

Information on agenda item no. 4 ("Elections to the Supervisory Board")

In accordance with sections 96 (1) and 101 (1) of the German Stock Corporation Act (*Aktiengesetz – AktG*), sections 4 (1) and 1 (1) of the German One-Third Co-Determination Act (*Drittelbeteiligungsgesetz – DrittelbG*) in conjunction with article 8 (1) of the Company's Articles of Association, the Supervisory Board is composed of six members elected by the shareholders and three members elected by the employees.

The mandate of Gertraud Dirscherl, member of the Supervisory Board elected by the shareholders, will expire with the completion of this year's Annual General Shareholders' Meeting. Furthermore, the Chairman of the Supervisory Board, Dr Louis Hagen, has resigned his mandate as a member of the Supervisory Board with effect to the end of the Annual General Shareholders' Meeting 2026. Therefore, two members of the Supervisory Board are to be elected by the Annual General Shareholders' Meeting.

The Supervisory Board proposes to elect

Gertraud Dirscherl, self-employed auditor, Landshut, Germany,

as well as

Jan Kupfer, self-employed advisor, Munich, Germany,

as shareholder representatives to the Supervisory Board, in each case for a term of office until the end of the Annual General Shareholders' Meeting which decides on discharge for the third financial year after the start of the term of office; the financial year in which the term of office begins is not included.

It is intended to hold the elections to the Supervisory Board in accordance with recommendation C.15 sentence 1 of the German Corporate Governance Code by way of individual elections. It is further intended that, after the election, the Supervisory Board will elect from among its members Jan Kupfer as chair of the Supervisory Board provided that he is elected to the Supervisory Board.

The following paragraph outlines the succession planning process and the reasons for proposing the candidates.

The Supervisory Board has set different appointment or election dates for members of the Management Board and Supervisory Board alike to minimise the risk of substantial loss of know-how, and to ensure that both the Management Board and the Supervisory Board can act at all times. The Supervisory Board, and especially the Executive and Nomination Committee, also continuously monitors and refines the mid- to long-term succession planning. In line with the Suitability Policy, the Supervisory Board, when making proposals to the Annual General Shareholders' Meeting for the election of new shareholder representatives, ensures beforehand that the proposed candidates fulfil the statutory, regulatory, professional and personal requirements applicable to the respective position, and that the specific objectives for the composition of the Supervisory Board derived from the profile of skills and expertise for the entire Board are (or would be) complied with, taking into account the knowledge of the respective candidate.

The Executive and Nomination Committee and the Supervisory Board have mainly based their election proposal on the following criteria to evaluate individual suitability, and consider all criteria to be fulfilled by the candidate:

- Sufficient level of knowledge, skills and experience
- Good reputation, sincerity and integrity
- Impartiality and independence
- Adequate time availability
- Compliance with the mandate restriction, in particular in accordance with article 91 (3) CRD IV and section 25d (3) of the German Banking Act (*Kreditwesengesetz* – “KWG”) (Supervisory Board)
- No actual or potential conflicts of interest
- Recommendations C.1 to C.12 of the German Corporate Governance Code

The proposals also consider the individual requirements profile for Supervisory Board members, as stipulated in the internal Suitability Policy, as well as the objectives resolved by the Supervisory Board for its composition (including the target (minimum) quota for the under-represented sex in each case) and stipulated in the Supervisory Board’s published profile of skills and expertise. The individual requirements profile comprises the following criteria in particular:

- Functional expertise
- Sector expertise
- Seniority
- Interpersonal skills
- Other experience (for a person chairing the Risk Management and Liability Strategy Committee of the Supervisory Board, special expertise in the area of credit is required)

Implementation of the objectives set out in the Supervisory Board’s profile of skills and expertise is updated within the ongoing suitability check, and outlined in the qualification matrix which is part of the published Corporate Governance Statement.

According to the matrix, the shareholder representatives on the Supervisory Board currently meet the objectives regarding the Board’s composition:

