

Instruction booklet

Investment screening Excel form

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Important note regarding the status of this English version of the instruction booklet:

This translation is for information purposes only. It serves to guide the user through the English version of the questionnaire. However, as explained at the beginning of the questionnaire, all forms and documents must be submitted in German, as prescribed in Section 23 of the Administrative Procedure Act.

In the questionnaire, German laws are cited in their abbreviated form (e.g. VwVfG). They are written out in full in this booklet (e.g. Administrative Procedure Act).

“AWV” is the German abbreviation for “Foreign Trade and Payments Ordinance”. “o.v.” refers to the “old version”, which was in force until 30 April 2021. “n.v.” refers to the 17th amendment of the ordinance, the “new version”, which entered into force on 1 May 2021.

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I. General information about using the form

1. Purpose of the form:

The investment screening Excel form serves to collect data of relevance to the investment screening process. It permits a uniform approach to data collection and automated readability. For this reason, the fields for answers require certain input formats which must be complied with.

In some cases, the possible answers are predefined via dropdown menus. Not all the relevant information can be provided via the structured form, and in some cases more details will be required.

You are therefore asked to provide the relevant additional information in an accompanying **written statement** (Schriftsatz) and the related exhibits.

2. In which cases must I complete the Excel form several times?

It is usually sufficient to complete the Excel form **once**. In particular, it is sufficient to complete the form once in the case of the acquisition of several associated German target companies (e.g. parent company with a large number of subsidiaries) and to add up the figures (e.g. for turnover, staff, etc.) (cf. also notes in section II. **Detailed explanatory notes on the individual data fields**). Similarly, where there are a large number of indirect acquirers, it is sufficient to complete the form once and to include a list of indirect acquirers as an exhibit.

However, where there are **several direct acquirers**, there are **several acquisition processes**. This results in each case in formally separate screening procedures, each with its own file number. In this case, therefore, it is necessary to complete the form once for each acquisition process. Nevertheless, in the interest of efficiency and clarity, it is possible to submit just one written statement covering the entire transaction and to attach the necessary number of completed Excel forms.

3. Use of the dropdown menus

Click on the data field to be processed. An arrow will then appear in the lower right-hand corner of the field.

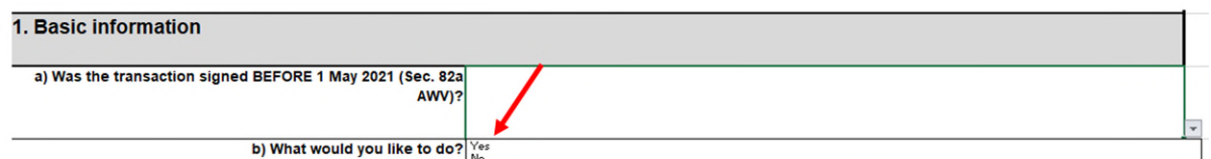


1. Basic information

a) Was the transaction signed BEFORE 1 May 2021 (Sec. 82a AWW)?	
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A red arrow points to a small downward-pointing arrow in the bottom right corner of the data field.

When you click on the arrow, the options in the dropdown menu will appear. You can then select the relevant option by clicking on it.



1. Basic information


a) Was the transaction signed BEFORE 1 May 2021 (Sec. 82a AWW)?	
b) What would you like to do?	Yes No


A red arrow points to the dropdown menu options (Yes/No) that appear in the bottom right corner of the data field.

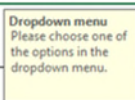
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4. Compliance with the instructions for completing the form

Click on the data field you wish to process. A **brief** note will pop up explaining how this data field is to be completed. These notes must be complied with. A more detailed explanation of how to fill out the form correctly can be found below in section II **Detailed explanatory notes on the individual data fields.**

1. Basic information	
a) Was the transaction signed BEFORE 1 May 2021 (Sec. 82a AWW)?	
b) What would you like to do?	
c) Please state the type of procedure and the relevant threshold.	






5. Ways to make reference in the form to the written statement and/or exhibits

There are many places in the form where you can use an extra line to make reference to further details of information required by the form. Depending on the data field, a reference can be made to the accompanying written statement or to an exhibit.

Reference to the page of the statement where this is explained in detail.	
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You can include corresponding references in all of these places on the form. However, depending on the answer you give in a certain data field, it may be the case that a reference to further details is obligatory. In this case, the reference to the more detailed information is marked as “Obligatory”:



<u>Obligatory</u> . in case under c) "currently unclear" was selected: Reference to the page of the statement where this is explained in detail.	
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6. Submitting the report/application

Once you have completed the form, please add the name of the target company in the file name (“Formular Investitionsprüfung_(Name Zielgesellschaft) and send it as an **Excel file** along with the other documents of the notification/application to:

investitionspruefung@bmwi.bund.de.

7. Printing/saving the form as a PDF file for your records

The form is optimised for printing out in DIN A4 format so that you can print it out or save it as a PDF file.

- To do this, select the option “Print” in the “File” menu of the Excel file.
- Then, in “Settings”, select the option “Print Active Pages”.

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II. Detailed explanatory notes on the individual data fields

1. Basic information

a) Was the transaction signed BEFORE 1 May 2021 (Sec. 82a AWV)?

This field makes reference to the transitional rules of Section 82a of the Foreign Trade and Payments Ordinance (new version).

- According to this, the “old” rules on investment screening apply to corporate acquisitions in which the transaction was completed **before** the entry into force of the 17th revision of the Foreign Trade and Payments Ordinance on 1 May 2021. If that is the case, the answer “Yes” must be selected from the dropdown menus.
- In contrast, in the case of transactions completed on or **after** that date, the “new” investment screening rules apply. If that is the case, the answer “No” must be selected from the dropdown menus.

