

SUPERVISORY BOARD REPORT

DEAR SHAREHOLDERS,

The Supervisory Board intensively performed the tasks incumbent upon it according to the law, the Articles of Association and the bylaws in the 2021 reporting year. The Supervisory Board monitored the work of the Management Board at all times and acted in an advisory capacity. This was based on the written and oral reports of the Management Board, the information provided by the Management Board at Supervisory Board meetings and regular consultation meetings between the Management Board and the Chairman of the Supervisory Board. Between the regular Supervisory Board meetings, the Chairman of the Supervisory Board regularly exchanged information with the Management Board in order to ensure a comprehensive exchange of information between the bodies. Within the Supervisory Board, the Chairman of the Supervisory Board also regularly exchanged information with members of the Supervisory Board on current topics related to the company.

Thus, the Supervisory Board was kept informed of the intended business policy, strategy, company planning, risk situation and risk management, compliance, the current development of the business and significant business transactions as well as the situation of the company and the Group as a whole.

The Supervisory Board held eight Supervisory Board meetings in fiscal year 2022. One of these meetings was held in person, while the other meetings of the Supervisory Board were held as video and telephone conferences. At regular intervals, the Management Board informed the Supervisory Board in detail on the economic and financial development of the company, including the risk situation, and provided additional information upon request. All members of the Supervisory Board attended all ten meetings.

Dr. Ursula Schütze-Kreilkamp and Frank Köhler were each unable to attend three Supervisory Board meetings due to scheduling conflicts. The other members of the Supervisory Board attended all eight Supervisory Board meetings.

The Supervisory Board has formed an Audit Committee and a Personnel and Remuneration Committee. In accordance with the recommendations of the Corporate Governance Code, the Supervisory Board also met regularly without the Management Board.

CHANGES ON THE SUPERVISORY BOARD

At the ordinary Annual General Meeting on June 29, 2022, it was resolved to reduce the size of the Supervisory Board from the previous seven members to six members and to amend the Articles of Association accordingly. Supervisory Board members Andreas Füchsel and Nils Herzing resigned from office in the run-up to this Annual General Meeting. The term of office of Supervisory Board member Frank Köhler expired by rotation at the end of the Annual General Meeting in 2022, at which time he was re-elected to the Supervisory Board. In addition, Paul Owsianowski was elected as a new member of the Supervisory Board, meaning that the Supervisory Board now has six full members since it was reduced in size.

CONFLICTS OF INTEREST

In the reporting period, the Supervisory Board was not informed by its members of any circumstances that could constitute a material and not merely temporary conflict of interest.

FOCUS OF THE SUPERVISORY BOARD'S DELIBERATIONS

In addition to overarching issues, the Supervisory Board dealt with topics relating to individual areas and, where necessary, adopted the necessary resolutions. The focal points of the Supervisory Board meetings in the reporting year were as follows:

- Annual and consolidated financial statements for the fiscal year 2021 as well as Declaration of Conformity and Dependency Report and appropriation of balance sheet profit.
- Amendment of the annual budget of Vita 34 AG for the fiscal year 2022
- Economic development of the Group 2022
- Management Board matters (remuneration system for Management Board members, Management Board bonus (discretionary bonus), amendment of the Rules of Procedure of the Management Board, reappointment of Mr. Andreas Schafhirt as member of the Management Board of Vita 34 AG, resignation of the Chairman of the Management Board Dr. Wolfgang Knirsch, appointment of Mr. Jakub Baran as member and new Chairman of the Management Board of Vita 34 AG, appointment of Mr. Tomasz Baran as member of the Management Board and Chief Commercial Officer of Vita 34 AG, business allocation plan, appointment of Mr. Dirk Plaga as member of the Management Board and Chief Financial Officer of Vita 34 AG)
- Management Boards of the subsidiaries of the Vita 34 Group
- Approval of the conclusion of the merger agreement between FamiCord Deutschland GmbH and Seracell Pharma GmbH
- Proposed resolutions for the ordinary virtual Annual General Meeting 2022 including the proposals for the candidates for the elections to the Supervisory Board
- Business planning of the Management Board for the fiscal year 2023
- Development of an incentive program for key employees of a subsidiary of Vita 34 AG
- Acquisition of the outstanding minority shares in Secuvita S.L.
- Amendment of the Rules of Procedure of the Supervisory Board.

