Remuneration and Remuneration System for the members of the Supervisory Board of Deutsche EuroShop AG 2026

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Publication pursuant to **Sections 113 para. 3 sentence 6, 120a para. 2 Stock Corporation Act (Aktiengesetz, "AktG")**

The Company's annual general meeting had confirmed the remuneration of the Supervisory Board members, as determined in Article 8 para. 4 and para. 5 of the Articles of Association, and the remuneration system for the Supervisory Board in its currently valid version of 18 June 2021, for the last time on 27 June 2025 with an approval rate of 99.95%.

In connection with the search for suitable candidates to fill vacant seats on the Supervisory Board, the Supervisory Board and the Executive board have come to the conclusion that the remuneration and the remuneration system should be adjusted in order to pay a compensation to the Supervisory Board members that is appropriate to their duties and to remain competitive in the recruitment of qualified candidates. Although a review and, if necessary, adjustment of the remuneration and the remuneration system would only take place in 2029 in accordance with the regular schedule, it is therefore planned to propose an adjustment to the annual general meeting on 18 June 2026 already, with retroactive effect from the date of the previous year's annual general meeting, i.e. 27 June 2025.

The resolution proposal and description of remuneration and remuneration system are reproduced in full below.

RESOLUTION ON ADJUSTMENT OF THE REMUNERATION, RESOLUTION ON ADJUSTMENT OF THE REMUNERATION SYSTEM FOR THE MEMBERS OF THE SUPERVISORY BOARD AND THE CORRESPONDING AMENDMENT TO THE ARTICLES OF ASSOCIATION

Pursuant to section 113 para. 1 sentence 2 AktG, the remuneration of Supervisory Board members is to be determined in the Articles of Association or may be approved by the general meeting. Pursuant to section 113 para. 3 sentence 1 and sentence 2 AktG, the shareholders' meeting of a listed company must resolve on the remuneration of the members of the Supervisory Board at least every four years, with a resolution confirming the remuneration being permissible.

The Company's shareholders' meeting last confirmed the remuneration of the Supervisory Board members, as determined in Article 8 para. 4 and para. 5 of the Articles of Association, and the remuneration system for the Supervisory Board in its currently valid version of 18 June 2021, for the last time on 27 June 2025 with an approval rate of 99.95%. In connection with the search for suitable candidates to fill vacant seats on the Supervisory Board (including the succession of long-standing Supervisory Board Chairman Reiner Strecker by Peter Ballon last year) the Supervisory Board and the Executive Board have come to the conclusion that the remuneration and the remuneration system, which resulted in remuneration at the lower end of the comparative range determined by a renowned independent external remuneration consultant, should be adjusted in order to pay a compensation to the Supervisory Board members that is appropriate to their duties and to remain competitive in the recruitment of qualified candidates. Although a review and, if necessary, adjustment of the remuneration and the remuneration system would only take place in 2029 in accordance with the regular schedule, it is therefore planned to propose an adjustment to the annual general meeting on 18 June 2026 already, with retroactive effect from the date of the previous year's annual general meeting, i.e. 27 June 2025.

Detailed information on the remuneration systems for the members of the Executive Board and of the Supervisory Board of Deutsche EuroShop AG is available on the Company's website: **www.deutsche-euroshop.com/remuneration**

The Executive Board and the Supervisory Board propose that the remuneration as provided for in Article 8 para. 4 and para. 5 of the Company's Articles of Association and the remuneration system for the Supervisory Board in the current version dated 27 June 2025 be adjusted and the Articles of Association to be accordingly amended.

According to Section 8 para. 4 of the Articles of Association in the version currently in force, the members of the Supervisory Board receive a fixed remuneration. The members of committees do not receive any additional remuneration for this activity. Section 8 para. 4 of the Articles of Association currently reads as follows:

"The company grants the members of the Supervisory Board an annual remuneration. This is set – for the first time for the 2007 financial year – at €50,000 for the Chairman, €37,500 for the Deputy Chairman and €25,000 for each of the other members of the Supervisory Board. If members of the Supervisory Board leave the Supervisory Board during the course of a financial year, they shall receive remuneration on a pro rata basis."

