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AGILE SCIENCE PURE RESULTS

Alzchem Group AG

REMUNERATION REPORT 2021

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1. Preliminary remark

In accordance with the requirements of § 162 of the German Stock Corporation Act (AktG), a revised remuneration report on the remuneration of the Management Board and Supervisory Board is to be prepared by the Management Board and Supervisory Board for the first time for the fiscal year 2021. The disclosures on the remuneration of the Management Board and Supervisory Board in the combined management report for the fiscal year 2021 are therefore no longer required.

The remuneration report clearly and comprehensibly presents and explains the remuneration granted and owed individually to the current (and former) members of the Management Board and Supervisory Board of Alzchem Group AG in the fiscal year 2021. For clarification purposes, it should be noted that no remuneration granted or owed to former members of the Management Board or Supervisory Board was incurred in the fiscal years 2021 and 2020.

This remuneration report for the members of the Management Board and Supervisory Board of Alzchem Group AG will be published on the company's website at <https://www.alzchem.com/de/investor-relations/>. It is also subject to approval by the Annual General Meeting in 2022. Since the remuneration report is being presented to the Annual General Meeting in this way for the first time, it has not yet been possible to include explanations of any previous resolutions of approval by the Annual General Meeting in accordance with § 162 (1) sentence 2 no. 6 AktG.

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

2. Relevant developments in the fiscal year 2021

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 2021, unchanged from the previous year:

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

The following persons were members of the Supervisory Board of Alzchem Group AG in the fiscal year 2021, 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 members of the Management Board, the variable remuneration of the Management Board depends on the earnings indicator EBITDA and the long-term development of the company's share price.

The Alzchem Group can look back on a very successful fiscal year 2021. The EBITDA of the IFRS consolidated financial statements of Alzchem Group AG, which is relevant for determining the variable remuneration of the Management Board, developed as follows::

EUR thousand	01/01 – 12/31/2020	01/01 – 12/31/2021	Change in %
EBITDA	53,805	62,046	15

Due to the positive business development, the Management Board raised the forecast for EBITDA, among other things, in the middle of the fiscal year 2021. The adjusted forecast for 2021 was achieved.

The Alzchem Group AG share price developed as follows:

Price on 12/31/2020	EUR 21.40
Price on 12/31/2021	EUR 23.40
Change	9%

In line with the principle set out in the Management Board service contracts that special performance should be appropriately rewarded and that lower performance should lead to a significant reduction in remuneration ("pay for performance" principle), the very good EBITDA in the fiscal year 2021 resulted in a significant increase in the earnings-based bonus (Short Term Incentive – STI) and thus in the variable remuneration of the Management Board members as a whole. On the other hand, the positive development of the share price was not (yet) reflected in the remuneration, as the first exercise period for the bonus it influences (Long Term Incentive – LTI) does not begin until January 1, 2023.

3. Remuneration of the members of the Management Board

3.1. OVERVIEW OF THE REMUNERATION SYSTEM

a. Old and new Management Board remuneration system

The current remuneration system for all three members of the Management Board in office in the fiscal year 2021 is based on the contractual agreements from the fiscal year 2019. The relevant Management Board service contracts have not been amended since then.

In accordance with legal requirements, the Supervisory Board adopted a new, clear and comprehensible system for the remuneration of the Management Board members in 2021 that complies with both the requirements of § 87a (1) sentence 1 AktG and the recommendations of the German Corporate Governance Code (GCGC) and submitted it to the Annual General Meeting for resolution in accordance with § 120a AktG. The Annual General Meeting of Alzchem Group AG on May 12, 2021 approved this new remuneration system as proposed. It applies to all subsequent amendments and new Management Board service contracts.

However, Management Board service contracts already concluded at the time of adoption of this new Management Board remuneration system are protected by law until the end of the respective current term of office. The remuneration of the Management Board members in office in the fiscal year 2021 was therefore based on the agreed service contracts and the "old" remuneration system on which they were based. The explanations in this remuneration report therefore relate to the existing Management Board service contracts.

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 scheme. The variable remuneration includes an earnings-based bonus (Short Term Incentive – STI) and a share-based bonus (Long Term Incentive – LTI).

