



Remuneration system of the Board of Executive Directors (Item 8 of the Agenda)

Ordinary Annual General Meeting of K+S Aktiengesellschaft
on Tuesday, May 12, 2026, 10:00 a.m.,
which will be held as a virtual Annual General Meeting without the physical
presence of shareholders or their proxies.



1. Basic structure of the remuneration system for the Board of Executive Directors

The remuneration system 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 targets, measured in terms of the development of the Company.

The remuneration system appropriately considers the different responsibilities, workloads, scope, and complexity of the individual areas of responsibility within the Board of Executive Directors, as well as the relevant experience of the Board of Executive Directors members responsible for these areas.

The remuneration system complies with the provisions of the German Stock Corporation Act and the recommendations of the German Corporate Governance Code in the version dated April 28, 2022, which was published in the Federal Gazette on June 27, 2022.

2. Establishment, implementation, and review of the remuneration system

The Supervisory Board determines the remuneration of the Board of Executive Directors, with assistance from the Personnel Committee, which submits recommendations in the form of proposed resolutions. The Personnel Committee regularly reviews the appropriateness of the Board of Executive Directors' remuneration and submits recommendations for adjustments, if necessary. The remuneration system is submitted to the Annual General Meeting for approval in the event of material change or at least every four years. The Supervisory Board and its Personnel Committee observe the rules governing the handling of conflicts of interest in the process of establishing, implementing, and reviewing the remuneration system.

Each member of the Supervisory Board must disclose any conflicts of interest to the Board. If a member of the Supervisory Board has significant and non-temporary conflicts of interest, they must resign from office. The Supervisory Board will decide on a case-by-case basis how to handle existing conflicts of interest. It may be particularly appropriate for a Supervisory Board member affected by a conflict of interest to refrain from participating in Supervisory Board or Personnel Committee meetings, as well as specific deliberations and decisions.

3. Temporary deviation from the remuneration system

In accordance with statutory provisions (Section 87a (2), Sentence 2 AktG), the Supervisory Board may temporarily deviate from the remuneration system if necessary for the long-term prosperity of the Company in exceptional circumstances. This may be the case in the event of exceptional and far-reaching disruptions to the economic environment (e.g., severe economic or financial crises, pandemics/epidemics, or war). Typical positive or negative market developments are not considered such disruptions. In making this assessment, both macroeconomic and company-specific exceptional circumstances, such as those that negatively impact the Company's long-term viability and profitability, may be taken into account. Any deviation from the remuneration system requires a proposal from the Personnel Committee and a corresponding resolution from the Supervisory Board. The Supervisory Board must determine the necessity of the deviation or amendment and provide justification for it. Components of the remuneration system that may be deviated from in exceptional cases include basic remuneration, short- and long-term variable remuneration (including the ratio between them), and, where applicable, their respective calculation



bases and any granted fringe benefits. Further deviations may occur in the rules governing target setting and assessment, payment amount and date determination, and maximum remuneration limits. If adjusting the existing remuneration components does not restore an adequate incentive effect of the Board of Executive Directors' remuneration, the Supervisory Board may temporarily grant additional remuneration components or replace individual components with others under the same conditions and processes mentioned above. If there is a temporary deviation from the remuneration system, the remuneration report for the following year must include information on the deviations and an explanation of why they were necessary, as well as the specific components of the remuneration system from which the deviations occurred.

4. Remuneration structure and components

The Board of Executive Directors' remuneration consists of annual and long-term incentive components. The annual components include non-performance-related (fixed) and performance-related (variable) components. The fixed components consist of basic remuneration, fringe benefits, and pension commitments. The variable component consists of short- and long-term elements, for which financial and non-financial performance criteria are both decisive. On the one hand, the short-term incentive (STI) is measured by the achievement of the K+S Group's planned EBITDA as well as its planned FCF. On the other hand, the STI is multiplied by a performance factor based on achieving specific, pre-agreed upon targets. For the long-term incentive (LTI), 50% is measured against the achievement of non-financial sustainability goals. An additional 50% of the LTI is based on share price performance, which creates an incentive to increase the Company's value in the long term sustainably. In terms of the service agreement, the LTI consists of two components with equal base amounts: LTI I, which is linked to sustainability goals, and LTI II, which is entirely share-based.

The following overview presents the key elements of the 2026 remuneration system. More detailed information on these components is provided in the sections below.



