

Declaration of compliance pursuant to Section 161 of German Stock Corporation Act (AktG)

The Board of Management and the Supervisory Board of technotrans SE declare pursuant to Section 161 of the German Stock Corporation Act (AktG):

“technotrans SE has complied with the recommendations of the German Corporate Governance Code (GCGC) in the version dated April 28, 2022 (published in the Federal Gazette on June 27, 2022) since December 16, 2022 (publication of the previous declaration of compliance) and will continue to do so in future, except for the following deviations:

Section B.1 (Composition of the Board of Management; Diversity)

In its current version, the GCGC recommends in Section B.1 that the Supervisory Board should also take diversity into account in the composition of the Board of Management, which in the company’s understanding particularly includes an appropriate consideration of women. The Supervisory Board still does not consider membership of a particular gender to be a characteristic that would qualify a candidate for a specific position in the first instance. When deciding on the appointment of new members to the Board of Management, therefore, the personal and professional qualifications of the applicants will be considered first and foremost, and their gender second. Otherwise, the Supervisory Board’s selection options and decisions when appointing new members to the Board of Management would be significantly restricted. The Supervisory Board also takes this into account when setting the target figures for the proportion of women on the Board of Management in accordance with Section 111 (5) AktG in conjunction with Section 9 para. 1 lit. c) (ii) SE Regulation. A deviation from section B.1 GCGC is therefore declared.

Section C.1 (Composition of the Supervisory Board; profile of skills and expertise) – temporary

Pursuant to Section C.1, the GCGC recommends, among other things, that the status of implementation of the Supervisory Board’s profile of skills and expertise shall be disclosed in the form of a qualification matrix in the corporate governance statement. The company implemented this recommendation, which came into force in June 2022, for the first time with the publication of the Corporate Governance Statement in the 2022 Annual Report on March 16, 2023. This is to be maintained in the future. As a result, the temporary deviation from the recommendation in Section C.1 has already ceased to apply for the present and future at the time this new declaration of conformity is issued.

Section D.3 (Supervisory Board committees; expertise in the Audit Committee) – temporary

In accordance with Section D.3 of the GCGC, it has been recommended since the amendment of the Code in 2022 that the members of the Audit Committee who have expertise in the field of accounting and auditing should be named in the corporate governance statement. In addition, more detailed information on the respective expertise should be provided. The company also implemented this new recommendation with the publication of the corporate governance statement in the 2022 Annual Report on March 16, 2023. This temporary deviation will therefore no longer apply in future.

There was only a temporary deviation with regard to section D.3 due to the resignation of Supervisory Board member Sebastian Reppegather with effect from August 31, 2023, who was appointed as a member of the Audit Committee with expertise in the field of financial reporting. With his departure, the position of the member with accounting expertise was temporarily not filled. This temporary deviation was eliminated by the court appointment of Mr. Florian Herger on September 29, 2023, who also has this expertise, and the immediate subsequent election of Mr. Herger to the Audit Committee on October 25, 2023.”

Sassenberg, December 15, 2023

technotrans SE