

Notary's Document Register No. 1035/2024/S

Articles of Association

of the Company of KRONES Aktiengesellschaft
(a public limited company)
with its registered office in Neutraubling

I. General provisions

Article 1 Company; registered office

1.

The Company's firm is entitled

KRONES Aktiengesellschaft (a public limited company)

2.

The Company's registered office is in Neutraubling.

Article 2 Object of the Company

1.

The Object of the Company includes:

Design, production, assembly, installation and distribution, including the hiring, leasing and trading with machinery and plants, including turnkey plants, which serve or are useful for the packing of substances and products of any kind and in any state of aggregation, as well as for cleaning, inspection, control, filling and labeling of containers of any kind with such substances and products, machinery and plants of

a similar nature, notably complete filling lines and breweries, machinery and plants for sorting and palletizing, as well as machinery and plants for the production of packaging;

the production and distribution of containers of any kind, including the materials required for that purpose;

erection of the related building structures;

development, processing, acquisition and sale of software, as well as the acquisition and granting of licenses therefore;

acquisition and sale of industrial property rights as well as the acquisition and granting of licenses therefore;

acquisition of the required movable and immovable property;

general machinery and plant construction.

2.

The Company is entitled to purchase, to establish, and to participate in branch establishments and other enterprises, in particular operator companies, in this country and abroad, and also to undertake all business ventures that are suited to the promotion of the business purposes of the Company. In addition, the Company is entitled to transfer its business wholly or partially to allied enterprises.

3.

The Company shall continue the trading operations carried out previously by the former firm of Hermann Kronseder Maschinenfabrik (machine factory) GmbH + Co. with its registered office in Neutraubling.

Article 3 Announcements

1.

Announcements made by the Company shall be made in the Bundesanzeiger (Federal Gazette), unless otherwise stipulated by law.

2.

To the extent permitted by law, announcements to the Company's shareholders may also be transmitted by means of remote data transmission.

II. Capital stock and shares

Article 4 Capital stock

1.

The Company's capital stock equals the sum of EUR 40,000,000.00 (in words: forty million Euros).

2.

It is divided up into 31,593,072 individual share certificates.

3.

If the capital is raised, the profit-sharing scheme of new shares may be determined in deviation from Section 60, Companies Act.

4.

The executive board is authorized to raise the capital stock of the Company by 16th May 2026 with the approval of the supervisory board by issuing new individual share certificates made out to the owners' names, once or repeatedly, against cash payments totalling up to 10 million Euros ("**Approved Capital 2021**"). For that purpose, the shareholders shall generally be granted subscription rights. The executive board is authorized, with the supervisory board's consent, to bar the shareholder's subscription rights for any peak sums that might arise. The executive board is further authorized, in each case with the supervisory board's consent, to decide on the further details of the capital increase and the implementation thereof. The supervisory board is authorized to accordingly adjust the version of the Articles of Association in accordance with the scope of the capital increase using Approved Capital 2021 or elapse of the period allowed for use of the Approved Capital 2021.

Article 5 Shares

1.

The ordinary shares are made out to the bearer.

2.

The claim by a shareholder to the collateralisation of his holding is not allowed.

Article 5 a Obligations to notify

Article 43 Section 1 of the German Securities Trading Act (WpHG) shall not apply.

III. Constitution of the Company

The organs of the Company are
the executive board,
the supervisory board, and
the annual general meeting.

A) The executive board

Article 6 Composition

1.

The executive board consists of a minimum of 2 persons.

2.

The determination of the number of members on the executive board, the appointment of the full members of the executive board and of the deputy members of the executive board, the conclusion of the employment contracts, and the cancellation of the appointments are all executed by the supervisory board.

3.

The appointment of deputy members of the executive board is permissible. They shall have the same powers of representation as the members of the executive board.

4.

The supervisory board may appoint a member of the executive board as chairman of the executive board, and also another member of the executive board as vice-chairman of the executive board.

Article 7 Representation of the Company

1.

The Company shall be legally represented by two members of the executive board or by one member of the executive board, together with one holder of commercial power of representation.

