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AGILE SCIENCE PURE RESULTS

Alzchem Group AG





# REMUNERATION REPORT 2022

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# 1. Preliminary remark

In accordance with the requirements of sec. 162 AktG, a remuneration report on the remuneration of the Management Board and Supervisory Board is to be prepared for the fiscal year 2022.

The remuneration report clearly and comprehensibly presents and explains the remuneration granted and owed individually to the members of the Management Board and Supervisory Board of Alzchem Group AG in the fiscal year 2022. By way of clarification, it should be noted that no remuneration was paid to former members of the Management Board or Supervisory Board in the fiscal year 2022.

This remuneration report for the members of the Management Board and Supervisory Board of Alzchem Group AG is published on the [company's website](#). A remuneration report was to be prepared by Alzchem Group AG for the first time for the fiscal year 2021 and was approved by the Annual General Meeting of Alzchem Group AG on May 5, 2022. The current remuneration report for the fiscal year 2022 will be submitted for approval to the Annual General Meeting on May 11, 2023.

Due to rounding, it is possible that individual figures in this report do not add up exactly to the totals shown and that percentages presented do not accurately reflect the absolute values to which they relate.

## 2. Relevant developments in the fiscal year 2022

### 2.1. COMPOSITION OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD

The following persons were members of the Management Board of Alzchem Group AG in the fiscal year 2022, unchanged from the previous year:

- Andreas Niedermaier, qualified economic engineer (FH) – CEO
- Klaus Englmaier, qualified engineer (FH) – COO
- Dr. Georg Weichselbaumer, qualified chemist – CSO

The following persons were members of the Supervisory Board of Alzchem Group AG in the fiscal year 2022, also unchanged from the previous year:

- Markus Zöllner (Chairman)
- Prof. Dr. Martina Heigl-Murauer
- Steve Röper
- Dr. Caspar Freiherr von Schnurbein (Deputy Chairman)



## 2.2. DEVELOPMENT OF KEY FIGURES RELEVANT FOR REMUNERATION

As explained under 3. Remuneration of the Management Board members, the variable remuneration of the Management Board depends on the annual earnings indicator EBITDA and the long-term development of the company's share price.

Despite the turmoil on the energy markets, the Alzchem Group can once again look back on a successful fiscal year 2022. The EBITDA of the IFRS consolidated financial statements of Alzchem Group AG, which is relevant for determining the Short-Term Incentive (STI), developed as follows during the past three fiscal years:

In EUR thousand	01/01 – 12/31/2020	01/01 – 12/31/2021	Change in %	01/01 – 12/31/2022	Change in %
<b>EBITDA</b>	53,805	62,046	15	61,441	-1

The company's forecast for the EBITDA key figure for the fiscal year 2022 was achieved.

The Alzchem Group AG share price, which is relevant for the Long-Term Incentive (LTI), developed as follows during the past three fiscal years:

<b>Price on 12/31/2020</b>	EUR 21.40
<b>Price on 12/31/2021</b>	EUR 23.40
<b>Change</b>	9%
<b>Price on 12/31/2021</b>	EUR 23.40
<b>Price on 12/31/2022</b>	EUR 16.90
<b>Change</b>	-28%

In line with the principle set out in the service contracts of the Management Board members that special performance should be appropriately rewarded and that lower performance should lead to a reduction in remuneration ("pay for performance" principle), the slightly lower EBITDA in the fiscal year 2022 than in the previous year also resulted in a slight reduction in the STI and thus in the variable remuneration of the Management Board members overall. No payment has yet been made on the basis of the LTI, as the first possible exercise period for the LTI, which is influenced by the share price, did not begin until January 1, 2023.

# 3. Remuneration of the Management Board members

## 3.1. OVERVIEW OF THE REMUNERATION SYSTEM

### a. Old and new Management Board remuneration system

The current remuneration system for the three members of the Management Board in office in the fiscal year 2022 is based on contractual agreements from the fiscal year 2019. The relevant service contracts of the Management Board members have not been amended since then.

In accordance with legal provisions, the Supervisory Board adopted a new, clear and comprehensible system for the remuneration of the Management Board members in 2021, which complies with the requirements of sec. 87a para. 1 sentence 1 AktG as well as the recommendations of the then version of the German Corporate Governance Code (GCGC), and submitted it to the Annual General Meeting for resolution in accordance with sec. 120a AktG. The Annual General Meeting of Alzchem Group AG on May 12, 2021 approved this new remuneration system with a large majority.

