

**REPORT OF THE INDEPENDENT AUDITOR ON THE AUDIT OF THE REMUNERATION REPORT IN
ACCORDANCE WITH SECTION 162 (3) AKTG**

To Basler Aktiengesellschaft, Ahrensburg/Germany

Audit Opinion

We conducted a formal audit of the remuneration report of Basler Aktiengesellschaft, Ahrensburg/Germany, for the financial year from January 1 to December 31 2025 to assess whether the disclosures required under Section 162 (1) and (2) German Stock Corporation Act (AktG) have been made in the remuneration report. In accordance with Section 162 (3) AktG, we have not audited the content of the remuneration report.

In our opinion, the disclosures required under Section 162 (1) and (2) AktG have been made, in all material respects, in the accompanying remuneration report. Our audit opinion does not cover the content of the remuneration report.

Basis for the Audit Opinion

We conducted our audit of the remuneration report in accordance with Section 162 (3) AktG and in compliance with the *IDW Auditing Standard: Audit of the Remuneration Report Pursuant to Section 162 (3) AktG (IDW AuS 870 (09.2023))*. Our responsibilities under those requirements and this standard are further described in the "Auditor's Responsibilities" section of our report. Our audit firm has applied the IDW Quality Management Standards. We have fulfilled our professional responsibilities in accordance with the German Public Auditor Act (WPO) and the Professional Charter for German Public Auditors and German Sworn Auditors (BS WP/vBP), including the requirements on independence.

Responsibilities of the Executive Board and the Supervisory Board

The executive board and the supervisory board are responsible for the preparation of the remuneration report, including the related disclosures, that complies with the requirements of Section 162 AktG. In addition, they are responsible for such internal control as they have determined necessary to enable the preparation of a remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud (i.e. fraudulent financial reporting and misappropriation of assets) or error.

Auditor's Responsibilities

Our objective is to obtain reasonable assurance about whether the disclosures required under Section 162 (1) and (2) AktG have been made, in all material respects, in the remuneration report, and to express an opinion on this in a report on the audit.

We planned and conducted our audit in such a way to be able to determine whether the remuneration report is formally complete by comparing the disclosures made in the remuneration report with the disclosures required under Section 162 (1) and (2) AktG. In accordance with Section 162 (3) AktG, we have neither audited the correctness of the content of the disclosures, nor the completeness of the content of the individual disclosures, nor the adequate presentation of the remuneration report.

Handling of Possible Misrepresentations

In connection with our audit, our responsibility is to read the remuneration report taking into account our knowledge obtained in the financial statement audit while remaining attentive to any signs of misrepresentations in the remuneration report regarding the correctness of the content of the disclosures, the completeness of the content of the individual disclosures or the adequate presentation of the remuneration report.

If, based on the work we have performed, we conclude that there is such a misrepresentation, we are required to report that fact. We have nothing to report in this regard.

Hamburg/Germany, March 30, 2026

Deloitte GmbH
Wirtschaftsprüfungsgesellschaft

Signed:
Annika Deutsch
Wirtschaftsprüferin
(German Public Auditor)

Signed:
Christina Marquardt
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I. Preliminary Remarks

Pursuant to Section 162 of the German Stock Corporation Act (AktG), the management board and supervisory board of Basler Aktiengesellschaft (hereinafter referred to as the “company” and, together with all direct and indirect subsidiaries, hereinafter referred to as the “Group”) are required to prepare an annual remuneration report that must comply with certain legal requirements. The auditors must verify that the remuneration report contains all information required under Section 162(1) and (2) of the German Stock Corporation Act (AktG) and issue an audit opinion on it. The remuneration report audited by the auditors in this regard must be submitted to the annual general meeting for approval. This remuneration report explains the remuneration granted and owed to the current and former members of the management board and the supervisory board of the company in the fiscal year 2025 (hereinafter the “reporting year”).¹

The remuneration report for the fiscal year 2024, like the remuneration reports for previous years, was approved by a large majority of the company’s shareholders at the annual general meeting held on May 23, 2025. The management board and supervisory board view this as confirmation of the format used in past remuneration reports. It is therefore largely retained for the present remuneration report for the reporting year.

With regard to the composition of the company’s management board, the following change occurred during the reporting year: Ms. Ines Brückel joined the management board as Chief Financial Officer (CFO) effective January 1, 2025. Dr. Dietmar Ley (Chief Executive Officer, CEO) stepped down from the management board at the end of the reporting year. Mr. Hardy Mehl was appointed as the new Chief Executive Officer (CEO) effective January 1, 2026. Dr. Kai Jens Ströder will assume the newly created position of Chief Technical Officer (CTO) effective January 1, 2026.

The following change occurred in the composition of the company’s supervisory board during the reporting year: Mr. Alexander Jürn stepped down from the supervisory board effective October 8, 2025. Dr. Holger Singpiel joined the supervisory board effective November 26, 2025.

II. General Provisions Governing the Remuneration of the Management Board

1. Shareholder Approval of the Remuneration System for Members of the Management Board

The remuneration system for the members of the company’s management board, described in more detail below, was adopted by the company’s supervisory board on March 27, 2025, effective January 1, 2025; it was approved by the company’s shareholders at the annual general meeting on May 23, 2025, retroactively effective January 1, 2025.

