#### 2021 CORPORATE GOVERNANCE DECLARATION

In this corporate governance declaration, the general partner and the Supervisory Board report on the corporate governance of the Ströer Group during the year under review in accordance with sections 289f and 315d of the German Commercial Code (HGB) and principle 22 of the German Corporate Governance Code (the Code).

#### **1. Declaration of compliance**

The general partner of Ströer SE & Co. KGaA, Ströer Management SE, and the Supervisory Board of Ströer SE & Co. KGaA (the Supervisory Board) make the following declaration pursuant to section 161 AktG:

Since the last declaration of compliance on December 17, 2020, Ströer SE & Co. KGaA has complied with the recommendations made by the government commission on the German Corporate Governance Code as amended on December 16, 2019 and published in the German Federal Gazette on March 20, 2020 (GCGC 2019), taking account of the features described below specific to the legal form of a partnership limited by shares (KGaA) and with the following exceptions:

The GCGC 2019 is geared to listed companies with the legal form of a stock corporation (AG) or Societas Europaea (SE) and does not take account of the features specific to a partnership limited by shares (KGaA). These specific features mean that some of the recommendations in the GCGC 2019 cannot be applied to a partnership limited by shares. This mainly affects the recommendations regarding the board of management. A partnership limited by shares does not have a board of management that has the function of a governing body, which means that, unlike in a stock corporation, its supervisory board does not make personnel decisions concerning the board of management and cannot define a list of legal transactions for which the board of management must obtain the supervisory board's consent. In a partnership limited by shares, the responsibilities of the board of management are performed by the general partner, which is determined by the articles of association of the partnership limited by shares rather than by the supervisory board. The general partner of Ströer SE & Co. KGaA is Ströer Management SE, which is responsible for managing Ströer SE & Co. KGaA. The GCGC 2019 does not apply to Ströer Management SE because it is not listed on a stock exchange. Principle 6 regarding the supervisory board's personnel decisions concerning the board of management, principle 9 with recommendations B.1 to B.5 concerning the composition of the board of management, and principle 23 with recommendations G.1 to G.16 concerning the board of management's remuneration therefore cannot be applied to a partnership limited by shares and thus to Ströer SE & Co. KGaA either directly or analogously.

Recommendation C.5 GCGC 2019 – that a board of management member of a listed company should not have more than two positions on supervisory boards of non-group listed entities, or comparable functions, or chair the supervisory board of a non-group listed entity – was not followed. At Ströer SE & Co. KGaA, this recommendation was not and is not currently followed by Christoph Vilanek, who is CEO of freenet AG, chairman of the Supervisory Board of Ströer SE & Co. KGaA and Ströer Management SE, and a member of the supervisory board of another listed company. Given his long-standing familiarity with the Company, his excellent industry knowledge, his qualifications, and his experience on other oversight bodies, he is very well suited to be both a member of the Supervisory Board of Ströer SE & Co. KGaA and its chair. The Company satisfied itself that he has sufficient time to be able to perform his duties adequately. The Company therefore does not wish to lose Mr. Vilanek as chairman of the Supervisory Board.

Furthermore, pursuant to recommendation G.17 GCGC 2019, the additional time spent by the chair and deputy chair of the supervisory board and by the chairs and members of committees should be taken into consideration accordingly when determining the remuneration of supervisory board members. In the past, Ströer SE & Co. KGaA did not comply with this recommendation, as the members of the Supervisory Board of Ströer SE & Co. KGaA merely received an attendance fee and a refund of out-of-pocket expenses. However, the provisions for the remuneration of the Supervisory Board have been changed with effect from October 1, 2021, and Ströer SE & Co. KGaA has complied with this particular stipulation of the GCGC 2019 from that point forward.

In the future, the Company will comply with the GCGC 2019, taking account of the features specific to the legal form of a partnership limited by shares as described above, and with the aforementioned exception regarding recommendation C.5 GCGC 2019. The Company will also be in compliance with all suggestions contained in the GCGC 2019.

Cologne, December 15, 2021

The Supervisory Board Christoph Vilanek Chairman of the Supervisory Board Ströer SE & Co. KGaA Ströer Management SE Christian Schmalzl Co-Chief Executive Officer Ströer Management SE

#### 2. Remuneration system and remuneration report

The remuneration system for the members of the Board of Management of the general partner pursuant to section 87a (1) and (2) of the German Stock Corporation Act (AktG) and the members of the Supervisory Board of Ströer SE & Co. KGaA pursuant to section 113 (3) AktG, which was approved by the shareholder meeting of Ströer SE & Co. KGaA on September 3, 2021 with 87.52% of the share capital, is accessible to the public on the Company's website: https://ir.stroeer.com/investor-relations/general-meeting/. The remuneration report and the auditor's report are also made accessible to the public, as required by section 162 AktG, are available on the IR website.

