



REMUNERATION REPORT
2022

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Fielmann Aktiengesellschaft

Remuneration report for financial year 2022

Preliminary statements

In accordance with Section 162 of the AktG, the Management and Supervisory Boards of Fielmann Aktiengesellschaft (hereinafter referred to as the “**company**” and together with all (in)direct subsidiaries as the “**Fielmann Group**”) must draft an annual remuneration report. The auditor must check that the remuneration report contains all the disclosures stipulated in Section 162 (1) and (2) of the AktG and then draft an audit report on this. The remuneration report thus audited by the auditor must then be presented to the Annual General Meeting for approval. The present remuneration report outlines the remuneration granted and owed to the company’s current and former members of the Management and Supervisory Boards in the financial year 2022 (hereinafter referred to as the “**reporting year**”).

Approval of the remuneration report for the 2021 financial year The remuneration report for the 2021 financial year was approved with an overwhelming majority by the company’s shareholders at the Annual General Meeting on 14 July 2022. The Supervisory and Management Boards view this as confirmation of the format applied with the remuneration report for the 2021 financial year. For this reason, it has largely been retained for the present remuneration report for the reporting year.

Change to the composition of the Management Board and Supervisory Board There were no changes to the composition of the Management Board in the reporting year.

Ms Eva Schleifenbaum left the Supervisory Board on 31 May 2022. Ms Sieglinde Frieß has been a member of the Supervisory Board since 1 June 2022.

General regulations on the remuneration of the Management Board

Approval of the remuneration system for the members of the Management Board by the shareholders The current remuneration system for the Management Board members was adopted by the company’s Supervisory Board taking effect from 1 January 2021 and was approved by a large majority of the company’s shareholders at the Annual General Meeting on 8 July 2021. It applies to all active members of the Management Board in the reporting year.

Main features of the system for remunerating the company’s Management Board members The system for remunerating the members of the company’s Management Board is aligned to the sustainable and long-term business development. As such, it contributes to promoting the corporate strategy and to the long-term development of the company. The system creates incentives for the long-term development of the company that creates value.

The remuneration system aims to remunerate the Management Board members appropriately in line with their duties and responsibilities, while duly taking into account the

¹ Due to rounding, it is possible that individual figures in this report do not precisely add up to the stated total and that the provided percentages do not exactly reflect the absolute numbers to which they refer.

performance of the Management Board members as well as the economic situation and the success of the company. The remuneration system aims to enable a nationally and internationally competitive remuneration package to be set, thereby creating an incentive for committed and successful work. When determining the total remuneration package, the Supervisory Board ensures that the package is appropriate relative to the Management Board members' duties and performance, as well as to the company's situation, and does not automatically exceed the usual payments.

The company's remuneration system provides, on the one hand, a fixed remuneration which comes with additional benefits (such as private use of the company car and accident insurance). On the other hand, the remuneration system also provides a performance-related variable remuneration consisting of two components: the one-year Short Term Incentive (internally also known as "Bonus I" and hereinafter referred to as "STI") and the multiple-year Long Term Incentive (internally also known as "Bonus II" and hereinafter referred to as "LTI"). The remuneration system contains financial and non-financial performance criteria based chiefly on strategic objectives as well as operative ones. Customer satisfaction is reflected in both the short-term and long-term variable remuneration as this is a key feature of the Fielmann Group's corporate philosophy.

An overview of the remuneration system for the Management Board in the reporting year In the reporting year, the remuneration granted and owed to the members of the Management Board in accordance with the remuneration system consisted of the following fixed and variable remuneration components.

| Fixed remuneration components | | Variable remuneration components | |
|-------------------------------|---------------------|----------------------------------|-----|
| Fixed remuneration | Additional benefits | STI | LTI |

Fixed remuneration – amount; aim and relation to corporate strategy; procedure Each member of the Management Board receives a performance-unrelated fixed remuneration, which is paid monthly in twelve equal parts. They also receive a thirteenth salary worth one month's salary, half of which is paid with the salary for June and the other half with the salary for November. If the employment contract begins or ends in the course of the financial year relevant for payment of the remuneration, the fixed remuneration will be paid on a pro rata temporis basis for that financial year.

