equity interests or commercial property rights and to fulfill conversion or option rights granted by the

Company or one of its Group companies from bonds or employee stock option plans, in particular from the Stock Option Plan 2017 or the Stock option Plan 2019.

A sale outside the stock exchange is also permitted, in particular, if shares not exceeding 10 % of the share capital are sold, calculated both at the time this authorization becomes effective and at the time the authorization is exercised, and the treasury shares held are sold at a price that is not more than 5 % (excluding ancillary costs) below the stock exchange price of Company shares of the same class at the time of the sale.

The amount of 10 % of the share capital pursuant to the previous sentence shall be credited against the amount of 10 % of the share capital attributable to shares issued or sold on the basis of another corresponding authorization excluding the subscription right in direct or corresponding application of Section 186 para. 3 sentence 4 AktG during the term of this authorization until its respective exercise, to the extent that such crediting is required by law.

The shareholders' subscription right is excluded in all cases of this lit. d).

- e) Furthermore, the Management Board is authorized to offer treasury shares to the shareholders for subscription on the basis of an offer to all shareholders in compliance with the principle of equal treatment (Section 53a AktG). In this case, the Management Board may, with the consent of the Supervisory Board, exclude the subscription right for fractional amounts.
- f) Furthermore, the Management Board is authorized, with the consent of the Supervisory Board, to redeem treasury shares without a further resolution of the Annual General Meeting. The redemption shall result in a capital reduction. In deviation from this, the Management Board may determine that the share capital shall remain unchanged in the event of redemption and that instead the proportion of the share capital represented by the remaining no-par value shares shall increase as a result of the redemption pursuant to Section 8 para. 3 AktG (simplified redemption procedure pursuant to Section 237 para. 3 no. 3 AktG). In this case, the Management Board is authorized to adjust the number of shares stated in the Articles of Association.
- g) The authorizations under lit. a) to f) may be exercised in whole or in part, once or several times, individually or jointly by the Company, but also by its Group companies or by third parties for its or their account.

8. Resolution on the authorization to use derivatives in connection with the acquisition and sale of treasury shares in accordance with Section 71 para. 1 no. 8 of the AktG under exclusion of subscription rights and shareholders' tender rights

In addition to the authorization to be resolved under agenda item 7 to acquire treasury shares pursuant to Section 71 para. 1 no. 8 AktG, an authorization is to be granted to acquire and sell treasury shares also using derivatives.

Management Board and the Supervisory Board propose to adopt the following resolutions:

- a) In addition to the authorization to be resolved under agenda item 7 to acquire treasury shares pursuant to Section 71 para. 1 no. 8 AktG, the acquisition of shares pursuant to the authorization to be resolved under agenda item 7 may also be carried out using certain derivatives in addition to the methods described therein. With the consent of the Supervisory Board, options may be sold which oblige the Company to acquire its treasury shares upon exercise of the option ("**put options**"), options may be acquired and exercised which give the Company the right to acquire its treasury shares upon exercise of the option ("**call options**"), forward purchase contracts for its treasury shares may be concluded for which there are more than two trading days between the conclusion of the purchase contract and the delivery of the acquired shares ("**forward purchases**"), and treasury shares may be acquired using a combination of these derivatives (all of the aforementioned arrangements are hereinafter referred to as "**equity derivatives**").

All share acquisitions using equity derivatives in exercise of this authorization are limited to shares in the amount of no more than 5 % of the share capital existing at the time of the resolution of the Annual General Meeting on this authorization. The term of an equity derivative may not exceed 18 months in each case and must be selected in such a way that the acquisition of treasury shares by exercising the equity derivative may not take place after 16 June 2025.

- b) The purchase price per share ("**exercise price**") to be paid upon exercise of the call options or the put options or upon maturity of the forward purchase may not exceed the average of the share prices (opening auction prices for the shares of the Company in XETRA® trading (or a successor system determined by Deutsche Börse AG) during the ten trading days before the conclusion of the relevant derivative transaction by no more than 10%, in each case excluding ancillary acquisition costs, but taking into account the option premium received or paid. If XETRA® trading in shares of the Company does not take place, the stock exchange on which the highest number of the Company's shares was traded in total during such ten trading days, shall be decisive.
- c) The terms and conditions of the equity derivatives must ensure that the equity derivatives are only serviced with shares that were acquired on the stock exchange in accordance with the principle of equal treatment.
- d) If treasury shares are acquired using equity derivatives in accordance with the above provisions, shareholders shall have no right to enter into such derivative transactions with the Company in accordance with Section 186 para. 3 sentence 4 AktG. Shareholders also have no right to conclude derivative transactions if, when acquiring treasury shares using equity derivatives, a preferential offer is made for the conclusion of derivative transactions relating to small numbers of shares.