2.

The supervisory board may grant individual members of the executive board the authorisation to represent the Company on their own.

3.

The executive board shall determine its internal rules of procedure (by-laws) by the unanimous decision of its members unless the supervisory board stipulates the rules of procedure for the executive board. The rules of procedure require the approval of the supervisory board. The rules of procedure may in particular provide that the executive board needs the approval of the supervisory board for the execution of certain legal transactions.

B) The supervisory board

Article 8 Composition

1.

The supervisory board shall consist of sixteen members. Of these, eight members shall be elected by the shareholders in accordance with the Companies Act. Eight members shall be elected by the members of the staff pursuant to the Employees' Participation Act of 1976.

2.

The election of the members of the supervisory board takes place for the period up until the end of the annual general meeting, which shall decide on the grant of discharge for the fourth business year after the beginning of the period of office. The

business year currently running at the beginning of the period of office shall not factor in this count. Re-election shall be admissible.

3.

At the same time it elects the members of the supervisory board, the annual general meeting may elect for each member of the supervisory board a substitute member who shall take the place of the corresponding member when he leaves the board. The office of the substitute member shall cease to exist at the end of the next annual general meeting, on the occasion of which a new member of the supervisory board shall be elected with a majority of at least three-quarters of the votes cast, at the latest however at the end of the period of office of the member of the supervisory board who is leaving. The election of substitute members for those members of the supervisory board [who were elected by] the members of staff is governed by the Employees' Participation Act of 1976.

4.

If no substitute member was elected for a member of the supervisory board leaving before the end of his period of office, the member to be elected to the supervisory board in his stead shall be elected only for the period of time up until the end of the period of office of the member of the supervisory board who is leaving.

Article 9 Removal and resignation from the office

1.

The appointment of the members of the supervisory board elected by the annual general meeting may be countermanded by the AGM before the end of the election time by a majority consisting of at least three-quarters of the votes cast.

2.

The members and substitute members of the supervisory board may resign from office without stating an important reason, keeping to the one-month period of notice by means of a written statement addressed to the chairman of the supervisory board or to the executive board.

Article 10 The chairman of the supervisory board / vice-chairman

1.

Under the provisions of Section 27 (1) and (2) Employees' Participation Act of 1976, the supervisory board shall elect a chairman and a vice-chairman from their ranks immediately after the annual general meeting in which the shareholders' members of the supervisory board are elected, at a meeting which shall take place without a special convocation, and each for the duration of the period of office of the elected person as a member of the supervisory board.

2.

Should one of the above-named persons leave during his period of office, the supervisory board shall hold a by-election without delay for the remainder of the period of office of the person leaving.

3.

Should the chairman and the vice-chairman be restricted in the execution of their duties, that member of the supervisory board who is most senior in age shall take over these duties for as long as the restrictions continue.

4.

Declarations of intention by the supervisory board and its committees shall be announced in the name of the supervisory board by the chairman or, in the event of his being unable to do so, by the vice-chairman. The chairman or, in the event of his disability, the vice-chairman is the permanent representative of the supervisory board towards a third party, and in particular towards law-courts and authorities and also towards the executive board.

Article 11 Convocation and the passing of resolutions

1.

The meetings of the supervisory board shall be called by the chairman or, if he is prevented from doing so, by his representative, with a notification allowance of 14 calendar days. On calculating the notification period, the day that the invitations are sent out and the day of the meeting are not counted. This notification period may be shortened in emergencies. Notification on meetings may be given in writing, by teleprinter, by word of mouth, by telephone, by fax or any other customary means of communication (e.g., by e-mail). In all other respects regarding the convocation of supervisory board meetings, the statutory provisions as well as the provisions of the rules of procedure (by-laws) for the supervisory board shall apply.

2.

