

Declaration by the Executive Board and the Supervisory Board of Siemens Energy AG with the German Corporate Governance Code pursuant to Section 161 of the German Stock Corporation Act

Siemens Energy AG shares have been listed on the stock exchange since September 25, 2020. As of this date, Siemens Energy AG ceased to be a part of the Siemens Group managed by Siemens Aktiengesellschaft and became a legally independent, publicly traded stock corporation to which the recommendations of the Government Commission on the German Corporate Governance Code in the version dated December 16, 2019 (“Code”), published by the Federal Ministry of Justice and Consumer Protection in the official section of the Federal Gazette (Bundesanzeiger) apply.

The Supervisory Board of Siemens Energy AG currently comprises ten shareholder representatives. The Supervisory Board of Siemens Energy AG in the composition required by the German Codetermination Act will only be constituted once the sanctioning procedure, which was initiated directly on September 25, 2020, is complete; the first meeting of the co-determined Supervisory Board is scheduled for early December 2020.

At the first meeting of the current Supervisory Board on September 29, 2020, in particular the bylaws of the Executive Board and of the Supervisory Board were adopted, and the Chairman’s Committee, Audit Committee, and Nominating Committee were formed. At the second meeting of the Supervisory Board on November 9, 2020, the resolutions to the independence of the shareholders representatives, the Declaration of Conformity, the objectives (including the competence profile and the diversity concept) for the Supervisory Board and the diversity concept for the Executive Board were adopted.

Siemens Energy AG thus complies with all recommendations of the Code and will continue to comply with them in the future, with the following exceptions.

- According to recommendation B.3, the initial appointment of members of the Executive Board shall be for a maximum of three years. Even before Siemens Energy AG was listed on the stock exchange, Dr.-Ing. Christian Bruch was appointed to the Executive Board and Chairman of the Executive Board for five years. His individual qualifications and experience, particularly those acquired in long-term management positions, were taken into account in the decision for the longer appointment period. In making this appointment, it was particularly important to maintain continuity in the management of the Company. According to the bylaws of the Supervisory Board adopted on September 29, 2020, the initial appointment of members of the Executive Board will in future be for a maximum of three years.

- According to recommendation B.2, the Supervisory Board together with the Executive Board should ensure long-term succession planning. The Chairman's Committee of the Supervisory Board will deal with the long-term succession planning for the Executive Board after the constitution of the co-determined Supervisory Board in December, when the employee representatives can be involved in the planning. Similarly, the resolution on the compensation system with the specifications provided for in recommendation G.1 will be adopted at the constituent meeting of the co-determined Supervisory Board. The current employment contracts for the members of the Executive Board comply with the recommendations of the Code.
- According to Recommendation D.13, the Supervisory Board shall assess, at regular intervals, how effective the Supervisory Board as a whole and its committees fulfil their tasks. The Supervisory Board shall report in the Corporate Governance Statement if (and how) the self-assessment was conducted. An efficiency review can only be sensibly carried out once the co-determined Supervisory Board has been constituted and started its work. The efficiency review is planned for the current fiscal year.
- Recommendation C.4 states that a Supervisory Board member who is not a member of any management board of a listed company shall not accept more than five Supervisory Board mandates at non-group listed companies or comparable functions, with an appointment as Chair of the Supervisory Board being counted twice. According to recommendation C.5, members of the management board of a listed company shall not have, in aggregate, more than two Supervisory Board mandates in non-group listed companies or comparable functions, and shall not accept the Chairmanship of a Supervisory Board in a non-group listed company.

Instead of the recommended maximum number of mandates for the Executive Board and the Supervisory Board members as fixed upper limits, cases are to be judged on an individual basis as to whether the number of relevant mandates, as defined in the Code, is appropriate. This assessment is to consider the expected personal workload caused by the accepted mandates, which can differ depending on the specific mandates.

- According to recommendations C.10 Sentence 1 or D.4 Sentence 1, the Chairman of the Supervisory Board, the Chairman of the Audit Committee, and the Chairman of the committee that addresses Management Board remuneration are to be independent from the Company and the Executive Board.

Prior to the Spin-Off becoming effective, numerous significant business relationships existed between Siemens Energy AG and its subsidiaries on the one hand, and the companies of the Siemens Group on the other hand due to their joint group affiliation. From the Company's point of view, it is advantageous to make still use of the comprehensive knowledge and expertise of Joe Kaeser and Professor Dr. Ralf P. Thomas

as members of the Managing Board of Siemens AG in their prominent position as Chairman of the Supervisory Board or Chairman of the Chairman's Committee dealing with the compensation of the Executive Board and Chairman of the Audit Committee of Siemens Energy AG, respectively.

Munich, Germany, November 2020

Siemens Energy AG

The Executive Board

The Supervisory Board