This data field must **always** be the **first** one to be completed. This is because, depending on the answer selected, the possible selection of answers available in subsequent fields will differ for cases under the “old” and cases under the “new” rules.

b) What would you like to do?

Please state here what you would like to do in the context of the investment screening. The choice of answers available depends on whether the “old” or the “new” investment screening rules apply.

i. Possible answers under the “old” rules:

- *“Application for certificate of non-objection (Sec. 58 AWV o.v.)”*: This answer must be selected if you are only applying for a certificate of non-objection and there is definitely no obligation to report the acquisition under Section 55(4) or Section 60(3) of the old version of the Foreign Trade and Payments Ordinance.
- *“Mandatory notification (Sec. 55(4) AWV o.v.)”*: This answer must be selected if you are required to notify the acquisition under Section 55(4) of the old version of the Foreign Trade and Payments Ordinance and the notifier does **not** wish to be issued with a certificate of non-objection. If there are no objections to the acquisition, the procedure would terminate when the deadline expires. A certificate of non-objection can only be issued on application (Section 58 Foreign Trade and Payments Ordinance in conjunction with Section 22 no. 2 Administrative Procedure Act).
- *“Cumulative mandatory notification (Sec. 55(4) AWV o.v.) AND application for certificate of non-objection (Sec. 58 AWV o.v.)”*: This answer must be selected if you are required to notify the acquisition under Section 55(4) of the old version of the Foreign Trade and Payments

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Ordinance **and** the notifier **does wish** to be issued with a certificate of non-objection. This is because the certificate can only be issued in response to a specific application for it.

- *“Precautionary notification (Sec. 55(4) AWV o.v.) AND application for certificate of non-objection (Sec. 58 AWV o.v.)”*: This answer must be selected if, in the view of the applicant/notifier, there is probably no requirement to notify the acquisition under Section 55(4) of the old version of the Foreign Trade and Payments Ordinance, but it is nevertheless possible that such a requirement does exist. The applicant/notifier then provides a precautionary notification under Section 55(4) of the old version of the Foreign Trade and Payments Ordinance, but primarily applies for a certificate of non-objection. Should it then transpire that the acquisition needs to be notified, this obligation will have been met. If there are then no objections to the acquisition, a certificate of non-objection would also be issued in response to the application. The same applies if there is no requirement to notify the acquisition, and there are no objections to the acquisition.
- *“Mandatory notification (Sec. 60(3) AWV o.v.)”*: This answer must be selected if you are required to notify the acquisition under Section 60(3) of the old version of the Foreign Trade and Payments Ordinance. If there are no objections to the acquisition, a clearance would be issued here in line with Section 61 of the old version of the Foreign Trade and Payments Ordinance.
- *“Precautionary notification (Sec. 60(3) AWV o.v.) AND application for certificate of non-objection (Sec. 58 AWV o.v.)”*: This answer must be selected if, in the view of the applicant/notifier, there is probably no requirement to notify the acquisition under Section 60(3) of the old version of the Foreign Trade and Payments Ordinance, but it is nevertheless possible that such a requirement does exist. The applicant/notifier then provides a precautionary notification under Section 60(3) of the old version of the Foreign Trade and Payments Ordinance, but primarily applies for a certificate of non-objection. Should it then transpire that the acquisition needs to be notified, this obligation will have been met. If there are no objections to the acquisition, a clearance would be issued here in line with Section 61 of the old version of the Foreign Trade and Payments Ordinance. In contrast, a certificate of non-objection would only be issued if there were no notification requirement under Section 60(3) of the old version of the Foreign Trade and Payments Ordinance.
- *“Informal notification”*: This is **not** a formal application or a formal notification under the Foreign Trade and Payments Ordinance. Rather, the submission of the informal notification aims to ensure that the Economic Affairs Ministry has knowledge of the acquisition transaction within the meaning of Section 14a(1) no. 1 of the Foreign Trade and

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Payments Act, triggering the two-month period in which a screening procedure can be launched. If the Economic Affairs Ministry does not launch a screening procedure once it has gained knowledge of the acquisition, its powers to intervene expire. If it does not have such knowledge, the Economic Affairs Ministry has five years in which it can screen the acquisition *ex officio*. It may make sense to select this answer if, because the acquisition is of no relevance to public order or security, it can be assumed that the Economic Affairs Ministry will not launch a screening procedure. At the same time, the “*informal notification*” puts the transaction on a more secure legal footing because it triggers the two-month period in which a screening procedure can be launched under Section 14a(1) no. 1 of the Foreign Trade and Payments Act.

ii. Possible answers under the “new” rules:

- “*Application for certificate of non-objection (Sec. 58 AWV n.v.)*”: This answer must be selected if you are only applying for a certificate of non-objection and there is definitely no obligation to report the acquisition under Section 55a(4) or Section 60(3) of the new version of the Foreign Trade and Payments Ordinance.
- “*Mandatory notification (Sec. 55a(4) AWV n.v.)*”: This answer must be selected if you are required to notify the acquisition under Section 55a(4) of the new version of the Foreign Trade and Payments Ordinance. If there are no objections to the acquisition, a clearance would be issued here in line with Section 58a of the new version of the Foreign Trade and Payments Ordinance. For this reason, if the new rules apply, it is not possible to combine a notification with an application for a certificate of non-objection.
- “*Precautionary notification (Sec. 55a(4) AWV n.v.) AND application for certificate of non-objection (Sec. 58 AWV n.v.)*”: This answer must be selected if, in the view of the applicant/notifier, there is probably no requirement to notify the acquisition under Section 55a(4) of the new version of the Foreign Trade and Payments Ordinance, but it is nevertheless possible that such a requirement does exist. The applicant/notifier then provides a precautionary notification under Section 55a(4) of the new version of the Foreign Trade and Payments Ordinance, but primarily applies for a certificate of non-objection. Should it then transpire that the acquisition needs to be notified, this obligation will have been met. If there are no objections to the acquisition, in view of the application a clearance would also be issued in line with Section 58a of the new version of the Foreign Trade and Payments Ordinance. In contrast, a certificate of non-objection would only be issued if there were no notification requirement under Section 55a(4) of the new version of the Foreign

