Corporate Governance at GEA

Investor Presentation

DÜSSELDORF, MARCH 2018

engineering for
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Outline

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- The Management Board
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GEA - The Company

GEA – “engineering for a better world”

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GEA is one of the largest suppliers of process technology to the food industry and to a wide range of other industries.

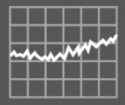
4,751
million order intake (EUR)

17,863
employees (FTEs)

The international technology group focuses on process technology, components and sustainable energy solutions for sophisticated production processes in diverse end-user markets.

564
million operating EBITDA (EUR)

4,605
million revenue (EUR)



1.31
earnings per share (EUR)

The company is listed on the German MDAX stock index (G1A, WKN 660 200) and included in the STOXX® Europe 600 Index. In addition, the company is listed in selected MSCI Global Sustainability Indexes.

12.2
% operating EBITDA margin

Mega trends support GEA business

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URBANIZATION WITH GROWING MIDDLE CLASS

Growing demand for processed food and medication

GEA offers
components and process technology for processed food, ready meals, fortified lifestyle beverages and food, medications

GREATER FOOD SAFETY AND QUALITY

Readiness of industry to invest more for greater process reliability

GEA offers
certified hygienic/aseptic processes and components to meet the strict standards of the industry

ENERGY SCARCITY AND STRICTER ENVIRONMENTAL REGULATIONS

Greater interest in efficient and resource-saving production processes

GEA offers
intelligent engineering processes for resource-friendly technologies, energy-saving machines and processes, as well as heat recovery

Our applications – in touch with GEA every day

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Dairy Farming and Processing	Food		Beverages	Pharma	Chemical	Utilities	Marine
Approx. one quarter of processed milk comes from GEA production systems	**Every third chicken nugget** is produced using GEA technology	**Around every third process line** for instant coffee was installed by GEA	**Approx. every second liter of beer** is brewed with the aid of systems and process solutions from GEA	**Every fourth liter of human blood** is handled by GEA equipment	**More than one third of all polymer producers** are using GEA drying technology	**Each industry we serve** utilizes GEA's industrial refrigeration technologies	**Every second container ship** in the world sails with GEA marine equipment on board

Growing markets portfolio catering on robustness

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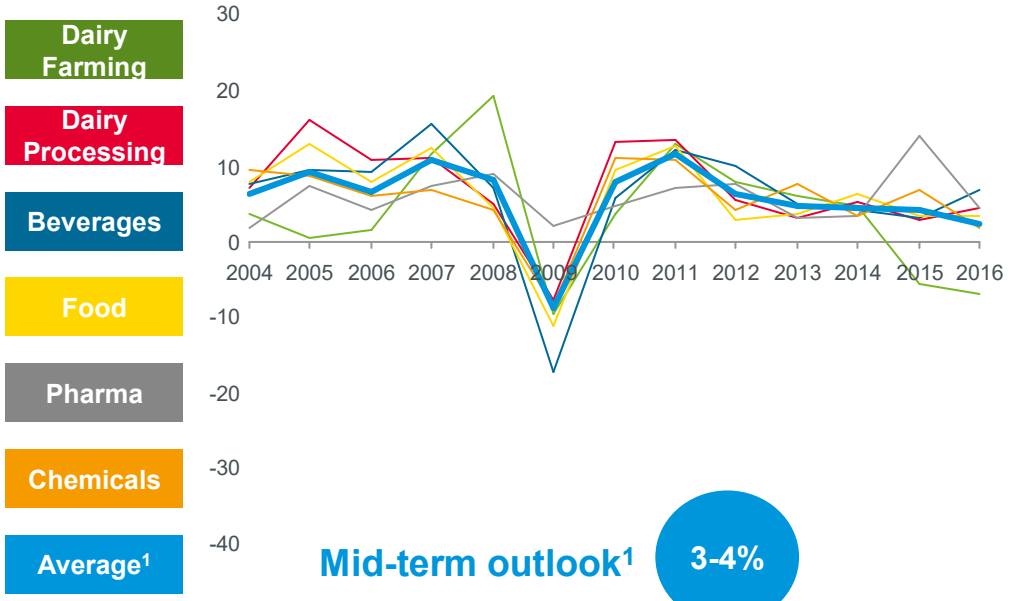
Market development by Industry

yoy growth



Mid-term outlook[1] 3-4%

- Structurally growing market
- Volatile milk prices

- Stable growth of base business
- Larger project business rather cyclical

- Equipment with stable market growth
- Greenfield projects rather cyclical
- Pricing pressure

- Structurally stable market growth
- Differing growth profile across sub-industries

- Global medicine spending growing
- Lower volatility due to increasing regulatory standards

- Rather cyclical market
- Innovations drive demand (e.g. Lithium)

1. Non-weighted average

Source: Capital IQ, VDMA, VCI, Chemdata International, Oxford Economics, McKinsey, IFCN, US Census Bureau, EuroStat, Evaluate Pharma, IHS Markit, IFPM

Exposure to different industries caters on robustness over the various cycles

Strong local presence around the globe

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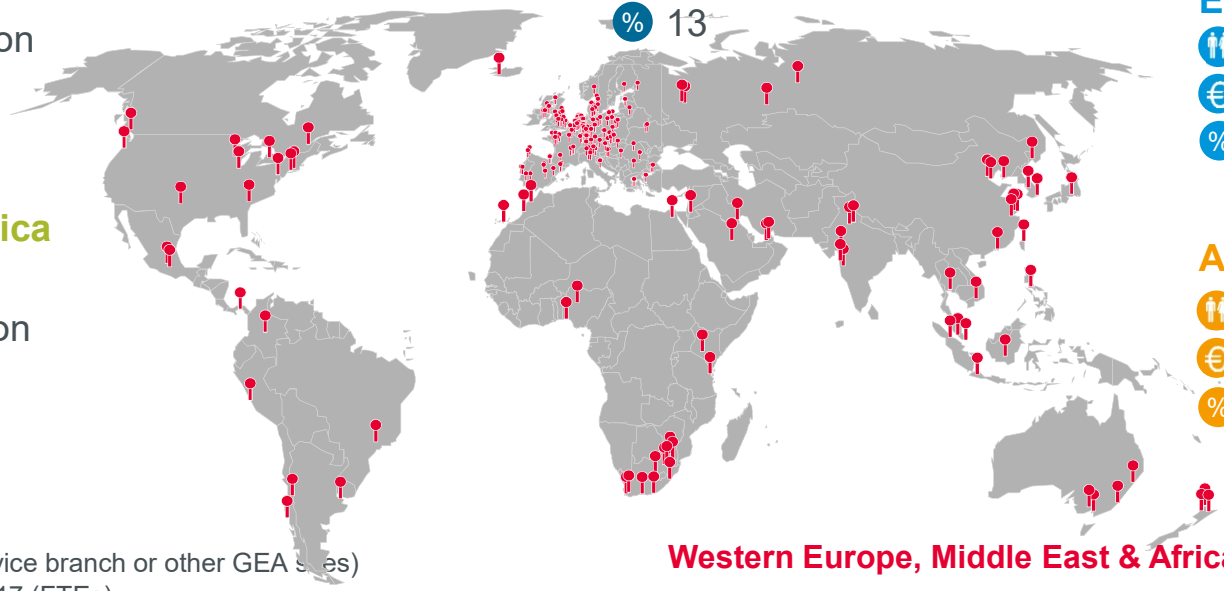
North America
1,763
846 million
18

