

# HELLA Annual General Meeting 2019

September 27, 2019, Lippstadt



## **Agenda Item 10: Remuneration of the Supervisory Board**

The current amount, terms and conditions of the remuneration of the Supervisory Board were last amended at the General Meeting of September 26, 2014, and have not been modified since then. The remuneration is to be adjusted with effect as of September 28, 2019, in order to continue to ensure a level of remuneration in line with market conditions and degree of responsibility. The intent of this is to account for the increased demands of serving on the Supervisory Board, in particular as a result of the growth of the company, as well as the development in the remuneration at comparable enterprises.

The General Partner, the Shareholder Committee and the Supervisory Board propose to resolve as follows:

- a. The members of the Supervisory Board shall receive an annual remuneration in the amount of € 50,000. The chairperson of the Supervisory Board shall receive an annual remuneration in the amount of € 100,000, and each deputy shall receive an annual remuneration in the amount of € 75,000.
- b. Each member of the Audit Committee shall receive additional annual remuneration in the amount of € 25,000; the chairperson of the Committee shall receive such remuneration in the amount of € 50,000. The members of the Nomination Committee do not receive any additional annual remuneration.
- c. No attendance fees will be paid.
- d. The above provisions apply until a new resolution on the remuneration of the members of the Supervisory Board is adopted by the General Meeting. For the

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current fiscal year 2019/2020, they apply *pro rata temporis* as of September 28, 2019.