

## **Details of the remuneration of the Supervisory Board members**

In accordance with s. 113 para. 3 AktG as amended by ARUG II, a resolution on the remuneration awarded to Supervisory Board members is to be passed at least every four years, with a purely confirmatory resolution on the existing remuneration being permissible.

The remuneration awarded to the members of the Supervisory Board is set out in s. 15 of the Articles of Association, which reads as follows:

### **Section 15**

- (1) In addition to the reimbursement of its expenses, each Supervisory Board member shall receive a fixed annual compensation of EUR 50,000.00 payable after the end of the fiscal year. The chairman of the Supervisory Board shall receive two and a half times and the deputy chairman one and a half times this amount.
- (2) Members of the Presiding Committee and of the Audit Committee shall additionally be entitled to an annual remuneration of EUR 35,000.00 for each committee membership, members of the Technology Committee shall be entitled to an annual remuneration of EUR 25,000.00 for each committee membership. The committee chair shall in each case receive twice this amount.
- (3) In addition, members of the Supervisory Board shall receive, after the end of the fiscal year, for each meeting of the Supervisory Board and of the committees mentioned under Sect. (2), in which they participated, an attendance fee in the amount of EUR 1,000.00.
- (4) As far as required from the aspect of value added tax, the compensation shall be paid out plus the applicable VAT.
- (5) The members of the Technology Committee shall be entitled to the amount of compensation resulting from the new Sect. (2) with effect from the 2019 fiscal year."

The Supervisory Board has the task of advising and supervising the Executive Board that manages the Company on its own responsibility while conducting its business. The members of the Supervisory Board are entitled to an appropriate remuneration whose structure and level reflect and take into consideration the demands of serving on the Supervisory Board, the time required for doing so as well as the responsibility of the Supervisory Board members towards the Company. This is taken sufficiently into account by the existing provisions set forth in the Articles of Association governing the remuneration of the members of the Supervisory Board: In addition to an attendance fee and the reimbursement of expenses, s. 15 of the Articles of Association provides for a purely fixed remuneration. The independence of Supervisory Board remuneration from performance-related indicators is to ensure the neutral and impartial exercise of the oversight function by the members of the Supervisory Board. Granting a purely fixed remuneration is in line with recommendation G. 18 sentence 1 GCGC.

The Supervisory Board Chairman and his deputy receive a higher fixed remuneration than the other members of the Supervisory Board. Moreover, an additional fixed compensation for the work on the committees of the Supervisory Board listed in s. 15 para. 2 of the Articles of Association is provided for. On the other hand, no additional compensation is granted for membership in the Mediation Committee and the Nomination Committee. Hence, the remuneration awarded to the members of the Supervisory Board is commensurate with recommendation G.17 GCGC, based on which the larger time commitment for the Supervisory Board work associated with these functions is to be taken into account.

The level of the remuneration set out in s. 15 of the Articles of Association is adequate – also when compared with the supervisory board compensation levels granted by other large listed companies in Germany. The appropriateness of Supervisory Board remuneration ensures that the Company will continue to be able to attract outstandingly qualified candidates eligible for membership on the Company's Supervisory Board; this way, Supervisory Board remuneration is instrumental in promoting the business strategy and the sustainable development of the Company in the long run.

The remuneration of the Supervisory Board members is reviewed on a regular basis. Amongst other things, this review includes a comparison with other listed enterprises that are comparable with GEA Group Aktiengesellschaft in terms of their size and relevant performance metrics.

The last review of Supervisory Board remuneration was conducted in December 2020. In the opinion of the Executive Board and the Supervisory Board, there is no need for an adjustment of the remuneration for the time being. For this reason, agenda item 8 proposes that the Annual General Meeting confirm the remuneration of the Supervisory Board as set out in s.15 of the Articles of Association.