Together with the other remuneration components, the fixed remuneration components form the basis for attracting and keeping the highly qualified members needed on the Management Board for the development and implementation of the corporate strategy. The remuneration aims to match the abilities, experience and duties of each individual member of the Management Board. In particular, the Supervisory Board takes the aforementioned main features into account when determining the fixed remuneration. In the reporting year, the fixed remuneration of the Management Board members amounted to:

| Management Board member | Fixed remuneration € 000s | Management Board membership |
|-------------------------|------------------------------|-----------------------------|
| Marc Fielmann | 1,033 | from 1.1 to 31.12.2022 |
| Katja Groß | 442 | from 1.1 to 31.12.2022 |
| Dr. Bastian Körber | 585 | from 1.1 to 31.12.2022 |
| Georg Alexander Zeiss | 585 | from 1.1 to 31.12.2022 |

Additional benefits – aim and relation to corporate strategy; procedure The members of the Management Board receive additional benefits besides their fixed remuneration. These include benefits that are typical for the market so that suitable candidates can be attracted to the company and kept over the long term.

Besides the reimbursement of reasonable expenses, the additional benefits are, for example, the provision of a company car which may also be used for private journeys, in accordance with the guidelines, as amended. Furthermore, the following insurance policies are taken out for each member of the Management Board:

- Accident insurance which can also provide for payout to the Management Board member's heirs in the event of death.
- Directors and officers liability insurance (D&O insurance) taking into consideration Section 93 (2) sentence 3 of the AktG (provided the taking out of such insurance is regarded as a remuneration component as defined by stock corporation law).

The respective Management Board member is liable for any taxation resulting from these additional benefits.

The value of the company car and of the insurance benefits that an individual Management Board member receives annually is considered as an additional benefit in the maximum remuneration outlined below.

Variable remuneration components – aim and relation to corporate strategy; procedure

The variable remuneration components serve to motivate the Management Board members to achieve demanding and challenging financial, operational and strategic aims during a financial year. The aims are a reflection of the corporate strategy and are designed to boost the company value in a sustained way. This is achieved by linking with the Fielmann Group's adjusted net income for the year as well as various customer satisfaction indicators (as defined below).

Besides their fixed remuneration, each Management Board member receives variable remuneration for their activities based on an individually determined percentage of the Fielmann Group's adjusted net income for the year. The variable remuneration is divided into an STI based on the short-term success of the Fielmann Group and an LTI based on the Fielmann Group's long-term success.

The STI and the LTI are calculated by multiplying the Fielmann Group's adjusted net income for the year for the respective financial year in line with the weightings determined for the STI and the LTI by the Management Board member's individually determined percentage, and then by using a correction factor (= customer satisfaction indicator, see below) to put a value on and adjust the basic amount.

The Fielmann Group's adjusted net income for the year is calculated as follows:

The Fielmann Group's net income for the year as reported in the consolidated accounts for the respective year

- ± Expense/Earnings from bonus provisions
- ± Extraordinary expense/earnings (in line with Section 277 (4) of the German Commercial Code (HGB) in the version applicable before 23 July 2015, even if there is no separate reporting as per IAS)
- ± Material non-recurring effects from company acquisitions/sales etc., which, according to the directives from the Supervisory Board, are to be distributed linearly over the anticipated period of use

The underlying factor for evaluating and adjusting the basic amount as part of the bonus calculation is (with different measurement periods) the customer satisfaction indicator as the correction factor both for the STI (also see the comment below in the text) and for the LTI. All business influencing factors for the Fielmann Group are captured via this factor. Customer satisfaction is the measure of success for the current financial year and, at the same time, the basis of future success via customer retention and repeat business. The customer satisfaction target system is also a control parameter for sales, stores, HR management, procurement, logistics and quality assurance. This target system is developed based on current analyses and continuously refined and adjusted based on detailed market analyses and data collections. Securing and, where possible, increasing customer satisfaction is a key point of reference for the actions taken by the Management Board. The weighting takes into account the framework of expected customer satisfaction and the significance of changes to the current and future earnings performance. The significant deviation values and the weighting for bonus calculation purposes are

both determined by the Supervisory Board in the context of annual planning in consideration of the targeted customer satisfaction index. This is continuously measured by an independent market research institute. Key to achieving the target is the evaluation of a questionnaire whose results are scaled and weighted in line with the directives stipulated by the Supervisory Board before the financial year.

The maximum amount of variable remuneration (hereinafter referred to as the “cap”) according to the new remuneration system amounts to 220% of the fixed remuneration for the Chairman of the Management Board and a maximum of 200% of the fixed remuneration for the other Management Board members, irrespective of the maximum remuneration.

STI The remuneration system uses the STI as a short-term variable remuneration component. This is based on a one-year measurement period. The Fielmann Group’s adjusted net income for the year (as described above) is weighted at 70% for the respective financial year and multiplied by each Management Board member’s individually determined percentage.

