

# 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 the 2023 Remuneration Report. The 2022 Remuneration Report, which still referred to the previous remuneration system applicable until 2022, only received 36% approval. The Supervisory Board has dealt intensively with the feedback from the Annual General Meeting and from discussions with investors. In response, it has revised the remuneration system for the members of the Board of Executive Directors. We are convinced that this meets the requirements of the capital market as well as the particularities of our industry and our business. We are aware that this does not fully comply with the German Corporate Governance Code. As the long-term variable components (LTI I and LTI II) also apply to many K+S executives, a special regulation only for the Board of Executive Directors is not reasonable in our view. All executives should jointly pursue long-term goals for the benefit of the Company.

The new system, effective from 2023, received 83% approval at the 2023 Annual General Meeting. All service agreements for the Board of Executive Directors comply with the new remuneration system. The remuneration system for the Board of Executive Directors was revised and clarified as follows:

- + Introduction of a "Share Ownership Guideline": The Supervisory Board has decided to include a "Share Ownership Guideline" in the service agreements of Board of Executive Directors members from 2023. This obliges the members of the Board of Executive Directors to invest a volume of 100% of their respective STI gross target remuneration 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 amount has been paid out for at least two years. Otherwise, the build-up phase is extended by one year in each case. This ensures the acquisition of shares from the variable remuneration and not from private assets. For the first time at the end of the build-up phase and then by January 31 of the following year, the Board of Executive Directors member must provide evidence that he or she held shares amounting to 100% of the respective STI target remuneration amount in K+S shares at the end of each year, based on a three-year average. Proof must be provided based on securities account statements from his securities account held at a bank, which are dated December 31 of each year. The obligation to hold shares and to provide evidence shall continue to apply until two years after leaving the Company. Existing holdings of K+S shares are considered. In the event of a breach of the "Share Ownership Guideline," an ordinary member of the Board of Executive Directors must pay a contractual penalty of €100 thousand (Chairman of the Board of Executive Directors €150 thousand).
- + Greater measurability and transparency of the performance factor in the STI.
- + Termination of Board of Executive Directors service agreements: In the event of a revocation of the appointment to the Board of Executive Directors, the Board of Executive Directors member generally receives a severance payment of 1.5 times the fixed remuneration in accordance with the contractual provisions at the time of termination.
- + Change of control: Two (instead of three) annual remunerations in relation to the total remuneration for the previous financial year form the upper limit.

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 our intensive dialogue and look forward to your feedback.

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



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 2023 financial year is presented individually. For the purpose of a more precise understanding and 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 WITHIN THE BOARD OF EXECUTIVE DIRECTORS AND SUPERVISORY BOARD

The Supervisory Board of K+S Aktiengesellschaft and Mr. Holger Riemensperger have mutually agreed on a separation, as Mr. Riemensperger wanted to take on a new challenge in another company. Mr. Riemensperger's mandate as a member of the Board of Executive Directors ended on February 28, 2023. On February 20, 2023, Dr. Carin-Martina Tröltzsch took up her position as a new member of the Board of Executive Directors at K+S. Dr. Christian H. Meyer assumed his position as Chief Financial Officer on March 15, 2023. The Supervisory Board appointed Mrs. Christina Daske as a member of the Board of Executive Directors and Labor Director as of December 1, 2023.

As of the reporting date, changes to the Supervisory Board were as follows: The elections of employee representatives to the Supervisory Board of K+S Aktiengesellschaft took place on April 26, 2023. Mr. André Bahn, Mr. Lars Halbleib, Mr. Michael Knackmuß, Mr. Peter Trotha, and Mrs. Brigitte Weitz were elected as employee representatives. Mr. Gerd Kübler was elected as the representative of senior executives. Mrs. Petra Adolph and Mr. Ralf Becker were elected as representatives of the trade union. Following the expiry of Prof. Dr. Elke Eller's Supervisory Board mandate at the end of the 2023 Annual General Meeting, she was re-elected as a shareholder representative on the Supervisory Board. The mandates of Mrs. Jella Benner-Heinacher and Mr. Gerd Grimmig expired at the end of the 2023 Annual General Meeting. Mrs. Christiane Hölz and Mrs. Christine Wolff were newly elected to the Supervisory Board on May 10, 2023. Philip Freiherr von dem Bussche left his position as a member of the Supervisory Board for health reasons with effect from August 11, 2023. Mr. Philip Freiherr von dem Bussche was

succeeded by Mr. Carl-Albrecht Bartmer by court appointment as of January 23, 2024. The decision of the local court was delivered to K+S on January 29, 2024.

## REMUNERATION OF THE BOARD OF EXECUTIVE DIRECTORS

### OVERVIEW OF THE REMUNERATION SYSTEM

The remuneration system for the Board of Executive Directors of K+S Aktiengesellschaft contributes to the consistent pursuit and implementation of the Company's corporate strategy as well as 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) is influenced by the performance factor, which acts as a multiplier for the STI and is primarily calculated based on the achievement of agreed goals from the corporate strategy. 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 responsibilities and performance of the Board of Executive Directors, a comparison with senior executives in Germany, and the total workforce in Germany, as well as the

financial situation, success, and future prospects of the Company relative to its comparable peers (MDAX).

