

REMUNERATION REPORT

EXCERPT FROM THE ANNUAL REPORT 2025



REMUNERATION REPORT

This Remuneration Report summarizes the principles governing remuneration of the members of the Executive Board and the Supervisory Board. It provides an overview of the system of Executive Board remuneration and explains the objectives of the remuneration system, which has been in force since the beginning of 2021 and has applied to all Executive Board members since the beginning of 2022.

The Remuneration Report also provides individualized and specific information on remuneration awarded and due to current and former members of the GEA Group Aktiengesellschaft Executive Board and Supervisory Board in financial year 2025 as well as benefits commitments. Disclosures related to the remuneration of board members comply with the requirements of the German Stock Corporation Act and the applicable German and International Financial Reporting Standards.

General information on the remuneration of the members of the Executive Board

Acting on the recommendation of the Presiding and Sustainability Committee, the Supervisory Board determines the total remuneration of the individual Executive Board members and resolves the remuneration system applicable to the Executive Board. The Supervisory Board reviews the appropriateness of the remuneration at regular intervals. Criteria for this include the responsibilities of the individual Executive Board members, their respective personal performance, the business situation, the success and the future prospects of the company, the result of the vote of the last Annual General Meeting on the Remuneration Report as well as the level of the remuneration compared with peer companies and the remuneration structure in place in other areas of the group. During its meeting on March 6, 2025, the Supervisory Board reviewed the remuneration system for all members of the Executive Board, which had been approved by the 2021 Annual General Meeting with a majority of 89.54 percent and had been in effect for all serving Executive Board members since the beginning of 2022. This review was preceded by deliberations within the Supervisory Board's Presiding and Sustainability Committee.

The review found that structural changes were not necessary. All of the Supervisory Board's changes were editorial in nature or for the purpose of providing additional clarity. In the opinion of the Supervisory Board, the current system has proven effective. From their perspective it meets market standards and legal requirements for Executive Board remuneration while complying with German and international corporate governance rules, particularly the requirements of the German Corporate Governance Code ("GCGC") as amended on April 28, 2022 (published in the Federal Gazette on June 27, 2022). Details about how GEA complies with the GCGC's suggestions and recommendations are provided in the Declaration of Conformity. This document is included in the Corporate Governance Statement and published on gea.com under "Investors > Corporate Governance > Declaration of Conformity". The remuneration system was approved by a majority of 87.49 percent at the Annual General Meeting on April 30, 2025, when it was resubmitted for approval as scheduled after four years in accordance with section 120a(1), sentence 1 of the AktG. The remuneration system and its components are being revised following the reorganization of the Executive Board and the appointment of new members. The revised system will be submitted for approval at the upcoming Annual General Meeting in financial year 2026. The changes to the content were already presented at the Corporate Governance Roadshow in January 2026 and can be found on the website www.gea.com under "Investors > Events and releases > Annual General Meeting".

Details can be found in this section and are available on the gea.com website under "Investors > Corporate Governance > Remuneration".

* Unaudited information

Principles of the remuneration system

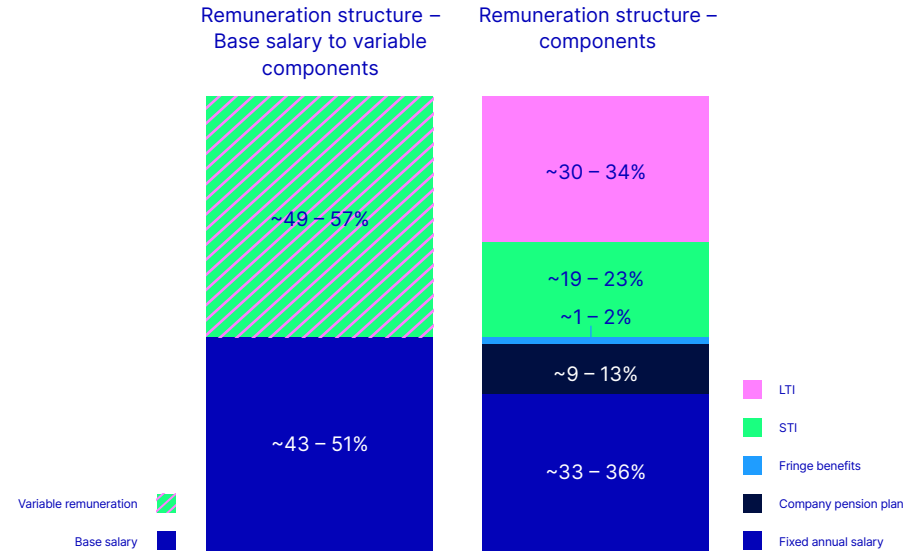
The remuneration system is characterized by the following basic principles:

- **Strategic relevance:** Performance-based remuneration components ensure support for the key objectives of the business strategy, in particular continuous, sustainable and profitable growth.
- **Pay for Performance:** The “pay for performance” concept is incorporated by linking remuneration to the achievement of predefined and ambitious performance criteria. In addition, malus and clawback provisions are also implemented.
- **Sustainability and long-term orientation:** The promotion of sustainable and long-term development is achieved through sustainability-related and long-term-oriented performance criteria with significant weighting. In addition, the sustainability matter is emphasized through comparative analysis with DAX 50 ESG companies.
- **Long-term shareholder interests:** Sustainable performance is ensured by the four-year term and the strong share-based component of the LTI as well as the share ownership guidelines.
- **Consideration of remuneration and employment conditions of the workers:** When determining the remuneration of the Executive Board, its appropriateness in comparison to senior management and the workforce as a whole is also examined. Moreover, remuneration and employment conditions as well as other employee matters affect the amount of the variable remuneration of the Executive Board.
- **Reasonable linkage between senior executive and employee remuneration:** In the case of variable remuneration, care is taken to achieve a consistent steering and incentive effect between the Executive Board, senior executives and employees.
- **Regulatory conformity:** The remuneration system for the Executive Board complies with the regulations of the German Stock Corporation Act and takes into account the recommendations of the GCGC in the version applicable at the time.

Target total remuneration under the remuneration system

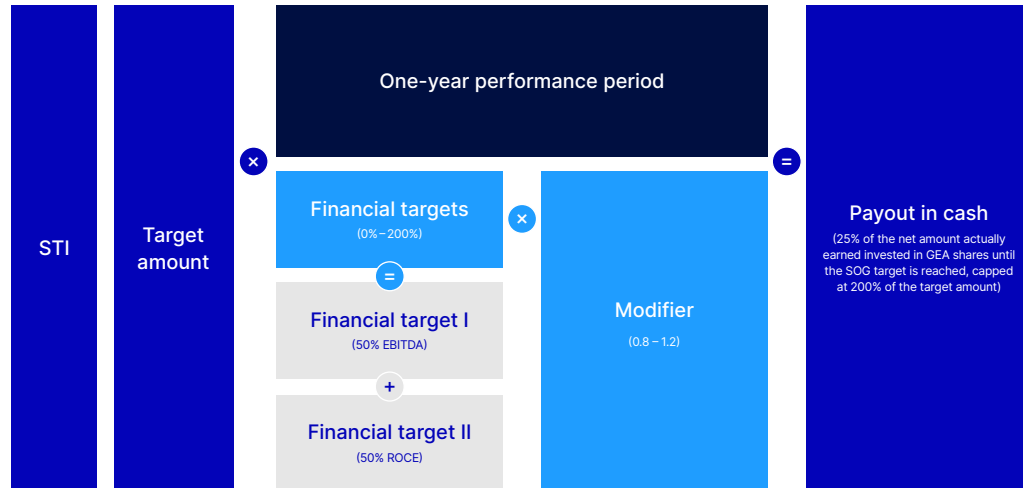
The target total remuneration of the Executive Board members is composed of non-performance-related and performance-related components as follows:

Relative proportion of the components in the total target remuneration

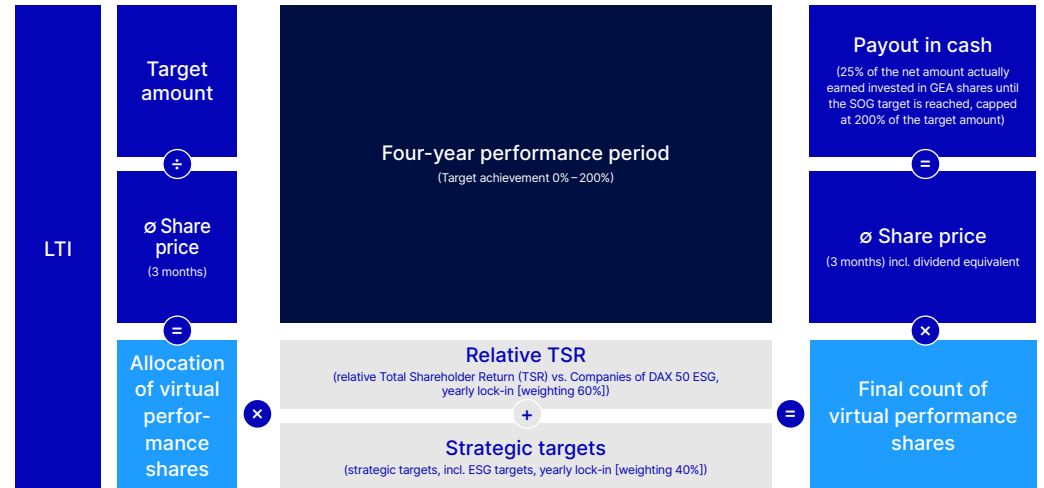


The non-performance-related components comprise a fixed annual salary, a company pension plan (bAV) and fringe benefits. The fixed annual salary accounts for a major part of the non-performance-related remuneration of the members of the Executive Board and is disbursed in twelve equal monthly installments.

