



Governance presentation of the Supervisory Board

April 2026

K+S

**K+S Aktiengesellschaft –
an attractive investment**

Why is K+S an attractive investment for investors?

- **Financially debt-free company** with a solid balance sheet; investment grade rating **BBB-**
- We can finance our investments in the **economic and sustainable transformation** of K+S **from our own resources** (even at the lower end of the potash price cycle)
- Attractive adjusted free cash flow and thus **distribution potential** (after the phase of increased investments)
- Excellent **growth prospects** in Canada (ramp-up from 2 to 4 million tonnes)
- Additional **potential** with improved potash prices (according to Argus study); megatrends intact, additional demand can only be met by investment-intensive new capacities
- **Excellent opportunities** for developing **new business areas** by using our **unique infrastructure**
- K+S is the first producer to be able to offer potash and salt with the lowest possible carbon footprint

The Supervisory Board accompanies the sustainable transformation



- Our capital expenditure will be increased in the course of the sustainable and economic transformation (especially in the years 2024 to 2026)
- Nevertheless, our strong balance sheet and improved operating cash conversion ensure at least break-even free cashflows – even at the lower end of the cycle

Accompaniment by the supervisory board:

- ✓ Impulse generator
- ✓ Regular reportings
- ✓ Monitoring of economic implementation
- ✓ Intensive consideration in the strategy committee

K+S

Supervisory Board

Supervisory Board



Dr. Harald Schwager
Chairman
Shareholder representative
Mandate until the end of
the 2029 AGM



Ralf Becker
Deputy Chairman
Employee representative
Mandate until the end of
the 2028 AGM



Thomas Kölbl
Deputy Chairman
Shareholder representative
Mandate until the end of
the 2029 AGM



Petra Adolph
Ordinary Member
Employee representative
Mandate until the end of
the 2028 AGM



André Bahn
Ordinary Member
Employee representative
Mandate until the end of
the 2028 AGM



Carl-Albrecht Bartmer
Ordinary Member
Shareholder representative
Mandate until the end of
the 2028 AGM



Prof. Dr. Elke Eller
Ordinary Member
Shareholder representative
Mandate until the end of
the 2027 AGM



Lars Halbleib
Ordinary Member
Employee representative
Mandate until the end of
the 2028 AGM



Christiane Hölz
Ordinary Member
Shareholder representative
Mandate until the end of
the 2027 AGM



Michael Knackmuß
Ordinary Member
Employee representative
Mandate until the end of
the 2028 AGM



Dr. Tilman Krauch
Ordinary Member
Shareholder representative
Mandate until the end of
the 2029 AGM



Gerd Kübler
Ordinary Member
Employee representative
Mandate until the end of
the 2028 AGM



Peter Trotha
Ordinary Member
Employee representative
Mandate until the end of
the 2028 AGM



Dr. Rainier van Roessel
Ordinary Member
Shareholder representative
Mandate until the end of
the 2029 AGM



Brigitte Weitz
Ordinary Member
Employee representative
Mandate until the end of
the 2028 AGM



Christine Wolff
Ordinary Member
Shareholder representative
Mandate until the end of
the 2027 AGM

Supervisory Board of K+S – Committees and their members

		Supervisory Board	Nomination Committee	Personnel Committee	Audit Committee	Strategy Committee	Mediation Committee	Special Committee
		16	4	4	6	6	4	0
Schwager, Dr. Harald	Shareholder Representative	Chair	Chair	Chair	Member	Chair	Chair	
Becker, Ralf	Employee Representative	Deputy Chair		Member	Member	Member	Member	
Kölbl, Thomas	Shareholder Representative	Deputy Chair			Chair		Member	
Adolph, Petra	Employee Representative	Member			Member			
Bahn, André	Employee Representative	Member				Member	Member	
Bartmer, Carl-Albrecht	Shareholder Representative	Member	Member					
Eller, Prof. Dr. Elke	Shareholder Representative	Member		Member				
Halbleib, Lars	Employee Representative	Member			Member			
Hölz, Christiane	Shareholder Representative	Member			Member	Member		
Knackmuß, Michael	Employee Representative	Member		Member				
Krauch, Dr. Tilman	Shareholder Representative	Member						
Kübler, Gerd	Employee Representative	Member						
van Roessel, Dr. Rainier	Shareholder Representative	Member	Member					
Trotha, Peter	Employee Representative	Member				Member		
Weitz, Brigitte	Employee Representative	Member						
Wolff, Christine	Shareholder Representative	Member	Member			Member		

Supervisory Board of K+S

- Carries out its activities in accordance with the law, the bylaws, its rules of procedure and in the spirit of responsible corporate governance
- Appoints the members of the Management Board and advises them on the management of the company
- Consists of 16 members, with equal numbers of shareholder and employee representatives in accordance with the German Co-Determination Act
- Proportion of women: 31.25% (shareholder representatives: 37.5%)
- Age limit: Candidates for the Supervisory Board may not be older than 70 (i.e., under 71) at the time of election
- Service limit: Maximum of 3 terms of office – appointment is for 4 years in each case

Qualification profile of the Supervisory Board

	Dr. Harald Schwager	Thomas Kölbl	Carl-Albrecht Bartner	Prof. Dr. Elke Eller	Christiane Holz	Dr. Tilman Krauch	Dr. Rainier van Roessel	Christine Wolff	Ralf Becker	Petra Adolph	André Bahn	Lars Halbleib	Michael Knackmuß	Gerd Kübler	Peter Trotha	Brigitte Weitz
General information	Shareholder representatives								Employee representatives							
	Chairman	Deputy chairman, Chairman of the Audit Committee							Deputy chairman							
Member since	2025	2017	2024	2018	2023	2025	2020	2023	2009	2018	2018	2022	2014	2016	2021	2020
Appointed until the end of the ordinary Annual General Meeting	2029	2029	2028	2027	2027	2029	2029	2027	2028	2028	2028	2028	2028	2028	2028	2028
Independence ¹	yes	yes	yes	yes	yes	yes	yes	yes	-	-	-	-	-	-	-	-
Overboarding ¹	no	no	no	no	no	no	no	no	no	no	no	no	no	no	no	no
Age ²	65	63	64	63	53	63	68	65	60	61	57	47	50	58	42	62
Gender	male	male	male	female	female	male	male	female	male	female	male	male	male	male	male	female
Company-specific competence																
Sector experience	x	x	x					x	x		x		x	x	x	x
Relevant regional markets ³	x	x	x	x	x	x	x	x						x		
Professional competence																
Corporate management & strategy	x	x	x	x	x	x	x	x								
Crisis management	x	x	x	x		x	x	x	x	x	x	x	x	x	x	x
M&A	x	x		x		x	x	x								
Human resources & organization	x	x	x	x		x	x	x	x	x	x	x	x	x	x	x
Technology & innovation	x		x			x		x			x	x	x	x	x	x
Public affairs & geopolitics	x		x	x	x	x	x		x	x	x	x		x		
Regulation, compliance & risk management	x	x			x	x	x				x	x	x	x	x	
Financial competence																
Accounting		x	x	x	x		x		x	x						
Audit of financial statements		x							x	x		x				
Digital competence																
Cybersecurity & AI				x		x	x									
Digitalization	x			x	x	x	x				x		x	x	x	
Sustainability competence incl. IROs according to ESRS																
Governance																
Business ethics	x	x	x	x	x	x	x	x	x	x	x	x	x	x	x	x
Social responsibility																
Employees and socio-economic concerns	x	x		x	x	x	x	x		x	x	x	x	x	x	x
Environment & resources																
Water & dissolved residues and K+S mining specifics	x		x		x	x		x			x	x	x	x	x	
Climate change	x	x	x		x	x	x	x	x		x	x	x	x		x

x Criterion met. The criteria for professional suitability are based on an annual self-assessment by the Supervisory Board. A cross corresponds to profound knowledge in the relevant subject area and, therefore, the ability to understand the relevant issues well and make informed decisions on the basis of existing qualifications.

¹ In accordance with the German Corporate Governance Code.

² As of: December 31, 2025.

³ The information reflects in-depth regional knowledge in the professional and private spheres and, therefore, represents an essential component for an internationally oriented Supervisory Board.

Efficiency review

Every two years, the Supervisory Board conducts an efficiency review to assess how effectively the Supervisory Board and its committees are performing their duties and to obtain suggestions for the future work of the full Supervisory Board and the committees.

- 2020: By external consultants
- 2022: Internal efficiency review
 - Key results:
 - Constructive, open and always professional cooperation
 - No deficits identified
 - Suggestions for further professionalization of the work were noted
- 2024: By external consultants
 - Key results:
 - Constructive, open and always professional cooperation
 - No deficits identified
 - Working group of Supervisory Board members for suggestions for further professionalization of the work
- 2026: Internal efficiency review scheduled

Multi-stage benchmarking process for Supervisory Board remuneration (base year 2023)

1. Quantitative comparison with companies within the index (MDAX)

Peers: MDAX

Ø Ordinary member: **€71,0000**; Ø Chair: **€227,000**

→ However, the specific challenges and requirements of supervisory board work within the business model and market environment must be taken into account; for this reason, the peer group should include companies that are structurally and organizationally similar

2. Creating a peer group of structurally similar DAX and MDAX companies

Peers: Aurubis, BASF, Bayer, E.ON, Evonik Industries, Heidelberg Materials, LANXESS, Merck, RWE, Siemens Energy, thyssenkrupp, Wacker Chemie

Ø Ordinary member: **€110,000**; Ø Chair: **€358,000**

3. Inclusion of companies with comparable governance and oversight requirements

Peers: Aurubis, BASF, Evonik, Heidelberg Materials, Siemens Energy, thyssenkrupp

Ø Ordinary member: **€111,000**; Ø Chair: **€374,000**

→ **The planned adjustments for K+S (SB member: €120,000, SB chair: €240,000) are also consistent with recent data from the DSW study (MDAX: €120,000)**

Remuneration of the Supervisory Board of K+S (pending its presentation to the AGM)

K+S Aktiengesellschaft	Fixed Remuneration	Audit Committee	Personnel Committee	Nomination Committee*	Strategy Committee	Special Committee**
Chairman	€240,000 (€170,000)	€60,000 (€40,000)	€20,000 (€10,000)	€10,000 (€5,000)	€50,000 (€30,000)	€5,000 (€2,000)
Deputy Chairman	€180,000 (€127,500)	€45,000 (€30,000)	€15,000 (€7,500)	€7,500 (€3,750)	€37,500 (€22,500)	€3,750 (€1,500)
Ordinary Member	€120,000 (€85,000)	€30,000 (€20,000)	€10,000 (€5,000)	€5,000 (€2,500)	€25,000 (€15,000)	€2,500 (€1,000)

* In case that at least two meetings per year have taken place.
 ** Remuneration per meeting
 (remuneration until December 31, 2025)

Sustainability Committee (until December 31, 2025)	
Chairman	€10,000
Deputy Chairman	€7,500
Ordinary Member	€5,000

K+S Minerals and Agriculture GmbH (subsidiary)	
Chairman	€12,000
Deputy Chairman	€9,000
Ordinary Member	€6,000

- **No increase in SB remuneration in absolute terms for 14 years.** Instead, there was a significant reduction in 2021, which has not yet been fully restored
- **It is not intended to increase the SB remuneration within the next four years.**



Board of Executive Directors

Board of Executive Directors

Dr. Carin-Martina Tröltzsch

**Dr. Christian H. Meyer
(Chairman)**

Christina Daske

Dr. Jens Christian Keuthen



You can find the CVs of our Executive Board members on the K+S website. For current information on the responsibilities of the individual members of the Board of Executive Directors, please refer to our bylaws which can also be found on the K+S website at www.kpluss.com/executivedirectors.