The unweighted average of the accumulated customer satisfaction level for the respective financial year is used as the correction factor for the STI (i.e. at the end of the financial year: [sum of customer satisfaction for the months 1 to 12]/12).

In summary, the STI is calculated based on the following formula:

STI = basic amount (= Fielmann Group’s adjusted net income for the respective financial year x 70% x individual percentage) x correction factor (= customer satisfaction indicator over one-year measurement period)

The STI is due at the end of the day on which the Supervisory Board adopts the company’s annual accounts for the related financial year and approves the company’s consolidated accounts.

There can be no retrospective amendments to the financial and non-financial performance criteria.

LTI The remuneration system uses the LTI as a long-term variable remuneration component. With regard to the correction factor, this is based on a three-year measurement period. The Fielmann Group’s adjusted net income for the year (as described above) is weighted at 30% for the respective financial year and multiplied by each Management Board member’s individually determined percentage.

The unweighted average of the accumulated customer satisfaction level for the respective financial year and the following two financial years (“performance period”) is used as the correction factor for the LTI; the average for each calculation period must be determined, as with the STI. The LTI is determined on a rolling basis so that, for purposes of a preliminary calculation, the customer satisfaction is cumulatively updated as the financial year progresses.

In summary, the LTI is calculated based on the following formula:

LTI = basic amount (= Fielmann Group's adjusted net income for the respective financial year x 30% x individual percentage) x correction factor (= customer satisfaction indicator over three-year measurement period)

The final entitlement to the LTI arises and is due for payment at the end of the day on which the Supervisory Board adopts the company's annual accounts relevant at the end of the measurement period, and approves the company's consolidated accounts. 90% of the preliminary LTI, determined based on the basic amount, is paid out and is due for payment as soon as the Supervisory Board adopts the company's annual accounts for the relevant financial year and approves the company's consolidated accounts. The final determination of the customer satisfaction level over the measurement period and the final calculation are done once the Supervisory Board has adopted the annual accounts and approved the company's consolidated accounts for the last financial year of the measurement period relevant for the LTI. If the final payout figure exceeds the initial payment, the company will pay the difference to the Management Board member. If the initial payment exceeds the final payout figure, the Management Board member will pay the difference to the company.

There can be no retrospective amendments to the financial and non-financial performance criteria.

Possibilities for the company to demand the return of variable remuneration components The company is entitled to offset and retain variable remuneration components as well as to demand the return of advance LTI payments where it is established, after the end of the measurement period relevant for the respective remuneration component, that the Management Board member has breached the valid statutory provisions and/or compliance regulations, leading to compensation claims by the company as per Section 93 (2) of the AktG. There were no grounds for such offsetting, retention or demands for returns to be made in the reporting period.

Retirement benefits/pension accruals The current remuneration system includes no retirement benefits for members of the Management Board. One former Management Board member currently receives pension payments based on an older agreement.

Maximum remuneration for Management Board members The Management Board's total remuneration due for one financial year (the company's highest amount from the sum of all the outlaid remunerations for the respective financial year, including the fixed annual salary, additional benefits, variable remuneration components, but excluding termination benefits) is capped (hereinafter referred to

as “**Maximum remuneration**”) – regardless of whether it is paid in this financial year or at a later date. The maximum remuneration in the remuneration system for the CEO amounts to €3,800,000 and for the other Management Board members to €2,000,000 each. As can be seen in the detailed outline of the Management Board members’ individual remuneration (see below), the maximum remuneration was observed in the reporting year in relation to granted and owed remuneration, which besides the fixed remuneration (and additional benefits) for the reporting year also contained as remuneration components the STI and the LTI advance payment for the 2021 financial year. Otherwise, a definitive statement with regard to maintaining the maximum remuneration for the reporting year can only be made once the final STI and LTI for the financial year are due and have been paid.

Individual remuneration for Management Board members in the reporting year **Calculation of the STI and LTI**

The Management Board members’ granted and owed variable remuneration in the reporting year was related to the STI and the LTI advance payment for the 2021 financial year.

With regard to the correction factor (customer satisfaction) for the STI and the LTI, the relevant deviation values and the weighting were both determined by the Supervisory Board in the context of annual planning in consideration of the targeted customer satisfaction index for the 2021 financial year. This was done in such a way that the condition for a 100% target achievement was a customer satisfaction level of 89.5% to 91.5%. This target level was achieved thanks to a score of 91% based on a survey conducted by the market research institute commissioned by the company. Accordingly, no corrections were made to the basic amount for the STI paid in the reporting year for the 2021 financial year (therefore a correction factor of: 1.0). Nor were corrections made to the basic amount for the LTI paid in the reporting year for the 2021 financial year (therefore also a preliminary correction factor of: 1.0). The LTI for the 2021 financial year will finally be set only after the calculation of the customer satisfaction level in the two following years and once the Supervisory Board has adopted the annual accounts and approved the company’s consolidated accounts for the last financial year of the (three-year) measurement period relevant for the LTI. In the reporting year, an advance payment of 90% was made based on the basic amount, as already mentioned.