In the following discussion of the remuneration system and management board compensation, it should be noted that payments originating from the previous remuneration system were made or will be made in 2025 and subsequent years. These relate to multi-year variable compensation components that will continue unchanged and be paid out until the end of their term.

The previous remuneration system was in effect from January 1, 2021, to December 31, 2024, and corresponded in its basic features to the 2025 remuneration system.

2. General Principles of the Remuneration System for Members of the Company’s Management Board

¹ Due to rounding, it is possible that individual figures in this report may not add up exactly to the total shown, and that the percentages presented may not accurately reflect the absolute values to which they refer.

The remuneration system for members of the management board of Basler AG is geared toward sustainable and long-term corporate development. In this respect, it contributes to the promotion of the business strategy and the long-term development of the company. The system provides incentives for value-creating and long-term development of the company. The remuneration system aims to appropriately compensate members of the management board in accordance with their areas of responsibility and duties, taking into account both the performance of the members of the management board and the economic situation and success of the company. The remuneration system is intended to enable the setting of remuneration that is competitive by national and international standards, thereby providing an incentive for dedicated and successful work. When determining the total remuneration, the supervisory board ensures that it is in reasonable proportion to the duties and performance of the management board member as well as to the company's situation and does not exceed the customary remuneration without good reason.

Basler AG's remuneration system provides, on the one hand, for fixed remuneration supplemented by additional benefits and, on the other hand, for performance-based variable remuneration calculated over a multi-year period.

The remuneration system provides for targets within the variable remuneration framework that are agreed upon for each year for the members of the management board. The setting of these targets, in conjunction with the other provisions applicable to this component of remuneration—assuming 100% target achievement—determines the target compensation for the variable remuneration. The target variable remuneration, together with the fixed remuneration components, constitutes the target total remuneration for each member of the management board.

The target total compensation depends, among other things, on:

- Duties and Responsibilities
- Performance
- Market conditions
- The company's financial situation
- The company's success and future prospects
- External comparative environment
- Internal compensation structure

The target total remuneration consists of the sum of all remuneration components relevant to the total remuneration. For variable remuneration, the target amount is based on 100% target achievement.

3. Overview of the Management Board's remuneration system in the reporting year

For all members of the management board of Basler AG, an equal percentage of the target total remuneration was defined, which serves as the basis for calculating variable remuneration. This portion of variable remuneration was set at 25% of the target total remuneration.

The relative proportions of the fixed and variable compensation components (based on the target total compensation) are as follows:

The fixed remuneration component amounts to 75% of the target total remuneration plus fringe benefits, and the long-term variable remuneration component amounts to 25% of the target total remuneration, provided that the annual targets are achieved in full.

The aforementioned proportions may vary due to the granting of a portion of the target variable remuneration in shares, as well as the development of the costs of contractually agreed fringe benefits, and in the event of any new appointments or the granting of any payments upon assuming office in connection with new appointments.

If an management board member's employment contract begins or ends during the fiscal year, the fixed remuneration, fringe benefits, and variable remuneration will be paid only on a pro-rata basis.

3.1. Fixed Compensation Components

3.1.1. Fixed Compensation – Amount; Objective and Relationship to Corporate Strategy

Each member of the management board receives a fixed salary that is not performance-based, which is paid out in twelve equal monthly installments.

Together with the other compensation components, the fixed compensation components form the basis for attracting and retaining the highly qualified members required for the development and implementation of the corporate strategy for the management board.

Remuneration should correspond to the skills, experience, and responsibilities of each individual member of the management board. In determining fixed remuneration, the supervisory board takes particular account of the aforementioned general principles.

The fixed compensation of the members of the management board in the reporting year amounted to:

| Management Board member | Fixed compensation (in € thousand) |
|--------------------------------|---|
| Dr. Dietmar Ley | 367 |
| Hardy Mehl | 323 |
| Ines Brückel | 294 |

3.1.2. Additional Benefits

In addition, members of the management board receive fringe benefits. In addition to reimbursement of reasonable expenses, these primarily consist of the provision of a company car that may also be used for private purposes in accordance with the current guidelines. Furthermore, additional accident insurance is taken out for each member of the management board. The tax burden resulting from these fringe benefits is borne by the respective management board member. The fringe benefits are intended to supplement the fixed compensation with benefits customary in the market, so that suitable candidates can be recruited for the company and retained in the long term.

The value of the respective company car as well as the insurance benefits that an individual member of the management board receives annually is taken into account as a fringe benefit within the framework of the maximum compensation outlined below.

3.2. Variable Compensation Components

3.2.1. Objective and relationship to corporate strategy; general approach

The remuneration system provides for performance-based variable remuneration (bonus), which depends on the achievement of financial performance criteria for the respective fiscal year and which, to reflect the required sustainability and long-term orientation as well as the multi-year assessment basis, is paid out over several years via a bonus bank. A portion of the bonus is granted to the members of the management board in the form of shares in the company.

The variable compensation components are intended to motivate the members of the management board to achieve ambitious and challenging financial, operational, and strategic goals during a fiscal year. The goals reflect the corporate strategy and are aimed at sustainably increasing the company's value. This is achieved in particular by linking the goals to the key performance indicators described below.