Board of Executive Directors



Dr. Christian H. Meyer
Chief Executive Officer

Dr. Meyer was appointed Chief Financial Officer of K+S AG as of March 15, 2023. He has assumed the position of Chairman of the Board of Executive Directors as of June 1, 2025. His term of office runs until March 14, 2031.



Christina Daske
Labor Director

Mrs. Daske was appointed to the Board of Executive Directors of K+S AG as of December 1, 2023, and is Labor Director. Her term of office runs until November 30, 2031.



Dr. Carin-Martina Tröltzsch
Chief Operations Officer

Dr. Tröltzsch was appointed to the Board of Executive Directors of K+S AG as of February 20, 2023, and became Deputy Chairwoman of the Board of Executive Directors as of June 1, 2025. Her term of office runs until February 19, 2029.

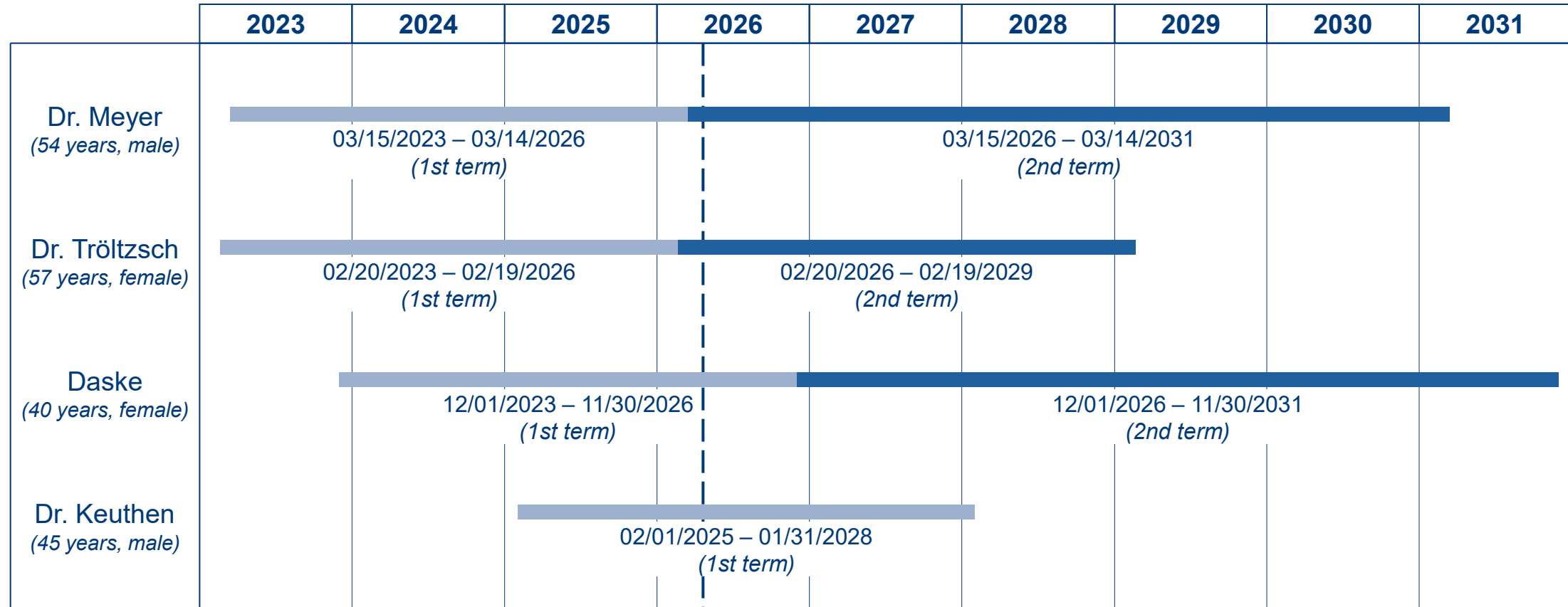


Dr. Jens Christian Keuthen
Chief Financial Officer

Dr. Keuthen was appointed to the Board of Executive Directors of K+S AG as of February 1, 2025, and took over the position of Chief Financial Officer on June 1, 2025. His term of office runs until January 31, 2028.

You can find the CVs of our Executive Board members on the K+S website. For current information on the responsibilities of the individual members of the Board of Executive Directors, please refer to our bylaws which can also be found on the K+S website at www.kpluss.com/executivedirectors.

Continuity and stability within the Board of Executive Directors ensured by staggered mandates



Board of Executive Directors

- Manages the company's business in accordance with the provisions of the law, the bylaws and its rules of procedure
- Represents the company towards third parties
- Is jointly responsible for the management of the company as a whole
- Each member of the Board of Executive Directors is primarily responsible for fulfilling the tasks assigned to their area of responsibility
- Statutory retirement as age limit for members of the Board of Executive Directors

Remuneration of the Board of Executive Directors: 2024 remuneration system

Remuneration system achieved approval rate of >90%

- Remuneration system put to vote in 2024 (“2024 remuneration system”) achieved approval rate of >90% due to several consecutive improvements:
 - Introduction of a share ownership guideline
 - Greater measurability and transparency of the performance factor in the STI (publication of Management Board targets and target achievement)
 - Termination of Management Board contracts: In the event of cancellation, a maximum of 1.5 times the fixed salary, change of control: 2 instead of 3 years' remuneration as the upper limit
- The 2024 remuneration report achieved an approval rating of around 85%
- Thus, the 2025 remuneration report was generally retained in its main aspects. Furthermore, the structure and content presentation were further developed and additional information was added.
- **Further development of the remuneration system (according to German Corporate Governance Code) with the aim of presenting it to the 2026 Annual General Meeting (“2026 remuneration system”)**

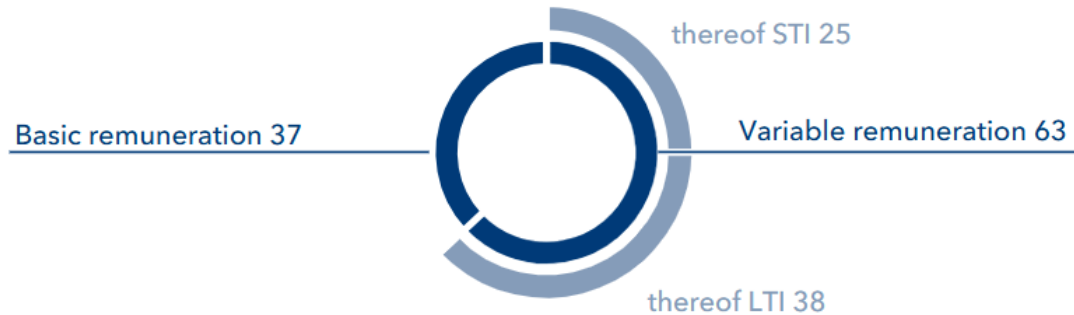
2024 remuneration system: For BoED members in office as of December 31, 2025

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: €75 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
Total remuneration	Short-term incentive (STI) <i>(STI x performance factor = bonus)</i>	<p>Performance criteria: EBITDA 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: 16.7% Lost-time incident rate 16.7% Specific CO₂ emissions 16.7% Sustainability risk assessments for suppliers 50.0% Share price performance (share-based part)</p> <p>Upper limit target achievement: 200%</p> <p>Performance period: 3 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: €3,500 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 Non-compete clause

¹ The upper limit for pension commitments is reviewed every three years and adjusted if necessary.

Target remuneration structure

in %



- Around 63% of the remuneration comprises variable components
- This structure ensures that variable remuneration resulting from long-term target achievement exceeds that resulting from short-term target achievement

Target and maximum remuneration

Ordinary BoED member (remuneration factor 1.0)

in T€

		Remuneration structure	Target (100%)	Minimum	Maximum
60%	37%	Basic remuneration	566.0	566.0	566.0
40%	25%	Short-term incentive (STI)	390.0 ¹	0	936.0 ²
<hr/>					
100%		Annual remuneration	956.0	566.0	1,502.0
	38%	Long-term incentive (LTI)	590.0	0	1,180.0
<hr/>					
	100%	Target remuneration	1,546.0	566.0	2,682.0
		Maximum remuneration			3,500.0

¹ Performance factor 1.0; ² Performance factor 1.2

Target and maximum remuneration COO (remuneration factor 1.2)

in T€

		Remuneration structure	Target (100%)	Minimum	Maximum
60%	37%	Basic remuneration	679.2	679.2	679.2
40%	25%	Short-term incentive (STI)	468.0 ¹	0	1,123.2 ²
<hr/>					
100%		Annual remuneration	1,147.2	679.2	1,802.4
	38%	Long-term incentive (LTI)	708.0	0	1,416.0
<hr/>					
	100%	Target remuneration	1,855.2	679.2	3,218.4
		Maximum remuneration			4,200.0

¹ Performance factor 1.0; ² Performance factor 1.2

Target and maximum remuneration CEO (remuneration factor 1.5)