Shareholders have a right to tender their shares only to the extent that the Company is obliged to purchase the shares from them under derivative transactions. Any further tender right is excluded.

- e) The rules laid down in agenda item 7 shall apply to the sale and redemption of shares acquired using equity derivatives.

Ad agenda item 7 and 8:

Report of the Management Board on the exclusion of the subscription right in the context of the authorization to acquire and sell treasury shares pursuant to Sections 71 para. 1 no. 8 sentence 5, half sentence 2, 186 para. 4 sentence 2 AktG

a) Introduction

With regard to item 7 and item 8 on the Agenda, the Executive Board has submitted a written report on the reasons for the exclusion of the subscription right pursuant to Sections 71 para. 1 no. 8 Sentence 5, Half Sentence 2, 186 para. 4 Sentence 2 AktG.

The report is published as follows:

b) Acquisition of treasury shares pursuant to Section 71 para. 1 no. 8 AktG

Item 7 of the agenda authorizes the Company to acquire its treasury shares; item 8 of the agenda regulates the possibility of acquisition using equity derivatives.

German companies may acquire treasury shares to a limited extent on the basis of a special authorization granted by the Annual General Meeting. The term of the authorization is no longer limited to 18 months, as in the past, but to five years. This is intended to enable the Executive Board, in the interest of the Company and its shareholders, to acquire treasury shares up to an amount of 10 % of the current share capital of the Company. The Company is to be given the opportunity to acquire its treasury shares for all legally permissible purposes, for example to reduce its equity base, to pay the purchase price for acquisitions or to resell the shares.

In addition to the acquisition via the stock exchange, the Company shall also be given the opportunity to acquire its treasury shares, among other things, by means of a public purchase offer to be addressed to the shareholders of the Company. This gives the Company greater flexibility. In cases in which this is in the reasonable interest of the Company, the Executive Board shall be able to exclude the shareholders' right to tender while maintaining the requirements of Section 53a AktG.

The principle of equal treatment under stock corporation law must be observed when acquiring treasury shares via a public purchase offer. If a public purchase offer is oversubscribed, acceptance must be made on a pro-rata basis. However, it should be permissible to give priority to a preferential acceptance of small offers or small parts of offers up to a maximum of 100 shares. This possibility serves to be able to determine smooth purchase quotas and still take small shareholdings into account.

The use of equity derivatives in the acquisition of treasury shares gives the Company the opportunity to optimize a buyback. As the separate limitation to 5 % of the share capital already makes clear, it is intended to supplement the instruments of share buy-backs, but at the same time also to expand their possible uses. Both the specifications for the structure of the options and the specifications for the shares suitable for delivery ensure that the requirements of Section 53a AktG can also be taken into account in this form of acquisition. In principle, the term of the options will not exceed 18 months.

When selling put options, the purchaser of the put option is granted the right to sell shares of the Company to the Company at a price fixed in the put option, the exercise price. In return, the Company receives an option premium that corresponds to the value of the disposal right, taking into account, among other things, the exercise price, the term of the option and the volatility of the treasury shares. If the put option is exercised, the option premium paid by the purchaser of the put option reduces the total consideration paid by the Company for the

purchaser of the share. As a rule, the exercise of the put option makes economic sense for the option holder if the price of the Company's shares at the time of exercise is below the exercise price because he can then sell the share at the higher exercise price. From the Company's perspective, the share buyback using put options can offer the advantage that the exercise price is already fixed when the option transaction is concluded, while the liquidity does not flow until the exercise date. If the option holder does not exercise the option because the share price on the exercise date is higher than the exercise price, the Company cannot acquire its treasury shares in this way, but it retains the option premium received.

When acquiring a call option, the Company receives the right, against payment of an option premium, to purchase a predetermined number of treasury shares at a predetermined price, the exercise price, from the seller of the option, the writer. It makes economic sense for the Company to exercise the call option if the price of its treasury shares is higher than the exercise price, as it can then purchase the shares from the writer at the lower exercise price. In addition, the liquidity of the Company is only charged with the agreed exercise price when the fixed price for the shares must be paid when the call option is exercised.

