

# REMUNERATION REPORT

## C

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## REMUNERATION REPORT

*Dear shareholders,*

On behalf of the Supervisory Board and the Board of Executive Directors of K+S Aktiengesellschaft, I am pleased to present to you the 2024 Remuneration Report. The Supervisory Board carefully considered the feedback from the Annual General Meeting as well as the suggestions from discussions with investors and implemented the following improvements in advance of the Annual General Meetings in 2023 and 2024:

- + Introduction of a "share ownership guideline".
- + Increased measurability and transparency of the performance factor in the STI (publication of specific targets and criteria for the Board of Executive Directors as well as individual values for the achievement of the performance parameters).
- + Adjustment of the multipliers for the remuneration of individual members of the Board of Executive Directors compared to an ordinary member of the Board of Executive Directors for a differentiated determination of the fixed and variable remuneration depending on the area of responsibility, the complexity of the tasks, and/or the experience of the respective member of the Board of Executive Directors.
- + Termination of service agreements for the Board of Executive Directors: In the event of the revocation of the appointment as a member of the Board of Executive Directors, as a rule a severance payment of 1.5 times the fixed remuneration; change of control: two instead of three years' remuneration as upper limit.

While the current remuneration system was approved by more than 90% of the Annual General Meeting in 2024, the remuneration report for 2023 was approved by only 49% of the Annual General Meeting in 2024 as a result of the retrospective analysis. We have also taken this into account in our intensive dialogue with investors.

We are aware that our current remuneration system does not fully comply with the German Corporate Governance Code. However, we do not believe that an adjustment is necessary as we do not want to interfere with existing Board of Executive Directors' service agreements. Nevertheless, the Supervisory Board intends to further develop the remuneration system and adapt it to the German Corporate Governance Code. As the majority of the current Board of Executive Directors' mandates expires in 2026, a further developed remuneration system will be submitted to the Annual General Meeting in 2026 for approval and will be included in the new Board of Executive Directors' service agreements.

On behalf of the Supervisory Board and the Board of Executive Directors, I would like to thank our shareholders for their feedback and commitment. We will continue this intensive dialogue in the years ahead.

On behalf of the Supervisory Board  
Dr. Andreas Kreimeyer  
Chairman of the Supervisory Board

*yours  
Andreas Kreimeyer*

In the following remuneration report, the remuneration granted and owed to the current and former members of the Board of Executive Directors and the Supervisory Board of K+S Aktiengesellschaft in the 2024 financial year is presented individually. For the purpose of a better classification of the following information, the basic features of the remuneration systems as well as the specific structure of the individual components are explained. This report meets the requirements under Section 162 of the German Stock Corporation Act (Aktiengesetz, AktG). The Supervisory Board of K+S Aktiengesellschaft has resolved to have the content of the remuneration report audited by the auditors beyond the requirements of Section 162 (3), sentences 1 and 2 AktG. You can also find detailed information about the remuneration systems for the members of the K+S Aktiengesellschaft Board of Executive Directors and Supervisory Board on the Company's website.

📄 [www.kpluss.com/remuneration](http://www.kpluss.com/remuneration)

## REVIEW

### CHANGES IN THE BOARD OF EXECUTIVE DIRECTORS AND SUPERVISORY BOARD

There were no changes to the Board of Executive Directors in the year under review. The Supervisory Board appointed Dr. Jens Christian Keuthen as a member of the Board of Executive Directors as of February 1, 2025. He will succeed Dr. Christian H. Meyer as Chief Financial Officer as of June 1, 2025. From that date, Dr. Meyer will assume the position of Chairman of the Board of Executive Directors.

As of the reporting date, changes to the Supervisory Board were as follows: Mr. Carl-Albrecht Bartmer was appointed as a member of the Supervisory Board by court order as of January 23, 2024. The decision of the district court was delivered to K+S on January 29, 2024. On May 14, 2024, Mr. Carl-Albrecht Bartmer was elected by the Annual General Meeting as a member of the Supervisory Board representing the shareholders.

### REMUNERATION OF THE BOARD OF EXECUTIVE DIRECTORS

#### OVERVIEW OF THE REMUNERATION SYSTEM

The remuneration system of the Board of Executive Directors of K+S Aktiengesellschaft contributes to the implementation and further development of the corporate strategy and, therefore, to the long-term development of the K+S Group. Our goal is to support the successful and sustainable corporate governance of K+S by linking parts of the remuneration of the members of the Board of Executive Directors to the achievement of both short- and long-term goals, measured in terms of the development of the Company.

Financial as well as non-financial performance criteria are used to determine the payment of variable remuneration components. For instance, the short-term incentive (STI) has a performance factor that acts as a multiplier on the STI and is measured by the achievement of agreed, specific goals. The long-term incentive (LTI), 50% of which is linked to the achievement of non-financial sustainability goals, focuses more on long-term corporate governance. Another 50% of the long-term incentive is based on the share price performance, providing an incentive to increase the value of the Company on a long-term and sustainable basis.

The criteria for the appropriateness of remuneration include, in particular, the tasks and performance of the Board of Executive Directors, a comparison with the remuneration of senior executives in Germany and the total workforce in Germany, as well as the economic situation and a comparison of the level of remuneration relative to companies in the German MDAX stock index and peer companies in Germany.

#### REMUNERATION STRUCTURE AND COMPONENTS

The remuneration for the members of the Board of Executive Directors consists of annual components and those with a long-term incentive character. The annual remuneration components include both non-performance-related – fixed – and performance-related – variable – components. The non-performance-related components consist of fixed remuneration, non-cash, and other benefits, as well as pension commitments. The variable performance-related portion consists of two short-term and long-term components each: the bonus (STI and performance factor) as well as two variable remuneration components, based on key indicators, with a long-term incentive character (LTI I and LTI II).

The target total remuneration is defined as fixed remuneration + bonus (STI) + long-term incentives (LTI I and LTI II). Fixed

remuneration has a share of 37% of this sum, variable short-term incentive (STI) remuneration 25%, and variable long-term incentive (LTI) remuneration 38%. This ensures that the share of variable remuneration based on the achievement of long-term targets exceeds the share of variable remuneration for short-term targets. Variable remuneration has, therefore, a relative share of around 40% of the target annual remuneration [fixed remuneration + bonus (STI)], while fixed remuneration has a share of 60%.

The agreements with all members of the Board of Executive Directors contain **clawback clauses** (repayment and retention regulations), which are described on page 235.

Table **c.1** below shows the individual target remuneration for the members of the Board of Executive Directors during the financial year as well as the relative shares of each remuneration component in the target remuneration and the relative shares of variable remuneration in the annual remuneration. Remuneration

components are prorated if a member joins or leaves the Board of Executive Directors during the year.

#### FIXED REMUNERATION AND FRINGE BENEFITS

Fixed, basic remuneration not related to performance is paid monthly. Additionally, the members of the Board of Executive Directors receive fringe benefits, in particular contributions to pension, health, and long-term care insurance as well as non-cash remuneration, which consists mainly of the use of company cars. In addition, the members of the Board of Executive Directors are covered by directors and officers liability insurance (D&O insurance) with the legally required deductible as well as accident insurance. The Chairman of the Board of Executive Directors receives 1.5 to 1.7 times and the Chief Financial Officer and the Chief Production and Sales Officer receive up to 1.2 times the remuneration of an ordinary member of the Board of Executive Directors. The level of the remuneration factor is based on the complexity of the area of responsibility and the experience of the member of the Board of Executive Directors.