3.2.2. Key Performance Indicators

The strategic objective of a profitable growth company and the fundamental decision to pursue equity-based corporate financing lead to the assessment of corporate performance based on profitability and growth.

The company considers consolidated earnings before taxes (EBT) in relation to consolidated revenue to be a suitable key performance indicator for measuring profitability.

$$\text{Profitability} = \frac{\text{EBT}}{\text{Group's sales}}$$

The company considers the percentage increase in consolidated revenue compared to the previous year to be a suitable key performance indicator for growth.

$$\text{Group's sales growth} = \frac{\text{Current group's sales}}{\text{Previous year's group sales}} - 1$$

EBT and consolidated revenue are determined based on the company's audited and approved consolidated financial statements for the respective fiscal year.

3.2.3. Performance Criteria (Targets)

Prior to the start of each fiscal year, the supervisory board agrees on expected values as targets for both key performance indicators (profitability and consolidated revenue growth) with the members of the management board. The target for profitability is based on long-term profitability expectations and is intended to remain largely consistent over the years. The revenue forecast also takes into account medium- and short-term influences and will therefore fluctuate more significantly from year to year. What both key performance indicators have in common is that they serve to ensure the ongoing implementation of operational and strategic goals, the achievement of which is essential as a foundation for the company's long-term development.

Before the start of each fiscal year, tolerance ranges are agreed upon for both metrics, which describe the scope of normal business operations. The tolerance should be set such that its lower threshold marks the transition from a generally satisfactory to an unsatisfactory result. Conversely, the upper threshold describes the boundary between good and very good performance.

Linear functions regarding profitability and growth serve as a measure of target achievement: These functions indicate 100% target achievement when the values for profitability and growth determined based on the consolidated financial statements exactly match the expected values. They indicate 0% target achievement when the actual values fall short of the expected values by the tolerance range. They become negative if the downward deviations are even greater.

Profitability and growth are equally important objectives. In cases of uncertainty, the requirement for profitability takes precedence over steady growth. Therefore, a lack of profitability should not be compensated for indefinitely through growth; consequently, the achievement level for the growth target is capped at 400%. The achievement levels are weighted equally at 50% each. The sum of the two weighted achievement levels for profitability and growth yields the measure of overall goal attainment for the respective fiscal year.

The degree of achievement, and thus the measure of overall target achievement, is limited to a range of -100% to +400%.

Subsequent changes to the established performance criteria are not permitted.

3.2.4. Bonus

The overall target achievement (-100% to +400%) is multiplied by the variable portion of the target total compensation defined above (25% of the agreed target total compensation), thereby yielding the bonus entitlement of the respective management board member for the past fiscal year, measured in euros. Accordingly, the bonus entitlement may range from -25% of the target total compensation (penalty) to 75% of the target total compensation.

If the agreed-upon targets regarding profitability and growth are met on average over several years, the actual total compensation will equal the target total compensation. If the targets are consistently and significantly missed, only the fixed salary will be paid in the long term (75% of the target total compensation). In the event of significant overachievement of the profitability and growth targets over several years, total compensation will gradually reach a maximum of 175% of the target total compensation.

The bonus entitlement calculated in this manner is not paid out immediately. To reflect the required sustainability, long-term focus, and multi-year assessment period, the entitlements are paid out on a deferred basis via a bonus bank and are subject to the interim risk of a reduction—which may be substantial—due to a subsequent deterioration in performance. A separate account is maintained for each member of the management board to track their bonus entitlements.

The bonus or penalty calculated for the past fiscal year is posted to the individual account. Taking into account any prior balance, this results in a current account balance. If this balance is positive, one-third of the balance is paid out. Two-thirds are carried forward to the new fiscal year and taken into account the following year. Negative balances must be offset by positive balances or bonus payments before disbursements can be made from the bonus fund.

The payment amount is due shortly after the approval of the consolidated financial statements, at the earliest with the payment of the salary for the month of March.

If the term of office on the management board ends with a negative balance in the Bonus Bank of the respective management board member, the company will cover this deficit. Conversely, in the event of a positive balance, the employment contracts stipulate that this balance remains in the Bonus Bank for the time being and is thus subject to the risk of reduction in subsequent years, analogous to the entitlement calculations for the remaining management board members in those years. However, no new positive entitlements are added to the bonus bank after the management board member leaves the company. Payouts from the bonus bank are made on the regular dates applicable to the remaining management board members. On each of the two regular dates following the management board member's departure, one-third of the balance existing at the time of payment is paid out, and on the third regular date, the remaining balance is paid out.

3.2.5. Granting of Shares

To create a special performance incentive for the members of the management board and to motivate them to work toward the long-term appreciation of the company's value, the supervisory board has resolved to grant the members of the management board a portion of the bonus in the form of shares of the company at a fixed issue price based on a share plan. This corresponds—subject to any adjustment based on anti-dilution provisions—to the average of the closing auction prices of the company's shares in Xetra trading on the sixty (60) trading days in Frankfurt prior to the day of the last regular meeting of the supervisory board in the fiscal year preceding the respective fiscal year, but at least the pro-rata amount of the share capital attributable to one share. Under the current stock plan, 50% of the variable remuneration above 100% target achievement is to be granted in shares and deposited into the bonus bank (in the form of a virtual stock portfolio). The actual delivery and transfer of the shares takes place in the same manner as the payment of the variable remuneration in cash, with one-third corresponding

to the balance of the virtual stock portfolio. The stock plan originally had a term covering the years 2021 through 2024 and was not initially extended beyond that period. The current 2025 Stock Plan was approved by the supervisory board on March 27, 2025. It applies to the 2025 fiscal year and is automatically extended for an additional fiscal year unless the supervisory board resolves to terminate it prior to the end of the respective fiscal year. No additional lock-up period regarding the holding of the shares was provided for in light of the Bonus Bank.

