

Corporate Governance Statement

according to § 289f HGB und § 315d HGB

Declaration of compliance with the German Corporate Governance Code (DCGK) in accordance with Section 161 AktG of January 26, 2022

According to Section 161 (1) AktG, the executive board and Supervisory Board of a stock corporation listed in Germany are obliged to issue a declaration at least once a year on the extent to which the recommendations of the DCGK have been followed in the past and how this is intended for the future. Dr. Hönle AG attaches great importance to the rules of proper corporate governance. The board of directors and the Supervisory Board of Dr. Hönle AG published the following declaration of compliance on January 26, 2022.

The board of directors and the Supervisory Board of Dr. Hönle AG declare in accordance with Section 161 AktG that the recommendations of the Government Commission on the German Corporate Governance Code in the version of December 16, 2019 (DCGK 2019) published by the Federal Ministry of Justice and Consumer Protection in the official section of the Federal Gazette have been complied with the following exceptions and will:

Management tasks of the board of directors; Consideration of diversity when filling management positions

The German Corporate Governance Code recommends that the Management Board should pay attention to diversity when filling management positions (recommendation A.1). In accordance with the provisions of the Act on equal participation of women and men in management positions in the private and public sector of April 24, 2015, the Management Board has set targets for the proportion of women in the two management levels below the Management Board. The Executive Board set a target of at least 25% for the proportion of women in the first management level below the Executive Board, to be achieved by June 30, 2022. This corresponded to the proportion of women at this level at the time. Since June 23, 2021, the proportion of women in the first management level below the Management Board has been 0%. The Executive Board has also set a target of at least 0% for the proportion of women in the second management level below the Executive Board. It is therefore not possible to define a deadline for implementation. The Management Board is of the opinion that other aspects of diversity should not play a role when filling management positions, but rather that the personal qualifications and individual skills of the manager concerned should be the focus.

Management tasks of the board of directors; Establishment of a compliance management system and disclosure of its basic features; Protected whistleblower system

The German Corporate Governance Code recommends that the board of directors should disclose the main features of the compliance management system (recommendation A.2, sentence 1, 2nd clause). Dr. Hönle AG is not of the opinion that the publication of the compliance management system is necessary for adhering to compliance regulations. The Dr. Hönle AG therefore refrains from disclosing the main features of the compliance management system. Furthermore, the Code recommends that employees should be given the opportunity in a suitable manner to report violations of the law in the company in a protected manner (recommendation A.2, sentence 2, 1st half-sentence). Executive Board and Supervisory Board of Dr. Hönle AG are of the opinion that the establishment of a protected whistleblower system for compliance with the applicable laws and regulations by the Management Board, Supervisory Board and employees of Dr. Hönle AG is not required.

Composition of the board of directors; Attention to diversity

The German Corporate Governance Code recommends that the Supervisory Board pay attention to diversity when appointing the executive board (recommendation B.1). In accordance with the provisions of the law on the equal participation of women and men in management positions in the private sector and in the public sector of April 24, 2015, the Supervisory Board of Dr. Hönle AG set a target to be achieved for the proportion of women on the Management Board of Dr. Hönle AG of at least 0%. It is therefore not possible to define a deadline for implementation. The board members of the Dr. Hönle AG successfully manage the group. The management of the Dr. Hönle AG is secured. When selecting Management Board members, the Supervisory Board will generally base its selection on the qualifications and individual skills of the candidate. In the opinion of the Supervisory Board, gender, age or other aspects of diversity are not decisive when filling the Management Board; the only decisive factor is finding the most suitable person for the Management Board position to be filled. There are currently no plans to raise the existing target for the proportion of women on

the Executive Board from at least 0% or to take other aspects of diversity into account when making appointments.

Composition of the board of directors; Re-appointment before one year before the end of the appointment period

The German Corporate Governance Code recommends that a member of the Board of Management should only be reappointed within one year before the end of the term of office while the current appointment is canceled at the same time only in special circumstances (recommendation B.4). According to company law, neither a special nor an important reason is required for a premature reappointment before the end of one year before the end of the appointment period with a simultaneous cancellation of the current appointment. The Supervisory Board adheres to the requirements of stock corporation law for the reappointment of Management Board members. At the same time, however, the Supervisory Board would like to be able to react as flexibly as possible to what the Supervisory Board believes is necessary for the reappointment of a member of the Management Board, without the need for "special circumstances" in the sense of the Code recommendation.