In summary, the following applies for the STI and the LTI for the calculation of the variable remuneration granted and owed in the reporting year (for the 2021 financial year):

STI calculation for 2021

| Management Board member | Adjusted net income Fielmann Group 2021 FY € 000s | Weighting in % | Individual percentage | Correction factor | Cap in % | Payout figure in the reporting year € 000s |
|-------------------------|---|----------------|-----------------------|-------------------|----------|--|
| Marc Fielmann | 148,401 | 70% | 1.200% | 1.0 | 220 | 1,247 |
| Katja Groß | 148,401 | 70% | 0.375% ² | 1.0 | 150 | 325 |
| Dr. Bastian Körber | 148,401 | 70% | 0.500% | 1.0 | 200 | 520 |
| Georg Alexander Zeiss | 148,401 | 70% | 0.500% | 1.0 | 200 | 520 |

LTI calculation for 2021³

| Management Board member | Adjusted net income Fielmann Group 2021 FY € 000s | Weighting in % | Individual percentage | Correction factor | Cap in % | Payout figure in the reporting year € 000s ⁴ |
|-------------------------|---|----------------|-----------------------|-------------------|----------|---|
| Marc Fielmann | 148,401 | 30% | 1.200% | 1.0 | 220 | 480 |
| Katja Groß | 148,401 | 30% | 0.375% ² | 1.0 | 150 | 125 |
| Dr. Bastian Körber | 148,401 | 30% | 0.500% | 1.0 | 200 | 200 |
| Georg Alexander Zeiss | 148,401 | 30% | 0.500% | 1.0 | 200 | 200 |

Granted and owed remuneration The following tables show the granted and owed remuneration as per Section 162 (1) sentence 1 of the AktG for the reporting year. This includes the remuneration received in the reporting year as well as the remuneration that is due in accordance with legal categories but (so far) has not been received.

Marc Fielmann
Chairman of the Management Board
Date of joining: 2016

| Type of benefit | 2022 €000s | 2022 in % | 2021 €000s | 2021 in % |
|---------------------------|--------------|--------------|--------------|--------------|
| Fixed remuneration | 1,033 | 37.3 | 1,033 | 41.1 |
| Additional benefits | 8 | 0.3 | 8 | 0.3 |
| Total | 1,041 | 37.6 | 1,041 | 41.4 |
| STI | 1,247 | 45.1 | 1,032 | 41.0 |
| LTI ⁵ | 480 | 17.3 | 443 | 17.6 |
| Total | 1,727 | 62.4 | 1,475 | 58.6 |
| Total remuneration | 2,768 | 100.0 | 2,516 | 100.0 |

² Pro rata temporis based on joining the Management Board effective 1 March 2021.

³ Preliminary. The final calculation will be made after the customer satisfaction level in the two following years has been determined and once the Supervisory Board has adopted the annual accounts and approved the company's consolidated accounts for the last financial year of the (three-year) measurement period relevant for the LTI.

⁴ LTI advance payment of 90% based on the basic amount.

⁵ Compare the statements in footnote 4. Due to the adaptation of the existing employment contracts, the LTI for the financial year 2020 was finalised based on the new remuneration system and paid out in full, i.e. at 100%, in the financial year 2021.

Katja Groß
Management Board
Date of joining: 1 March 2021

| Type of benefit | 2022 €000s | 2022 in % | 2021 €000s | 2021 in % |
|---------------------------|---------------|--------------|---------------|--------------|
| Fixed remuneration | 442 | 48.5 | 368 | 98.1 |
| Additional benefits | 20 | 2.2 | 7 | 1.9 |
| Total | 462 | 50.7 | 375 | 100.0 |
| STI ⁶ | 325 | 35.6 | | |
| LTI ⁷ | 125 | 13.7 | | |
| Total | 450 | 49.3 | 0 | 0.0 |
| Total remuneration | 912 | 100.0 | 375 | 100.0 |