Latin America
471
317 million
7

North and Central Europe
2,927
583 million
13

DACH & Eastern Europe
6,398
944 million
21

Asia Pacific
2,904
1,027 million
22



GEA locations
(sales office, service branch or other GEA sites)
Employees in 2017 (FTEs)
Revenue in 2017
Regional revenue split in 2017 (only continued operations)

Western Europe, Middle East & Africa
3,401
889 million
19

We implemented significant strategic initiatives…

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Portfolio review and subsequent **disposal** of HX business

Applications, **R**egions, **T**echnology, **E**xcellence set as strategic pillars

Further leverage of OneGEA organization for **growth & efficiency**

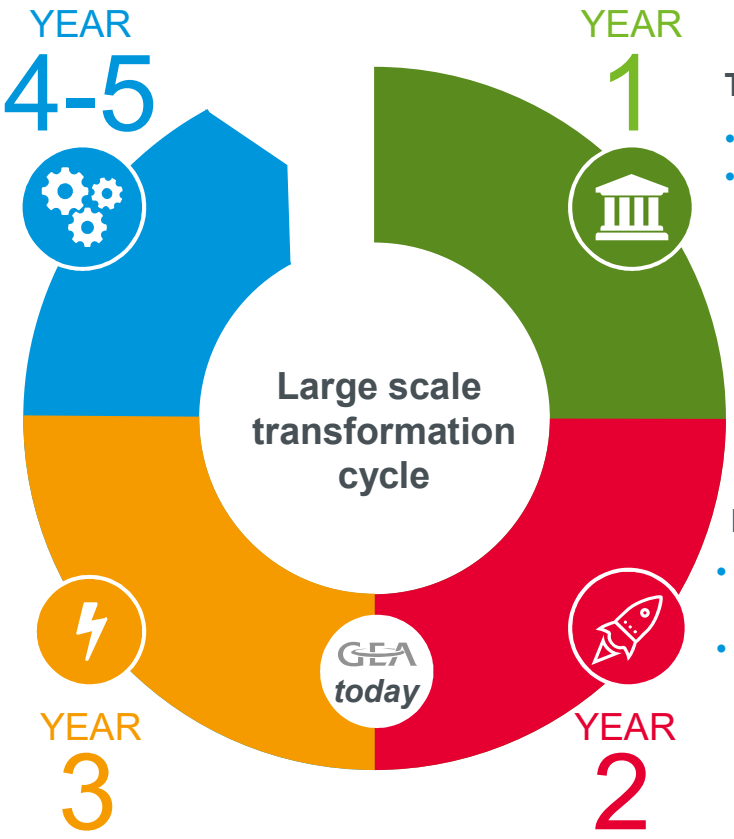
2012 | **2013** | **2014** | **2015** | **2016** | **After 2016**

Formulation of GEA's overall strategic direction & **priorities**

In-depth analysis of >20 industries and prioritization of focus **growth** areas

Transformation into **OneGEA**

Good progress on OneGEA fine-tuning



New structures in operation

- Main adaptations / fine-tune of new structures are done
- Employees are aligned and motivated

Transformation roll-out

- Former structures still operational
- Mind-set shift initiated

Operationalization challenges

- Former structures and responsibilities are gone
- Fine-tuning is taking place

New structures partially operational

- Former structures and responsibilities mostly disappeared
- Managers still getting accustomed to new organization and processes

Employees' voice is heard at GEA

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We captured feedback from nearly all employees…

13,428 participants

56 questions for every employee

2 global benchmarks & **5** national norms

15 languages

>80% response rate

>320 locations in **64** countries

Most improved / declined vs. 2013

- ✓ Customer focus
- ✓ Internal communication
- ? Retention
- ? Company image

> 1,500 measures for improvement developed

… & get support by codetermination

- German works council
- European works council
- Regular exchange with Executive Board
- Codetermination in Supervisory Board

Voice of employees is in the board

Customers appreciate GEA's capabilities

CUSTOMER RATING OF GEA

How would you rate GEA in comparison to this competitor with regard to...

Equipment quality & performance	✓
Reliability	✓
Quality of Aftersales Service	✓
Life-cycle costs	✓
Technological innovation	✓
Scope of supply & offer of full-line solution	✓
Price	-

GEA is better than competitors GEA is worse than competitors

Source: GEA customer satisfaction survey 2016; average sample size across all rating dimensions ~2300 customers

- Customers rate the quality & performance of our technology very high
- Our technological innovation is well-appreciated
- GEA's application know-how is a differentiation factor
- The GEA scope of supply supports our customers' needs

Coherent strategic plan 2018-2022 in place

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GROWTH

- Technology trends
- Global key accounts & cross-selling
- Emerging Markets push
- Sales professionalization
- Mutually rewarding value propositions
- Pricing & discounts harmonization
- Service offering & delivery
- Technology and application innovation

EFFICIENCY

- Productivity increase
- Manufacturing footprint optimization
- Next level of procurement
- Stringent overhead management

CAPITAL ALLOCATION

- Strong focus on free cash flow
- Working capital management
- Prudent capex allocation
- Dividend, buyback, M&A policy
- Portfolio management

ENABLERS

- Improved steering & systems
- New management reporting
- Process and system improvements

Three topics / initiatives drive our growth

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Technology trends

GEA is well positioned to offer technologies to address current trends with particular short-term focus on:

- **Dairy specialty proteins**
- **High-tech dairy**
- **Lithium**
- **Craft brewing**
- **Biopharma**

Key account excellence

GEA continues building up key account management to further strengthen business with global clients

- Strengthen **coordination** of **large regional & global accounts**, especially to support growth in **emerging markets**
- Utilize more systematically GEA's **full portfolio** to cross-sell to large accounts

Further sales professionalization

GEA is performing a review of the sales setup to fully seize growth opportunities in current white spots

- Review and adapt the **route to market**, in line with the strategic ambition tailored to the targeted customer segments
- Review **allocation of sales force** to increase proximity and expertise to our customers