3.2.6. Extraordinary Developments

In order to adequately address and account for extraordinary developments (e.g., economic or corporate crises, pandemics, natural disasters, etc.), the company's supervisory board has the following options:

- Delayed payment from the Bonus Bank (and the virtual stock portfolio)
- Special allocations to the Bonus Bank (and the virtual stock portfolio), limited to a maximum of 50% of the annual target total compensation minus granted fringe benefits per year.

4. Maximum compensation for members of the Management Board

The total compensation to be granted for a fiscal year (the maximum amount of all compensation paid for the relevant fiscal year, including fixed annual salary, fringe benefits, variable compensation components, and any special allocations to the bonus pool, but excluding any severance payments) for members of the management board—regardless of whether it is paid out in this fiscal year or at a later date—is subject to an absolute upper limit. The theoretical maximum compensation amounts to €1,100,000 for the chairman of the management board and €935,000 for each of the other members of the management board. The target salary, including fringe benefits, amounts to less than half of the aforementioned maximum compensation. These limits also apply to new members joining the management board.

5. Benefits in the Event of Termination of the Management Board Service Contract

The remuneration system provides for a so-called severance cap. Accordingly, it is agreed that payments in the event of premature termination of management board service without good cause are limited to the value of two years' compensation and, in principle, may not exceed the sum of the entitlements during the remaining term of the employment contract. The remuneration system does not provide for a special provision regarding severance pay in the event of a change of control.

III. Individual remuneration of the members of the management board in the reporting year

1. Determination of variable remuneration

The variable remuneration granted and owed to members of the management board in the reporting year relates to payments from the bonus pool as of December 31, 2024 (following the allocations for the 2024 fiscal year). As explained above, however, the balance includes not only the variable remuneration for the 2024 fiscal year but also that for previous fiscal years. In view of the three-year period for the inclusion of the respective variable remuneration in the bonus pool, the management board and supervisory board consider it appropriate to include a three-year period prior to the respective reporting year in the following presentation with regard to the achievement of the targets (performance criteria).

On this basis, the following applies with regard to the achievement of the targets:

| Assessment criterion | Calculation | Target | Tolerance Tolerance | Actual Values | Degree of |
|----------------------|----------------------------|--------|---------------------|---------------|-----------|
| 2022 | | | | | |
| Profitability | EBT / Consolidated Revenue | 10.0% | ± 2.0% | 10.41% | 120.40% |

| | | | | | |
|-----------------------------------|---|-------|--------|--------|-----------------|
| Consolidated revenue growth | (Consolidated revenue / prior-year consolidated revenue) – 1 | 21.0% | ± 5.0% | 26.77% | 215.33% |
| Overall Target Achievement | (Degree of achievement for consolidated revenue growth x 50%) + (Degree of achievement for profitability x 50%) | | | | 167.86% |
| 2023² | | | | | |
| Profitability | EBT / Consolidated Revenue | - | - | - | - |
| Consolidated revenue growth | (Consolidated revenue / Prior-year consolidated revenue) – 1 | - | - | - | - |
| Overall Target Achievement | (Degree of achievement for consolidated revenue growth x 50%) + (Degree of achievement for profitability x 50%) | | | | - |
| 2024 | | | | | |
| Profitability | EBT / Consolidated Revenue | 8.5% | ± 2.0% | -6.53% | -651.47% |
| Consolidated revenue growth | (Consolidated revenue / prior-year consolidated revenue) – 1 | 13.0% | ± 5.0% | -9.55% | -350.92% |
| Overall Target Achievement | (Degree of achievement for consolidated revenue growth x 50%) + (Degree of achievement for profitability x 50%) | | | | -501.25% |

² On March 29, 2023, at the initiative of the management board, the supervisory board and the management board agreed that, due to economic developments, the variable salary component of 25% of the target salary—which is normally provided for in the management board’s remuneration system and is initially allocated to the bonus pool—would be waived without replacement; Consequently, no assessment criteria were established or determined for the 2023 fiscal year.