No deviations were made from this remuneration system or its components when determining and paying out the remuneration (§ 162 (1) sentence 2 no. 5 AktG). The Management Board remuneration was also paid exclusively in accordance with this remuneration system. In particular, no benefits from a third party were promised or granted to a Management Board member with regard to his activities as a Management Board member in the fiscal year 2021 (§ 162 (2) no. 1 AktG).

§ 162 (1) sentence 2 no. 1 AktG requires an explanation of the manner in which the remuneration components promote the long-term development of the company. Since the long-term development of Alzchem Group AG depends on the development of the entire Alzchem Group, which it manages as the lead company, we provide the explanation 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 fiscal year 2021:

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
Integration into the remuneration system	<ul style="list-style-type: none"> • Fixed annual remuneration based on the size, complexity and responsibility of the respective Management Board member. • Payment in twelve monthly installments. 	<ul style="list-style-type: none"> • Includes remuneration in kind and other additional benefits granted by Alzchem Group AG to members of the Management Board. <p>THIS INCLUDES:</p> <ul style="list-style-type: none"> • Provision of a cell phone, also for private use. • Provision of a company car (upper mid-range), also for private use. • Assumption of certain insurances (including D&O insurance). 	<ul style="list-style-type: none"> • Payment of employer contributions to a reinsured provident fund. • Assumption of pension entitlements already acquired prior to Management Board membership.
Application in the fiscal year 2021	<ul style="list-style-type: none"> • Chairman of the Management Board: EUR 300,000 p.a. • All other Management Board members: EUR 230,000 p.a. 	The additional benefits granted amounted to EUR 41,542.	<ul style="list-style-type: none"> • The contributions amounted to EUR 145,977. • The service cost according to IAS 19 amounted to EUR 0.

Variable remuneration

	Earnings-based bonus (Short Term Incentive – STI)	Share-based bonus (Long Term Incentive – LTI)
Reference to the strategy	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.	Supports long-term value-oriented corporate development and additionally takes into account the interests of shareholders in the sustainable development of their investment.
Integration into the remuneration system	<ul style="list-style-type: none"> • Annual earnings-based bonus dependent on the development of EBITDA of the IFRS consolidated financial statements. • Non-operating effects can be adjusted in EBITDA. • Payment in the following year in the month after the Annual General Meeting. 	<ul style="list-style-type: none"> • Entitlement to payment of share-based bonus depending on share price performance and stock appreciation rights (SAR) held. • Exercise in two or three exercise periods in January 2023, 2024 or 2025, depending on the Management Board member. • Calculation per SAR held as the difference between an average price before exercise and a base price from 2019. • Payable in cash six weeks after the end of the respective exercise period.
Application in the fiscal year 2021	<ul style="list-style-type: none"> • CEO: EUR 420,460 • COO: EUR 231,253 • CSO: EUR 189,207 	<ul style="list-style-type: none"> • No allocation of new SAR. • No exercise of SAR.

The Management Board service contracts 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 payment. Any severance payment agreements in the event of early 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 contract for good cause.

3.2. PROVISIONS ON THE 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 are not exclusive but apply alongside each other.

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

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

The maximum remuneration of the earnings-based bonus is an annual maximum amount. For the bonus, the maximum amount refers to the 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 key figures result in the remuneration component exceeding the maximum amount or in the maximum total remuneration being exceeded, the excess amount is forfeited.

All the maximum amounts set were complied with in the fiscal year 2021.

3.3. APPROPRIATENESS OF THE REMUNERATION

The remuneration system for the Management Board members is designed to promote sustainable corporate development. The compensation structure is based on the principles of appropriateness and performance orientation. 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 the Management Board members 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 contracts with the Management Board members fully complied with the requirements of the German Corporate Governance Code (in the version of February 7, 2017 applicable at that time).

3.4. VARIABLE REMUNERATION IN THE FISCAL YEAR 2021

3.4.1. EARNINGS-BASED BONUS (SHORT TERM INCENTIVE – STI)

The earnings-based bonus granted to the Management Board members 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 earnings-based bonus is derived from an individual percentage of the EBITDA exceeding a minimum base amount.

In the fiscal year 2021, EBITDA from the IFRS consolidated financial statements amounted to EUR 62,046 thousand (previous year: EUR 53,805 thousand). No adjustments were necessary in either reporting period. At the end of the fiscal year, the Supervisory Board determines the specific target achievement and the earnings-based bonus to be paid out as a result.

