



III. Remuneration for Supervisory Board members

1. Fixed basic remuneration

In accordance with Section 19 of the company's Articles of Association, each member of the Supervisory Board receives fixed annual remuneration of 40,000 euros in return for their service. No variable remuneration is provided. This is the best way to ensure independent control of the Executive Board by the Supervisory Board.

2. Role allowances

The following allowances are intended to take account of the particular responsibility and greater time commitment associated with individual roles on the Supervisory Board. This also implements the recommendation of Point G.17 of the German Corporate Governance Code.

(a) Chairman of the Supervisory Board, Deputy Chairman

The Chairman of the Supervisory Board receives double and their deputy one-and-a-half times their fixed basic remuneration.

(b) Committees, committee chairmen

In addition, each member of a committee receives an annual remuneration in the sum of 5,000 euros per year. The Chairman of the committee receives double this amount. The annual remuneration for members of the Audit Committee, whose duties are particularly labor- and time-intensive, is 10,000 euros. The Chairman of the Audit Committee receives double and their deputy one-and-a-half times this amount.

(c) Cap on committee-related role allowances, pro rata payment

Members of committees which have not met during the fiscal year receive no remuneration. Members of the Supervisory Board who have only served on the Supervisory Board or a committee for part of the fiscal year receive a pro rata temporis payment.

3. Due date

All the aforementioned remuneration is payable on expiry of the fiscal year.

4. Meeting allowances, reimbursement of expenses

The members of the Supervisory Board are paid a meeting allowance of 1,000 euros for attending a meeting. Half of this amount is paid for participation in conference calls or video conferences. The same applies from the second meeting on any day on which several meetings are convened. Verified expenses incurred in connection with a meeting are reimbursed in addition to the meeting allowance, but limited to an amount of 1,000 euros for meetings held in Germany. JENOPTIK AG also reimburses the members of the Supervisory Board for any value added tax applicable to the payment of their expenses.

5. D&O liability insurance

The members of the Supervisory Board are covered by third-party financial loss-liability insurance. This comprises the contractual obligation to pay a deductible amounting to 10 percent of the loss per claim, up to a maximum sum of 150 percent of the fixed remuneration per year of the Executive Board member in question.

6. Other remuneration arrangements

In the event of departure from the Supervisory Board, there is no provision granting remuneration to the members of the Supervisory Board after the end of their term of office. There are also no further remuneration-related agreements between the company and the members of the Supervisory Board which go beyond the provisions set out in the Articles of Association.

7. Review; dealing with conflicts of interest

At regular intervals and at the latest every four years, the Supervisory Board reviews whether the remuneration received by its members is appropriate in view of their duties and the company situation. The Supervisory Board has the option of making a horizontal market comparison and/or a vertical comparison with the remuneration paid to the company's employees. Due to the special nature of the Supervisory Board's work, a vertical comparison with the remuneration paid to company employees is not generally used when reviewing Supervisory Board remuneration. Depending on the outcome of a review, the Supervisory Board together with the Executive Board may submit a proposal to the Annual General Meeting to adjust Supervisory Board remuneration.

The rules for dealing with conflicts of interest set out in the Rules of Procedure for the Executive Board and Supervisory Board are observed in the procedures for establishing, implementing, and reviewing the remuneration system.

8. Wording of the provision in the Articles of Association on Supervisory Board remuneration

Section 19 of the Articles of Association of JENOPTIK AG contains the following provision relating to remuneration for members of the Supervisory Board:

“Section 19 Supervisory Board Remuneration

(1) Each member of the Supervisory Board receives a fixed annual remuneration of 40,000.00 euros for their services. The Chairman of the Supervisory Board receives double and their deputy one-and-a-half times this amount. The fixed remuneration is payable on expiry of the fiscal year.

(2) In addition, each member of a committee, with the exception of the Audit Committee, receives annual remuneration in the sum of 5,000.00 euros. The Chairman of the committee receives double this amount. Each member of the Audit Committee receives annual remuneration of 10,000.00 euros. The Chairman of the Audit Committee receives double and their deputy one-and-a-half times this amount. Members of committees that have not met during the fiscal year receive no remuneration. All committee remuneration is payable on expiry of the fiscal year.

(3) Members of the Supervisory Board who have only served on the Supervisory Board or a committee for part of the fiscal year receive a pro rata temporis payment.

(4) For attending a meeting of the Supervisory Board or one of its committees in person, members of the Supervisory Board receive an attendance fee of 1,000.00 euros. Half of the

attendance fee set out in sentence 1 is paid for participation in each further meeting held in person on the same day and for participation in a meeting by conference call or video conference.

(5) Expenses incurred by a member of the Supervisory Board in connection with the exercise of their duties will be reimbursed against evidence in accordance with the generally applicable principles. Reimbursement of travel and accommodation expenses in connection with attendance at a meeting of the Supervisory Board or one of its committees held in Germany is limited to an amount of 1,000.00 euros per meeting. No deduction shall be made from the attendance fee set out in paragraph 4.

(6) The company also reimburses the members of the Supervisory Board for any value added tax applicable to the payment of their expenses.

(7) The above provisions shall apply for the first time with effect from the conclusion of the Annual General Meeting on June 7, 2017. The previous version of Section 19 of the Articles of Association shall apply with respect to remuneration for the members of Supervisory Board for activities which took place within the period of office ending at the end of the Annual General Meeting on June 7, 2017.