In the case of forward purchases, the Company acquires the shares on the basis of an agreement with the forward seller on a specific date in the future at the purchase price determined when the forward purchase was concluded. The conclusion of forward purchases can be meaningful for the Company if it wants to secure a demand for its treasury shares at a certain price level on the forward date.

Shareholders who are not involved in derivative transactions do not suffer any material disadvantage in terms of value because their position corresponds to that of shareholders in the case of share buybacks on the stock exchange, where not all shareholders can actually sell shares to the Company. Both the specifications for the structure of the derivatives and the specifications for the shares suitable for delivery ensure that the requirements of Section 53a AktG are also fully taken into account in this form of acquisition. In this respect, it is justified, also under the legal concept underlying Section 186 para. 3 sentence 4 AktG, that shareholders should not be entitled to conclude such derivative transactions with the Company. Shareholders also have no right to conclude derivative transactions if a preferential offer for the conclusion of derivative transactions relating to small numbers of shares is provided for in the acquisition of treasury shares using equity capital derivatives. The exclusion of subscription and tender rights makes it possible to conclude derivative transactions at short notice, which would not be possible with an offer to conclude such derivative transactions to all shareholders.

When acquiring treasury shares using equity derivatives, shareholders shall only have a right to tender their shares if the Company is obliged to purchase the shares from the equity derivatives. Otherwise, the use of equity dividends in connection with the repurchase of treasury shares would not be possible, and the associated benefits for the Company would not be attainable. After careful consideration of the interests of the shareholders and the interests of the Company, the Management Board considers the non-granting or restriction of the right of tender to be justified on the basis of the advantages that may result for the Company from the use of equity derivatives.

c) Possible uses of treasury shares

In item 7 of the Agenda, the Company is authorized to resell shares held. In accordance with agenda item 8, this authorization also applies to the acquisition of treasury shares using equity derivatives. The possibility of reselling treasury shares serves to simplify the procurement of funds. Pursuant to Section 71 para. 1 no. 8 sentence 5 AktG, the Annual General Meeting may also authorize the Company to sell shares in a form other than via the stock exchange under exclusion of the subscription right.

In particular, treasury shares may be sold in accordance with Section 186 para. 3 sentence 4 of the AktG at a price that is not significantly lower than the market price of the Company's shares at the time of the sale. The possibility of such a sale is in the interest of the Company. It permits a faster and more cost-effective placement of the shares than their sale with corresponding application of the rules of one of the shareholders' subscription rights. The shareholders do not suffer any disadvantage according to the assessment of the legislator, since they can acquire the corresponding number of shares on the stock exchange at any time if they are interested in maintaining their voting rights quota.

In addition, the authorization creates the possibility to offer treasury shares as consideration for the acquisition of companies, investments in companies or industrial property rights. International competition and the globalization of the economy increasingly demand this form of acquisition financing. The proposed authorization is intended to give the Company the necessary leeway to take advantage of acquisition opportunities quickly and flexibly.

Furthermore the Company is also entitled to use the treasury shares held to fulfill conversion or option rights granted by the Company or one of its group companies. This comprises option rights from stock based remuneration or employee stock option plans. Prerequisite for such utilization is the exclusion of shareholders' subscription rights.

Moreover the authorization enables the Company to offer its treasury shares for subscription to its shareholders on the basis of an offer to all shareholders that respects the principle of equality. In such a case, the Executive Board may, with the consent of the Supervisory Board, exclude the subscription right for fractional amounts.

Finally, the authorization provides for the possibility that the treasury shares held can be redeemed without a further resolution of the Annual General Meeting.

d) Reporting

The Management Board will report to the following Annual General Meeting on any utilization of this authorization. In addition, the Company shall state in the notes to the respective annual financial statements the number of treasury shares held by the Company, the date of acquisition, the reasons for acquisition, and in the case of corresponding transactions in the relevant fiscal year, the respective acquisitions or disposals, stating the number of shares, the acquisition or disposal price and the use of the proceeds.