Due to increased legal and other regulatory requirements and responsibilities, the workload of the Supervisory Board members, and in particular that of the Chairman of the Supervisory Board and thus also his Deputy and the members of the Audit Committee, has steadily increased. Against this background and taking into account the general level and development of remuneration for Supervisory Board members and remuneration for committee work at comparable companies, the Supervisory Board and Executive Board have come to the conclusion that the remuneration for the Chairman should be increased to €175,000.00 and the remuneration for the other Supervisory Board members to €40,000.00. In addition, the Chairman of the Audit Committee shall receive an additional remuneration of €30,000.00 and the other members of the Audit Committee an additional remuneration of €10,000.00 for their respective activities. In connection with transactions that are likely to be of significant importance to the Company, considerable work may also be required from the members of preparatory and, if applicable, decision-making committees of the Supervisory Board, which is why additional remuneration should also be paid for this, that is, however, tied to the duration of a corresponding committee's existence as well a certain level of activity and capped in amount if the committee remains in existence for an extended period.

The increase in the remuneration of the members of the Supervisory Board is in line with the remuneration policy positioning of the Supervisory Board remuneration in the market pursued by the Supervisory Board and the Executive Board in the interests of the Company and contributes to ensuring that the Supervisory Board remuneration continues to be in the interests of Deutsche EuroShop AG and – even in comparison with the remuneration of supervisory board members at comparable companies – remains in reasonable proportion to the tasks of the members of the Supervisory Board in their respective functions and to the situation of the Company. The remuneration regulations also continue to take into account the recommendations and suggestions of the German Corporate Governance Code (Deutscher Corporate Governance Kodex, "DCGK") in the version published in the Federal Gazette on 27 June 2022 for the remuneration of members of the Supervisory Board. The addition made on this occasion regarding insurance cover to be obtained by the Company for the members of the Supervisory Board and technical support to an appropriate extent serves only for clarification purposes. In the opinion of the Supervisory Board and the Executive Board, the provision in Section 8(5) of the Articles of Association regarding the reimbursement of cash expenses and, where applicable, value added tax does not require any adjustment.

The correspondingly adjusted remuneration system for Supervisory Board members is and further details regarding the remuneration system will be available on the Company's website at https://www.deutsche-euroshop.de/HV from the date of convening the annual general meeting on 18 June 2026.

The Executive Board and Supervisory Board propose the following resolution:

Article 8 para. 4 of the Articles of Association shall be amended as follows:

"The Company shall grant each member of the Supervisory Board remuneration, which shall be payable after the ordinary shareholders' meeting that decides on the appropriation of profits for the corresponding financial year.

a) The annual remuneration for serving on the Supervisory Board is set at €175,000.00 for the Chairman and €40,000.00 for each of the other members of the Supervisory Board.

b) The annual remuneration for serving on the Audit Committee is set at €30,000.00 for the Chairman and €10,000.00 for each of the other members of the Audit Committee.

c) In the event that the Supervisory Board forms a committee for matters that are likely to be of significant importance to the Company, the members of the committee shall receive an additional compensation of €7,500.00 for each month of the committee's existence, provided that the committee has met at least once during that month, but not exceeding a total of €45,000.00 per year.

d) Members of other committees do not receive any additional remuneration for this activity.

e) The Company shall provide the members of the Supervisory Board with insurance cover and technical support for the duration of their activities to an extent appropriate for the performance of their duties on the Supervisory Board.

If members of the Supervisory Board join or leave the Supervisory Board or the Audit Committee during a financial year, they shall receive the respective remuneration for that financial year on a pro rata basis in accordance with the duration of their membership.

The above amounts shall apply (pro rata) for the first time from 27 June 2025 and shall replace the previously applicable remuneration regulations from that date onwards."