| | Dr. Louis Hagen | Hanns-Peter Storr | Karim Bohn | Britta Lehfeldt | Gertraud Dirscherl | Prof. Dr. Kerstin Hennig | Jennifer Wendels | Theresia Kirmaier | Olaf Neumann |
|---|--------------------|---------------------------------------|---------------------------------------|---------------------------------------|--|---------------------------------------|--|--|--------------|
| Personal suitability | | | | | | | | | |
| Year of first appointment | 2023 | 2021 | 2023 | 2025 | 2022 | 2022 | 2024 | 2025 | 2021 |
| Independence | x | x | x | x | x | x | x | x | x |
| No overboarding ¹ | x | x | x | x | x | x | x | x | x |
| Diversity | | | | | | | | | |
| Gender | Male | Male | Male | Female | Female | Female | Female | Female | Male |
| Year of birth | 1958 | 1959 | 1971 | 1965 | 1958 | 1964 | 1993 | 1970 | 1976 |
| Educational background | Bank clerk, lawyer | Bank clerk, Economist (Diplom-Ökonom) | Business management (Diplom-Kaufmann) | Business management (Diplom-Kauffrau) | Economist (Diplom-Volkswirtin), chartered accountant (Wirtschaftsprüferin) | Business management (Diplom-Kauffrau) | Insurance and Finance Clerk, Master of Science | Bank clerk, Business Management (Betriebswirtin) (SGB) | lawyer |
| Professional competencies² | | | | | | | | | |
| Real Estate Finance | x | x | x | | | x | | x | x |
| Real Estate Investment Management | x | | x | | | x | | | x |
| International business experience, in particular Europe and USA | x | x | x | | | x | | | x |
| Capital markets experience | x | x | x | | x | x | | | x |
| Technics / Digitalization incl. IT-security and AI | | | x | x | | x | | | x |
| Data Protection and Data Governance | | x | x | x | | x | | x | x |

¹ Pursuant to section 25d (3) of the German Banking Act (*Kreditwesengesetz*, KWG).

² Criterion fulfilled according to self-assessment by the Supervisory Board. A cross corresponds to the levels "medium" or "high" and thus the ability to understand the respective issues well and make informed decisions based on existing knowledge, experience and training.

| | Dr. Louis Hagen | Hanns-Peter Storr | Karim Bohn | Britta Lehfeldt | Gertraud Dirscherl | Prof. Dr. Kerstin Hennig | Jennifer Wendels | Theresia Kirmaier | Olaf Neumann |
|--|-----------------|-------------------|------------|-----------------|--------------------|--------------------------|------------------|-------------------|--------------|
| Accounting expertise | | x | x | | x | | x | | x |
| Auditing expertise ³ | x | x | x | | x | | | | x |
| Risk management incl. climate and environmental risks | x | x | x | | x | x | | x | |
| Sustainability (ESG) ⁴ | | | | | x | x | x | x | |
| Compliance (Non-Financial Risk & Control) and internal audit | x | x | x | x | x | x | | | x |
| Law / Corporate Governance | x | x | x | x | | x | | | x |

³ In the meaning of section 100 (5) of the German Stock Corporation Act (*Aktiengesetz*, AktG) and incl. Sustainability reporting.

⁴ In particular ecology, social responsibility and good corporate governance.

Gertraud Dirscherl meets the requirement profile defined by the Supervisory Board to a high degree given her many years of work as an auditor, in particular from 1986 to 2015 at Bayerische Treuhand AG and KPMG AG, Munich. As chairwoman of the Audit Committee as well as member of the Executive and Nomination Committee, the Risk Management and Liquidity Strategy Committee and the Remuneration Control Committee, she is very familiar with the Company.

Jan Kupfer meets the requirement profile defined by the Supervisory Board thanks to his many years of experience in banking at UniCredit Bank GmbH and its predecessor institutions from 1991 to 2024, most recently as a member of the management board with responsibility for the Corporate Division and previously as a member of the management board with responsibility for Corporate & Investment Banking and as a member of the executive committee of UniCredit S.p.A.

The Company has no business relationship with the current members of the Supervisory Board - except for the service/employment contracts of the three Supervisory Board members elected by the employees. In particular, the Company does not grant the members of the Supervisory Board any loans. There are also no other personal or business relationships between members of the Supervisory Board on the one hand and the Company or its legal bodies (*Organe*) on the other hand, which, according to the Supervisory Board's assessment, an objectively judging shareholder would consider authoritative for his election decision.

Jan Kupfer, the candidate first proposed for election by the Supervisory Board, has a consulting agreement with the Company since 16 February 2026. Under this agreement, he advises the Supervisory Board on specific matters and is already familiarizing himself with the details of the Company concerning the Supervisory Board. In addition to reasonable reimbursement of expenses, the agreement provides for a fee of EUR 85,000 p.a. plus statutory VAT and is billed to the day pro rata. The agreement terminates immediately after the Annual General Shareholders' Meeting. Furthermore, the agreement may be terminated with two weeks' notice; the right to extraordinary termination for good cause remains unaffected. Apart from this, the Company has no business relationship with Jan Kupfer.

According to the Supervisory Board's assessment, Gertraud Dirscherl and Jan Kupfer are independent from the Company and the Management Board within the meaning of recommendation C.7 of the German Corporate Governance Code. According to the Supervisory Board's assessment, the minimum proportion of independent shareholder representatives provided for in recommendations C.6 and C.7 of the German Corporate Governance Code is fulfilled.