

Compensation System for Members of the Supervisory Board of All for One Group SE

Compensation for the members of the supervisory board is governed by Section 113 (1) sentence 2 of the German Stock Corporation Act (Aktengesetz, AktG) and is specified in the articles of association or approved by the annual general meeting. Pursuant to Section 113 (1) sentence 3 AktG, this compensation is to be commensurate with the duties of the supervisory board members and with the state of the company.

The resulting compensation system for members of the supervisory board of All for One Group SE is described below.

Procedure for reviewing compensation

Until now, the supervisory board has been reviewing at irregular intervals whether the structure and amount of its compensation are still appropriate.

Following an amendment to the German Stock Corporation Act with the enactment of the Act Implementing the Second Shareholders' Rights Directive (ARUG II) specifying approval at regular intervals – at least every four years – of the compensation system by the annual general meeting, the supervisory board intends to conduct an in-depth review of its compensation in future in preparation for the adoption by the annual general meeting of the corresponding resolution. This review will also take place at least every four years. If a need to amend the compensation system for the supervisory board arises, the management and supervisory board will submit a corresponding proposal to the annual general meeting for approval.

Specific details of the compensation system

The annual general meeting determines the compensation payable to the supervisory board, which was last changed at the annual general meeting on 15 March 2018 to take effect from financial year 2017/18 onwards. Each member of the supervisory board receives annual fixed compensation of EUR 12,500 (plus any value-added tax that may be owed), which is payable at the end of the financial year and for the first time at the end of the financial year 2017/18. The chairman of the supervisory board receives four times the abovementioned fixed compensation. The deputy chairman receives two times the abovementioned fixed compensation to reflect the increased organisational and administrative workload and particular responsibility associated with the position. To compensate for the increased preparation and workload required, members of the supervisory board also receive compensation for their committee work, as follows:

- a) All ordinary committee members receive a fixed fee of EUR 3,000 p.a. for each committee membership (plus any value-added tax that may be owed).
- b) The chairman of a committee receives four times the above committee membership compensation. The compensation for the supervisory board is paid in the following financial year. Pursuant to Article 12 (3) of the articles of association, the company may, moreover, take out appropriate D&O insurance for the members of the supervisory board. The company currently exercises this option. In addition, the company reimburses reasonable expenditure for training and upskilling the members of the supervisory board (Article 12 (4) of the articles of association).