However, the service contracts already concluded at the time of the adoption of this new Management Board remuneration system are legally protected until the end of the term of office of the respective Management Board members. The remuneration of the Management Board members in office in the fiscal year 2022 was therefore unchanged on the basis of the agreed service contracts and the "old" remuneration system on which they were based. The explanations in this remuneration report therefore relate exclusively to the existing Management Board service contracts.

The Management Board members Klaus Englmaier and Dr. Georg Weichselbaumer concluded new Management Board service contracts in the fiscal year 2022, the term of which began on January 1, 2023. These new service contracts were concluded on the basis of the new Management Board remuneration system. However, as the new remuneration arrangements for the two aforementioned Management Board members did not yet have any impact on the remuneration granted or owed in the fiscal year 2022, this is not yet reported on in the current fiscal year.

### b. Components of Management Board remuneration; strategic reference

The remuneration of the Management Board members is composed of fixed and variable remuneration components. The fixed remuneration is non-performance-related and comprises basic remuneration, benefits in kind, other additional benefits and the company pension plan. The variable remuneration includes a Short-Term Incentive (STI) and a Long-Term Incentive (LTI).

No deviations were made from this remuneration system or its components when determining and paying out the remuneration (sec. 162 para. 1 sentence 2 no. 5 AktG). Management Board remuneration was also paid exclusively in accordance with this remuneration system. In particular, no benefits were promised by a third party to any Management Board member with regard to his activities as a member of the Management Board, nor were any benefits granted in the fiscal year 2022 (sec. 162 para. 2 no. 1 AktG).

Sec. 162 para. 1 sentence 2 no. 1 AktG requires an explanation of how the remuneration components promote the long-term development of the company. Since the long-term development of Alzchem Group AG is dependent on the development of the entire Alzchem Group, which it manages as the lead company, the explanation is provided in relation to the business strategy of the entire Alzchem Group.

The following table provides an overview of the components of the remuneration system for the Management Board members, the underlying objectives (including the strategy reference), and their concrete form in the fiscal year 2022:

## Fixed remuneration

**Reference to the strategy** The fixed remuneration must be competitive and contribute to attracting industry experienced executives to serve on the Alzchem Management Board and to retain them in the long term.

	Basic remuneration	Remuneration in kind and other additional benefits	Company pension scheme
<b>Integration into the remuneration system</b>	<ul style="list-style-type: none"> <li>Fixed annual remuneration based on the size, complexity and responsibility of the respective Management Board member.</li> <li>Payment in twelve monthly installments.</li> </ul>	<ul style="list-style-type: none"> <li>Includes remuneration in kind and other fringe benefits granted by Alzchem Group AG to members of the Management Board.</li> </ul> <p>This includes:</p> <ul style="list-style-type: none"> <li>Provision of a cell phone, also for private use.</li> <li>Provision of a company car (upper mid-range), also for private use.</li> <li>Assumption of certain insurances (including D&amp;O insurance).</li> </ul>	<ul style="list-style-type: none"> <li>Payment of employer contributions to a reinsured provident fund.</li> <li>Assumption of pension entitlements acquired prior to Management Board membership.</li> </ul>
<b>Application in the fiscal year 2022</b>	<ul style="list-style-type: none"> <li>Chairman of the Management Board: EUR 315,000 p.a.</li> <li>All other members of the Management Board: EUR 230,000 p.a.</li> </ul>	The fringe benefits granted amounted to EUR 40,686.	<p>The contributions amounted to EUR 148,633.</p> <p>The service cost according to IAS 19 amounted to EUR 0.</p>