Composition of the board of directors; Determination of an age limit for members of the Management Board

The German Corporate Governance Code recommends that an age limit be set for board members and stated in the corporate governance statement (recommendation B.5). The Supervisory Board is of the opinion that the personal qualifications and individual abilities of a member of the Management Board, but not their age, are decisive when making appointments to the Management Board. Therefore, the Supervisory Board of Dr. Hönle AG has not set any fixed age limits for the members of the Management Board. Since there is no age limit, one is consequently not specified in the corporate governance declaration.

Composition of the Supervisory Board; Naming concrete goals

The German Corporate Governance Code recommends that the Supervisory Board should specify concrete goals for its composition and develop a competence profile for the entire Board (recommendation C.1). The Supervisory Board should pay attention to diversity. Proposals by the Supervisory Board to the Annual General Meeting should take these goals into account and at the same time strive to fill out the competence profile for the entire Board. The status of implementation is to be published in the corporate governance statement. This should also provide information on the number of independent shareholder representatives and the names of these members, which the shareholder representatives on the Supervisory Board believe is appropriate. The Supervisory Board of Dr. Hönle AG consisted of three members and since 23 March 2021 of has consisted of four members. Dr. Hönle AG is of the opinion that personal qualifications and individual abilities, but not, for example, gender or age or other aspects of diversity or the ownership structure of the company are decisive when filling the Supervisory Board. the Dr. Hönle AG sees such a stipulation as an unreasonable restriction of the shareholders' right to elect the members of the Supervisory Board. Therefore, the Supervisory Board has not formulated any concrete goals or competence profiles in terms of the Code for its composition. Dr. Hönle AG therefore will not publish the objectives of the composition of the Supervisory Board or the fulfillment of the competence profile and the status of implementation in the declaration on corporate governance. The same applies to the number of independent members and their names. The Supervisory Board of Dr. Hönle AG however has formulated a target for the proportion of women on the Supervisory Board in accordance with the provisions of the law on the equal participation of women and men in management positions in the private sector and in the public sector of April 24, 2015. Since the Dr. Hönle AG is not subject to the Codetermination Act, its Supervisory Board does not have to be made up of at least 30% women and at least 30% men. The Supervisory Board of Dr. Hönle AG has set a target of at least 0% for the proportion of women on the Supervisory Board. It is therefore not possible to define a deadline for achieving the target. At the Annual General Meeting on March 23, 2021, Prof. Libon was elected to the Supervisory Board of Dr. Hönle AG. The Supervisory Board was thus expanded by one more member to four members. Since Prof. Libon was entered in the commercial register on May 20, 2021, the proportion of women on the Supervisory Board has been 25%. At the Annual General Meeting on March 24, 2022, the Supervisory Board is to be expanded by one more member to five members. The Supervisory Board will set the target for the proportion of women on the Supervisory Board and the target achievement period after the Annual General Meeting.

Composition of the Supervisory Board; Age limit to be specified for members of the Supervisory Board

The German Corporate Governance Code recommends that an age limit be set for members of the Supervisory Board and stated in the corporate governance statement (recommendation C.2). The Supervisory Board of Dr. Hönle AG has not set any fixed age or other affiliation limits for its members. Dr. Hönle AG sees such a

stipulation as an unreasonable restriction of the shareholders' right to elect the members of the Supervisory Board.

Independence of the Supervisory Board members; Length of membership on the Supervisory Board

The German Corporate Governance Code recommends that the shareholder side, when assessing the independence of their members from the company and the Management Board, should in particular take into account whether the Supervisory Board member himself or a close family member of the Supervisory Board member has been a member of the Supervisory Board for more than 12 years (recommendation C.7 paragraph 2 last indent). Prof. Dr. Hönle has been a member of the Supervisory Board of Dr. Hönle AG. Due to his many years of expertise in the company's business, Prof. Dr. Hönle excellently suited to monitor the management. Limiting the Supervisory Board mandate to 12 years would be disadvantageous for the company. Although Prof. Dr. Hönle has long been a member of the Supervisory Board of Dr. Hönle AG, he is to be regarded as independent.