#### 2024 TARGET REMUNERATION

C.1

##### Members of the Board of Executive Directors in office as of December 31, 2024

	Dr. Burkhard Lohr Chairman Board member since 06/2012			Christina Daske Labor Director Board member since 12/2023		
	in € thousand	in %	in %	in € thousand	in %	in %
Fixed remuneration	962.2	37	59	566.0	37	59
One-year variable remuneration						
- STI (2024)	663.0	25	41	390.0	25	41
<b>Annual remuneration</b>	<b>1,625.2</b>		<b>100</b>	<b>956.0</b>		<b>100</b>
Multi-year variable remuneration						
- LTI (2024 – 2026)	1,003.0	38		590.0	38	
<b>2024 target remuneration</b>	<b>2,628.2</b>	<b>100</b>		<b>1,546.0</b>	<b>100</b>	

##### Members of the Board of Executive Directors in office as of December 31, 2024

	Dr. Christian H. Meyer Chief Financial Officer Board member since 03/2023			Dr. Carin-Martina Tröltzsch Chief Operations Officer Board member since 02/2023		
	in € thousand	in %	in %	in € thousand	in %	in %
Fixed remuneration	679.2	37	59	679.2	37	59
One-year variable remuneration						
- STI (2024)	468.0	25	41	468.0	25	41
<b>Annual remuneration</b>	<b>1,147.2</b>		<b>100</b>	<b>1,147.2</b>		<b>100</b>
Multi-year variable remuneration						
- LTI (2024 – 2026)	708.0	38		708.0	38	
<b>2024 target remuneration</b>	<b>1,855.2</b>	<b>100</b>		<b>1,855.2</b>	<b>100</b>	

## PERFORMANCE-RELATED REMUNERATION COMPONENTS

The performance-related remuneration components consist of the following elements: The short-term incentive (STI), which consists of two components, relates to the current financial year and, at about 40%, represents the smaller part of the variable remuneration. It is based, on the one hand, on the achievement of the planned EBITDA of the K+S Group. Furthermore, a performance factor, which is based on the achievement of specific targets agreed by the Supervisory Board with each member of the Board of Executive Directors, influences the short-term incentive. The targets agreed for 2024, the criteria for target fulfillment and target achievement for the members of the Board of Executive Directors are shown in table **c.2**. Different reference values depending on the area of responsibility, the complexity of the tasks, and/or the experience of the respective Board of Executive Directors member ensure an individual incentivization for the STI. At around 60%, the long-term incentive (LTI) accounts for the more significant part and consists of two equally weighted components. One component (LTI I) is measured based on the achievement of sustainability targets. The second component (LTI II) is based on the share price performance. The term of both components is three years. The Chairman of the Board of Executive Directors receives 1.7 times, and the Chief Financial Officer and the Chief Production and Sales Officer receive 1.2 times, the remuneration of an ordinary member of the Board of Executive Directors.

### SHORT-TERM INCENTIVE (STI)

The STI is calculated based on achievement of the K+S Group's EBITDA set in the annual planning and of targets agreed between the Supervisory Board and the members of the Board of Executive Directors. EBITDA is a key performance indicator for gauging the profitability of the K+S Group and, as a performance criterion, it helps to promote the Company's business strategy. If the EBITDA value of the annual planning approved by the Supervisory Board is achieved, the level of achievement for this first STI component is deemed to be 100%. If the actual EBITDA exceeds or falls short of the planned EBITDA, the percentage rate of target achievement increases or decreases in a straight line by the same percentage. The maximum target achievement is 200% and the minimum achievement is 0%. The Supervisory Board has no discretion to influence target achievement.

As the second component of the STI, the Supervisory Board agrees targets with each member of the Board of Executive Directors at the beginning of the financial year. The most important targets for the 2024 financial year are shown in Table **c.2**. After the end of each financial year, the Supervisory Board determines a performance factor for each member of the Board of Executive Directors. This serves as a multiplier for the STI. The performance factor is between 0.8 and 1.2. If members leave before year end, entitlements are calculated pro rata temporis. As a rule, the target agreements with the Board of Executive Directors also include strategic targets, such as the implementation of measures from the Werra 2060 project and measures to optimize the product portfolio.

The STI for the given financial year is paid in April of the following year.

### CALCULATION OF THE STI PAYMENT AMOUNT

STI base amount x level of achievement based on K+S Group's EBITDA x performance factor

### SHORT-TERM INCENTIVE TARGET ACHIEVEMENT

Comparing the planned EBITDA from the annual planning approved by the Supervisory Board for the 2024 financial year with the actual EBITDA achieved in the 2024 financial year (€557.7<sup>1</sup> million), the target achievement is 75.8%. The target achievement shown in table **c.2** results in a performance factor of 1.15 for the 2024 financial year, which the Supervisory Board has resolved accordingly.

Table **c.3** shows the individual payment amounts calculated for the financial year based on this data.

<sup>1</sup> Continued and discontinued operations.

**2024 STI TARGET AND TARGET ACHIEVEMENT****C.2**

Target	Description	Target not achieved	Target achieved	Target over-achieved	Target achievement
Adherence to the approved budget of the Werra 2060 project	The Supervisory Board approved a defined budget for the Werra 2060 project. The amount of the project budget is relevant to the achievement of the target.	The project budget as of December 31, 2024 is higher than the defined budget.	The project budget as of December 31, 2024 is within the defined budget.	The project budget as of December 31, 2024 is below the defined budget.	over-achieved
Implement measures to analyze the safety culture	Four measures have been defined for the year 2024, which are to be implemented by December 31, 2024.	50% of the measures are fully implemented by December 31, 2024.	75% of the measures are fully implemented by December 31, 2024.	100% of the measures are fully implemented by December 31, 2024.	over-achieved
Results and recommendations for action from a portfolio optimization project to the Supervisory Board	The Board of Executive Directors presents the results of the portfolio optimization project and a recommendation for action to the Supervisory Board in accordance with the scope of the project.	The identified potential is below the defined level.	The identified potential is within the defined level.	The identified potential is above the defined level.	over-achieved
Future-oriented positioning of K+S	A pulse survey among the members of the Supervisory Board and the management indicates that the future-oriented positioning of K+S is well received.	<75% of those surveyed believe that K+S is well positioned for the future.	90% of those surveyed believe that K+S is well positioned for the future.	>90% of those surveyed believe that K+S is well positioned for the future.	achieved

**TARGET ACHIEVEMENT AND STI PAYMENT (2024)****C.3**

	Base amount in € thousand	Target achievement in %	Factor	Payment in € thousand
<b>Members of the Board of Executive Directors in office as of December 31, 2024</b>				
Dr. Burkhard Lohr	663.0	75.8	1.15	577.9
Christina Daske	390.0	75.8	1.15	340.0
Dr. Christian H. Meyer	468.0	75.8	1.15	408.0
Dr. Carin-Martina Tröltzsch	468.0	75.8	1.15	408.0

**LONG-TERM INCENTIVE I (LTI I) UNTIL 2024<sup>2</sup>**

K+S is clearly committed to sustainability. For this reason, the remuneration of the entire Board of Executive Directors and of all employees entitled to LTI includes sustainability-related components, which account for a total of 50% of the long-term incentive.

As described in the Sustainability statement/Combined non-financial statement starting on page 86, the company has set itself sustainability targets in three areas of action: "Social Responsibility", "Environment & Resources", and "Governance". These were confirmed by the double materiality analysis carried out in accordance with the ESRS. For the three-year LTI I, specific targets were defined for each area of activity, with target values as benchmarks for target achievement. The selected targets apply to

the LTI program 2022-2024, the last payment of which will be made in 2025.

👁 Sustainability statement/Combined non-financial statement, General information, 1.8 GOV-3 Integration of sustainability-related performance in incentive schemes

For the "Social Responsibility" area, the reduction of the Lost Time Incident Rate was selected as one target from the "Employees (S1)" topic. From the "Environment & Resources" area, the target of additionally reducing saline process water from potash production in Germany was set from the "Climate Change (E1)" topic, and from the "Governance" area, the "Business Ethics (G1)" topic was set with two sub-targets:

1 Maximizing the "proportion of critical suppliers who have recognized the K+S Group's Supplier Code of Conduct" and

<sup>2</sup> All sections of this chapter highlighted in green also include information on the ESRS disclosure requirements ESRS 2 GOV-3, 29a, and 29c, unless otherwise noted.

2 increasing the “coverage of the purchasing volume by the K+S Group Supplier Code of Conduct”.

The three primary targets from the three areas of action are equally important.

**I. SOCIAL RESPONSIBILITY: EMPLOYEES (S1) – LOST TIME INCIDENT RATE (LTI RATE)**

The LTI rate measures working hours lost per one million hours worked. This rate is expected to be reduced by three points over a three-year period based on the 2020 starting point in order to reach 100% target achievement. If actual performance is below or above target, the percentage increases or decreases to a maximum of 200% or a minimum of 0% on a straight-line basis. **C.4**

**SOCIAL RESPONSIBILITY – EMPLOYEES (S1) (UNTIL 2024)**  
LOST TIME INCIDENT RATE **C.4**



Schematic illustration.  
\* International Council on Mining and Metals.

