



Remuneration of the members of the Supervisory Board

Deutsche Börse Aktiengesellschaft

Remuneration of the members of the Supervisory Board

Under agenda item 8, a resolution on the remuneration of the members of the Supervisory Board is to be adopted in accordance with section 113 (3) of the AktG. The Executive Board and the Supervisory Board propose that the remuneration of the members of the Supervisory Board, including the system on which that remuneration is based, be confirmed and only to modify the terms relating to the payment of the attendance fee. In analogous application of section 87a (1) sentence 2 of the AktG that system is as follows:

The Supervisory Board remuneration is structured as fixed remuneration plus an attendance allowance. This complies with Suggestion G. 18 sentence 1 of the GCGC. The members of the Supervisory Board shall receive a fixed annual remuneration of EUR 85,000.00. In accordance with Recommendation G. 17 of the GCGC, the remuneration shall be increased for the Supervisory Board chairperson and the deputy chairperson and for committee chairpersons and members. The remuneration for the Supervisory Board chairperson is EUR 220,000.00; the remuneration for the deputy chairperson is EUR 125,000.00. Members of Supervisory Board committees shall receive additional fixed annual remuneration of EUR 30,000.00 for each committee membership. Members of the Audit Committee shall receive additional fixed annual remuneration of EUR 35,000.00. The additional remuneration shall be increased to EUR 40,000.00 for committee chairpersons, and to EUR 75,000.00 for the chairman of the Audit Committee. If a Supervisory Board member participates in multiple committees, only the activities in a maximum of two Supervisory Board committees shall be remunerated, and, in relation hereto, the remuneration for their activities shall be granted for the two most highly remunerated committees in which they participate. Members of the Supervisory Board who only sit on the board for part of any given financial year shall receive one twelfth of the fixed annual remuneration for each month of membership commenced in that year and shall be remunerated, if applicable, on a pro rata basis for any committee membership. The remuneration shall be due and payable as a one-off payment after the Annual General Meeting, which is presented with or approves the consolidated financial statements for the remuneration year.

The members of the Supervisory Board shall receive an attendance allowance of EUR 1,000 for every meeting of the Supervisory Board or its committees they attend. If several meetings are held on a single day, the attendance fee shall only be payable once.

The fixed remuneration for the Supervisory Board fosters its independence and stands in contrast to the largely variable remuneration of the Executive Board which is oriented on Deutsche Börse Aktiengesellschaft's growth strategy. It thereby contributes to the realization of the business strategy and promotes Deutsche Börse Aktiengesellschaft's development long term.

With the assistance of the Nomination Committee, the Supervisory Board regularly reviews whether the remuneration of its members is commensurate with their duties and the Company's financial position by conducting a horizontal market comparison. To do so, it may engage independent external experts. In view of the special nature of the Supervisory Board's work, the Supervisory Board remuneration is by contrast generally not reviewed in a vertical comparison with that of employees of Deutsche Börse Aktiengesellschaft or Deutsche Börse Group.

Depending on the outcome of the comparative view and the Supervisory Board's assessment, it and the Executive Board may submit a joint proposal to the Annual General Meeting to modify the Supervisory Board's remuneration. Irrespective of that, the Annual General Meeting resolves at least every four years on the Supervisory Board's remuneration, including the remuneration system on which that remuneration is based, in accordance with section 113 (3) of the AktG. A resolution confirming the remuneration is also possible in this respect.

Published by

Deutsche Börse AG
60485 Frankfurt am Main
www.deutsche-boerse.com