Independence of the Supervisory Board members; Chairman of the Supervisory Board

The German Corporate Governance Code recommends that the chairman of the Supervisory Board should be independent of the company and the management board (recommendation C.10). Prof. Dr. Hönle has been a member of the Supervisory Board of Dr. Hönle AG and has been Chairman of the Supervisory Board since 2015. Due to his many years of expertise in the field of optics and laser technology as well as his experience in the management of companies, Prof. Dr. Hönle excellently suited to monitor the management. Limiting the Supervisory Board mandate to 12 years would be disadvantageous for the company. Even if Prof. Dr. Hönle has been a member of the Supervisory Board of Dr. Hönle AG for a long time, he is to be regarded as independent.

Working methods of the Supervisory Board; Committees of the Supervisory Board

The German Corporate Governance Code recommends that the Supervisory Board form professionally qualified committees, regardless of the specific circumstances of the company and the number of its members. This recommendation D.2 and the other recommendations D.3, D.4 and D.5 deal with the requirements for the composition and chairing of the relevant committees. The Supervisory Board of Dr. Hönle AG previously consisted of three members and has consisted of four members since March 23, 2021. Since January 2022, the Supervisory Board of Dr. Hönle AG has an audit committee.

Transparency and external reporting; Dates for financial information

The German Corporate Governance Code recommends that the consolidated financial statements and the group management report should be made publicly accessible within 90 days after the end of the financial year and the mandatory interim financial information should be made publicly accessible within 45 days after the end of the reporting period (recommendation F.2). As before, Dr. Hönle AG will continue to provide preliminary figures for the financial year within 90 days. However, the annual report is published within four months of the end of the reporting period in accordance with the stock exchange regulations of the Frankfurt Stock Exchange for Prime Standard stocks. Half-yearly reports and quarterly statements are published within two months after the end of the reporting period in accordance with the stock exchange regulations of the Frankfurt Stock Exchange. Shortening publication times would increase administrative costs disproportionately. The publication deadlines will therefore remain unchanged until further notice.

Compensation of the board of directors; Ratio of long-term goals to short-term goals in variable remuneration

The German Corporate Governance Code recommends (recommendation G.6) that the variable remuneration resulting from the achievement of long-term goals should exceed the proportion of short-term goals. The Supervisory Board of Dr. Hönle AG is of the opinion that the Management Board of Dr. Hönle AG ensures the long-term and sustainable development of the company, even if the variable remuneration resulting from the achievement of long-term goals does not exceed the proportion of short-term goals.

Compensation of the board of directors; Performance Criteria for Variable Compensation Components

The German Corporate Governance Code recommends that the Supervisory Board should determine the performance criteria for the forthcoming financial year for each individual member of the Management Board for all variable remuneration components, which should be based primarily on strategic objectives in addition to operational ones (recommendation G.7). The Supervisory Board should also determine to what extent individual targets of the individual members of the Board of Management or targets for all members of the Board of Management together are decisive. The Supervisory Board of Dr. Hönle AG is of the opinion that the

Management Board of Dr. Höhle AG operational performance criteria should be used for the majority of the variable remuneration components, behind which there is also a strategic objective. The Supervisory Board believes that the definition of the individual goals of the members of the Management Board should not be decisive. A remuneration system based on setting individual targets would be too complicated and possibly open to too much room for interpretation.

Compensation of the board of directors; Variable remuneration in company shares

The German Corporate Governance Code recommends that the variable remuneration amounts granted to the Management Board be invested primarily in shares in the company or granted on a share-based basis, taking into account the respective tax burden (recommendation G.10 S. 1). The Management Board member should only be able to dispose of the long-term variable amounts granted after four years (recommendation G.10 p. 2). The compensation system of Dr. Höhle AG does not provide for variable remuneration in the form of company shares or corresponding share-based remuneration. The variable remuneration system has proven over a long period of time at Dr. Höhle AG. A conversion is therefore not planned.

Compensation of the board of directors; Extraordinary Developments

The German Corporate Governance Code recommends that the Supervisory Board should have the opportunity to take extraordinary developments into account (recommendation G.11). In justified cases, variable remuneration should be withheld or reclaimed. According to Section 87 (2) AktG, the Supervisory Board should reduce the remuneration to an appropriate level if the company's situation deteriorates to such an extent that it would be unreasonable for the company to continue to receive the remuneration in accordance with Section 1. According to this, the Supervisory Board already has a legal right to reduce the remuneration. In the opinion of the Supervisory Board of Höhle AG, further contractual rights to take extraordinary developments into account are not required.