Example calculation for the LTI I program:

- LTI rate 6.7 = 100% target achievement
- LTI rate 8.2 = 0% target achievement
- LTI rate 5.2 = 200% target achievement

**TARGET ACHIEVEMENT EMPLOYEES (S1) – LOST TIME INCIDENT RATE (LTI RATE)<sup>3</sup>**

A comparison of the target LTI rate (6.7) with the actual LTI rate for the 2024 financial year (5.4) results in a target achievement of 186.7%. There were no fatal occupational incidents in 2023 or 2024.

**II. ENVIRONMENT AND RESOURCES: CLIMATE CHANGE (E1) – REDUCTION OF SALINE PROCESS WATER**

In this area of action, the Company has set itself the target of generating 500,000 m<sup>3</sup> less saline process water from potash production in Germany each year from 2030 onwards than in 2017. The remuneration for this is based on the logic of “cubic meters per tonne of product”. Accordingly, a reduction of 115,385 m<sup>3</sup> of process water must be achieved in a three-year period – assuming the production volume of 2017 – in order to achieve 100% compliance with the target (planned value).

If actual performance is below or above target (comparison of planned and actual values), the percentage increases or decreases to a maximum of 200% or a minimum of 0% on a straight-line basis. **C.5**

**ENVIRONMENT & RESOURCES – CLIMATE CHANGE (E1) (UNTIL 2024)**  
PROCESS WATER **C.5**



Schematic illustration.

Example calculation for the LTI I program for 2020:

- Process water reduction -115,385 m<sup>3</sup> = 100% target achievement
- Process water reduction -57,692 m<sup>3</sup> = 0% target achievement
- Process water reduction -173,078 m<sup>3</sup> = 200% target achievement

**TARGET ACHIEVEMENT CLIMATE CHANGE (E1) – REDUCTION OF SALINE PROCESS WATER<sup>4</sup>**

A comparison of actual process water reduction for the 2024 financial year (-165,609 m<sup>3</sup>) with the target process water reduction (-269,231 m<sup>3</sup>) results in a 0% target achievement.

<sup>3</sup> This green highlighted section for target achievement also includes information on the ESRS disclosure requirement S1 MDR-T, 80e.

<sup>4</sup> This green highlighted section for target achievement also includes information on the ESRS disclosure requirement E3 MDR-T, 80e.

**III. GOVERNANCE: BUSINESS ETHICS (G1) – SUPPLIER CODE OF CONDUCT**

K+S calls for fair, sustainable business practices in supply chains and has established corresponding expectations and requirements in the K+S Group Supplier Code of Conduct (the Code). The target is for 100% of our “critical” suppliers, in other words suppliers with a high sustainability risk, to commit to the Code by 2025 (commitment rate I). Another target is to have a commitment rate to the Code for more than 90% of our purchasing volume by 2025 (commitment rate II).<sup>5</sup>

The two sub-targets in this third category carry equal weight.

The achievement of a 100% target for the critical supplier recognition rate requires an increase in the recognition rate of 33.3 percentage points over a three-year period (planned value). If actual performance is below or above target (comparison of planned and actual values), the percentage increases or decreases to a maximum of 200% or a minimum of 0% on a straight-line basis.

**C.6**

**GOVERNANCE – BUSINESS ETHICS (G1) (UNTIL 2024) CRITICAL SUPPLIERS**

**C.6**



Schematic illustration.

Example calculation for the LTI I program:

- Commitment rate I 88.8% = 100% target achievement
- Commitment rate I 72.1% = 0% target achievement
- Commitment rate I 100% = 200% target achievement

A 100% target achievement in purchasing volume coverage requires an increase in the recognition rate presented in the diagram below over a three-year period (plan value). Since the expectation is that the commitment rate will increase at a faster pace at the beginning than at subsequent stages, the shape of the curve is digressive. If actual performance is below or above target (comparison of planned and actual values), the percentage increases or decreases to a maximum of 200% or a minimum of 0%. **C.7**

**GOVERNANCE – BUSINESS CONDUCT (G1) (UNTIL 2024) PURCHASING VOLUME**

**C.7**



Schematic illustration.

Example calculation for the LTI I program:

- Commitment rate II 89.0% = 100% target achievement
- Commitment rate II 80% = 0% target achievement
- Commitment rate II 98% = 200% target achievement

**TARGET ACHIEVEMENT BUSINESS ETHICS (G1) – SUPPLIER CODE OF CONDUCT<sup>6</sup>**

The target value for commitment rate I of 88.8% compared with the actual commitment rate I of 98.2% results in a 183.9% target achievement.

The target value for commitment rate II of 89.0% compared with the actual commitment rate II of 93.8% results in a 153.3% target achievement.

<sup>5</sup> This green highlighted section on target achievement also contains disclosures on the ESRS disclosure requirement ESRS 2 GOV-3, 29a and 29c and G1 MDR-A, 68c.

<sup>6</sup> This green highlighted section for target achievement also includes information relevant to ESRS Disclosure G1 MDR-T, 80e.

Table **C.8** presents individual payment amounts for LTI I (2022 – 2024) resulting from the sustainability KPIs in the reporting period.

#### TARGET ACHIEVEMENT AND PAYMENT FOR LTI I (2022 – 2024)

**C.8**

	Base amount in € thousand	Target achievement in %	Payment in € thousand
<b>Members of the Board of Executive Directors in office as of December 31, 2024</b>			
Dr. Burkhard Lohr	427.5	118.4	506.2
Christina Daske <sup>1</sup>	10.4	118.4	12.3
Dr. Christian H. Meyer	–	–	–
Dr. Carin-Martina Tröltzsch	–	–	–

<sup>1</sup> Transfer of the remaining terms of the LTI entitlements received by Mrs. Christina Daske from her previous activities. These are taken into account pro rata temporis.

#### LONG-TERM INCENTIVE I (LTI I) FROM 2023 TO 2027

The sustainability targets for LTI I were revised for the programs starting on January 1, 2023. They relate to the identified areas of “Social Responsibility”, “Environment & Resources”, and “Governance”.

- 🟢 Sustainability statement/Combined non-financial statement, General information, 1.8 GOV-3 Integration of sustainability-related performance in incentive schemes

For the “Social Responsibility” area, the “Employees (S1)” topic was selected as the target for reducing the lost time incident rate. From the “Environment & Resources” area, the “Climate Change (E1)” topic was selected as the target for reducing specific CO<sub>2</sub> emissions, and from the “Governance” area, the “Business Ethics (G1)” topic was selected with the target of conducting a sustainability risk assessment for suppliers of the K+S Group.

#### I. SOCIAL RESPONSIBILITY: EMPLOYEES (S1) – LOST TIME INCIDENT RATE (LTI-RATE)

The lost time incident rate in the “Social Responsibility” area measures the number of incidents resulting in at least 24 hours of lost time per million hours worked and the aim is for it to be reduced by three points over a three-year period. In the case of a fatal accident, a penalty of 1.0 point is added to take appropriate account of any fatalities. **C.9**

#### SOCIAL RESPONSIBILITY – EMPLOYEES (S1) (UNTIL 2027) LOST TIME INCIDENT RATE

**C.9**


Schematic illustration.

#### II. ENVIRONMENT AND RESOURCES: CLIMATE CHANGE (E1) – SPECIFIC CO<sub>2</sub> EMISSIONS<sup>7</sup>

Within the “Environment & Resources” area, specific CO<sub>2</sub> emissions are to be reduced from a starting value of 271.6 kg per tonne in the base year 2020 to a target value of 254.6 kg per tonne as of December 31, 2027. The LTI value is calculated as the ratio of CO<sub>2</sub> emissions (Scope 1 and Scope 2) of all potash and rock salt producing sites in kilograms to the primary production volume of the Bethune, Hattorf, Neuhoof-Ellers, Unterbreizbach, Wintershall, and Zielitz sites. **C.10**

<sup>7</sup> This green highlighted section also includes information on the ESRS disclosure requirement E1 GOV-3, 13. Information on the disclosure requirement E1MDR-T, 80e will be provided starting with the report for the 2025 financial year.