Dr. Bastian Körber
Management Board
Date of joining: 2015

| Type of benefit | 2022 €000s | 2022 in % | 2021 €000s | 2021 in % |
|---------------------------|---------------|--------------|---------------|--------------|
| Fixed remuneration | 585 | 44.0 | 585 | 47.5 |
| Additional benefits | 26 | 2.0 | 26 | 2.1 |
| Total | 611 | 46.0 | 611 | 49.6 |
| STI | 520 | 39.1 | 435 | 35.3 |
| LTI ⁸ | 200 | 15.0 | 186 | 15.1 |
| Total | 720 | 54.1 | 621 | 50.4 |
| Total remuneration | 1,331 | 100.0 | 1,231 | 100.0 |

Georg Alexander Zeiss
Management Board
Date of joining: 2004

| Type of benefit | 2022 €000s | 2022 in % | 2021 €000s | 2021 in % |
|---------------------------|---------------|--------------|---------------|--------------|
| Fixed remuneration | 585 | 44.1 | 585 | 47.7 |
| Additional benefits | 22 | 1.7 | 21 | 1.7 |
| Total | 607 | 45.8 | 606 | 49.4 |
| STI | 520 | 39.2 | 435 | 35.4 |
| LTI ⁹ | 200 | 15.1 | 186 | 15.2 |
| Total | 720 | 54.3 | 621 | 50.6 |
| Total remuneration | 1,327 | 100.0 | 1,227 | 100.0 |

Michael Ferley, who left the Management Board as of 31 March 2021, still received the STI for the financial year 2021 (€130,000), the LTI for the financial year 2021 (€56,000) and additional benefits (company car) (€15,000) on a pro rata temporis basis. The pension benefits allocated in the reporting year to former Management Board member Günter Schmid (departure: 30 June 2017) amount to € 226,000 (previous year: € 226,000).

⁶ Compare the statements in footnote 4. Due to the adaptation of the existing employment contracts, the LTI for the financial year 2020 was finalised based on the new remuneration system and paid out in full, i.e. at 100%, in the financial year 2021.

⁷ Compare the statements in footnote 2.

⁸ Compare the statements in footnote 4.

⁹ Compare the statements in footnotes 4 and 5.

Comparative presentation of the remuneration and earnings development for Management Board members

| | Granted and owed remuneration 2022 | Granted and owed remuneration 2021 | 2022 Veränderung change in rel. to 2021 | |
|--|------------------------------------|------------------------------------|---|--------|
| | € 000s | € 000s | € 000s | in % |
| Incumbent Management Board members in reporting year | | | | |
| Marc Fielmann | 2,768 | 2,516 | 252 | 10.0 |
| Katja Groß | 912 | 375 | 537 ¹² | 143.2 |
| Dr. Bastian Körber | 1,331 | 1,231 | 100 | 8.1 |
| Georg Alexander Zeiss | 1,327 | 1,227 | 100 | 8.1 |
| Management Board members who departed before the reporting year began | | | | |
| Günther Fielmann | n/a | n/a | n/a | n/a |
| Michael Ferley (until 31 March 2021) | 201 | 2,193 ¹³ | - 1,992 | - 90.8 |
| Günter Schmid (until 30 June 2017) | 226 | 226 | | 0.0 |
| Dr. Stefan Thies (until 30 June 2019) | n/a | n/a | n/a | n/a |
| Employees | | | | |
| Av. for employees of Fielmann AG and subsidiaries in Germany | 43 | 40 ¹⁴ | 3 | 7.5 |
| Earnings development | | | | |
| Net income Fielmann Group | 109,954 | 144,577 | - 34,623 | - 23.9 |
| Net income Fielmann AG | 119,919 | 165,843 | - 45,924 | - 27.7 |

¹⁰ Management Board members waived 20% of their fixed remunerations for the period from April to October 2020 in the light of the coronavirus pandemic.

¹¹ Appointment as Chairman of the Management Board with effect from 1 April 2018.

¹² Joined Management Board effective 1 March 2021, therefore no STI or LTI for the financial year 2020.

¹³ Including payment of the one-off amount of €1,500,000 to settle on a flat-rate basis the benefits to which Mr Ferley would have been entitled for the period up to the official termination of his employment contract on 30 June 2023.

