

Synopsis of amendments to the Articles of Association as proposed under Agenda Item 7

Agenda Item 7			
	Current Version	Proposed amendment (mark-up)	Proposed amendment (clean)
	Section 12 Compensation	Section 12 Compensation	Section 12 Compensation
	(1) The members of the Supervisory Board shall receive a fixed basic remuneration of EUR 120,000.00 for each full fiscal year. This basic remuneration is increased for the chair of the Supervisory Board by EUR 120,000.00 and for each deputy chair by EUR 60,000.00 for each full fiscal year.	(1) The members of the Supervisory Board shall receive a fixed basic remuneration <u>base compensation</u> of EUR 120,000.00 <u>160,000.00</u> for each full fiscal year. This basic remuneration <u>base compensation</u> is increased for the chair of the Supervisory Board by EUR 120,000.00 <u>240,000.00</u> and for each deputy chair by EUR 60,000.00 <u>80,000.00</u> for each full fiscal year.	(1) The members of the Supervisory Board shall receive a fixed base compensation of EUR 160,000.00 for each full fiscal year. This base compensation is increased for the chair of the Supervisory Board by EUR 240,000.00 and for each deputy chair by EUR 80,000.00 for each full fiscal year.
	(2) The chair of the Presiding Committee (Präsidium) and the chair of the Audit Committee each receive an additional EUR 120,000.00, and each other member receives an additional EUR 60,000.00, for each full fiscal year for their work on these committees.	(2) The chair of the Presiding Committee (Präsidium) and the chair of the Audit Committee each receive <u>receives</u> an additional EUR 120,000.00 <u>150,000.00</u> , and each other member receives an additional EUR 60,000.00 <u>75,000.00</u> , for each full fiscal year for their work on these committees <u>this committee</u> .	(2) The chair of the Audit Committee receives an additional EUR 150,000.00, and each other member receives an additional EUR 75,000.00, for each full fiscal year for their work on this committee.
	(3) The chair of another Supervisory Board committee – with the exception of the Nomination Committee and the Mediation Committee – receives an additional EUR 70,000.00, and each other member receives an additional EUR 40,000.00, for each full fiscal year for their work on these committees, provided the respective committee is formed permanently.	(3) The chair of another Supervisory Board committee – with the exception of the Nomination Committee and the Mediation Committee – receives an additional EUR 70,000.00 <u>100,000.00</u> , and each other member receives an additional EUR 40,000.00 <u>50,000.00</u> , for each full fiscal year for their work on these committees, provided the respective committee is formed permanently.	(3) The chair of another Supervisory Board committee – with the exception of the Nomination Committee and the Mediation Committee – receives an additional EUR 100,000.00, and each other member receives an additional EUR 50,000.00, for each full fiscal year for their work on these committees, provided the respective committee is formed permanently.
	(4) In the case of changes to the Supervisory Board or its committees within the course of a year, the remuneration shall be calculated pro rata temporis, rounding up to full months.	(4) In the case of changes to the Supervisory Board or its committees within the course of a year, the remuneration <u>compensation</u> shall be calculated pro rata temporis, rounding up to full months.	(4) In the case of changes to the Supervisory Board or its committees within the course of a year, the compensation shall be calculated pro rata temporis, rounding up to full months.
	(5) The remuneration shall be due for payment after the Shareholders' Meeting that accepts, or decides on the approval of, the annual financial statements for the prior fiscal year.	(5) The remuneration <u>compensation</u> shall be due for payment after the Shareholders' Meeting that accepts, or decides on the approval of, the annual financial statements for the prior fiscal year.	(5) The compensation shall be due for payment after the Shareholders' Meeting that accepts, or decides on the approval of, the annual financial statements for the prior fiscal year.

	<p>(6) In addition to the above, the Supervisory Board members shall be paid an attendance fee amounting to EUR 1,500.00 for each Supervisory Board meeting and committee meeting which they attend; in the case of several meetings which occur on the same day, the attendance fee shall not exceed EUR 3,000.00 per day. Attendance shall also include attendance via telephone or other means of electronic communication (in particular video transmission). The attendance fee for the meetings which have been held in a given quarter shall be paid within a month of the end of each quarter.</p>	<p>(6) In addition to the above, the Supervisory Board members shall be paid an attendance fee amounting to EUR 1,500.00 for each Supervisory Board meeting and committee meeting which they attend; in the case of several meetings which occur on the same day, the attendance fee shall not exceed EUR 3,000.00 per day. Attendance shall also include. <u>It shall be EUR 2,000.00 for attendance in person at the meeting's venue and EUR 1,000.00 for virtual attendance</u> (via telephone or other means of electronic communication in particular video transmission). <u>If a member of the Supervisory Board attends several meetings of the Supervisory Board or its committees on the same calendar day, the attendance fee shall only be paid once; it shall be EUR 2,000.00 for personal attendance at at least one meeting, otherwise EUR 1,000.00.</u> The attendance fee for the meetings which have been held in a given quarter shall be paid within a month of the end of each quarter.</p>	<p>(6) In addition to the above, the Supervisory Board members shall be paid an attendance fee for each Supervisory Board meeting and committee meeting which they attend. It shall be EUR 2,000.00 for attendance in person at the meeting's venue and EUR 1,000.00 for virtual attendance (via telephone or other means of electronic communication, in particular video transmission). If a member of the Supervisory Board attends several meetings of the Supervisory Board or its committees on the same calendar day, the attendance fee shall only be paid once; it shall be EUR 2,000.00 for personal attendance at at least one meeting, otherwise EUR 1,000.00. The attendance fee for the meetings which have been held in a given quarter shall be paid within a month of the end of each quarter.</p>
	<p>(7) The Supervisory Board members shall be included into a D&O liability insurance for board members and certain employees of the Siemens Energy Group taken out with a reasonable amount of cover by the Company in the interests of the Company, in as far as such insurance has been taken out. The premiums shall be paid by the Company. Moreover, the Company shall reimburse all Supervisory Board members for their expenses and value added tax levied on their salaries.</p>	<p>(7) The Supervisory Board members shall be included into a D&O liability insurance for board members and certain employees of the Siemens Energy Group taken out with a reasonable amount of cover by the Company in the interests of the Company, in as far as such insurance has been taken out. The premiums shall be paid by the Company. Moreover, the Company shall reimburse all Supervisory Board members for their expenses and value added tax levied on their salaries.</p>	<p>(7) The Supervisory Board members shall be included into a D&O liability insurance for board members and certain employees of the Siemens Energy Group taken out with a reasonable amount of cover by the Company in the interests of the Company, in as far as such insurance has been taken out. The premiums shall be paid by the Company. Moreover, the Company shall reimburse all Supervisory Board members for their expenses, and value added tax levied on their salaries.</p>

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