### 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 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 a relative share of 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 177.

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 times and the Chief Financial Officer 1.2 times the remuneration of an ordinary member of the Board of Executive Directors.

## 2023 TARGET REMUNERATION

C.1

Members of the Board of Executive Directors  
in office as of December 31, 2023

	Dr. Burkhard Lohr Chairman Board member since 06/2012			Christina Daske Labor Director Board member since 12/2023		
	2023			2023 <sup>1,2</sup>		
	in € thousand	in %	in %	in € thousand	in %	in %
Fixed remuneration	849.0	37	60	47.2	9	60
One-year variable remuneration						
- STI (2023)	585.0	25	40	32.5	6	40
<b>Annual remuneration</b>	<b>1,434.0</b>		<b>100</b>	<b>79.7</b>		<b>100</b>
Multi-year variable remuneration						
- LTI (2023 – 2025)	885.0	38		451.0	85	
<b>2023 target remuneration</b>	<b>2,319.0</b>	<b>100</b>		<b>530.7</b>	<b>100</b>	

Members of the Board of Executive Directors  
in office as of December 31, 2023Members of the Board of Executive  
Directors who left during the 2023  
financial year

	Dr. Christian H. Meyer Chief Financial Officer Board member since 03/2023			Dr. Carin-Martina Tröltzsch Chief Operations Officer Board member since 02/2023			Holger Riemensperger Board member since 04/2021		
	2023 <sup>1</sup>			2023 <sup>1</sup>			2023 <sup>1</sup>		
	in € thousand	in %	in %	in € thousand	in %	in %	in € thousand	in %	in %
Fixed remuneration	541.0	34	60	486.8	35	60	137.5	49	60
One-year variable remuneration									
- STI (2023)	374.4	24	40	336.6	24	40	95.0	34	40
<b>Annual remuneration</b>	<b>915.4</b>		<b>100</b>	<b>823.4</b>		<b>100</b>	<b>232.5</b>		<b>100</b>
Multi-year variable remuneration									
- LTI (2023 – 2025)	660.8	42		563.1	41		47.5	17	
<b>2023 target remuneration</b>	<b>1,576.3</b>	<b>100</b>		<b>1,386.5</b>	<b>100</b>		<b>280.0</b>	<b>100</b>	

<sup>1</sup> Pro rata temporis.

<sup>2</sup> Transfer of the remaining terms of the LTI entitlements earned by Mrs. Christina Daske as Head of Production.

## PERFORMANCE-RELATED REMUNERATION COMPONENTS

The performance-related remuneration components have two elements. The short-term incentive (STI) relates to the current financial year and, at 40%, comprises the smaller part of variable remuneration. It is calculated based on achievement of the K+S Group's planned EBITDA and of targets agreed between the entire Board of Executive Directors and the Supervisory Board. At 60%, the long-term incentive (LTI) comprises the more significant part and consists of two equally weighted components. One

component (LTI I) has been measured by the achievement of sustainability targets. The second component (LTI II) is based on share price performance. Both components are measured over a three-year period. The Chairman of the Board of Executive Directors receives 1.5 times and the Chief Financial Officer 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 entire Board of Executive Directors and the Supervisory Board. 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.

The Supervisory Board signs a target agreement with the entire Board of Executive Directors at the start of each financial year and this agreement acts as a second component of the STI. The key targets for the financial year are presented in table **C.2**. After the end of the relevant financial year, the Supervisory Board determines a performance factor for the entire 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 a 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 EBITDA planned in the annual planning approved by the Supervisory Board for the 2023 financial year (€1.5 billion) with the actual EBITDA attained in the 2023 financial year (€710.7<sup>1</sup> million) results in target achievement of 47.4%. The Supervisory Board set the performance factor for the financial year at 1.1.

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

### 2023 TARGET AND TARGET ACHIEVEMENT

**C.2**

Target	Description	Target not achieved	Target achieved	Target over-achieved	Target achievement
Establishment of a Board of Executive Directors team that represents the K+S Values	+ Safe & Sustainable + Collaborative + Entrepreneurial + Agile + Innovative + Optimistic	The Board of Executive Directors does not always act united on the basis of K+S Values.	The Board of Executive Directors always acts as a single unit on the basis of K+S Values.		achieved
Implement agreed emergency measures for gas shortages by the end of 2023	In January 2023, 20 measures were adopted with the aim of implementation in 2023. The measures are regularly reviewed to ensure they are up-to-date.	50% of the measures are fully implemented by the planned implementation date.	75% of the measures are fully implemented by the planned implementation date.	100% of the measures are fully implemented by the planned implementation date.	achieved
Development of a new dividend strategy	A draft resolution on the future dividend strategy is to be presented to the Supervisory Board at the Supervisory Board meeting on August 23, 2023. The strategy takes into account the expectations of the capital market as well as future liquidity requirements.	The capital market reacts adversely.  K+S is limited in its liquidity planning.	Meets the expectations of the capital market.  Conformity with liquidity planning.	The capital market reacts approvingly.  The dividend has a lower impact on liquidity planning than planned.	over-achieved
Develop potential Board of Executive Directors candidates to "ready" status	Potential candidates should be prepared for a potential position on the Board of Executive Directors ("ready" status).	No potential candidate for the Board of Executive Directors has "ready" status.	Two potential candidates for the Board of Executive Directors have "ready" status.	Three potential candidates for the Board of Executive Directors have "ready" status.	achieved