Variable remuneration		
	Short-Term Incentive (STI)	Long-Term Incentive (LTI)
<b>Reference to the strategy</b>	A strong operating result (EBITDA) as the most important business management indicator leads to a secure liquidity development and forms the basis for a positive business development.	A positive development of the share price documents and supports the long-term value-oriented development of the company and additionally takes into account the interests of shareholders in a sustainably attractive development of their investment.
<b>Integration into the remuneration system</b>	<ul style="list-style-type: none"> <li>• Annual STI depending on the development of EBITDA in the IFRS consolidated financial statements.</li> <li>• Non-operating effects can be adjusted in EBITDA.</li> <li>• Payment in the following year in the month after the Annual General Meeting.</li> </ul>	<ul style="list-style-type: none"> <li>• Entitlement to payment of LTI depending on share price performance and stock appreciation rights (SAR) held.</li> <li>• Exercise in two or three exercise periods in January 2023, 2024 or 2025, depending on the Management Board member.</li> <li>• Calculated per SAR held as the difference between an average price at the time the SAR is exercised and a base price at the time it is granted in 2019.</li> <li>• Payable in cash within six weeks after the end of the respective exercise period.</li> </ul>
<b>Application in the fiscal year 2022</b>	<ul style="list-style-type: none"> <li>• CEO: EUR 420,000</li> <li>• COO: EUR 231,000</li> <li>• CSO: EUR 189,000</li> </ul>	<ul style="list-style-type: none"> <li>• No allocation of new SAR.</li> <li>• No exercise of SAR.</li> </ul>

The service contracts of the Management Board members do not contain any provisions on a possible reclaim of variable components, nor has such a reclaim been made by the company (the Supervisory Board).

The Management Board service contracts also clearly stipulate that they do not give rise to any entitlement to severance pay. Any severance agreements in the event of premature

termination of the service contract are limited to two years' fixed salary, but at most to the remuneration for the remaining term of the service contract. No severance payment is payable in the event that the company terminates the service agreement for good cause.

## 3.2. REGULATIONS ON MAXIMUM REMUNERATION

The Management Board service contracts contain individual regulations on maximum remuneration. Maximum amounts are implemented both in the individual elements of variable remuneration and in remuneration over the entire contractual period. The various maximum amounts do not apply exclusively, but side by side.

The following table provides an overview of the clauses on maximum remuneration per Management Board member contained in the Management Board service contracts:

	<b>Andreas Niedermaier</b>	<b>Klaus Englmaier</b>	<b>Dr. Georg Weichselbaumer</b>
	in EUR thousand	in EUR thousand	in EUR thousand
<b>Short-Term Incentive (STI); maximum amount p.a.</b>	700	400	300
<b>Long-Term Incentive (LTI); maximum amount for all exercises</b>	2,000	1,000	1,000
<b>Total remuneration over the period of the Management Board service contract</b>	5,000	3,000	2,700

The maximum remuneration of the STI refers to the maximum amount payable annually. With regard to the LTI, the maximum amount refers to the total amount to be paid out over all exercise periods. The total remuneration over the period of the Management Board service contract comprises all remuneration components from fixed and variable remuneration. If the STI, LTI or total remuneration exceeds the relevant maximum amount, the excess amount is forfeited.

All maximum amounts set were complied with in the fiscal year 2022.

## 3.3. APPROPRIATENESS OF THE REMUNERATION

The remuneration system for the Management Board members underlying the service contracts is designed to promote sustainable corporate development. The remuneration structure is based on the principles of appropriateness and performance orientation. However, these basic principles apply not only to the remuneration of the Management Board, but also to that of the Supervisory Board and the remuneration structure for the company's employees as a whole.

The individual remuneration of each Management Board member is based on the size, complexity and economic situation of the company, on the remuneration generally paid in the company, and on the performance required of the Management Board members. Management Board remuneration systems and Management Board remuneration at comparable companies were used as a guide.

At the time they were concluded, the service contracts with the members of the Management Board applicable for the fiscal year 2022 met the requirements of the German Corporate Governance Code (in the version of February 7, 2017 applicable at that time, which has since been superseded).



## 3.4. VARIABLE REMUNERATION IN THE FISCAL YEAR 2022

### 3.4.1. SHORT-TERM INCENTIVE (STI)

The STI granted to the members of the Management Board for the respective fiscal year is calculated from the EBITDA of the IFRS consolidated financial statements of Alzchem Group AG for the relevant fiscal year. If non-operating special effects occur in the fiscal year, the key figure is adjusted for them. For the Management Board, the bonus is derived from an individual percentage of the EBITDA exceeding a minimum base amount.

In the fiscal year 2022, EBITDA from the IFRS consolidated financial statements amounted to EUR 61,441 thousand (previous year: EUR 62,046 thousand). No adjustments were necessary in either reporting period. At the end of the fiscal year, the Supervisory Board determines the specific target achievement of the STI and the resulting payout amount.