CORPORATE GOVERNANCE

The Supervisory Board dealt with the Corporate Governance standards practiced in the company and the implementation of the recommendations and suggestions of the German Corporate Governance Code in the version dated December 16, 2019 and in the amended version dated April 28, 2022. On March 29, 2023, the Management Board and Supervisory Board issued a Declaration of Conformity, which is published on the company's website in the Investor Relations section.

ANNUAL AND CONSOLIDATED FINANCIAL STATEMENTS, AUDIT OF THE FINANCIAL STATEMENTS

The Annual Financial Statements of Vita 34 AG are prepared in accordance with the provisions of the German Commercial Code (HGB), the Consolidated Financial Statements along with the Combined Management Report of Vita 34 AG are prepared on the basis of §§315, 315a HGB in conjunction with the International Financial Reporting Standards (IFRS), as they are to be applied in the European Union. The auditor, PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft (Berlin branch), audited the Annual Financial Statements of Vita 34 AG, the Consolidated Financial Statements and the Combined Management Report. The audit engagement was issued in accordance with the resolution of the Annual General Meeting, the legal requirements and the requirements of the GCGC.

As a result, it should be noted that the rules of the German Commercial Code (HGB) and IFRS were complied with in the preparation of the financial statements. The Annual Financial Statements and the Consolidated Financial Statements were each issued unqualified auditor's opinions. The financial statements were discussed in detail at the Supervisory Board meeting held on April 28, 2023 in the presence of and following a report by the auditors. At this meeting, the representatives of the auditors reported on the main findings of their audit and on the control and risk management system with regard to accounting. They also addressed the scope, focus and costs of the audit. Furthermore, they noted that there were no grounds for objection; PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft had only provided audit services in the following areas.

The Supervisory Board has examined the Annual Financial Statements, the Consolidated Financial Statements and the Combined Management Report. As a result of our own examination, no objections were raised against the Annual Financial Statements of Vita 34 AG, the Consolidated Financial Statements of Vita 34 AG and the combined Management Report, the corresponding audit reports of the auditor. Following its own review, the Supervisory Board concurred with the results of the audit, adopted the Annual Financial Statements of Vita 34 AG prepared by the Management Board and approved the Consolidated Financial Statements in its meeting on April 28, 2023. The Supervisory Board concurs with the summarized Management Report and, in particular, with the assessment of the further development of the company.

Vita 34 AG prepared a Dependency Report for fiscal year 2022 pursuant to § 312 AktG. The Dependency Report was also audited by the auditor appointed by the Annual General Meeting (PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Berlin branch) pursuant to § 313 (1) AktG. A separate written report was submitted on the results of the audit. As there were no objections to the report of the Management Board, the auditors' report was issued in accordance with Art. 313 par. 3 AktG. At the financial statements meeting held on April 28, 2023, the auditors also reported on the results of this audit and confirmed that the factual information in the Dependency Report is correct.

The Dependency Report was submitted to the Supervisory Board for review in good time prior to the balance sheet meeting on April 28, 2023 in accordance with § 314 AktG. The Supervisory Board examined the Dependency Report in detail at its meeting. The Supervisory Board determined that, based on the final results of its review, there were no objections to the declaration of the Management Board at the end of the report on relations with affiliated companies and approved the Dependency Report at its meeting on April 28, 2023.

AUDITOR'S REPORT

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft issued the following unqualified audit opinion on the Dependency Report in accordance with Art. 313 par. 3 of the German Stock Corporation Act (AktG):

In accordance with our engagement, we have audited the report of the Management Board pursuant to § 312 AktG on relationships with affiliated companies pursuant to § 313 AktG for the fiscal year 2022. As the final results of our audit do not give rise to any objections, we issue the following auditor's report in accordance with § 313 (3) sentence 1 AktG:

Following our dutiful audit and assessment, we confirm that

1. the actual information in the report is correct,
2. the consideration paid by the company for the legal transactions listed in the report was not unreasonably high or that disadvantages were compensated.

Berlin, April 28, 2023

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

Susanne Patommel
Certified Public Auditor

Dr. Kay Lubitzsch
Certified Public Auditor

The Supervisory Board would like to thank the Management Board and the employees for their work in this fiscal year.

April 28, 2023
For the Supervisory Board



Dr. Alexander Granderath Chairman
of the Supervisory Board Vita 34 AG