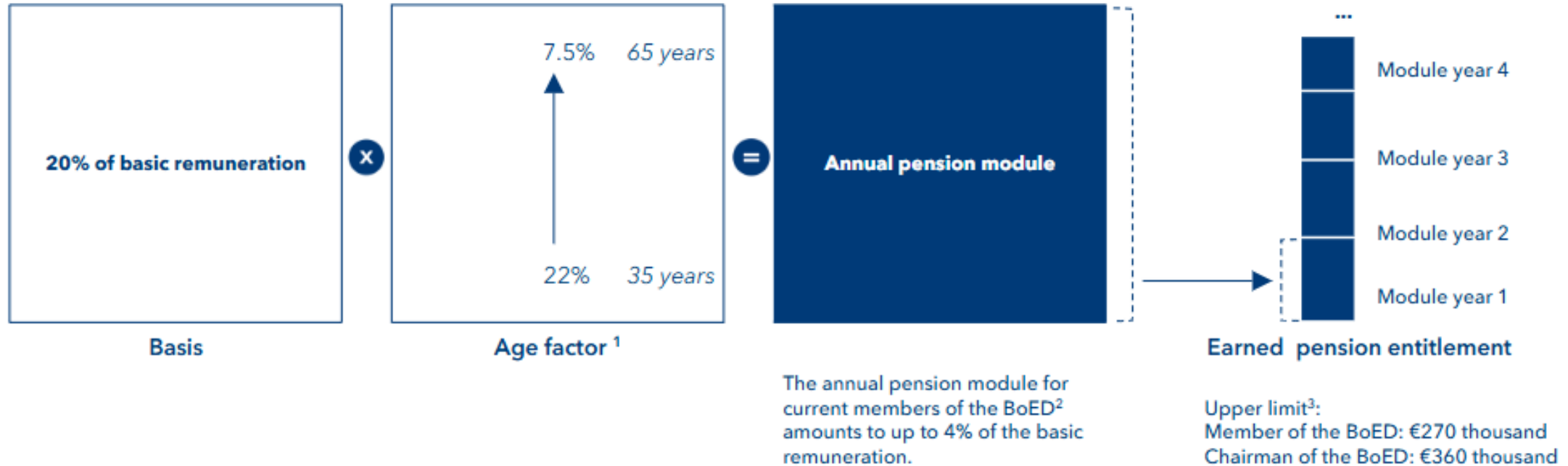
in T€

Remuneration structure		Target (100%)	Minimum	Maximum
60%	37%	Basic remuneration	849.0	849.0
40%	25%	Short-term incentive (STI)	585.0 ¹	1,404.0 ²
<hr/>				
100%		Annual remuneration	1,434.0	2,253.0
	38%	Long-term incentive (LTI)	885.0	1,770.0
<hr/>				
	100%	Target remuneration	2,319.0	4,023.0
		Maximum remuneration		5,250.0

¹ Performance factor 1.0; ² Performance factor 1.2

Pension commitments*

PENSION MODULES FOR MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS IN OFFICE AS OF DECEMBER 31, 2025



¹ Exemplary representation of the age factors. For 2025, the age factors ranged between 8.5% and 19.5% depending on the age of the BoED member.

² BoED = Board of Executive Directors.

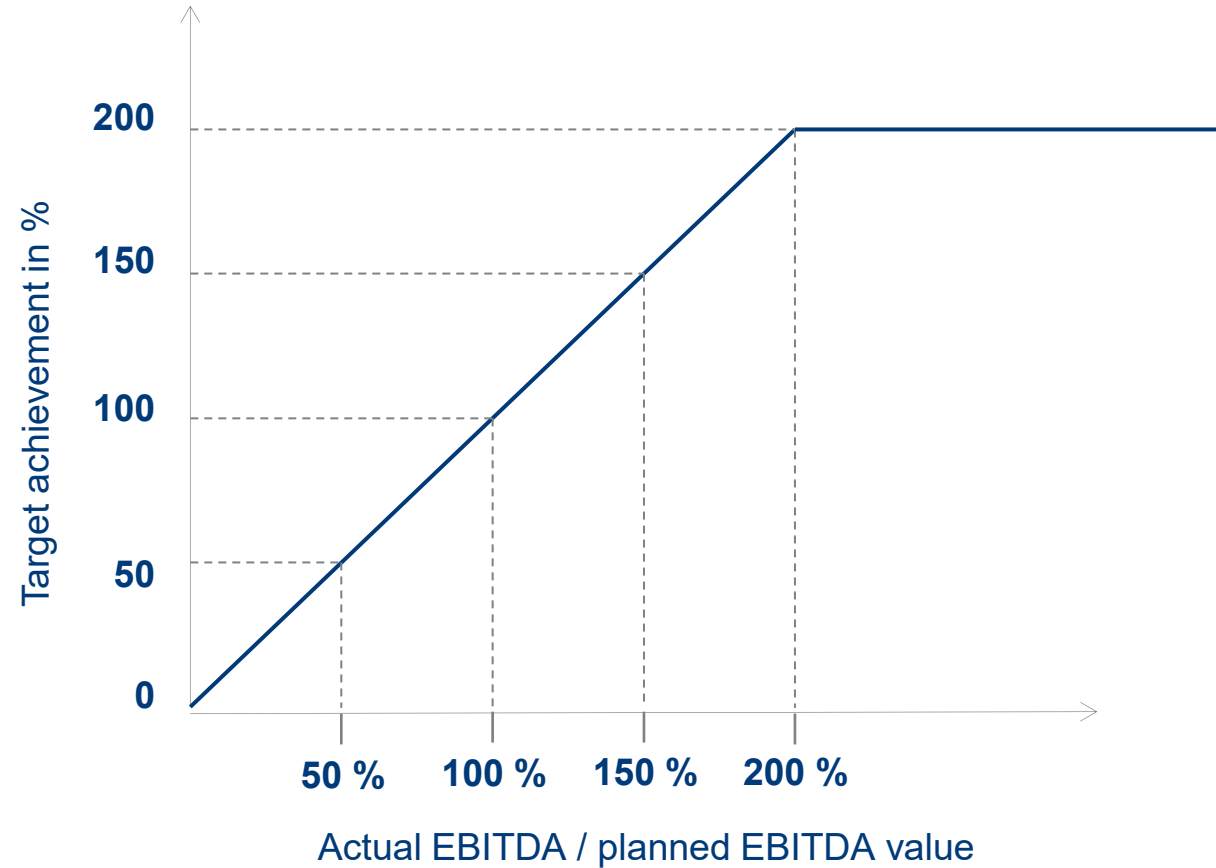
³ The upper limit is reviewed every three years and adjusted if necessary. During the regular review for January 1, 2026, the values were kept the same.

* According to the remuneration report, Dr. Lohr (with a contract closed in 2012) received a pension module of 40% of his base salary, which is multiplied by the age factor to calculate the annual pension module. In the fiscal year 2025, the pension module for Dr. Lohr was <1% of his base salary.

Short-term incentive (STI): EBITDA target achievement

STI plan:

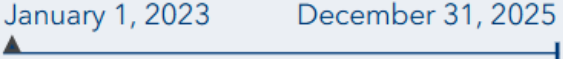


- Plan/actual comparison
- KPI EBITDA
- Performance factor as multiple – range 0.8 – 1.2 (dependent on the achievement of agreed targets)



Short-term incentive (STI): Target agreements 2025 BoED (for performance factor)

Target	Description	Target not achieved	Target achieved	Target over-achieved	Target achievement
Adherence to the approved budget of the Werra 2060 project	The Supervisory Board approved a defined budget for the Werra 2060 project. The amount of the project budget is relevant to the achievement of the target.	The project budget as of December 31, 2025 is higher than the defined budget.	The project budget as of December 31, 2024 is within the defined budget.	The project budget as of December 31, 2024 is below the defined budget.	over-achieved
Realisation of the overarching BGM objectives (Occupational Health Management)	Measures have been defined for 2025, which should be implemented by 31 December 2025.	<100% of the measures are fully implemented.	100% of the measures are fully implemented.	>100% of the measures are fully implemented.	over-achieved
Measures to promote a balanced gender distribution	The Board of Executive Directors presents measures for this target.	No measures are presented.	Measures are presented.	Measures are presented and the implementation is already started.	over-achieved
Realisation of the planned earnings improvement with the portfolio optimisation project	For the portfolio optimisation project, earnings improvements were planned which should be realised by 31 December 2025.	The realised earning improvements are below the defined level.	The realised earning improvements are within the defined level.	The realised earning improvements are above the defined level.	over-achieved
Future-oriented positioning of K+S	A pulse survey indicates that the future-oriented positioning of K+S is well received.	<75% of those surveyed believe that K+S is well positioned for the future.	75 — 90% of those surveyed believe that K+S is well positioned for the future.	>90% of those surveyed believe that K+S is well positioned for the future.	over-achieved

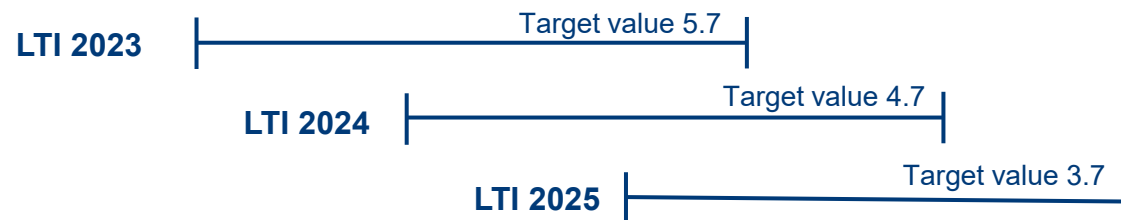
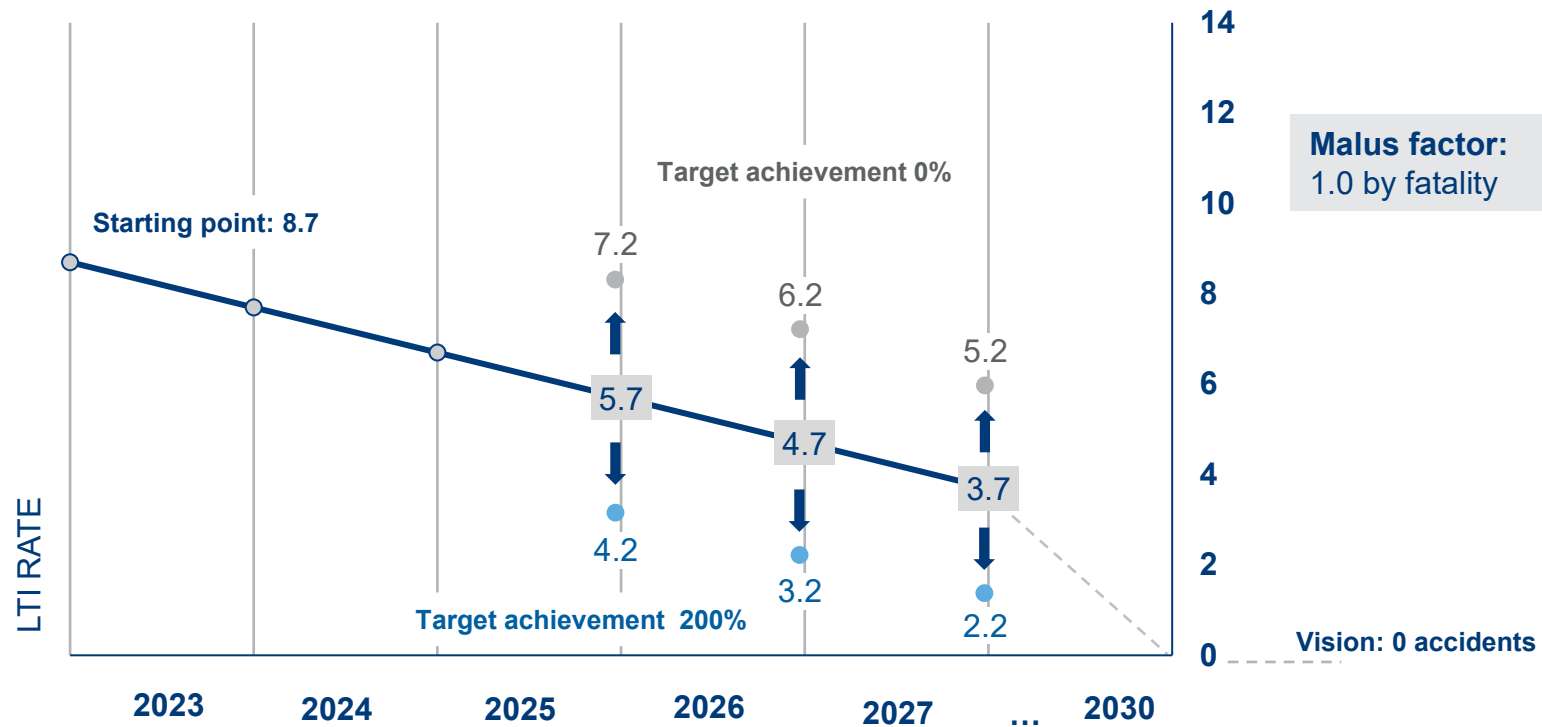
Long-term incentive (LTI): LTI programs in effect as of December 31, 2025