¹⁴ In the financial year 2021, there were reductions in the gross salaries paid by the company and its German subsidiaries due to the wage subsidy claims or the net pay being topped up to 100%.

| 2021 Veränderung change in rel. to 2020 | | 2020 Veränderung change in rel. to 2019 | | 2019 Veränderung change in rel. to 2018 | | 2018 Veränderung change in rel. to 2017 | |
|--|--------|--|--------|--|--------|--|--------|
| € 000s | in % | € 000s | in % | € 000s | in % | € 000s | in % |
| - 384 | - 13.2 | 282 | 10.8 | 1,094 ¹¹ | 71.8 | 419 | 37.9 |
| n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| - 232 | - 15.8 | - 54 | - 3.6 | 151 | 11.1 | 57 | 4.4 |
| - 229 | - 15.7 | - 58 | - 3.8 | 5 | 0.3 | 2 | 0.1 |
| n/a | n/a | - 2,272 | - 93.8 | - 2,080 | - 46.2 | - 419 | - 8.5 |
| 1,054 | 92.5 | 18 | 1.6 | 331 | 41.9 | 560 | 143.5 |
| 5 | 2.3 | 5 | 2.3 | 0 | 0.0 | -1,808 | - 67.2 |
| n/a | n/a | n/a | n/a | 158 | 10.5 | 1 | 0.1 |
| -2 | -4.8 | 4 | 10.5 | 1 | 2.7 | 1 | 2.8 |
| 20,760 | 17.2 | -56,487 | -31.9 | 3,662 | 2.1 | 777 | 0.4 |
| 42,599 | 34.6 | -65,732 | -34.8 | 6,769 | 3.7 | 3,031 | 1.7 |

General regulations on the remuneration of the Supervisory Board

Approval of the remuneration system for the members of the Supervisory Board by the shareholders

The remuneration system for the Supervisory Board members was also overwhelmingly approved by the company's shareholders at the Annual General Meeting on 8 July 2021. In addition, a resolution confirming the remuneration of the Supervisory Board members was passed.

Main features of the system for remunerating the company's Supervisory Board members

In line with Section 11 of the company's Articles of Association, the amount of annual remuneration for the Supervisory Board members will be determined by the Annual General Meeting. The competitive nature of the Supervisory Board remuneration makes it possible to recruit suitable candidates for the position of Supervisory Board member. In this way, the Supervisory Board remuneration helps to ensure that the Supervisory Board as a whole can carry out its duties of supervising and advising the Management Board properly and competently, thereby promoting the company's corporate strategy and long-term development. In line with the suggestion in P.18 sentence 1 of the German Corporate Governance Code, only 100% fixed remuneration components and reimbursed expenses are provided for, but not variable remuneration elements. The fixed remuneration strengthens the Supervisory Board members' independence when fulfilling their supervisory duties and thereby contributes to the company's long-term development. The calculation of the fixed remuneration takes into account the amount of time it is expected to take to fulfil the duties of office as well as the practice in companies of comparable size, industry and complexity.

Aim and relation to corporate strategy The aim is to attract and keep highly qualified members of the Supervisory Board. This will enhance the efficiency of the Supervisory Board's work and the company's long-term development.

Remuneration components Unless any other resolution is adopted by the Annual General Meeting, the Supervisory Board members will be remunerated according to the following rules:

- The Supervisory Board members receive a basic annual remuneration for their activities of € 40,000, in addition to their expenses being reimbursed. The Deputy Chairman receives 1.5 times this amount, and the Chairman receives 3 times this amount.
- In addition to their basic remuneration, the members of a Committee receive a remuneration of € 5,000, and the Chairman receives 1.5 times this amount. Furthermore, the members receive an allowance of € 2,500 for taking part in a Committee meeting.
- Any VAT due is calculated separately.

The Supervisory Board members are also included in a directors and officers liability insurance (D&O insurance) maintained by the company for executives (provided the taking out of such an insurance is regarded as a remuneration component as defined by stock corporation law).

Supervisory Board remuneration in the reporting year
Total granted and owed Supervisory Board remuneration

| in € 000s | 2022 | 2021 |
|---------------------------------------|------------|------------|
| Basic remuneration | 740 | 740 |
| Remuneration for Committee activities | 87.5 | 70 |
| Committee meeting allowances | 37.5 | 45 |
| Total | 865 | 855 |

In addition, travel costs and expenses of € 5,000 were reimbursed (previous year: € 1,000). Together with the reimbursement of travel costs and expenses, the Supervisory Board remunerations therefore amounted to € 870,000 (previous year: € 856,000).