Based on these targets, the following variable remuneration for the management board members in office during the reporting year results as granted and payable remuneration:

| | Dr. Dietmar Ley | Hardy Mehl |
|---|--------------------|--------------------|
| Target Salary 2024 | €475,719.00 | €418,633.00 |
| Voluntary reduction of 10% | -€47,571.90 | -€41,863.30 |
| New target amount for 2024 ³ | €428,147.10 | €376,769.70 |
| Variable component | 25% | 25% |
| Variable (absolute) ⁴ | €0.00 | €0.00 |
| Special allocation as over-fulfillment | 0.00 | 0.00 |
| <i>Over-/under-fulfillment</i> | <i>-107,036.78</i> | <i>-94,192.43</i> |
| Equity allocation | 50% | 50% |
| Share price according to the stock plan | €19.01 | €19.01 |
| Bonusbank cash 01/01/2024 | €328,712.22 | €297,302.43 |
| Bonusbank Shares 01/01/2024 | 5,477 | 5,114 |
| Cash payout April 2025 ⁵ | -€109,564.40 | -€99,094.47 |
| Allocation of shares in 2024 | -1,826 | -1,705 |
| Value of shares upon allocation | €21,473.76 | €20,050.80 |
| Variable allocation 2024 ⁴ | €0.00 | €0.00 |
| <i>of which cash</i> | <i>€0.00</i> | <i>€0.00</i> |
| <i>of which shares</i> | <i>0</i> | <i>0</i> |
| Bonus Bank 12/31/2024 | €288,553.33 | €263,013.05 |
| <i>of which cash</i> | <i>€219,147.82</i> | <i>€198,207.96</i> |
| <i>of which shares</i> | <i>3,651</i> | <i>3,409</i> |
| Cash payout in 2025 | -73,049.27 € | -66,075.66 |
| Allocation of shares in 2025 | -1,217 | -1,136 |
| Value of shares upon allocation | €10,478.37 | €9,780.96 |

³ Due to economic developments, the members of the management board have waived 10% of their fixed salary for the 2024 fiscal year.

⁴ On March 27, 2025, the supervisory board determined that the variable remuneration for 2024 would be set at "zero."

⁵ Regarding the cash payments from the bonus pool, which are generally due shortly after approval of the consolidated financial statements for the 2023 fiscal year, the company and the respective member of the management board agreed to defer payment until April 2025 in order to preserve the company's liquidity.

For Arndt Bake, who had already stepped down from the company's management board as of December 31, 2023, and Alexander Temme, who stepped down as of December 31, 2024, the following payments from the bonus pool and allocations of company shares resulted in the reporting year due to their prior service on the management board:

| | Arndt Bake | Alexander Temme |
|--|-------------|-----------------|
| Target Salary 2024 | - | €380,575.00 |
| Voluntary waiver of 10% | - | -€38,057.50 |
| New target salary for 2024 ⁶ | - | €342,517.50 |
| Variable component | - | 25% |
| Variable (absolute) ⁷ | - | €0.00 |
| Special allocation as over-fulfillment | €0.00 | €0.00 |
| Over-/under-fulfillment | - | -€85,629.38 |
| Equity allocation | - | 50% |
| Stock price according to the stock program | - | €19.01 |
| Bonusbank cash 01/01/2024 | €269,938.01 | €160,856.80 |
| Bonusbank Shares 01/01/2024 | 4,572 | 3,398 |
| Cash payout 2024 | -€89,979.34 | -€53,612.60 |
| Allocation of shares in 2024 | -1,524 | -1,133 |
| Value of shares upon allocation | €17,922.24 | €13,324.08 |
| Variable allocation 2024 ⁷ | €0.00 | €0.00 |
| <i>of which cash</i> | €0.00 | €0.00 |
| <i>of which shares</i> | 0 | 0 |
| Bonus Bank 12/31/2024 | €237,901.15 | €150,301.85 |
| <i>of which cash</i> | €179,958.67 | €107,244.20 |
| <i>of which shares</i> | 3,048 | 2,265 |
| Cash payout in 2025 | -€89,979.34 | -€35,748.07 |
| Allocation of shares in 2025 | -1,524 | -755 |
| Value of shares upon allocation | €12,689.84 | €6,500.55 |

⁶ See footnote 3

⁷ See footnote 4.

2. Remuneration granted and payable

2.1. Tabular presentation

The following tables present the remuneration granted and owed within the meaning of Section 162(1), Sentence 1 of the German Stock Corporation Act (AktG) for the reporting year. This includes remuneration received during the reporting year as well as remuneration that is due according to legal categories but has not (yet) been received.

| Dr. Dietmar Ley | | | | |
|---|---------------------------------------|----------------|---------------------------------------|----------------|
| Chairman of the Management Board (CEO) | | | | |
| Date of Appointment: 1998 / Date of Resignation: End of 2025 | | | | |
| Type of benefit | 2025 (in thousands of euros) | 2025 (in %) | 2024 (in thousands of euros) | 2024 (in %) |
| Fixed compensation | 367 | 79.5 | 321 ⁸ | 69.0 |
| Additional benefits | 9 | 2.0 | 12 | 2.6 |
| Total | 376 | 81.5 | 333 | 71.6 |
| Variable remuneration / Payout from bonus pool | 73 | 15.8 | 110 ⁹ | 23.6 |
| Transferred shares | 10 | 2.3 | 21 | 4.6 |
| Total | 459 | 99.6 | 464 | 99.8 |
| Pension expense | 2 | 0.4 | 1 | 0.2 |
| Total compensation | 461 | 100.0 | 465 | 100.0 |

| Hardy Mehl | | | | |
|---|---------------------------------------|----------------|---------------------------------------|----------------|
| Member of the Management Board for commercial operations (CCO) and management board for operations (COO) | | | | |
| Date of Joining: 2014 | | | | |
| Type of compensation | 2025 (in thousands of euros) | 2025 (in %) | 2024 (in thousands of euros) | 2024 (in %) |
| Fixed compensation | 323 | 74.8 | 283 | 65.4 |
| Fringe benefits | 31 | 7.2 | 30 | 6.9 |
| Total | 354 | 82.0 | 313 | 72.3 |
| Variable remuneration / Payout from bonus bank | 66 | 15.3 | 99 | 22.9 |
| Transferred shares | 10 | 2.3 | 20 | 4.6 |

⁸ Due to economic developments, the members of the management board have waived 10% of their fixed salary for 2024.

