

Cliq Digital AG**Annual General Meeting on April 6, 2023****Conversion of bearer shares to registered shares – FAQ****A. General****1. What are registered shares?**

The share capital of stock companies can be divided either into registered shares or into bearer shares. A company with registered shares keeps a share register in which the shareholders must be registered, stating their name, date of birth, postal address, electronic address as well as the number of shares held. In the case of legal entities, the company name, address, registered office and number of shares held are registered. In relation to the Company, only those persons registered in the share register shall be deemed to be shareholders (Section 67 para. 2 of the German Stock Corporation Act – AktG). Shareholders may request information from the Company about data relating to them registered in the share register.

2. Why does CLIQ Digital AG intend to convert from bearer shares to registered shares?

The aim of the Company is to improve the corporate information and communication between the Company and its known shareholders. The conversion allows for this by registration of the shareholders in the share register. In this way, shareholders can be identified by the Company and communicated with directly instead of via the depositary banks.

3. What advantages do shareholders have from the conversion to registered shares?

The registration of shareholders in the share register facilitates dialog between the Company and the shareholder. The shareholder can be informed more quickly and in a more targeted manner by the Company, particularly in relation to the General Meeting. The possibilities for electronic communication, especially in connection with the General Meeting, will be simplified.

4. What are the advantages of CLIQ Digital AG from the conversion to registered shares?

By converting to registered shares, CLIQ Digital AG knows its shareholder base, which facilitates the Company's dialog with shareholders. This simplifies the possibilities for direct communication between the Company and its shareholders. It also enables more direct investor relations work.

5. What is the difference between bearer and registered shares in terms of safe custody?

There are no differences between bearer shares and registered shares in terms of safe custody. However, in the case of registered shares, the shareholder registered in the share register receives the invitation to the General Meeting directly from the company and not via the custodian bank.

6. Are registered shares tradable in the same way as bearer shares?

Yes. The only restrictions on tradability apply to registered shares with restricted transferability, which have not been issued by CLIQ Digital AG.

7. Do the rights as a registered shareholder change?

The legal status of the Company's shareholders registered in the prospective share register will not be affected by the conversion to registered shares. Their participation in the Company and the rights associated with the shares remain unchanged. The dividend will be credited to the shareholder via the custodian bank as before.

8. What will change for shareholders as a result of the conversion to registered shares?

Information about the Company, such as the invitation to the General Meeting, can be sent directly to shareholders registered in the share register in the future. Shareholders may continue to register in person to attend the General Meeting. Voting rights can also continue to be exercised by proxy. The dividend will continue to be paid out by the shareholder's depositary bank.

9. When does the changeover take place?

At the upcoming Annual General Meeting on April 6, 2023, CLIQ Digital AG will propose to the shareholders a resolution on the conversion from bearer shares to registered shares with corresponding amendments to the Articles of Association (agenda item 9 of the invitation to the Annual General Meeting published on February 27, 2023). Following the effective adoption of the resolution by the Annual General Meeting, the amendments to the Articles of Association relating to the conversion will be filed for entry in the Commercial Register and then registered. The conversion will then take place and shareholders will be informed of this by their depositary bank.

10. In what ratio are bearer shares converted to registered shares?

Bearer shares are converted 1:1 to registered shares.

11. What is the procedure for registration in the share register?

Registration is carried out by the custodian banks and is free of charge for shareholders.

12. Can the entry in the share register be objected?

Yes. Shareholders may object to being registered in the share register. In this case, the depositary bank shall be registered in the share register instead of the shareholder at the request of the Company. The custodian bank is then deemed to be the shareholder vis-à-vis CLIQ Digital AG. As a result, the shareholder does not receive any direct information from the Company and cannot exercise his or her shareholder rights directly himself or herself.

13. Does a shareholder who has objected to his or her entry in the share register receive a dividend?

Yes. The right to payment of the dividend exists even if the depositary bank is registered.

14. Does the Company have to be notified in case of changes of the name or the postal or electronic address?

The custodian bank must always be notified immediately of any changes of name or address. The changes are then transmitted to the company by the custodian bank.

15. Does the conversion to registered shares affect the Securities Identification Number or the International Securities Identification Number?

As a result of the conversion to registered shares, the shares of the Company will receive a new Securities Identification Number (*Wertpapier-Kennnummer – WKN*) and a new International Securities Identification Number (ISIN). We will publish these on our website immediately after allocation.

B. Costs

16. Is the conversion to registered shares associated with costs for shareholders?

No. The initial entry in the share register is free of charge for shareholders. There is also no increase in the deposit fees.

C. Participation in the General Meeting

17. Can a shareholder who is not registered in the share register attend the General Meeting?

Participation in the General Meeting is not possible without further ado, as only those persons registered in the share register are deemed to be shareholders vis-à-vis CLIQ Digital AG. A shareholder who is not registered may therefore not register for the General Meeting himself or herself. In such a case, participation in the General Meeting requires the issuance of a corresponding power of attorney by the person registered in the share register. This can also be a custodian bank.

18. How do I register for the General Meeting after the conversion to registered shares?

The shareholders registered in the share register or the registered custodian bank receive the invitation to the General Meetings directly from CLIQ Digital AG. Registration for the General Meeting must be made in accordance with the provisions stated in the respective invitation.

19. Does a custodial power of attorney that has been granted still apply?

The general, limited-term depositary authorization (permanent authorization) for shares in several companies also applies after the conversion of CLIQ Digital shares to registered shares.

D. Data Protection

20. Who can inspect the share register and where?

Any shareholder may inspect the share register at the Company's office. However, the shareholder can only inspect the data kept on him or her.

21. Will the data stored in the share register be reported on?

No, the data will not be passed on. The data is intended solely for the purposes of the company.

22. When is the personal data of shareholders deleted from the share register?

The personal data will be deleted as soon as the shareholder has sold his or her CLIQ Digital shares in full unless there is a legal obligation to retain the data.