The performance-related component consists of STI and the LTI, which are reduced proportionately if the employee joins or leaves during the year. The STI is structured as a target bonus system with a one-year performance period and is intended to motivate the members of the Executive Board both to increase the financial value of the company and to implement the equally weighted operational and strategic targets set by the Supervisory Board each year. The amount paid out results from the achievement of the financial performance criteria EBITDA (earnings before interest, taxes, depreciation and amortization, impairment losses and reversals of impairment losses) and ROCE (return on capital employed), each adjusted for restructuring expenses and effects from acquisitions and divestments (so called M&A effects) and a criteria-based modifier, which takes into account the collective and individual performance of the Executive Board and its members. The STI is composed as follows:



The LTI – the second performance-related component – is structured as a Performance Share Plan with a four-year performance period. The amount paid out is based on the relative total shareholder return (TSR) and the achievement of strategic targets set by the Supervisory Board and the performance of the share price of GEA Group Aktiengesellschaft. The LTI is intended to motivate the Executive Board to consider the long-term development and increase in value of the company in the current financial year. It is composed as follows:



General information on the remuneration of the members of the Supervisory Board

In principle, the remuneration of the Supervisory Board members consists solely of fixed remuneration. It does not include a performance-related component.

At the Annual General Meeting of April 27, 2023, the remuneration of Supervisory Board members was increased retroactively to January 1, 2023, and an amended version of section 15 of the Articles of Association was adopted by a majority of 99.57 percent.

Pursuant to section 15(1) of the Articles of Association, each Supervisory Board member receives fixed annual remuneration of EUR 70 thousand payable after the end of each financial year, in addition to the reimbursement of their expenses. The Chairman of the Supervisory Board receives two-and-a-half times and his deputy one-and-a-half times this amount. In accordance with section 15(2) of the Articles of Association, members of the Presiding and Sustainability Committee and the Audit and Cybersecurity Committee each receive an additional EUR 45 thousand and members of the Committee for Innovation and Product Sustainability an additional EUR 35 thousand. The chairs of the committees receive twice the respective amount. No separate remuneration is paid to members of the Mediation Committee or the Nomination Committee. Members who join or leave the Supervisory Board and/or its committees during the year only receive a pro-rated amount of remuneration for the duration of their membership. After the end of the financial year – pursuant to section 15(3) of the Articles of Association – the Supervisory Board members also receive an attendance fee of EUR 1 thousand for each meeting of the Supervisory Board, the Presiding and Sustainability Committee, the Audit and Cybersecurity Committee or the Committee for Innovation and Product Sustainability that they attend. In financial year 2025, the Supervisory Board held ten meetings, the Presiding and Sustainability Committee met seven times, the Audit and Cybersecurity Committee convened on four occasions, the Committee for Innovation and Product Sustainability met twice while the Nomination Committee held two meetings.

In financial year 2023, the Supervisory Board issued a recommendation for the first time that Supervisory Board members commit voluntarily to purchase GEA shares. The majority of Supervisory Board members have voluntarily committed, with effect from financial year 2023, each to use 25 percent of their undisbursed gross remuneration (excluding attendance fees) to acquire GEA shares and to hold them until they leave the Supervisory Board. This purchase obligation applies until a total volume equivalent to a full gross remuneration of the respective Supervisory Board member is reached.

Overview of the past financial year

Personnel

There has been a change in the composition of the Executive Board compared with the previous year. Bernd Brinker resigned from his position on the Executive Board on October 31, 2025. His contract was terminated by mutual agreement at the end of December 31, 2025. The Supervisory Board appointed Alexander Kocherscheidt as the company's new CFO by resolution on October 7, 2025, effective November 1, 2025. Stefan Klebert's contract was extended at the same meeting for another two years until the end of December 2028 before the end of his original executive mandate. Kai Becker, Peter Lauwers, Dr. Nadine Sterley and Klaus Stojentin were also appointed to the Executive Board at the meeting on October 7, 2025, effective January 1, 2026. Johannes Giloth will oversee the dissolution of his executive mandate during a transition period until June 30, 2026, and will subsequently leave the company. His employment contract was terminated by mutual agreement, effective June 30, 2026.

In financial year 2025, the following changes were made to the company's Supervisory Board, which comprises twelve members. The regular election of workers' representatives to the Supervisory Board took place in April, with changes limited to the substitute members. Accordingly, Supervisory Board members Claudia Claas, Roger Falk and Brigitte Krönchen were re-elected as worker's representatives, Nancy Böhning and Rainer Gröbel as trade union representatives and Michael Kämpfert as the representative for management. Their terms of office will run until the regular elections of workers' representatives are concluded in 2030. The Annual General Meeting re-elected Prof. Dr. Jürgen Fleischer, Prof. Dr. Annette Köhler and Holly Lei for terms ending at the close of the Annual General Meeting responsible for passing resolutions on the formal approval of their actions for financial year 2028 on April 30, 2025. After Nancy Böhning resigned from her position on July 5, 2025, Christian van Remmen was appointed to the Supervisory Board by the order of the Düsseldorf Local Court on September 8, 2025. Upon the recommendation of the Nomination Committee, the Supervisory Board will propose to the upcoming 2026 Annual General Meeting that Prof. Dieter Kempf be re-elected as Chairman of the Supervisory Board for another year until the end of the 2027 Annual General Meeting.

Consideration of the Annual General Meeting resolution regarding last year's remuneration report in accordance with section 162(1) sentence 2 no. 6 of the AktG

On April 30, 2025, the Annual General Meeting approved last year's remuneration report with a majority vote of 87.85 percent. The Annual General Meeting also approved the remuneration system with a majority of 87.49 percent. This resolution was required as part of the regular cycle since the legally mandated four-year period had expired. The Supervisory Board only made changes related to the remuneration system's wording, layout and clarity because it found no need for structural changes after its review beginning 2025. Due to the high approval rates, there was no reason to question the remuneration system, its implementation or the manner in which it is reported.

Remuneration of the members of the Executive Board

Remuneration awarded or due in 2025 (and 2024)

Within the meaning of section 162(1) sentence 2 no. 1 of the AktG, remuneration is deemed to have been granted in the financial year in which the (one- or multi-year) activity on which the remuneration is based has been performed in full (vesting period-based perspective). Remuneration is due when an unfulfilled legal obligation to pay such remuneration exists. In accordance with section 162 of the AktG, remuneration components are stated as of the earlier date on which the remuneration is awarded or due. The amounts attributable to the LTI and the STI are therefore reported in the financial year in which the underlying vesting period ends.

The LTI tranche was fully vested and thus awarded at the end of the financial year. However, the LTI tranche is only owed in full once the four-year performance period has concluded.

In the past financial year, the vesting period of the 2025 tranche of the LTI ended, which was thus fully earned in financial year 2025. The LTI is paid out in March of the financial year after the end of the four-year performance period, following a resolution by the Supervisory Board confirming that the applicable targets were met. For all subsequent tranches, discrepancies between the amount expected at the time of full vesting based on expert fair value calculations and the actual payout amount will be disclosed after the end of the performance period in the financial year on which the performance period ends. The 2021 tranche of the LTI was incorporated into the remuneration awarded or due in the previous year. The rule here is that discrepancies between the amount expected at the time of full vesting and the actual payout amount after the end of the performance period are disclosed in the year of payment (2021 tranche).

Total target remuneration and remuneration awarded or due

The following tables show (in each case for the reporting period and the prior year, each in individualized form and broken down into fixed, non-performance-related and variable, performance-related components) the amount of the target total remuneration of the current Executive Board members as well as the granted and owed remuneration of the current and former Executive Board members.