#### 3. Procedures and composition of the general partner and of the Supervisory Board and its committees

Due to the features specific to the legal form of a partnership limited by shares (KGaA), Ströer SE & Co. KGaA has three decision-making bodies: its general partner, its shareholder meeting, and its Supervisory Board plus committees. The general partner in turn has three decision-making bodies: its Board of Management, its shareholder meeting, and its Supervisory Board. These decision-making bodies have the duties and procedures described below:

#### The general partner, its Board of Management and its Supervisory Board

The general partner, represented by its Board of Management, develops the corporate strategy of the Ströer Group and is responsible for implementation of the strategy. As the management body of Ströer SE & Co. KGaA, the Board of Management has responsibility for managing the business of the Ströer Group and does not take instructions from third parties. It is bound by German stock corporation law to uphold business policy principles and the interests of the Company. The general partner, represented by its Board of Management, is responsible for preparing the Company's quarterly statements and half-year financial report, and for preparing the separate and consolidated financial statements and the combined management report of Ströer SE & Co. KGaA and the Group. The general partner and its Supervisory Board prepare the remuneration report together. It has set up an appropriate and effective internal risk control system and risk management system. The Board of Management has set up a comprehensive compliance with statutory provisions, government regulations, and internal Company policies, and makes sure that these are also adhered to by the Group companies. The Board of Management has set up a comprehensive compliance management system for this purpose, which allows employees to report compliance violations in the Group confidentially. Details of the compliance management system are available on the Company's website: https://ir.stroeer.com/investor-relations/corporate-governance/.

In 2021, the general partner's Board of Management initially had three members: Udo Müller (co-CEO), Christian Schmalzl (co-CEO), and Dr. Christian Baier (CFO). Henning Gieseke then joined the Board of Management on June 1, 2021. Hennig Gieseke has taken charge of finance, and Dr. Christian Baier is now Chief Operating Officer. The initial appointment of Board of Management members should be for a period of no more than three years. There is an upper age limit for the Board of Management that stipulates members can only be appointed to the Board of Management if they are below their statutory retirement age. Section 9 of this declaration contains further information on the members of the Board of Management. Information on the remits and career histories of the Board of Management members are made publicly accessible on the Company's website: https://www.stroeer.de/en/about-us/.

The Board of Management carries out its work in accordance with its rules of procedure. These are drawn up by the Supervisory Board of the general partner and contain a division of responsibilities between the various departments and rules for collaboration both within the Board of Management and between the Board of Management and the Supervisory Board. According to the rules of procedure, all members of the Board of Management share responsibility for the Company's business and bear individual responsibility for the operations within their own designated areas of responsibility. The role of Board of Management ESG officer has been created on the Board of Management; this position is held by Dr. Christian Baier. The Board of Management of the general partner, the Supervisory Board of the general partner, and the Supervisory Board of Ströer SE & Co. KGaA work closely together for the benefit of the Company. Within the scope of the features specific to the legal form of Ströer SE & Co. KGaA, the Board of Management informs both Supervisory Boards regularly, promptly, and comprehensively about all issues that are relevant to the Company. The members of the Board of Management are subject to a comprehensive non-compete clause in connection with their activity for the general partner. They may only hold other posts outside the Ströer Group with the consent of the Supervisory Board of the general partner, and this Supervisory Board decides whether remuneration received in connection with other posts should be deducted from their Ströer Group remuneration. During the year under review, no member of the Board of Management held posts other than those listed in section 9 of this declaration. Every Board of Management member is obliged to disclose conflicts of interest to the other members of the Board of Management and the Supervisory Board of the general partner without delay.

The Supervisory Board of the general partner includes six members elected by the shareholder meeting of the general partner. Section 10 of this declaration contains further information on the members of the Supervisory Board of the general partner.

Due to the features specific to the legal form of a partnership limited by shares, the Supervisory Board of the general partner has powers that in a stock corporation or SE would belong to the Supervisory Board. In particular, the Supervisory Board of the general partner is responsible for the personnel planning for the Board of Management, appointing the members of the Board of Management, and setting their remuneration. The Supervisory Board also decides whether or not the Ströer Group should conclude transactions for which, according to the articles of association of Ströer SE & Co. KGaA and the rules of procedure for the Board of Management, the approval of the Supervisory Board is required. The Supervisory Board generally meets four times a year and has formed a Mediation Committee.