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

in EUR thousand	Andreas Niedermaier		Klaus Englmaier		Dr. Georg Weichselbaumer	
	2020	2021	2020	2021	2020	2021
Earnings-based bonus	338	420	186	231	152	189

3.4.2. SHARE-BASED BONUS (LONG TERM INCENTIVE – LTI)

As a share-based bonus or long-term incentive, the members of the Management Board received a one-time payment of a certain number of stock appreciation rights (SAR) with a multi-year assessment basis. One SAR does not grant an entitlement to the transfer of shares, but to the payment of a share-based bonus (LTI) if the average closing price of the Alzchem Group AG share in the last 30 trading days prior to the respective exercise date (plus dividends granted up to that date) is higher than the average closing price of the Alzchem Group AG share in the 60 trading days prior to 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 member of the Management Board, a certain portion of the SAR 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. Any SAR not redeemed at the end of the last exercise period will be 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 committed 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 2020 and 2021. The following overview shows the SAR held by each Management Board member as of December 31, as well as the fair value determined in accordance with IFRS 2 (Share-based Payment) and the waiting and exercise periods as of the reporting date:

	Andreas Niedermaier		Klaus Englmaier		Dr. Georg Weichselbaumer	
	12/31/2020	12/31/2021	12/31/2020	12/31/2021	12/31/2020	12/31/2021
SAR held in units	100,000	100,000	75,000	75,000	75,000	75,000
Fair value according to IFRS 2 in EUR thousand	101	190	72	106	72	107
Waiting period until	12/31/2022		12/31/2022		12/31/2022	
Exercise period 1	01/01-01/31/2023 40% of SAR		01/01-01/31/2023 60% of SAR		01/01-01/31/2023 60% of SAR	
Exercise period 2	01/01-01/31/2024 40% of SAR		01/01-01/31/2024 40% of SAR		01/01-01/31/2024 40% of SAR	
Exercise period 3	01/01-01/31/2025 20% of SAR		No application		No application	

3.5. COMPANY PENSION SCHEME

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 before they joined the Management Board, for which Alzchem Group AG assumes the servicing of the pension entitlements.

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	
	2020	2021	2020	2021	2020	2021
Contributions	57	60	39	43	37	43
Service cost	0	0	3	0	0	0
Present value of pension entitlements	365	372	973	960	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 2020 and 2021 in accordance with § 162 (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 salary component earnings-based bonus is regarded as "remuneration owed" as the underlying service was rendered in the fiscal year. Thus, the payment amounts of the earnings-based bonus are stated for the reporting year in which the Management Board's entitlement arises, although the payment is not made until after the end of the respective reporting year. This enables transparent and comprehensible reporting and establishes a better link to the vesting period.

In addition to the amount of remuneration, § 162 (1) sentence 2 no. 1 AktG also requires the relative share of all fixed and variable remuneration components in total remuneration to be disclosed. The shares stated here relate to the remuneration components granted and owed in the respective fiscal year in accordance with § 162 (1) sentence 1 AktG.

Even though the service cost for the company pension scheme and the change in the fair value of the SAR granted as part of the share-based bonus (LTI) are not to be classified as remuneration granted and owed pursuant to § 162 AktG, these are additionally disclosed in the following tables for reasons of transparency:

		Andreas Niedermaier			
		2020		2021	
		In EUR thousand	Share	In EUR thousand	Share
Fixed remuneration	Basic remuneration	300	42%	300	37%
	Remuneration in kind and other benefits	21	3%	21	3%
	Supply expenses	57	8%	60	7%
	Fixed remuneration	378	53%	381	47%
Variable remuneration	Earnings-based bonus	338	47%	420	53%
	Share-based Bonus	0	0%	0	0%
	Variable remuneration	338	47%	420	53%
Total remuneration within the meaning of § 162 AktG		716	100%	801	100%
Service cost		0		0	
Change in fair value SAR		70		89	
Total remuneration		786		890	