Solid net cash position

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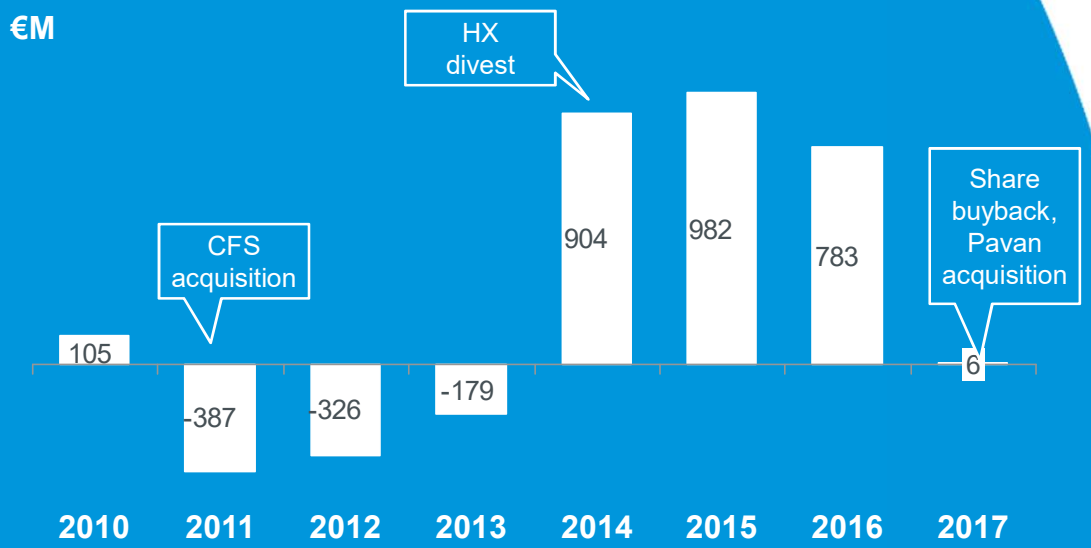
NET CASH (DEBT) POSITION



Robust net cash position:

- €1,030m from disposals
- ca. €1,200m spent on acquisitions
- ca. €900m spent on dividends
- ca. €450m spent on share buyback
- ca. €260m spent on restructuring & Fit for 2020
- €950m spent on capex
- €170m spent on DOP

Solid net cash position that balances well payout to shareholders and invest in GEA development

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Our Management Board

GEA Executive Board

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Jürg Oleas
Chief Executive Officer (CEO)

- Labor Director
- Communication, Marketing & Branding
- Corporate Development
- Human Resources
- Internal Audit
- Legal & Compliance

Dr. Helmut Schmale
Chief Financial Officer (CFO)

- Finance
- Investor Relations
- Tax
- Treasury & Corporate Finance
- Shared Service Center

Steffen Bersch
Member of the Executive Board

- Business Area Equipment

Niels Erik Olsen
Member of the Executive Board

- Business Area Solutions

Martine Snels
Member of the Executive Board

- Regions & Countries

Project “Fit for 2020”: From four stand-alone Segments to two integrated Business Areas

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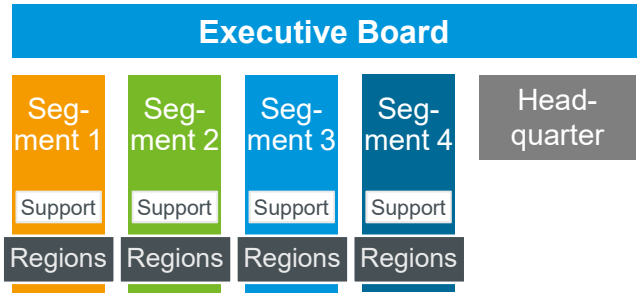
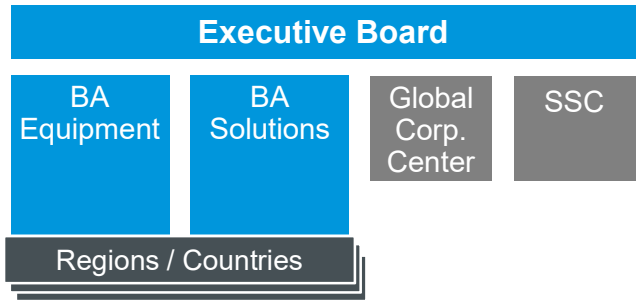
Former organization



- **Stand-alone effective Segments** driving own technologies and market approaches
- **Limited group perspective** and role of the corporate center
- Each Segment with **individual** go-to-market concepts and **regional footprint**

New current organization



- **Bundling of Segments into two BAs** according to business model logic
- **“OneGEA”** in countries as a platform for growth within regions / countries
- Strengthening and streamlining of **global group functions**
- Increased efficiency and standardization in newly established **Shared Service Center**

GEA Executive Board Evolution

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Average	2014	2018	Target
Age	53	55	Balanced (Age limit: 65) ✓
Female Representation	0%	20%	20% ✓
International Representation	25%	60%	At least 2 nationalities ✓

- 2014 - Announcement Strategy „Fit for 2020“
- Mid 2015 – „Go-live“ new OneGEA Organization
  - Breaking out Business Areas Equipment and Solutions to foster operational synergies across technologies and applications, and help achieve functional excellence by standardizing processes.
  - Breaking out Regions & Country Organizations to get closer to the customer and strengthen our sales capabilities, providing a one-stop access for our clients to our entire product and service portfolio in their respective countries.
- 2016
  - Steffen Bersch (Business Area Equipment) and Niels Erik Olsen (Business Area Solutions) take office as new Executive Board Members
  - Focus of managerial roles by absorbing Legal & Compliance, Internal Audit and Human Resources into responsibilities of the CEO
- 2017
  - Martine Snels (Regions & Country Organizations) becomes a new Executive Board Member

➢ Transition from four stand-alone segments to two integrated Business Areas completed

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Our Supervisory Board

GEA Supervisory Board

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Name	Gender	Nationality	Age***	Tenure	Independence*	# Outside Boards**	Audit	Presiding	Nomination	Mediation
Dr. Helmut Perlet	M	Germany	71	13	Independent	1	x	Chair	Chair	Chair
Ahmad M.A. Bastaki	M	Kuwait	60	15	Independent	0		x	x	
Werner J. Bauer	M	Switzerland	68	7	Independent	3		x		x
Hartmut Eberlein	M	Germany	66	9	Independent	0	Chair			
Jean E. Spence	F	United States	61	7	Independent	0			x	
Dr. Molly P. Zhang	F	China	57	2	Independent	2				
Kurt-Juergen Loew	M	Germany	60	12	Employee	0		x		x
Rainer Groebel	M	Germany	65	17	Employee	0		x		
Michaela Hubert	F	Germany	45	2	Employee	0		x		
Michael Kaempfert	M	Germany	53	12	Employee	0	x			
Eva-Maria Kerkemeier	F	Germany	63	7	Employee	0				x
Brigitte Kroenchen	F	Germany	55	4	Employee	0	x			

** Independence Definition according to Section 5.4.2 sentence 2 of the German Corporate Governance Code.*

*** Number of mandates at external public company Boards.*

**** in the course of 2018.*

GEA Supervisory Board Composition

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	2018 Composition	Target*
	Shareholder Representatives	**Full Board**
Age	64	Individual age limit of 70 years at appointment
Tenure	9 years average	Individual term limit: 3
Gender Representation	33%	at least 33%
International Representation	67%	at least 25%
Independence	100%	at least 66% of shareholder representatives
Finance, including • Audit/Accounting/Taxation/Controlling/Corporate Finance • Risk Management • International Asset/Investment Management	50%	at least 1
Industry experience, including • International experience in GEA markets • Experience consumer staples/foods • R&D • Engineering • Production • Supply Chain Management	66%	at least 2
Managerial experience, including • German Board experience • International Board experience • International M&A/integration/joint ventures • Corporate Governance/ Compliance • Human Ressources/ Change Management	100%	at least 2

**The SB members are supposed to have collectively the knowledge, skills and professional expertise required to properly perform their duties.*