Remuneration of the Executive Board: Executive Summary

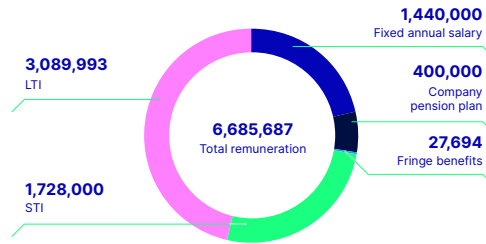
Stefan Klebert Chairman of the Executive Board

At GEA since 2018 | Chairman of the Executive Board since 02/18/2019 | Appointed until 12/31/2028

Remuneration decisions for 2025

- Contract extension and adjustment of remuneration from January 1, 2026:
 - Increase in fixed annual salary by approximately 14% to EUR 1,640,000,
 - of the 100% target STI by approximately 14% to EUR 984,000,
 - of the 100% target LTI by approximately 14% to EUR 1,476,000,
 - and of the maximum remuneration by approximately 13% to EUR 7,000,000
- The Supervisory Board has set the modifier for the STI 2025 for the members of the Management Board at 1.19.
- The Supervisory Board has set the target achievement of the strategic goals for the current LTI tranches.
- Allocation of a new tranche of virtual performance shares as part of the LTI, which will be measured over a four-year period from 2025 to 2028 and paid out in 2029.

Remuneration 2025 (in EUR)



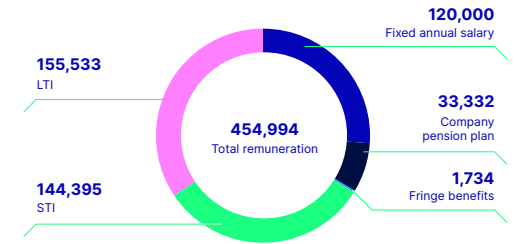
Alexander Kocherscheidt Member of the Executive Board (CFO)

At GEA since 2019 | Member of the Executive Board since 11/01/2025 | Appointed until 10/31/2028

Remuneration decisions for 2025

- Pro rata remuneration in financial year 2025
- The Supervisory Board has set the modifier for the STI 2025 for the members of the Management Board at 1.19.
- The Supervisory Board has set the target achievement of the strategic goals for the current LTI tranches.
- Allocation of a new tranche of virtual performance shares as part of the LTI, which will be measured over a four-year period from 2025 to 2028 and paid out in 2029.

Remuneration 2025 (in EUR)



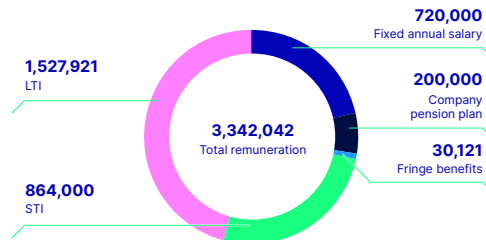
Johannes Giloth Member of the Executive Board (COO)

At GEA since 2020 | Member of the Executive Board since 01/20/2020 | Resignation from the Executive Board on 06/30/2026

Remuneration decisions for 2025

- The Supervisory Board has set the modifier for the STI 2025 for the members of the Management Board at 1.19.
- The Supervisory Board has set the target achievement of the strategic goals for the current LTI tranches.
- Allocation of a new tranche of virtual performance shares as part of the LTI, which will be measured over a four-year period from 2025 to 2028 and paid out in 2029.

Remuneration 2025 (in EUR)



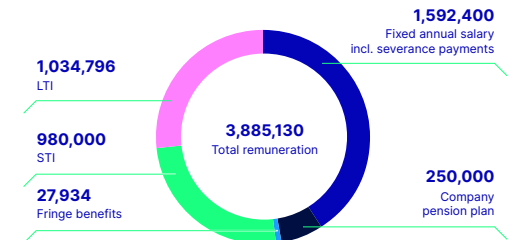
Bernd Brinker Member of the Executive Board (CFO)

At GEA since 2023 | Member of the Executive Board since 10/16/2023 | Resignation from the Executive Board on 10/31/2025

Remuneration decisions for 2025

- The contractual relationship was terminated by mutual agreement on December 31, 2025.
- The Supervisory Board has set the modifier for the STI 2025 for the members of the Management Board at 1.19.
- The Supervisory Board has set the target achievement of the strategic goals for the current LTI tranches.
- Allocation of a new tranche of virtual performance shares as part of the LTI, which will be measured over a four-year period from 2025 to 2028 and paid out in 2029.

Remuneration 2025 (in EUR)



Target total remuneration of the current Executive Board members:

(in EUR)	Date joined/ appointed until	Current position	Base salary			Variable components		Target total remuneration
			Fixed annual salary	Fringe benefits ²	Company pension plan	STI	LTI	
Executive Board members								
Stefan Klebert	Nov. 15, 2018/ Dec. 31, 2028	CEO	1,440,000	27,694	400,000	864,000	1,296,000	4,027,694
Previous year			1,440,000	28,250	400,000	864,000	1,296,000	4,028,250
Alexander Kocherscheidt ¹	Nov. 01, 2025/ Oct. 31, 2028	CFO	720,000	1,734	200,000	432,000	648,000	2,001,734
Previous year			–	–	–	–	–	–
Johannes Giloth	Jan. 20, 2020/ Jun. 30, 2026	COO	720,000	30,121	200,000	432,000	648,000	2,030,121
Previous year			720,000	32,885	200,000	432,000	648,000	2,032,885
Total			2,880,000	59,549	800,000	1,728,000	2,592,000	8,059,549
Previous year			2,160,000	61,135	600,000	1,296,000	1,944,000	6,061,135

1) Target total remuneration for a full financial year, except for information on fringe benefits.

2) The fringe benefits mainly comprise the value of the use of a company car, accident insurance premiums, and – in individual cases – the reimbursement of costs incurred for travel and accommodation.

Base salary and variable components of the remuneration awarded or due for the current Executive Board members in financial year 2025:

(in EUR)	Date joined/ Appointed until	Current position	Base salary			Variable components				Total
			Fixed annual salary	Fringe benefits ¹	Pro-rata fixed remuneration components	STI	LTI tranche ² (awarded remuneration)	LTI tranche ³ (remuneration due)	Pro-rata variable fixed remuneration components	
Current Executive Board members										
Stefan Klebert	Nov. 15, 2018/ Dec. 31, 2028	CEO	1,440,000	27,694	23%	1,728,000	1,861,299	1,228,694	77%	6,285,687
Previous year			1,440,000	28,250	29%	1,643,587	1,961,349	26,336	71%	5,099,522
Alexander Kocherscheidt	Nov. 01, 2025/ Oct. 31, 2028	CFO	120,000	1,734	29%	144,395	155,533	–	71%	421,662
Previous year			–	–	–	–	–	–	–	–
Johannes Giloth	Jan. 20, 2020/ Jun. 30, 2026	COO	720,000	30,121	24%	864,000	913,574	614,347	76%	3,142,042
Previous year			720,000	32,885	29%	821,794	980,674	13,168	71%	2,568,521
Total			2,280,000	59,549	24%	2,736,395	2,930,406	1,843,041	76%	9,849,391
Previous year			2,160,000	61,135	29%	2,465,381	2,942,023	39,504	71%	7,668,043

1) Fringe benefits in the reporting year mainly comprised the value of company car use, accident insurance premiums and, in individual cases, reimbursement of travel and accommodation expenses.

2) The 2025 tranche of the LTI was fully vested as at 31 December 2025.

3) The delta between the expected payout amount at the time of full vesting and the actual payout amount after the end of the performance period of the 2021 LTI tranche is deemed for financial year 2024 and the 2022 LTI tranche is deemed for financial year 2025 to be the remuneration due in the financial year.

Base salary and variable components of the remuneration awarded or due for former Executive Board members:

(in EUR)		Base salary					Variable components			Total
	Entry/departure	Last position	Base salary ¹	Fringe benefits	Pro-rata fixed remuneration components	STI	LTI tranche ² (awarded remuneration)	LTI tranche ³ (remuneration due)	Pro-rata variable remuneration components	
Former Executive Board members										
Bernd Brinker	Oct 16, 2023/ Oct. 31, 2025	Ordinary Executive Board member	1,592,400 ⁴	27,934	45%	980,000	1,034,796	–	55%	3,635,130
Previous year			795,417	28,934	30%	887,098	1,055,871	–	70%	2,767,320
Dr. Helmut Schmale	Apr. 22, 2009/ May 17, 2019	Ordinary Executive Board member	247,575	–	100%	–	–	–	–	247,575
Previous year			241,066	–	100%	–	–	–	–	241,066
Other previous members and surviving dependents ⁵			5,004,010	–	100%	–	–	–	–	5,004,010
Previous year			4,973,811	–	100%	–	–	–	–	4,973,811
Total			6,843,985	27,934	77%	980,000	1,034,796	–	9%	8,886,715
Previous year			6,010,294	28,934	76%	887,098	1,055,871	–	22%	7,982,197

1) The fixed remuneration includes pension payments and – in the event of early departure from the Executive Board – severance payments, as well as, fixed salaries.

2) The 2025 tranche of the LTI was fully vested as at 31 December 2025.

3) The delta between the expected payout amount at the time of full vesting and the actual payout amount after the end of the performance period of the 2021 LTI tranche is deemed for financial year 2024 and the 2022 LTI tranche is deemed for financial year 2025 to be the remuneration due in the financial year.