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Trade and Payments Ordinance and there are no objections to the acquisition.

- *“Mandatory notification (Sec. 60(3) AWV n.v.)”*: This answer must be selected if you are required to notify the acquisition under Section 60(3) of the new version of the Foreign Trade and Payments Ordinance. If there are no objections to the acquisition, a clearance would be issued here in line with Section 61 of the new version of the Foreign Trade and Payments Ordinance.
- *“Precautionary notification (Sec. 60(3) AWV n.v.) AND application for certificate of non-objection (Sec. 58 AWV n.v.)”*: This answer must be selected if, in the view of the applicant/notifier, there is probably no requirement to notify the acquisition under Section 60(3) of the new version of the Foreign Trade and Payments Ordinance, but it is nevertheless possible that such a requirement does exist. The applicant/notifier then provides a precautionary notification under Section 60(3) of the new version of the Foreign Trade and Payments Ordinance, but primarily applies for a certificate of non-objection. Should it then transpire that the acquisition needs to be notified, this obligation will have been met. If there are no objections to the acquisition, a clearance would be issued here in line with Section 61 of the new version of the Foreign Trade and Payments Ordinance. In contrast, a certificate of non-objection would only be issued if there were no notification requirement under Section 60(3) of the new version of the Foreign Trade and Payments Ordinance.
- *“Precautionary notification (Sec. 55a(4) AWV n.v.) AND Sec. 60(3) AWV n.v.) AND application for certificate of non-objection (Sec. 58 AWV n.v.)”*: This answer must be selected if, in the view of the applicant/notifier, there is probably no requirement to notify the acquisition under Section 55a(4) and Section 60(3) of the new version of the Foreign Trade and Payments Ordinance, but it is nevertheless possible that such a requirement does exist. The applicant/notifier then provides a precautionary notification under Section 55a(4) and under Section 60(3) of the new version of the Foreign Trade and Payments Ordinance, but primarily applies for a certificate of non-objection. Should it then transpire that the acquisition needs to be notified, this obligation will have been met. If there are no objections to the acquisition, a clearance would be issued here in line with Section 58a or Section 61 of the new version of the Foreign Trade and Payments Ordinance. In contrast, a certificate of non-objection would only be issued if there were no notification requirement under Section 55a(4) or Section 60(3) of the new version of the Foreign Trade and Payments Ordinance.
- *“Informal notification”*: This is **not** a formal application or a formal notification under the Foreign Trade and Payments Ordinance. Rather, the submission of the informal notification aims to ensure that the

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Economic Affairs Ministry has knowledge of the acquisition transaction within the meaning of Section 14a(1) no. 1 of the Foreign Trade and Payments Act, triggering the two-month period in which a screening procedure can be launched. If the Economic Affairs Ministry does not launch a screening procedure within this period, its powers to intervene expire. If it does not have such knowledge, the Economic Affairs Ministry would have five years in which it can screen the acquisition *ex officio*. It may make sense to select this answer if, because the acquisition is of no relevance to public order or security, it can be assumed that the Economic Affairs Ministry will not launch a screening procedure. At the same time, the “*informal notification*” puts the transaction on a more secure legal footing because it triggers the two-month period in which a screening procedure can be launched under Section 14a(1) no. 1 of the Foreign Trade and Payments Act.

c) Type of procedure, screening threshold

The type of the procedure (“*sector-specific*” or “*cross-sectoral*”) and the relevant threshold which triggers screening (“10%”, “20%” or “25%”). Please select “*sector-specific*” if this is a possible option. The same goes for the “10%” and “20%” thresholds. The lowest potentially applicable threshold should be selected. In your written statement, you can set out the underlying facts in detail and make a corresponding reference to this in the Excel form.

Please note: You should only cite here the screening thresholds pursuant to Section 56(1) no. 1 to 3 of the new version of the Foreign Trade and Payments Ordinance in conjunction with or pursuant to Section 56(1) no. 1 and 2 of the new version of the Foreign Trade and Payments Ordinance or Section 60a(1) of the new/old version (i.e. “10%”, “20%” and “25%”), **not the thresholds for the acquisition of additional stakes** pursuant to the new Section 56(2) nos. 1 to 3 of the new version of the Foreign Trade and Payments Ordinance (in conjunction with Section 60a(2) of the new version).

Please note: The “*Currently unclear*” option may only be used in **exceptional cases** if, due to special circumstances, it is not possible to provide information in that specific case. This must be explained in detail in the written statement and a reference in the Excel form to the relevant section of the written statement is obligatory.