- End of the Agenda -

Total number of shares and voting rights

The share capital of the Company is at the time of the convening of the Annual General Meeting EUR 53,756,582.00. It is divided into 53,756,582 shares of the Company. Each share carries one vote at the AGM, the total number of votes is therefore 53,756,582. The Company or the persons attributable to it pursuant to Sections 71a et seq. of the German Stock Corporation Act hold 5,230,667 treasury shares at the time of the convocation of this Annual General Meeting. Different classes of shares do not exist.

Requirements for viewing the virtual Annual General Meeting on the internet and for the exercise of voting rights

The Annual General Meeting will be held as a virtual general meeting without physical presence of the shareholders or their proxies (with the exception of the voting

representatives appointed by the Company), Section 1 para. 2 of the Act on Measures in Corporate, Cooperative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID-19 Pandemic ("**COVID-19 Act**").

For shareholders, a video and audio transmission of the entire Annual General Meeting is available on the internet at

<https://investors.4basebio.com/agm/>

To access the Company's online service, shareholders require their shareholder number and an access password. The shareholder number and the individual access password will be contained in the documents submitted with the invitation.

There is no possibility for shareholders within the meaning of Section 118 para. 1 sentence 2 AktG to participate in the Annual General Meeting without being present at the venue and without a proxy. It is not possible for shareholders to exercise all or some of their rights in whole or in part by means of electronic communication; in particular, live transmission does not enable participation in the Annual General Meeting within the meaning of Section 118 para. 1 sentence 2 AktG.

The voting rights of shareholders or their proxies are exercised as specified below exclusively by way of postal vote or by granting power of attorney to the proxies of the Company.

In accordance with Section 11 of the Articles of Association, only shareholders who are registered in the Company's share register by the end of 10 June 2020 (24:00 hours) are entitled to participate in the virtual Annual General Meeting and exercise their voting rights.

Registering shareholders have to provide precise information to ensure their unambiguous identification, e.g., by stating the full name or the full company name as registered in the Company's share register.

The registration has to be submitted to the Company's following address by 10 June 2020 (24:00 hours) at the latest:

4basebio AG
c/o Computershare Operations Center
80249 Munich
Fax: +49 89 30903-74675
e-mail: anmeldestelle@computershare.de

Registration can also be made via internet by using the password-protected Company's online service at <https://investors.4basebio.com/agm/>. Shareholders receive online access by entering their shareholder number and the corresponding access password.

In relation to the Company only persons who are registered in the share register are considered shareholders in accordance with Section 67 para. 2 sentence 1 of the German Stock Corporation Act (*Aktiengesetz – AktG*). The right to participate in the Annual General Meeting and the number of voting rights of each person entitled to participate in the Annual General Meeting is determined by the registration status of the share register on the day of the Annual General Meeting. For technical reasons, however, no changes of registration will be made in the share register during the period from the end of 10 June 2020 (the so-called technical record date) until the end of the Annual General Meeting (so-called "stop of registration"). Therefore, the registration status of the share register on the day of the Annual

General Meeting will correspond to its status after the registration of the last transfer on 10 June 2020. Shares are not blocked by registering for the Annual General Meeting. Shareholders can therefore continue to freely dispose of their shares even after registering for the Annual General Meeting.

However, it should be noted that pursuant to Section 405 para. 3 no. 1 AktG, it is a violation of regulations to use shares of another person which is not authorized to represent them to exercise rights at the Annual General Meeting without their consent. Since, in relation to the Company with respect to the Annual General Meeting on 17 June 2020, only persons which are registered in the share register at the time of the Annual General Meeting are considered shareholders, persons who previously acquired shares but are not yet registered in the share register at the time of the Annual General Meeting have no right to participate and vote, unless the seller authorizes or empowers them to participate in the Annual General Meeting and to exercise such voting rights. All purchasers of shares in the Company who have not yet been registered in the Company's share register are therefore requested to submit registration applications in good time.

Reference is made to the notification obligation pursuant to Sections 33 et seq. of the German Securities Trading Act (*Wertpapierhandelsgesetz - WpHG*) and the legal consequences of the general suspension of all rights pertaining to the shares in case of a violation of notification obligations as provided for in Section 44 WpHG.

Proxies; procedure for exercising voting rights via an authorised proxy

Shareholders who do not wish to attend the Annual General Meeting in person and/or do not wish to exercise their voting rights in person may also be represented by proxy, e.g. an intermediary, a shareholders' association, a voting consultant or any other person. The prerequisite for exercising voting rights by proxy is that shareholders register for the Annual General Meeting in due form and time.