4) Bernd Brinker's fixed remuneration for the 2025 financial year includes severance payments granted as compensation for the early termination of his employment. The payments made in connection with the early termination of employment include severance payments agreed in the employment contract as well as claims for reimbursement of costs incurred in connection with the termination of management board contracts. The specific payment amount is determined by offsetting mutual claims.

5) Individualized disclosure of the remuneration of former Executive Board members, who left the company more than ten years ago and of surviving dependents is omitted.

The total remuneration of the current and former Executive Board members for financial year 2025 is in line with the remuneration system applicable in the reporting period and the remuneration system applicable to individual former Executive Board members. The target total remuneration of the current Executive Board members set for the reporting period corresponds in each case to the values and ratios of fixed to variable remuneration components stipulated in the remuneration system. As in previous financial years, the company did not grant any loans to members of the Executive Board in financial year 2025. The option to reclaim variable remuneration components was not exercised in the reporting period.

As shown in the following section and in the section “Disclosures on share-based remuneration 2022 to 2025,” the actual target achievement of the individual variable remuneration components or the target achievement expected based on the ratios as of December 31, 2025, was determined on the basis of the key performance indicators defined in the remuneration system and the target achievement curves defined in accordance with the remuneration system.

Target achievement and modifier multiplier applicable to the 2025 STI

In financial year 2025, EBITDA before restructuring expenses and adjusted for M&A effects totaled EUR 907 million (2024: EUR 869.4 million), which corresponds to a target achievement of 164.5 percent (2024: 161.7 percent). ROCE before restructuring expenses in financial year 2025 amounted to 36.2 percent (2024: 35.6 percent), equivalent to a target achievement of 200 percent (2024: 174.0 percent). For the STI 2025, this results in an overall target achievement of 182.3 percent (2024: 167.9 percent), which corresponds to the arithmetic mean of the target achievement of the above key performance indicators.

→ For the purpose of the 2025 STI, the Supervisory Board has set the modifier at 1.19 (2024: 1.13) for the members of the Executive Board, resulting in an overall target achievement of 200 percent (2024: 190.2 percent). These multipliers correspond to the average of the individual evaluations of the modifier criteria set by the Supervisory Board beforehand for the members of the Executive Board. The assessment by the Supervisory Board of the modifier applicable to the 2025 STI was based on the following collective targets and assessment criteria:

Modifier targets and assessment criteria applicable to the 2025 STI (range: 0.8–1.2)

Improvement of occupational safety

Limited discretionary assessment by the Supervisory Board, taking into account certain key figures on accident frequency defined in advance by the Supervisory Board
Target achievement determined: 1.2 (weighting 1/3)

Transform 360

Limited discretionary assessment by the Supervisory Board, taking into account the sales volume covered in accordance with the Roadmap 2025 for S/4 Hana
Target achievement determined: 1.2 (weighting 1/3)

Cash-Conversion-Rate (CCR)

Assessment by the Supervisory Board, taking into account the target achievement curve defined in advance by the Supervisory Board
Target achievement determined: 1.18 (weighting 1/3)

Calibration of financial performance targets and modifier criteria in relation to the 2026 STI

The revision of the remuneration system in the wake of the reorganization also includes a change to the STI. In the future, divisional EBITDA and divisional ROCE will be used as performance targets for the STI for each Executive Board member who leads a division (Chief Division Officer - CDO) in addition to the group key performance indicators ROCE and EBITDA. Each of the relevant key performance indicators will be equally weighted. It is not practical to determine a divisional ROCE for the Nutrition Plant Engineering division since the indicator loses its business significance if capital employed is negative. Operating Cash Flow (OCF) will be used as an alternative target instead. For members of the Executive Board who are not associated with a specific division (CEO, CFO, and Chief Sustainability & People Officer – CPSO), the two group key performance indicators ROCE and EBITDA continue to apply, each weighted equally.

For the 2026 STI, the Supervisory Board has calibrated the following financial performance targets on group level:

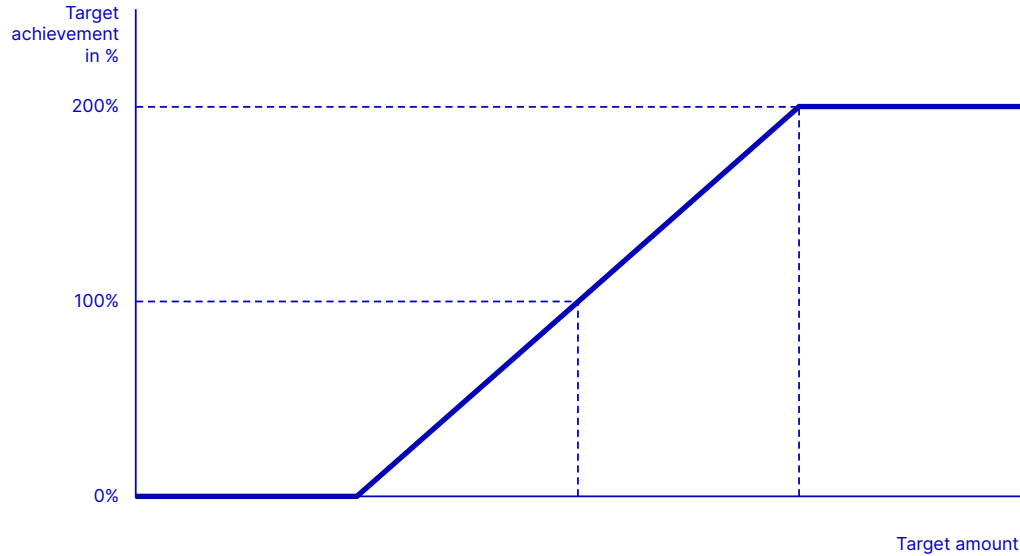
	Targets Group	
Target achievement in %	EBITDA ¹ in Mio. EUR	ROCE in %
0	898	31
100	978	35
200	1058	39

1) Before restructuring expenses and M&A effects.

Linear interpolation is used between these values. The financial performance targets for the divisions were also set by the Supervisory Board and will be explained ex post in the remuneration report for the 2026 financial year in order to avoid disclosing competitive operational and strategic information in advance.



Target achievement curve



The Supervisory Board defined the following modifier targets and assessment criteria for the 2026 STI, which apply equally to all Executive Board members, based on the strategic targets:

Modifier targets and assessment criteria applicable to the 2026 STI (range: 0.8-1.2)

Cost of Goods Sold (COGS) Gross savings

Limited discretionary assessment by the Supervisory Board, taking into account the COGS savings reported under the Mission 30 CORE program

Implementation of Transform 360

Limited discretionary assessment by the Supervisory Board, taking into account the Transform360 Roadmap 2026 with a Template Enhanced Pilot Go Live by mid-2026 in line with Mission 30

Cash-Conversion-Rate (CCR)

Assessment by the Supervisory Board, taking into account a target achievement curve defined in advance by the Supervisory Board

In addition to the modifier targets already set for the STI 2026, the Supervisory Board is also considering setting a fourth modifier target from the ESG area. The Supervisory Board will discuss this at its meeting on March 5, 2026.

Disclosures relating to share-based remuneration for the period 2022 to 2025

Since financial year 2022, the Executive Board has been awarded share-based remuneration in the form of annual tranches of the Performance Share Plan with a four-year performance period. The tranche committed in financial year 2025 will be vested in financial year 2025, measured over a four-year period from 2025-2028 and paid out in financial year 2029. At the end of the four-year performance period, the payout is calculated as the arithmetic mean of the annual target achievements (lock-in mechanism) of the four financial years multiplied by the number of awarded performance shares and the dividend-adjusted arithmetic mean of the share price of GEA share over the last three months before the end of the performance period, limited to a maximum of 200 percent. For the 2025 tranche, the preliminary target achievement is 192 percent, which is made up of a target achievement of the relative TSR, weighted at 60 percent, of 200 percent and target achievement of the strategic goals (Scopes 1 to 3 and vitality index), weighted at 40 percent, of 180 percent. The number of performance shares for the tranches of 2022 to 2025, which can already be determined on the basis of annual target achievement, is shown in the following table. A quarter of the allocated performance shares is fixed for each year and shown here in stages.†

		Target Achievement ¹	Stefan Klebert	Alexander Kocherscheidt	Johannes Giloth	Bernd Brinker
Tranche 2025	2025	192%	13,327	1,114	6,663	7,548
Tranche 2024	2025	166%	15,791	-	7,896	8,501
	2024	178%	16,918	-	8,459	9,107
Tranche 2023	2025	177%	15,354	-	7,677	1,720
	2024	177%	15,354	-	7,677	1,720
	2023	80%	6,940	-	3,470	777
Tranche 2022	2025	177%	13,111	-	6,556	-
	2024	177%	13,111	-	6,556	-
	2023	80%	5,926	-	2,963	-
	2022 ²	180%	13,319	-	6,659	-

1) The target achievement shown is based on the targets of the respective tranches.