Decisions by the supervisory board are generally taken at the meetings. Absent members of the supervisory board may participate in the adopting of resolutions by arranging for their written vote to be submitted by another member of the supervisory board; this also applies to the second vote cast by the chairman of the supervisory board. Meetings and resolutions carried out in writing, by teleprinter, by word of mouth, by telephone, by fax or any other customary means of communication (e.g., by e-mail, video conference) or by any combination of these aforementioned forms of communications, or the participation of individual supervisory board members in meetings or resolutions using the aforementioned means of communication shall be permitted, if the chairman of the supervisory board so decides or if all members of the supervisory board give their consent. There is no right to object to the form decreed by the chairman for passing a resolution. The supervisory board may lay down the further details in its rules of procedure (by-laws).

3.

The supervisory board shall be quorate if at least half of the members, of which the overall supervisory board must consist, participate in the resolution-taking process. Members participating or linked by telephone or other electronic means of communication (notably by video conference) or absent members who cast their vote in accordance with Article 11 Section 2 of these Articles of Association, as well as members who abstain from voting during the resolution-taking process shall be considered to have taken part in the resolution-taking process in that sense.

4.

Decisions by the supervisory board require the majority of the votes cast insofar as a different majority is not laid down by law. If a vote in the supervisory board results in an equality of votes, in a renewed vote on the same subject, even if this also results in a tie, the chairman of the supervisory board shall have two votes. The chairman of the meeting shall determine the nature of the voting.

5.

Minutes shall be prepared of the supervisory board meetings which are to be signed by the chairman of the meeting in each case. The minutes of resolutions passed outside of a meeting shall be signed by the chairman of the supervisory board, or, if he is prevented from doing so, by his representative.

6.

The chairman of the supervisory board is authorised to make statements from the supervisory board in the name thereof (which [statements] are necessary for the execution of the decisions taken by the supervisory board).

7.

In addition, the supervisory board may give itself rules of procedure (by-laws) within the scope of the regulations set down by law and the directives of these Articles of Association.

8.

The supervisory board may form committees from its ranks, and determine their tasks and authorisation. Within the limits of what is legally permissible with regard to shares, the authorisation to take decisions may also be transferred to the committees.

9.

The invalidity of a decision taken by a supervisory board committee may only be asserted within one month after the decision has been made known, by means of a complaint.

Article 12 Business deals by the executive board requiring approval

Business deals by the executive board that need approval must be laid down in the business procedure for the executive board by the supervisory board.

Article 13 Amendment to the wording of the Articles of Association

The supervisory board may decide on amendments to the Articles of Association which only relate to the wording.

Article 14 Obligation to secrecy

The members of the supervisory board must - even after leaving office - maintain secrecy about confidential matters and secrets of the Company, viz. Company- and business secrets which they learn during their activity on the supervisory board.

Article 15 Payment

1.

Every member of the supervisory board shall receive, in addition to the reimbursement of his expenses, a set remuneration to the value of Euro 35,000 per annum, payable in each case after the end of each business year. The remuneration shall be two-and-a-half times the standard supervisory board remuneration for the chairman, and one-and-a-half times the standard supervisory board remuneration for the vice-chairman.

2.

The reimbursement of expenses shall be made either by payment of a lump sum to the value of Euro 1,500 for each attendance at a meeting, or, in the event that the expenses exceed Euro 1,500 in an individual case, by paying the actual costs as proved by the relevant documents. The reimbursement of expenses shall also be granted for participation in a meeting or resolution of the supervisory board or a special committee by way of telephone or video conference. For several meetings held in a single day, the expenses shall be reimbursed only once.

3.

The Company shall reimburse each member of the supervisory board for the purchase tax due on his salary. It shall provide the members of the supervisory board with insurance cover in the form of a civil liability insurance policy (D&O insurance) to cover their statutory liability, arising from their activity as members of the supervisory board.

4.

If members of the supervisory board are also members of special committees within the supervisory board, they shall receive an additional remuneration of EUR 7,000 per annum, and the reimbursement of expenses as described in Para. 2. The additional remuneration for the chairman of the audit and risk management committee shall amount to EUR 14,000.00 per annum. Apart from that, Para. 1 sentence 2 shall not apply mutatis mutandis to this additional remuneration.

5.