A proxy's participation via the Company's online service requires that the proxy receives the information required for access. A proxy can obtain this information in two ways.

The shareholder may provide the proxy with his or her shareholder number and access password. The use of the shareholder number and the access password by the proxy is deemed as proof of authorization.

Alternatively, in case the proxy is granted power of attorney vis-à-vis the Company, the proxy will receive a separate access password for the Company's online service which will allow him or her to participate on behalf of the shareholder.

The granting of proxies, their revocation and the proof of authorization vis-à-vis the Company must be made in text form or can be made and transmitted electronically, by using the application provided under

<https://investors.4basebio.com/agm/>

Proxies (with the exception of the proxies nominated by the Company) may not physically participate in the Annual General Meeting. They can only exercise the voting rights of the shareholders they represent by means of a postal vote or by granting a (sub-)power of attorney to the proxies of the Company.

Intermediaries, shareholders' associations, voting rights advisors and persons treated as such by the German Stock Corporation Act may, within the framework of the special provisions of the German Stock Corporation Act (Section 135 AktG), stipulate different

requirements for the proxies to be granted to them. These requirements can be obtained from the respective proxy.

In addition, the Company offers its shareholders the option of being represented in the exercise of their voting rights by proxies appointed by the Company which are bound by the respective shareholder's instructions. If shareholders authorize proxies appointed by the Company, they have to issue the proxy with instructions for the exercise of their voting rights. Without such instructions, the proxy is invalid. The proxies appointed by the Company are obliged to vote as instructed.

Authorizations and instructions to the proxies appointed by the Company may be submitted electronically via the Company's online service at

<https://investors.4basebio.com/agm/>

This option continues until the start of the voting procedures at the Annual General Meeting.

Alternatively, proxies and instructions may be issued to the proxies appointed by the Company using the proxy forms provided by the Company for this purpose. Shareholders will receive these proxy forms together with the documents submitted with the invitation. For organizational reasons, the proxies and the instructions for the proxies appointed by the Company have to be sent to the following address by 16 June 2020 (receipt by the Company) at the latest:

4basebio AG
c/o Computershare Operations Center
80249 Munich
Fax: +49 89 30903-74675
e-mail: anmeldestelle@computershare.de

Procedure for exercise of voting rights by postal vote

Shareholders may also cast their votes by electronic communication or in writing without participating in the Annual General Meeting (postal vote). It is a prerequisite for exercising voting rights by postal vote that shareholders register for the Annual General Meeting in due form and time.

The Company's online service for electronic postal voting is available at

<https://investors.4basebio.com/agm/>

until the start of voting in the Annual General Meeting. Shareholders will receive access data together with the documents submitted with the invitation.

Alternatively, shareholders may also use the form which they will receive along with the invitation. The written votes have to be submitted to the Company's following address by the end of 16 June 2020 (24:00 hours, date of receipt) at the latest:

4basebio AG
c/o Computershare Operations Center
80249 Munich
Fax: +49 89 30903-74675
e-mail: anmeldestelle@computershare.de

Requests for items to be added to the Agenda

Shareholders whose shares together amount to one-twentieth of the share capital or the proportionate amount of EUR 500,000.00 (this corresponds to 500,000 no-par value shares) may, in accordance with Section 122 para. 2 AktG, request that items be placed on the agenda and announced. Each new item must be accompanied by a statement with the reasons for the request or by a draft resolution. The request has to be submitted in writing or in electronic form pursuant to Section 126a BGB to the Company's following address at least 30 days before the Annual General Meeting, i.e. by the end of 17 May 2020 (24:00 hours) at the latest:

4basebio AG
Waldhofer Straße 102
69123 Heidelberg
e-mail: gegenantraege@4basebio.com

Counter proposals and nominations for the election of the auditor

Counter proposals by shareholders regarding the resolutions proposed by the Management Board and/or Supervisory Board on specific agenda items and nominations for the election of the auditor - insofar as they have to be made available to the other shareholders - will be published immediately on the internet at

<https://investors.4basebio.com/agm/>

if they have been submitted to the Company's following address at least 14 days before the date of the Annual General Meeting, i.e. by the end of 2 June 2020 (24:00 hours) at the latest:

4basebio AG
Waldhofer Straße 102
69123 Heidelberg
e-mail: gegenantraege@4basebio.com

Opportunity for Questions

Pursuant to Section 1 paras. 1, 2 of the COVID-19 Act, shareholders are to be given the opportunity to pose questions by way of electronic communication. With the consent of the Supervisory Board the Management Board of the Company has determined that questions have to be submitted by electronic communication at least two days prior to the meeting in order to enable the Annual General Meeting to proceed smoothly.