**ENVIRONMENT & RESOURCES – CLIMATE CHANGE (E1) (UNTIL 2027)**  
**REDUCTION IN SPECIFIC CO<sub>2</sub>-EMISSIONS** **C.10**



Schematic illustration.

**III. GOVERNANCE: BUSINESS ETHICS (G1) – SUSTAINABILITY RISK ASSESSMENTS FOR SUPPLIERS FROM CERTAIN COUNTRIES**

By December 31, 2027, a sustainability risk assessment should be available for more than 90% of relevant suppliers in the area of “Governance”, This includes suppliers with annual revenues of at least €5,000 based in a country with a relative score of ≤ 75% in the Sustainability Development Report ranking. This includes consolidated and non-consolidated K+S Group companies managed via the SAP system. **C.11**

**GOVERNANCE – BUSINESS ETHICS (G1) (UNTIL 2027)**  
**SUSTAINABILITY RISK ASSESSMENTS FOR SUPPLIERS** **C.11**



Schematic illustration.

The three targets from the three areas of action are equally weighted.

LTI I is paid in April of the year following the end of the program. In the event of termination of employment or retirement, all current partial payments are discounted and paid out on a pro-rata basis in April of the following year.

**LONG-TERM INCENTIVE II (LTI II)**

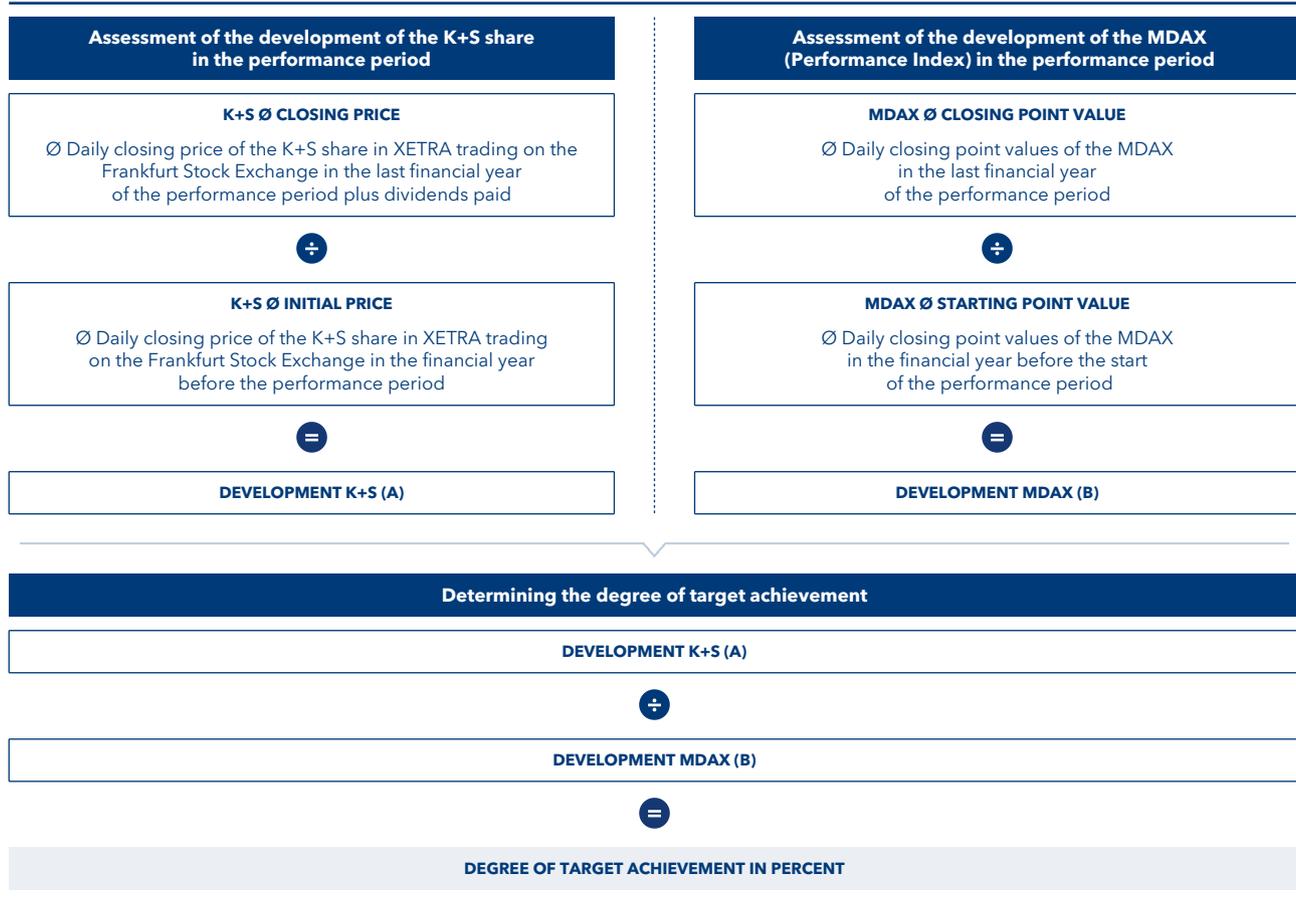
The LTI II is a share-based remuneration instrument. It is determined by the performance of the K+S share in relation to the MDAX.

The performance of the MDAX is calculated by comparing the average daily closing price of the MDAX in the year before the start of the program (“starting value”) with the average daily closing price in the last year of the performance period (“closing value”). The performance of the K+S share is calculated in the same way, based on the average daily closing price of the K+S share (in Xetra trading) and the dividends paid during the performance period. Dividend equivalents are not granted.

At the end of the performance period, the percentage development of the K+S share is to be compared with the percentage development of the MDAX. If the performance of the K+S share corresponds to the performance of the MDAX, the target has been achieved at 100%. If the performance of the K+S share exceeds or falls short of the performance of the MDAX, the percentage of the target achieved rises or falls by the same percentage. The achievement of the target can amount to a maximum of 200% and a minimum of 0%. **C.12**

Payment of LTI II is made in April of the year following the end of the program. In the event of termination of a service agreement or reaching retirement age, a discounted pro-rata payment for all current tranches is made in April of the following year.

C.12



#### TARGET ACHIEVEMENT LONG TERM INCENTIVE II (2022 – 2024)

The target value of the K+S share for 100% target achievement, calculated on the basis of the performance of the defined MDAX peer group, was €9.00 per share. The average price on which this

performance calculation was based was €14.19 per share, which resulted in a target achievement of 157.7%. Table C.13 presents the resulting individual payout amounts for the financial year.

#### TARGET ACHIEVEMENT AND PAYMENT FOR LTI II (2022 – 2024)

C.13

	Base amount in € thousand	Target achievement in %	Payment in € thousand
<b>Members of the Board of Executive Directors in office as of December 31, 2024</b>			
Dr. Burkhard Lohr	427.5	157.7	674.2
Christina Daske <sup>1</sup>	10.4	157.7	16.4
Dr. Christian H. Meyer	–	–	–
Dr. Carin-Martina Tröltzsch	–	–	–

<sup>1</sup> Transfer of the remaining terms of the LTI entitlements received by Mrs. Christina Daske from her previous activities. These are taken into account pro rata temporis.

**REMUNERATION GRANTED AND OWED**

The following **C.14** below presents the remuneration granted and owed to the current members of the Board of Executive Directors and members who left during the financial year, provided that their service had already been performed in full as of

December 31. Remuneration is deemed to have been granted if the underlying activity has been performed in full. Remuneration is owed if the Company has a legal obligation that is due but has not yet been fulfilled.