DESCRIPTION OF THE REMUNERATION FOR THE MEMBERS OF THE SUPERVISORY BOARD

1. *LEGAL BASIS OF THE REMUNERATION OF THE MEMBERS OF THE SUPERVISORY BOARD*

Article 8 (4) and (5) of the Company's Articles of Association are worded – upon the amendment to the Articles of Association proposed under agenda item 7 of the Company's ordinary shareholders' meeting on 18 June 2026 taking effect – as follows:

"4) The Company grants each member of the Supervisory Board an remuneration which is payable after the annual general meeting that decides on the appropriation of profits for the corresponding financial year.

a) The annual remuneration for serving on the Supervisory Board is set at €175,000.00 for the Chairman, €60,000.00 for the Deputy Chairman and €40,000.00 for each of the other members of the Supervisory Board.

b) The annual remuneration for serving on the Audit Committee is set at €30,000.00 for the Chairman and €10,000.00 for each of the other members of the Audit Committee.

c) In the event that the Supervisory Board forms a committee for transactions that are likely to be of significant importance to the Company, the members of the relevant committee shall receive an additional compensation of €7,500.00 for each month of the committee's existence, provided that the committee has met at least once during that month, but not exceeding a total of €45,000.00 per year.

d) Members of other committees do not receive any additional remuneration for this activity.

e) The company shall provide the members of the Supervisory Board with insurance cover and technical support for the duration of their activities to an extent appropriate for the performance of their duties on the Supervisory Board.

If members of the Supervisory Board join or leave the Supervisory Board or the Audit Committee during a financial year, they shall receive remuneration for that financial year on a pro rata basis in accordance with the duration of their membership.

The above amounts shall apply (pro rata) for the first time from 27 June 2025 onwards and shall replace the previously applicable remuneration from that date.

5) The Company reimburses the cash expenses of the members of the Supervisory Board. Value added tax is reimbursed by the Company to the extent that the members of the Supervisory Board are entitled to invoice the sales tax separately and exercise this right."

2. *PRESENTATION OF THE REMUNERATION SYSTEM FOR MEMBERS OF THE SUPERVISORY BOARD*

The remuneration system for the members of the Supervisory Board of Deutsche EuroShop AG based on the provisions stipulated in article 8 para. 4 and para. 5 of the Articles of Association is presented below in accordance with sections 113 para. 3 and 87a para. 1 sentence 2 AktG.

2.1. *Structure*

The remuneration system is structured in a manner that is simple, clear and understandable. The members of the Supervisory Board receive the fixed remuneration stipulated in the Articles of Association. The chairman receives significantly higher remuneration. As a rule, no additional remuneration is granted for membership of

committees, except for the members of the Audit Committee, in which the Chairman also receives higher compensation, as well as the members of any committee formed for transactions that are likely to be of significant importance to the Company, who each receive additional remuneration for this activity. In addition, market-standard D&O insurance is taken out for the members of the Supervisory Board and technical support is provided where necessary.

Unlike the Executive Board, the Supervisory Board does not execute an operational function and does not make any decisions on business strategy. Rather, the Supervisory Board contributes to the longterm development of the Company through its supervisory duties (section 87a para. 1 sentence 2 no. 2 AktG).

The payment of purely fixed remuneration without any variable components has proven its worth and corresponds to the practice that is prevalent in other listed companies. The exclusively fixed remuneration that is paid to the members of the Supervisory Board is the best way of taking account of the control function exercised by the Supervisory Board, which is to be performed independently of the Company's success. With such a remuneration system, the Supervisory Board can make its decisions in the interests of the Company that are aligned with the Company's longterm business strategy and sustainable development, without pursuing other motives which could possibly be derived from performance-related remuneration. The remuneration of the Supervisory Board therefore does not contain any variable remuneration components (section 87a para. 1 sentence 2 nos. 3, 4 and 6 AktG) or any share-based components (section 87a (1) sentence 2 no. 7 AktG). In accordance with article 8 para. 4 of the Articles of Association, the remuneration is payable after the annual shareholders' meeting that decides on the appropriation of profits for the corresponding financial year financial year. There are no deferral periods for the payment of remuneration components (section 87a para. 1 sentence 2 no. 5 AktG) and complies with recommendation G.18 of the German Corporate Governance Code (DCGK) in the version published in the Federal Gazette on 27 June 2022.