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

## TARGET ACHIEVEMENT AND STI PAYMENT (2023)

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, 2023</b>				
Dr. Burkhard Lohr	585.0	47,4	1.1	305.0
Christina Daske	32.5	47,4	1.1	16.9
Dr. Christian H. Meyer	374.4	47,4	1.1	195.2
Dr. Carin-Martina Tröltzsch	336.6	47,4	1.1	175.5
<b>Members of the Board of Executive Directors who left during the 2023 financial year</b>				
Holger Riemensperger	95.0	–	–	95.0

## LONG TERM INCENTIVE I (LTI I) UNTIL 2024

K+S is clearly committed to the issue of sustainability. Therefore, LTI I, which accounts for 50% of the long-term incentive, is linked to individual sustainability goals.

As described on page 121 of the combined management report, the Company has defined sustainability goals in three fields of action: "Society & Employees," "Environment & Resources," and "Business Ethics & Human Rights." One target was selected from each of these fields of action for the three-year LTI I. Values from Company planning were set as the benchmark for target achievement in each case. The selected targets apply to the 2021 – 2023, and 2022 – 2024 LTI I programs. The 2021 – 2023 program will be paid out in 2024.

Reducing the lost time incident rate was chosen as a target for the "Society & Employees" field of action and comes from the "Health & Safety" category. The "Environment & Resources" field goal, coming from the "Resource Efficiency" category, is to reduce saline process water from potash production in Germany, while the "Business Ethics & Human Rights" field goal is associated with the "Sustainable Supply Chains" category, which has two sub-goals of:

- 1 Maximizing the "number of critical suppliers aligned with the K+S Group Supplier Code of Conduct" as well as
- 2 Increasing the "coverage of the purchasing volume by the K+S Group Supplier Code of Conduct"

The three primary goals from the three fields of action carry equal weight.

## I. SOCIETY &amp; EMPLOYEES: HEALTH &amp; SAFETY – 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

SOCIETY & EMPLOYEES –  
LOST TIME INCIDENT RATE (UNTIL 2024)

C.4



Schematic illustration.

\* International Council on Mining and Metals.

Example calculation for the LTI I program:

LTI rate 7.7 = 100% target achievement

LTI rate 9.2 = 0% target achievement

LTI rate 6.2 = 200% target achievement

## TARGET ACHIEVEMENT LOST TIME INCIDENT RATE (LTI RATE)

A comparison of the target value for the LTI rate (7.7) with the LTI rate actually achieved in the 2023 financial year (7.6) results in a 106.7% target achievement.

## II. ENVIRONMENT & RESOURCES: RESOURCE EFFICIENCY – REDUCTION OF SALINE PROCESS WATER

In this field 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 – PROCESS WATER (UNTIL 2024) **C.5**



Schematic illustration.

Example calculation for the LTI I program:

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 REDUCTION OF SALINE PROCESS WATER

A comparison of actual process water reduction for the 2023 financial year (-56,802 m<sup>3</sup>) with the target process water reduction (-230,769 m<sup>3</sup>) results in a 0% target achievement.

## III. BUSINESS ETHICS & HUMAN RIGHTS: SUSTAINABLE SUPPLY CHAINS – 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).

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**

### BUSINESS ETHICS & HUMAN RIGHTS – SUSTAINABLE SUPPLY CHAINS (UNTIL 2024) CRITICAL SUPPLIERS **C.6**



Schematic illustration.

Example calculation for the LTI I program:

Commitment rate I 77.7% = 100% target achievement

Commitment rate I 61.0% = 0% target achievement

Commitment rate I 94.4% = 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**

#### BUSINESS ETHICS & HUMAN RIGHTS – SUSTAINABLE SUPPLY CHAINS (UNTIL 2024) PURCHASING VOLUME

C.7



Schematic illustration.

Example calculation for the LTI I program:

Commitment rate II 85.0% = 100% target achievement

Commitment rate II 73.6% = 0% target achievement

Commitment rate II 96.4% = 200% target achievement

#### TARGET ACHIEVEMENT AND PAYMENT FOR LTI I (2021 – 2023)

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, 2023</b>			
Dr. Burkhard Lohr <sup>1</sup>	427.5	92.3	394.6
Christina Daske <sup>2</sup>	0.7	92.3	0.6
Dr. Christian H. Meyer	–	–	–
Dr. Carin-Martina Tröltzsch	–	–	–
<b>Members of the Board of Executive Directors who left during the 2023 financial year</b>			
Holger Riemensperger	190.0	79.9	151.8

<sup>1</sup> The target achievement of the LTI program (2020 – 2022) was adjusted due to a correction of the measured values. Taking into account the repayment, the payment amount is €373.2 thousand.

