



DEUTSCHE BÖRSE

Deutsche Börse Aktiengesellschaft

Remuneration of the members of the Supervisory Board



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Under agenda item 9, a resolution on the remuneration of the members of the Supervisory Board is to be adopted in accordance with section 113 (3) of the AktG. The Executive Board and the Supervisory Board propose that specific remuneration amounts be adjusted and the remuneration of the members of the Supervisory Board, including the system on which that remuneration is based, be approved. In analogous application of section 87a (1) sentence 2 of the AktG that system is as follows:

Remuneration for the Supervisory Board is a fixed remuneration only, plus an attendance fee for meetings, in accordance with suggestion G.18 sentence 1 of the GCGC 2020. The members of the Supervisory Board receive fixed annual remuneration of EUR 85,000.00. In accordance with section 5.4.6 (1) sentence 2 of the GCGC 2017/recommendation G.17 of the GCGC 2020, remuneration is increased for the Chairman of the Supervisory Board and for his or her deputy, as well as for chairs and members of committees. The remuneration for the Chairman of the Supervisory Board amounts to EUR 220,000.00; the remuneration for the Deputy Chairman to EUR 125,000.00. Members of Supervisory Board committees receive additional fixed annual remuneration of EUR 30,000 for each committee position they hold. The relevant amount for members of the Audit Committee is EUR 35,000.00. The remuneration paid to committee chairs is EUR 40,000.00, or EUR 75,000.00 in the case of the Chairman of the Audit Committee. If a Supervisory Board member belongs to several Supervisory Board committees, only their work on a maximum of two committees (the two most highly remunerated ones) is remunerated. Supervisory Board members who only hold office for part of the financial year receive one-twelfth of the fixed annual remuneration for each month or part-month in which they are member and, if applicable, of the pro-rata remuneration payable for their membership of committees. The remuneration for any financial year is due and payable as a one-off payment after the General Meeting that accepts the consolidated financial statements for the relevant financial year or decides on their approval.

Members of the Supervisory Board or a Supervisory Board committee receive an attendance fee of EUR 1,000.00 for each Board or committee meeting that they attend in person, either as a member or as a guest. Where two or more meetings are held on the same day or on consecutive days, the attendance fee is only paid once.

The structure of Supervisory Board remuneration, providing for fixed remuneration only, strengthens the Supervisory Board's independence and provides for a counterbalance to the structure of Executive Board remuneration, which is mainly variable and aligned with Deutsche Börse Aktiengesellschaft's growth strategy. Supervisory Board remuneration therefore

contributes to the implementation of the business strategy, and thus promotes Deutsche Börse Aktiengesellschaft's long-term development.

After preparation by the nomination committee, the Supervisory Board examines, on a regular basis, whether its members' remuneration is appropriate, given their tasks and the situation of the company. For this purpose, the Supervisory Board shall conduct a horizontal market comparison, and may seek the advice of an independent external expert. In view of the special nature of the work of the Supervisory Board, when reviewing the remuneration of the Supervisory Board, usually no vertical comparison with the remuneration of employees of Deutsche Börse Aktiengesellschaft or Deutsche Börse Group is conducted.

Depending upon the result of the comparative analysis and the Supervisory Board's assessment of this result, the Supervisory Board may, jointly with the Executive Board, submit a proposal to the Annual General Meeting for adjustments to Supervisory Board remuneration. Irrespective of such a proposal the Annual General Meeting passes a resolution on the remuneration of Supervisory Board members (including the underlying remuneration system) every four years at the latest according to section 113 (3) of the AktG; the relevant resolution may also confirm the current remuneration.

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