Financial year		2023	2024	2025	2026	2027
LTI 2023 – 2025						
Performance criteria (0% – 200% target achievement)	<ul style="list-style-type: none"> • Lost-time incident rate (16.7%) • Specific CO₂ emissions (16.7%) • Sustainability risk assessments for suppliers (16.7%) • Share price performance (50.0%) 	January 1, 2023 December 31, 2025 				
LTI 2024 – 2026						
Performance criteria (0% – 200% target achievement)	<ul style="list-style-type: none"> • Lost-time incident rate (16.7%) • Specific CO₂ emissions (16.7%) • Sustainability risk assessments for suppliers (16.7%) • Share price performance (50.0%) 	January 1, 2024 December 31, 2026 				
LTI 2025 – 2027						
Performance criteria (0% – 200% target achievement)	<ul style="list-style-type: none"> • Lost-time incident rate (16.7%) • Specific CO₂ emissions (16.7%) • Sustainability risk assessments for suppliers (16.7%) • Share price performance (50.0%) 	January 1, 2025 December 31, 2027 				

Long-term incentive (LTI): Social responsibility – Lost-time incident rate (until 2027)

- Definition:** Number of occupational accidents with a lost time of at least 24 hours per million hours worked
- Starting point:** Building on existing tranches: 8.7 (beginning of 2023)
- Target value:** 3.7 (end of 2027) / Vision zero accidents by 2030
- KPI:** LTI rate
- Measurement:** Reduction of the LTI rate by three points over a three-year period
- Malus factor:** 1.0 in the event of a fatal work-related accident

Long-term incentive (LTI): Social responsibility – Lost-time incident rate (until 2027)



Long-term incentive (LTI): Environment & resources – Specific CO₂ emissions (until 2027)

Definition: Reduction in specific CO₂ emissions

Starting point: 271.6 kg/t (beginning of 2023)

Target value: 254.6 kg/t (end of 2027) / -10% by the end of 2030

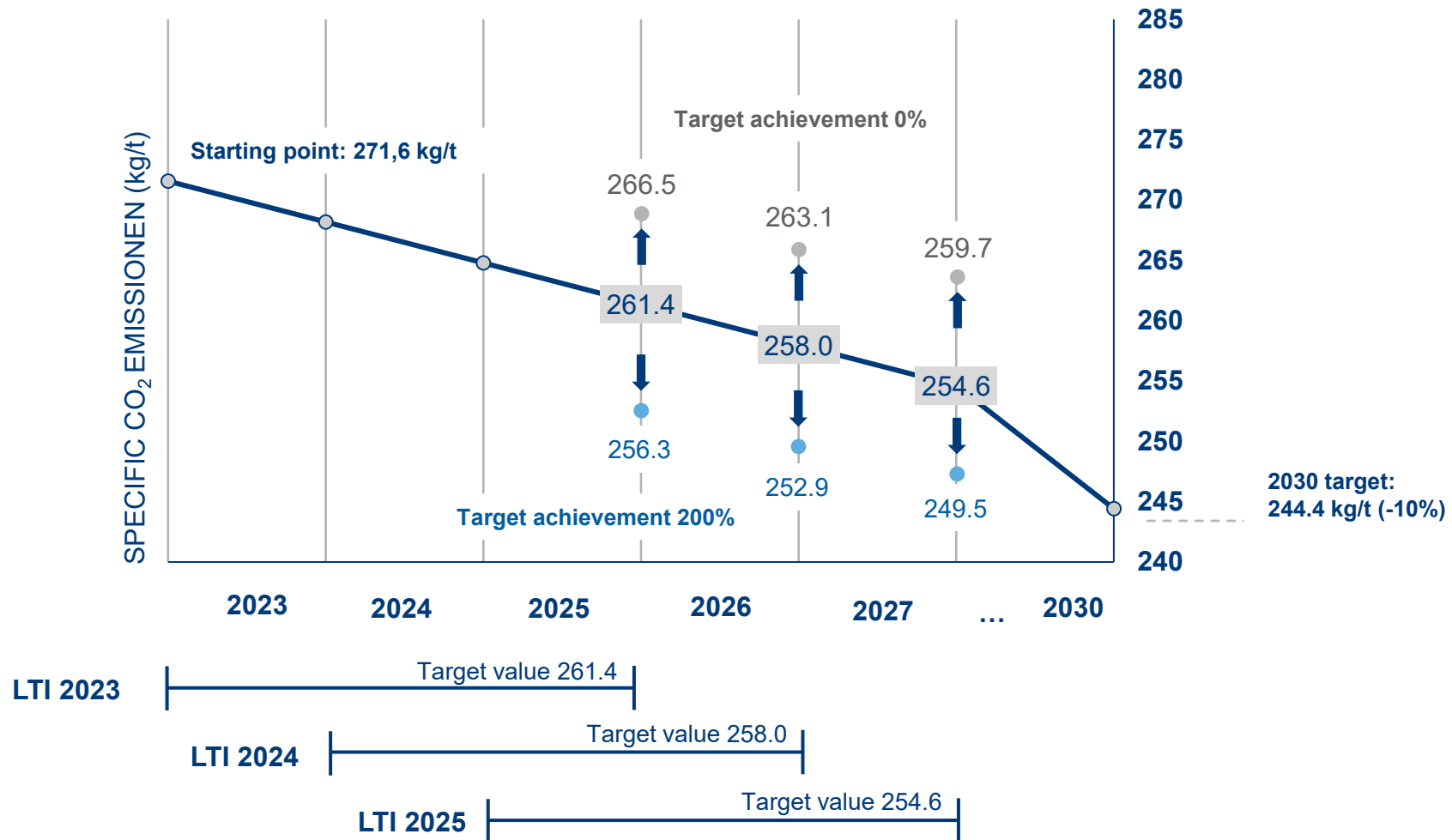
KPI: in kg/t

Measurement:
$$\text{LTI value} = \frac{\text{Emissions of all potash and rock salt producing locations [in kg]}}{\text{Location-consolidated primary productions from HA,WI,UB,BT,ZI,NE [in t]}}$$

Primary production only includes potash production sites. Salt sites are not considered, as they would be included in the indicator with potentially high production volumes (depending on the de-icing salt business) in conjunction with low emissions. This could distort the effects of the potash sites. The indicator takes **Scope 1 and Scope 2 emissions** into account.

The purchase of heat and electricity from external waste incineration plants (in Wintershall and at Frisia Zout) is currently accounted as CO₂-free. Should the accounting obligation in this regard change, this will not be considered for the LTI calculation in order to ensure comparability with the initial value.

Long-term incentive (LTI): Environment & resources – Specific CO₂ emissions (until 2027)

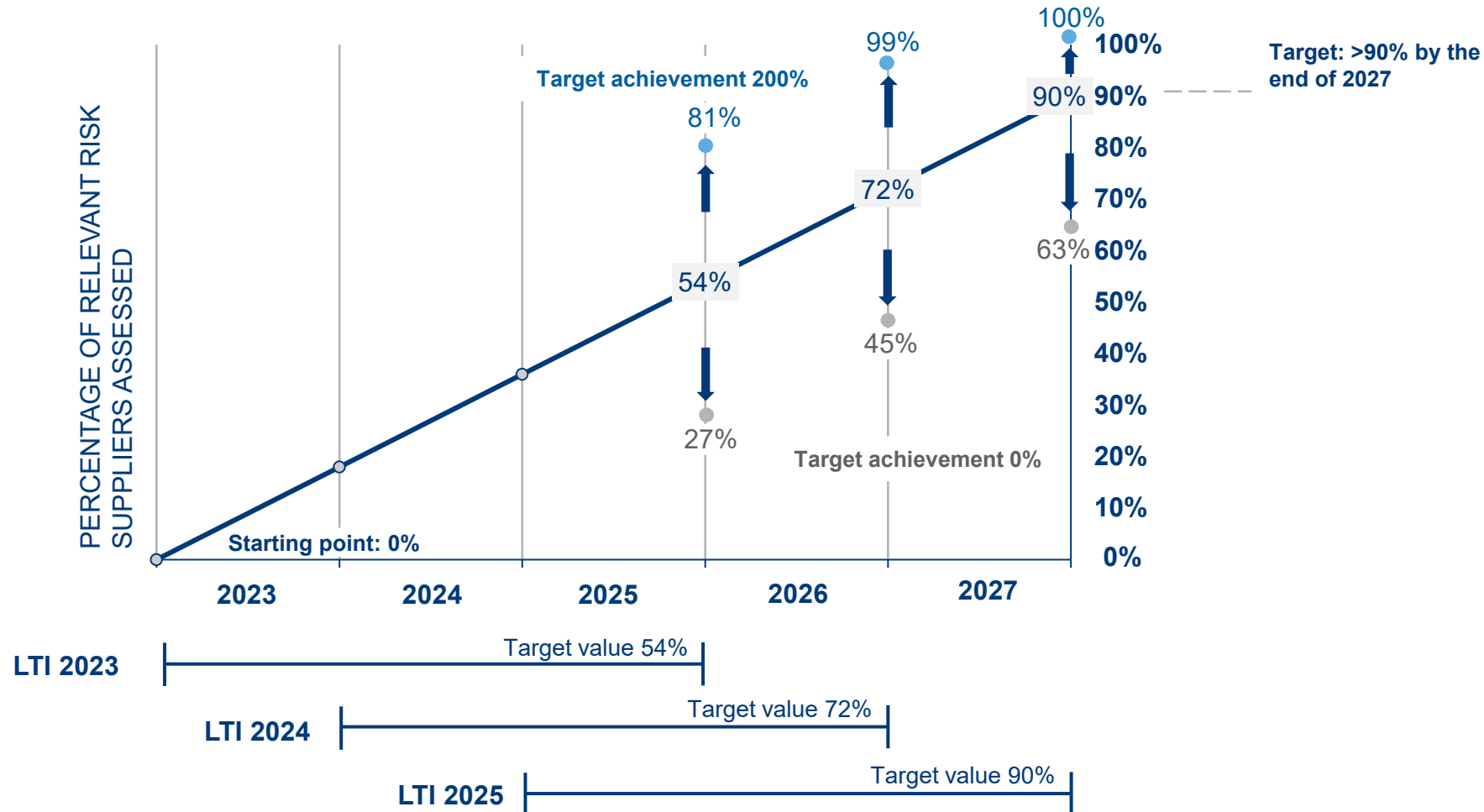


Long-term incentive (LTI): Governance – Sustainability risk assessments for suppliers (until 2027)