<sup>2</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**

Since January 1, 2023, the sustainability goals for the LTI I, valid until December 31, 2022, have been replaced by three new sustainability goals from the sustainability areas "Society & Employees," "Environment & Resources," and "Business Ethics & Human Rights."

**I. SOCIETY & EMPLOYEES: HEALTH & SAFETY – LOST TIME INCIDENT RATE (LTI RATE)**

The Lost Time Incident Rate indicator in the "Society & Employees" area measures the number of accidents at work with lost time of at least 24 hours per million hours worked and is to be reduced by three points over a three-year period. In the event of a fatal workplace accident, a malus factor of 1.0 points is added, as fatalities are not taken into account in the definition of the LTI rate. **C.9**

**LOST TIME INCIDENT RATE (UNTIL 2027)**

**C.9**



Schematic illustration.

**II. ENVIRONMENT & RESOURCES: RESOURCE EFFICIENCY – SPECIFIC CO<sub>2</sub> EMISSIONS**

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, Neuohf-Ellers, Unterbreizbach, Wintershall, and Zielitz sites. **C.10**

**REDUCTION IN SPECIFIC CO<sub>2</sub> EMISSIONS**

**C.10**



Schematic illustration.

**III. BUSINESS ETHICS & HUMAN RIGHTS: SUSTAINABLE SUPPLY CHAINS – 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 "Business Ethics & Human Rights." 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**

**SUPPLY CHAINS (UNTIL 2027)**

**C.11**



Schematic illustration.

The three targets from the three areas of action carry equal weight.

Payment of LTI I 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 generally made in April of the following year.

#### LONG TERM INCENTIVE II (LTI II)

LTI II is based on the K+S share price performance compared with the performance of the MDAX. The MDAX performance index is used for the calculation while ensuring comparability. If the K+S share price performance is equal to the performance of the MDAX during the reference period, target achievement is 100%. If the price performance of K+S shares exceeds or falls short of the performance of the MDAX, the percentage rate of target achievement increases or decreases on a straight-line basis by the same percentage. The maximum target achievement is 200% and the minimum achievement is 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.

#### TARGET ACHIEVEMENT FOR LONG-TERM INCENTIVE II (2021 – 2023)

The target value for K+S shares at a 100% target achievement was €6.95 per share. The average price on which this performance calculation is based was €18.77 per share, resulting in a target achievement of 200.0%. Table **C.13** shows the individual payment amounts calculated for the financial year based on this data.

#### REMUNERATION GRANTED AND OWED

Table **C.14** below shows 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.

#### LONG TERM INCENTIVE II PROGRAM

**C.12**

Reference period	Performance period		
	2022	2023	2024
MDAX 2022 <sup>1</sup>			MDAX 2025 <sup>2</sup>
K+S share 2022 <sup>1</sup>			K+S share 2025 <sup>2</sup>
	Beginning of program		End of program

1 Average for the stock-market year; reference base.

2 Average for the stock-market year 2025; reference base for comparison of performance with 2022.

#### TARGET ACHIEVEMENT AND PAYMENT FOR LTI II (2021 – 2023)

**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, 2023</b>			
Dr. Burkhard Lohr	427.5	200.0	855.0
Christina Daske <sup>1</sup>	0.7	200.0	1.4
Dr. Christian H. Meyer	–	–	–
Dr. Carin-Martina Tröltzsch	–	–	–
<b>Members of the Board of Executive Directors who left during the 2023 financial year</b>			
Holger Riemensperger	190.0	200.0	380.0

1 Transfer of the remaining terms of the LTI entitlements received by Mrs. Christina Daske as Head of Production. These are taken into account pro rata temporis.

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

C.14

Members of the Board of Executive Directors  
in office as of December 31, 2023

	Dr. Burkhard Lohr Chairman Board member since 06/2012				Christina Daske Labor Director Board member since 12/2023			
	2023		2022		2023 <sup>1</sup>		2022	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Fixed remuneration	849.0	35	825.0	25	47.2	70	–	–
Fringe benefits	26.8	1	28.5	1	1.7	3	–	–
<b>Total</b>	<b>875.8</b>	<b>36</b>	<b>853.5</b>	<b>26</b>	<b>48.8</b>	<b>73</b>	–	–
One-year variable remuneration								
- STI (2023)	305.0	13	–	–	16.9	24	–	–
- STI (2022)	–	–	1,140.0	35	–	–	–	–
Multi-year variable remuneration								
- LTI (2021–2023)	1,228.2 <sup>2</sup>	51	–	–	2.0	3	–	–
- LTI (2020–2022)	–	–	1,292.3	39	–	–	–	–
<b>Sum</b>	<b>1,533.2</b>	<b>64</b>	<b>2,432.3</b>	<b>74</b>	<b>18.9</b>	<b>27</b>	–	–
Miscellaneous	–	–	–	–	–	–	–	–
<b>Total</b>	<b>2,409.0</b>	<b>100</b>	<b>3,285.8</b>	<b>100</b>	<b>67.8</b>	<b>100</b>	–	–