<p><u>Obligatory</u>, in case under c) “currently unclear” was selected: Reference to the page of the statement where this is explained in detail.</p>

i. Possible answers under the “old” rules:

- “*Sector-specific (10%)*”
- “*Cross-sectoral (10%)*”
- “*Cross-sectoral (25%)*”

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- “Currently unclear”

ii. Possible answers under the “new” rules:

- “Sector-specific (10%)”
- “Cross-sectoral (10%)”
- “Cross-sectoral (20%)”
- “Cross-sectoral (25%)”
- “Currently unclear”

d) Relevant case groups

Please select the relevant case groups or “No case group applies”. Please cite a case group even if this is merely a potential option, and even if you believe this should not be relevant to the outcome (think of it in this way: if you provide details in your written statement about why a case group is not relevant, this case group must be cited in the form):

- If several case groups are possible, you can cite up to five case groups via the additional input rows.
- If more than five case groups may be relevant, you can explain this in your written statement.
- Please also explain the details regarding the relevant case groups in your written statement.
- If your written statement contains details about case groups, it is obligatory to include a reference to this in the Excel form:

<p><u>Obligatory</u>, in case under d) “no case group applicable” was <u>not</u> chosen: Reference to the page of the statement where it is explained in detail which (further possible) case groups may be applicable and why these potentially applicable case groups are or are not applicable.</p>

i. Possible answers under the “old” rules:

- “Sec. 60(1) no. 1 of the old version of the Foreign Trade and Payments Ordinance (Part B of the War Weapons List)”
- “Sec. 60(1) no. 2 of the old version of the Foreign Trade and Payments Ordinance (motors/transmission for military tracked vehicles)”
- “Sec. 60(1) no. 3 of the old version of the Foreign Trade and Payments Ordinance (Position 0005, 0011, 0014, 0015 or 0017 from Part I Section A of the Export List)”
- “Sec. 60(1) no. 4 of the old version of the Foreign Trade and Payments Ordinance (Position 0018 from Part I Section A of the Export List)”

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- *“Sec. 55(1) sentence 2 no. 1 of the old version of the Foreign Trade and Payments Ordinance (operator of critical infrastructures)”*
 - *“Sec. 55(1) sentence 2 no. 2 of the old version of the Foreign Trade and Payments Ordinance (software for critical infrastructures)”*
 - *“Sec. 55(1) sentence 2 no. 3 of the old version of the Foreign Trade and Payments Ordinance (surveillance of telecommunications according to Sec. 110 of the Telecommunications Act)”*
 - *“Sec. 55(1) sentence 2 no. 4 of the old version of the Foreign Trade and Payments Ordinance (cloud computing services above the threshold for critical infrastructures)”*
 - *“Sec. 55(1) sentence 2 no. 1 of the old version of the Foreign Trade and Payments Ordinance (infrastructure for telematics)”*
 - *“Sec. 55(1) sentence 2 no. 6 of the old version of the Foreign Trade and Payments Ordinance (media with reference to current events & wide-spread impact)”*
 - *“Sec. 55(1) sentence 2 no. 7 of the old version of the Foreign Trade and Payments Ordinance (government communication infrastructure according to the Act on the Establishment of a Federal Institute for the Digital Communications of the Authorities and Organisations with Security Tasks)”*
 - *“Sec. 55(1) sentence 2 no. 8 of the old version of the Foreign Trade and Payments Ordinance (personal protective equipment (PPE))”*
 - *“Sec. 55(1) sentence 2 no. 9 of the old version of the Foreign Trade and Payments Ordinance (essential pharmaceutical products)”*
 - *“Sec. 55(1) sentence 2 no. 10 of the old version of the Foreign Trade and Payments Ordinance (specific medical products)”*
 - *“Sec. 55(1) sentence 2 no. 11 of the old version of the Foreign Trade and Payments Ordinance (specific in vitro diagnostics)”*
 - *“No case group applies”*
- ii. **Possible answers under the “new” rules:**
- *“Sec. 60(1) no. 1 of the new version of the Foreign Trade and Payments Ordinance (Part I Section A of the Export List)”*
 - *“Sec. 60(1) no. 2 of the new version of the Foreign Trade and Payments Ordinance (military goods according to classified patent/IP)”*
 - *“Sec. 60(1) no. 3 of the new version of the Foreign Trade and Payments Ordinance (products with IT security function for the processing of classified information and key components thereof)”*

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- *“Sec. 60(1) no. 4 of the new version of the Foreign Trade and Payments Ordinance (facilities instrumental for defence capabilities according to the Security Clearance Act)”*
- *“Sec. 55a(1) no. 1 of the new version of the Foreign Trade and Payments Ordinance (operator of critical infrastructures)”*
- *“Sec. 55a(1) no. 2 of the new version of the Foreign Trade and Payments Ordinance (software for critical infrastructures)”*
- *“Sec. 55a(1) no. 3 of the new version of the Foreign Trade and Payments Ordinance (surveillance of telecommunications according to Sec. 110 of the Telecommunications Act)”*
- *“Sec. 55a(1) no. 4 of the new version of the Foreign Trade and Payments Ordinance (cloud computing services above the threshold for critical infrastructures)”*
- *“Sec. 55a(1) no. 5 of the new version of the Foreign Trade and Payments Ordinance (infrastructure for telematics)”*
- *“Sec. 55a(1) no. 6 of the new version of the Foreign Trade and Payments Ordinance (media with reference to current events & wide-spread impact)”*
- *“Sec. 55a(1) no. 7 of the new version of the Foreign Trade and Payments Ordinance (government communication infrastructure according to the Act on the Establishment of a Federal Institute for the Digital Communications of the Authorities and Organisations with Security Tasks)”*
- *“Sec. 55a(1) no. 8 of the new version of the Foreign Trade and Payments Ordinance (personal protective equipment (PPE))”*
- *“Sec. 55a(1) no. 9 of the new version of the Foreign Trade and Payments Ordinance (essential pharmaceutical products)”*
- *“Sec. 55a(1) no. 10 of the new version of the Foreign Trade and Payments Ordinance (specific medical products)”*
- *“Sec. 55a(1) no. 11 of the new version of the Foreign Trade and Payments Ordinance (specific in vitro diagnostics)”*
- *“Sec. 55a(1) no. 12 of the new version of the Foreign Trade and Payments Ordinance (operator of high-quality earth exploration satellites as defined in Sec. 2(1) no. 4 of the Satellite Data Security Act)”*
- *“Sec. 55a(1) no. 13 of the new version of the Foreign Trade and Payments Ordinance (artificial intelligence)”*
- *“Sec. 55a(1) no. 14 of the new version of the Foreign Trade and Payments Ordinance (autonomous driving/flying)”*

