

## Supervisory Board Remuneration System 2023 \*)

### 1. Principles of the remuneration system for supervisory board members

Pursuant to section 113 paragraph 3 AktG, a remuneration system must be developed for the supervisory board members and submitted to the annual general meeting for voting.

The structure of the supervisory board remuneration will follow the following guidelines in future:

Some members of the supervisory board have waived their supervisory board remuneration. The Company wishes to take this development into account. Therefore, in future, remuneration shall be granted only to the chair of the audit committee, in particular to reflect the demands of this activity on the supervisory board. The further members of the supervisory board receive no remuneration; the reimbursement of expenses remains unaffected.

The granting of fixed (and not variable) remuneration exclusively to the chair of the audit committee ensures that in particular the chair of the audit committee of the supervisory board can exercise the supervisory and advisory function independently. In addition, the non-granting of remuneration or granting of fixed remuneration ensures that all members of the supervisory board will be able to carry out their activities independently of the short-term success of alstria. In this way, the supervisory board can concentrate primarily on its activities with regard to the long-term development of alstria.

The level of remuneration for the chair of the audit committee reflects the function and the area of responsibility and is appropriate to the situation of alstria. In particular, the greater amount of time required to be spent by the chair of the audit committee and the higher technical skills they need to possess are adequately taken into account.

The provisions of the German Stock Corporation Act provide the regulatory framework for the remuneration system

### 2. Procedure for determining and implementing the remuneration system

The annual general meeting resolves on the remuneration of the supervisory board members.

At least every four years or in case of changes, the remuneration system for the supervisory board members is submitted to the annual general meeting for voting. In the event that the annual general meeting does not approve a remuneration system put to the vote, a revised remuneration system shall be submitted at the latest at the following annual general meeting.

### 3. Structure of the remuneration system for supervisory board members

Of the supervisory board members, only the chair of the audit committee of the supervisory board receives a fixed remuneration of EUR 70,000.00 p.a. Members who chair the audit committee for only part of a year receive remuneration pro rata temporis.

All supervisory board members are reimbursed for their expenses (in particular travel, accommodation, meal and subsistence and telecommunications costs) incurred in the course of their work for alstria. The expenses also include any VAT paid on the remuneration, insofar as the member

\*) The system was approved by the Annual General Meeting of alstria office REIT-AG on May 4, 2023

of the supervisory board is entitled to charge VAT separately. The Company may, at its own expense, take out appropriate liability insurance for the benefit of the supervisory board members to cover the risks arising from the performance of their duties (D&O insurance).

#### **4. Significant changes compared to the previous remuneration system**

The annual general meeting of the Company last adopted a resolution on the remuneration system for the supervisory board members on May 6, 2021 under agenda item 9 ("Remuneration system for the supervisory board members 2021"). According thereto, all supervisory board members received fixed remuneration, with the amount being dependent on the tasks assumed by each member within the supervisory board and its committees. The remuneration system now proposed under agenda item 10, by contrast, only provides for an annual fixed remuneration for the chair of the audit committee. The further members of the supervisory board receive no remuneration; the reimbursement of expenses remains unaffected.

Increased qualification requirements are placed on the members of the audit committee. According to the Profile for the Supervisory Board, at least two members of the audit committee, including the chair, should be financial experts. At least one member should have acquired particular skills and experience in accounting, in applying accounting principles and internal controls. At least one further member should have acquired particular skills and experience in audit. In addition, the Profile for the Supervisory Board provides that the chair of the audit committee should be independent from the Company and its management board and from any controlling shareholder.

The increased requirements in terms of qualification and independence are of particular importance for the Company especially due to the scope and significance of the audit committees' work, and in particular apply to the chair of the audit committee.

According to the rules of procedure for the supervisory board, the audit committee in particular deals with the audit of the annual financial statements and intra-year financial information, accounting and the accounting process, risk management, the internal control and audit system as well as compliance.

Compared to the other members of the supervisory board and the audit committee, the chair has a higher workload, needs to spend more time and has greater responsibility. Therefore, the chair of the audit committee should continue to receive annual remuneration for this work. In addition, the remuneration for the work of the chair of the audit committee is to ensure that the Company will be able, also in future, to fill this position with competent persons.

Moreover, the new system ultimately reflects the payment of the remuneration to the members of the supervisory board and its committees in office in the 2022 financial year. In fact, under release agreements with the Company concluded in February 2023, three supervisory board members in the last financial year waived the fixed remuneration to which they were entitled under the remuneration system for the supervisory board members 2021.

The provisions on the reimbursement of expenses remain unchanged compared to the remuneration system for the supervisory board members 2021.