OVERVIEW OF THE 2026 REMUNERATION SYSTEM

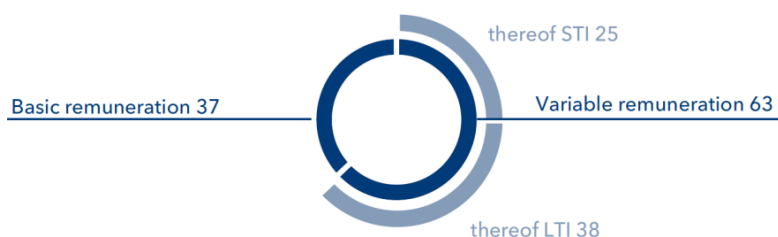
Total remuneration	Fixed remuneration	Basic remuneration	<ul style="list-style-type: none"> Fixed, basic remuneration not related to performance which is paid monthly
		Fringe benefits	<ul style="list-style-type: none"> Non-cash remuneration, for example, use of a company car Contributions to pension, health, and long-term care insurance, D&O insurance, accident insurance Upper limit: €100 thousand
		Pension commitments	<ul style="list-style-type: none"> 20% of the basic remuneration, which is multiplied by an age factor (e.g., 7.5% – 22%) (thus, currently up to 4% of the basic remuneration) Upper limit: €360 thousand for the Chairman of the Board of Executive Directors and €270 thousand for each other member of the Board of Executive Directors ¹
	Variable remuneration	Short-term incentive (STI) (STI x performance factor = bonus)	<p>Performance criteria: 80.0% EBITDA target achievement 20.0% FCF target achievement</p> <p>Upper limit target achievement: 200% Performance factor (0.8 – 1.2)</p> <p>Performance period: 1 year</p> <p>Payment: April of the following year</p>
	Long-term incentive (LTI)	<p>Performance criteria: 25.0% Specific CO₂ emissions 12.5% Lost-time incident rate 12.5% Health and safety culture (including near-miss reportings, severe incident failure (SIF) rate, health passport, management training occupational health) 50.0% Share price performance (share-based part)</p> <p>Upper limit target achievement: 200%</p> <p>Performance period: 4 years</p> <p>Payment: April of the year following the performance period</p>	
Remuneration factor: 1.0 – 1.7 depending on position, complexity of the area of responsibility, and experience			
Maximum remuneration: €4,000 thousand for an ordinary member of the Board of Executive Directors with remuneration factor 1.0			
	Further design elements	<ul style="list-style-type: none"> Share ownership guideline Clawback clause 	<ul style="list-style-type: none"> Upper limit for severance payment Contractual non-compete clause²

¹ The upper limit for pension commitments is reviewed every three years and adjusted if necessary.
² No post-contractual non-compete clause exists.

The target remuneration is defined as basic remuneration + bonus (STI) + LTI. Basic remuneration has a share of 37% of this sum, STI 25%, and LTI 38%. Therefore, around 63% of the remuneration comprises variable components. This structure also ensures that variable remuneration resulting from long-term target achievement exceeds that resulting from short-term target achievement. Variable remuneration accounts for around 40% of the target annual remuneration [basic remuneration + bonus (STI)], while fixed remuneration accounts for around 60%. This assumes 100% target achievement and a performance factor of 1.0. For employees who join or leave the Company during the year, the remuneration components are prorated. However, due to the allocation of LTI entitlements to respective years, there may be minimal calculated deviations from the target remuneration structure.

TARGET REMUNERATION STRUCTURE

in %





5. Amount of remuneration and maximum remuneration

The criteria used to determine the appropriateness of remuneration include the following: the duties and performance of the Board of Executive Directors, a comparison of the remuneration of senior management and the total workforce in Germany, the economic situation, and a comparison of the remuneration level with that of companies in the German MDAX stock index and comparable companies in Germany.

Under certain conditions, the remuneration system provides an increased remuneration factor for certain members of the Board of Executive Directors. The Chairman receives 1.5 to 1.7 times the remuneration of an ordinary Board of Executive Directors member. For a member of the Board of Executive Directors responsible for production and sales ("Chief Operations Officer"), a range of remuneration is provided, from 1.0 to 1.2 times that of an ordinary member of the Board of Executive Directors. In general, the Chief Operations Officer receives 1.2 times that of an ordinary member, unless the Supervisory Board sets a lower remuneration factor for that financial year, prior to its start. The Chief Financial Officer may receive between 1.0 and 1.2 times the remuneration of an ordinary Board of Executive Directors member. The remuneration factor is based on the complexity of the area of responsibility as well as the experience of the respective Board of Executive Directors member, and is contractually agreed. The increased remuneration factor applies to both basic remuneration and short- and long-term variable remuneration. It differs from the performance factor, which varies annually as part of the variable remuneration and is based on the target achievement.