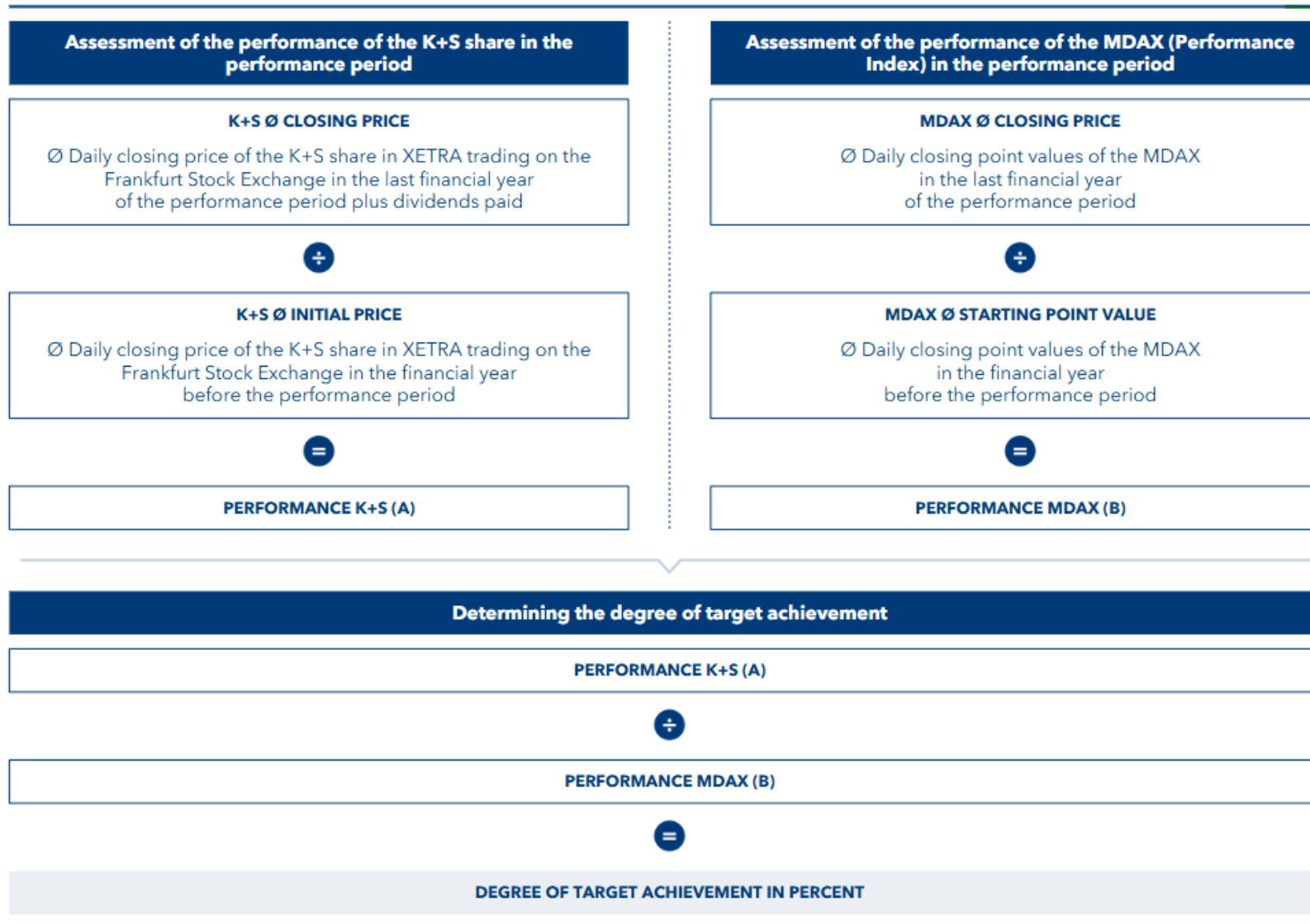
Definition:	Proportion of relevant suppliers for which a sustainability risk assessment is available
Starting point:	0% (beginning of 2023)
Target value:	> 90% (end of 2027)
KPI:	Percentage of relevant risk suppliers assessed
Measurement:	The number of relevant suppliers and service providers is determined annually. The criteria are a revenue with K+S of > €5,000 and a value of < 75 points in the Sustainable Development Report ranking . All consolidated and non-consolidated companies that run via SAP are included. A supplier is deemed to have been assessed if K+S has decided whether the supplier is a risk supplier according to the sustainability risks to be considered
Actual values:	Around 8,600 suppliers in total, of which around 120 are classified as relevant

Long-term incentive (LTI): Governance – Sustainability risk assessments for suppliers

(until 2027)



Long-term incentive (LTI): Share price performance



Share ownership guideline

- **Volume:** 100% of the STI target remuneration amounts (gross) based on a three-year average
- **Build-up phase:** 3 years (provided that STI has been paid at least 100% for two years, otherwise extension by one year in each case)
- **Existing shareholdings are considered**
- **Verification:**
 - Proof of purchase of shares
 - For the first time at the end of the build-up phase, then annually
- **Holding period:** two years after leaving the Company
- **Penalty for non-compliance:** €100,000 for a BoED member, €150,000 for the CEO

Clawback clause

- Right to reclaim or withhold only if a member of the Board of Executive Directors has committed a serious and culpable breach of statutory duties or a serious and culpable breach of duties arising from the company's bylaws or the Board of Executive Directors member's employment contract
- Right of clawback or retention limited to LTI (all LTI tranches running at the time of the breach (max. 3 x 3-year tranches / value at 100% €1.71 million / max. €3.42 million))
- Burden of proof lies with the company

Upper limit for severance payment and non-compete clause

- 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 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 and variable remuneration outstanding until the end of the original term of the appointment will be paid plus a severance payment (1.5 times the basic remuneration), **unless there are reasons justifying a termination of the respective agreement without giving notice**. Total entitlements may not exceed **two years' worth of remuneration** (upper limit)
- **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**
- 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

Remuneration of the BoED: 2026 remuneration system – Outlook for adjustments

2026 remuneration system

- New remuneration system according to German Corporate Governance Code
- All BoED members agreed to new system, implementation as of January 1, 2026 (subject to AGM presentation)
- Adaptation of the system to recommended standards and common market practices
- Major adjustments in variable remuneration and further elements, such as share ownership guideline, non-compete arrangement, clawback clauses, and contract termination upon statutory retirement

2026 remuneration system

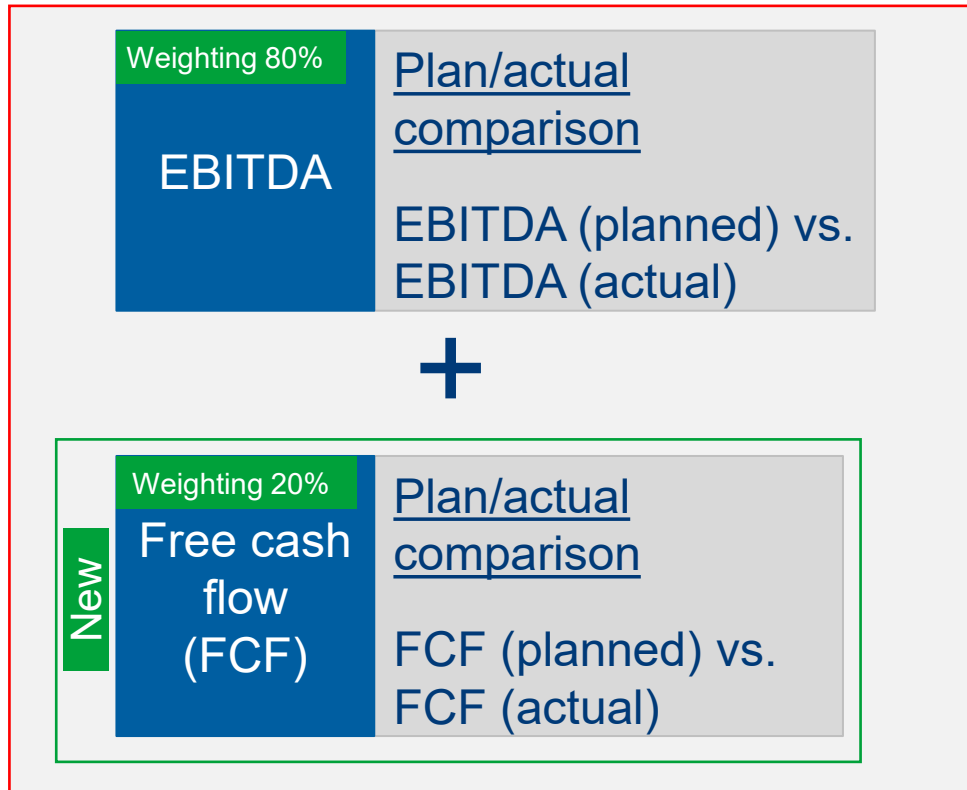
Fixed remuneration	Basic remuneration	<ul style="list-style-type: none"> Fixed, basic remuneration not related to performance which is paid monthly
	Fringe benefits	<ul style="list-style-type: none"> Non-cash remuneration, for example, use of a company car Contributions to pension, health, and long-term 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 Directors¹
Total remuneration	Variable remuneration	Short-term incentive (STI) <i>(STI x performance factor = bonus)</i>
		Performance criteria: 80.0% EBITDA target achievement 20.0% FCF target achievement Upper limit target achievement: 200% Performance factor (0.8 – 1.2) Performance period: 1 year Payment: April of the following year
		Long-term incentive (LTI)
		Performance criteria: 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) 25.0% Specific CO ₂ emissions 50.0% Share price performance (share-based part) Upper limit target achievement: 200% Performance period: 4 years Payment: April of the year following the performance period
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.