If members of the supervisory board resign from the supervisory board or from a committee during the course of a business year, their remuneration shall be paid pro rata temporis. Members of the supervisory board shall receive one twelfth of their remuneration for each month commenced.

If a member of the supervisory board resigns from a function involving increased remuneration, the two preceding rates shall apply mutatis mutandis to the part of the remuneration associated with the function concerned.

C) The annual general meeting

Article 16 Location of the annual general meeting

1.

The annual general meeting shall at the convener's discretion take place either at the registered office of the Company or at a German stock-exchange centre or in Regensburg.

2.

The executive board shall be authorized to provide that the Company's annual general meetings scheduled to be held until the end of 31/08/2025 shall be held without the physical presence of the shareholders or their proxies at the location of the shareholders' meeting (virtual annual general meeting).

3.

The executive board shall be authorized to permit the video and audio transmission of the annual general meeting. The executive board shall regulate the relevant further details.

4.

Subject to prior agreement with the chairman of the meeting, supervisory board members shall be permitted to attend the annual general meeting by way of video and audio broadcast if the supervisory board member concerned is prevented from physically attending the location of the annual general meeting, or if the supervisory board member is domiciled abroad, or if his/her attendance at the location of the annual general meeting would entail unreasonable long distance travel, or if the annual general meeting is held as a virtual annual general meeting without the physical presence of the shareholders or their proxies at the location of the annual general meeting.

Article 17 Convocation

1.

The annual general meeting shall be called by the executive board or the supervisory board.

2.

The regulations set down by law are valid for the convocation of the annual general meeting.

Article 18 Attendance and exercise of voting rights; rules of procedure (by-laws)

1.

Only those shareholders who register with the Company in writing in German or English and provide evidence of their share ownership before the annual general meeting shall be entitled to attend the annual general meeting and exercise their right to vote at it.

Verification of the share ownership issued in text form by the last intermediary in accordance with Section 67c (3) Stock Corporation Act (AktG), which may also be transmitted directly to the Company by the last intermediary, shall suffice as evidence. The verification must relate to the close of business of the twenty-second day before the annual general meeting.

The verification and the registration must be received by the Company under the address notified for that purpose in the notice of meeting not later than six calendar days prior to the annual general meeting of the Company. The executive board may specify a shorter deadline, expressed in calendar days, in the notice of meeting.

In calculating the deadline, the day of the annual general meeting and the day of receipt shall not be counted.

2.

The right to vote may be exercised by an authorised proxy. The granting of the proxy, the revocation thereof, and the proof of the authorisation to the Company must be in written form. An easing of the written form requirement may be stipulated in the notice of meeting. Article 135 of the Companies Act shall remain unaffected hereby.

3.

The annual general meeting can give itself a business procedure (by-laws) with rules for the preparation and execution of the annual general meeting, with a majority which consists of at least three quarters of the capital stock which was represented at the passing of the resolution.

4.

The executive board shall be authorized to provide that the shareholders may also attend the annual general meeting without being physically present at the meeting's location and without a proxy, and to exercise all or some of their rights in whole or in part by means of electronic communication (online attendance). The executive board shall be further authorized to make provisions regarding the scope and procedure of attendance and the exercise of rights pursuant to sentence 1.

5.

The executive board shall be authorized to provide that the shareholders may cast their votes without physically attending the annual general meeting, either in writing or by means of electronic communication (postal vote). The executive board shall further be authorized to make provisions regarding the scope and the procedure of the exercising of rights pursuant to sentence 1.

Article 19 Chairmanship of the annual general meeting

1.

The annual general meeting shall be chaired by the chairman of the supervisory board. In the event of his being prevented from doing so, he shall nominate another member of the supervisory board to take over this task. If the chairman does not make a nomination of this nature, the annual general meeting shall be chaired by another member of the supervisory board elected by the annual general meeting under the chair of the chairman of the executive board.

2.

The chairman of the annual general meeting shall in particular decide on the order in which the items on the agenda shall be dealt with and the method and order of the votes.

3.

