



**Formycon AG  
Munich**

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**Annual General Meeting on 18 June 2025**

**Compensation System for the Members of the Supervisory Board**

**1. Determination of the compensation by the General Meeting**

The compensation of the members of the Supervisory Board is approved by the General Meeting in accordance with Article 10 (1) sentence 2 of the Company's Articles of Association. The compensation of the members of the Supervisory Board was last determined by the Annual General Meeting on 12 June 2024 under agenda item 8 as follows:

- "a) *The members of the Supervisory Board will receive a fixed remuneration of EUR 30,000.00 for the relevant financial year of the Company. The Chairman of the Supervisory Board will receive a fixed remuneration of EUR 80,000.00 and the Deputy Chairman will receive a fixed remuneration of EUR 50,000.00 for the relevant financial year of the Company.*
- b) *In addition, the members of the Supervisory Board will receive a fixed remuneration of EUR 5,000.00 for their committee activities for the relevant financial year of the Company. The Chairman of the Audit Committee will receive a fixed remuneration of EUR 15,000.00 and the Chairman of the Nomination and Remuneration Committee will receive a fixed remuneration of EUR 10,000.00 for the relevant financial year of the Company.*
- c) *Furthermore, each member of the Supervisory Board and each member of a committee will receive an attendance fee of EUR 1,000.00 per meeting of the Supervisory Board or committee, up to a maximum of eight meetings per financial year; the Chairman of the Supervisory Board and each Chairman of a committee will receive an attendance fee of EUR 1,500.00 per meeting of the Supervisory Board or committee, up to a maximum of eight meetings per financial year. The above also applies to attendance in meetings held in the form of a telephone conference or by other electronic means of communication, as well as to the connection of meetings by telephone or other electronic means of communication.*

- d) *The remuneration is payable after the end of the relevant financial year. Members of the Supervisory Board who only belong to the Supervisory Board for part of a full financial year or who hold office as the Chairman of the Supervisory Board or of a committee or as Deputy Chairman will receive a pro rata share of such remuneration."*

## 2. Contribution of compensation to the promotion of business strategy and long-term development

The compensation system complies with the requirements of the German Corporate Governance Code in the version dated 28 April 2022.

In accordance with suggestion G.18 sentence 1 of the German Corporate Governance Code, only fixed compensation components plus reimbursement of expenses are provided for. Variable, performance-related compensation components are not included. The fixed compensation strengthens the independence of the Supervisory Board members and thus makes a contribution "to the long-term development of the company" (see section 87a (1) sentence 2 no. 2 AktG).

At the same time, the compensation system incentivises Supervisory Board members to proactively work to "promote the business strategy" (see section 87a (1) sentence 2 no. 2 AktG) by taking appropriate account in accordance with recommendation G.17 of the German Corporate Governance Code of the greater time commitment of the Chairperson of the Supervisory Board, who is particularly closely involved in discussing strategic issues, and the Deputy Chairperson of the Supervisory Board as well as the Chairperson and members of committees.

## 3. Compensation components

The fixed compensation components, i.e. the basic compensation, the additional compensation for committee activities and the attendance fee, are as follows:

	Chairperson of the Supervisory Board	Deputy Chairperson of the Supervisory Board	Regular Member of the Supervisory Board
<b>Basic Compensation</b> (per fiscal year)	EUR 80,000.00	EUR 50,000.00	EUR 30,000.00

	Chairperson of the Audit Committee	Chairperson of the Nomination and Remuneration Committee	Regular Member of a Committee
<b>Compensation for Committee Activities</b> (per fiscal year)	EUR 15,000.00	EUR 10,000.00	EUR 5,000.00
	Chairperson of the Supervisory Board/ a Committee	Regular Member of the Supervisory Board/ a Committee	
<b>Attendance Fee</b> (per meeting)	EUR 1,500.00 (max. EUR 12,000.00 per fiscal year)	EUR 1,000.00 (max. EUR 8,000.00 per fiscal year)	

In the event that a member of the Supervisory Board is not a member of the Supervisory Board for the entire fiscal year, the compensation is granted *pro rata temporis*.

Furthermore, the Company shall reimburse to the members of the Supervisory Board the expenses reasonably incurred in the exercise of the office as well as any value added tax payable on the compensation and reimbursement of expenses.

Finally, the members of the Supervisory Board are included in a financial loss liability insurance policy maintained by the Company at the Company's expense, insofar as such a policy exists.

#### 4. No variable compensation, no compensation-related legal transactions

Since the compensation system does not include any variable compensation components, disclosures pursuant to section 87a (1) sentence 2 no. 4, 6, 7 AktG are not required.

The compensation of the Supervisory Board members is determined by resolution of the General Meeting, meaning that no contractual compensation-related legal transactions within the meaning of section 87a (1) sentence 2 no. 8 AktG have been concluded.

#### 5. Deferral periods

The compensation is paid after the end of each fiscal year. There are no deferral periods for the payment of compensation components.

## **6. Inclusion of the compensation and employment conditions of employees**

The compensation and employment conditions of the employees were not taken into account when determining the compensation system.

## **7. Determination, implementation and review of the compensation system**

The compensation system and the specific compensation of the members of the Supervisory Board are determined by the General Meeting, which adopts a resolution on the compensation of the members of the Supervisory Board at least every four years in accordance with section 113 (3) AktG. A confirmatory resolution is permissible and requires a simple majority of votes. If the General Meeting does not pass a resolution of approval, a revised compensation system must be presented for resolution at the following Annual General Meeting at the latest. A material change to the compensation system and the compensation of the members of the Supervisory Board requires a resolution with a simple majority of votes.

The compensation of the Supervisory Board is regularly reviewed by the Management Board and the Supervisory Board itself. In particular, the time required, the scope of the tasks and the financial situation of the Company are taken into account; furthermore, the compatibility of the compensation with any legal requirements, the recommendations of the German Corporate Governance Code, the expectations of the capital market and the market appropriateness of the compensation. Should the Management Board and Supervisory Board see cause for a change, they will propose an adjusted compensation system to the General Meeting. The compensation system is submitted to the General Meeting for approval at least every four years. There have been no conflicts of interest in connection with the Supervisory Board's compensation system in the past. Conflicts of interest in the review of the compensation system are counteracted by the statutory system of competences, as the final decision-making authority on Supervisory Board compensation is assigned to the General Meeting and a proposal for a resolution is submitted to it by both the Management Board and the Supervisory Board, meaning that a system of mutual control is already provided for in the statutory provisions. In addition, the general rules for conflicts of interest apply, according to which such conflicts must be disclosed and dealt with appropriately.

In addition, subject to the statutory requirements, shareholders have the opportunity to make the compensation system and the compensation of the members of the Supervisory Board, including any proposed changes, an item on the agenda of a General Meeting or to submit corresponding (counter-)motions.