⁹ See footnote 5. The amounts are included in the presentation as remuneration granted and owed in the 2024 fiscal year within the meaning of Section 162(1), sentence 1 of the German Stock Corporation Act (AktG). The same applies to Mr. Mehl.

| | | | | |
|---------------------------|------------|--------------|------------|--------------|
| Total | 430 | 99.5 | 432 | 99.8 |
| Pension expense | 2 | 0.5 | 1 | 0.2 |
| Total compensation | 432 | 100.0 | 433 | 100.0 |

| Ines Brückel | | | | |
|--|---------------------------------------|----------------|---------------------------------------|----------------|
| Member of the Management board (CFO) | | | | |
| Date of Appointment: 2025 | | | | |
| Type of compensation | 2025 (in thousands of euros) | 2025 (in %) | 2024 (in thousands of euros) | 2024 (in %) |
| Fixed compensation | 294 | 94.2 | - | - |
| Additional benefits | 18 | 5.8 | - | - |
| Total | 312 | 100.0 | 0 | 0 |
| Variable remuneration / Payment from bonus bank | - | - | - | - |
| Transferred shares | - | - | - | - |
| Total | 312 | 100.0 | 0 | 0 |
| Pension expense | 0 | 0.0 | - | - |
| Total compensation | 312 | 100.0 | 0 | 0 |

2.2. Recovery of variable compensation components / Compliance with maximum compensation

No use was made of the option to reclaim variable remuneration components during the reporting period. As can be seen from the above breakdown of the individual remuneration of the members of the management board, the maximum remuneration specified in the remuneration system (see sections II.4. above) was also complied with in each case with respect to the remuneration granted and owed in the reporting year.

2.3. Deviations from the Remuneration System

Pursuant to Section 162 (1) Sentence 2 No. 5 of the German Stock Corporation Act (AktG), the compensation report must contain information on deviations from the management board's remuneration system, including an explanation of the necessity of the deviations, and a specification of the specific components of the remuneration system from which deviations occurred.

On March 27, 2025, the supervisory board determined that, due to exceptionally difficult and unforeseeable macroeconomic developments coupled with the management board's outstanding performance in crisis management, the penalty provision would not apply for 2024; instead, the variable remuneration for 2024 would be set at "zero."

2.4. Comparative presentation of remuneration and earnings trends for members of the management board

| | Granted and owed Remuneration 2025 in thousands of euros | Granted and owed Remuneration 2024 in thousands of euros | Change 2025 vs. 2024 in thousands of euros in % | Change 2024 vs. 2023 in thousands of euros in % | Change 2023 vs. 2022 in thousands of euros in % | Change 2022 vs. 2021 in € thousand in % |
|--|---|---|---|---|---|---|
| Members of the Management Board¹⁰ | | | | | | |
| Dr. Dietmar Ley | 461 | 465 | -3.6 -0.8 | -108 -18.4 | 53 9.9 | 2 0.4 |
| Hardy Mehl | 432 | 433 | -1.2 -0.3 | -6 -1.1 | 98 21.7 | 16 3.7 |
| Ines Brückel | 312 | n/a ¹¹ | n/a | n/a | n/a | n/a |
| Employees | | | | | | |
| Average number of employees at Basler AG ¹² | 84.7 | 75.3 | 9.4 12.4 | -3.4 -4.3 | 2.8 3.7 | 2.4 3.3 |
| Earnings Development | | | | | | |
| Pre-tax profit of Basler AG | 6,212 | 7,310 | -1,098 -15.0 | 15,374 139.2 | -39,708 -138.5 | 25,983 970.2 |
| Consolidated pre-tax profit | 16,231 | -12,615 | 28,846 >100 | 7,556 37,5 | -48,502 -171.2 | 375 1.3 |

¹⁰ For information regarding former members of the Management board, please refer to the compensation reports for the corresponding prior years.

¹¹ Ms. Brückel joined the management board on January 1, 2025.

¹² Calculated based on all FTEs, excluding members of the management board, senior executives, and sales employees with variable compensation components.