Klaus Englmaier

		2020		2021	
		In EUR thousand	Share	In EUR thousand	Share
Fixed remuneration	Basic remuneration	230	49%	230	45%
	Remuneration in kind and other benefits	13	3%	12	2%
	Supply expenses	39	8%	43	8%
	Fixed remuneration	282	60%	285	55%
Variable remuneration	Earnings-based bonus	186	40%	231	45%
	Share-based Bonus	0	0%	0	0%
	Variable remuneration	186	40%	231	45%
	Total remuneration within the meaning of § 162 AktG	468	100%	516	100%
	Service cost	3		0	
	Change in fair value SAR	49		35	
	Total remuneration	520		551	

Dr. Georg Weichselbaumer

		2020		2021	
		In EUR thousand	Share	In EUR thousand	Share
Fixed remuneration	Basic remuneration	230	53%	230	49%
	Remuneration in kind and other benefits	11	3%	9	2%
	Supply expenses	37	9%	43	9%
	Fixed remuneration	278	65%	282	60%
Variable remuneration	Earnings-based bonus	152	35%	189	40%
	Share-based Bonus	0	0%	0	0%
	Variable remuneration	152	35%	189	40%
	Total remuneration within the meaning of § 162 AktG	430	100%	471	100%
	Service cost	0		0	
	Change in fair value SAR	49		35	
	Total remuneration	479		506	

4. Remuneration of the members of the Supervisory Board

The remuneration of the Supervisory Board of Alzchem Group AG was last amended by the Annual General Meeting in 2020. The system of Supervisory Board remuneration created as a result has been disclosed to the Annual General Meeting 2021 and the remuneration paid to the members of the Supervisory Board on this basis has been confirmed by it.

The remuneration of Supervisory Board members confirmed by the Annual General Meeting has applied in this form since January 1, 2020 and is regulated in detail as follows in accordance with § 14 of the Articles of Association:

Each member of the Supervisory Board shall receive fixed remuneration of EUR 20,000 payable after the end of the fiscal year for each full fiscal year of membership of the Supervisory Board, with the Chairman of the Supervisory Board receiving twice this amount and the Deputy Chairman receiving 1.5 times this amount.

Membership of a committee of the Supervisory Board is remunerated with an additional 10% of the basic remuneration of the respective Supervisory Board. However, this requires that the respective committee has met at least twice in meetings during the 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 all expenses and for any value-added tax payable on their remuneration and expenses. In addition, they are included in a directors' and officers' (D&O) liability insurance for corporate bodies and certain executives if the company maintains such an insurance; the premiums for the D&O insurance are paid by the company.

Members of the Supervisory Board who are also members of the Supervisory Board of another company of the Alzchem Group must have the remuneration they receive in their capacity as members of the Supervisory Board of Alzchem Group AG offset against the Supervisory Board remuneration to which they may be entitled in the other company.

Markus Zöllner (as Chairman), Prof. Dr. Martina Heigl-Murauer, Steve Röper and Dr. Caspar Freiherr von Schnurbein (as Deputy Chairman) were appointed to the Supervisory Boards of both Alzchem Group AG and the Group company Alzchem Trostberg GmbH – there together with two employee representatives – in the fiscal year 2021.

The following table shows the remuneration granted and owed to the active members of the company's Supervisory Board in the fiscal years 2020 and 2021 years in accordance with § 162 (1) sentence 1 AktG:

		Basic remuneration		Committee remuneration		Total remuneration
		in EUR thousand	Share	in EUR thousand	Share	in EUR thousand
Markus Zöllner	2020	40	91%	4	9%	44
	2021	40	100%	0	0%	40
Prof. Dr. Martina Heigl-Murauer	2020	20	100%	0	0%	20
	2021	20	100%	0	0%	20
Steve Röper	2020	20	100%	0	0%	20
	2021	20	100%	0	0%	20
Dr. Caspar Freiherr von Schnurbein	2020	52	95%	3	5%	55
	2021	30	100%	0	0%	30

The Supervisory Board member Dr. Freiherr von Schnurbein was paid EUR 22 thousand in arrears in the previous year for the Deputy Chairman position he held on the Supervisory Board in 2019.