Each component of the Board of Executive Directors' remuneration has a clearly defined value limit. Fringe benefits are capped at €100 thousand, and the maximum amount for variable remuneration components (STI and LTI) is 200% of the base amount. Additionally, the performance factor affecting the STI is limited to a maximum of 1.2. The "Remuneration report" provides transparent information on target definitions for the variable remuneration components and their annual achievement.

The Supervisory Board has 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 basic remuneration, fringe benefits, pension commitments, as well as STI and LTI payments. The maximum remuneration for an ordinary member of the Board of Executive Directors ranges from €4,000 thousand to €4,800 thousand, depending on the remuneration factor. For the Chairman of the Board of Executive Directors, the maximum remuneration is €6,800 thousand.

6. Detailed description of the remuneration components

6.1 Basic remuneration and fringe benefits

The fixed, performance-independent basic remuneration is paid monthly. Additionally, 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. Furthermore, 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.

6.2 Pension commitments

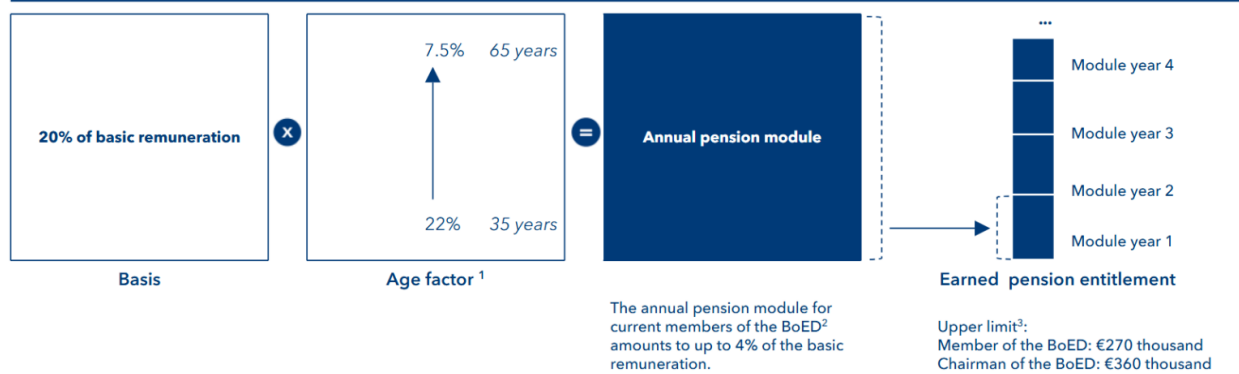
The pensions of active members of the Board of Executive Directors are based on a modular system, i.e., a pension module is created for each year that a member serves on the Board of



Executive Directors. Each pension module is calculated at 20% of the respective member's basic remuneration. The amount is multiplied by an age factor determined by an actuary, depending on the age of the member of the Board of Executive Directors in the year the pension module is formed. This factor decreases with increasing age. The pension modules acquired in each financial year are added together to determine the benefits to which the Board member or, if applicable, their dependents are proportionally entitled in the event of a claim.

To ensure that pensions remain at an appropriate level, even for long terms of service, the total annual pension from this modular system is capped. The upper limit is €360 thousand for the Chairman of the Board of Executive Directors and €270 thousand for each other member. These values are reviewed every three years and adjusted if necessary. The next regular review is scheduled for January 1, 2029. Pension benefits are only adjusted based on changes in the "Consumer Price Index for Germany" when paid out. Pension agreements are subject to legal provisions regarding the vesting of pension benefits.

PENSION MODULE SYSTEM



¹ Exemplary representation of the age factors.

² BoED = Board of Executive Directors.

³ The upper limit is reviewed every three years and adjusted if necessary.

For pension entitlements not covered by the Pension Protection Association, the Company purchases reinsurance policies for members of the Board of Executive Directors, which are pledged to them in the event of the Company's insolvency.

If a member of the Board of Executive Directors' term of office ends before reaching 60 years of age, the retirement pension begins at 65, unless it is paid due to 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 before reaching pension age, the respective member receives a disability pension commensurate with the pension modules created up to the time the disability occurs. If the disability occurs before the age of 55, modules are created based on a minimum value for the years 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% of the benefit, each orphan receives 30%, and each half-orphan receives 15%. The total amount of 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 age 60 or older, they can claim entitlements in accordance with the pension commitment at that time.