**REMUNERATION GRANTED AND OWED TO THE BOARD OF EXECUTIVE DIRECTORS<sup>1</sup>****C.14**

Members of the Board of Executive Directors  
in office as of December 31, 2024

	Dr. Burkhard Lohr Chairman Board member since 06/2012				Christina Daske Labor Director Board member since 12/2023			
	2024		2023		2024		2023	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Fixed remuneration	962.2	35	849.0	35	566.0	59	47.2	70
Fringe benefits	26.6	1	26.8	1	19.7	2	1.7	3
<b>Total</b>	<b>988.8</b>	<b>36</b>	<b>875.8</b>	<b>36</b>	<b>585.7</b>	<b>61</b>	<b>48.9</b>	<b>73</b>
One-year variable remuneration								
- STI (2024)	577.9	21	–	–	340.0	36	–	–
- STI (2023)	–	–	305.0	13	–	–	16.9	24
Multi-year variable remuneration								
- LTI (2022–2024)	1,180.3	43	–	–	28.8	3	–	–
- LTI (2021–2023)	–	–	1,228.2	51	–	–	2.0	3
<b>Sum</b>	<b>1,758.3</b>	<b>64</b>	<b>1,533.2</b>	<b>64</b>	<b>368.8</b>	<b>39</b>	<b>18.9</b>	<b>27</b>
Miscellaneous	–	–	–	–	–	–	–	–
<b>Total</b>	<b>2,747.1</b>	<b>100</b>	<b>2,409.0</b>	<b>100</b>	<b>954.5</b>	<b>100</b>	<b>67.8</b>	<b>100</b>

Members of the Board of Executive Directors  
in office as of December 31, 2024

	Dr. Christian H. Meyer Chief Financial Officer Board member since 03/2023				Dr. Carin-Martina Tröltzsch Chief Operating Officer Board member since 02/2023			
	2024		2023		2024		2023	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Fixed remuneration	679.2	61	541.0	71	679.2	61	486.8	71
Fringe benefits	24.6	2	20.0	3	26.4	2	26.0	4
<b>Total</b>	<b>703.8</b>	<b>63</b>	<b>561.0</b>	<b>74</b>	<b>705.6</b>	<b>63</b>	<b>512.8</b>	<b>75</b>
One-year variable remuneration								
- STI (2024)	408.0	37	–	–	408.0	37	–	–
- STI (2023)	–	–	195.2	26	–	–	175.5	25
Multi-year variable remuneration								
- LTI (2022–2024)	–	–	–	–	–	–	–	–
- LTI (2021–2023)	–	–	–	–	–	–	–	–
<b>Sum</b>	<b>408.0</b>	<b>37</b>	<b>195.2</b>	<b>26</b>	<b>408.0</b>	<b>37</b>	<b>175.5</b>	<b>25</b>
Miscellaneous	–	–	–	–	–	–	–	–
<b>Total</b>	<b>1,111.8</b>	<b>100</b>	<b>756.2</b>	<b>100</b>	<b>1,113.6</b>	<b>100</b>	<b>688.3</b>	<b>100</b>

1 For the CEO and the COO, the majority of the increase in remuneration compared to the previous year results from changes in remuneration multipliers that take the complexity of the tasks and experience into account. The corresponding change to the remuneration system was approved by the 2024 Annual General Meeting with an approval rate of > 90%. The previous year's figures partly include a pro rata temporis view due to the date of entry. In addition, target achievement in the STI has increased compared to the previous year.

## MAXIMUM REMUNERATION

Each component of the Board of Executive Directors' remuneration is subject to a clearly defined value limit. Fringe benefits are capped at €75,000. The bonus (STI) and the long-term variable remuneration components (LTI I and LTI II) are capped. The upper limit for the variable compensation elements (STI and LTI) is 200% of the base amount. Furthermore, the performance factor for the STI is limited to a maximum of 1.2.

The Supervisory Board has also set a cap in accordance with Section 87a (1) sentence 2 No. 1 of the German Stock Corporation Act (AktG) on the remuneration actually earned in a financial year, consisting of fixed remuneration, fringe benefits, STI payments, LTI payments, and service costs, for service agreements concluded after December 8, 2020. The maximum remuneration for an ordinary member of the Board of Executive Directors is €3,500 thousand, for the Chief Financial Officer and the Chief Production and Sales Officer €4,200 thousand, and for the Chairman of the Board of Executive Directors €5,250 thousand. The service agreement of Dr. Burkhard Lohr was concluded before December 8, 2020.

Compliance with the remuneration cap for the 2024 financial year: Since the amounts to be paid out as multi-year variable remuneration in 2024 for Dr. Christian H. Meyer, Dr. Carin-Martina Tröltzsch, and Mrs. Christina Daske will not be known until December 31, 2026, the review of compliance with the maximum remuneration for the variable remuneration components due in the 2024 financial year can only be completed in the remuneration report for the 2026 financial year, which will be published in 2027.

## YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS

The following comparison illustrates the annual change in the remuneration granted and owed to current members of the Board of Executive Directors and members who left during a financial year, the earnings of K+S Aktiengesellschaft, and the annual change in the average remuneration for employees in Germany (permanent workforce, temporary employees, and trainees) on a full-time equivalent basis for the last five years. **C.15**

### YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS FOR MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS<sup>1</sup>

**C.15**

	2024		2023		2024 vs. 2023 change		2023 vs. 2022 change		2022 vs. 2021 change		2021 vs. 2020 change		2020 vs. 2019 change	
	in € thousand	in %												
<b>Remuneration granted and owed to members of the Board of Executive Directors in office as of December 31, 2024</b>														
Dr. Burkhard Lohr	2,747.1	2,409.0	338.1	14	-876.8	-27	910.7	38	1,085.6	84	38.0	3		
Christina Daske	954.5	67.8	886.7	1,308	67.8	-	-	-	-	-	-	-	-	-
Dr. Christian H. Meyer	1,111.8	756.2	355.6	47	756.2	-	-	-	-	-	-	-	-	-
Dr. Carin-Martina Tröltzsch	1,113.6	688.3	425.3	62	688.3	-	-	-	-	-	-	-	-	-
<b>Employees</b>														
Average employee remuneration in Germany	81.2	82.7	-1.5	-2	4.6	6	-0.2	-	5.3	7	-0.4	-		
<b>Earnings</b>														
K+S AG net income/loss (in € million)	-98.4	-167.4	69.0	41	-472.5	-	-847.3	-74	1,755.8	-	-891.6	-		
K+S Group EBITDA (in € million) <sup>2</sup>	557.7	712.4	-154.7	-22	-1,710.5	-71	1,355.6	127	800.4	300	-143.5	-35		

1 For the CEO and the COO, the majority of the increase in remuneration compared to the previous year results from changes in remuneration multipliers that take the complexity of the tasks and experience into account. The corresponding change to the remuneration system was approved by the 2024 Annual General Meeting with an approval rate of > 90%. The previous year's figures partly include a pro rata temporis view due to the date of entry. In addition, target achievement in the STI has increased compared to the previous year.

2 Continuing operations.

## PENSION COMMITMENTS

The pensions of the active members of the Board of Executive Directors are based on a modular system, i.e., a pension module is created for each year of service as a member of the Board of Executive Directors.

For member agreements signed after December 8, 2020, the basis for calculating the pension modules is 20% of the fixed remuneration of the relevant member of the Board of Executive Directors. For agreements signed prior to this date, the basis for the calculations is 40% of the fixed remuneration. The amount is calculated in accordance with actuarial principles and set aside for retirement; the factors for the creation of the 2024 modules for the members of the Board of Executive Directors are between 8.5% and 20.0%, depending on their age. These factors decline with increasing age. The individual pension modules earned during the respective financial years are totaled and, when the insured event occurs, the respective member of the Board of Executive Directors or, if applicable, his or her surviving dependents, receive the benefit to which they are entitled. There is an upper limit on the total annual pension under this modular system, to avoid disproportionately high pensions resulting from long periods of service (> 15 years). Following a regular review in 2022, the upper limit is €360 thousand for the Chairman of the Executive Board and €270 thousand for each other member of the Board of Executive Directors. The values are reviewed every three years and adjusted if necessary. Pension benefits are only adjusted in line with the change in the "Consumer Price Index for Germany" upon payment. Pension agreements are subject to the legal provisions concerning the vesting of pension entitlements.

For pension entitlements not covered by the Pension Protection Association, the Company purchases reinsurance policies for the members of the Board of Executive Directors concerned, which are pledged to them in case the Company becomes insolvent.

If the term of office of a member of the Board of Executive Directors ends before the member has reached 60 years of age, the retirement pension starts upon reaching the age of 65 unless it is to be paid on the basis of an occupational or general disability or as a surviving dependent's pension in the event of death. In the event of an occupational or general disability of a member of the Board of Executive Directors prior to reaching pension age, the respective member receives a disability pension commensurate with the pension modules created up to the time the disability occurs. If disability occurs before the age of 55, modules are notionally created on the basis of a minimum value for the years missing up to the age of 55. In the event of the death of an active or former member of the Board of Executive Directors, the surviving spouse receives 60%, each orphan 30%, and each half-orphan 15% of the benefit. The maximum amount of the benefits awarded to surviving dependents may not exceed 100% of the pension payment. If this amount is reached, the benefit is reduced proportionately. If a member of the Board of Executive Directors retires at the age of 60, entitlements can already be claimed in accordance with the pension commitment at that time.