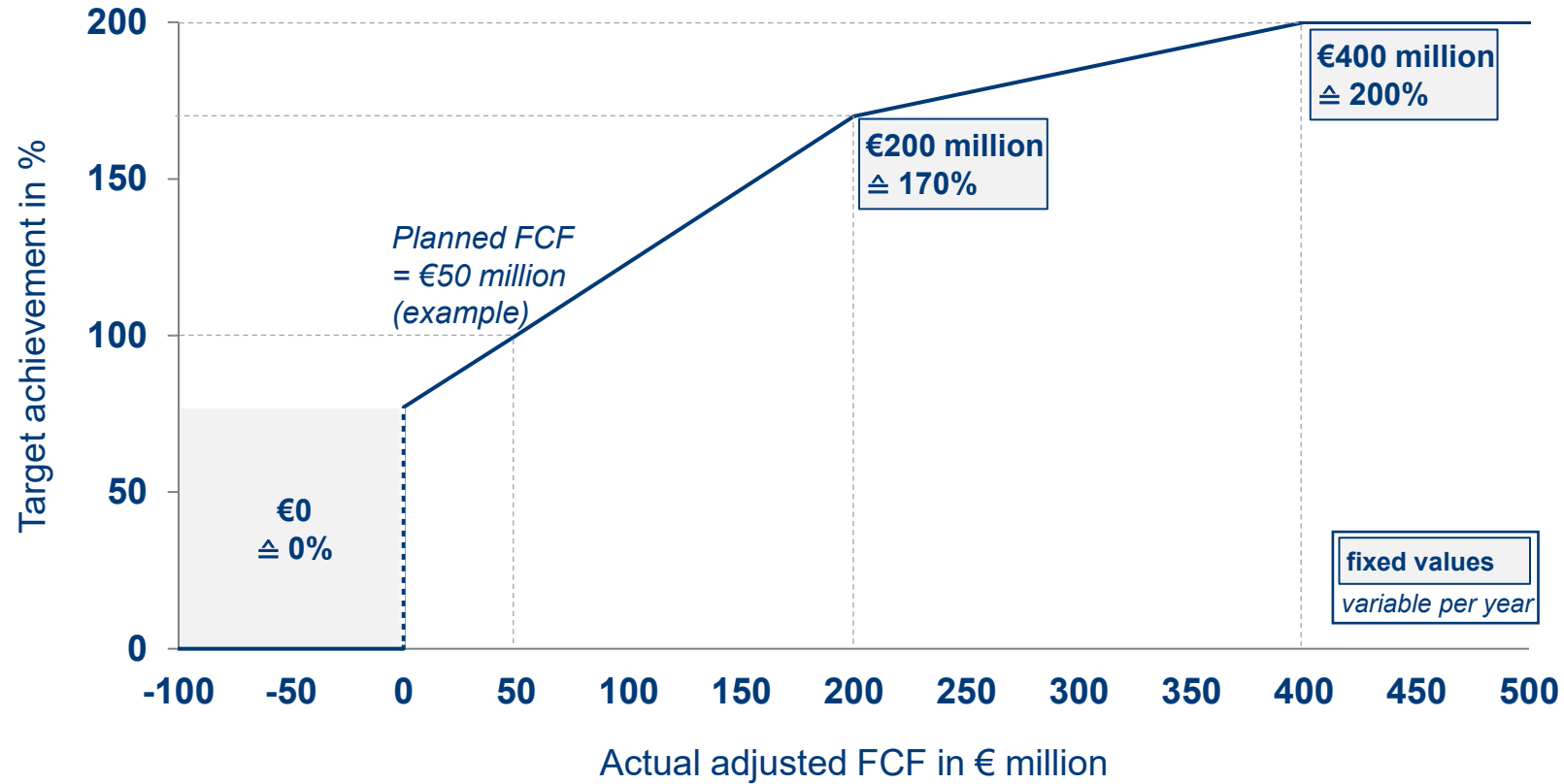
Short-term incentive (STI)

- **Expansion** of the STI from one **to two KPIs** in line with standard market practice
- **Adjustment** of the EBITDA weighting from 100% **to 80%**



→ Furthermore, a **performance factor**, which is based on the achievement of specific targets, influences the short-term incentive as a multiplier (**0.8 to 1.2**)

Short-term incentive (STI): FCF target achievement*



* The target achievement curve only applies to planned values > €0 and < €200 million.

Short-term incentive (STI): Target agreements 2026 BoED (for performance factor)

Target	Description	Weighting	Target not achieved	Target achieved	Target over-achieved
Realisation of the planned earnings improvement with a portfolio optimisation project	For a portfolio optimisation project, earnings improvements were planned which should be realised by 31 December 2026.	10%	The realised earning improvements are below the defined level.	The realised earning improvements are within the defined level.	The realised earning improvements are above the defined level.
Realisation of the planned earnings improvement with an efficiency-enhancement project	For an efficiency-enhancement project, earnings improvements were planned which should be realised by 31 December 2026.	50%	The realised earning improvements are below the defined level.	The realised earning improvements are within the defined level.	The realised earning improvements are above the defined level.
Further development of the corporate strategy	The Board of Executive Directors presents (initial) elements for the further development of the corporate strategy.	20%	No approaches for the further development are presented.	Approaches for the further development are presented.	Approaches for the further development are presented and the implementation is linked to initial initiatives.
Targeted stakeholder communication	Achieving targeted stakeholder communication aligned with K+S's interests	20%	The defined goal was not achieved. In particular, no substantive initiatives were launched.	The Board of Executive Directors proactively initiates dialogue and clearly communicates K+S's positions.	Stakeholder communication has yielded tangible results, and the defined goals have been achieved.

Long-term incentive (LTI):

Environment & resources – Specific CO₂ emissionen (until 2032)

Definition: Reduction in specific CO₂ emissions

Starting point: Continuing from existing tranches: 261.4 kg/t (end of 2025)

Target value: 216.4 kg/t (end of 2032) / Vision: greenhouse gas neutral by 2045

KPI: in kg/t

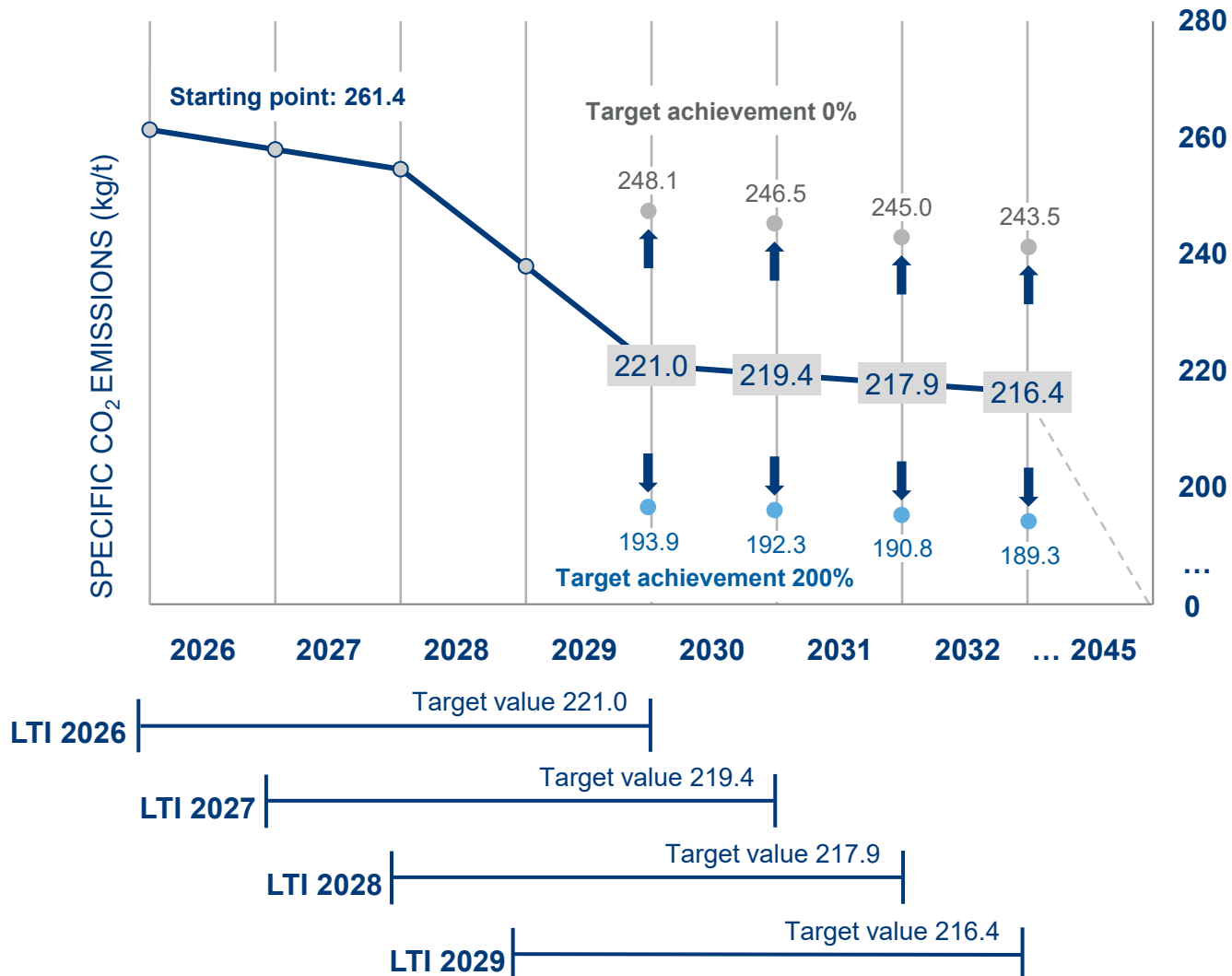
Measurement:
$$\text{LTI value} = \frac{\text{Emissions of all potash and rock salt producing sites [in kg]}}{\text{Location-consolidated primary production volume of HA,WI,UB,BT,ZI,NE [in t]}}$$

Primary production only includes potash production sites. A change in **SOP production operations in Hattorf** has a minor impact on emissions but a greater impact on primary production. Therefore, differences in SOP volume compared to the base year of 2020 are corrected using a fixed conversion factor. This allows SOP operations to be decided independently, without any advantages or disadvantages in terms of LTI CO₂.

Salt sites are excluded from the production volume because including them in the indicator would result in high production volumes depending on the de-icing salt business combined with low emissions. This distorts the relevant effects of LTI CO₂. The indicator takes into account **Scope 1 and Scope 2 emissions**.

Currently, the procurement of heat and electricity from external waste incineration plants is accounted for as CO₂-free. However, if the relevant accounting requirements change, this will not be reflected in the LTI calculation to ensure comparability with the initial value.