2) Prior year's figure adjusted due to corrected TSR performance.

→Strategic targets and calibration of LTI 2025

Reduction of Scope 1 and 2 greenhouse gas emissions*

- This target concerns the achievement of defined targets for reducing Scope 1 and 2 greenhouse gas emissions.
- Target attainment is assessed based on the linear annual reduction target for Scope 1 and 2 – amounting to a total reduction of 80 percent by 2030 (from base year 2019)
- Target achievement of 100 percent is achieved if the linear annual reduction target is met.
- In the event of mergers or acquisitions, the assessment model is adjusted in line with the requirements of the Science Based Targets Initiative (SBTi).
- Target achievement determined: 200% (weighting 10 percent).

Reduction of Scope 3 greenhouse gas emissions*

- This target concerns the achievement of defined targets for reducing Scope 3 greenhouse gas emissions, comprising indirect emissions generated in the company's value chain, including upstream and downstream emissions.
- Target attainment is assessed based on the linear annual reduction target for Scope 3 – amounting to a total reduction of 27.5 percent by 2030 (from base year 2019)
- Target achievement of 100 percent is achieved if the linear annual reduction target is met.
- In the event of mergers or acquisitions, the assessment model is adjusted in line with the requirements of the Science Based Targets Initiative (SBTi).
- Target achievement determined: 200% (weighting 10 percent).

Vitality index

- This target is aimed at securing the sustainable business growth of GEA through continuous innovation, a strong innovation pipeline and the ability to turn innovative ideas into profitable sales. The basis for assessing the achievement of this target is the increase in the percentage of sales revenue from products that are no more than five years old to 30 percent by 2030.
- Target achievement determined: 160% (weighting 20 percent).

*1) A more detailed discussion can be found in the Sustainability Report at gea.com.

Details of the existing entitlements of the current Executive Board members under the share-based remuneration component are shown in the table below.

	Performance shares issued at the start of the vesting period (in number of shares)	Grant amount (in EUR)	Fair value at the end of the vesting period (already reported in previous years as remuneration owed)	Fair value as of December 31, 2025 (in EUR)	Fair value as of December 31, 2024 (in EUR)
Stefan Klebert					
2025 tranche	27,764	1,296,000	-	1,861,299	-
2024 tranche	38,017	1,296,000	1,961,297	2,450,576	1,961,349
2023 tranche	34,699	1,296,000	1,242,536	2,394,925	1,963,269
2022 tranche	29,630	1,296,000	1,363,306	2,592,000	2,028,174
Alexander Kocherscheidt					
2025 tranche ¹	2,320	108,296	-	155,533	-
2024 tranche	-	-	-	-	-
2023 tranche	-	-	-	-	-
2022 tranche	-	-	-	-	-
Johannes Giloth					
2025 tranche	13,882	648,000	-	913,574	-
2024 tranche	19,009	648,000	980,674	1,229,882	980,674
2023 tranche	17,350	648,000	621,286	1,218,491	981,663
2022 tranche	14,815	648,000	681,653	1,296,000	1,014,087
Total Tranche 2025	43,966	2,052,296	-	2,930,406	-
Total Tranche 2024	57,026	1,944,000	2,941,971	3,680,458	2,942,023
Total Tranche 2023	52,049	1,944,000	1,863,822	3,613,416	2,944,932
Total Tranche 2022	44,445	1,944,000	2,044,959	3,888,000	3,042,261

1) Due to the appointment of Alexander Kocherscheidt on November 1, 2025, the 2025 tranche of the Performance Share Plan was reduced pro rata.

Details of the existing entitlements of the former Executive Board members under the share-based remuneration component are shown in the table below.

	Performance shares issued at the start of the vesting period (in number of shares)	Grant amount (in EUR)	Fair value at the end of the vesting period (already reported in previous years as remuneration owed)	Fair value as of December 31, 2025 (in EUR)	Fair value as of December 31, 2024 (in EUR)
Bernd Brinker					
2025 tranche	15,724	734,000	–	1,034,796	–
2024 tranche ¹	20,466	697,704	1,055,871	1,324,188	1,055,871
2023 tranche ²	3,886	145,140	139,156	272,919	219,874
2022 tranche	–	–	–	–	–

1) Adjusted pro rata due to the increase in allocation amounts following the extension of Bernd Brinker's contract to April 30, 2024.

2) Due to the arrival of Bernd Brinker on October 16, 2023, the 2023 tranche of the Performance Share Plan was reduced on a pro rata basis.

Grants, specifications and calibrations of strategic goals under the 2026 tranche

Based on a contractually agreed allotment and the arithmetic mean of the closing prices of the GEA shares over the last three months prior to the start of the performance period on January 1, 2026, of EUR 59.65, the Executive Board members were granted the following number of performance shares under the tranche of the LTI granted for financial year 2026 (2026 tranche):

Participants Tranche 2026	Contractual target value (in EUR)	Number of performance shares granted
Stefan Klebert	1,476,000	24,744
Alexander Kocherscheidt	648,000	10,863
Johannes Giloth	648,000*	10,863
Dr. Nadine Sterley	648,000	10,863
Kai Becker	648,000	10,863
Peter Lauwers	648,000	10,863
Klaus Stojentin	648,000	10,863
Total	5,364,000	89,925

*) The payout amount for the 2026 tranche will be reduced pro rata temporis due to the end of the Executive Board member's position in 2026.

→The Supervisory Board has set and calibrated the following strategic targets, with a weighting of 40 percent within the LTI, for the 2026 tranche of the LTI:

Strategic targets and calibration of LTI 2026

Reduction of Scope 1 and 2 greenhouse gas emissions*

- This target concerns the achievement of defined targets for reducing Scope 1 and 2 greenhouse gas emissions.
- Target attainment is assessed based on the linear annual reduction target for Scope 1 and 2 – amounting to a total reduction of minus 60 percent by 2026 and minus 80 percent by 2030 (from base year 2019)
- Target achievement of 100 percent is achieved if the linear annual reduction target is met.
- In the event of mergers or acquisitions, the assessment model is adjusted in line with the requirements of the Science Based Targets Initiative (SBTi).
- The target is weighted with 10 percent of LTI.

Reduction of Scope 3 greenhouse gas emissions*

- This target concerns the achievement of defined targets for reducing Scope 3 greenhouse gas emissions, comprising indirect emissions generated in the company’s value chain, including upstream and downstream emissions.
- Target attainment is assessed based on the linear annual reduction target for Scope 3 – amounting to a total reduction of 27.5 percent by 2030 (from base year 2019). The LTI 2026–2029 has been adjusted due to the increase in emissions in 2022, so that Scope 3 emissions in 2022 form the starting point for setting the annual emission reduction targets.
- Target achievement of 100 percent is achieved if the linear annual reduction target is met.
- In the event of mergers or acquisitions, the assessment model is adjusted in line with the requirements of the Science Based Targets Initiative (SBTi).
- The target is weighted with 10 percent of LTI.

Annual organic revenue growth

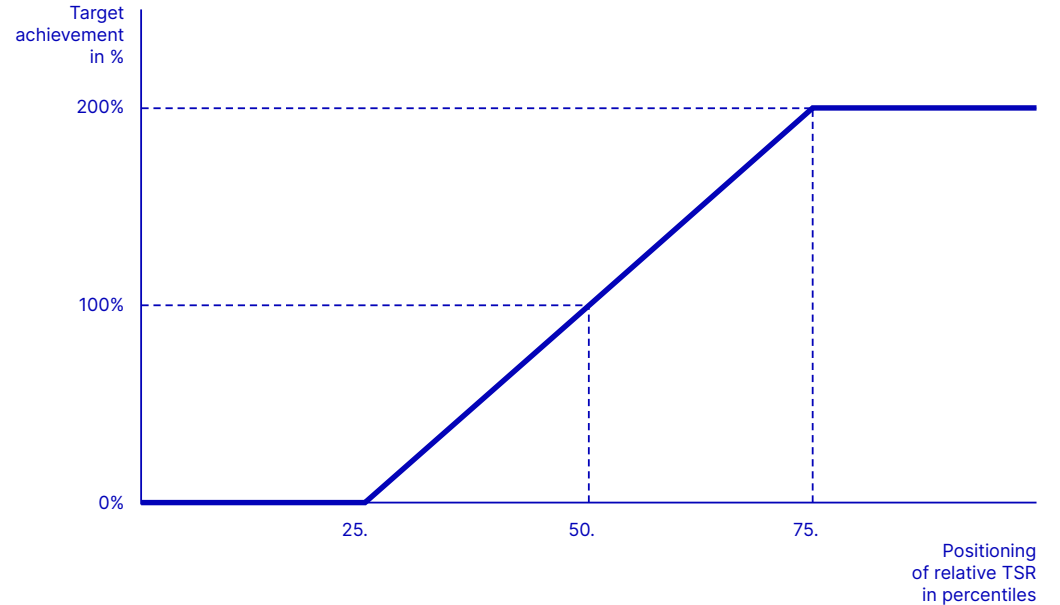
- Annual organic revenue growth is portfolio- and currency-adjusted revenue growth compared to the same period in the previous year. 100% target achievement corresponds to 2.5% organic revenue growth p.a.
- The target is weighted with 20 percent of LTI.