In 2024, the amounts shown in **C.16** were allocated to pension provisions for members of the Board of Executive Directors.

The pension component earned by the members of the Board of Executive Directors in 2024 leads to pension expenses, which are calculated on an actuarial basis.

### PENSIONS OF THE MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS<sup>1</sup>

**C.16**

in € thousand		Age	Fair value as of Jan. 1	Pension expenses (service cost) <sup>2</sup>	Fair value as of Dec. 31
<b>Members of the Board of Executive Directors in office as of December 31, 2024</b>					
Dr. Burkhard Lohr	2024	61	7,583.0	– <sup>3</sup>	8,195.9
Christina Daske	2024	39	57.0	336.6	361.6
Dr. Christian H. Meyer	2024	53	267.5	330.4	600.9
Dr. Carin-Martina Tröltzsch	2024	56	222.7	308.7	540.8

1 Information provided in accordance with IFRS.

2 Corresponds to the value to be recognized under IFRS without interest expense and does not represent an inflow.

3 Not applicable on reaching the age of 60.

## TERMINATION OF AGREEMENTS WITH THE BOARD OF EXECUTIVE DIRECTORS

If an appointment as a Board member is revoked, the member of the Board of Executive Directors usually receives, at the time of termination, a **severance payment of 1.5 times the fixed remuneration**, up to a maximum of the total remuneration for the remaining term of the service agreement.

In the event of early termination of an agreement with a member of the Board of Executive Directors as a result of a takeover ("**change of control**"), the fixed remuneration and bonuses outstanding until the end of the original term of the appointment will be paid plus a compensatory payment, unless there are reasons justifying a termination of the respective agreement without giving notice. The STI is calculated on the basis of the average of the preceding two years. The LTI is calculated pro rata on the basis of the relevant extrapolation or planning. The compensatory payment is 1.5 times the annual fixed remuneration. In addition, there is an upper limit for severance payments, which specifies that entitlements arising from the "change of control" clause in existing service agreements may not exceed the value of the combined annual remuneration for three years. This arrangement was amended to make the combined **annual remuneration for two years** the upper limit for service agreements signed after December 8, 2020. This upper limit is calculated on the basis of the total compensation for the financial year immediately preceding the departure. In the event of a change of control, members of the Board of Executive Directors enjoy no extraordinary right to terminate their agreement.

For the term of the service agreement and the subsequent two years after its termination, the member of the Board of Executive Directors undertakes not to work in any way for a competitor company of K+S or a company affiliated with K+S without the approval of K+S or to participate directly or indirectly in such a company or to conduct business for his or her own account or for the account of third parties in the business fields of K+S. The post-contractual prohibition of competition does not apply to subordinate activities for a competitor company without reference to the previous position on the Board of Executive Directors. The **post-contractual non-compete arrangement** is remunerated; income from self-employment, regular employment, or other gainful employment is offset. K+S may waive the non-competition clause prior to the expiry of the agreement with a notice period of six months.

## CLAWBACK CLAUSE

The service agreements of all members of the Board of Executive Directors contain clawback clauses. If there is a serious violation of legal requirements or of obligations arising from the Company's Articles of Association or from the Board member's agreement of service, the Company has the right to demand back or retain any LTI tranches (LTI I and LTI II) that are current at the time of the violation. The clawback option was not used in the 2024 financial year.

## SHARE OWNERSHIP GUIDELINE

The "**Share Ownership Guideline**" was implemented on January 1, 2023 and incorporated into all service agreements of the members of the Board of Executive Directors. This obliges members of the Board of Directors to invest a volume of 100% of their respective STI target remuneration amounts (gross) in K+S shares based on a three-year average. The build-up phase lasts three years, provided that at least 100% of the STI target remuneration amounts have been paid in at least two years. Otherwise, the build-up phase is extended by one year in each case. For the first time at the end of the build-up phase and subsequently by January 31 of the following year, the member of the Board of Executive Directors must provide evidence on the basis of securities account statements of his securities account held at a bank as at December 31 of each year that he has held shares with a volume of 100% of the respective STI target remuneration amounts in K+S shares at the end of each year, based on a three-year average. The obligation to hold shares and the obligation to provide evidence exist for two years after leaving the Company. Existing holdings of K+S shares are taken into account. In the event of a breach of the "Share Ownership Guideline," an ordinary member of the Board of Executive Directors is obliged to pay a contractual penalty of €100 thousand (Chairman of the Board of Executive Directors €150 thousand).

## OTHER

For the members of the Board of Executive Directors, the Supervisory Board has introduced an age limit set at the age of 65.

The members of the Board of Executive Directors were not promised or granted benefits by third parties for their work as executive directors during the reporting period – nor did they receive any loans. Apart from the service agreements mentioned, there are no contractual relationships between the Company or its Group companies and members of the Board of Executive Directors or persons closely related to them.

## REMUNERATION GRANTED AND OWED TO FORMER MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS

Table **c.17** below presents the remuneration granted and owed to former members of the Board of Executive Directors during the 2024 financial year in accordance with Section 162 (1) sentence 1 AktG. Unless otherwise stated, these are pension payments. In accordance with Section 162 (5) AktG, personal details were not included for Board members whose last role on a governing body of K+S Aktiengesellschaft ended before the 2014 financial year.

**REMUNERATION GRANTED AND OWED TO FORMER  
MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS IN  
THE FINANCIAL YEAR 2024** **C.17**

	in € thousand	in %
Dr. Thomas Nöcker Member of the Board of Executive Directors until August 2018	303.6	100
Norbert Steiner Chairman of the Board of Executive Directors until May 2017	407.4	100
Gerd Grimmig Member of the Board of Executive Directors until September 2014 Member of the Supervisory Board until May 2023	266.1	100
Dr. Ralf Bethke Chairman of the Board of Executive Directors until June 2007 Chairman of the Supervisory Board until May 2017	330.8	100
	in USD thousand	in %
Mark Roberts <sup>1</sup> Member of the Board of Executive Directors until April 2021	310.9	100

<sup>1</sup> The contractual pension entitlements of Mr. Mark Roberts are agreed upon in USD.

## YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS

The comparison in **C.18** illustrates the annual change in the remuneration granted and owed to former members of the Board of Executive Directors, the earnings of K+S Aktiengesellschaft, and the annual change in the average remuneration for employees (permanent workforce, temporary employees and trainees) in Germany on a full-time equivalent basis for the last five years.

### YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS FOR FORMER MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS

**C.18**

	2024	2023	2024 vs. 2023 change		2023 vs. 2022 change		2022 vs. 2021 change		2021 vs. 2020 change		2020 vs. 2019 change	
	in € thousand	in € thousand	in € thousand	in %								
<b>Remuneration granted and owed to former members of the Board of Executive Directors</b>												
Holger Riemensperger (until February 2023)	–	1,576.1	-1,576.1	-100	243.5	18	–	–	–	–	–	–
Thorsten Boeckers (until February 2022)	–	–	–	–	-5,661.3	-100	5,661.3	–	–	–	–	–
Mark Roberts (until April 2021) <sup>1</sup>	287.3	93.9	193.4	206	93.9	100	-3,600.4	-100	3,600.4	–	–	–
Dr. Thomas Nöcker (until August 2018)	303.6	290.6	13.0	4	-0.6	–	6.1	2	-233.3	-45	-110.7	-18
Norbert Steiner (until May 2017)	407.4	382.3	25.1	7	27.7	8	8.9	3	-10.6	-3	-4.8	-1
Gerd Grimmig (until September 2014)	266.1	251.9	14.2	6	19.6	8	7.0	3	1.1	–	3.1	1
Dr. Ralf Bethke (until June 2007)	330.8	315.0	15.8	5	27.8	10	8.6	3	1.4	1	3.9	1
<b>Employees</b>												
Average employee remuneration in Germany	81.2	82.7	-1.5	-2	4.6	6	-0.2	–	5.3	7	-0.4	–
<b>Earnings</b>												
K+S AG net income/ loss (in € million)	-98.4	-167.4	69.0	41	-472.5	–	-847.3	-74	1,755.8	–	-891.6	–
K+S Group EBITDA (in € million) <sup>2</sup>	557.7	712.4	-154.7	-22	-1,710.5	-71	1,355.6	127	800.4	300	-143.5	-35

<sup>1</sup> The pension commitments to Mr. Mark Roberts are in USD. The conversion was based on the average USD/EUR exchange rate for 2024.

