

# REMUNERATION OF MEMBERS FOR SUPERVISORY BOARD AND CORRESPONDING AMENDMENT TO THE ARTICLES OF ASSOCIATION

Publication pursuant to § 113 (4) in conjunction with 120a (2) AktG:

The current remuneration of the members of the Supervisory Board is set out in section 15 of the Articles of Association of ABOUT YOU Holding SE. The new remuneration of the members of the Supervisory Board together with the underlying remuneration system was resolved and approved by the first Annual General Meeting of ABOUT YOU Holding SE after its listing on 23 August 2022 with a majority of 99.59 % of the votes cast:

The remuneration arrangement in Section 15 of the Articles of Association (reflecting the proposed deletion in Section 15 (1) of the Articles of Association) reads as follows:

(1) The Supervisory Board members shall each receive a fixed annual remuneration in the amount of EUR 70,000.00. The chairperson of the Supervisory Board shall receive a fixed remuneration in accordance with sentence 1 in the amount of EUR 140,000.00 and the vice-chairperson of the Supervisory Board shall receive EUR 100,000.00.

(2) For the membership in a committee of the Supervisory Board, the respective members of the Supervisory Board further receive each a fixed annual remuneration in the amount of EUR 10,000.00. The chairperson of a committee of the Supervisory Board shall receive, in addition to the remuneration payable pursuant to the foregoing sentence, an additional fixed annual remuneration in the amount of EUR 15,000.00; for the chairperson of the audit committee, such additional fixed remuneration shall amount to EUR 40,000.00.

(3) The remuneration under this Section 15 shall apply for the activities as Supervisory Board member as from the beginning of the month following the date of the effectiveness of the merger of ABOUT YOU Tiger Holding AG with seat in Vienna, Austria, into ABOUT YOU Holding AG and the associated establishment of ABOUT YOU Holding SE, and shall be payable after the end of each financial year. Supervisory Board members who serve on the Supervisory Board or the respective committee or as chairperson or vice chairperson of the Supervisory Board or chairperson of the respective committee for only part of the financial year shall receive a respective pro rata remuneration whereby for any month commenced the full remuneration for such month shall be payable. With respect to any short financial years, also only a respective pro-rata remuneration shall be payable.

(4) In addition to the remuneration pursuant to the paragraphs above, the Company shall reimburse the members of the Supervisory Board for all reasonable out-of-pocket expenses when exercising their duties as Supervisory Board members and for any sales tax payable on their out-of-pocket expenses and remuneration.

(5) The Company takes out a separate financial loss liability insurance for directors and officers (so-called D&O insurance) for members of the Supervisory Board in an appropriate amount.

The system on which the Supervisory Board's remuneration is based may be characterised as follows (taking into account the proposed amendments) (information pursuant to Section 113 (3) sentence 3 in conjunction with Section 87a (1) sentence 2 AktG:

In accordance with Recommendation G.18 sentence 1 of the German Corporate Governance Code, the Supervisory Board's remuneration constitutes fixed remuneration only, the amount of which depends in detail on the duties assumed on the Supervisory Board or its committees. There are no variable elements of remuneration, such as share-based or other performance related remuneration components.

At this time, fixed remuneration is offered at a rate of EUR 70,000.00 per year as a rule, whereas the chairperson of the Supervisory Board collects EUR 140,000.00 and the vice-chairperson EUR 100,000.00. In addition, the chairperson of any committee receives additional fixed annual remuneration at a rate of EUR 15,000.00 (for the audit committee, that figure is EUR 40,000.00), while each of the other members receives additional fixed annual remuneration at a rate of EUR 10,000.00. In line with Recommendation G.17 of the German Corporate Governance Code, the structure set forth above reflects the greater demands placed on the time of the chairperson and the vice-chairperson of the Supervisory Board as well as the chairpersons and members of committees.

No attendance fee is offered. There are no contractual arrangements regarding remuneration between ABOUT YOU and the members of the Supervisory Board that depart from the pertinent provisions of the Articles of Association. There is no further remuneration in the event of departure or a provision calling for remuneration following a completed regular term of office.

Members of the Supervisory Board who were not active for the entire financial year are remunerated on a pro-rata basis. ABOUT YOU reimburses the members of the Supervisory Board for any expenses they reasonably incur in exercising their Supervisory Board mandate, along with any value added tax payable on their remuneration and expenses. In particular, the Company observes the value added tax application decree III C 2 - S 7104/19/10001 :003 (Federal Tax Gazette I 2021 p. 919), as last amended by the communication by the Federal Ministry of Finance dated 8 July 2021, and of 29 March 2022 III C 2 - S 7104/19/10001 :005 (DOK 2022/0096963). In addition, the members of the Supervisory Board are covered by directors' and officers' liability insurance (so-called D&O insurance) to cover against risks arising from their board activities for ABOUT YOU, the premium of which is paid by ABOUT YOU.

The fact that members of the Supervisory Board only receive fixed remuneration reinforces the board's independence and ensures objective and neutral performance of the advisory and monitoring function, as well as independent personnel and remuneration decisions. The amount of remuneration for the Supervisory Board is in line with the market when considering what other publicly traded companies pay the members of their Supervisory Boards. As a result, the remuneration offered to the Supervisory Board promotes the long-term development of ABOUT YOU.

The Supervisory Board will check at regular intervals, but at least once every four years, whether its members are adequately remunerated given their responsibilities and the Company's standing. The Supervisory Board may undertake a horizontal market comparison and/or a vertical comparison to the remuneration offered to employees of the enterprise. In view of the specific nature of the work performed by the Supervisory Board, a vertical comparison to the remuneration offered to employees of the enterprise is not typically a part of the review of Supervisory Board remuneration. Depending on the result of such a review, the Supervisory Board, together with the Management Board, may submit to the Annual General Meeting a proposal for an adjustment of the Supervisory Board remuneration.

The provisions set forth in the rules of procedure for the Management and Supervisory Boards with respect to conflicts of interest are observed in the procedures used to determine, implement, and review the remuneration system. The law takes account of possible conflicts of interest by reserving the final decision on the structure of the remuneration system and the remuneration for decision by the Annual General Meeting requiring a resolution proposal by both the Supervisory Board and the Management Board.