Long-term incentive (LTI): Environment & resources – Specific CO₂ emissionen (until 2032)

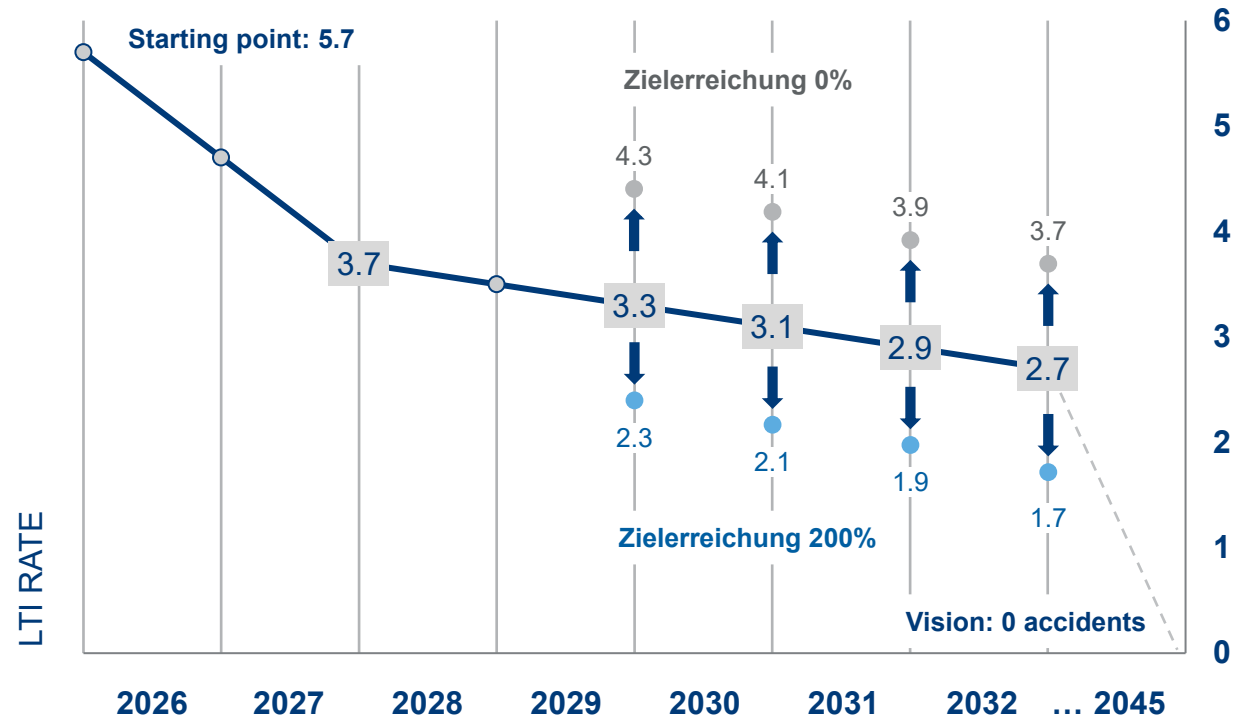


Long-term incentive (LTI): Social responsibility – Lost-time incident rate (until 2032)

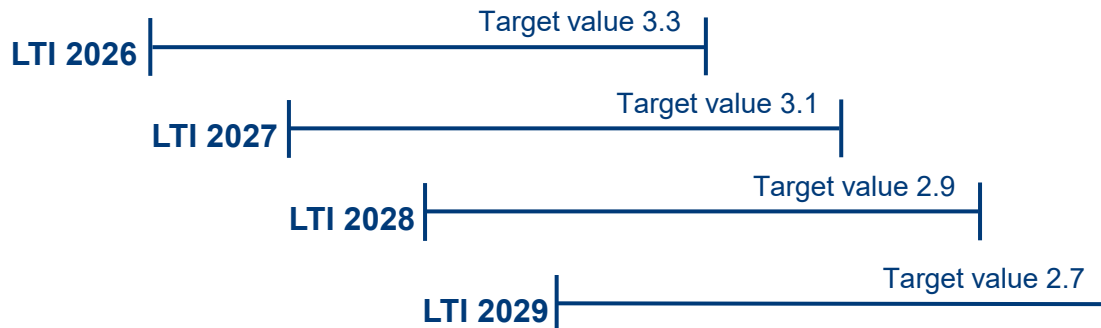
- Definition:** Number of incidents resulting in at least 24 hours of lost time per million hours worked
- Starting point:** Continuing from existing tranches: 5.7 (end of 2025)
- Target value:** 2.7 (end of 2032) / Vision: zero accidents by 2045
- KPI:** LTI rate
- Measurement:** Reduction of the LTI value within the specified target range over a four-year period
- Malus factor:** 1.0 in the event of a fatal work-related accident

Long-term incentive (LTI): Social responsibility – Lost-time incident rate

(until 2032)



Penalty factor:
1.0 in the event of a fatal accident



Long-term incentive (LTI): Social responsibility – Health and safety culture (until 2032)

1. Near-miss reportings

Definition: Participation in the reporting system

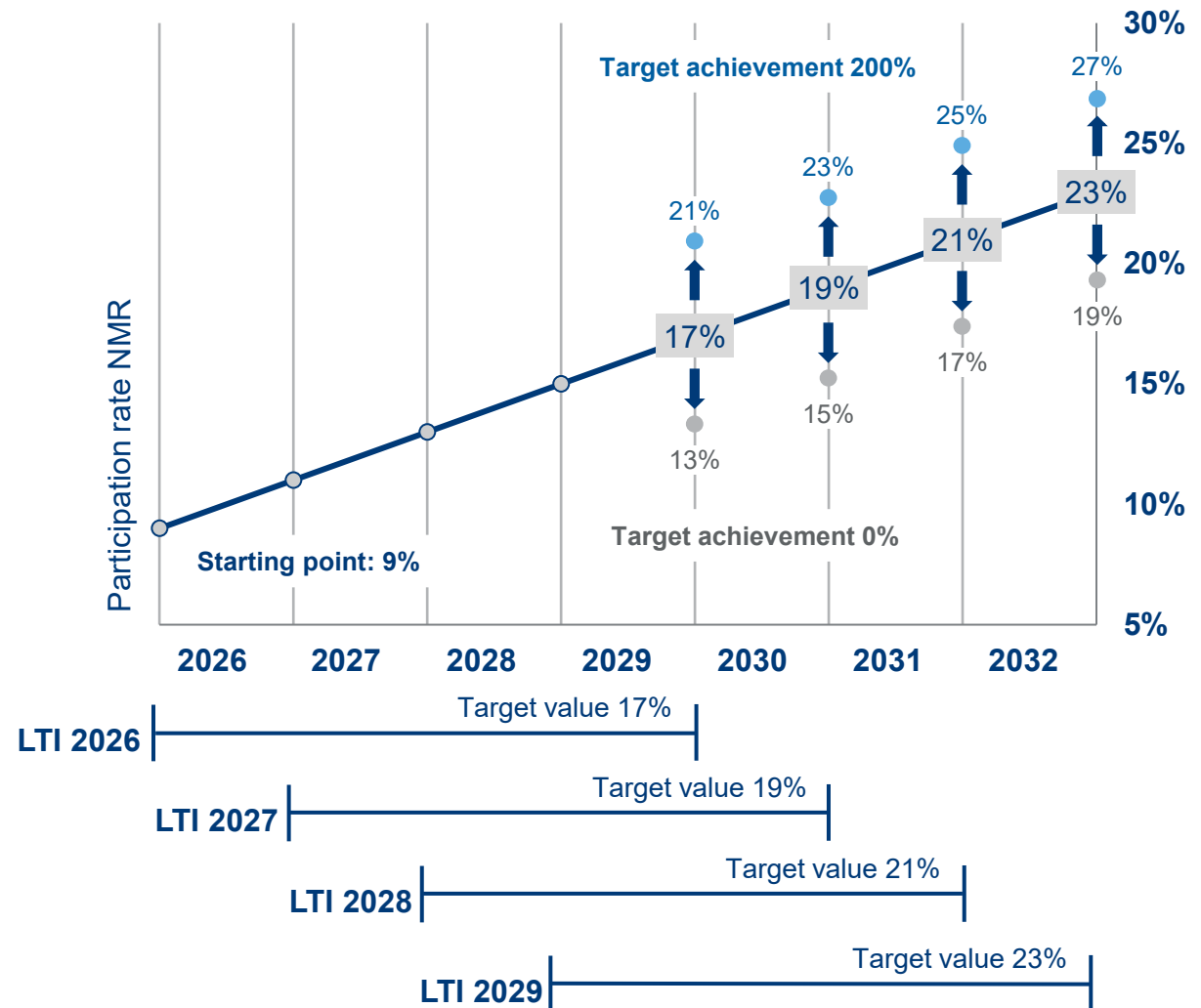
Starting point: 9% (end of 2025)

Target value: 23% (end of 2032)

KPI: Percentage of employees who submit at least one NMR in the respective financial year

Measurement: 8-point increase in the participation rate over a four-year period

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.



Long-term incentive (LTI): Social responsibility – Health and safety culture (until 2032)

2. Severe incident failure (SIF) rate

Definition: Incidents that could have resulted in life-changing or fatal consequences per one million hours worked

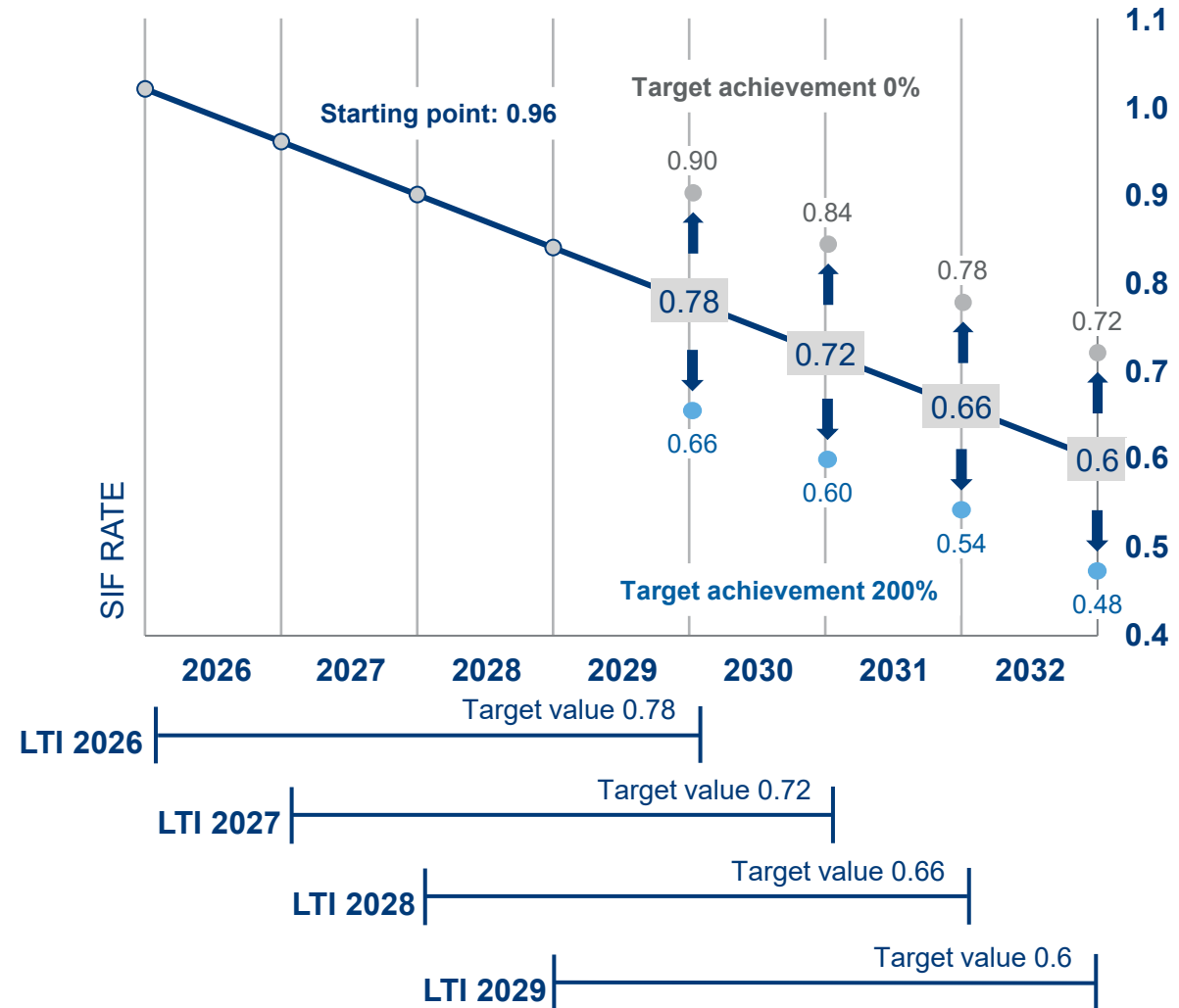
Starting point: 0.96 (end of 2026)