#### The Supervisory Board

The Supervisory Board of Ströer SE & Co. KGaA comprises 16 members and, in accordance with the German Codetermination Act (MitbestG), has an equal number of shareholder representatives and employee representatives. The shareholder representatives are elected by the shareholder meeting of Ströer SE & Co. KGaA; the elections are held as individual elections. The employee representatives are elected in accordance with the provisions of the Codetermination Act. Section 11 of this declaration contains more information on the Supervisory Board members and their memberships of other bodies that are required to be disclosed in accordance with section 285 no. 10 HGB. The career histories of the Supervisory Board members are published on the Company's website at https://www.stroeer.de/en/about-us/ and are updated annually.

The Supervisory Board advises and oversees the Board of Management of the general partner. In view of the features specific to the legal form of Ströer SE & Co. KGaA as a partnership limited by shares, its Supervisory Board has a limited function. In particular, it is not responsible for the election, appointment, and dismissal of the members of the Board of Management or the terms of their contracts. Nor does it have the power to issue rules of procedure for the Board of Management with a list of legal transactions that require the Supervisory Board's consent. Both these powers lie with the Supervisory Board of the general partner. However, this Supervisory Board examines the separate and consolidated financial statements, the combined management report,

and the proposal for the appropriation of profit. It approves the separate and consolidated financial statements and agrees the recommendation on the appropriation of profit to be put to the shareholder meeting. It is jointly responsible with the general partner for preparing the remuneration report. The Supervisory Board, with the support of its Audit Committee, also deals with compliance issues.

The Supervisory Board generally meets four times a year; for specific agenda items it also regularly meets without the Board of Management of the general partner. Its decisions are generally made at its meetings. The Supervisory Board's work is coordinated by its chairman. In the case of particularly important or urgent decisions, the Supervisory Board is provided with information between the regular meetings. Where necessary, decisions can also be made by way of written resolutions or by telephone. The Supervisory Board's rules of procedure are available on the Company's website: https://ir.stroeer.com/investor-relations/corporate-governance/. Every member of the Supervisory Board must disclose conflicts of interest as soon as they arise. Information about any conflicts of interest, and how they were dealt with, is provided in the Supervisory Board's report.

The members of the Supervisory Board must ensure that they have sufficient time to perform their duties. The Company supports their work with internal training courses on subjects such as: special features of the legal form of the partnership limited by shares, the rights and duties of the Supervisory Board, new regulatory requirements, financial planning and reporting, accounting, and presentation of the business models of the Ströer Group. New members are given extensive induction training.

#### The Supervisory Board committees

The Supervisory Board formed two committees in the reporting year. The committee chairs report regularly to the Supervisory Board on the committees' activities.

The main duty of the Audit Committee is to oversee the financial reporting and the processes involved in such reporting. It is responsible for the preliminary review of the separate and consolidated financial statements and the combined management report of Ströer SE & Co. KGaA and the Ströer Group, including non-financial matters. It also discusses the quarterly statements and half-year financial reports with the Board of Management of the general partner and deals with risk management, the internal audit system, and compliance issues. The persons responsible for these matters and the Chief Compliance Officer report to the Audit Committee. It also performs advisory and control functions on matters of sustainability and has created the role of Supervisory Board ESG officer. The Audit Committee prepares the proposal of the Supervisory Board on the election of the auditor to be put to the shareholder meeting, examines the independence of the auditor, awards the audit engagement in accordance with the resolution adopted by the shareholder meeting, and oversees the auditing of financial statements along with the selection, quality, rotation, and efficiency of the auditor. Finally, it carries out regular assessments of the quality of the auditing.

Until May 31, 2021, the Audit Committee comprised the following members: Ulrich Voigt (chairman), Christoph Vilanek (deputy chairman), and Dirk Ströer. As of July 15, 2021, the members of the Audit Committee are: Ulrich Voigt (chairman), Christoph Vilanek (deputy chairman), and Martin Diederichs (Supervisory Board ESG officer). Collectively, the members of the Audit Committee are familiar with the business areas in which the Ströer Group operates. Under the German Stock Corporation Act, the Audit Committee has always had to include at least one Supervisory Board member who has expertise in accounting or the auditing of financial statements. Under the German Stock Corporation Act as amended by the Financial Market Integrity Strengthening Act (FISG), after the expiration of the specified transitional period, at least one member of the Supervisory Board must have expert knowledge in the area of accounting and at least one additional member must have expert knowledge in the area of auditing financial statements. The Supervisory Board and the Audit Committee have, in Ulrich Voigt, a member with expert knowledge in the area of accounting and, in Christian Vilanek, at least one additional member with expert knowledge in the area of auditing financial statements. Under the Code, the chair of the committee should have particular knowledge of and experience in the application of accounting principles and internal control procedures, and be familiar with the auditing of financial statements. The chairman of the committee, Ulrich Voigt, meets these requirements.