GEA Supervisory Board
Main Workstreams on Corporate Governance

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- 2017
  - Continuous Management Board succession planning
  - Performance Review of Supervisory Board
  - Benchmark of Executive Board Remuneration
  - Yearly review of alignment with German Corporate Governance Code
  - For the first time, the auditor also conducted a limited assurance engagement in relation to selected information on the company's sustainability performance (key figures on emissions, occupational health and safety) for the 2017 fiscal year
- Upcoming Agenda
  - Supervisory Board performance review supported by external consultant
  - Continuous Management Board succession planning and performance review
  - Review and amend executive compensation structure to accommodate changes in German Corporate Governance Codex and best practice standards

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Sustainability at GEA

GEA's sustainable value creation strategy targeting all key stakeholder groups

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CUSTOMERS

- Unique engineering capabilities solving complex customer requirements
- Strong innovation for and together with customers
- Customer proximity & one-stop value proposition

EMPLOYEES

- Exciting jobs
- Diverse and inclusive work environment
- Attractive career perspectives
- Environment of trust, fairness and respect

INVESTORS

- Value creation based on growth, efficiency & capital allocation
- Diversified markets robust against cyclicality
- Strong balance sheet and cash generation
- Stringent portfolio management

SOCIETY

- GEA quality contributing to better life of people around the globe
- Energy & water saving for the environment
- Avoidance of negative environmental impacts globally at GEA sites

Sustainability at GEA – This Year...

- Our Sustainability report has been compiled in line with the Standards set by the Global Reporting Initiative (GRI)
- Performance indicators for occupational safety and health as well as emissions have been independently audited for the very first time (AR FY 2017)
- Group-wide compliance activities focus on corruption prevention, antitrust law as well as data protection.
- We reviewed our progress on our „Global Manufacturing Footprint“ project
- On September 7, 2015, the Executive Board of GEA Group Aktiengesellschaft had determined target quotas for women on the first and second management levels below the Executive Board.
  - As of June 30, 2017, the two defined target quotas of 18.1% and/or 23.5% had been exceeded, with a 20% share of women on the first management level and a 28.6% share on the second level.
  - In June 2017, the Executive Board of GEA Group Aktiengesellschaft set target quotas for both management levels of 25% and 30% respectively that are to be achieved by December 31, 2021

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Appendix

Board and Committee Meeting Attendance

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Supervisory Board member	Supervisory Board and Committee meetings	Attendance	Attendance rate
Dr. Helmut Perlet (Chairman)	18	18	100%
Kurt-Jürgen Löw (Deputy Chairman)	13	13	100%
Ahmad Bastaki	13	12	92%
Prof. Dr. Werner Bauer	13	12	92%
Hartmut Eberlein	13	13	100%
Rainer Gröbel	13	13	100%
Michaela Hubert	13	12	92%
Eva-Maria Kerkemeier	8	5	63%
Michael Kämpfert	13	13	100%
Brigitte Krönchen	13	13	100%
Jean Spence	8	8	100%
Dr. Molly Zhang	8	8	100%

Executive Compensation - Structure

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- Fix salary + Variable remuneration components (on target: 100% of fix)
- Variable components:

Variable remuneration component	Target	Weighting	Cap	Overall cap	Assessment period 2015	2016	2017	2018	2019
Individual component	Individual targets	40%	200%	240%			One year		
Multi-year component	Combination of cash flow driver margin and ROCE	40%	250%		Backward-looking (3 years)				
Long-term share price component	Share price in relation to TMI IE	20%	300%				Forward-looking (3 years)		

- Target performance defined at the beginning of the financial year
- Based on vertical and horizontal benchmarking, the Supervisory Board also verified the appropriateness of Executive Board remuneration generally in December 2017.

Executive Compensation – FY 2017

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Disclosure of remuneration decisions for FY 2017 as per Remuneration Report

(EUR)	Fixed remuneration	Variable component			Non-cash benefits	Pension subsidies	Total
		Individual component	Multi-year component	Long-term share price component[1]			
Jürg Oleas	1,250,000	396,500	267,500	244,000	33,172	–	2,191,172
Previous year	1,250,000	400,000	458,000	202,525	43,180	–	2,353,705
Dr. Helmut Schmale	700,000	212,800	149,800	136,640	39,418	7,125	1,245,783
Previous year	700,000	224,000	256,480	113,414	39,418	6,788	1,340,100
Steffen Bersch[2]	570,000	211,128	121,980	111,264	36,879	7,125	1,058,376
Previous year	570,000	182,400	208,848	92,351	34,658	6,956	1,095,213
Niels Erik Olsen[2]	819,014[4]	156,864	121,980	111,264	50,236	–	1,259,358
Previous year	819,014[4]	182,400	208,848	92,351	29,591	-	1,332,204
Martine Snels	675,762[5]	45,130	30,495	55,632	7,516	–	814,535
Previous year	–	–	–	–	–	–	–
Dr. Stephan Petri[3]	–	–	–	–	–	–	–
Previous year	285,000	91,200	104,424	46,176	13,348	3,394	543,542
Total	**4,014,776**	**1,022,422**	**691,755**	**658,800**	**167,221**	**14,250**	**6,569,224**
Previous year	**3,624,014**	**1,080,000**	**1,236,600**	**546,817**	**160,195**	**17,138**	**6,664,764**

Source: Annual Report 2017, p. 75

Management Board CVs

Jürg Oleas - Chief Executive Officer

- On November 1, 2004, Jürg Oleas was appointed CEO of GEA Group Aktiengesellschaft after having served as a member of the Executive Board since joining the group in May 2001.
- In his capacity as a member of the Executive Board, he acts as Labor Director. In addition, he is in charge of the departments Communication, Marketing & Branding, Corporate Development, Human Resources, Internal Audit and Legal & Compliance.
- Before joining the company, he spent nearly 20 years with ABB and the Alstom Group where he held several management positions.
- Jürg Oleas, a Swiss national, was born in Quito, Ecuador, in December 1957. In 1981, he was awarded a Master of Science degree in Mechanical Engineering by the Swiss Federal Institute of Technology in Zurich.

Management Board CVs

Dr. Helmut Schmale - Chief Financial Officer

- Dr. Helmut Schmale is in charge of all finance functions and has been a member of the Executive Board of GEA Group Aktiengesellschaft since April 1, 2009. Furthermore, he is responsible for the Shared Service Center.
- Previously, he held several management positions with GEA over a period of around 16 years. For instance, he served as CFO on the Board of the former Division Energy Technology for 6 years, followed by a 5-year term as President (CEO) of the same division.
- Dr. Helmut Schmale was born in Gelsenkirchen, Germany, in November 1956. He earned his degree in business administration and economics from the Ruhr University Bochum in 1982, where he received his PhD in theoretical macroeconomics in 1986.

Management Board CVs

Steffen Bersch - Member of the Executive Board

- Steffen Bersch joined the Executive Board of GEA Group Aktiengesellschaft on January 1, 2016, and is in charge of the Equipment Business Area.
- Holding various management positions at GEA, Steffen Bersch has been with the company since the year 2000. Amongst others, he spent several years as Managing Director for GEA Middle East in Dubai, United Arab Emirates, and also acted as President of a business unit in the separator division. Until recently, he held the position of Executive Vice President of the Equipment Business Area.
- Steffen Bersch was born in Wattenscheid, Germany, in June 1969. He is a graduate food technologist with a focus on biotechnology.

