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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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SCHEDULE 14D-9

(Amendment No. 6)

(RULE 14d-101)

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SOLICITATION/RECOMMENDATION STATEMENT  
UNDER SECTION 14(D)(4) OF THE SECURITIES EXCHANGE ACT OF 1934

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**CureVac N.V.**

(Name of Subject Company)

**CureVac N.V.**

(Name of Person Filing Statement)

Ordinary shares, par value €0.12 per share  
(Title of Class of Securities)

N2451R105

(CUSIP Number of Class of Securities)

**Marco Rau**

Executive Vice President Legal & Compliance / General Counsel

Friedrich-Miescher-Strasse 15, 72076

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(Name, address and telephone number of person authorized to receive notices and communications on behalf of the person filing statement)

*With copies to:*

**Howard Ellin**

**June Dipchand**

**Stephan Hutter**

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**Skadden, Arps, Slate, Meagher & Flom LLP**

**One Manhattan West**

**New York, NY 10001-8602**

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Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

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This Amendment No. 6 (this “Amendment”) to Schedule 14D-9 amends and supplements the Schedule 14D-9 previously filed by CureVac N.V., a public limited liability company (*naamloze vennootschap*) organized under the laws of the Netherlands having its registered office (*statutaire zetel*) in Amsterdam, the Netherlands, registered with the Dutch trade register under number 77798031 (the “Company” or “CureVac”) on October 21, 2025 with the U.S. Securities and Exchange Commission (the “SEC”) (as amended or supplemented from time to time, the “Schedule 14D-9”), with respect to the exchange offer (the “Offer”) by BioNTech SE, a European stock corporation (*Societas Europaea*) organized under the laws of Germany and the European Union, registered with the commercial register at the district court of Mainz under HRB 48720 (“Buyer” or “BioNTech”), and the Tender Offer Statement on Schedule TO, filed by Buyer with the SEC on October 21, 2025 (together with the exhibits thereto, as may be amended from time to time, the “Schedule TO”), pursuant to which Buyer is offering to exchange each ordinary share, par value €0.12 per share, of the Company validly tendered and not properly withdrawn pursuant to the Offer for the right to receive (such consideration, the “Offer Consideration”) a number of American Depositary Shares of BioNTech (“BioNTech ADSs”), each representing one BioNTech ordinary share. Capitalized terms used in this Amendment but not defined herein shall have the respective meaning given to such terms in the Schedule 14D-9.

The information set forth in the Schedule 14D-9 remains unchanged and is incorporated herein by reference, except that such information is hereby amended or supplemented to the extent specifically provided herein.

#### **ITEM 8. ADDITIONAL INFORMATION**

Item 8 of the Schedule 14D-9 is hereby amended and supplemented by adding the following new Item 8(e) entitled “Satisfaction of Minimum Condition and Commencement of Subsequent Offering Period” before the section titled “Cautionary Note Regarding Forward-Looking Statements”:

On December 3, 2025, BioNTech announced that, as of the expiration of the initial offering period at 9:00 a.m. Eastern Time on December 3, 2025, a total of 184,071,410 shares of CureVac, representing approximately 81.74% of CureVac's issued and outstanding shares, were validly tendered and not properly withdrawn pursuant to the Offer. As a result, the minimum condition for the Offer has been satisfied, and all validly tendered shares have been accepted for exchange. All closing conditions related to the completion of the Post-Offer Reorganization have now been satisfied. BioNTech will now proceed to deliver BioNTech ADSs (and/or cash in lieu of fractional BioNTech ADSs) to the holders of Company Shares who have tendered their Company Shares to close the transaction, as set out in more detail in the Exchange Offer Prospectus.

Because the initial offer period was not extended, the subsequent offering period has commenced and will end at 12:01 a.m. Eastern Time on Thursday, December 18, 2025.

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**SIGNATURE**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**CureVac N.V.**  
(Registrant)

Date: December 5, 2025

By: /s/ Alexander Zehnder  
*Chief Executive Officer*

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