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- *“Sec. 55a(1) no. 15 of the new version of the Foreign Trade and Payments Ordinance (robots with specific qualities/abilities)”*
- *“Sec. 55a(1) no. 16 of the new version of the Foreign Trade and Payments Ordinance (semiconductors & optoelectronics)”*
- *“Sec. 55a(1) no. 17 of the new version of the Foreign Trade and Payments Ordinance (cyber security)”*
- *“Sec. 55a(1) no. 18 of the new version of the Foreign Trade and Payments Ordinance (aerospace)”*
- *“Sec. 55a(1) no. 19 of the new version of the Foreign Trade and Payments Ordinance (nuclear technology)”*
- *“Sec. 55a(1) no. 20 of the new version of the Foreign Trade and Payments Ordinance (quantum technologies)”*
- *“Sec. 55a(1) no. 21 of the new version of the Foreign Trade and Payments Ordinance (3D printing)”*
- *“Sec. 55a(1) no. 22 of the new version of the Foreign Trade and Payments Ordinance (data networks)”*
- *“Sec. 55a(1) no. 23 of the new version of the Foreign Trade and Payments Ordinance (smart meter gateways)”*
- *“Sec. 55a(1) no. 24 of the new version of the Foreign Trade and Payments Ordinance (employment of persons working in a security-sensitive position in an essential facility)”*
- *“Sec. 55a(1) no. 25 of the new version of the Foreign Trade and Payments Ordinance (raw materials according to the EU List of Critical Raw Materials)”*
- *“Sec. 55a(1) no. 26 of the new version of the Foreign Trade and Payments Ordinance (classified patents/IP)”*
- *“Sec. 55a(1) no. 27 of the new version of the Foreign Trade and Payments Ordinance (farming of an agricultural area larger than 10,000 hectares)”*
- *“No case group applies”*

e) Is the issuance of a certificate of non-objection a closing condition for the transaction?

You should state here whether the issuance of a certificate of non-objection is a closing condition for the acquisition according to the contractual agreement between the parties to the acquisition. You can only choose between the possible answers “Yes” and “No”.

You have the possibility to include a reference to the section of your statement where this is explained in detail.

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f) For what date is the closing of the transaction planned?

Please cite the planned date of the completion using the format **DD.MM.YYYY**. If there are no plans regarding the timing of the completion, you do not have to enter anything here.

You have the possibility to include a reference to the section of your statement where this is explained in detail.

g) Are there special and exceptional circumstances that constitute a particular urgency (such as imminent risk of insolvency of the target company)?

In this case, the possible answer “Yes” may **only be selected in exceptional cases** in which specific facts justify a special, case-related urgency. This can for example be the case if the target company is at specific risk of insolvency.

These special facts must be explained in detail in the written statement and a reference in the Excel form to the relevant section of the written statement is obligatory.

2. Information on the German target company/companies

All data fields in this section refer only to the German target company/companies. This also applies to larger transactions which affect a large number of companies, including foreign companies.

In cases where several German target companies are affected, please complete the excel form only once (**not** one form per target company). In these cases, the information to be provided such as turnover shall be added for all German companies and the total entered into the form.

a) Name of German target company/companies (please insert only one company here)

Please state the name and legal form of the German target company (e.g. Mikroelektronik GmbH or Robotik AG). Even in cases where several target companies are affected (for example subsidiaries), please – for technical reasons – enter only **one** target company here. The field is limited to 60 characters.

In cases where additional German companies exist, it is obligatory to include a reference to the exhibit with a complete list of all German target companies:

<p><u>Obligatory</u>, in case there is more than one German target company: Reference to the exhibit with a complete list of <u>all</u> German target companies</p>	
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b) Business sector

Please select the relevant sector. Please select the most precise description, for example “Cyber security” and not “Information & communication technology”.

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Please note: The category “Other” shall only be selected if nothing else applies.

Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

You can choose from the following options:

- “Automotive”
- “Biotechnology”
- “Chemistry”
- “Cyber security”
- “Energy”
- “Finance & insurance”
- “Health”
- “Semiconductors”
- “Information & communication technology”
- “Logistics and transport”
- “Aerospace”
- “Engineering”
- “Media”
- “Metal & steel industry”
- “Food”
- “Optics”
- “Robotics”
- “Raw materials, rare metals & earths”
- “Sensors, optronics & radar”
- “Other”
- “Defence”
- “Water supply”

c) **Description of business activity**

Please give a short description of the target company’s business activity (e.g. “production of semiconductor components” or “development of software for autonomous driving solutions”). The field is limited to 60 characters.

Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

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d) Is or was the German target company cleared to handle classified information by the Federal Ministry for Economic Affairs and Energy?