Members of the Board of Executive Directors  
in office as of December 31, 2023Members of the Board of Executive  
Directors who left during the 2023  
financial year

	Dr. Christian H. Meyer Chief Financial Officer Board member since 03/2023				Dr. Carin-Martina Tröltzsch Chief Operating Officer Board member since 02/2023				Holger Riemensperger Board member since 04/2021			
	2023 <sup>1</sup>		2022		2023 <sup>1</sup>		2022		2023 <sup>1</sup>		2022 <sup>4</sup>	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Fixed remuneration	541.0	71	–	–	486.8	71	–	–	137.5	9	550.0	42
Fringe benefits	20.0	3	–	–	26.0	4	–	–	6.2	–	22.6	2
<b>Total</b>	<b>561.0</b>	<b>74</b>	–	–	<b>512.8</b>	<b>75</b>	–	–	<b>143.7</b>	<b>9</b>	<b>572.6</b>	<b>44</b>
One-year variable remuneration												
- STI (2023)	195.2	26	–	–	175.5	25	–	–	95.0	6	–	–
- STI (2022)	–	–	–	–	–	–	–	–	–	–	760.0	56
Multi-year variable remuneration												
- LTI (2021–2023)	–	–	–	–	–	–	–	–	531.8	34	–	–
- LTI (2020–2022)	–	–	–	–	–	–	–	–	–	–	–	–
<b>Sum</b>	<b>195.2</b>	<b>26</b>	–	–	<b>175.5</b>	<b>25</b>	–	–	<b>626.8</b>	<b>40</b>	<b>760.0</b>	<b>56</b>
Miscellaneous	–	–	–	–	–	–	–	–	805.6 <sup>3</sup>	51	–	–
<b>Total</b>	<b>756.2</b>	<b>100</b>	–	–	<b>688.3</b>	<b>100</b>	–	–	<b>1,576.1</b>	<b>100</b>	<b>1,332.6</b>	<b>100</b>

1 Pro rata temporis.

2 The target achievement of the LTI program (2020 – 2022) was adjusted due to a correction of the measured values.

3 Mr. Holger Riemensperger's mandate ended with effect as of February 28, 2023, as a result of which his entitlements were paid out up to the termination date. The target achievement levels of the 2022 – 2024 LTI program were calculated at 67.9% (LTI I) and 200% (LTI II) based on the plan value. As the target achievement levels for the 2023 – 2025 LTI program had not yet been determined at this time, a target achievement level of 100% was agreed. This resulted in the following payments: LTI (2022 – 2024) in the amount of €318.1 thousand and LTI (2023 – 2025) in the amount of €47.5 thousand. The non-competition clause was shortened to one year, which corresponds to an equivalent value of €440 thousand.

4 Recalculation of fringe benefits from the 2022 financial year.

## MAXIMUM REMUNERATION

The maximum remuneration in accordance with Section 87a (1) sentence 2 No. 1 AktG for service agreements concluded after December 8, 2020 was set by the Supervisory Board at €3,500 thousand for an ordinary member, €4,200 thousand for a Chief Financial Officer and €5,250 thousand for a Chief Executive Officer. The service agreement for Dr. Burkhard Lohr was concluded before this date. The fringe benefits are capped at €75 thousand, while the bonus (STI) and long-term variable remuneration components (LTI I and LTI II) are each capped. The maximum limit for the variable remuneration elements (STI and LTI) is 200% of the base amount in each case. The performance factor for the STI is also limited to a maximum of 1.2.

## 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 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

**C.15**

	2023		2022		2023 vs. 2022 change		2022 vs. 2021 change		2021 vs. 2020 change		2020 vs. 2019 change		2019 vs. 2018 change	
	in € thousand	in € thousand	in € thousand	in € thousand	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
<b>Remuneration granted and owed to members of the Board of Executive Directors in office as of December 31, 2023</b>														
Dr. Burkhard Lohr	2,409.0	3,285.8	-876.8	-27	910.7	38	1,085.6	84	38.0	3	25.9	2		
Christina Daske	67.8	–	67.8	–	–	–	–	–	–	–	–	–	–	–
Dr. Christian H. Meyer	756.2	–	756.2	–	–	–	–	–	–	–	–	–	–	–
Dr. Carin-Martina Tröltzsch	688.3	–	688.3	–	–	–	–	–	–	–	–	–	–	–
<b>Remuneration granted and owed to members of the Board of Executive Directors who left during the financial year</b>														
Holger Riemensperger	1,576.1	1,332.6	243.5	18	242.4	22	–	–	–	–	–	–	–	–
<b>Employees</b>														
Average employee remuneration in Germany	82.7	78.1	4.6	6	-0.2	–	5.3	7	-0.4	–	3.5	5		
<b>Earnings</b>														
K+S AG net income (in € million)	-167.4	1,508.3	-1,675.7	–	355.9	31	1,755.8	–	-891.6	–	213.7	287		
K+S Group EBITDA (in € million) <sup>1</sup>	712.4	2,422.9	-1,710.5	-71	1,355.6	127	800.4	300	-143.5	-35	-195.9	-32		