IV. General Provisions Governing the Remuneration of the Supervisory Board

1. Shareholder Approval of the Remuneration System for Members of the Supervisory Board

The system for the remuneration of Supervisory Board members pursuant to Section 113 (3) of the German Stock Corporation Act (AktG), previously set forth in Article 12 of the company's Articles of Association, was confirmed by resolution of the annual general meeting on May 19, 2021, and, by resolution of the annual general meeting on May 23, 2022, effective as of the 2022 fiscal year, by an attendance fee of €1,000 per supervisory board and committee meeting. By resolution of the annual general meeting on May 26, 2023, the method of payment of the supervisory board members' remuneration was then modified (exclusively). Previously, this was paid in arrears after the end of a fiscal year and will henceforth be paid (pro rata) in arrears after the end of each quarter. To this end, Section 12(1), Sentence 1 of the company's Articles of Association was revised, and Section 12 of the company's Articles of Association was supplemented with a new Paragraph 4. By resolution of the annual general meeting on May 23, 2025, the Articles of Association were amended such that § 12 of the Articles of Association no longer specifies the exact amount of remuneration, but instead stipulates that the members of the supervisory board shall receive, in addition to reimbursement of their expenses, an annual remuneration, the details and amount of which are approved by the annual general meeting. This approval remains in effect until the annual general meeting resolves otherwise. On May 23, 2025, the annual general meeting adopted the system for the remuneration of Supervisory Board members described in more detail below.

2. General Principles of the System for Remuneration of Members of the Company's Supervisory Board

Pursuant to Article 12 of the company's Articles of Association, the amount of the annual remuneration for members of the Supervisory Board is determined by the annual general meeting. Due to its market-based structure, the Supervisory Board remuneration enables the company to attract suitable candidates for the position of Supervisory Board member. As a result, the supervisory board remuneration helps ensure that the supervisory board as a whole can fulfill its duties of monitoring and advising the management board appropriately and competently, thereby promoting the company's business strategy and long-term development. In accordance with the recommendation in G.18, sentence 1 of the German Corporate Governance Code (DCGK), no performance-based remuneration components are provided for. The fixed remuneration and variable remuneration in the form of attendance fees strengthen the independence of the Supervisory Board members in the performance of their supervisory duties and thus also contribute to the long-term development of the company. In determining the fixed remuneration, the time expected to be required for the performance of the duties and the practice in companies of comparable size, industry, and complexity are taken into account.

3. Objective and Relationship to Corporate Strategy

The aim is to attract and retain highly qualified members of the supervisory board. This promotes the efficiency of the supervisory board's work as well as the long-term development of the company. The remuneration described below strengthens the independence of the Supervisory Board members in the performance of their supervisory duties and thus makes an indirect contribution to the long-term development of the company (see Section 113 (3) sentence 3 in conjunction with Section 87a (1) sentence 2 no. 2 of the German Stock Corporation Act (AktG)). At the same time, it incentivizes Supervisory Board members to proactively promote the business strategy (see Section 113 (3), sentence 3, in conjunction with Section 87a (1), sentence 2, no. 2 of the German Stock Corporation Act (AktG)) by appropriately taking into account, in accordance with the recommendation in G.17 of the German Corporate Governance Code (DCGK), the greater time commitment of the Chairperson, who is particularly closely involved in the discussion of strategic issues (see D.5 DCGK), and of the Vice Chair of the supervisory board as well as the Chair and members of committees is appropriately taken into account.

4. Compensation Components

Pursuant to the resolution of the annual general meeting of May 23, 2025, members of the supervisory board shall be paid remuneration for their services in accordance with the following provisions until the annual general meeting passes a resolution to the contrary:

Each member of the Supervisory Board receives a fixed annual remuneration of €17,000 (previously €16,500) at the end of each fiscal year; the Chairman of the Supervisory Board receives an annual fixed remuneration of €51,000 (previously: €49,500), and the Vice Chairman of the Supervisory Board receives €25,200 (previously: €24,500).

Members of the Supervisory Board receive additional remuneration for their work on the Supervisory Board's committees:

- The additional remuneration for the Chair of the Audit Committee is €20,400 (previously: €19,800) and for each other member of the Audit Committee €6,800 (previously: €6,600).
- The additional remuneration for the Chair of the Nominating Committee amounts to approximately €7.7 thousand (previously: €7.4 thousand) and for each other member of the Nominating Committee to approximately €2.6 thousand (previously: €2.5 thousand).
- The additional remuneration for the chair of another committee amounts to approximately €7.7 thousand (previously: €7.4 thousand) and for each other member of such a committee to approximately €2.6 thousand (previously: €2.5 thousand).
- Any applicable value-added tax is reported separately to the extent that the members of the supervisory board are entitled to invoice the company separately for value-added tax and exercise this right.

In addition, the members of the Supervisory Board receive variable remuneration in the form of an attendance fee of approximately €1,000 for each Supervisory Board and committee meeting; furthermore, the members of the Supervisory Board are reimbursed for their expenses.

If a Supervisory Board member is a member or chair of multiple committees at the same time, they receive additional remuneration for each committee activity.

Members of the Supervisory Board who do not serve on the Supervisory Board or a committee for a full fiscal year, or who did not hold the position of (deputy) chairperson for a full fiscal year, receive pro-rata remuneration for each calendar month or portion thereof during which they performed the relevant activity; in the case of committee activities, this requires that the committee met during the relevant period.