Individually granted and owed Supervisory Board remuneration

| Current Supervisory Board members | Basic remuneration | | Remuneration for Committee activities | | Committee meeting allowances | | Total € 000s |
|--|--------------------|-------|---------------------------------------|------|------------------------------|------|-----------------|
| | € 000s | in % | € 000s | in % | € 000s | in % | |
| Prof. Dr. Mark K. Binz | 120.0 | 77.2 | 25.0 | 16.1 | 10.0 | 6.4 | 155.0 |
| Hans-Georg Frey | 40.0 | 76.2 | 10.0 | 19.0 | 2.5 | 4.8 | 52.5 |
| Carolina Müller-Möhl | 40.0 | 88.9 | 5.0 | 11.1 | | | 45.0 |
| Hans Joachim Oltersdorf | 40.0 | 64.0 | 12.5 | 20.0 | 10.0 | 16.0 | 62.5 |
| Marie-Christine Ostermann | 40.0 | 100.0 | | | | | 40.0 |
| Pier Paolo Righi | 40.0 | 88.9 | 5.0 | 11.1 | | | 45.0 |
| Sarna Marie Elisabeth Röser | 40.0 | 100.0 | | | | | 40.0 |
| Hans-Otto Schrader | 40.0 | 100.0 | | | | | 40.0 |
| Ralf Greve | 60.0 | 70.6 | 15.0 | 17.6 | 10.0 | 11.8 | 85.0 |
| Heiko Diekhöner | 40.0 | 100.0 | | | | | 40.0 |
| Jana Furcht | 40.0 | 84.2 | 5.0 | 10.5 | 2.5 | 5.3 | 47.5 |
| Nathalie Hintz | 40.0 | 84.2 | 5.0 | 10.5 | 2.5 | 5.3 | 47.5 |
| Eva Schleifenbaum (until 31.5.2022) | 35.2 | 100.0 | | | | | 35.2 |
| Sieglinde Frieß (ab 01.06.2022) | 4.8 | 100.0 | | | | | 4.8 |
| Frank Schmiedecke | 40.0 | 100.0 | | | | | 40.0 |
| Frank Schreckenber | 40.0 | 100.0 | | | | | 40.0 |
| Mathias Thürnau | 40.0 | 88.9 | 5.0 | 11.1 | | | 45.0 |

Comparative presentation of the remuneration and earnings development for Supervisory Board members

| | Granted and owed remuneration 2022 | Granted and owed remuneration 2021 | 2022 Veränderung change in rel. to 2021 | |
|---|------------------------------------|------------------------------------|---|--------|
| | € 000s | € 000s | € 000s | in % |
| Current Supervisory Board members | | | | |
| Prof. Dr. Mark K. Binz | 155 | 148 | 7 | 4.7 |
| Hans-Georg Frey | 53 | 58 | - 5 | - 8.6 |
| Carolina Müller-Möhl | 45 | 45 | 0 | 0.0 |
| Hans Joachim Oltersdorf | 63 | 53 | 10 | 18.9 |
| Marie-Christine Ostermann | 40 | 40 | | 0.0 |
| Pier Paolo Righi | 45 | 45 | | 0.0 |
| Sarna Marie Elisabeth Röser | 40 | 40 | | 0.0 |
| Hans-Otto Schrader | 40 | 40 | | 0.0 |
| Ralf Greve | 85 | 78 | 7 | 9.0 |
| Heiko Diekhöner | 40 | 40 | | 0.0 |
| Jana Furcht | 48 | 53 | - 5 | - 9.4 |
| Nathalie Hintz | 48 | 53 | - 5 | - 9.4 |
| Eva Schleifenbaum (until 31.5.2022) | 35 | 40 | - 5 | - 12.5 |
| Sieglinde Frieß (from 1.6.2022) | 5 | n/a | n/a | n/a |
| Frank Schmiedecke | 40 | 40 | | 0.0 |
| Frank Schreckenber | 40 | 40 | | 0.0 |
| Mathias Thürnau | 45 | 45 | | 0.0 |
| Former Supervisory Board members | | | | |
| Julia Wöhlke | n/a | n/a | n/a | n/a |
| Fred Hasselbach | n/a | n/a | n/a | n/a |
| Petra Oettle | n/a | n/a | n/a | n/a |
| Employees | | | | |
| Av. for employees of Fielmann AG and subsidiaries in Germany | 43 | 40 | 3 | 7.5 |
| Earnings development | | | | |
| Net income Fielmann Group | 109,954 | 144,577 | - 34,623 | - 23.9 |
| Net income Fielmann AG | 119,919 | 165,843 | - 45,924 | - 27.7 |

¹⁵ In light of the coronavirus pandemic, the members of the Supervisory Board chose to forgo 10% of the remuneration to which they were entitled under the Articles of Association for the 12 months after the 2019 Annual General Meeting.