*) A more detailed discussion can be found in the Sustainability Report at gea.com.

The strategic goals that are decisive for the calibration of the 2026 LTI are, first, the reduction of greenhouse gas (GHG) emissions in Scopes 1 and 2 as well as in Scope 3 and, second, annual organic revenue growth. The strategic goals thus support the own target of GEA established as part of its climate change policy to reduce the GHG emissions along the entire value chain to net zero by 2040. In addition to the net-zero target for 2040, the interim targets for reducing GHG emissions by 2030 from Scopes 1 and 2 as well as in Scope 3 have been validated by the SBTi and are therefore compliant with the 1.5°C target of the Paris Climate Agreement. These interim targets are the basis for assessing target achievement. The climate change policy of GEA is a building block of a comprehensive ESG strategy, which is the basis of the Mission 30 corporate strategy of GEA. The three targets of the LTI and the Performance Share Plan for the Executive Board are aimed at positively and sustainably influencing the future of GEA as well as the climate and environment.←

The principles set out in the remuneration system apply to the calibration of the performance criterion relative TSR (TSR performance of GEA is set in relation to the performance of the companies in the DAX 50 ESG), which is weighted at 60 percent, (see on the website www.gea.com under “Investors > Corporate Governance > Remuneration”*)).

Target achievement curve – relative TSR



* Unaudited information

Share ownership guidelines

Under the remuneration system, the members of the Executive Board are obliged to acquire GEA shares and hold them until the end of their term. The amount of this shareholding obligation is 150 percent of the annual gross fixed salary for Stefan Klebert and 100 percent of the annual gross fixed salary for Bernd Brinker, Alexander Kocherscheidt and Johannes Giloth. Until the shareholding obligation has been met in full, Executive Board members are required to invest 25 percent of the variable net payment from the STI and LTI in GEA shares or to contribute otherwise acquired GEA shares to the program.

As of the reporting date on December 31, 2025, the Executive Board members serving during financial year 2025 hold the following number of GEA shares:

	Share ownership guidelines (SOG) target		Shares held	
	% of fixed salary	Target value in EUR	Number	Value in EUR as of 12/31/2025
Stefan Klebert	150	2,160,000	100,001 ¹	5,780,058
Alexander Kocherscheidt	100	720,000	–	–
Johannes Giloth	100	720,000	29,157 ²	1,685,275
Bernd Brinker	100	816,000	19,000 ³	1,098,200

1) Thereof, 59,999 shares were contributed under the SOG.

2) Thereof, 20,157 shares were contributed under the SOG.

3) Thereof, 18,500 shares were contributed under the SOG. The shareholding obligation under the SOG remains in effect until the end of the employment relationship on 12/31/2025.

Compliance with the maximum remuneration pursuant to section 87a(1) sentence 2 no. 1 of the AktG

Under the remuneration system, a maximum remuneration of EUR 6.2 million is planned for the CEO and EUR 3.7 million for ordinary members of the Executive Board. In the event of the appointment of a new member of the Executive Board, a one-time increase in the maximum remuneration by a maximum of 35 percent, applicable exclusively to the financial year of such appointment, is possible, provided the Supervisory Board resolves upon commencement of the term to offset the loss of benefits from the new Executive Board member's former employer. This option was not exercised in financial year 2025.

In the reporting period, the remuneration to be included for the purpose of assessing compliance with the maximum remuneration (consisting of the fixed annual salary, fringe benefits, STI and contributions to the company pension plan) was EUR 3,595,694 for Stefan Klebert, EUR 2,850,334 for Bernd Brinker, EUR 299,461 for Alexander Kocherscheidt and EUR 1,814,121 for Johannes Giloth. Compliance with maximum remuneration limits for current Executive Board members for financial year 2025 may only be conclusively assessed after the end of the performance period of the 2025 LTI tranche on December 31, 2028. However, due to the limitation on the maximum payout amounts of the LTI to 200 percent of the target values, it may be assumed that maximum remuneration limits for financial year 2025 will be observed. The maximum remuneration can only be exceeded if fringe benefits are unusually high, since this is the only uncapped component.

A final assessment of compliance with the maximum remuneration for the 2022 financial year will be possible on December 31, 2025. The total remuneration relevant for the assessment amounted to EUR 6,127,008 and for Johannes Giloth EUR 3,080,523, which means that the maximum remuneration limits of the remuneration system were not exceeded.

Malus and clawback

If an Executive Board member is proven to have willfully acted in gross violation of one of their significant duties of care under section 93 of the AktG, a material policy contained in significant internal guidelines issued by the company or other material obligations under their service contract, the Supervisory Board may, at its reasonably exercised discretion (section 315 of the Bürgerliches Gesetzbuch [BGB – German Civil Code]), reduce the variable remuneration awarded in the financial year that the gross violation took place partially or fully to zero (malus). Furthermore, in such cases, any variable remuneration already paid out may be reclaimed, with the Executive Board member's repayment obligation being restricted to the net amount paid out (clawback).

Comparative presentation of the changes in Executive Board remuneration, company earnings and worker remuneration

The following overview presents the annual change in total individual remuneration for members of the Executive Board, the earnings performance and the average remuneration of workers on a full-time equivalent basis of GEA.

The remuneration of individual Executive Board members included in the table corresponds to the total remuneration awarded and due in the financial year as presented above. The performance is determined on the basis of EBITDA before restructuring expenses, ROCE and revenue of the GEA Group and additionally on the basis of GEA Group Aktiengesellschaft's net income for the financial year. EBITDA before restructuring expenses, ROCE and revenue are the group's remuneration-relevant performance indicators. EBITDA before restructuring expenses and ROCE comprise the basis of the financial targets for the Executive Board's one-year variable remuneration. The presentation of average worker remuneration on a full-time equivalent basis is based on the group of employees of GEA Group Aktiengesellschaft together with GEA Group Services GmbH (number of employees in 2021–2025 approx. 500–600), which form a joint operation, and the employees of GEA Group companies in Germany (number of employees in 2021–2025 6,700–6,900).

Year-on-year change in %	2025	2024	2023	2022	2021
Remuneration of current Executive Board members					
Stefan Klebert	23.3	3.4	8.6	-5.1	17.2
Alexander Kocherscheidt	–	–	–	–	–
Johannes Giloth	22.3	4.1	8.9	-6.3	23.4
Remuneration of former Executive Board members					
Steffen Bersch	–	-100.0	148.4	–	-100.0 ¹
Bernd Brinker	31.4 ²	468.1	–	–	–
Marcus A. Ketter	–	-100.0	-73.7 ³	–	17.1
Jürg Oleas	–	–	–	–	-100.0
Niels Erik Olsen	–	–	–	-100.0	-91.5
Dr. Helmut Schmale	2.7	6.6	0.6	12.3	0.8
Martine Snels	–	–	-100.0	-119.1	-63.9
Other former members and surviving dependents ⁴	0.6	-29.3	47.9 ⁵	6.1	0.8
Earnings indicators					
EBITDA before restructuring measures GEA Group	8.4	8.1	8.7	14.0	17.3
ROCE GEA Group	236 bp	112 bp	93 bp	391 bp	1,079 bp
Revenue GEA Group	1.4	0.9	4.0	9.8	1.5
Net income for the financial year GEA Group AG	-13.8	-44.3	290.3	-10.6	70.7
Employee remuneration					
Employees of GEA Group Aktiengesellschaft and GEA Group Services GmbH	-3.7	5.2	4.4	-0.2	13.6
Employees of GEA Group in Germany	-0.8	2.2	6.6	0.8	5.4

- 1) The change compared to previous year is due to Steffen Bersch's departure from the Executive Board as of February 29, 2020.
2) The change compared to the previous year is attributable to the severance payments granted and owed on the occasion of the premature termination of employment.
3) The change compared to previous year is due to Marcus A. Ketter's departure from the Executive Board as of August 6, 2023. Previous year's figures adjusted.
4) Individualized disclosure for former Executive Board members who left the company more than ten years ago and surviving dependents is omitted.
5) The increase is due in particular to one-off payments in connection with the death of Marcus A. Ketter. Previous year's figures adjusted.

In financial year 2025, the ratio of the CEO's remuneration to the average remuneration of all GEA Group employees in Germany was 85.2 (2024: 68.6). The ratio to the average remuneration of all employees of GEA Group Aktiengesellschaft and GEA Group Services GmbH was 42.6 (2024: 33.3). To determine this ratio, the average remuneration awarded and due to all employees of GEA Group Aktiengesellschaft and the GEA Group Service GmbH as well as the GEA Group in Germany in the financial year is calculated as a proportion of the remuneration awarded and due to the CEO for the respective financial year (see section "Remuneration of the members of the Executive Board", subsection "Remuneration awarded or due 2025 (and 2024)").