The bonus for the individual Management Board members determined on the basis of this indicator is as follows:

in EUR thousand	Andreas Niedermaier		Klaus Englmaier		Dr. Georg Weichselbaumer	
	2021	2022	2021	2022	2021	2022
<b>STI</b>	420	420	231	231	189	189

### 3.4.2. LONG-TERM INCENTIVE (LTI)

As LTI, the members of the Management Board received a one-time payment of a certain number of so-called Stock Appreciation Rights (SAR) with a multi-year assessment basis. A SAR does not grant an entitlement to the transfer of shares, but rather to the payment of a certain cash amount if the average of the closing prices of the Alzchem Group AG share in the last 30 trading days before the respective exercise date (plus the dividends granted up to that date) is above the average of the closing prices of the Alzchem Group AG share in the 60 trading days before January 1, 2020 (whereby this "base price" increases by 3 percentage points each year from January 1, 2020). In each of the two or three exercise periods in January 2023, 2024 or 2025, depending on the Management Board member, a certain portion of the SAR allocated to the Management Board members can be exercised, i.e. converted into a cash amount to be paid out within six weeks after the end of the respective exercise period, if the conditions for this are met. SAR not redeemed at the end of the last exercise period are forfeited.

The entitlement to receive SAR was linked to the acquisition of a certain number of Alzchem shares ("treasury shares 1") by the end of the fiscal year 2019. In addition, each member of the Management Board has undertaken by service contract to acquire a further tranche of shares in the company ("treasury shares 2").

Under the LTI, Management Board members were granted a total of 250,000 SAR in the fiscal year 2019. In accordance with the contract, no further SAR were issued in the fiscal years 2021 and 2022.

The following overview shows the SAR held by each Management Board member at the end of 2021 and 2022 as well as the fair value determined in accordance with IFRS 2 (Share-based Payment) and the vesting and exercise periods at the reporting date:



	Andreas Niedermaier		Klaus Englmaier		Dr. Georg Weichselbaumer	
	12/31/2021	12/31/2022	12/31/2021	12/31/2022	12/31/2021	12/31/2022
<b>SAR held in units</b>	100,000	100,000	75,000	75,000	75,000	75,000
<b>Fair value according to IFRS 2 in EUR thousand</b>	190	34	106	9	107	9
<b>Waiting period until</b>		12/31/2022		12/31/2022		12/31/2022
<b>Exercise period 1</b>		01/01 – 01/31/2023 40% of SAR		01/01 – 01/31/2023 60% of SAR		01/01 – 01/31/2023 60% of SAR
<b>Exercise period 2</b>		01/01 – 01/31/2024 40% of SAR		01/01 – 01/31/2024 40% of SAR		01/01 – 01/31/2024 40% of SAR
<b>Exercise period 3</b>		01/01 – 01/31/2025 20% of SAR		n.a.		n.a.

Due to the share price development, the recognized fair values of the share-based payment have also decreased. Although this is recognized as income in Alzchem's income statement, the share-based payment is not shown as negative below, but as zero.

The members of the Management Board Klaus Englmaier and Dr. Georg Weichselbaumer concluded new Management Board contracts in fiscal year 2022, which, among other things, provide for the granting of stock appreciation rights ("Stock Appreciation Rights 2022" / "SAR 2022"). The new Management Board contracts have only been in force since January 1, 2023 and therefore SAR 2022 can also be granted in the fiscal year 2023 at the

earliest. Under the rules of IFRS 2, the vesting period and thus the start of recognition as personnel expense may already be prior to the date of the actual grant of SAR 2022 if the grant date to be determined in accordance with IFRS 2 falls on an earlier date. The grant date was defined as the date of agreement on the new Management Board contracts, i.e. April 2022. Based on this accounting logic, personnel expenses of EUR 26 thousand per Management Board member were already to be recognized in the fiscal year 2022 prior to the physical allocation of the "SAR 2022".

### 3.4.3 (NO) RECLAIM OF VARIABLE REMUNERATION COMPONENTS

In the reporting year, no variable remuneration components were reclaimed from the members of the Management Board by the company (sec. 162 para. 1 no. 4 AktG).

### 3.5. COMPANY PENSION PLAN

Alzchem Group AG pays contributions to a reinsured provident fund for the members of the Management Board. In addition, some members of the Management Board are entitled to a company pension already acquired prior to their joining the Management Board, for which Alzchem Group AG assumes the servicing of the vested rights.