Compensation of the board of directors; Severance pay cap and offset against waiting allowance

The German Corporate Governance Code recommends that payments to a member of the Board of Management in the event of early termination of the Board of Management activity should not exceed the value of two annual salaries (severance pay cap) and should not pay more than the remaining term of the employment contract. In the case of a post-contractual non-competition clause, the severance payment should be offset against the waiting allowance (recommendation G.13). From the perspective of the Supervisory Board of Dr. Höhle AG, the severance payment for the contractual remaining term of the Management Board service contract and the compensation for waiting due to a post-contractual non-competition clause are two fundamentally different payments. The severance payment for the remaining contractual term is based on the remaining term in the employment contract. If this is more than two years at the time of early termination, the company feels bound by the contract and accordingly grants the remuneration for the entire remaining term. The post-contractual non-competition clause, on the other hand, aims to ensure that the member of the Management Board does not start working directly for a competitor after completing his/her position on the Management Board. The board member is entitled to compensation for this. In the opinion of the Supervisory Board, however, the waiting allowance has no material connection to the severance payment for the remaining contractual term. Therefore, in the opinion of the Supervisory Board, offsetting the waiting allowance against the severance payment is not convincing.

Compensation of the board of directors; Decision of the Supervisory Board on the crediting of the remuneration of non-Group Supervisory Board mandates to the remuneration of the Management Board members

The German Corporate Governance Code recommends that the Supervisory Board should decide whether and the extent to which the remuneration is to be credited (recommendation G.16). The Supervisory Board is of the opinion that the members of the Board of Management should be able to decide for themselves and on their own responsibility within the scope of their due discretion, within the scope of their managerial competence, whether they can take on other non-Group Supervisory Board mandates in view of the time required for their Board of Management mandate. If the Management Board members agree, the Supervisory Board is of the opinion that the remuneration for external Supervisory Board mandates should not be offset against the Management Board remuneration of the relevant Management Board member, since the Supervisory Board remuneration for external Supervisory Board mandates is intended to compensate for the additional workload of the person concerned associated with the mandate.

Reference to the company's website on which the remuneration report for the last financial year and the auditor's report in accordance with Section 162 AktG, the applicable remuneration system in accordance with Section 87a (1) and (2) sentence 1 AktG and the most recent remuneration resolution in accordance with Section 113 (3) AktG are publicly accessible be made

Section 289f HGB in the version applicable from January 1, 2020 is to be applied for the first time to annual and consolidated financial statements as well as management and group management reports for the financial year beginning after December 31, 2020. The information on the remuneration report for the last financial year and the auditor's note in accordance with Section 162 of the German Stock Corporation Act and the last remuneration resolution in accordance with Section 113 (3) of the German Stock Corporation Act are currently not yet to be made public separately on the website of Dr. Hönle AG. The remuneration system resolved by the Supervisory Board in accordance with Section 87a Paragraph 1 and 2 Clause 1 of the German Stock Corporation Act, which was approved by the Annual General Meeting on March 23, 2021, is available on the Dr. Hönle AG's website at <https://www.hoenle.com/investor-relation/corporate-governance>.

Information on corporate governance practices

Responsible action in all areas of the Group is important to Dr. Hönle AG, going beyond the legal regulations and the DCGK. However, this behavior is currently not regulated in a specific code of conduct, but is lived in daily practice.

Description of the working methods of the Board of Management and the Supervisory Board as well as the composition and working methods of their committees

The board of directors and the Supervisory Board of Dr. Hönle AG form the dual management and control structure in accordance with the provisions of German stock corporation law. The Board of Management and the Supervisory Board work closely together for the benefit of the company.