Please select “Yes” or “No”. Further information on industrial security can be found at: <https://bmwi-sicherheitsforum.de/ghb/allgemeines/download/222,6,0,1,0.html> (in German). Please use your accompanying written statement for further details.

If you have selected “Yes”, it is obligatory to include a reference to the section of the statement where this is explained in detail.

<p><u>Obligatory, in case under d) "Yes" was chosen: Reference to the page of the statement where this is explained in detail.</u></p>	
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e) Number of employees of German target company/companies

Please state the number of employees of the target company at the time of your application/notification in whole numbers and using Arabic numerals. Please state the headcount (and not full time equivalents (FTEs)).

In cases where there are several German target companies, the number of employees of all German target companies shall be added and the total entered into the form.

Here too, you have the possibility to include a reference to the section of your statement where this is explained in more detail.

f) Annual turnover of German target company/companies in EUR

Please state the turnover (in EUR) based on the last certified financial statements.

In cases where several German target companies are acquired, the turnover of all individual companies shall be added and the total entered into the form.

Here too, you have the possibility to include a reference to the section of your statement where this is explained in more detail.

g) Did the German target company/companies have business contacts with public institutions in the last five years, particularly with public contracting authorities within the meaning of Section 99(1) no. 1 to 3 of the Act against Restraints of Competition (GWB) or with companies in the defence sector, including in particular contracts, contract negotiations, research and development projects and comparable legal relationships, including comparable legal relationships governed by public law?

Please select the option that applies.

- “Yes, with public institutions”
- “Yes with companies in the defence sector”
- “Yes, both with public-sector bodies and with companies in the defence sector”

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- “No”

If you have **not** selected “No” here, it is obligatory to include a reference to the section of the statement where these contacts are described in more detail and to also include a list of the companies concerned as an Excel table.

<u>Obligatory</u> , in case under g) “No” was <u>not</u> chosen: Reference to the page of the statement where this is explained in detail.	
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h) Where applicable: name of law firm representing the German target company/companies

Please state the name of the law firm representing the acquirer without the legal form suffix (e.g. “*Mustermann Rechtsanwälte*” and not “*Mustermann Rechtsanwälte PartG*”).

i) Where applicable: name of the lead lawyer

Please state the name in the following format: “*surname, first name*” or “*surname, first name von*” (NO titles such as Prof or Dr).

3. Information on the acquisition

a) Purchase price in EUR

Please state the purchase price (in EUR) for the acquisition. The relevant price shall be the purchase price stated in the contract on the acquisition (usually the share purchase agreement). In cases where some details are still unclear, for example because of some variable elements in the purchase price (for example certain key indicators that have to be achieved by a certain deadline), an estimated price can be stated here and the details of this explained in the written statement. The exact price shall be submitted as soon as it is clear.

In cases of larger transactions where a large number of companies is acquired, only the purchase price for acquiring the German target company/companies shall be given.

In cases where several German target companies are acquired, the turnover of all individual companies shall be added and the total entered into the form.

In cases where no separate price for the German target company/companies has been determined, the following procedure shall be used: The German target company’s/companies’ share of the total purchase price shall be calculated using as a basis the German target company’s/companies’ turnover in relation to the turnover of the entire transaction.

Here too, you have the possibility to include a reference to the section of your statement where this is explained in more detail. In cases where **no information** can be given here, it is obligatory to include a reference to the section

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of the statement where it is explained in detail why this information is not available (at the moment).

<p><u>Obligatory</u>, in case under a) no information was given: Reference to the page of the statement where it is explained in detail why this information is not available at the moment.</p>

b) Type of transaction

Please state here whether you are acquiring part of a company (“*Share deal*”), a definable part of a company or all the essential operating equipment of a company/definable part of a company (“*Asset deal*”) or a whether it is a combination of both (“*Combination of share/asset deal*”).

Here too, you have the possibility to include a reference to the section of your statement where this is explained in more detail.

c) Share of voting rights before the transaction in percent

Please give the share of voting rights of the direct/indirect acquirers that were held **BEFORE** the current acquisition, expressed in percent to four decimal places (e.g. 9.9999).

This calculation shall be based on the attribution principles pursuant to Section 56(4) and (5) of the new version of the Foreign Trade and Payments Ordinance in conjunction with Section 60a(2) of the new version of the Foreign Trade and Payments Ordinance (or in cases where the transaction was signed BEFORE 1 May 2021: Section 56(2) and (3) of the old version of the Foreign Trade and Payments Ordinance / Section 60a of the old version of the Foreign Trade and Payments Ordinance). Even in cases where the proportion of existing shares deviates from the existing share of voting rights, only the voting rights shall be taken into account here.

Please use your accompanying written statement for further details on existing investments. In cases where no voting rights are being held, please state “0” (zero) here.

Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

Please note: If you are using more than four decimal places, the entry will be rounded automatically. For example, 9.99999% will become 10%. For this reason, please limit your entry to four decimal places.

d) Share of voting rights to be acquired in percent

Please give the share of voting rights to be acquired in the current acquisition, expressed in percent to four decimal places (e.g. 9.9999).

Even in cases where the proportion of shares to be acquired deviates from the share of voting rights to be acquired, only the voting rights shall be taken into account here. Please use your accompanying written statement for further

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details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in more detail. In cases where (at the moment) no information can be given here (for example because the share of voting rights to be acquired has not yet been determined, for example in cases of equity increases where it is yet unclear whether all shareholders will sign), it is obligatory to include a reference to the page of the statement where it is explained in detail why this information is not available (at the moment) and to submit the missing information at a later stage.