The following table shows the contributions paid in the fiscal year, the service cost earned in the period in accordance with IAS 19, and the present value of the pension entitlements, also determined in accordance with IAS 19:

in EUR thousand	Andreas Niedermaier		Klaus Englmaier		Dr. Georg Weichselbaumer	
	2021	2022	2021	2022	2021	2022
<b>Contributions</b>	60	62	43	43	43	43
<b>Service cost</b>	0	0	0	0	0	0
<b>Present value of pension entitlements</b>	372	207	960	638	0	0

### 3.6. REMUNERATION GRANTED AND OWED

The following tables show the remuneration granted and owed to the members of the Management Board in the fiscal years 2021 and 2022 in accordance with sec. 162 para. 1 sentence 1 AktG. Accordingly, the tables contain all amounts actually received by the individual Management Board members in the reporting period ("remuneration granted") and all remuneration legally due but not yet received ("remuneration owed").

The variable remuneration component STI is considered as "remuneration owed" because the underlying performance was rendered in the fiscal year. Thus, the STI payout amounts are reported for the reporting year, as the Management Board's entitlement to a corresponding payment arose in it, even though the STI is not paid out until after its expiry. This enables transparent and comprehensible reporting and better establishes the link to the vesting period.

In addition to the amount of remuneration, sec. 162 para. 1 sentence 2 no. 1 AktG also requires disclosure of the relative proportion of all fixed and variable remuneration components in total remuneration. The proportions stated here relate to the remuneration components granted and owed in the respective fiscal year in accordance with sec. 162 para. 1 sentence 1 AktG.

As the service cost for the company pension plan and the change in the fair values of the "SAR 2019" granted under the LTI are not to be classified as remuneration granted and owed pursuant to sec. 162 AktG, these are additionally disclosed in the following tables for reasons of transparency:



		Andreas Niedermaier				Klaus Englmaier				Dr. Georg Weichselbaumer			
		2021		2022		2021		2022		2021		2022	
		in EUR thousand	Share	in EUR thousand	Share	in EUR thousand	Share	in EUR thousand	Share	in EUR thousand	Share	in EUR thousand	Share
<b>Fixed remuneration</b>	Basic remuneration	300	37%	315	38%	230	45%	230	45%	230	49%	230	49%
	Remuneration in kind and other benefits	21	3%	21	3%	12	2%	10	2%	9	2%	10	2%
	Supply expenses	60	7%	62	8%	43	8%	43	8%	43	9%	43	9%
	<b>Fixed remuneration</b>	<b>381</b>	<b>47%</b>	<b>398</b>	<b>49%</b>	<b>285</b>	<b>55%</b>	<b>283</b>	<b>55%</b>	<b>282</b>	<b>60%</b>	<b>283</b>	<b>60%</b>
<b>Variable remuneration</b>	Short-Term Incentive (STI)	420	53%	420	51%	231	45%	231	45%	189	40%	189	40%
	Long-Term Incentive (LTI)	0	0%	0	0%	0	0%	0	0%	0	0%	0	0%
	<b>Variable remuneration</b>	<b>420</b>	<b>53%</b>	<b>420</b>	<b>51%</b>	<b>231</b>	<b>45%</b>	<b>231</b>	<b>45%</b>	<b>189</b>	<b>40%</b>	<b>189</b>	<b>40%</b>
	<b>Total remuneration within the meaning of sec. 162 AktG</b>	<b>801</b>	<b>100%</b>	<b>818</b>	<b>100%</b>	<b>516</b>	<b>100%</b>	<b>514</b>	<b>100%</b>	<b>471</b>	<b>100%</b>	<b>472</b>	<b>100%</b>
	Service cost	0		0		0		0		0		0	
	Change in fair value SAR	89		0		35		0		35		0	
<b>Total remuneration</b>	<b>890</b>		<b>818</b>		<b>551</b>		<b>514</b>		<b>506</b>		<b>472</b>		

## 4. Remuneration of the Supervisory Board members

The remuneration of the Supervisory Board of Alzchem Group AG was last amended by the Annual General Meeting 2020 with (retroactive) effect as of January 1, 2020. The system of Supervisory Board remuneration created as a result, which still does not provide for any variable remuneration component(s), has been disclosed to the Annual General Meeting 2021 and the remuneration to be paid to the members of the Supervisory Board on this basis has been approved by it.

