



**Continental AG**  
**Remuneration System for**  
**Supervisory Board members**  
**(Status July 14, 2020)**

In future, the remuneration of Supervisory Board members of Continental Aktiengesellschaft is no longer to include any variable remuneration components but is to consist exclusively of fixed remuneration components. A change to purely fixed remuneration supports the consultancy and monitoring activities with regard to the sustainable development of the company, as well as corresponding to suggestion G. 18, sentence 1 of the new GCGC. It is the view of Continental Aktiengesellschaft that a purely fixed remuneration is better suited to strengthening the independence of the Supervisory Board members and appropriately remunerating their efforts.

The abolition of the variable remuneration component necessitates an increase in the current fixed remuneration for Supervisory Board members of EUR 75,000 to EUR 180,000 annually in order to maintain the previous remuneration level. It is proposed that the Chairperson and the Deputy Chairperson of the Supervisory Board as well as the Chairperson and members of committees will continue to receive increased remuneration in future. For the Chairperson of the Supervisory Board, it will amount to 3 times the amount, for the Chairperson of the Audit Committee 2.5 times the amount, for the Chairpersons of other committees 2 times the amount, and for the Deputy Chairperson of the Supervisory Board and for members of committees 1.5 times the amount of the regular fixed remuneration of a Supervisory Board member.

In addition, each Supervisory Board member will receive a meeting-attendance fee of EUR 1,000 for each Supervisory Board meeting that the member attends personally. This also applies for personal attendance at committee meetings which do not take place on the date of a Supervisory Board meeting. Moreover, in addition to the turnover tax to which they are subject, the Supervisory Board members will also have their cash outlay reimbursed.

The amount and structure of the future remuneration for Supervisory Board members of Continental Aktiengesellschaft compared to that of the supervisory board members of other DAX30 companies is in line with market practice. Continental AG assumes that the amount of the remuneration of Supervisory Board members – with the exception of the reduced remuneration of ordinary members of a committee – will essentially remain unchanged despite the proposed structural adjustments.

In future, the Shareholders' Meeting will have to resolve on the remuneration of the Supervisory Board members at least every four years, whereby a confirmatory resolution is permissible. For the purpose of this presentation to the Shareholders' Meeting, the remuneration system will be subjected to a review in good time.

The new remuneration of Supervisory Board members should apply for the first time for the fiscal year in which the proposed amendment to the Articles of Association takes effect.

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The remuneration of the Supervisory Board is determined in accordance with this system in Article 16 of the Articles of Association.