6.3 Short-term incentive (STI)

The STI is based 80% on the K+S Group's achievement of the EBITDA target set in the annual planning and 20% on its achievement of the free cash flow (FCF) target set in the annual planning.



EBITDA is a key performance indicator for measuring the profitability of the K+S Group and, as a performance criterion, it contributes to promote the Company's business strategy. The FCF serves as the foundation for distributions to our shareholders, thereby contributing to the capital market orientation of the remuneration system.

Individual target achievement, as well as overall weighted target achievement for the STI, can range from 0% to 200%. The Supervisory Board has no discretion to influence target achievement.

In addition to achieving these targets, performance is evaluated based on the target agreement adopted by the Supervisory Board at the beginning of the financial year for the entire Board of Executive Directors. This typically includes strategic targets. The uniform target agreement with the entire Board of Executive Directors aims to prevent conflicts between individual agreements. Additionally, it incentivizes collaborative work by the entire Board of Executive Directors, taking into account the Company's current structure and governance as a single-segment company. However, different reference values, depending on the area of responsibility, task complexity, and/or the experience of the responsible Board of Executive Directors member, ensure individualized incentives at STI. Overall targets also require individual contributions from each member of the Board of Executive Directors.

At the end of the relevant financial year, the Supervisory Board determines a performance factor for the entire Board of Executive Director based on the target achievement. This acts as a multiplier on the STI. The performance factor ranges between 0.8 and 1.2.

The performance period for the STI is one year. The STI for the given financial year is paid in April of the following year. In the event of departures during the year, entitlements are calculated on a pro-rata basis. The STI payment amount (bonus) is calculated as follows:

STI base amount x target achievement measured 80% based on the K+S Group's EBITDA and 20% based on its FCF x performance factor

6.4 Long-term incentive (LTI)

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 together account for 50% of the LTI and, therefore, around 19% of total remuneration.

The Company has set remuneration-related sustainability goals in the "Environment & Resources" and "Social Responsibility" areas of action. These goals, some of which consist of multiple sub-goals, are given equal weight and together account for 50% of the LTI. Specific goals were defined for each area, and target values were established as benchmarks for achieving them.

In the "Environment & Resources" area of action, the goal of reducing CO₂ emissions applies to the "Climate Change (E1)" topic area. For the "Social Responsibility" area of action, the goals from the "Employees (S1)" topic area, which focus on the health and occupational safety of our employees, are relevant. We take a retrospective and forward-looking approach by reducing the lost-time incident rate and increasing the health and safety culture index. These topics have been prioritized because, on the one hand, they address material areas of our business model and strategy, as identified in the double materiality analysis conducted in accordance with ESRS. For example, social performance indicators are important factors for achieving low downtime and thus



stable production and a competitive cost position. On the other hand, considerable progress has already been made regarding certain performance criteria of the 2024 remuneration system, also including governance indicators. Therefore, these indicators are no longer included as performance criteria in remuneration.

The performance period for the LTI is four years. Payment is made in April of the year following the end of the performance period. In the event of termination of employment or retirement, payment will not be made until the program has run its regular course in April of the following year after the four-year performance period ends.

The sustainability goals and extended performance period will apply to the 2026 – 2029 LTI program for the first time. This program will be paid out in April 2030. The final LTI program under the 2024 remuneration system covers the three-year period from 2025 – 2027 and will be paid out in April 2028.

Due to the one-year extension of the performance period, no LTI program will be settled in the 2028 financial year, meaning no payment will be due in April 2029. In this case, it was decided that 50% of the 2026 – 2029 LTI program will be paid out in April 2029, based on an estimate of target achievement as of December 31, 2029. The remaining portion will be paid out in April 2030, offset against the actual target achievement as of December 31, 2029. This rule applies only one time to Board of Executive Directors members with LTI entitlements from the 2024 remuneration system, provided that the 2026 remuneration system is presented at the Annual General Meeting.

6.4.1 Environment & Resources: Climate change (E1) – Specific CO₂ emissions

The target within the “Environment & Resources” area is to reduce specific CO₂ emissions. This value is calculated as the ratio of CO₂ emissions (Scope 1 and Scope 2) from all potash and rock salt production sites in kilograms, divided by the primary production volume of the Bethune, Hattorf, Neuhoﬀ-Ellers, Unterbreizbach, Wintershall, and Zielitz sites. The target achievement range is from 0% to 200%. This performance criterion is weighted at 25.0% in the LTI.

