

Convenience Translation
Amendment to the Declaration of Conformity
by the Executive Management Board and the Supervisory Board of
Medigene AG dated 27 November 2018
according to Section 161 of the German Stock Corporation Act
(Declaration of Conformity 2018)

The Executive Management Board and the Supervisory Board of Medigene AG declare the following as an amendment to the declaration dated 27 November 2018 according to Section 161 of the German Stock Corporation Act (AktG):

**Section 5.4.3 sentence 3 of the German Corporate Governance Code (“Code”):
Candidate proposals for the Supervisory Board**

Section 5.4.3 sentence 3 of the Code recommends, that candidate proposals for the Chair of the Supervisory Board should be announced to the shareholders. The proposed candidate for the Chair of the Supervisory Board is not announced to the shareholders at the Annual General Meeting at which the members of the Supervisory Board are elected since it is the task of the Supervisory Board to elect a chairman from among its members at its inaugural meeting.

The Declaration of Conformity dated 27 November 2018 shall remain unaffected and in full effect unless amended by this amendment to the declaration.

Martinsried, 28 March 2019

For the Supervisory Board:

For the Executive Management Board:

Prof Horst Domdey
Chairman of the Supervisory Board

Prof. Dr. Dolores Schendel
Chief Executive Officer