SLM Solutions Group AG
Luebeck, Germany

Announcement of the Resolution
of the Vote without Meeting

held in the period from Monday, 29 March 2021, 0:00 hours (CEST)
to Wednesday, 31 March 2021, 24:00 hours (CEST)

with respect to the

EUR 15 million 2,00% Convertible Bond 2020/2026
ISIN: DE000A289N86 / WKN: A289N8
(the “Convertible Bond 2020/2026”),
divided into 15,000 bonds in bearer form ranking pari passu among themselves with a denomination of EUR 1,000.00 each (the “Bonds 2020/2026”).

In the vote without meeting held in the period from Monday, 29 March 2021, 0:00 hours (CEST), to Wednesday, 31 March 2021, 24:00 hours (CEST), the holders of the Bonds 2020/2026 (the “Bondholders”), with respect to the resolution item of the request for vote (Aufforderung zur Stimmabgabe) published on 12 March 2021 in the German Federal Gazette (Bundesanzeiger), have adopted the following resolution:

Resolution on the waiver of the conditions precedent for the issuance of the Tranche II Bonds

“The Bondholders hereby declare pursuant to § 3(c)(v) of the Terms and Conditions of the Convertible Bond 2020/2026 the waiver of the conditions precedent for the issuance of Tranche II Bonds by SLM Solutions Group AG.”

Luebeck, April 2021

SLM Solutions Group AG
– The Management Board –