Management Board CVs

Niels Erik Olsen - Member of the Executive Board

- Niels Erik Olsen has been a member of the Executive Board of GEA Group Aktiengesellschaft since January 1, 2016, and is responsible for the Solutions Business Area.
- Niels Erik Olsen, who until recently acted as Executive Vice President of the Solutions Business Area, joined the company in 1991. Ever since, he has held various management positions within GEA, inter alia in Singapore, China, the USA and Denmark, and was appointed to the Management Board of the former GEA Process Engineering Segment in 2010.
- Niels Erik Olsen, a Danish national, was born in Guldborgsund, Denmark, in September 1966 and holds a Master of Science degree in Mechanical Engineering from Technical University of Denmark.

Management Board CVs

Martine Snels - Member of the Executive Board

- Martine Snels joined the Executive Board of GEA Group Aktiengesellschaft on October 1, 2017, and is responsible for GEA's regions and countries organization.
- Martine Snels is Belgian by nationality and has held a number of management positions in various multinational companies in the food and agricultural sector. She brings more than 20 years of global business experience while being based in Belgium, Singapore and the Netherlands. Until recently, she acted as Chief Operating Officer (COO) Ingredients and member of the Executive Board at Royal FrieslandCampina N.V.
- She was awarded a Master of Science degree in Agricultural Engineering and studied Mathematics, and was born in Hoogstraten, Belgium, in February 1969.

Supervisory Board CV – Dr. Helmut Perlet

Chairman of the Supervisory Board of GEA Group Aktiengesellschaft
* Planegg, April 9, 1947

Education

1968 – 1971	Training for higher service in the financial administration
1978 – 1982	Degree in Business Administration at Ludwig-Maximilians-Universität, Munich
1983 – 1985	PhD at Freie Universität Hamburg
2007 – 2012	Honorary Professor at the Humboldt-Universität Berlin

Summary of work experience

1971 – 1972 Munich Tax Office, Department for Insurance Companies and Banks

1973 – 2009 Allianz Group, i.a.

- Establishment and management of the Foreign Tax Department
- Head of Corporate Finance Department (non-domestic)
- Head of the Group departments Planning and Controlling, Accounting as well as Tax
- From 1997 Member of the Management Board of Allianz SE and Chief Financial Officer of Allianz Group

Membership of statutory German supervisory boards

- Chairman of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf
- Supervisory Board member of Commerzbank AG, Frankfurt am Main

Membership of comparable German or foreign supervisory bodies of business entities

- None

Supervisory Board CV - Ahmad M. A. Bastaki

Executive Director, Planning and Senior Management, Kuwait Investment Authority
* India, August 28, 1958

Education

1979 – 1981	Bachelor of Commerce, Sydenham College of Commerce and Economics
1982	Washington Campus Program, Washington, DC
1981 – 1983	Master in Business Administration, Fisher College of Business, Ohio State University

Summary of work experience

06/1983 – 01/1985	Brand Assistant, Procter & Gamble International (Modern Industries Co.)
01/1985 – 02/1986	Lieutenant, Kuwait Reserve Force
02/1986 – 01/1988	Assistant Manager – Credits, Kuwait Foreign Trading Contracting and Investment Co. (KFTCIC)
01/1988 – 01/1989	Assistant Vice President – Credits, KFTCIC
01/1989 – 06/1991	Vice President – Credits, KFTCIC
06/1991 – 04/2006	Director, Department of the Office of the Managing Director, Kuwait Investment Authority (KIA)
06/2003 – 04/2006	Acting Director, American Investment Department, KIA
04/2006 – 12/2014	Executive Director, Office of the Managing Director, KIA
12/2014 – today	Executive Director, Planning and Senior Management (including Office of the Managing Director), KIA

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf

Membership of comparable German or foreign supervisory bodies of business entities

- None

Supervisory Board CV - Prof. Dr. Werner J. Bauer

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Member of the Supervisory Board of GEA Group AG
* Switzerland, December 25, 1950

Education

1070-1980	Chemical Engineering, Diploma and PhD, University Erlangen-Nürnberg

Summary of work experience

1980 – 1985	Professor in Chemical Engineering, Technical University, Hamburg
1985 – 1990	Director Fraunhofer Institute for Food Technology & Packaging Tenure as Professor of Food Process Engineering, Technical University of Munich
1990 – 1996	Head of Nestlé Research, Lausanne (Switzerland)
1996 – 1998	Head of Nestlé Research and Development, Vevey
1998 – 2000	Technical Manager, Nestlé Southern and Eastern Africa Region
2000 – 2002	Commercial Director, Nestlé Southern and Eastern Africa Region
2002 – 2007	Executive Vice President, Nestlé SA, Head of Technical, Production, Environment, Research & Development
2007 – 2013	Executive Vice President, Nestlé SA Head of Innovation, Technology, Research & Development

Membership of statutory German supervisory boards

- Supervisory Board member of GEA Group Aktiengesellschaft, Düsseldorf
- Chairman of the Supervisory Board of Nestlé Deutschland AG, Frankfurt am Main
- Deputy Chairman of Supervisory Board of Bertelsmann SE & CO. KGaA and of Bertelsmann Management SE, Gütersloh

Membership of comparable German or foreign supervisory bodies of business entities

- Member of the Board of Directors of Lonza S.A., Basel, Switzerland
- Deputy Chairman of the Board of Directors of Givaudan S.A., Vernier, Switzerland

Supervisory Board CV - Hartmut Eberlein

Chairman of the Audit Committee of GEA Group Aktiengesellschaft
* Wesel, August 14, 1952

Education

1976	Diplom-Volkswirt (Master of Economics), Universität Freiburg

Summary of work experience

1978 – 1986	Coopers & Lybrand Wirtschaftsprüfung, Essen
1986 – 1989	Head of Accounting, Klöckner-Humboldt-Deutz AG, Cologne
1989 – 2004	Head of Accounting, Finance, M&A and Investor Relations (jointly and in different combinations), Continental AG, Hanover
2005 – 2009	Executive Board member and CFO, GEA Group Aktiengesellschaft, Bochum
Since 2009	Member of the Supervisory Board of GEA Group Aktiengesellschaft
Since 2011	Chairman of the Audit Committee of the Supervisory Board of GEA Group Aktiengesellschaft

Membership of statutory German supervisory boards

- Member of the Supervisory Board and Chairman of the Audit Committee of GEA Group Aktiengesellschaft, Düsseldorf

Membership of comparable German or foreign supervisory bodies of business entities

- None

Supervisory Board CV - Rainer Gröbel*

Diplom-Volkswirt" (Master of Economics)
Head of HR with the IG Metall Management Board
* December 21, 1953, Berlin

Education

2016	Senior Management Program of the University of St. Gallen
1969 – 1972	Apprenticeship Industrial Management Assistant at Hartmann und Braun AG in Frankfurt/M.
1975 – 1980	Study of Economics at Goethe University Frankfurt/M. – Degree: "Diplom-Volkswirt" (Master of Economics)