Tasks and working methods of the Management Board

The board of directors of Dr. Hönle AG consisted of two and since January 2021 has consisted of three people. The Executive Board manages the company independently in the interests of the company, develops the company's strategic orientation, coordinates it with the Supervisory Board and ensures that it is implemented. The Management Board manages the company's business on its own responsibility in accordance with the law, the Articles of Association and the Management Board's rules of procedure, as well as taking into account the resolutions of the Annual General Meeting. The allocation of responsibilities and cooperation within the board of directors are regulated, among other things, in the rules of procedure for the board of directors. There is no CEO or spokesman at Dr. Hoenle AG. The Management Board represents the company in dealings with third parties. Management is based on regular strategic discussions at board level and with the heads of the business units. The Executive Board is informed monthly about the development of key parameters of Dr. Hönle AG and its subsidiaries. The Executive Board takes suitable measures to identify developments that could jeopardize the continued existence of the company at an early stage. This system is continuously being further developed and adapted to changing framework conditions. The risk report contains further information on risk management. The German Corporate Governance Code recommends that an age limit be set for members of the Management Board (recommendation B.5 GCGC 2019). The Supervisory Board is of the opinion that the personal qualifications and individual abilities of a member of the Management Board, but not their age, are decisive when making appointments to the Management Board. Therefore, the Supervisory Board of Dr. Hönle AG has not set any fixed age limits for the members of the Management Board.

Tasks and working methods of the Supervisory Board

The Supervisory Board of Dr. Hönle AG appoints the members of the Management Board, monitors and advises the Management Board on the conduct of business. It is always involved in a timely and appropriate manner in all decisions of fundamental importance. The Executive Board informs him regularly, promptly and comprehensively about the course of business, the earnings and financial situation, the employment situation as well as the planning and projects of the company. In order to prepare for the meetings, the Supervisory Board regularly receives written reports from the Management Board. After careful examination and consultation, the Supervisory Board passes resolutions where necessary. The Supervisory Board currently has four members. It is planned to elect the Supervisory Board of Dr. Hönle AG by one member, so that the Supervisory Board will then consist of five members. Rules of procedure regulate the tasks of the Supervisory Board and the internal organization of the Supervisory Board. The Supervisory Board holds at least two meetings per half calendar year. The meetings of the Supervisory Board are usually held as face-to-face meetings. The meetings of the Supervisory Board are convened by the Chairman of the Supervisory Board or, if

he is unavailable, by his deputy. The resolutions of the Supervisory Board are passed in meetings chaired by the Chairman of the Supervisory Board. The type of voting is determined by the Chairman of the Supervisory Board. Resolutions can also be passed in writing, by telex, telephone, fax or telegram if no member of the Supervisory Board objects to this procedure immediately. Resolutions of the Supervisory Board are passed with a simple majority of the votes cast, unless otherwise stipulated by law or the Articles of Association. Further details on the activities of the Supervisory Board are presented in the Report of the Supervisory Board. The German Corporate Governance Code recommends that the Supervisory Board should ensure long-term succession planning together with the management board. The Supervisory Board of Dr. Höhle AG is in constant contact with the Management Board as to whether the current composition of the Management Board corresponds to the strategic goals of the company or whether additional Management Board members should be appointed in order to meet the strategic goals of the company. Employees and executives of the company are individually promoted through training courses and prepared for possible management positions. As a matter of principle, the Supervisory Board initially attempts to recruit executives from the Group for a position on the Management Board. If no suitable candidates are available within the Group, the Supervisory Board uses recruitment agencies to identify and recruit suitable candidates for any Management Board position that may need to be filled. The DCGK gives concrete recommendations for the composition of the Supervisory Board. The GCGC recommends, among other things, that the Supervisory Board should name specific goals for its composition and develop a competence profile for the entire board. The Supervisory Board should pay attention to diversity. Proposals by the Supervisory Board to the Annual General Meeting should take these goals into account and at the same time strive to complete the competence profile for the entire Board (recommendation C.1 DCGK 2019). Dr. Höhle AG is of the opinion that personal qualifications and individual abilities, but not, for example, gender or age or other aspects of diversity or the ownership structure of the company are decisive when filling the Supervisory Board. Dr. Höhle AG sees such a stipulation as an inappropriate restriction of the shareholders' right to elect the members of the Supervisory Board. Therefore, the Supervisory Board has not formulated any concrete goals or competence profiles within the meaning of the DCGK for its composition. Dr. Höhle AG will therefore not publish the objectives of the composition of the Supervisory Board or the fulfillment of the skills profile and the status of implementation in the declaration on corporate governance. The same applies to the number of independent members and their names. Furthermore, according to recommendation C.2 DCGK 2019, an age limit should be set for members of the Supervisory Board and stated in the corporate governance declaration. The Supervisory Board of Dr. Höhle AG has not set any fixed age or other affiliation limits for its members. Dr. Höhle AG sees such a stipulation as an inappropriate restriction of the shareholders' right to elect the members of the Supervisory Board. In addition, if one or more of the indicators specified in Recommendation C.7 DCGK 2019 are met and the Supervisory Board member concerned is still considered independent, this should be justified in the corporate governance statement. Prof. Dr. Höhle has been a member of the Supervisory Board of Dr. Höhle AG since 1999. Due to his many years of expertise in the company's business, Prof. Dr. Höhle excellently suited to monitor the management. Limiting the Supervisory Board mandate to 12 years would be disadvantageous for the company. From the point of view of the company, he is therefore to be regarded as independent. According to recommendation D.13 DCGK 2019, the Supervisory Board should regularly assess how effectively the Supervisory Board and its committees as a whole are fulfilling their tasks. At its meetings, the Supervisory Board regularly assesses the efficiency of its activities. This is done every two years. The self-assessment is standardized and essentially includes the areas of session preparation, course, duration, -frequency and documentation as well as the content of the meetings and the cooperation with the board of directors and auditors. The last self-assessment was carried out in the year under review, and the efficiency of the Supervisory Board's work was confirmed.