Target value: 0.6 (end of 2032)

KPI: SIF rate

Measurement: Reduction in the SIF rate by 0.24 over a four-year period

*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.*



Long-term incentive (LTI): Social responsibility – Health and safety culture (until 2032)

3. Health passport

Definition: Participation rate in the bonus program

Starting point: 3% (end of 2026)

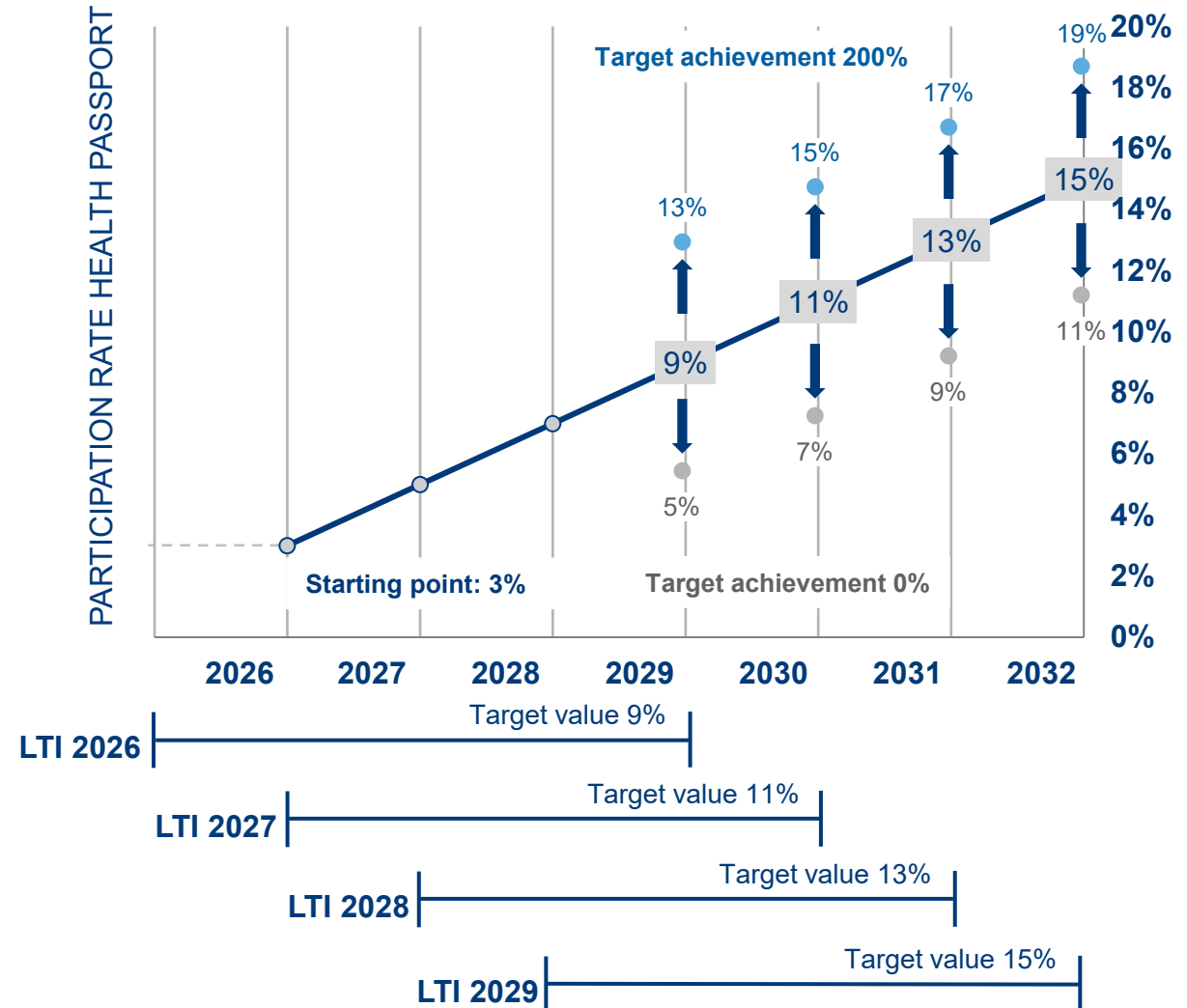
Target value: 15% (end of 2032)

KPI: Percentage of employees who participated in at least one health passport campaign during the year

Measurement: 8-point increase in the participation rate over a four-year period



*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.*



Long-term incentive (LTI): Social responsibility – Health and safety culture (until 2032)

4. Management training occupational health

Definition: Training on health-promoting leadership behavior

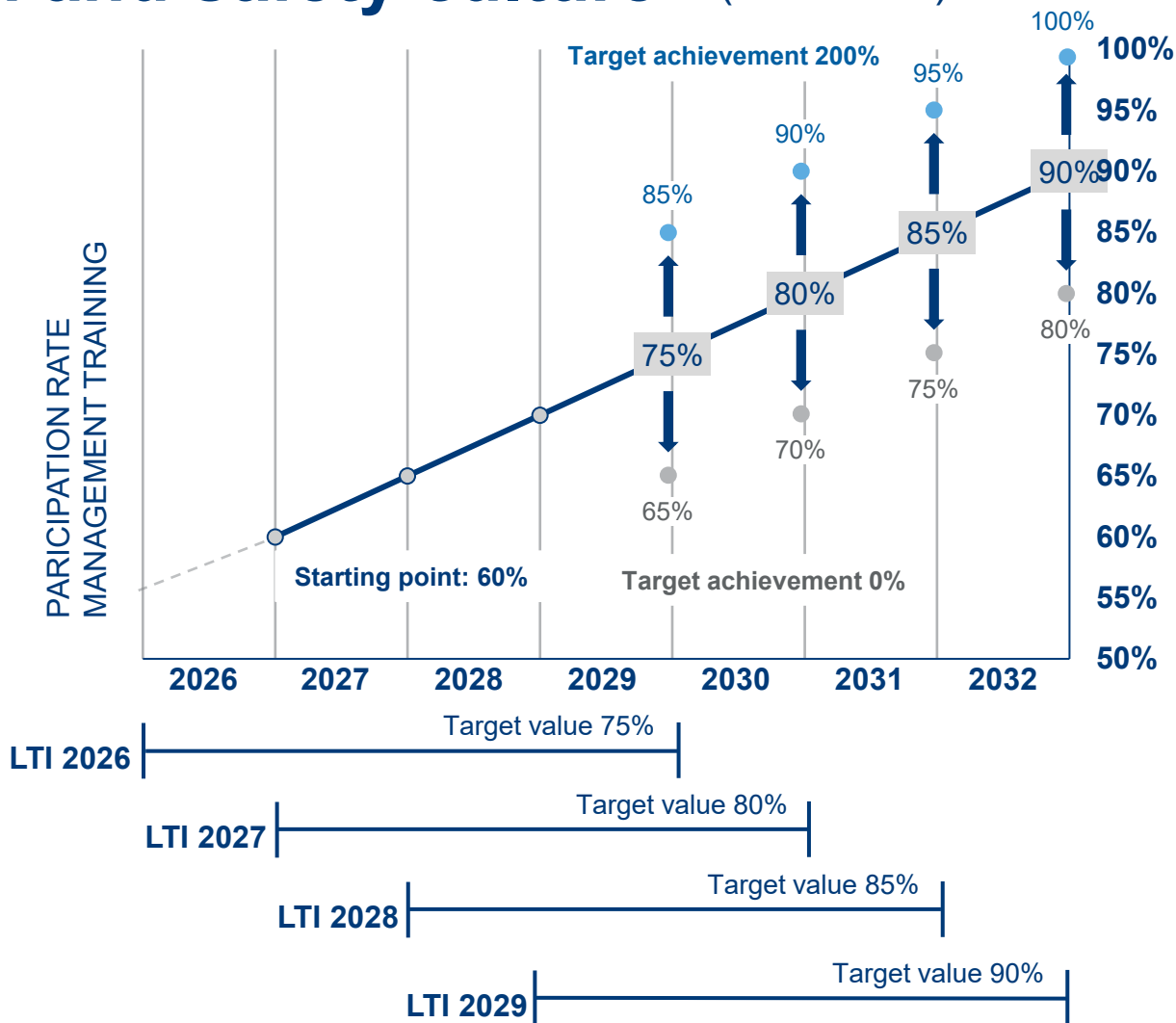
Starting point: 60% (end of 2026)

Target value: 90% (end of 2032)

KPI: Participation rate

Measurement: 20-point increase in the participation rate over a four-year period

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.



Option for a 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**
- **Limited to the following specified reasons:**
 - 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 may be taken into account

The Supervisory Board does not intend to invoke the exemption clause to increase the Board of Executive Director's remuneration.

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Our company presentation with information on the market situation, our customer segments as well as production and financial data is updated regularly.

You can find them [here](#).

The logo for K+S, featuring the letters 'K+S' in a bold, white, sans-serif font. The letters are set against a dark blue, parallelogram-shaped background that is tilted slightly to the right. The background of the slide is a lighter blue with a white geometric shape in the bottom right corner.

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