In accordance with Section 8 para. 4 of the Articles of Association, remuneration is payable after the ordinary shareholders' meeting that decides on the appropriation of profits for the corresponding financial year. There are no deferral periods for the payment of remuneration components (Section 87a para. 1 sentence 2 no. 5 AktG), which may be particularly useful in the case of variable remuneration components.

The remuneration system also takes into account the significantly higher time commitment of the Chairman, who is particularly closely involved in discussing strategic issues with the Management Board, and the equally higher time commitment of the members of the Audit Committee, especially by its Chairman, against the backdrop of the increasing complexity, responsibility and importance of the Audit Committee's tasks (in particular in accordance with the Financial Market Integrity Strengthening Act (Finanzmarktintegritätsstärkungsgesetz – FISG), and thus also takes into account recommendation G.17 DCGK. The same applies to members of any committee formed for transactions that are likely to be of significant importance to the company, as such matters typically require a significantly increased amount of work; however, remuneration depends on whether such a committee is actually established and how long it remains in existence as well as a certain level of activity; nevertheless, the total amount is capped over a twelve-month period.

The remuneration and employment conditions of the employees were not taken into account when determining the remuneration system (Section 87a para. 1 sentence 2 no. 9 AktG), as this is neither required by law nor provided for in the Articles of Association. Furthermore, such consideration would not reflect the functional differences between a non-operational supervisory board and would unduly restrict the shareholders' freedom to decide on the remuneration of the supervisory board they have elected.

There are no ancillary agreements. Remuneration is linked to the duration of the membership in the Supervisory Board or the respective remunerated committee, respectively. No undertakings are made for redundancy payments, pensions or early retirement (section 87a para. 1 sentence 2 no. 8 AktG).

2.2 *Procedure for determing, implementation and reviewing of the remuneration*

The remuneration system and the specific remuneration of the members of the Supervisory Board are determined by the shareholders' meeting, which, in accordance with Section 113 para. 3 AktG, passes a resolution on the remuneration of the members of the Supervisory Board at least every four years. A confirmatory resolution is permissible and requires a simple majority of votes. If a confirmatory resolution is not passed, a revised remuneration system must be submitted for resolution at the next ordinary shareholders' meeting at the latest. Any material change to the remuneration system set out in the Articles of Association and to the remuneration of the members of the Supervisory Board requires a resolution passed by a majority sufficient to amend the Articles of Association. The Supervisory Board reviews the remuneration of Supervisory Board members determined by the shareholders' meeting at regular intervals and, if necessary, with the support of independent external advisors and on the basis of information

available to the public and to experts, to ensure that it complies with any new legal requirements, the recommendations and suggestions of the DCGK, the expectations of the capital market and that it is appropriate for the market. In particular, the Supervisory Board evaluates the remuneration of supervisory board members at other comparable companies and compares it with the remuneration of the company's Supervisory Board. If the Supervisory Board identifies a need for change, it develops an adjusted remuneration system and submits it to the shareholders' meeting for approval in accordance with Section 124 para. 3 sentence 1 AktG. Conflicts of interest in the revision of the remuneration system are ruled out by the final and sole decision-making authority of the shareholders' meeting. Similarly, under the statutory requirements, shareholders have the option of placing the remuneration system and the remuneration of the Supervisory Board members, together with any proposed changes, on the agenda of a shareholders' meeting in accordance with Section 122 AktG or of submitting corresponding (counter) motions in accordance with Section 126 AktG.