Committees of the Supervisory Board

The Supervisory Board of Dr. Höhle AG previously consisted of three members and has consisted of four members since March 23, 2021. Since January 2022, the Supervisory Board of Dr. Höhle AG has had an audit committee in accordance with recommendation D.3 DCGK 2019, which deals in particular with auditing the accounting, monitoring the accounting process, the effectiveness of the internal control system, the risk management system and the internal auditing system as well as the audit of the financial statements and compliance. Mr. Günther Henrich is the chairman of the examination board and Ms. Prof. Imke Libon and Mr. Dr. Bernhard Gimple are members of the Audit Committee.

Target figures for the proportion of women in the two management levels below the Management Board; Target figures for the proportion of women on the Supervisory Board and the Management Board

In accordance with Principle 3 DCGK 2019, the Executive Board sets targets for the proportion of women in the two management levels below the Executive Board. This was done by the board of Dr. Hönle AG also in accordance with the provisions of the law on the equal participation of women and men in management positions in the private sector and in the public sector of April 24, 2015. The Management Board set a target for the proportion of women in the first to be achieved by June 30, 2022 for Management level below the Management Board of at least 25%. This corresponded to the proportion of women at this level at the time. Since June 23, 2021, the proportion of women in the first management level below the Management Board has been 0%. The Executive Board has also set a target of at least 0% for the proportion of women in the second management level below the Executive Board. It is therefore not possible to define a deadline for implementation. The Executive Board is of the opinion that personal qualifications and individual ability, not gender, are decisive when filling management positions.

In accordance with Principle 9 DCGK 2019, the Supervisory Board sets targets for the proportion of women on the Management Board. This was done by the Supervisory Board of Dr. Hönle AG, also in accordance with the provisions of the law on the equal participation of women and men in management positions in the private sector and in the public sector of April 24, 2015. Hönle AG of at least 0%. It is therefore not possible to define a deadline for implementation. The board members of the Dr. Hönle AG, Mr. Haimerl, Mr. Pumpe and Mr. Runge successfully manage the group. For this reason, no minimum target for the proportion of women on the Board of Management greater than 0% should be set. In general, the Supervisory Board will continue to base its selection of Management Board members on the qualifications and individual skills of the candidate. In the opinion of the Supervisory Board, gender and age are not decisive when filling the Management Board; the only decisive factor is finding the most suitable person for the Management Board position to be filled. The Supervisory Board has set a target for the proportion of women on the Supervisory Board in accordance with the provisions of the law on equal participation of women and men in management positions in the private sector and in the public sector of April 24, 2015. The Supervisory Board of Dr. Hönle AG has set a target of at least 0% for the proportion of women on the Supervisory Board. It is therefore not possible to define a deadline for achieving the target. At the Annual General Meeting on March 23, 2021, Prof. Libon was elected to the Supervisory Board of Dr. Hönle AG. The Supervisory Board was thus expanded by one more member to four members. Since Prof. Libon was entered in the commercial register on May 20, 2021, the proportion of women on the Supervisory Board has been 25%. At the Annual General Meeting on March 24, 2022, the Supervisory Board is to be expanded by one more member to five members. The Supervisory Board will set the target for the proportion of women on the Supervisory Board and the target achievement period after the Annual General Meeting.