V. Remuneration of the Supervisory Board in the reporting year

1. Total remuneration granted and owed to the supervisory board

| in € thousand (rounded) | 2025 | 2024 | 2023 | 2022 |
|---------------------------------|--------------|--------------|--------------|--------------|
| Base compensation | 141.3 | 140.0 | 136.1 | 140.0 |
| Remuneration for committee work | 46.2 | 45.4 | 45.4 | 45.4 |
| Attendance fees | 42.6 | 47.0 | 45.0 | 45.0 |
| Total | 230.1 | 232.4 | 226.5 | 230.4 |

2. Remuneration granted and owed to individual members of the supervisory board

| Supervisory Board member | Base compensation | | Remuneration for Committee work | | Attendance fees | | Total in € thousand (rounded) |
|------------------------------|-------------------|------|------------------------------------|------|-----------------------------|------|-------------------------------------|
| | in €1,000 | in % | in thousands of euros | in % | in thousands of euros | in % | |
| | (rounded) | | (rounded) | | (rounded) | | |
| Norbert Basler | 50.4 | 69.2 | 14.3 | 19.6 | 8.1 | 11.2 | 72.8 |
| Horst W. Garbrecht | 24.9 | 74.3 | 2.5 | 7.5 | 6.1 | 18.2 | 33.6 |
| Prof. Dr. Mirja Steinkamp | 16.8 | 35.3 | 22.7 | 47.6 | 8.1 | 17.1 | 47.6 |
| Lennart Schulenburg | 16.8 | 53.1 | 6.7 | 21.2 | 8.1 | 25.7 | 31.6 |
| Tanja Schley | 16.8 | 73.4 | 0.0 | 0.0 | 6.1 | 26.6 | 22.9 |
| Alexander Jürn | 14.0 | 73.4 | 0.0 | 0.0 | 5.1 | 26.6 | 19.0 |
| Dr. Holger Singpiel | 1.6 | 61.5 | 0.0 | 0.0 | 1.0 | 39.5 | 2.6 |

3. Comparative overview of remuneration and earnings trends for members of the supervisory board

| | Granted and owed Remuneration on 2025 in thousands of euros | Granted and owed Remuneration 2024 in thousands of euros | Change 2025 vs. 2024 | | Change 2024 vs. 2023 | | Change 2023 vs. 2022 | | Change 2022 vs. 2021 | |
|--|---|--|-----------------------|-----------------|-----------------------|--------------------|-----------------------|--------------------|----------------------|-------|
| | | | in thousands of euros | as a percentage | in thousands of euros | in % | in thousands of euros | in % | in € thousand | in % |
| Members of the Supervisory Board¹³ | | | | | | | | | | |
| Norbert Basler | 72.8 | 72.5 | 0.3 | 0.4 | 0.0 | 0.0 | 0.0 | 0.0 | 9.0 | 14.2 |
| Horst W. Garbrecht | 33.6 | 34.0 | -0.4 | -1.3 | 0.0 | 0.0 | 3.2 ¹⁴ | 10.4 ¹⁵ | 11.8 | 62.1 |
| Prof. Dr. Mirja Steinkamp | 47.6 | 47.8 | -0.2 | -0.4 | 0.0 | 0.0 | 1.0 | 2.1 | 10.5 | 28.9 |
| Lennart Schulenburg | 31.6 | 31.1 | 0.5 | 1.7 | 0.0 | 0.0 | 11.1 ¹⁶ | 55.5 ¹⁵ | 20.0 | n/a |
| Tanja Schley | 22.9 | 23.5 | -0.6 | -2.6 | 9.6 ¹⁷ | 69.1 ¹⁶ | 13.9 | n/a | n/a | n/a |
| Alexander Jürrn | 19.0 | 23.5 | -4.5 ¹⁷ | -19.0 | 9.6 ¹⁹ | 69.1 ¹⁸ | 13.9 | n/a | n/a | n/a |
| Dr. Holger Singpiel | 2.6 ¹⁹ | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| Employees | | | | | | | | | | |
| Average number of employees at Basler AG ²⁰ | 84.7 | 75.3 | 9.4 | 12.4 | -3.4 | -4.3 | 2.8 | 3.7 | 2.4 | 3.3 |
| Earnings Performance | | | | | | | | | | |
| Pre-tax profit of Basler AG | 6,612 | 7,310 | -1,098 | -15.0 | 15,374 | >139,2 | -39,708 | -138.5 | 25,983 | 970.2 |

¹³ For information regarding former members of the Supervisory Board, please refer to the compensation reports for the corresponding prior years

¹⁴ The increase is due to the fact that Mr. Garbrecht served as Deputy Chairman of the Supervisory Board for the full year for the first time in fiscal year 2023.

¹⁵ The increase is due to the fact that Mr. Schulenburg served on the supervisory board for only slightly more than seven months in fiscal year 2022.

¹⁶ The increase is due to the fact that Ms. Schley served on the supervisory board for only slightly more than seven months in fiscal year 2023.

¹⁷ The decrease is due to the fact that Mr. Jürrn served on the supervisory board for only ten months in fiscal year 2025.

¹⁸ The increase is due to the fact that Mr. Jürrn served on the supervisory board for only slightly more than seven months in fiscal year 2023.

¹⁹ Dr. Singpiel has been a member of the supervisory board since November 26, 2025.

²⁰ See footnote 11.

| | | | | | | | | | | |
|-----------------------------|--------|---------|--------|------|-------|-------|---------|--------|-----|-----|
| Consolidated pre-tax profit | 16,231 | -12,615 | 28,846 | >100 | 7,556 | -37.5 | -48,502 | -171.2 | 375 | 1.3 |
|-----------------------------|--------|---------|--------|------|-------|-------|---------|--------|-----|-----|