6.4.2 Social responsibility: Employees (S1)

6.4.2.1 Lost time incident rate (LTI rate)

The lost-time incident rate in the “Social Responsibility” area, measures the number of work-related incidents resulting in at least 24 hours of lost time per million hours worked. The target achievement range is between 0% and 200%. In the event of a fatal work-related accident, a penalty factor of 1.0 points is added to the last year of each affected LTI performance period. With a weighting of 12.5%, this performance criterion accounts for a significant portion of the LTI.

6.4.2.2 Health and safety culture

The historical view of occupational safety (LTI rate) is expanded by a future-oriented component: the health and safety culture index at German sites. The key performance indicator contributes 12.5% to the LTI and serves as an indicator of future health and occupational safety. Including the cultural component is intended to raise awareness of health and safety issues. The H&S Culture Index consists of four equally weighted, objectively measurable indicators.

6.4.2.2.1 Near-miss reportings

Near-miss reporting (NMR) involves systematically recording incidents that could have resulted in an accident. They serve to proactively identify hazards and enable the development of preventive measures to avoid accidents. The key performance indicator measures participation in the reporting system as a percentage of employees who submit at least one NMR in the respective financial year. The target achievement range is between 0% and 200%.



6.4.2.2.2 Severe incident failure (SIF) rate

The SIF (severe incident failure) rate measures the frequency of incidents that could have resulted in life-changing or fatal consequences per one million hours worked. Incidents are classified by severity using a defined points system. The target achievement range is between 0% and 200%.

6.4.2.2.3 Health passport

The health passport promotes health awareness and includes various health initiatives. It provides employees with an easy way to document their health-related activities, thereby motivating them to adopt a healthy lifestyle. The key performance indicator measures the participation rate, which is defined as the number of employees who participated in at least one health passport campaign during the financial year divided by the average number of employees at all German sites that introduced the health passport at the beginning of the year. The target achievement range is between 0% and 200%.

6.4.2.2.4 Management training occupational health

The management training on occupational health is a digital format that teaches health-promoting management behaviors. It empowers managers to actively contribute to a successful and healthy work environment. The key performance indicator measures the participation rate, defined as the proportion of managers who have completed the training in the respective financial year. The target achievement range is between 0% and 200%.

6.4.3 Share price performance

Share price performance (LTI II) accounts for 50% of long-term variable remuneration and is an 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. The target achievement range is between 0% and 200%.

7. Further design elements

7.1 Share Ownership Guideline

According to the Share Ownership Guideline, members of the Board of Executive Directors must invest 100% of their respective STI target remuneration amounts (gross) in K+S shares and hold them for the long term. The build-up phase lasts four years. During the first three years, at least 25% of the STI target remuneration amount must be used as the purchase price each year. During the build-up phase and thereafter, K+S shares with a purchase value of at least 50% of the bonus paid out in the respective financial year (less taxes) must be acquired each year and held for at least three years following the end of the financial year. After the holding obligation expires, shares held may be designated as newly acquired shares and, therefore, fulfill the acquisition obligation.



At the end of each financial year in which there was an obligation to acquire K+S shares, by January 31 of the following year, the member of the Board of Executive Directors must provide evidence, based on account statements as of December 31, that he held K+S shares in a volume equal to 100% of the respective STI target remuneration amounts and acquired or retained K+S shares in a volume equal to 50% of the net bonus. These obligations remain in effect for two years following the end of the financial year in which the member leaves the Company. 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).

7.2 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 of Executive Directors member's agreement of service, the Company has a right of recovery or withholding with respect to all variable remuneration components (all STI and LTI programs that are or were in effect at the time of the breach).

7.3 Upper limit for severance payment

If an appointment as a Board of Executive Directors 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 basic 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 based on the average of the previous two years. The LTI is calculated proportionally based on the relevant extrapolation or planning. The compensatory payment is 1.5 times the basic remuneration. Total entitlements may not exceed two years' worth of remuneration (upper limit). This upper limit is calculated based on total remuneration for the financial year immediately preceding departure. In the event of a change of control, members of the Board of Executive Directors have no special right to terminate their agreement. Therefore, recommendation G.14 of the German Corporate Governance Code, as of June 27, 2022, applies.

7.4 Contractual non-compete clause

For the term of the service agreement, 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 (contractual non-compete clause). There is no post-contractual non-compete clause, meaning no compensation payments are payable.