Information on compliance with the minimum proportions of women and men on the Supervisory Board

In accordance with principle 11 DCGK 2019, the Supervisory Board is to be composed in such a way that statutory gender quota is observed. A fixed gender quota of at least 30 percent women and men for Supervisory Boards is not required at Dr. Hönle AG, as the company is neither subject to the German Codetermination Act nor was it the result of a cross-border merger.

Description of the diversity concept or explanation of the lack of a diversity concept

Dr. Hönle AG does not pursue a detailed diversity concept for the Supervisory Board, the Management Board or for management functions in the company (Recommendations A.1, B.1, C.1 GCGC 2019). Hönle does not think, that rigid criteria, quotas or skill profiles that restrict flexibility in personnel decisions and the number of possible candidates make sense. Instead, the personal qualifications and individual abilities of a candidate are given priority. When electing the members of the Board of Management and the Supervisory Board, Dr. Hönle AG considers age, gender, cultural background, educational and professional background, among other things, and strives for a diverse composition.

Disclosures on Corporate Governance Practices

Corporate Body

The Corporate Body includes the Board of Management, the Supervisory Board, and the Annual General Meeting.

The respective competencies are governed by the German Stock Corporation Act (AktG), the company's Articles of Incorporation, and the Rules of Internal Procedure for the Management Board and Supervisory Board.

Responsibilities of the Management Board

The Management Board manages the company on its own authority in accordance with applicable laws, the company's Articles of Incorporation, and the Board's Rules of Internal Procedure, and by taking the resolutions of the General Annual Meeting into account. The Management Board represents the company vis-a-vis third parties. The company is managed via regular strategic discussions at Management Board level and by including the managers of the business segments. The Management Board is informed about the development of significant key indicators of Dr. Höhle AG and its subsidiaries on a monthly basis. Further information on corporate governance can be found in this management report under the heading "Management System." The Management Board is required to take suitable measures to identify developments that could threaten the company's continued existence as a going concern at an early stage. This includes establishing a monitoring system, in particular. This system is continuously being enhanced and adjusted to changes in general circumstances. The risk report includes further information on risk management.

Responsibilities of the Supervisory Board

The Supervisory Board monitors and advises the Management Board with respect to the management of the company's business activities. To this end, the Supervisory Board is promptly and properly involved in all decisions of fundamental importance to the company. The Management Board regularly and promptly informs the Supervisory Board in detail on the course of business, results of operations, financial position, the employment situation, and on the company's planning and intended projects. The Management Board regularly provides written reports to the Supervisory Board with a view to preparing for Board meetings. Following careful examinations and consultations, the Supervisory Board passes resolutions, as required. Further details on the activities of the Supervisory Board are presented in the report of the Supervisory Board. A recommendation is made in the German Corporate Governance Code that qualified committees be formed, which are to comprise at least three members. The supervisory board of Dr. Höhle AG has consisted of four members since March 2021 and has had an Audit Committee since January 2022.

Annual General Meeting

Shareholders exercise their rights at the Annual General Meeting and decide on fundamental issues that concern Dr. Höhle AG by exercising their voting rights. Each share of stock carries one voting right. All important documents that are required for decision-making are also made accessible to the shareholders on Dr. Höhle AG's website in good time before the Annual General Meeting.

(<https://www.hoenle.de/de/investoren/hauptversammlung>)

The shareholders may have their voting rights exercised by proxy of their choice or by a voting representative appointed by Dr. Höhle AG, who acts upon instruction of the shareholder.

Following the Annual General Meeting, the attendance and voting results are published on the company's website.

Management Board

Norbert Haimerl

MBA (59)

Responsible for Finances and Human Resources

Norbert Haimerl completed his business management studies at the Regensburg University for Applied Science with a diploma in business management. [Dipl.-Betriebswirt (FH)]. He commenced his career in 1990 as assistant to the management of a medium-sized company. During the years from 1992 to 1996, he worked for a subsidiary of a German printing machine manufacturer as a management assistant. In 1996 he changed jobs to take up a position as commercial manager with Dr. Höhle AG and was appointed to the Management Board with effect from 1 January 2000.