1 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 2023 modules for the members of the Board of Executive Directors are between 9.0% and 20.5%, 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 2023, 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 2023 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, 2023</b>					
Dr. Burkhard Lohr	2023	60	6,422.0	– <sup>3</sup>	7,583.0
Christina Daske	2023	38	–	4.6	57.0
Dr. Christian H. Meyer	2023	52	–	193.7	267.5
Dr. Carin-Martina Tröltzsch	2023	55	–	179.2	222.7
<b>Members of the Board of Executive Directors who left during the 2023 financial year</b>					
Holger Riemensperger	2023	53	416.1	58.7	549.0

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 2023 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

The Supervisory Board of K+S Aktiengesellschaft and Mr. Holger Riemensperger have mutually agreed on a separation, as Mr. Riemensperger wanted to take on a new challenge in another company. A termination agreement was concluded between Mr. Riemensperger and K+S Aktiengesellschaft. His mandate as a member of the Board of Executive Directors ended on February 28, 2023 and no severance payment was agreed. The non-competition clause was shortened to one year, which corresponds to an equivalent value of €440 thousand.

Table **C.17** below presents the remuneration granted and owed to former members of the Board of Executive Directors during the 2023 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 2023

**C.17**

	in € thousand	in %
Dr. Thomas Nöcker Member of the Board of Executive Directors until August 2018	290.6	100
Norbert Steiner Chairman of the Board of Executive Directors until May 2017	382.3	100
Gerd Grimmig Member of the Board of Executive Directors until September 2014 Member of the Supervisory Board until May 2023	251.9	100
Dr. Ralf Bethke Chairman of the Board of Executive Directors until June 2007 Chairman of the Supervisory Board until May 2017	315.0	100
	in USD thousand	in %
Mark Roberts <sup>1</sup> Member of the Board of Executive Directors until April 2021	101.6	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 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**

	2023	2022	2023 vs. 2022 change		2022 vs. 2021 change		2021 vs. 2020 change		2020 vs. 2019 change		2019 vs. 2018 change	
	in € thousand	in € thousand	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	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	1,332.6	243.5	18	–	–	–	–	–	–	–	–
Thorsten Boeckers (until February 2022)	–	5,661.3	-5,661.3	-100	5,661.3	–	–	–	–	–	–	–
Mark Roberts (until April 2021) <sup>1</sup>	93.9	–	93.9	100	-3,600.4	-100	3,600.4	–	–	–	–	–
Dr. Thomas Nöcker (until August 2018)	290.6	291.2	-0.6	–	6.1	2	-233.3	-45	-110.7	-18	420.6	202
Norbert Steiner (until May 2017)	382.3	354.6	27.7	8	8.9	3	-10.6	-3	-4.8	-1	6.7	2
Gerd Grimmig (until September 2014)	251.9	232.3	19.6	8	7.0	3	1.1	–	3.1	1	-20.8	-9
Dr. Ralf Bethke (until June 2007)	315.0	287.2	27.8	10	8.6	3	1.4	1	3.9	1	5.0	2
<b>Employees</b>												
Average employee remuneration in Germany	82.7	78.1	4.6	6	-0.2	–	5.3	7	-0.4	–	3.5	5
<b>Earnings</b>												
K+S AG net income (in € million)	-167.4	1,508.3	-1,675.7	–	355.9	31	1,755.8	–	-891.6	–	213.7	287
K+S Group EBITDA (in € million) <sup>2</sup>	712.4	2,422.9	-1,710.5	-71	1,355.6	127	800.4	300	-143.5	-35	-195.9	-32

<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 2023.

<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 2023 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 ESG 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.

The composition of the Supervisory Board of the K+S Minerals and Agriculture GmbH changed during the reporting period. On June 11, 2023, Mrs. Jella Benner-Heinacher and Mr. Gerd Grimmig resigned from the Supervisory Board of the Group subsidiary. Since June 12, 2023, Philip Freiherr von dem Bussche, Mr. Thomas Kölbl, Ms. Christiane Hölz, and Ms. Christine Wolff have been additional members of the Supervisory Board of the Group subsidiary. Philip Freiherr von dem Bussche left the Supervisory Board for health reasons with effect from August 11, 2023.

An ordinary member receives annual remuneration of €5 thousand for a role on the Supervisory Board of the consolidated subsidiary K+S Minerals and Agriculture GmbH. A chair receives twice this amount and a deputy chair 1.5 times this amount. In addition, the members receive an attendance fee of €400 per meeting.

Both Supervisory Boards 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 at the end of the first month following the close of the financial year.

