

- TRANSLATED FROM THE GERMAN LANGUAGE ORIGINAL, GERMAN ORIGINAL IS LEGALLY BINDING -

Annual General Meeting of BRAIN Biotech AG on 9 March 2022

Counter-motion on agenda item 4 - Election of the auditor and the group auditor for the financial year from October 1st, 2021 to September 30th, 2022

Ladies and Gentlemen

I refer to the invitation for the Annual General Meeting of BRAIN Biotech AG on 9 March 2022 published on 28 January 2022.

In my capacity as a shareholder of BRAIN Biotech AG, I hereby submit regarding

TOP 4 - Election of the auditor of the annual financial statements and the auditor of the consolidated financial statements for the financial year from 1 October 2021 to 30 September 2022

the following counter-motion:

Instead of Baker Tilly Holding GmbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Frankfurt am Main, proposed by the Supervisory Board as auditor of the annual financial statements and auditor of the consolidated financial statements, I hereby propose to elect,

Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft (Düsseldorf), Düsseldorf, as auditor and group auditor for the financial year from 1 October 2021 to 30 September 2022.

I would like to explain the reason as follows:

The election proposal of the Supervisory Board on agenda item 4, which was published in the agenda, contains a drafting error in the name of the auditing company. The Baker Tilly Holding GmbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Frankfurt am Main, named in the election proposal does not provide auditing services, but solely is a holding company. The audit firm of the Baker Tilly group of companies that can provide the audit services and, according to the result of the invitation to tender, should also provide them, must be proposed for election. This is Baker Tilly GmbH & Co. KG Wirtschaftsprüfungsgesellschaft (Düsseldorf), Düsseldorf, which is named in the counter-motion. This is the audit firm recommended and preferred by the Audit Committee of the Supervisory Board. The Supervisory Board of the Company had made its election proposal on agenda item 4 in accordance with this recommendation and preference of the Audit Committee. The counter-motion therefore does not contain a deviation from the recommendation and preference of the Audit Committee and does not deviate from the intended election proposal of the Supervisory Board, but corrects the drafting error that occurred when the agenda was drawn up.

As proof of my status as a shareholder, I would like to refer to my entry in the Company's share register.

Dr. Georg Kellinghusen