The Nomination Committee is responsible for proposing suitable candidates to the Supervisory Board for the election of shareholder representatives to the Supervisory Board by the shareholder meeting. When making its

proposals, the Nomination Committee must take account of the profile of skills and expertise for shareholder representatives and ensure an appropriate mix of male and female members in accordance with the statutory requirements.

In 2021, the Nomination Committee was composed of three members. It was chaired by Martin Diederichs, the deputy chair was Ms. Petra Sontheimer, and Mr. Ulrich Voigt was an ordinary member.

The rules of procedure of the committees are available on the Company's website: https://ir.stroeer.com/inves-tor-relations/corporate-governance/.

#### Self-assessment of the Supervisory Board and the committees

The Supervisory Board regularly reviews the efficiency of its work as recommended by the Code. The selfassessment is conducted every two years and comprises a comprehensive evaluation form that must be completed by all Supervisory Board members, an anonymized analysis, a thorough discussion at the subsequent Supervisory Board meeting, and the adoption of an action plan to optimize efficiency. In the year after the efficiency review, the implementation of the action plan is reviewed and the evaluation form for the subsequent year is signed off. The efficiency reviews focus on the organization of the Supervisory Board meetings, the number and the procedures of the committees, the work of the Supervisory Board, information provided by the Supervisory Board members, and the remuneration of the Supervisory Board, the review of the independence of Supervisory Board members, and the remuneration of the Supervisory Board. The Supervisory Board most recently discussed these matters at its meeting on September 8, 2021. The results confirm that cooperation both within the Supervisory Board and with the Board of Management is professional, constructive, open, and based on mutual trust. The results did not reveal any fundamental need for change. Individual suggestions were taken up and implemented. The Supervisory Board's committees also carry out self-assessments; here too, the results are positive.

#### 4. Targets for the proportion of women at the two management levels below the Board of Management of the general partner; information on compliance with minimum quotas in the composition of the Supervisory Board

In view of the features specific to its legal form as a partnership limited by shares, Ströer SE & Co. KGaA does not have a board of management that has the function of a governing body and its Supervisory Board does not make personnel decisions concerning the board of management. The Supervisory Board of Ströer SE & Co. KGaA cannot set targets for the proportion of women on the board of management or for ensuring its diversity; the obligation to set a target for the proportion of women on the board of management pursuant to section 111 (5) AktG does not apply to the legal structure of a partnership limited by shares. The Supervisory Board of the general partner, which appoints its Board of Management, has not set itself any targets.

When filling management positions in the Ströer Group, the Board of Management pays attention to diversity and endeavors to ensure that women are appropriately represented. In 2020, the Board of Management set the following targets for the proportion of women in the two tiers of management below the Board of Management by September 30, 2025: 30% of the managers at the first management level of Ströer SE & Co. KGaA below the Board of Management and 33% of those in the second management level of Ströer SE & Co. KGaA below the Board of Management should be female. In 2021, the proportion of women at the first management level was 30% and at the second management level 33.2%.

In the year under review, the composition of the Supervisory Board in terms of gender balance complied with the statutory minimum quotas.

#### 5. Targets for the composition of the Supervisory Board and its skills and expertise

The Supervisory Board last discussed the profile of skills and expertise in respect of the composition of the Supervisory Board and its shareholder representatives on December 15, 2021. It agreed to update the current profile of skills and expertise, which is shown under item 6.

The Supervisory Board should be composed of members who, between them, have the Company-specific knowledge, skills, and professional experience needed to properly carry out the Supervisory Board's control and advisory function vis-à-vis the general partner. Supervisory Board members need to have experience and skills in the following areas: media and digital business, corporate strategy, supervisory board and committee work, management of large organizations, corporate governance, compliance, and M&A processes. Additionally, at least one member of the Supervisory Board must have expert knowledge in the area of accounting and at least one additional member must have expert knowledge in the area of auditing financial statements. Finally, the selection process must also consider the personality, integrity, commitment, and professionalism of the candidates. As the Ströer Group operates primarily in Germany, candidates do not currently need to demonstrate a long track record of international experience.

