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Declaration of Conformity by the Executive Board and the Supervisory Board of JENOPTIK AG in fiscal year 2022

According to § 161, Para. 1, Sent. 1 of the German Stock Corporation Act (AktG) the Executive Board and the Supervisory Board of a listed company are required to issue an annual declaration that the recommendations of the "Government Commission on the German Corporate Governance Code" ("Code") as published by the Federal Ministry of Justice in the official section of the Federal Gazette (Bundesanzeiger) have been and are complied with, or to indicate which recommendations have not been or are not applied and why not.

The Executive Board and the Supervisory Board of JENOPTIK AG support the recommendations of the Code and state pursuant to § 161, Para. 1, Sent. 1 of the German Stock Corporation Act:

- I. Since the last Declaration of Conformity as of December 2021, the recommendations of the Code in the version dated December 16, 2019 **have been complied with** until the new version of the Code came into force on April 28, 2022 ("Code 2022") with the following exception:

In accordance with recommendation C.4 of the Code a Supervisory Board member who is not a member of any Executive Board of a listed company shall not accept more than five Supervisory Board mandates at non-group listed companies or comparable functions, with an appointment as Chair of the Supervisory Board being counted twice.

Our Supervisory Board member, Ms. Doreen Nowotne, also chairs the Supervisory Board of Franz Haniel & Cie. GmbH (not listed on a stock exchange) as well as of Brenntag AG (listed company) and is Supervisory Board member of Lufthansa Technik AG (not listed on a stock exchange). If the mandate at Jenoptik, which from Jenoptik's point of view is an internal mandate, is included in the addition of the mandates according to C.4 Ms. Nowotne has a total of six Supervisory Board mandates. Therefore, a deviation has been declared purely as a precautionary measure. The Supervisory Board has ensured that Ms. Nowotne has sufficient time available to discharge her duties at JENOPTIK AG.

- II. Since the Code 2022 came into force, all the recommendations contained therein **have been complied with**, with the following exceptions:

In accordance with recommendation C.4 of the Code 2022 a Supervisory Board member who is not a member of any Executive Board of a listed company shall not accept more than five Supervisory Board mandates at non-group listed companies or comparable functions, with an appointment as Chair of the Supervisory Board being counted twice.

In accordance with the recommendation A.5 of the Code 2022, the main characteristics of the entire internal control system and risk management system



MORE LIGHT

should be described in the company's management report, and a statement should be made on the appropriateness and effectiveness of these systems. According to recommendation C.1 of the Code 2022, the implementation status of fulfilling the overall profile of required skills and expertise for the Supervisory Board shall be disclosed in the form of a qualification matrix in the corporate governance statement.

As the two aforementioned recommendations A.5. and C.1 did not yet exist at the time the last Annual Report was prepared, the required reporting contents were not yet fully included in the 2021 management report and not included in the 2021 corporate governance statement. However, both recommendations will be implemented in the future.

- III. In future, JENOPTIK AG **will comply with** all recommendations of the Code 2022 with the following exception which has been declared purely as a precautionary measure.

In accordance with recommendation C.4 of the Code 2022 a Supervisory Board member who is not a member of any Executive Board of a listed company shall not accept more than five Supervisory Board mandates at non-group listed companies or comparable functions, with an appointment as Chair of the Supervisory Board being counted twice.

We refer to the explanatory statement in Section I of this Declaration of Conformity regarding the mandates held by our Supervisory Board member, Ms. Doreen Nowotne, at other companies. The Supervisory Board has ensured that Ms. Nowotne has sufficient time available to discharge her duties at JENOPTIK AG.

Ms. Nowotne has publicly announced that she will resign as Chairman of the Supervisory Board at Franz Haniel & Cie. GmbH in April 2023. **From this date Jenoptik will fully comply with the recommendation C.4 and thus with all recommendations of the Code.**

December 14, 2022
JENOPTIK AG

On behalf of the Executive Board

sign. Dr. Stefan Traeger
President & CEO

On behalf of the Supervisory Board

sign. Matthias Wierlacher
Chairman of the Supervisory Board