<p><u>Obligatory</u>, in case under d) no information was given: Reference to the page of the statement where it is explained in detail why this information is not available at the moment.</p>	
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Please note: If you are using more than four decimal places, the entry will be rounded automatically. For example, 9.99999% will become 10%. For this reason, please limit your entry to four decimal places.

e) What is the purpose of the acquisition?

Please state the purpose of the acquisition here.

- “*Active investment without strategic interest*” refers to investments where the acquirer seeks an active role in the target company (exercise of voting rights, delegation of members to executive bodies etc.) but has no strategic interest in it. This means in particular that the acquirer is not active in the same field of business as the target company and has not made any other significant investments in companies that have a similar or complementary product portfolio.
- “*Passive financial investment*” refers to investments that are made in a purely financial interest, with no intention to exert influence over the target company. This means in particular that the acquirer has no intention to delegate members to executive bodies of the target company or exercise voting rights at the general shareholders' meeting.
- “*Strategic acquisition*” refers to all acquisitions where the acquirer seeks an active role in the target company (exercise of voting rights, delegation of members to executive bodies etc.) **AND** has a strategic interest in the target company. This is the case in particular if the acquirer is active in the same field of business as the target company or has made significant investments in companies that have a similar or complementary product portfolio.
- “*Mere internal restructuring*” refers to cases where **all of the** following criteria are met:
 - An already existing investment is simply “*reassigned*” within a group of companies.
 - New non-EU/foreign entities enter the investment chain, giving the Federal Ministry for Economic Affairs and Energy the **right to**

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assess the acquisition as set out in the Foreign Trade and Payments Ordinance.

Please note: Acquirers who have signed a transaction in the period following the entry into force of the 17th version of the Foreign Trade and Payments Ordinance also need to take into account Section 55(1)b of the new version of the Foreign Trade and Payments Ordinance. As set out in this section, **no right to assess the acquisition** shall exist under the “new” rules if a transaction is concluded on the acquisition of a domestic company solely between companies whose respective shares are held in full by the same controlling company, and all contracting parties have their headquarters located in the same third country.

- However, the new non-EU/foreign entities are held and controlled by those shareholders of the group of companies who already held and controlled the target company before the acquisition.
- “Other” shall only be selected if none of the other options applies.

Please provide details on the purpose of the acquisition in your written statement. It is obligatory to include a reference to the relevant section of the statement.

<p><u>Obligatory:</u> Reference to the page of the statement where the purpose of the acquisition is explained in detail.</p>	
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4. Information on the acquirer(s)

a) Name of direct acquirer

Name/company and abbreviation for legal structure and country of headquarters (e.g. “*Microélectronique S.A. (France)*” or “*Robotics Ltd. (UK)*”). Only **one** direct acquirer must be cited here.

If there is **more than one direct acquirer**, there are several acquisition processes. In this case, a separate Excel form is to be completed for each direct acquirer (see above in section 1.2 In which cases must I complete the Excel form several times?).

Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

b) Business sector of direct acquirer

Please select the relevant sector. Please select the most precise description, for example “*Cyber security*” and not “*Information & communication technology*”.

Please note: The category “Other” shall only be selected if nothing else fits.

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Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

You can choose from the following options:

- *“Automotive”*
- *“Biotechnology”*
- *“Chemistry”*
- *“Cyber security”*
- *“Energy”*
- *“Finance & insurance”*
- *“Health”*
- *“Semiconductors”*
- *“Information & communication technology”*
- *“Logistics and transport”*
- *“Aerospace”*
- *“Engineering”*
- *“Media”*
- *“Metal & steel industry”*
- *“Food”*
- *“Optics”*
- *“Robotics”*
- *“Raw materials, rare metals & earths”*
- *“Sensors, optronics & radar”*
- *“Other”*
- *“Defence”*
- *“Water supply”*

Special case: In the special case that the direct acquirer is a special purpose vehicle (SPV), the sector “Other” must be selected, and “Special Purpose Vehicle” must be cited in the next data field c) on the business activity.

c) **Description of business activity of the direct acquirer(s)**

Please give a short description of the direct acquirer’s/acquirers’ business activity (e.g. *“production of semiconductor components”* or *“development of software for autonomous driving solutions”*) a maximum of 60 characters can be entered here.

Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

Special case: In the special case that the direct acquirer is a special purpose vehicle (SPV), “Special Purpose Vehicle” must be cited here.

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d) Indirect acquirers

Name/company and abbreviation for legal structure and country of headquarters (e.g. “*Microélectronique S.A. (France)*” or “*Robotics Ltd. (UK)*”). Where there are several indirect acquirers, the list must contain all of them that exceed the relevant threshold triggering a screening procedure pursuant to Section 56(4) and (5) of the new version of the Foreign Trade and Payments Ordinance / in conjunction with Section 60a(2) of the new version of the Foreign Trade and Payments Ordinance (or in cases where the contract was signed BEFORE 1 May 2021: Section 56(2) and (3) of the old version of the Foreign Trade and Payments Ordinance / Section 60a of the old version of the Foreign Trade and Payments Ordinance).

The various indirect acquirers should be separated from one another by “;” (a semicolon). A maximum of three indirect acquirers should be cited in the data field. A maximum of 60 characters can be entered here.

If more than three indirect acquirers are involved in the acquisition, it is obligatory to include in the Excel form a reference to the exhibit with a complete list of all the indirect acquirers:

<p><u>Obligatory</u>, in case there are more than three indirect acquirers: reference to the exhibit with a complete list of all indirect acquirers</p>	
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e) Business sector of indirect acquirers

Please select the relevant sector. Please select the most precise description, for example “*Cyber security*” and not “*Information & communication technology*”.