The Supervisory Board should have an appropriate number of independent members. The Supervisory Board has decided that a maximum of two non-independent Supervisory Board members as defined by the Code is appropriate. The assessment of independence should take account of the ownership structure of Ströer SE & Co. KGaA and the general partner in such a way that no more than a third of the shareholder representatives on the Supervisory Board represent major ownership groups. Supervisory Board members should also have sufficient time to perform their duties.

Care must be taken to ensure that the Supervisory Board is adequately diverse. Under the German Stock Corporation Act, at least 30% of Supervisory Board members must be female and at least 30% male.

In accordance with the age limit set by the Supervisory Board, candidates proposed for Supervisory Board positions must not be above the age of 70 at the time of their election. The Supervisory Board's limit of twelve years for membership of the Supervisory Board must also be respected when proposing candidates for election.

The Supervisory Board and the Nomination Committee of the Supervisory Board take account of the targets for the composition of the Supervisory Board during the selection process and the nomination of candidates. They most recently considered these targets in the nominations for the shareholder representatives to be elected at the 2021 shareholder meeting.

The Supervisory Board believes that its current composition meets the relevant targets and also matches the profile of skills and expertise. Between them, the Supervisory Board members have the Company-specific knowledge, skills, and professional experience needed to properly carry out the Supervisory Board's control and advisory function vis-à-vis the general partner. Collectively, they are familiar with the sector in which the Company operates. They have extensive professional knowledge in various fields and have considerable experience, so they bring a broad range of skills and experience to their Supervisory Board roles. It is important that the shareholder representatives on the Supervisory Board, like the employee representatives, have an active, operational role in their professional lives because such Supervisory Board members are considered to be better at evaluating and initiating the necessary digital transformation.

In 2021, the Supervisory Board had seven female members, including three shareholder representatives and four employee representatives. Hence 43.75% of the Supervisory Board members and 37.5% of the shareholder representatives are women.

According to the assessment of the shareholder representatives of the Supervisory Board, as at May 31, 2021 there were seven independent members among the shareholder representatives and thus an appropriate number of members who are independent within the meaning of the Code. Following the departure of Supervisory Board member Dirk Ströer on June 1, 2021, all shareholder representatives are independent within the meaning of the Code, namely Christoph Vilanek, Ulrich Voigt, Dr. Karl-Georg Altenburg, Petra Sontheimer, Martin Diederichs, Barbara Liese-Bloch, and Dr. Kai Sauermann. The rules concerning the age limit and the standard limit on

duration of membership of the Supervisory Board were complied with. Further details of the individual members of the shareholder representatives are contained in the profile of skills and expertise in section 6 of this declaration.

#### 6. Profile of skills and expertise for shareholders on the Supervisory Board

According to the assessment of the shareholder representatives, criteria of the profile of skills and expertise are met if they are shown in green in the following table:

Criterion	Altenburg	Barzen	Diederichs	Liese- Bloch	Sauer- mann	Sontheimer	Vilan ek	Voigt	
<u>Composition of the board as a whole:</u> The Supervisory Board as a whole should meet the Company-specific and functional requirements that are essential in view of the business activities of the Ströer Group. Not every Supervisory Board member has to have all the skills and expertise listed below. These are rather the sum of all individual expertise, capabilities, and professional experience. In-depth skills and expertise are required in particular in the following areas									
Experience in the area of media and digital business									
In-depth experience in the area of finance/cap- ital markets									
Expertise in the area of accounting acquired through professional experience as a tax accountant, through continuing professional development, or in another way ( <u>'accounting expert</u> )									
Expertise in the auditing of financial state- ments, acquired through professional experi- ence as a tax accountant, through continuing professional development, or in another way and provided by a Supervisory Board member other than the accounting expert									
Experience in supervisory board and commit- tee work and in the management of large or- ganizations, expertise in the field of corporate governance									
Experience of corporate strategy development and M&A processes									
The Supervisory Board should always have at least two finance experts among its members.									
With regard to the diversity of its members, the Supervisory Board also aims for a range of professional experience in different areas and a range of ages and origins. In particular, it strives to ensure adequate representation of all genders. In accordance with section 96 (2) AktG and a related Supervisory Board resolu- tion, at least 30% of the Supervisory Board members should be women.									
The members should be in active professional life.									