### REMUNERATION GRANTED AND OWED

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

Due to the higher numbers of in-person meetings, members of the Supervisory Board were reimbursed expenses totaling €27.6 thousand for 2023 (2022: €21.2 thousand). No other remuneration was paid to members of the Supervisory Board for services rendered personally, particularly consultancy or brokerage services, nor were any benefits granted.

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		Audit Committee		Personnel Committee	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
<b>Members of the Supervisory Board in office as of December 31, 2023</b>								
Dr. Andreas Kreimeyer	248.3	100	170.0	68	20.0	8	10.0	4
Ralf Becker	177.7	100	127.5	73	20.0	12	5.0	3
Thomas Kölbl	157.8	100	113.3	70	40.0	25		
Petra Adolph	114.4	100	85.0	74	20.0	17		
André Bahn	104.4	100	85.0	81				
Prof. Dr. Elke Eller	105.4	100	85.0	81			5.0	5
Lars Halbleib	109.4	100	85.0	78	20.0	18		
Markus Heldt	100.3	100	85.0	85				
Christiane Hölz (since May 10, 2023)	79.8	100	56.7	71	13.3	17		
Michael Knackmuß	94.4	100	85.0	90			5.0	5
Gerd Kübler	85.0	100	85.0	100				
Dr. Rainier van Roessel	94.4	100	85.0	90				
Peter Trotha	98.4	100	85.0	86				
Brigitte Weitz	88.9	100	85.0	96				
Christine Wolff (since May 10, 2023)	62.8	100	56.7	90				
<b>Total</b>	<b>1,721.5</b>		<b>1,374.2</b>		<b>133.3</b>		<b>25.0</b>	

	Nomination Committee		Strategy Committee		ESG Committee		Special Committee		Remuneration paid by subsidiaries	
	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, 2023</b>										
Dr. Andreas Kreimeyer	5.0	2	30.0	12					13.3	5
Ralf Becker			15.0	9			4.0	2	6.2	4
Thomas Kölbl									4.4	3
Petra Adolph					5.0	4			4.4	4
André Bahn			15.0	14					4.4	4
Prof. Dr. Elke Eller							8.0	8	7.4	8
Lars Halbleib									4.4	4
Markus Heldt			3.8	4	4.2	4			7.4	7
Christiane Hölz (since May 10, 2023)					5.4	7			4.4	6
Michael Knackmuß									4.4	5
Gerd Kübler									–	–
Dr. Rainier van Roessel	2.5	3							6.9	7
Peter Trotha					5.0	5	4.0	4	4.4	5
Brigitte Weitz									3.9	4
Christine Wolff (since May 10, 2023)	1.7	3							4.4	7
<b>Total</b>	<b>9.2</b>		<b>63.8</b>		<b>19.6</b>		<b>16.0</b>		<b>80.5</b>	

## REMUNERATION GRANTED AND OWED TO FORMER MEMBERS OF THE SUPERVISORY BOARD

C.20

	Total remuneration		Fixed remuneration		Audit Committee		Personnel Committee	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
<b>Members of the Supervisory Board who left during the financial year</b>								
Jella Benner-Heinacher (until May 10, 2023)	55.4	100	35.4	64	8.3	15		
Philip Freiherr von dem Bussche (until August 10, 2023)	69.6	100	56.7	81				
Gerd Grimmig (until May 10, 2023)	39.9	100	35.4	89				
<b>Total</b>	<b>164.9</b>		<b>127.5</b>		<b>8.3</b>			

	Nomination Committee		Strategy Committee		ESG Committee		Special Committee		Remuneration paid by subsidiaries	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
<b>Members of the Supervisory Board who left during the financial year</b>										
Jella Benner-Heinacher (until May 10, 2023)					4.2	8	4.0	8	3.5	6
Philip Freiherr von dem Bussche (until August 10, 2023)	1.7	2	10.0	15					1.3	2
Gerd Grimmig (until May 10, 2023)	1.0	3							3.5	9
<b>Total</b>	<b>2.7</b>		<b>10.0</b>		<b>4.2</b>		<b>4.0</b>		<b>8.2</b>	

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

The following comparison illustrates the annual change in the remuneration granted and owed to current and former members of the Supervisory Board, the earnings of K+S Aktiengesellschaft, and the annual change in the average remuneration for employees 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