The remuneration of the Supervisory Board members is regulated in detail as follows in accordance with sec. 14 of the Articles of Association:

- Each member of the Supervisory Board receives fixed remuneration of EUR 20,000 for each full fiscal year of membership of the Supervisory Board, payable after the end of the fiscal year. The Chairman of the Supervisory Board receives double this amount, the Deputy Chairman 1.5 times this amount.
- Membership of a Supervisory Board committee is remunerated with an additional 10% and chairmanship of a committee with an additional 20% of the basic remuneration of the respective Supervisory Board member. However, this requires that the respective committee has met at least twice in meetings in the relevant fiscal year and that the Supervisory Board member has participated in these meetings.
- Supervisory Board members who were members of the Supervisory Board or a committee for only part of the fiscal year or held the office of Chairman of the Supervisory Board or a committee or Deputy Chairman of the Supervisory Board for only part of the fiscal year shall receive pro rata remuneration (with the minimum meeting requirement remaining unchanged), rounded up to full months.
- The members of the Supervisory Board shall also be reimbursed for their expenses and any value-added tax payable on their remuneration and expenses. In addition, they are included in a directors' and officers' (D&O) liability insurance policy for corporate bodies and certain executives if the company maintains such a policy; the premiums for the D&O insurance policy are paid by the company.

- Supervisory Board members who are also members of the Supervisory Board of another company of the Alzchem Group (which applies to all Supervisory Board members of Alzchem Group AG with regard to their simultaneous Supervisory Board activity in Alzchem Trostberg GmbH) must have the remuneration they receive in their capacity as Supervisory Board members of Alzchem Group AG offset against the Supervisory Board remuneration to which they may be entitled in the other company.

The following table shows the remuneration granted and owed to the active members of the Supervisory Board of the company in the fiscal years 2021 and 2022 pursuant to sec. 162 para. 1 sentence 1 AktG:

		Basic remuneration		Committee remuneration		Total remuneration
		in EUR thousand	Share	in EUR thousand	Share	in EUR thousand
Markus Zöllner	2021	40	100%	0	0%	40
	2022	40	95%	2	5%	42
Prof. Dr. Martina Heigl-Murauer	2021	20	100%	0	0%	20
	2022	20	83%	4	17%	24
Steve Röper	2021	20	100%	0	0%	20
	2022	20	91%	2	9%	22
Dr. Caspar Freiherr von Schnurbein	2021	30	100%	0	0%	30
	2022	30	94%	2	6%	32

# 5. Comparative presentation of the earnings development and the annual change in remuneration

In accordance with sec. 162 para. 1 sentence 2 no. 2 AktG (in conjunction with sec. 26j para. 2 sentence 2 EGAktG), the following table presents the earnings development of the Alzchem Group, the annual change in the remuneration of the members of the Management Board and the Supervisory Board, and the annual change in the average remuneration of the employees on a full-time equivalent basis over the last three fiscal years, i.e. starting with the fiscal year 2020.

The earnings development is presented on the basis of the Group key figure EBITDA of the IFRS consolidated financial statements of Alzchem Group AG, which is fundamental for remuneration. In addition, the development of the net income of Alzchem Group AG is shown in accordance with the HGB annual financial statements.

For the members of the Management Board and Supervisory Board, both the remuneration granted and the remuneration owed in the respective fiscal year are reported.

The presentation of average employee remuneration is based on the workforce of Alzchem companies in Germany, including trainees. Average employee remuneration includes personnel expenses for wages and salaries, fringe benefits, employer contributions to social security and any short-term variable remuneration components attributable to the fiscal year. The disclosure is therefore consistent with the presentation of the remuneration of the Management Board and the Supervisory Board.