<sup>2</sup> Continuing operations.

## REMUNERATION OF THE SUPERVISORY BOARD

### OVERVIEW OF THE REMUNERATION SYSTEM

The provisions of the remuneration system for the Supervisory Board, as established in Article 12 of K+S Aktiengesellschaft's Articles of Association, were passed at the Annual General Meeting on May 10, 2023 and were applied in full in the 2024 financial year.

### REMUNERATION STRUCTURE AND COMPONENTS

An ordinary member of the Supervisory Board receives fixed annual remuneration of €85 thousand. A chair receives twice this amount and a deputy chair 1.5 times this amount.

The members of the Audit Committee receive additional annual remuneration of €20 thousand. Remuneration for membership of the Personnel Committee is €5 thousand. The members of the Nomination Committee receive annual remuneration of €2.5 thousand if at least two meetings have taken place during the financial year. Remuneration for membership of the Strategy Committee is €15 thousand. The members of the Sustainability Committee receive annual remuneration of €5 thousand. A member of the Special Committee set up by the Supervisory Board receives an attendance fee of €1 thousand per meeting as remuneration for attending a committee meeting. Each committee chair receives twice this amount and a deputy chair 1.5 times this amount. The members of the Supervisory Board are entitled to reimbursement by the Company of any expenses that are necessary and reasonable for the performance of their duties, as well as to reimbursement of any value added tax (VAT) payable as a consequence of their activities in their capacity as Supervisory Board members, if relevant.

Mr. Carl-Albrecht Bartmer was appointed by court order as a member of the Supervisory Board of K+S Aktiengesellschaft with effect from January 23, 2024. The decision of the local court was delivered to K+S on January 29, 2024. On May 14, 2024, Mr. Carl-Albrecht Bartmer was elected by the Annual General Meeting as a member of the Supervisory Board representing the shareholders of K+S Aktiengesellschaft. In addition, Mr. Carl-Albrecht Bartmer was appointed as an ordinary member of the Supervisory Board of the Group subsidiary K+S Minerals and Agriculture GmbH as of June 19, 2024.

By resolution of the management board dated January 31, 2024, the Supervisory Board remuneration for a position on the Supervisory Board of the Group subsidiary K+S Minerals and Agriculture GmbH was changed. With effect from the 2024 financial year, an ordinary member receives annual remuneration of €6 thousand. A chair receives twice this amount and a deputy chair 1.5 times this amount. The attendance fee of €400 per meeting is cancelled.

Both supervisory bodies have a rule where any member who was only on the Supervisory Board or one of its committees for part of a year receives one-twelfth of the relevant annual remuneration for each month that began during their membership.

The remuneration of the Supervisory Board is paid until the end of the first month following the close of the financial year.

### REMUNERATION GRANTED AND OWED

The following Tables **C.19** and **C.20** show the remuneration granted and owed during the financial year to current members of the Supervisory Board, in either case provided that their underlying service had already been performed in full as of December 31.

The expenses for 2024 amount to €35.7 thousand (2023: €27.8 thousand). The increase is due to a higher proportion of attendance meetings with increased costs as well as a site visit to inform about the progress of the Werra 2060 transformation project. Beyond this, the members of the Supervisory Board did not receive any additional remuneration for services rendered, in particular advisory and agency services, or benefits.

In addition to the Supervisory Board remuneration, employee representatives who are employees of the K+S Group receive remuneration that is not related to activities performed for the Supervisory Board.

A member of the family of a Supervisory Board member is employed by the K+S Group. This individual's remuneration is paid in accordance with the internal remuneration guidelines of the K+S Group and corresponds to the usual remuneration of individuals in comparable positions.

## REMUNERATION GRANTED AND OWED TO THE SUPERVISORY BOARD

C.19

	Total remuneration		Fixed remuneration		Total committee remunerations		Remuneration paid by subsidiaries	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
<b>Members of the Supervisory Board in office as of December 31, 2024</b>								
Dr. Andreas Kreimeyer	247.0	100	170.0	69	65.0	26	12.0	5
Ralf Becker	176.5	100	127.5	72	40.0	23	9.0	5
Thomas Kölbl	173.5	100	127.5	74	40.0	23	6.0	3
Petra Adolph	116.0	100	85.0	73	25.0	22	6.0	5
André Bahn	107.3	100	85.0	79	16.3	15	6.0	6
Carl-Albrecht Bartmer (since January 23, 2024)	96.0	100	85.0	88	7.5	8	3.5	4
Prof. Dr. Elke Eller	97.3	100	85.0	88	6.3	6	6.0	6
Lars Halbleib	111.0	100	85.0	77	20.0	18	6.0	5
Markus Heldt	106.0	100	85.0	80	15.0	14	6.0	6
Christiane Hölz	121.0	100	85.0	70	30.0	25	6.0	5
Michael Knackmuß	96.0	100	85.0	89	5.0	5	6.0	6
Gerd Kübler	85.0	100	85.0	100	–	–	–	–
Peter Trotha	99.8	100	85.0	85	8.8	9	6.0	6
Dr. Rainier van Roessel	93.5	100	85.0	91	2.5	3	6.0	6
Brigitte Weitz	91.0	100	85.0	93	–	–	6.0	7
Christine Wolff	97.3	100	85.0	88	6.3	6	6.0	6
<b>Total</b>	<b>1,914.2</b>		<b>1,530.0</b>		<b>287.7</b>		<b>96.5</b>	

## REMUNERATION GRANTED AND OWED TO THE SUPERVISORY BOARD – COMPOSITION OF COMMITTEE REMUNERATIONS

C.20

	Audit Committee		Personnel Committee		Nomination Committee		Strategy Committee		Sustainability Committee		Special Committee	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
<b>Members of the Supervisory Board in office as of December 31, 2024</b>												
Dr. Andreas Kreimeyer	20.0	8	10.0	4	5.0	2	30.0	12	–	–	–	–
Ralf Becker	20.0	11	5.0	3	–	–	15.0	8	–	–	–	–
Thomas Kölbl	40.0	23	–	–	–	–	–	–	–	–	–	–
Petra Adolph	20.0	17	–	–	–	–	–	–	5.0	4	–	–
André Bahn	–	–	–	–	–	–	15.0	14	1.3	1	–	–
Carl-Albrecht Bartmer (since January 23, 2024)	–	–	–	–	2.5	3	–	–	5.0	5	–	–
Prof. Dr. Elke Eller	–	–	5.0	5	–	–	–	–	1.3	1	–	–
Lars Halbleib	20.0	18	–	–	–	–	–	–	–	–	–	–
Markus Heldt	–	–	–	–	–	–	15.0	14	–	–	–	–
Christiane Hölz	20.0	17	–	–	–	–	–	–	10.0	8	–	–
Michael Knackmuß	–	–	5.0	5	–	–	–	–	–	–	–	–
Gerd Kübler	–	–	–	–	–	–	–	–	–	–	–	–
Peter Trotha	–	–	–	–	–	–	3.8	4	5.0	5	–	–
Dr. Rainier van Roessel	–	–	–	–	2.5	3	–	–	–	–	–	–
Brigitte Weitz	–	–	–	–	–	–	–	–	–	–	–	–
Christine Wolff	–	–	–	–	2.5	3	3.8	4	–	–	–	–
<b>Total</b>	<b>140.0</b>		<b>25.0</b>		<b>12.5</b>		<b>82.6</b>		<b>27.6</b>		<b>–</b>	

## YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS

The following comparison illustrates the annual change in the remuneration granted and owed to current members of the

Supervisory Board, the earnings of K+S Aktiengesellschaft, and the annual change in the average remuneration for employees (permanent workforce, temporary employees and trainees) in Germany on a full-time equivalent basis for the last five years. **C.21**

### YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS FOR MEMBERS OF THE SUPERVISORY BOARD

**C.21**

	2024	2023	2024 vs. 2023 change		2023 vs. 2022 change		2022 vs. 2021 change		2021 vs. 2020 change		2020 vs. 2019 change	
	in € thousand	in € thousand	in € thousand	in %								
<b>Remuneration granted and owed to members of the Supervisory Board in office as of December 31, 2024</b>												
Dr. Andreas Kreimeyer	247.0	248.3	-1.3	-1	40.0	19	10.0	5	-75.0	-27	51.8	23
Ralf Becker	176.5	177.7	-1.2	-1	40.2	29	–	–	-67.5	-33	47.5	30
Thomas Kölbl	173.5	157.8	15.7	10	52.8	50	–	–	-39.3	-27	26.0	22
Petra Adolph	116.0	114.4	1.6	1	27.3	31	2.1	2	-43.5	-34	25.3	25
André Bahn	107.3	104.4	2.9	3	24.4	31	–	–	-45.0	-36	41.3	49
Carl-Albrecht Bartmer (since January 23, 2024)	96.0	–	96.0	–	–	–	–	–	–	–	–	–
Prof. Dr. Elke Eller	97.3	105.4	-8.2	-8	28.5	37	4.8	7	-48.2	-40	23.8	25
Lars Halbleib (since August 12, 2022)	111.0	109.4	1.6	1	74.0	209	35.4	–	–	–	–	–
Markus Heldt	106.0	100.3	5.7	6	26.3	36	28.6	63	45.4	–	–	–
Christiane Hölz (since May 10, 2023)	121.0	79.8	41.2	52	79.8	–	–	–	–	–	–	–
Michael Knackmuß	96.0	94.4	1.6	2	24.4	35	–	–	-51.8	-43	26.0	27
Gerd Kübler	85.0	85.0	–	–	20.0	31	–	–	-44.8	-41	26.0	31
Peter Trotha	99.8	98.4	1.4	1	31.3	47	40.0	148	27.1	–	–	–
Dr. Rainier van Roessel	93.5	94.4	-0.9	-1	21.0	29	6.3	9	3.5	6	6.0	10
Brigitte Weitz	91.0	88.9	2.1	2	23.9	37	–	–	19.6	43	45.4	–
Christine Wolff (since May 10, 2023)	97.3	62.8	34.5	55	62.8	–	–	–	–	–	–	–
<b>Employees</b>												
Average employee remuneration in Germany	81.2	82.7	-1.5	-2	4.6	6	-0.2	–	5.3	7	-0.4	–
<b>Earnings</b>												
K+S AG net income/loss (in € million)	-98.4	-167.4	69.0	41	-472.5	–	-847.3	-74	1,755.8	–	-891.6	–
K+S Group EBITDA (in € million) <sup>1</sup>	557.7	712.4	-154.7	-22	-1,710.5	-71	1,355.6	127	800.4	300	-143.5	-35

<sup>1</sup> Continuing operations.

**AGE LIMIT AND MAXIMUM TERMS OF OFFICE**

Candidates for the Supervisory Board may not be older than 70 at the time of election. In addition, members may serve on the Supervisory Board for a maximum of three terms of office. This does not affect the statutory co-determination rules.

**ATTENDANCE AT MEETINGS**

Table **C.22** provides an individualized overview of members' attendance of meetings of the Supervisory Board and its committees in 2024. Overall, average attendance in the 2024 financial year was around 98%.

**ATTENDANCE OF MEETINGS BY MEMBERS OF THE SUPERVISORY BOARD OF K+S AKTIENGESELLSCHAFT IN THE 2024 FINANCIAL YEAR****C.22**

	Meetings		thereof full Board meetings				thereof committee meetings			
	Total	Attendance	Total	Attendance		Sum	Total	Attendance		Sum
				physical	virtual			physical	virtual	
<b>Supervisory Board members</b>										
Dr. Andreas Kreimeyer	27	100%	6	5	1	6	21	12	9	21
Ralf Becker	23	100%	6	5	1	6	17	10	7	17
Thomas Kölbl	13	85%	6	4	1	5	7	4	2	6
Petra Adolph	16	100%	6	5	1	6	10	7	3	10
André Bahn	10	100%	6	5	1	6	4	4	–	4
Carl-Albrecht Bartmer (since January 23, 2024)	12	100%	6	4	2	6	6	3	3	6
Prof. Dr. Elke Eller	15	100%	6	4	2	6	9	4	5	9
Lars Halbleib	13	100%	6	5	1	6	7	4	3	7
Markus Heldt	9	100%	6	5	1	6	3	3	–	3
Christiane Hölz	16	100%	6	5	1	6	10	7	3	10
Michael Knackmuß	14	100%	6	5	1	6	8	4	4	8
Gerd Kübler	6	100%	6	5	1	6	–	–	–	–
Peter Trotha	10	100%	6	5	1	6	4	3	1	4
Dr. Rainier van Roessel	10	100%	6	4	2	6	4	2	2	4
Brigitte Weitz	6	100%	6	5	1	6	–	–	–	–
Christine Wolff	11	91%	6	4	1	5	5	3	2	5

# AUDITOR'S REPORT

## REMUNERATION REPORT PURSUANT TO SECTION 162 AKTG FOR THE FINANCIAL YEAR FROM JANUARY 1 TO DECEMBER 31, 2024

To K+S Aktiengesellschaft, Kassel

We have audited the remuneration report of K+S Aktiengesellschaft, Kassel, for the financial year from January 1, 2024 to December 31, 2024 including the related disclosures, which was prepared to comply with § [Article] 162 AktG [Aktiengesetz: German Stock Corporation Act].

### RESPONSIBILITIES OF THE EXECUTIVE DIRECTORS AND THE SUPERVISORY BOARD

The executive directors and the supervisory board of K+S Aktiengesellschaft are responsible for the preparation of the remuneration report, including the related disclosures, that complies with the requirements of § 162 AktG. The executive directors and the supervisory board are also responsible for such internal control as they determine is necessary to enable the preparation of a remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud or error.

### AUDITOR'S RESPONSIBILITIES

Our responsibility is to express an opinion on this remuneration report, including the related disclosures, based on our audit. We conducted our audit in accordance with German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report, including the related disclosures, is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts including the related disclosures stated in the remuneration report. The procedures selected depend on the auditor's judgment. This includes the assessment of the risks of material misstatement of the remuneration report including the related disclosures, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the preparation of the remuneration report

including the related disclosures. The objective of this is to plan and perform audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the executive directors and the supervisory board, as well as evaluating the overall presentation of the remuneration report including the related disclosures.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### AUDIT OPINION

In our opinion, based on the findings of our audit, the remuneration report for the financial year from January 1, 2024 to December 31, 2024, including the related disclosures, complies in all material respects with the accounting provisions of § 162 AktG.G.

### REFERENCE TO ANOTHER MATTER – FORMAL AUDIT OF THE REMUNERATION REPORT ACCORDING TO § 162 AKTG

The audit of the content of the remuneration report described in this auditor's report includes the formal audit of the remuneration report required by § 162 Abs. [paragraph] 3 AktG, including the issuance of a report on this audit. As we express an unqualified audit opinion on the content of the remuneration report, this audit opinion includes that the information required by § 162 Abs. 1 and 2 AktG has been disclosed in all material respects in the remuneration report.

### RESTRICTION ON USE

We issue this auditor's report on the basis of the engagement agreed with K+S Aktiengesellschaft. The audit has been performed only for purposes of the company and the auditor's report is solely intended to inform the company as to the results of the audit. Our responsibility for the audit and for our auditor's report is only towards the company in accordance with this engagement. The auditor's report is not intended for any third parties to base any (financial) decisions thereon. We do not assume any responsibility, duty of care or liability towards third

parties; no third parties are included in the scope of protection of the underlying engagement. § 334 BGB [Bürgerliches Gesetzbuch: German Civil Code], according to which objections arising from a contract may also be raised against third parties, is not waived.

Frankfurt am Main, March 12, 2025

PricewaterhouseCoopers GmbH  
Wirtschaftsprüfungsgesellschaft

(sgd. Michael Conrad)	(sgd. Thorsten Neumann)
Wirtschaftsprüfer	Wirtschaftsprüfer
(German Public Auditor)	(German Public Auditor)

Translation - the German text is authoritative