Criterion	Altenburg	Barzen	Diederichs	Liese- Bloch	Sauer- mann	Sontheimer	Vilan ek	Voigt	
Independence of the Supervisory Board members: At least two-thirds of the shareholder representatives on the Supervisory Board should be inde- pendent of the Company and of the general partner and its Board of Management. The duration of membership of the Supervisory Board should not be a general criterion for determining the independence of the Supervisory Board members. However, if membership exceeds the number of years recommended in the current German Corporate Governance Code as the maximum for ensuring independence, the Supervisory Board will only recommend such a candidate for re-election if it has satisfied itself beforehand that the proposed member remains independent despite this term of office.									
No Supervisory Board member and no close family member of the Supervisory Board member should have been a member of the Company's Board of Management in the two years prior to nomination									
No Supervisory Board member and no close family member of the Supervisory Board member should currently have or have had in the year before their nomination – either di- rectly or as a shareholder or in a responsible function of a non-Group company – a material business relationship with the Company or a company dependent on the Company (e.g. as a customer, supplier, lender, or advisor)									
No Supervisory Board member and no close family member of the Supervisory Board member should be a close family member of a Board of Management member									
Personal criteria for every Supervisory Board me	ember								
A Supervisory Board member must have per- sonality, integrity, commitment, professional- ism, and interpersonal skills. They must have well-developed analytical abilities and vision, be open to innovative thinking, and bring new ideas to the table.									
A Supervisory Board member must be able to devote the expected time and effort required to properly exercise their mandate. There should not be any general limits on the number of su- pervisory board posts a Supervisory Board member is allowed to hold, as the Supervisory Board prefers to be guided solely by the exper- tise, experience, and capabilities of current and future members of the Supervisory Board when proposing candidates for election. How- ever, if the number of posts held by a prospec- tive Supervisory Board member exceeds the number recommended in the most recent ver- sion of the German Corporate Governance Code, the Supervisory Board will only recom- mend such a candidate if it has satisfied itself beforehand that the candidate has the time re- quired to perform every aspect of the mandate to the standard required.									
A Supervisory Board member should not be older than 70 at the time of their election.									

## 7. Share dealings of members of the governing body

In accordance with article 19 of the Market Abuse Regulation (MAR), members of the Board of Management and the Supervisory Board must disclose their own transactions involving shares or debt instruments of Ströer SE & Co. KGaA, related derivatives, or other related financial instruments if the value of the transactions carried out by the member or a close associate reaches or exceeds a total of EUR 20,000.00 within a calendar year. The transactions reported to Ströer SE & Co. KGaA in the year under review were duly published and are available on the Company's website: <u>https://ir.stroeer.com/investor-relations/news-publications/</u>.

### 8. Shareholder meeting and shareholder communication

In accordance with the articles of association, the Company's limited-liability shareholders in a partnership limited by shares ('limited shareholders') exercise their rights in the shareholder meeting. The shareholder meeting adopts the annual financial statements and decides on matters such as the appropriation of profits, the formal approval of the acts of the general partner and the Supervisory Board, the election of the independent auditors, and the legal foundations of the Company including, but not limited to, amendments to the articles of association. Since 2021, the shareholder meeting has also adopted advisory resolutions on the approval of the remuneration system to be presented by the Supervisory Board. In the event of material structural changes or takeover bids the general partner will, if it deems appropriate in an individual case, convene an extraordinary shareholder meeting at which the limited shareholders discuss the relevant matters and, if necessary, agree corporate-law measures to be taken.

The ordinary shareholder meeting takes place annually. The notice of the shareholder meeting and agenda are also published on the Company's website along with the reports and documents required for the shareholder meeting. To make it easier for them to exercise their rights, the Company provides the limited shareholders with proxies who are bound by their instructions. The proxies can also be contacted during the shareholder meeting. Limited shareholders may also cast their votes in writing or electronically (absentee voting). The Company may stipulate that limited shareholders can participate in the shareholder meeting without being physically present and without appointing an authorized representative, and can exercise all their voting rights or specific voting rights wholly or in part electronically. Limited shareholders may submit requests for motions to the management, challenge decisions of the shareholder meeting and, provided they hold share capital to the value of at least EUR 100,000.00, demand that a special auditor be appointed by a court to examine specific transactions. In the case of elections of shareholder representatives to the Supervisory Board, a detailed career history is published for each candidate.

Due to the Covid pandemic, the shareholder meeting on September 3, 2021 was held – as provided for by statute – as a virtual shareholder meeting without the physical presence of the shareholders or their authorized representatives.

As part of its investor relations activities, the Company publishes regular, comprehensive reports on developments within the Ströer Group on its website: https://ir.stroeer.com. In addition to the quarterly statements and half-year financial and business reports, the Company also publishes results announcements, ad hoc disclosures, analyst presentations, letters to shareholders, and press releases here along with the financial calendar for the current year containing key publication dates for financial communications and the date of the shareholder meeting.