Summary of work experience

1981 – 1984	Union Secretary at IG Metall, Administrative Office Frankfurt/ M.
1985 – 1989	Head of Department within the framework of the Business Organization and Communication Structures Project with the IG Metall Management Board
1989 – 1997	Regional Secretary at the Frankfurt Regional Office the Frankfurt RegioO of IG Metall (Hesse, Rhineland-Palatinate, Saarland and Thuringia)
1998 – 2008	Functional Head HR with the IG Metall Management Board
2006 – 2008	Additional responsibility: Functional Head Coordination of Management Board Tasks with the IG Metall Management Board
since 2009	Additional responsibility: Project Manager of the "IG Metall 2009" Project designed to completely overhaul the structures and working processes of IG Metall
2009 – 2015	Functional Head Organization and Human Resources with the IG Metall Management Board
since 2016	Functional Head Human Resources with the IG Metall Management Board
since 2015	Managing Director at the Academy of Labour gGmbH, Frankfurt am Main

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf
- Deputy Chairman of the Supervisory Board of Schunk GmbH since 1991

Membership of comparable German or foreign supervisory bodies of business entities

- Chairman of the Board of Trustees of "Europäische Akademie der Arbeit" (European Academy of Work) in Frankfurt since December 2014

*Employee Representative

Supervisory Board CV - Michaela Hubert*

Service Engineer, GEA Brewery Systems GmbH, Kitzingen
* December 15, 1973, Schweinfurt

Education

1991 – 1997	Apprenticeship Technical Draftswoman specializing in mechanical engineering Hrch. Huppmann GmbH, Kitzingen

Summary of work experience

1997 – 1998	Technical Draftswoman Hrch. Huppmann GmbH, Kitzingen
1998 – 2002	Technical Clerk on the MILLSTAR™ product team Hrch. Huppmann GmbH, Kitzingen
2002 – 2009	MILLSTAR™ Project Manager Huppmann GmbH, Kitzingen
2009 – 2011	MILLSTAR™ Project Manager GEA Brewery Systems GmbH, Kitzingen formerly Huppmann GmbH, Kitzingen
2011 – 2015	MILLSTAR™ Product Manager GEA Brewery Systems GmbH, Kitzingen
since 2015	Service Engineer GEA Brewery Systems GmbH, Kitzingen

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf

Membership of comparable German or foreign supervisory bodies of business entities

- None

*Employee Representative

Supervisory Board CV - Kurt-Jürgen Löw*

Chairman of the Group Works Council
* November 16, 1958, Moschheim

Education

1973 – 1976	Apprenticeship Cutting Machine Operator Westfalia Separator AG, Niederahr

Summary of work experience

1976 – 1984	Cutting Machine Operator Westfalia Separator AG, Niederahr
1984 – 2010	Chairman of the Works Council Westfalia Separator AG, Niederahr
since 1993	Member of the Supervisory Board Westfalia Separator AG, Oelde
since 1998	Member of the Group Works Council GEA AG
since 2000	Member of the Supervisory Board GEA AG, Bochum
since 2002	Member of the Group Works Council mg technologies ag, now GEA Group AG
since 2006	Member of the Supervisory Board GEA Group AG, Bochum
since 2010	Chairman of the General Works Council GEA Westfalia Separator Group GmbH, Oelde
since 2010	Deputy Chairman of the Group Works Council GEA Group AG, Bochum
since 2012	Deputy Chairman of the Supervisory Board GEA Westfalia Separator Group GmbH, Oelde
since 2014	Chairman of the Group Works Council GEA Group Aktiengesellschaft, Düsseldorf

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf Deputy Chairman
- Member of the Supervisory Board of GEA Westfalia Separator Group GmbH, Oelde Deputy Chairman

Membership of comparable German or foreign supervisory bodies of business entities

- None

*Employee Representative

Supervisory Board CV – Michael Kämpfert*

Head of HR Region DACH & EE
* July 2, 1965, Bielefeld

Education

1987 – 1992	Bielefeld University of Applied Sciences (UAS) Business Administration Degree: “Diplom-Betriebswirt” (Master of Business Administration) (UAS)

Summary of work experience

1986 – 1987	Commercial internship at Hugo Boss AG
1993 – 1996	Head of HR at Spilker GmbH
1996 – 1998	Head of Personnel Controlling at GEA Group AG
1998 – 2000	Head of Executive Development and Support at GEA Group AG
2000 – 2012	Head of Human Resources at GEA Group AG
2012 – 2015	Member of the Segment Board and Vice President Human Resources and Legal Affairs at GEA Food Solutions GmbH
since 2015	Head of Human Resources Region DACH & EE Region at GEA Group AG

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf

Membership of comparable German or foreign supervisory bodies of business entities

- None

*Employee Representative

Supervisory Board CV - Eva-Maria Kerkemeier*

* August 15, 1955, Wanne-Eickel

Summary of work experience

1974 – 1984	Secretary & Interpreter Quality Assurance GEA Apparatebau
1984 – 1990	Trade Union Secretary IG Metall, Herne
since 2004	Senior Authorized Representative & Cashier Administrative Office Herne
since 2005	Member of the Advisory Board of IG Metall (Industrial Union of Metalworkers)
since 2011	Member of the Supervisory Board GEA Group Aktiengesellschaft, Düsseldorf

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf

Membership of comparable German or foreign supervisory bodies of business entities

- None

*Employee Representative

Supervisory Board CV - Brigitte Krönchen*

Commercial Clerk
* April 2, 1963, Oelde

Education

1979 – 1982	Apprenticeship Industrial Management Assistant Westfalia Separator AG, Oelde

Summary of work experience

1982 – 1996	Clerk – Advertising Department Westfalia Separator AG, Oelde
1996 – 2005	DTP Specialist (graphic design) - Marketing Department Westfalia Landtechnik GmbH, Oelde
2005 – 2010	Art Director - Marketing & Communication Department GEA Farm Technologies GmbH, Bönen
since 2010	Deputy Chair of the Works Council GEA Farm Technologies GmbH, Bönen
since 2014	Deputy Chair of the Group Works Council GEA Group Aktiengesellschaft, Düsseldorf
since 2010	Lay judge at Dortmund Social Court

Membership of statutory German supervisory boards

- Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf
- Supervisory Board of GEA Farm Technologies GmbH, Bönen

Membership of comparable German or foreign supervisory bodies of business entities

- None

*Employee Representative

Supervisory Board CV – Jean E. Spence

Management Consultant, President, JES Consulting LLC, USA
* Brooklyn, NY, November 6, 1957

Education

1979	Bachelor of Science, Chemical Engineering, Clarkson University, Potsdam, NY
1985	Master of Engineering, Chemical Engineering, Manhattan College, New York, NY

Summary of work experience

1979 – 1981	Soap Process Supervisor, Procter & Gamble, USA
1981 – 1991	Research Section Manager, Maxwell House, General Foods USA
1991 – 1994	Human Resources Director, General Foods USA
1994 – 1996	Director of Quality Assurance, General Foods, USA
1996 – 1999	Vice President, R&D, Beverages & Desserts, Packaging, Applied Research, Kraft Foods, USA
1999 – 2003	Senior Vice President, Worldwide Quality, Scientific Affairs & Compliance, Kraft Foods, USA
2004 – 2012	Executive Vice President, Research, Development & Quality (Global Technology and Quality), Kraft Foods Global, Inc. USA
2012 – 2015	Executive Vice President, Research, Development & Quality (Global Technology and Quality), Mondelez International, Inc. USA
2015 – today	Management Consultant, President, JES Consulting LLC, USA