| 2021 Veränderung change in rel. to 2020 | | 2020 Veränderung change in rel. to 2019 | | 2019 Veränderung change in rel. to 2018 | | 2018 Veränderung change in rel. to 2017 | |
|--|--------|--|--------|--|-------|--|------|
| € 000s | in % | € 000s | in % | € 000s | in % | € 000s | in % |
| 15 | 11.3 | - 10 | - 7.0 | - 2 | - 1.4 | | 0.0 |
| 6 | 11.5 | - 1 | - 1.9 | - 2 | - 3.6 | | 0.0 |
| 9 | 25.0 | - 4 | - 10.0 | | 0.0 | | 0.0 |
| 8 | 17.8 | - 3 | - 6.3 | - 2 | - 4.0 | | 0.0 |
| 4 | 11.1 | - 4 | - 10.0 | | 0.0 | | 0.0 |
| 2 | 4.7 | - 2 | - 4.4 | | 0.0 | | 0.0 |
| n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| 4 | 11.1 | 1 | 2.5 | | 0.0 | | 0.0 |
| 33 | 73.3 | - 7 | - 14.6 | - 2 | - 4.0 | | 0.0 |
| 4 | 11.1 | - 4 | - 10.0 | | 0.0 | | 0.0 |
| 12 | 29.3 | - 4 | - 8.9 | | 0.0 | | 0.0 |
| n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| 4 | 11.1 | - 4 | - 10.0 | | 0.0 | | 0.0 |
| n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| 4 | 11.1 | - 4 | - 10.0 | | 0.0 | 13 | 46.4 |
| - 23 | - 33.8 | - 5 | - 6.8 | - 2 | - 2.7 | | 0.0 |
| n/a | n/a | - 4 | - 8.9 | | 0.0 | | 0.0 |
| n/a | n/a | - 4 | - 10.0 | | 0.0 | | 0.0 |
| n/a | n/a | - 3 | - 6.3 | - 2 | - 4.0 | | 0.0 |
| - 2 | - 4.8 | 4 | 10.5 | 1 | 2.7 | 1 | 2.8 |
| 20,760 | 17.2 | - 56,487 | - 31.9 | 3,662 | 2.1 | 777 | 0.4 |
| 42,599 | 34.6 | - 65,732 | - 34.8 | 6,769 | 3.7 | 3,031 | 1.7 |

Hamburg, 13 April 2023

Fielmann Aktiengesellschaft
The Management Board



Marc Fielmann



Katja Groß

Dr. Bastian Körber



Georg Alexander Zeiss

Chairman of the Supervisory Board



Professor Dr. Mark K. Binz

Report by the independent auditor on the audit of the remuneration report pursuant to section 162 (3) of the AktG

To Fielmann Aktiengesellschaft, Hamburg

Audit opinion

We have formally audited the remuneration report of Fielmann Aktiengesellschaft, Hamburg, for the financial year from 1 January to 31 December 2022 to determine whether the disclosures pursuant to Section 162 (1) and (2) of the AktG have been duly included in the remuneration report. In accordance with Section 162 (3) of the AktG, we have not audited the content of the remuneration report.

In our opinion, the attached remuneration report contains all material disclosures required by Section 162 (1) and (2) of the AktG. 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 Section 162 (3) of the AktG and IDW Auditing Standards: Audit of the Remuneration Report in accordance with Section 162 (3) of the AktG (IDW AsS 870 (08.2021)). Our responsibility under that legislative requirement and the standard is further described in the "Responsibility of the auditor" section of our report. In our auditing practice, we applied the quality assurance system requirements of the IDW Quality Assurance Standard: Requirements for Quality Assurance in Auditing Practice (IDW QS 1). We have complied with the professional duties pursuant to the Auditors' Code and the Professional Statutes for Auditors/Sworn Auditors, 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 Section 162 of the AktG. They are also responsible for such internal control as they determine is necessary to enable the preparation of a remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud or error.

Responsibility of the auditor

Our objective is to obtain reasonable assurance about whether all material disclosures pursuant to Section 162 (1) and (2) of the AktG have been made in the remuneration report and to express an opinion on this in an audit 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 Section 162 (1) and (2) of the AktG. In accordance with Section 162 (3) of the AktG, we have not audited the content of the individual disclosures for any errors or omissions or the fair presentation of the remuneration report.

Dealing with any misleading representations

In connection with our audit, we have a responsibility to read the remuneration report taking into account the knowledge obtained in 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 a misleading representation exists, we are required to report that fact. We have nothing to report in this context.

Hamburg, 13 April 2023

Deloitte GmbH
Auditing firm



(Patrick Wendlandt)
Auditor



(Christina Marquardt)
Auditor

**“We help everyone hear
and see the beauty
in the world.”**