Benefits in the event of regular departure from the Executive Board

As a standard form of company pension plan, the remuneration system provides for a contribution-oriented defined benefit. The pension commitment vests immediately and includes pension, surviving dependents' as well as incapacity benefits. As part of their retirement benefits, the accrued capital is available to the Executive Board members from age 62 onwards. Should a member of the Executive Board pass away before reaching the age of 62, his/her surviving dependents, i.e., his/her surviving spouse or partner or the surviving children are entitled to survivor benefits. The amount of disability and surviving dependents' benefits is equivalent to the accrued pension capital. If a member of the Executive Board dies after the occurrence of a pension event, his/her surviving dependents are entitled to receive the residual capital.

For meeting its pension commitments, the company sets up a pension account for each Executive Board member and deposits the contractually agreed pension contributions into this account on a monthly basis. Monthly pension contributions are granted for each month during the term of the Executive Board service agreement. The gross monthly pension contributions amount to EUR 33,333 for Stefan Klebert, EUR 20,833 for Bernd Brinker and EUR 16,666 each Alexander Kocherscheidt and Johannes Giloth. In addition, the members of the Executive Board have the option of participating in a deferred remuneration scheme up to a maximum amount of EUR 100,000 per year.

Upon retirement, the available pension capital that determines the level of pension benefits results from the pension contributions paid into the pension account until the time pension benefits are paid out, including the performance of the pension account during the investment period. The company guarantees a nominal return of premium. In other words, at least the aggregate amount of the company-funded pension contributions and the deferred contributions is available at the time the pension capital falls due. The latter may be paid out as a lump sum or in up to 20 annual installments, with outstanding installments continuing to earn 1 percent interest per year.

In financial year 2025, pension commitments under this program were in effect for Stefan Klebert, Bernd Brinker, Alexander Kocherscheidt and Johannes Giloth.

Pension scheme contributions and provisions for pension obligations

The company has set aside pension provisions to cover the future entitlements of the Executive Board members. The service cost for pension provisions in accordance with IFRS for the members of the Executive Board at the end of financial year 2025 are set out in detail in the table below.

(in EUR)	Pension obligation* as of 12/31/2025	Service cost in financial year 2025
Stefan Klebert	3,491,405	400,000
Alexander Kocherscheidt	41,412	33,332
Johannes Giloth	2,224,361	200,000
Bernd Brinker	825,554	250,000
Total	6,582,732	883,332

*) Pension obligation before plan assets.

Benefits in the event of premature departure from the Executive Board

Pursuant to section 84(3) of the AktG, the system stipulates that, if the appointment of an Executive Board member is revoked for good cause with legal effect or if an Executive Board member validly resigns from office, the Executive Board member's service agreement will – as a rule – end when the statutory notice period expires pursuant to section 622(1) and (2) of the BGB. However, if the appointment is revoked due to an individual's inability to properly manage the company as defined in section 84(3) of the AktG, the notice period runs until the end of the eight-month period.

In both of the aforementioned cases involving the early termination of the appointment, an Executive Board member will first receive the variable remuneration he or she has earned up until the date of his or her departure. The performance-related remuneration components are calculated and paid out in accordance with the planned terms and conditions for STI and LTI. In the case of the LTI, the amount paid out for the tranche for the financial year in which the employment relationship ends is reduced pro rata temporis if the employee leaves the company during the year. For the tranches allocated from financial year 2022 onward, the target achievement for the LTI performance criteria is calculated and fixed for financial years prior to the termination of the employment relationship based on the actually achieved earnings; for financial years after the termination of the employment relationship, it is set at 100 percent. The value of performance shares issued under an LTI tranche will continue to be determined at the end of the four-year performance period. There is no provision for an early payout before the end of the performance period. Moreover, the departing Executive Board member receives a severance payment in the amount of the total remuneration agreed for the remaining term of the service agreement to compensate for his/her early departure from the company, but no more than two years' remuneration (severance payment cap). For computing severance pay entitlements, the remuneration system provides for a target achievement level of 100 percent applicable to any unvested remuneration for the current and future financial years, as the case may be. Furthermore, 100 percent of the annual pension contribution to the company pension scheme and compensation for the loss of private use of the company car are considered for the calculation of the severance payments.

If the service agreement is terminated in the course of a financial year by the company under its right of extraordinary termination for good cause under section 626(1) of the BGB or based on the valid revocation of an appointment on grounds that would have given the company good cause for extraordinary termination under section 626(1) of the BGB, the right to the STI lapses for the financial year in which the appointment ends along with claims to the LTI for the respective performance period without compensation or indemnification. Similarly, entitlement to severance payments lapses in such cases as well.

All outstanding tranches of the LTI will be paid out in the event of termination of employment due to permanent incapacity to work or death of the Executive Board member. The payout amount corresponds to the cumulative allocation of all outstanding tranches, with the allocation reduced on a pro rata basis temporis for the financial year in which the employment relationship ends. In such cases, payment is made no later than two months after termination of the employment relationship. If an Executive Board member leaves the company due to incapacity to work, he/she is entitled to receive disability benefits. If the Executive Board member dies during the term of the service agreement, his/her spouse or civil partner within the meaning of section 1 of the Lebenspartnerschaftsgesetz (LPartG – Act on Registered Life Partnerships), or alternatively their dependent children as joint and several creditors, are entitled to the undiminished payment of the fixed remuneration for the month of death and the following three months, but no longer than until the end of the regular term of the service agreement.

The employment contracts concluded with Executive Board members do not provide for termination or any other rights in the event of a change of control, nor any benefits associated therewith.

Bernd Brinker will receive an agreed severance payment and paid leave for the early termination of his employment, taking into account a mutual settlement of claims for reimbursement of costs incurred in connection with the termination of the management contract. The specific amount also includes a partial waiver by Bernd Brinker of the severance payment normally provided for in the event of early departure and amounts to EUR 1,080,389. The earned entitlements from variable remuneration components will be retained, with the target achievement of the LTI being set at 100 percent for the remaining performance years. The tranches will be paid out after their regular due date. The recommendations and suggestions of the DCGK are thus complied with.

Johannes Giloth will receive an agreed severance payment of EUR 3,155,279 for the premature termination of his employment, which is due for payment after June 30, 2026, and is therefore not payable until 2026. The earned entitlements from variable remuneration components remain unchanged, with the target achievement of the LTI being fixed at 100 percent in the remaining performance years. The tranches will be paid out after their regular maturity. This is in line with the recommendations and suggestions of the DCGK.

The chapter "Remuneration of the members of the Executive Board" includes disclosures marked with "→" and "←", which also address the disclosure requirements of the ESRS 2 GOV-3 section 29 of the ESRS.

Remuneration of the members of the Supervisory Board

Remuneration awarded or due in 2025 (and 2024)

The following table shows the individual breakdown of the remuneration and its respective components awarded to members of the Supervisory Board and/or the Presiding and Sustainability Committee, the Audit and Cybersecurity Committee and the Committee for Innovation and Product Sustainability in 2025 compared with the previous year:

(in EUR)	Remuneration Supervisory Board	Remuneration Presiding and Sustainability Committee	Remuneration Audit and Cybersecurity Committee	Remuneration Innovation and Product Sustainability Committee	Pro-rata fixed remuneration components	Attendance fee	Share of attendance fee	Total
Nancy Böhning	35,671	–	–	–	90%	4,000	10%	39,671
Previous year	70,000	–	–	–	90%	8,000	10%	78,000
Claudia Claas	70,000	–	45,000	–	90%	13,000	10%	128,000
Previous year	70,000	–	45,000	–	92%	10,000	8%	125,000
Roger Falk	70,000	45,000	–	35,000	89%	19,000	11%	169,000
Previous year	70,000	45,000	–	35,000	90%	16,000	10%	166,000
Prof. Dr. Jürgen Fleischer	70,000	–	–	70,000	92%	12,000	8%	152,000
Previous year	70,000	–	–	70,000	93%	10,000	7%	150,000
Rainer Gröbel	105,000	45,000	–	–	90%	17,000	10%	167,000
Previous year	105,000	45,000	–	–	91%	14,000	9%	164,000
Michael Kämpfert	70,000	–	–	–	88%	10,000	12%	80,000
Previous year	70,000	–	–	–	90%	8,000	10%	78,000
Prof. Dieter Kempf	175,000	90,000	45,000	–	94%	21,000	6%	331,000
Previous year	175,000	90,000	45,000	–	95%	17,000	5%	327,000
Prof. Dr. Annette Köhler	70,000	–	90,000	–	92%	14,000	8%	174,000
Previous year	70,000	–	90,000	–	93%	12,000	7%	172,000