# 9. Members of the Board of Management of the general partner and posts held by the Board of Management members

In 2021, the Board of Management of the general partner was composed of the following members who held the memberships of statutory supervisory boards and comparable oversight bodies in Germany and abroad listed below:

	Date of birth	Initial appointment (a) at Ströer SE & Co. KGaA (or its legal pre- decessors) or (b) at the general partner	Appointed until		Memberships of (a) statutory supervisory boards and (b) comparable oversight bodies of commercial enterprises in Germany and abroad
Udo Müller	July 9, 1962	(a) 2002	July	31,	(a) no posts
Cologne, Co-CEO		(b) August 14, 2015	2025		(b) no posts
Christian Schmalzl	August 12,	(a) 2021	July	31,	(a) no posts
Cologne, Co-CEO	1973	(b) August 14, 2015	2025		(b) Internet Billboard a.s.
Dr. Christian Baier	December	(a) no appointment	July	31,	(a) no posts
Cologne, CFO until	29, 1979	(b) August 1, 2019	2022		(b) no posts
May 30, 2021 and					
COO from June 1,					
2021					
Henning Gieseke	January 12,	(a) no appointment	May	31,	(a) no posts
Cologne, CFO	1971	(b) June 1, 2021	2024		(b) no posts

# 10. Members of the Supervisory Board of the general partner and posts held by the Supervisory Board members

In 2021, the Supervisory Board of the general partner was composed of the following members who held the memberships of statutory supervisory boards and comparable oversight bodies in Germany and abroad listed below:

	Profession	Date of birth	Member since	Appointed until <sup>1</sup>	Memberships of (a) statutory supervi- sory boards and (b) comparable over- sight bodies of commercial enterprises in Germany and abroad
Christoph Vilanek Hamburg, chairman	CEO freenet AG	January 31, 1968	August 14, 2015	2022	<ul> <li>(a) Ströer SE &amp; Co. KGaA (chairman),</li> <li>Ceconomy AG, Exaring AG,</li> <li>Verlag Norman Rentrop AG</li> <li>(b) Mair's Geographischer Verlag</li> </ul>
Dirk Ströer Cologne, deputy chair- man (until May 31, 2021)	Entrepreneur	June 8, 1969	August 14, 2015	May 31, 2021	<ul><li>(a) Ströer SE &amp; Co. KGaA (deputy chairman until May 31, 2021)</li><li>(b) no posts</li></ul>
Ulrich Voigt Cologne, deputy chair- man (from July 15, 2021)	Chair of the board of management of Sparkasse Köln- Bonn	May 22, 1965	August 14, 2015	2022	<ul> <li>(a) Ströer SE &amp; Co. KGaA (deputy chairman from September 3, 2021), Landesbank Berlin Holding AG, Ber- lin Hypo AG, Landesbank Berlin AG</li> <li>(b) no posts</li> </ul>
Dr. Karl- Georg Alten- burg, London	Vice Chairman of the Board of Direc- tors of Plastic En- ergy Global S.L	March 4, 1963	June 19, 2019	2023	(a) Ströer SE & Co. KGaA (b) Plastic Energy Global SL, MedShr Ltd.
Martin Diederichs, Cologne	Lawyer	August 11, 1962	March 1, 2016	2023	<ul><li>(a) Ströer SE &amp; Co. KGaA, Pirson Montage AG</li><li>(b) DSD Steel Group GmbH</li></ul>
Raphael Kübler Bonn	Head of Transfor- mation at Deutsche Telekom AG	January 11, 1963	March 16, 2018	2024	<ul><li>(a) no posts</li><li>(b) T-Mobile US Inc.</li></ul>
Dr. Kai Sau- ermann Cologne (from July 15, 2021)	Auditor/tax ac- countant, share- holder-managing director of SEJ GmbH-Steuerbera- tungsgesellschaft	May 20, 1963	July 15, 2021	2024	(a) Ströer SE & Co. KGaA (b) no posts

<sup>&</sup>lt;sup>1</sup> The term of appointment generally ends at the end of the relevant shareholder meeting

## 11. Members of the Supervisory Board and posts held by the Supervisory Board members

In 2021, the Supervisory Board of Ströer SE & Co. KGaA was composed of the following members who held the memberships of statutory supervisory boards and comparable oversight bodies in Germany and abroad listed below:

	Profession	Date of birth	Member since	Appointed un- til <sup>2</sup>	Memberships of (a) statutory supervi- sory boards and (b) comparable over- sight bodies of commercial enterprises in Germany and abroad
Christoph Vilanek Hamburg, chairman	CEO freenet AG	January 31, 1968	April 10, 2013	2022	<ul> <li>(a) Ströer Management SE (chairman), Ceconomy AG, Exaring AG, Verlag Norman Rentrop AG</li> <li>(b) Mair's Geographischer Verlag</li> </ul>
Dirk Ströer Cologne deputy chair- man (until May 31, 2021)	Entrepreneur	June 8, 1969	April 20, 2004 (with an inter- ruption from November 2, 2015 until March 1, 2016	May 31, 2021	<ul><li>(a) Ströer Management SE (deputy chairman until May 31, 2021)</li><li>(b) no posts</li></ul>
Ulrich Voigt Cologne deputy chair- man (from July 15, 2021)	Chair of the board of management of Spar- kasse Köln-Bonn	May 22, 1965	September 24, 2013	2022	<ul> <li>(a) Ströer Management SE (deputy chairman from September 3, 2021),</li> <li>Landesbank Berlin Holding AG,</li> <li>Berlin Hypo AG, Landesbank Berlin AG</li> <li>(b) no posts</li> </ul>
Dr. Karl- Georg Alten- burg London	Vice Chairman of the Board of Directors of Plastic Energy Global S.L	March 4, 1963	August 19, 2020	2023	<ul><li>(a) Ströer Management SE</li><li>(b) Plastic Energy Global SL, MedShr Ltd.</li></ul>
Angela Bar- zen Oberschleiss- heim	Self-employed busi- ness coach and trainer for managers and companies	August 24, 1965	June 19, 2019	2022	(a) no posts (b) no posts
Martin Diederichs Cologne	Lawyer	August 11, 1962	June 15,2018	2022	<ul> <li>(a) Ströer Management SE, Pirson Montage AG</li> <li>(b) DSD Steel Group GmbH</li> </ul>
Sabine Hüt- tinger Berlin <sup>3</sup>	Employee in the Pub- lic Affairs depart- ment (Ströer)	May 18, 1974	June 14, 2017	2022	<ul><li>(a) no posts</li><li>(b) no posts</li></ul>
Andreas Hus- ter Gera <sup>3</sup>	Chairman of the works council of Tri- contes360 Gera GmbH	December 7, 1960	August 30, 2018	2022	<ul><li>(a) tricontes 360 Verwaltung</li><li>Hamburg GmbH</li><li>(b) no posts</li></ul>
Barbara Liese-Bloch Cologne	Managing Director of MONOFIL- TECHNIK Gesell- schaft für Synthese- monofile mbH, Hen- nef	December 14, 1971	November 4, 2020	2023	(a) no posts (b) no posts
Petra Loubek Cologne <sup>3</sup>	Head of Regional In- ternal Services (Ströer Media Deutschland)	November 14, 1979	August 29, 2019	2022	(a) no posts (b) no posts
Rachel Mar- quardt Berlin <sup>3</sup>	Head of Collective Bargaining Policy, Industry,Publishing, Printing, and Paper (ver.di)	March 31, 1980	June 14, 2017	2022	<ul><li>(a) Bundesdruckerei Gruppe GmbH,</li><li>Bundesdruckerei GmbH</li><li>(b) no posts</li></ul>
Tobias Meuser Düsseldorf <sup>3</sup>	Portfolio Manager (Ströer)	April 28, 1972	June 14, 2017	2022	(a) no posts (b) no posts

Dr. Thomas Müller Frankfurt <sup>3</sup>	Head of Telecommu- nications/Infor- mation Technology (ver.di)	January 24, 1957	June 14, 2017	2022	<ul><li>(a) Deutsche Telekom Services</li><li>Europe SE</li><li>(b) no posts</li></ul>
Nadine Reichel Unter- schleissheim <sup>3</sup>	Commercial Man- ager for Account- ing/Financial Plan- ning and Reporting at Infoscreen GmbH (Ströer)	December 28, 1985	August 30, 2018	2022	(a) no posts (b) no posts
Christian Sar- diña Gellesch Solingen <sup>3</sup>	Head of Portfolio Management for the West/Rhine region (Ströer)	June 7, 1970	June 14, 2017	2022	(a) no posts (b) no posts
Dr. Kai Sau- ermann Cologne (from Sep- tember 3, 2021)	Auditor/tax account- ant as shareholder- managing director of SEJ GmbH-Steuer- beratungsgesell- schaft	May 20, 1963	September 3, 2021	2024	<ul><li>(a) Ströer Management SE</li><li>(b) no posts</li></ul>
Petra Son- theimer Cologne	Management coach & consultant	October 7, 1970	June 15, 2018	2022	(a) no posts (b) no posts

 $^2$  The term of appointment generally ends at the end of the relevant shareholder meeting  $^3$  Employee representative