The chairman of the meeting shall be authorized to impose reasonable time limits on the right of shareholders to speak and on questions raised by the shareholders within

the meaning of section 131 (1) sentence 1 Stock Corporation Act (AktG), on follow-up questions within the meaning of section 131 (1) (d) sentence 1 Stock Corporation Act (AktG), and on questions pertaining to new matters within the meaning of section 131 (1) (e) sentence 1 Stock Corporation Act (AktG). In doing so, the chairman of the meeting may in particular impose reasonable restrictions on the time available for speaking, on the time available for asking questions (including the time for follow-up questions and questions on new matters) or on the combined time to speak and ask questions (including the time for follow-up questions and questions on new matters), and shall be authorized to set an appropriate time limit for the entire annual general meeting, for individual items of the agenda, for individual speakers at the beginning of or during the course of the annual general meeting; the chairman of the meeting shall notably have the option to prematurely terminate the list of requests to speak and to order the end of the debate, if necessary.

Article 20 Passing a resolution

1.

In the annual general meeting, each ordinary share shall have one vote.

2.

The resolutions of the annual general meeting shall be passed by the simple majority of the votes cast, unless compelling legal regulations prevent this, and, insofar as the law prescribes a majority of shares in addition to a majority of votes, with the simple majority of the capital stock that is represented at the passing of the resolution.

3.

In the event of an equality of votes, except in elections, the motion shall be rejected. Insofar as the simple majority of the votes is not attained in the first ballot in elections, a second ballot shall be held between the two candidates with the highest number of votes. If there is equality of votes in this second ballot also, the vote shall be decided by drawing lots.

IV. Annual financial statement and use of profits

Article 21 Business year, annual financial statement

1.

The business year is equal to the calendar year.

2.

Within the first three months of the financial year, the executive board shall prepare the annual financial statement and also the status report for the previous business year and present these to the auditor. Immediately on receipt of the auditor's report, the annual financial statement, the business report, the auditor's report, and the recommendation for the use of the declared profits shall be presented to the supervisory board.

These statements and auditor's reports shall also be handed out to every member of the supervisory board, or, insofar as the supervisory board have thus decided, to the members of a committee.

3.

After receipt of the report by the supervisory board on the result of their examination, the executive board shall convene without delay the ordinary annual general meeting, which shall take place within the first eight months of each business year. The object of the ordinary annual general meeting is namely:

- a) presentation of the annual financial statement, the business report, and the report by the supervisory board, and also the recommendation for the use of the declared profits;
- b) passing a resolution on the annual financial statement insofar as the annual general meeting has to establish such in the cases set down by law;
- c) passing a resolution on the use of the declared profits;
- d) passing a resolution on the granting of the discharge of the executive board and the supervisory board;
- e) election of members of the supervisory board, if necessary;
- f) election of the auditor.

Article 22 Use of the declared profits

The annual general meeting decides on the use of the annual declared profit.

Document Roll No. 1035/2024/S

I certify that the amended provisions of the Articles of Association agree with the resolution of the annual general meeting of the Company relating to the amendment dated 04/06/2024, recorded in my Notary's Document Register No. 1014/2024/S, and the non-amended provisions are identical to the complete wording of the Articles of Association last submitted to the Commercial Register.

Regensburg, 07/06/2024

[Seal]
ANN-KATHRIN SCHMELTER
NOTARY PUBLIC
IN REGENSBURG

Signature [illegible]
Schmelter, Notary Public

End of Translation

TRANSLATOR'S CERTIFICATION

In my capacity as a court-certified, publicly appointed, officially accredited and academically trained translator for the English language duly commissioned and sworn in Bavaria by the President of the Weiden i.d.OPf. Higher Court and registered by the Weiden i.d.OPf. Higher Court under File #316E, I confirm that the foregoing translation of the document drawn up in the German language, which was presented to me as an original document, is correct and complete.

Given under my hand and seal in Weiden on this, the 23rd Day of August, 2024

Elisabeth Häusler-Löffler
92637 Weiden

Court-certified translator for the English language