REMUNERATION REPORT

(in EUR)	Remuneration Supervisory Board	Remuneration Presiding and Sustainability Committee	Remuneration Audit and Cybersecurity Committee	Remuneration Innovation and Product Sustainability Committee	Pro-rata fixed remuneration components	Attendance fee	Share of attendance fee	Total
Brigitte Krönchen	70,000	–	45,000	35,000	90%	16,000	10%	166,000
Previous year	70,000	–	45,000	35,000	91%	14,000	9%	164,000
Holly Lei	70,000	–	–	–	90%	8,000	10%	78,000
Previous year	70,000	–	–	–	90%	8,000	10%	78,000
Christian van Remmen	22,630	–	–	–	85%	4,000	15%	26,630
Previous year	–	–	–	–	–	–	–	–
Andreas Renschler	70,000	–	–	35,000	92%	9,000	8%	114,000
Previous year	70,000	–	–	35,000	91%	10,000	9%	115,000
Dr. Jens Riedl	–	–	–	–	–	–	–	–
Previous year	23,142	14,877	–	–	86%	6,000	14%	44,019
Prof. Dr.-Ing. Axel Stepken	70,000	45,000	–	–	88%	16,000	12%	131,000
Previous year	46,858	30,123	–	–	91%	8,000	9%	84,981
Total	968,301	225,000	225,000	175,000	–	163,000	–	1,756,301
Previous year	980,000	225,000	225,000	175,000	92%	141,000	8%	1,746,000

Some members of the Supervisory Board transfer their remuneration to the Hans Böckler Foundation.

The number of GEA shares purchased by the members of the Supervisory Board as of December 31, 2025, as part of a voluntary commitment, is shown in the following table:

	Shares held	
	Number	Value in EUR as of 12/31/2025
Claudia Claas	–	–
Roger Falk	779	45,026
Prof. Dr. Jürgen Fleischer	1,703	98,433
Rainer Gröbel	1,000	57,800
Michael Kämpfert	851	49,188
Prof. Dieter Kempf	3,773	218,079
Prof. Dr. Annette Köhler	1,946	112,479
Brigitte Krönchen	–	–
Holly Lei	–	–
Christian van Remmen	–	–
Andreas Renschler	543	31,385
Prof. Dr.-Ing. Axel Stepken	848	49,014

The table below compares the annual change in the remuneration of the individual Supervisory Board members active in the year under review against performance and average worker remuneration. The performance is determined on the basis of EBITDA before restructuring expenses, ROCE and revenue of the GEA Group and additionally on the basis of GEA Group Aktiengesellschaft's net income for the financial year. The presentation of average worker remuneration on a full-time equivalent basis is based on the group of employees of GEA Group Aktiengesellschaft together with the GEA Group Services GmbH (number of employees in 2021–2025 approx. 500), which form a joint operation, and the employees of GEA Group in Germany (number of employees in 2021–2025 approx. 6,700–6,800).

Year-on-year change in %	2025	2024	2023	2022	2021
Remuneration of members of the Supervisory Board					
Ahmad M.A. Bastaki	–	–	–	-100.0	-67.1
Nancy Böhning	-49.1	–	117.2 ²	–	–
Claudia Claas	2.4	-1.6	32.3	47.6 ⁴	–
Hartmut Eberlein	–	–	–	–	-100.0
Roger Falk	1.8	–	32.8	49.1 ⁴	–
Prof. Dr. Jürgen Fleischer	1.3	–	36.4	91.8 ⁴	–
Rainer Gröbel	1.8	–	33.3	8.1	17.3
Colin Hall	–	–	-100.0	-66.5	1.0
Klaus Helmrich	–	–	-100.0	-44.0 ⁴	–
Michaela Hubert	–	–	–	-100.0	-66.8
Michael Kämpfert	2.6	–	34.5	-16.6	-31.2
Jörg Kampmeyer	–	-100.0	-13.1 ³	–	–
Prof. Dieter Kempf	1.2	-0.3	113.1 ³	–	–
Eva-Maria Kerkemeier	–	–	–	-100.0	68.2
Prof. Dr. Annette Köhler	1.2	–	30.3	0.8	325.0
Brigitte Krönchen	1.2	–	32.3	2.5	-4.7

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Year-on-year change in %	2025	2024	2023	2022	2021
Holly Lei	-	1.3	32.8	50.4 ⁴	-
Kurt-Jürgen Löw	-	-	-	-100.0	-67.1
Dr. Helmut Perlet	-	-	-	-100.0	-67.9
Christian van Remmen	-	-	-	-	-
Andreas Renschler	-0.9	194.1 ²	-	-	-
Dr. Jens Riedl	-100.0	-65.3	96.8 ³	-	-
Prof. Dr. Cara Röhner	-	-	-100.0	-50.3 ⁴	-
Jean E. Spence	-	-	-	-100.0	-68.6
Prof. Dr.-Ing. Axel Stepken	54.2	-	-	-	-
Dr. Molly P. Zhang	54.2 ¹	-	-	-	-
Earnings indicators					
EBITDA before restructuring measures GEA Group	8.4	8.1	8.7	14.0	17.3
ROCE GEA Group	236 bp	112 bp	93 bp	391 bp	1,079 bp
Revenue GEA Group	1.4	0.9	4.0	9.8	1.5
Net income for the financial year GEA Group AG	-13.8	-44.3	290.3	-10.6	70.7
Employee remuneration					
Employees of GEA Group AG and GEA Group Services GmbH	-3.7	5.2	4.4	-0.20	13.60
Employees of GEA Group in Germany	-0.8	2.2	6.6	0.80	5.40

- 1) Joining the Supervisory Board in financial year 2024.
 2) Joining the Supervisory Board in financial year 2023.
 3) Joining the Supervisory Board in financial year 2022.
 4) Joining the Supervisory Board in financial year 2021.

Düsseldorf, March 4, 2026

Chairman of the Supervisory Board The Executive Board



Prof. Dieter Kempf



Stefan Klebert



Kai Becker



Johannes Giloth



Alexander Kocherscheidt



Peter Lauwers



Dr. Nadine Sterley



Klaus Stojentin

Auditor's Report

To GEA Group Aktiengesellschaft

We have audited the remuneration report of GEA Group AG, Düsseldorf, for the financial year from January 1 to December 31, 2025 including the related disclosures, which was prepared to comply with § [Article] 162 AktG [Aktiengesetz: German Stock Corporation Act]. We have not audited disclosures in the remuneration report marked as unaudited that go beyond § 162 AktG.

Responsibilities of the Executive Directors and the Supervisory Board

The executive directors and the supervisory board of GEA Group AG are responsible for the preparation of the remuneration report, including the related disclosures, that complies with the requirements of § 162 AktG. The executive directors and the supervisory board are also responsible for such internal control as they determine is necessary to enable the preparation of a remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibilities

Our responsibility is to express an opinion on this remuneration report, including the related disclosures, based on our audit. We conducted our audit in accordance with German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report, including the related disclosures, is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts including the related disclosures stated in the remuneration report. The procedures selected depend on the auditor's judgment. This includes the assessment of the risks of material misstatement of the remuneration report including the related disclosures, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the preparation of the remuneration report including the related disclosures. The objective of this is to plan and perform audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the executive directors and the supervisory board, as well as evaluating the overall presentation of the remuneration report including the related disclosures.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Opinion

In our opinion, based on the findings of our audit, the remuneration report for the financial year from January 1 to December 31, 2025, including the related disclosures, complies in all material respects with the accounting provisions of § 162 AktG. Our audit opinion on the remuneration report does not cover disclosures marked as unaudited in the remuneration report that go beyond § 162 AktG as stated above.

Reference to an Other Matter – Formal Audit of the Remuneration Report according to § 162 AktG

The audit of the content of the remuneration report described in this auditor's report includes the formal audit of the remuneration report required by § 162 Abs. [paragraph] 3 AktG, including the issuance of a report on this audit. As we express an unqualified audit opinion on the content of the remuneration report, this audit opinion includes that the information required by § 162 Abs. 1 and 2 AktG has been disclosed in all material respects in the remuneration report.

Restriction on use

We issue this auditor's report on the basis of the engagement agreed with GEA Group AG. The audit has been performed only for purposes of the company and the auditor's report is solely intended to inform the company as to the results of the audit. Our responsibility for the audit and for our auditor's report is only towards the company in accordance with this engagement. The auditor's report is not intended for any third parties to base any (financial) decisions thereon. We do not assume any responsibility, duty of care or liability towards third parties; no third parties are included in the scope of protection of the underlying engagement. § 334 BGB [Bürgerliches Gesetzbuch: German Civil Code], according to which objections arising from a contract may also be raised against third parties, is not waived.

Düsseldorf, March 4, 2026

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

sgd. Uwe Rittmann
Wirtschaftsprüfer
[German Public Auditor]

sgd. Philip Meyer zu Spradow
Wirtschaftsprüfer
[German Public Auditor]