Please note: The category “Other” shall only be selected if nothing else fits. If there are a large number of indirect acquirers, the main sector affected can be selected. If it is not possible to define a main sector, “Other” can be selected.

Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

You can choose from the following options:

- “*Automotive*”
- “*Biotechnology*”
- “*Chemistry*”
- “*Cyber security*”
- “*Energy*”
- “*Finance & insurance*”
- “*Health*”
- “*Semiconductors*”
- “*Information & communication technology*”

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- “Logistics and transport”
- “Aerospace”
- “Engineering”
- “Media”
- “Metal & steel industry”
- “Food”
- “Optics”
- “Robotics”
- “Raw materials, rare metals & earths”
- “Sensors, optronics & radar”
- “Other”
- “Defence”
- “Water supply”

f) Description of business activity of indirect acquirer(s)

Please give a short description of the indirect/direct acquirers’ business activity (e.g. “*production of semiconductor components*” or “*development of software for autonomous driving solutions*”) a maximum of 60 characters can be entered here.

Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

g) Country/area of origin

Please enter the acquirer’s country of origin. If there are several non-EU or foreign direct/indirect acquirers from different countries, this must be explained in greater detail in the written statement. In this case, please cite primarily a non-EU or non-NATO country as the country of the acquirer. For example, if the chain of acquisition includes companies from Belgium, the United States of America (USA) and the United Arab Emirates (UAE), the selected country of origin should be “*United Arab Emirates (UAE)*”.

Please use your accompanying written statement for further details. Here too, you have the possibility to include a reference to the section of your statement where this is explained in detail.

h) Are there indications that investor-related factors under Sec. 55(1)b of the old version of the Foreign Trade and Payments Ordinance / Sec. 60(1)b of the Foreign Trade and Payments Ordinance or Sec. 55a(3) of the new version of the Foreign Trade and Payments Ordinance may exist?

Please state here whether there are indications that the person(s) making the acquisition fulfil circumstances pursuant to Section 55(1)b of the old version of the Foreign Trade and Payments Ordinance or Section 60(1)b of the Foreign Trade and Payments Ordinance or Section 55a(3) of the new version of the

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Foreign Trade and Payments Ordinance. If several investor-related factors pertain, you can use the additional input rows to make up to four entries.

You can choose from the following options:

- *“Control/financing by foreign state (Sec. 55(1)b sentence 1 no. 1, sentence 2 of the old version of the Foreign Trade and Payments Ordinance / Sec. 60(1)b sentence 1 no. 1, sentence 2 of the Foreign Trade and Payments Ordinance / Sec. 55a(3) no. 1, sentence 2 of the new version of the Foreign Trade and Payments Ordinance)”*
- *“Investor is known for past activities detrimental to public order or security (Sec. 55(1)b sentence 1 no. 2 of the old version of the Foreign Trade and Payments Ordinance / Sec. 60(1)b sentence 1 no. 2 of the Foreign Trade and Payments Ordinance / Sec. 55a(3) no. 2 of the new version of the Foreign Trade and Payments Ordinance)”*
- *“Relevant risk of participation in a criminal offence according to Sec. 123(1) of the Act against Restraints of Competition (Sec. 55(1)b sentence 1 no. 3a of the old version of the Foreign Trade and Payments Ordinance / Sec. 60(1)b sentence 1 no. 3a of the Foreign Trade and Payments Ordinance / Sec. 55a(3) no. 3a of the new version of the Foreign Trade and Payments Ordinance)”*
- *“Relevant risk of participation in a criminal/administrative offence according to the Foreign Trade and Payments Act or the War Weapons Control Act (Sec. 55(1)b sentence 1 no. 3b of the old version of the Foreign Trade and Payments Ordinance / Sec. 60(1)b sentence 1 no. 3b of the Foreign Trade and Payments Ordinance / Sec. 55a(3) no. 3b of the new version of the Foreign Trade and Payments Ordinance)”*
- *“No”*

If you do not cite “No” here, it is obligatory to include a reference to the section of the statement where it is explained in detail why this information is not available at the moment.

<p><u>Obligatory</u>, in case under h) “No” was <u>not</u> chosen: Reference to the page of the statement where this is explained in detail.</p>	
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i) Where applicable: Name of the authorised law firm

Please state the name of the law firm representing the acquirer without the legal form suffix (e.g. *“Mustermann Rechtsanwälte”* and not *“Mustermann Rechtsanwälte PartG”*).

j) Where applicable: Name of the lead lawyer representing the seller

Please state the name in the following format: *“surname, first name”* or *“surname, first name von”* (NO titles such as Prof or Dr).

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5. Information on the seller(s)

a) Name of seller(s)

Name/company and where applicable legal structure (e.g. Mikroelektronik GmbH or Robotik AG). If several sellers are involved, all must be listed and separated from one another by “;” (a semicolon).

A maximum of three sellers should be cited in the data field. A maximum of 60 characters can be entered here.

If more than three sellers are involved in the acquisition, it is mandatory to include in the Excel form a reference to the exhibit with a complete list of all the sellers.

b) Where applicable: Name of the authorised law firm

If available, please state the name of the law firm representing the seller without the legal form suffix (e.g. “*Mustermann Rechtsanwälte*” and not “*Mustermann Rechtsanwälte PartG*”).

c) Where applicable: Name of the lead lawyer representing the seller

Please state the name in the following format: “*surname, first name*” or “*surname, first name von*” (NO titles such as Prof or Dr).