

NON-BINDING CONVENIENCE TRANSLATION

Resolution on the adjustment of remuneration of the Supervisory Board members and the corresponding amendment to the articles of association (Article 18 of the articles of association)

- (1) The annual basic remuneration for membership of the Supervisory Board will in future be €55,000.00.
 - (2) The remuneration of the Chairman of the Supervisory Board will continue to be three times this amount, and that of the Deputy Chairman will continue to be one-and-a-half times this amount.
 - (3) Membership of the Personnel Committee will continue to attract an additional €25,000.00 in the future, with the chairperson receiving twice this amount.
 - (4) Membership of the Finance and Audit Committee will continue to attract an additional €30,000.00 in the future, with the chairperson receiving two-and-a-half times this amount.
 - (5) The remuneration of both the members and the chairperson of the other committees (with the exception of the Joint Committee) corresponds to that of the Personnel Committee.
 - (6) If Supervisory Board members resign from the Supervisory Board during a financial year, their remuneration is paid pro rata temporis. This also applies if a Supervisory Board member resigns from a position that attracts additional remuneration.
 - (7) In addition to the fixed remuneration for their roles, the Supervisory Board members should continue to be reimbursed for their expenses as well as the VAT payable on their Supervisory Board emoluments.
 - (8) Furthermore, the Supervisory Board members are included at an appropriate amount in a pecuniary liability insurance policy held by the company in its own interest for corporate bodies and certain management positions if such a policy exists. The company pays the corresponding premiums.
 - (9) Article 18 of the articles of association will be redrafted as follows:

“Article 18 Remuneration, Liability Insurance

 - (1) Each Supervisory Board member receives fixed basic remuneration of €55,000.00 for every full financial year.
 - (2) The Chairman of the Supervisory Board receives three times and the Deputy Chairman one-and-a-half times this basic remuneration.
 - (3) Each member of the Personnel Committee receives additional fixed annual remuneration of €25,000.00. The chairperson of the committee receives twice this remuneration.
 - (4) Each member of the Finance and Audit Committee receives additional fixed annual remuneration of €30,000.00. The chairperson of the committee receives two-and-a-half times this remuneration.
 - (5) The remuneration provisions for the Personnel Committee in accordance with paragraph (3) above also apply to ad hoc committees of the Supervisory Board.
 - (6) The members of the Joint Committee do not receive any additional remuneration.
 - (7) Supervisory Board members who have only been on the Supervisory Board or held a position that attracts additional remuneration for part of the financial year receive remuneration pro rata temporis based on the quarters commenced as members of the Supervisory Board in accordance with paragraphs (1) to (5).
 - (8) The fixed annual remuneration is payable after the respective baseline year ends.
 - (9) In addition to the remuneration, the Supervisory Board members are reimbursed for their expenses and the VAT payable on their Supervisory Board emoluments. Furthermore, the Supervisory Board members are included at an appropriate amount in a pecuniary liability insurance policy held by the company in its own interest for corporate bodies and certain management positions if such a policy exists. The company pays the corresponding premiums.”
- Upon the amendment to Article 18 of the articles of association taking effect, the new provisions for Supervisory Board remuneration will first be applicable to the financial year which began on 1 January 2021.