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf

Membership of comparable German or foreign supervisory bodies of business entities

- None

Supervisory Board CV – Dr Molly P. Zhang

Member of the Supervisory Board of GEA Group Aktiengesellschaft
* Shanghai, 24 June 1961

Education

1986	Diploma Degree in Chemistry, Technical University of Clausthal, Germany
1988	PhD in Chemical Engineering, Technical University of Clausthal, Germany

Summary of work experience

1989 – 1994	Process Engineer, Production Supervisor, Dow Stade GmbH, Germany
1994 – 1996	Plant Manager, Propylene Oxide, Probylene Glycol, Utilities, Environmental facilities, Zhejian Pacific Chemical Company, Joint Venture between Dow and Chinese partner, Ningbo, China
1996 – 1999	Plant Manager, Propylene Oxide/Propylene Glycol, Freeport, Texas, USA
1999 – 2002	Global Technology Director (Chlorohydrine platform), Freeport, Texas, USA
2002 – 2006	Manufacturing Director and Site Director, Board Member, SCG-Dow Group, Map Ta Phut, Thailand
2006 – 2009	Global Business Vice President for Dow Technology Licensing & Catalyst; Head of Manufacturing, Asia Pacific, Shanghai, China Board Member: Univation Technologies LLC (Joint Venture between Dow and Exxon Mobil), Houston, USA
2009 – 2011	Managing Director, SCG-Dow Group, Country General Manager, Dow Thailand, Bangkok, Thailand Board Member for the following Joint Venture companies: • SCG-Dow group (A group of Joint Ventures between Dow and Siam Cement), Bangkok, Thailand • MTP HP Company (Joint Venture between Dow and Solvey), Map Ta Phut Thailand • Rayong Olefines Company (Multiparty Joint Venture), Rayong, Thailand • Map Ta Phut Olefins company (Joint Venture between Dow and Siam Cement), Map Ta Phut, Thailand
2011 – 2016	ORICA, Singapore and Denver, USA
2011 – 2012	General Manager, Global Manufacturing and Supply Chain for Orica Mining Service Business, Singapore
2012 – 2015	Manufacturing Executive for Mining Systems/Vice President for Initiation Systems and Packaged Emulsion Manufacturing, Singapore
2016 – 13.10.16	Vice President, Asset Management, Orica Ltd., Denver, USA

Non Executive Director Experience

2014 – 2015	Non-Executive Director, Inenco Group, Sydney, Australia

Membership of statutory German supervisory boards

- Member of the Supervisory Board of GEA Group Aktiengesellschaft, Düsseldorf

Membership of comparable German or foreign supervisory bodies of business entities

- Independent board member for Cooper Standard Holdings, Inc.
- Independent board member for XG Sciences, Inc.
- Independent board member of Newmont Mining Corporation

AGM Agenda 2018

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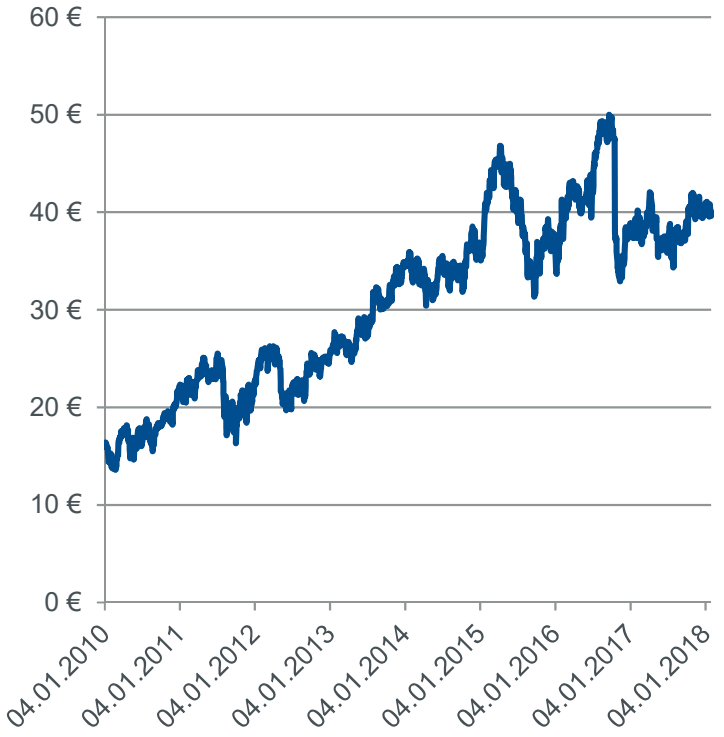
#	Agenda Item
1	Presentation of the annual financial statements and the consolidated annual financial statements, the management report and the report of the Supervisory Board for the year 2017
2	Allocation of Profits/Dividends
3	Discharge of Management Board
4	Discharge of Supervisory Board
5	Approval of Auditor
6	Authorization to Acquire and Use Treasury Stock

Our share

Securities identification number	660200
ISIN number	DE0006602006
Stock indices	MDax, HDax, CDax, Midcap Market, Dow Jones Euro Stoxx, Euro Stoxx TMI Industrial Engineering, Dow Jones Euro Stoxx Mid, Dow Jones Euro Stoxx Industrial Goods and Services, Dow Jones Stoxx 600, Dow Jones Industrial Goods and Services, Dow Jones Stoxx Mid 200, Prime All Share, Prime Industrial, Classic All Share, NRW-Mix 50, MSCI World ESG, MSCI ACWI ESG
Segment	Prime-Standard
Stock exchanges	Xetra, Frankfurt, Stuttgart, Munich, Düsseldorf, Berlin, Hamburg, Hannover
Information on stock	Reuters: G1AG.DE; Bloomberg: G1A:GR; Xetra: G1A.DE
Shares issued	192.5 million (January 31, 2018)
Market capitalization	7.7 billion (January 31, 2018)