	2023	2022	2023 vs. 2022 change		2022 vs. 2021 change		2021 vs. 2020 change		2020 vs. 2019 change		2019 vs. 2018 change	
	in € thousand	in € thousand	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
<b>Remuneration granted and owed to members of the Supervisory Board in office as of December 31, 2023</b>												
Dr. Andreas Kreimeyer	248.3	208.3	40.0	19	10.0	5	-75.0	-27	51.8	23	-26.8	-11
Ralf Becker	177.7	137.5	40.2	29	–	–	-67.5	-33	47.5	30	-2.6	-2
Thomas Kölbl	157.8	105.0	52.8	50	–	–	-39.3	-27	26.0	22	-12.0	-9
Petra Adolph	114.4	87.1	27.3	31	2.1	2	-43.5	-34	25.3	25	25.1	32
André Bahn	104.4	80.0	24.4	31	–	–	-45.0	-36	41.3	49	14.8	21
Prof. Dr. Elke Eller	105.4	76.9	28.5	37	4.8	7	-48.2	-40	23.8	25	23.3	32
Lars Halbleib (since August 12, 2022)	109.4	35.4	74.0	209	35.4	–	–	–	–	–	–	–
Markus Heldt	100.3	74.0	26.3	36	28.6	63	45.4	–	–	–	–	–
Christiane Hölz (since May 10, 2023)	79.8	–	79.8	–	–	–	–	–	–	–	–	–
Michael Knackmuß	94.4	70.0	24.4	35	–	–	-51.8	-43	26.0	27	-13.8	-13
Gerd Kübler	85.0	65.0	20.0	31	–	–	-44.8	-41	26.0	31	-12.0	-13
Dr. Rainier van Roessel	94.4	73.4	21.0	29	6.3	9	3.5	6	6.0	10	57.6	–
Peter Trotha	98.4	67.1	31.3	47	40.0	148	27.1	–	–	–	–	–
Brigitte Weitz	88.9	65.0	23.9	37	–	–	19.6	43	45.4	–	–	–
Christine Wolff (since May 10, 2023)	62.8	–	62.8	–	–	–	–	–	–	–	–	–
<b>Remuneration granted and owed to members of the Supervisory Board who left during the financial year</b>												
Jella Benner- Heinacher (until May 10, 2023)	55.4	97.7	-42.3	-43	8.1	9	-41.2	-31	17.0	15	-15.1	-12
Philip Freiherr von dem Bussche (until August 10, 2023)	69.6	82.5	-12.9	-16	–	–	-43.3	-34	30.8	32	-18.5	-16
Gerd Grimmig (until May 10, 2023)	39.9	74.9	-35.0	-47	–	–	-35.7	-32	26.0	31	14.8	21
<b>Employees</b>												
Average employee remuneration in Germany	82.7	78.1	4.6	6	-0.2	–	5.3	7	-0.4	–	3.5	5
<b>Earnings</b>												
K+S AG net income (in € million)	-167.4	1,508.3	-1,675.7	–	355.9	31	1,755.8	–	-891.6	–	213.7	287
K+S Group EBITDA (in € million) <sup>1</sup>	712.4	2,422.9	-1,710.5	-71	1,355.6	127	800.4	300	-143.5	-35	-195.9	-32

1 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 2023.

**ATTENDANCE OF MEETINGS BY MEMBERS OF THE SUPERVISORY BOARD OF K+S AKTIENGESELLSCHAFT IN THE 2023 FINANCIAL YEAR****C.22**

Supervisory Board members	Meetings, incl. committee meetings	Total number of full Board meetings	Attendance at full Board meetings	Total number of committee meetings	Attendance at committee meetings	Total attendance
	34; of which 14 physical, 8 hybrid, 12 virtual	8; of which 4 physical, 2 hybrid, 2 virtual		26; of which 10 physical, 6 hybrid, 10 virtual		
Dr. Andreas Kreimeyer	27	8	8	19	18	96%
Ralf Becker	29	8	8	21	20	97%
Thomas Kölbl	16	8	7	8	8	94%
Petra Adolph	19	8	8	11	11	100%
André Bahn	12	8	8	4	4	100%
Jella Benner-Heinacher (until May 10, 2023)	12	4	4	8	8	100%
Philip Freiherr von dem Bussche (until August 10, 2023)	7	5	3	2	2	71%
Prof. Dr. Elke Eller	17	8	8	9	9	100%
Gerd Grimmig (until May 10, 2023)	5	4	3	1	1	80%
Lars Halbleib	16	8	8	8	8	100%
Markus Heldt	11	8	7	3	2	82%
Christiane Hölz (since May 10, 2023)	11	4	4	7	7	100%
Michael Knackmuß	13	8	6	5	5	85%
Gerd Kübler	8	8	8	–	–	100%
Dr. Rainier van Roessel	10	8	7	2	2	90%
Peter Trotha	15	8	6	7	6	80%
Brigitte Weitz	8	8	7	–	–	88%
Christine Wolff (since May 10, 2023)	5	4	4	1	1	100%
<b>Total</b>	<b>241</b>	<b>125</b>	<b>91%</b>	<b>116</b>	<b>97%</b>	<b>92%</b>

## AUDITOR'S REPORT

### REMUNERATION REPORT PURSUANT TO SECTION 162 AKTG FOR THE FINANCIAL YEAR FROM JANUARY 1 TO DECEMBER 31, 2023

To K+S Aktiengesellschaft, Kassel

We have audited the remuneration report of K+S Aktiengesellschaft, Kassel, for the financial year from January 1, 2023 to December 31, 2023 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, 2023 to December 31, 2023, including the related disclosures, complies in all material respects with the accounting provisions of § 162 AktG.

#### REFERENCE TO AN OTHER 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, 2024

PricewaterhouseCoopers GmbH  
Wirtschaftsprüfungsgesellschaft

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

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

Translation – the German text is authoritative