Rainer Pumpe

Graduate Engineer (54)

Responsible for Technology and Production

After completing his mechanical engineering studies at the Ruhr University Bochum with a degree in engineering, Rainer Pumpe began his career in 1995 at Voith Paper GmbH in Krefeld, initially as a design/development engineer. After several positions at Voith Paper, he was appointed Managing Director of Voith Paper Finishing Inc. in Springfield (USA) in 2004. In 2007 he then took over the management of Voith Paper Air Systems GmbH with responsibility for the Mönchengladbach, Bayreuth and Montreal (Canada) locations. In 2016, Mr. Pumpe became managing director of the medium-sized family company IDEAL - Werk C. + E. Jungeblodt GmbH + Co. KG in Lippstadt. Since 1 January 2021 he has been on the board of Dr. Höhle AG, Gilching, where he is responsible for the areas of technology and production.

Heiko Runge

Graduate Engineer (57)

Responsible for Sales and Technology

Heiko Runge completed his physical technology studies at the Wedel University for Applied Science with a diploma in engineering [Dipl. Ingenieur (FH)]. He began his career in 1990 as product manager for marketing at Eltosch Torsten Schmidt GmbH. Three years later, he changed jobs to work for Dr. Höhle AG. Here, his first position was as marketing manager, and he was appointed to the Management Board with effect from 1 January 2000.

Supervisory Board

Prof. Dr. Karl Höhle

Physicist

Supervisory Board Chairman

Prof. Höhle is one of the founders of the Dr. Höhle AG and was the first managing director of Dr. Höhle GbR resp. GmbH. After the company was established, he accepted a professorship at the Munich University of Applied Sciences for technical optics and laser technology and was the representative for technology transfer and trade fair participation for Bavarian universities of applied sciences. Prof. Höhle has been a professor emeritus since 2004 and has been an honorary senator at Munich University of Applied Sciences since 2021. He is also a member of the Senate of Economics in Europe.

He is a member of the standards committee for lighting technology at the German Institute for Standardization (DIN). Since the transformation of the Dr. Höhle GmbH into a stock corporation in 1999, Prof. Höhle is Member of the Supervisory Board and its Chairman since 2015. When Dr. Höhle AG separated from the medical technology business area, Prof. Höhle took over this business and has been Managing Director of Dr. Höhle Medizintechnik GmbH in Gilching.

Günther Henrich

Lawyer

Vice Chairman of the Supervisory Board

Following his activities for the Bavarian Ministry of Economics and LfA Förderbank Bayern, Mr Günther Henrich acted as managing director at BayBG Bayerische Beteiligungsgesellschaft mbH and its predecessor companies from 1987 through 2012. Mr Henrich has played a leading role in building up BayBG to become the present market leader for SME investment capital in Bavaria. As a result, Mr Henrich has an extensive network in the Bavarian industry. He was Member of the Supervisory and Advisory Boards of numerous small- and medium-sized companies. In addition, Mr Henrich headed an expert group and was member of the Board of Directors of the German Private Equity and Venture Capital Association [BVK Bundesverband deutscher Kapitalbeteiligungsgesellschaften].

Dr. Bernhard Gimple

Lawyer

Supervisory Board

Dr. Bernhard Gimple has been working as a lawyer in Munich since 2001. After completing his law studies and receiving his PhD at Ludwig-Maximilian-University in Munich, he initially worked for several large-scale supra-regional business law firms before founding the law firm, SOLEOS, together with another colleague in 2011. Since November 2005 the trained banker has also been acting as Pfandbrief trustee at Stadtparkasse Munich.

Prof. Dr. Imke Libon

Professor

Supervisory Board

Prof. Dr. Libon has been Professor of Physics and Didactics at Munich University of Applied Sciences since 2009 and Dean of the Faculty of Applied Sciences and Mechatronics at Munich University of Applied Sciences since 2019. After completing her physics studies at the Friedrich-Alexander University Erlangen-Nuremberg, the University of Cambridge, UK, the University of California, Berkeley, USA, and the Technical University of Munich, she did her doctorate in applied optoelectronics at the Ludwig Maximilian University of Munich. She then worked for six years as a strategic management consultant at Booz Allen Hamilton on interdisciplinary projects in several European countries before she accepted an appointment as professor at the Munich University of Applied Sciences.

After moving to Munich University of Applied Sciences, she held various positions and honorary posts for several years in addition to her teaching activities and was Vice Dean of the faculty there from 2014 to 2019. Since 2019 she has also been Deputy Chairwoman of the Board of Directors of the Munich Student Union.