Accordingly, only such questions will be considered which have been submitted by the end of 15 June 2020 (24:00 hours) at the latest via the Company's online service at

<https://investors.4basebio.com/agm/>

Questions will be answered by the Management Board at the Annual General Meeting. In accordance with Section 1 para. 2 sentence 2 of the COVID-19 Act, the Management Board may determine at its full discretion taking into account their duties of office whether and how questions are answered.

Opportunity for Objections

Shareholders who have exercised their voting rights pursuant to the stipulations above may - in deviation from Section 245 no. 1 AktG - without having attended the meeting in person declare by means of electronic communication that they object to one or more resolutions of the Annual General Meeting. To be valid the declaration of objection has to contain a reference to the resolution which is objected to and has to be submitted by the shareholder or the proxy until the end of the Annual General Meeting via the Company's online service at

<https://investors.4basebio.com/agm/>

Further explanations/publications on the Company's website

This invitation, further information and more detailed explanations of the rights of shareholders are available on the Company's website under

<https://investors.4basebio.com/agm/>

The voting results will be announced after the Annual General Meeting on the same website.

Information on data protection

4basebio AG processes the following categories of your personal data within the framework of the Annual General Meeting: Contact information (e.g. name or e-mail address), information about your shares (e.g. number of shares) and administrative data (e.g. registration confirmation number). The processing of personal data within the framework of the virtual Annual General Meeting is based on Art. 6 para. 1 letter c of the General Data Protection Ordinance (DSGVO). It states that the processing of personal data is legally permitted if the processing is necessary to fulfil a legal obligation. 4basebio AG is legally obliged to hold the Annual General Meeting of its shareholders. In order to fulfil this obligation, the processing of the above categories of personal data is essential. You cannot register for the Annual General Meeting without providing your personal data.

4basebio AG is responsible for the data processing. The contact details of the person responsible are as follows:

4basebio AG
Management Board (*Vorstand*)
Waldhofer Straße 102
69123 Heidelberg
e-mail: dataprotection@4basebio.com

Personal data concerning you will not be passed on to third parties. Exceptionally, third parties may also have access to this data if they have been assigned by 4basebio AG to provide services within the framework of the Annual General Meeting. This applies to customary service providers for General Meetings such as AGM agencies, lawyers or auditors. The service providers receive personal data only to the extent necessary for the provision of the service.

Within the scope of the statutory right to inspect the list of participants of the Annual General Meeting, other participants and shareholders may gain insight into the data recorded about them in the list of participants. Your personal data will also be published if you submit counter proposals to the agenda which must be published.

Depending on the individual case, the above data will be stored for up to 3 years (but not less than 2 years) after the end of the Annual General Meeting and then deleted, unless further processing of the data is still required in individual cases for motions, decisions or legal procedures relating to the Annual General Meeting.

For the virtual Annual General Meeting, additional personal data are processed in so-called "log files" to make virtualization technically possible and to simplify the registration process. This includes, for example, your IP address, the web browser you use and the date and time of access. In accordance with the preceding paragraph, the data will be stored in the shareholder database after the Annual General Meeting has been convened and deleted after the deadline has expired. The Company will not use this data for any other purposes than those specified here.

You have the right to receive information about the personal data that has been stored about you free of charge upon request. In addition, you have the right to request the correction of incorrect data, the right to demand the restriction of the processing of data that has been processed too extensively and the right to delete personal data that has been processed unlawfully or stored for too long (insofar as there is no legal obligation to retain data and no other reasons according to Art. 17 para. 3 DSGVO are applicable). In addition, you have the right to request the transfer of all data you have provided to us in a standard file format (right for "data portability").

To exercise your rights, simply send an e-mail to: dataprotection@4basebio.com.

You also have the right of appeal to a data protection supervisory authority.

You can contact the Company's data protection officer at the following address:

4basebio AG
Waldhofer Str. 102
69123 Heidelberg
Germany

Heidelberg, in May 2020
4basebio AG
The Management Board (Vorstand)