

NON-BINDING
WORKING
TRANSLATION

Remuneration Policy for the Supervisory Board of ams-OSRAM AG

Introduction

ams-OSRAM AG operates a two-tier system and therefore differentiates between the Management (Executive) Board and the Supervisory Board. The Supervisory Board consists of external/independent members (shareholder representatives) and internal members (employee representatives as delegated by the company's Works Council). This policy sets out the principles for the remuneration of the Supervisory Board of ams-OSRAM AG (for the Management Board there is a separate Remuneration Policy). It was established by resolution of the Supervisory Board on April 29th 2025 and is to be applied for a maximum of four years starting after its submission to the Annual General Meeting. In accordance with Section 78b (1) AktG and Section 98a AktG in conjunction with Section 78b (1) AktG in case of any significant changes the remuneration policy must again be submitted to the Annual General Meeting for approval.

The remuneration policy defines the principles on which the remuneration of the Supervisory Board members of ams-OSRAM AG is based. Currently, only a fixed compensation is granted to members of the Supervisory Board which are elected by the Annual General Meeting. As stipulated by Austrian law, employee representatives of the Supervisory Board do not receive any remuneration in this function. Furthermore, as part of the Remuneration Policy for the Supervisory Board, the relevant criteria in this context, the respective procedure for determining the remuneration and any deviation from the remuneration policy are stipulated.

Principles and procedure

Principles

The remuneration of the Supervisory Board is designed to promote the long-term development and business strategy of ams-OSRAM AG. Moreover, the remuneration policy considers the size as well as the development of the business of the ams OSRAM group. It appropriately reflects the responsibility and scope of activities of each individual member of the Supervisory Board. Furthermore, it represents a market adequate remuneration to attract and retain qualified members reflecting the responsibility of the Supervisory Board as a whole. In addition, it facilitates a professionally and personally balanced composition of the Board, especially regarding diversity and internationality of the body as further determined in the "Board Composition and Diversity Policy" of the Supervisory Board of ams-OSRAM AG (which can be assessed on the company's website).

Procedure for the Remuneration Policy

The Supervisory Board is responsible for the preparation and regular review of the remuneration policy for the Supervisory Board. Remuneration within the underlying Remuneration Policy is determined by the Annual General Meeting based on a proposal by the Supervisory Board. The proposal to the Annual General Meeting may also be initiated by a shareholder. The binding

resolution on the remuneration of the members of the Supervisory Board by the Annual General Meeting avoids conflicts of interest in connection with the Remuneration Policy.

Remuneration

The remuneration of the Supervisory Board consists of a uniform base remuneration for serving on the company's Supervisory Board. Annual bonuses and stock based compensation are not granted. In view of the extended scope of activities and the higher level of responsibility, the Chairperson of the Supervisory Board, the Deputy Chairperson, and the chairpersons of committees are granted higher base remuneration than ordinary members of the Supervisory Board.

The Annual General Meeting may resolve that the members of the Supervisory Board receive an attendance fee for attending meetings of the Supervisory Board or a committee. The Annual General Meeting may also resolve the granting of a special remuneration for extraordinary activities of one of its members that go beyond the general duties of the Supervisory Board.

The Company provides D&O insurance coverage for members of the Supervisory Board. The employee representatives on the Supervisory Board perform their functions on an honorary basis in accordance with section 110 (3) of the ArbVG and do not receive any remuneration. Each member of the Supervisory Board, including the employee representatives on the Supervisory Board, is entitled to reimbursement of reasonable cash expenses.

Terms of office and termination

Terms of office and termination of the Supervisory Board mandate

Unless the Annual General Meeting determines a different period of office, the Supervisory Board members are elected for a period of four years. The Articles of Association do not provide for a staggered term of office for members of the Supervisory Board. The re-election of departing members is permitted.

Each member of the Supervisory Board may resign from office by written notification to the Chairperson of the Supervisory Board. The resignation becomes effective four weeks after receipt, unless the resignation is declared for a differing date. The appointment of the Supervisory Board members may be revoked by the General Meeting before the end of the term of office by a resolution passed by 50% of the votes cast. If the function of a member of the Supervisory Board begins or ends during the financial year, the remuneration is granted *pro rata temporis*. A Supervisory Board member delegated by the Works Council may be dismissed by the Works Council.

Deviation from the Remuneration Policy

A temporary deviation from the established Remuneration Policy is only permitted in exceptional circumstances, if the deviation is necessary to ensure the long-term development and profitability of ams-OSRAM AG. In such cases, the Annual General Meeting may, by passing a resolution, adjust the base remuneration of the individual members of the Supervisory Board to the economic situation of the company.