GEA share price development since 2010



Key figures and change YoY Q4 2017

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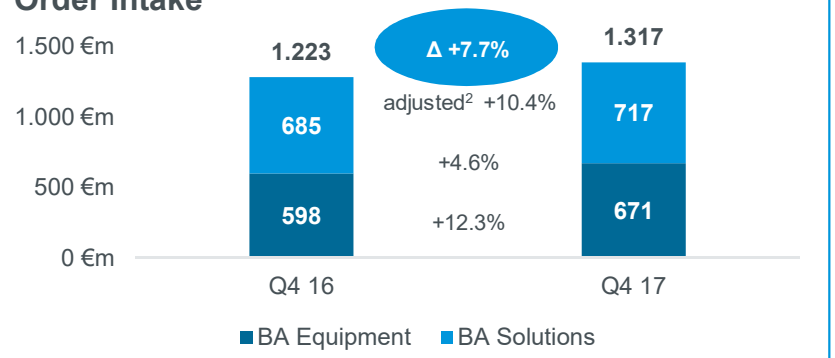
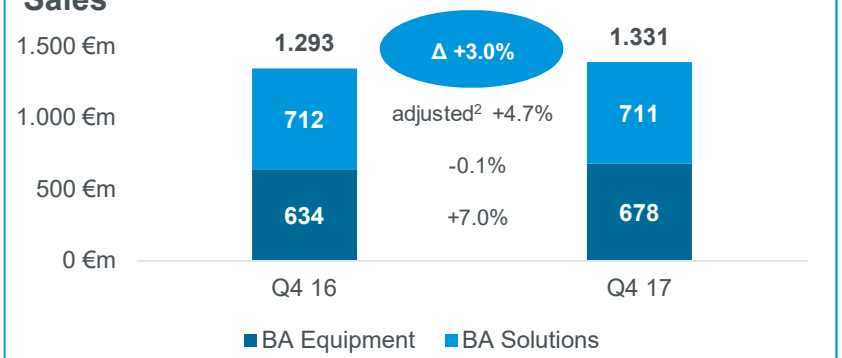
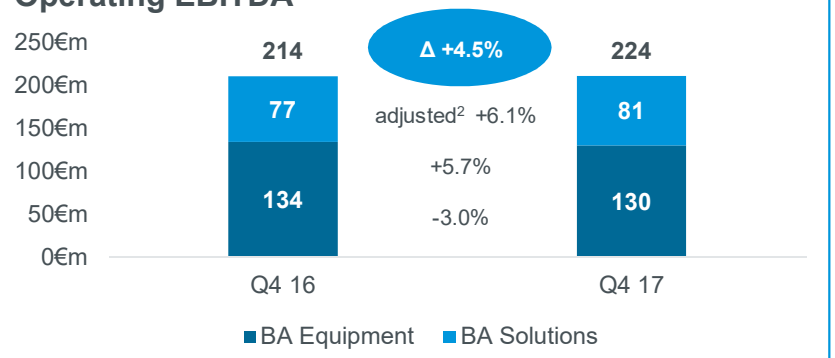
Order Intake



Sales



Operating EBITDA[1]



Operating EBITDA Margin[1]

	Q4 16	Q4 17	Δ YoY
BA Equipment	21.1%	19.2%	-197 bps
BA Solutions	10.8%	11.4%	64 bps
GEA Group	**16.6%**	**16.8%**	**25 bps**

[1] including bottling charges of €9m in Q4 16 and -€2m (provision release) in Q4 17; [2] Adjusted = before currency translation and structural effects;
Please note that the differences between the sum of the BAs and the Group are explained by consolidation/others

Digitalization of internal processes is also tackled

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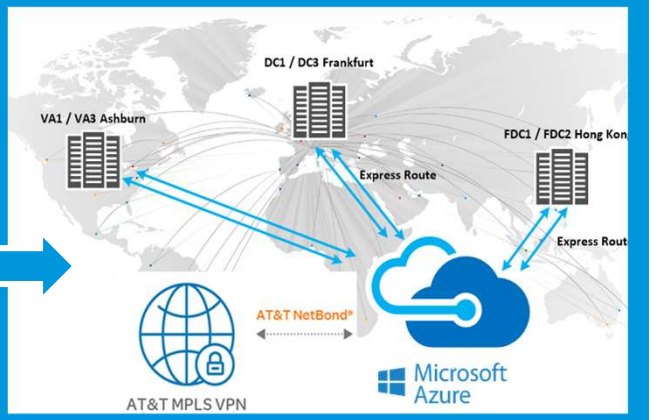
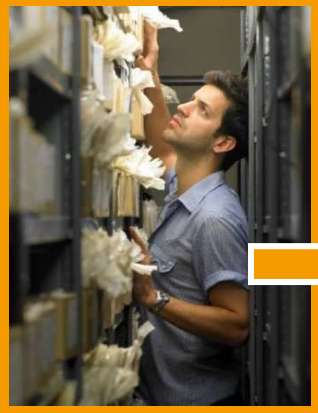
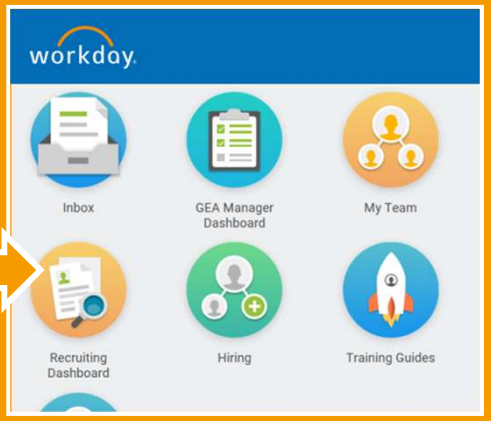
IT FOUNDATION



IT infrastructure in Cloud

DIGIDIGITAL BUSINESS PROCESSES





Cloud-based Workday HR system

Equipment new machines business

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Customer …		Our GEA answer is…
… plans to introduce **insulin** to the market		… GEA supplies various **separators** for separation of various substances throughout the production process
… wants to reduce the **energy** consumption of its juice line & improve product **viscosity**		… the most powerful GEA **homogenizer** on earth saving 7% energy
… seeks to switch from **conventional** to **automated** milking on its farm		… the state-of-the-art GEA **DairyProQ** rotary parlor with 28-80 milking stations

Solutions projects business

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Customer …		Our GEA answer is…
… plans a **greenfield** plant for instant coffee		… GEA **complete line** solution for instant coffee
… wants to diversify product portfolio with high-value add product of **bacterial culture**		… GEA solution for a number of **complete lines**
… seeks a more efficient solution to process **aloe vera** for use in personal care, nutraceuticals and food		… GEA **spray drying** solution for high-quality powder

Service business of Equipment & Solutions

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Customer …	Our GEA answer is…
… has an **urgent problem** with a one of the milk lines in Chile and needs immediate support	… GEA **24/7 local** support offered by experienced service engineers
… seeks **de-bottle-necking** of an older plant in order to increase output by 10%	… GEA **upgrades & optimizes** customers' plants
… increase **uptime or yield** of a plant	… GEA **service team** supports with the right solution

Sustainability at GEA – Our Compliance Framework

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- “Anti Corruption Guideline”: As an international group, we emphasise our efforts against corruption
- “Sustainable value creation at GEA”: our group-wide, binding commitment to sustainability and social responsibility by continuously optimizing the economic, ecological and social impact of our actions
- “Codes of conduct”: GEA and the European Works Council agreed general principles of social corporate responsibility laying down ethical, social and legal standards binding for all employees
  - The Code of Conduct and the general principles of social corporate responsibility constitute a globally applicable and uniform policy governing the areas of Quality, Health, Safety & Environment (“QHSE”). The Code of Conduct, the Anti-Corruption Guideline, the QHSE policy and further information are published on GEA’s website under Investors/Corporate Governance.
- Integrity System: Since December 1, 2014, GEA has relied on a globally implemented internet based Integrity System allowing GEA employees and independent third parties to report suspected compliance infringements or violations of the GEA codes of conduct.
- GEA has a worldwide operational export control organization.

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