

**Publication of the resolution to approve the remuneration for members of the Supervisory Board in accordance with § 113 (3) AktG**

A resolution to approve the system of remuneration for members of the Supervisory Board was presented to the VERBIO AG ordinary virtual annual general meeting held on January 29, 2021, (agenda item no. 7 “Resolution to approve the remuneration for members of the Supervisory Board”).

The system of remuneration for members of the Supervisory Board of was approved as follows:

Valid votes were cast in respect of 53,259,808 shares (representing 84.54% of the total share capital), with 52,512,949 (98.60%) votes in favour and 745,859 (1.40%) votes against.

**Remuneration system for the members of the Supervisory Board**

In accordance with the revised § 113 (3) AktG, following the amendments introduced by the Act Implementing the Second Shareholders’ Directive (Gesetz zur Umsetzung der zweiten Aktionärsrechterichtlinie – ARUG II) issued on December 12, 2019, the annual general meeting must hold a resolution on the remuneration of the Supervisory Board no less frequently than once each four years. Such a resolution may consist of a confirmation of the existing remuneration. The amounts of current remuneration payable to members of the Supervisory Board were determined by the annual general meeting held on January 31, 2020 and governed by § 14 of the Company’s articles of association. In order to ensure congruency with the resolution on the remuneration system for the members of the Management Board at the virtual annual general meeting of VERBIO AG held on January 29, 2021, this approval was made at the same meeting.

§ 14 of the Articles of Incorporation states the following:

- 1 At the end of the business year each member of the Supervisory Board receives annual fixed remuneration of EUR 45,000.00 thousand. The Chairman of the Supervisory Board receives twice this amount, and the Vice-Chairman receives one and a half times this amount. If a member is appointed or leaves office during a financial year, the remuneration shall be paid on a pro rata basis (in relation to the time served in office).
- 2 The Company reimburses each member of the Supervisory Board for cash outlays incurred. In addition, value added taxes shall be reimbursed to the extent that a member of the Supervisory Board is entitled to invoice the tax separately and avails him or herself of that right.

- 3 The Company may take out liability insurance (“D & O insurance”) for an appropriate sum for an insurance premium at typical market rates for the benefit of members of the Supervisory Board to cover the risks associated with the performance of their tasks.

On its introduction in the financial year 2019/2020 this remuneration was based on the following considerations, which, in the opinion of the Management and Supervisory Boards, continue to apply:

The payment of appropriate and competitive remuneration makes an important contribution to the Company’s ability to compete for qualified personalities for appointment to the Supervisory Board. In order to continue to recruit qualified personalities for appointment to the Supervisory Board of VERBIO Vereinigte BioEnergie AG, the remuneration paid to members of the Supervisory Board shall be amended. The amendments made to the remuneration of the members of the Supervisory Board shall, in addition, reflect the increased requirements placed on membership of the Supervisory Board.

The remuneration system is orientated on the recommendations and suggestions of the German Corporate Governance Code (Deutsche Corporate Governance Kodex – DCGK). The DCGK in the version dated December 16, 2019 explicitly recommends that the remuneration shall take into account the higher time commitment of the Chair and the Deputy Chair of the Supervisory Board (recommendation G.17 DCGK). In addition, it is explicitly recommended that the remuneration of the Supervisory Board shall consist of fixed amounts (recommendation G.18 DCGK). Accordingly, the remuneration structure continues to meet the requirements of the German Corporate Governance Code. The remuneration system does not provide for performance-related remuneration or remuneration based on financial or non-financial performance criteria.

The Management and Supervisory Boards of VERBIO Vereinigte BioEnergie AG shall review the remuneration of the Supervisory Board on a regular basis. The remuneration system shall be approved by the annual general meeting when a change in the system is made, and no less frequently than once every four years.