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

Pursuant to § 162 (1) sentence 2 no. 2 AktG, the following table presents the earnings development of the Alzchem Group, the annual change in the remuneration of the Management Board and Supervisory Board members, and the annual change in the average remuneration of employees on a full-time equivalent basis over the last two fiscal years since 2020. In accordance with the simplification provision of § 26j of the Introductory Act to the German Stock Corporation Act (EGAktG), the comparative period is not presented over the last five fiscal years, but begins in the fiscal year 2020.

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

For the members of the Management Board and the Supervisory Board, the remuneration granted and owed in the respective fiscal year within the meaning of § 162 (1) sentence 1 AktG is presented in accordance with this remuneration report.

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 figures are therefore consistent with 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 %
EBITDA IFRS consolidated financial statements	53,805	62,046	15
Annual net income HGB Alzchem Group AG	15,111	20,540	36

Average remuneration of employees

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

Remuneration of the members of the Management Board

In EUR thousand	01/01 – 12/31/2020	01/01 – 12/31/2021	Change in %
Andreas Niedermaier (Chairman)	716	801	12
Klaus Englmaier	468	516	10
Dr. Georg Weichselbaumer	430	471	10

Remuneration of the members of the Supervisory Board

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

Trostberg, February 2022

For the Supervisory Board

For the Management Board



Markus Zöllner
(Chairman of the
Supervisory Board)



Andreas Niedermaier



Klaus Englmaier



Dr. Georg Weichselbaumer

Report of the independent auditor on the audit of the of the remuneration report pursuant to § 162 (3) AktG (German Stock Corporation Act)

to AlzChem Group AG

AUDIT OPINION

We have formally audited the remuneration report of AlzChem Group AG for the fiscal year from January 1 to December 31, 2021, to determine whether the disclosures pursuant to § 162 (1) and (2) AktG have been made in the remuneration report. In accordance with § 162 (3) AktG, we have not audited the content of the remuneration report.

In our opinion, the disclosures pursuant to § 162 (1) and (2) AktG have been made in all material respects in the attached remuneration report. Our audit opinion does not cover the content of the remuneration report.

BASIS FOR THE AUDIT OPINIONS

We conducted our audit of the remuneration report in accordance with § 162 (3) AktG and IDW Auditing Standards: The Audit of the Remuneration Report in Accordance with § 162 (3) AktG (IDW PS 870 (08.2021)). Our responsibility under this provision and this standard is further described in the section „Auditor’s Responsibility“ of our report. As an auditing practice, we have applied 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 Wirtschaftsprüferordnung (German Auditors’ Code) and the Berufssatzung für Wirtschaftsprüfer / vereidigte Buchprüfer (Professional Statutes for Auditors / Sworn Auditors), including the independence requirements.

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 § 162 AktG. They are also responsible for such internal control which 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 all material disclosures in the remuneration report have been made in accordance with § 162 (1) and (2) AktG and to express an opinion thereon in an audit opinion.

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 § 162 (1) and (2) AktG. In accordance with § 162 (3) AktG, we did not audit the content accuracy of the disclosures, the content 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 content accuracy of the disclosures, the content completeness 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 context.

München, 17. Februar 2022

Ebner Stolz GmbH & Co. KG
Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft

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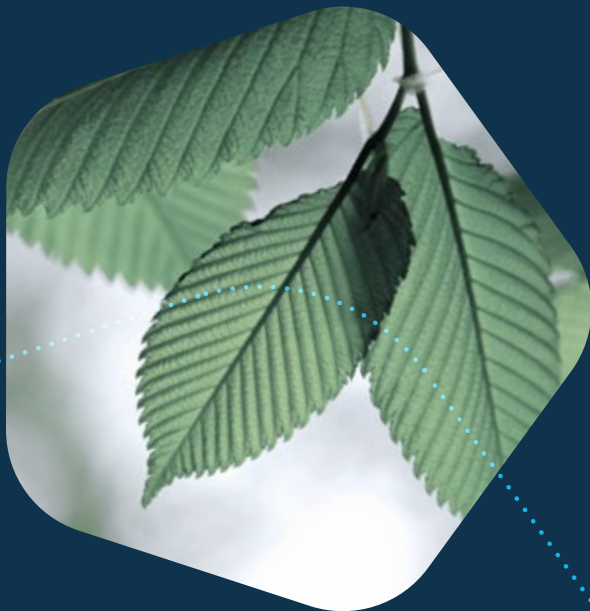
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