## Earnings development

In EUR thousand	01/01 – 12/31/2020	01/01 – 12/31/2021	Change in %	01/01 – 12/31/2022	Change in %
EBITDA IFRS consolidated financial statements	53,805	62,046	15	61,441	-1
Net income HGB financial statements Alzchem Group AG	15,111	20,540	36	9,503	-54

## Average remuneration of employees

In EUR thousand	01/01 – 12/31/2020	01/01 – 12/31/2021	Change in %	01/01 – 12/31/2022	Change in %
Employee remuneration in Germany	80.8	81.5	1	84.4	4
Number of employees	1,475	1,482	< 1	1,522	3

## Remuneration of the Management Board members

In EUR thousand	01/01 – 12/31/2020	01/01 – 12/31/2021	Change in %	01/01 – 12/31/2022	Change in %
Andreas Niedermaier (Chairman)	716	801	13	818	2
Klaus Englmaier	468	516	11	514	- 0
Dr. Georg Weichselbaumer	430	471	10	472	- 0

## Remuneration of the Supervisory Board members

In EUR thousand	01/01 – 12/31/2020	01/01 – 12/31/2021	Change in %	01/01 – 12/31/2022	Change in %
Markus Zöllner (Chairman)	44	40	-9	42	5
Steve Röper	20	20	0	24	20
Prof. Dr. Martina Heigl-Murauer	20	20	0	22	10
Dr. Caspar Freiherr von Schnurbein (Deputy Chairman)	55	30	-45	32	7

Trostberg, February 2023

For the Supervisory Board

Markus Zöllner  
(Chairman of the Supervisory Board)

For the Management Board

Andreas Niedermaier

Klaus Englmaier

Dr. Georg Weichselbaumer

## REPORT OF THE INDEPENDENT AUDITOR ON THE AUDIT OF THE REMUNERATION REPORT PURSUANT TO SEC. 162 PARA. 3 AKTG

To Alzchem Group AG (formerly: AlzChem Group AG)

### AUDITION OPINION

We have formally audited the remuneration report of **Alzchem Group AG (formerly: AlzChem Group AG)** for the fiscal year from January 1 to December 31, 2022, to determine whether the disclosures pursuant to sec. 162 para. 1 and 2 AktG have been made in the remuneration report. In accordance with sec. 162 para. 3 AktG, we have not audited the content of the remuneration report.

In our opinion, the information required by sec. 162 para. 1 and 2 AktG has been disclosed in all material respects in the accompanying remuneration report. Our audit opinion does not cover the content of the remuneration report.

### BASIS FOR THE AUDIT OPINION

We conducted our audit of the remuneration report in accordance with sec. 162 para. 3 AktG taking into account the IDW Auditing Standard: The Audit of the Remuneration Report in Accordance with sec. 162 para. 3 AktG (IDW PS 870 (08.2021)). Our responsibility under this provision and this standard is further described in the Auditor's Responsibility section of our report. As an auditing practice, we have complied with the requirements of the IDW Quality Assurance Standard: Requirements for Quality Assurance in the Practice of Public Accountants (IDW QS 1). We have complied with the professional duties pursuant to the German Auditors' Code and the professional statutes for auditors / certified public accountants, including the requirements for independence.

### RESPONSIBILITY OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

The Management Board and the Supervisory Board are responsible for the preparation of the remuneration report, including the related disclosures, which complies with the requirements of sec. 162 AktG. They are further responsible for such internal control as they determine is necessary to enable the preparation of the remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud or error.

### AUDITOR'S RESPONSIBILITY

Our objective is to obtain reasonable assurance about whether the disclosures required by sec. 162 para. 1 and 2 AktG have been made in all material respects in the remuneration report and to express an opinion thereon in a report.

We planned and performed our audit to obtain evidence about the formal completeness of the remuneration report by comparing the disclosures made in the remuneration report with the disclosures required by sec. 162 para. 1 and 2 AktG. In accordance with sec. 162 para. 3 AktG, we did not verify the accuracy of the disclosures, the completeness of the individual disclosures or the fair presentation of the remuneration report.

### HANDLING OF ANY MISLEADING PRESENTATIONS

In connection with our audit, we have a responsibility to read the remuneration report, taking into account the knowledge gained from the audit of the financial statements, and to remain alert for indications as to whether the remuneration report contains misleading representations as to the accuracy of the content of the disclosures, the completeness of the content of the individual disclosures, or the fair presentation of the remuneration report.

If, based on the work we have performed, we conclude that such misleading presentation exists, we are required to report that fact. We have nothing to report in this regard.

Munich, February 17, 2023

Ebner Stolz GmbH & Co. KG  
Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft

Josef Eberl  
Certified Public Accountant

Olga Resnik  
Certified Public Accountant





# Imprint

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