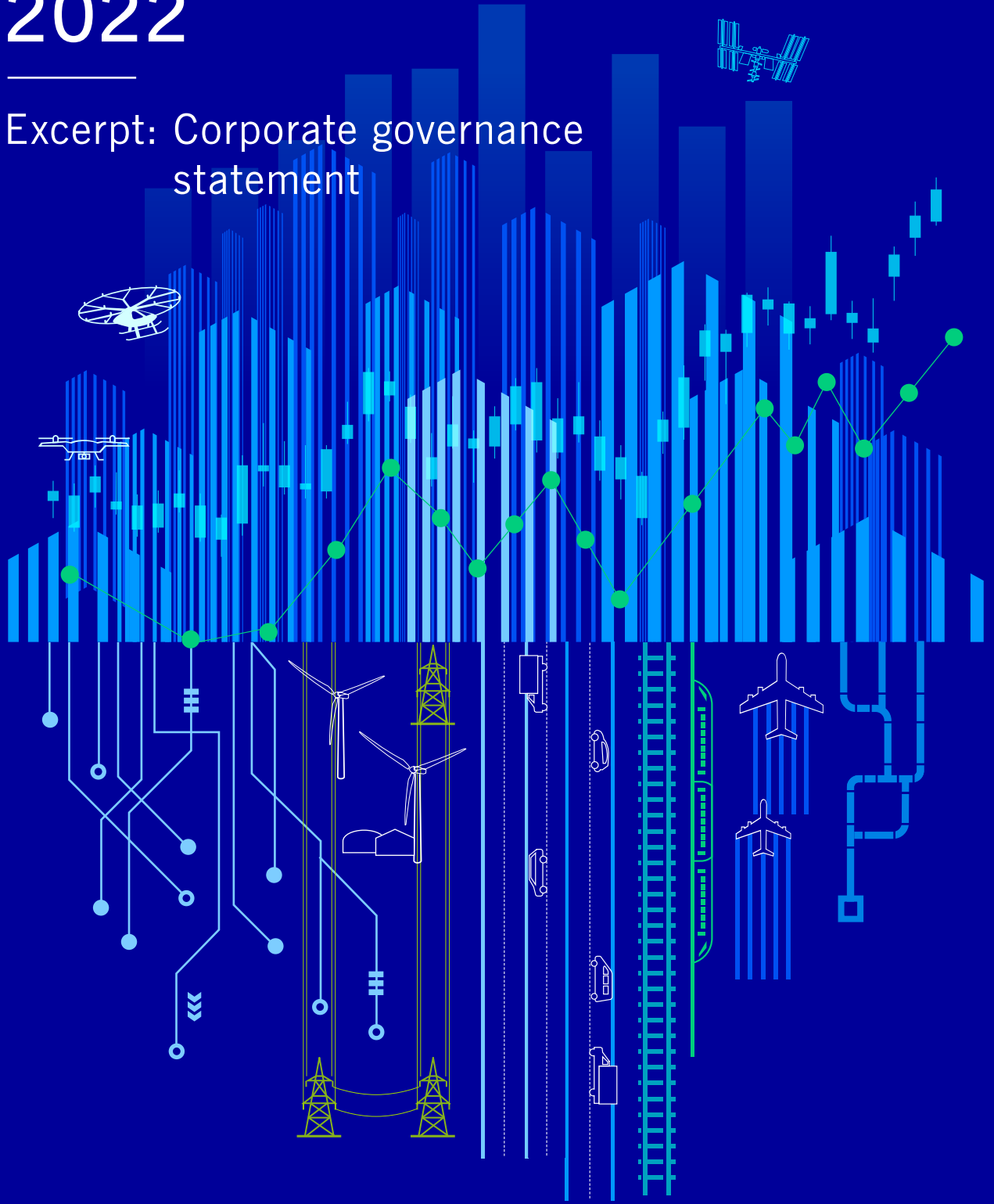




Deutsche Börse Group

Annual report 2022

Excerpt: Corporate governance
statement



13. Corporate governance statement

Deutsche Börse Group attaches great importance to the principles of good corporate governance and control. In this statement, we report on corporate governance at Deutsche Börse AG in accordance with principle 23 of the Deutscher Corporate Governance Kodex (the “Code”, German Corporate Governance Code). The statement contains the corporate governance statement pursuant to section 315d in conjunction with section 289f of the Handelsgesetzbuch (HGB, German Commercial Code).

Declaration of Conformity pursuant to section 161 Aktiengesetz (AktG, German Stock Corporation Act)

On 7 December 2022, the Executive Board and Supervisory Board of Deutsche Börse AG issued the following Declaration of Conformity:

“Declaration by the Executive Board and the Supervisory Board of Deutsche Börse AG regarding the German Corporate Governance Code in accordance with section 161 of the German Stock Corporation Act

All recommendations of the German Corporate Governance Code (GCGC) in the current version dated 28 April 2022, which was published in the Federal Gazette on 27 June 2022, are currently complied with and shall continue to be complied with in the future.

Since the last declaration of conformity was issued on 8 December 2021, all recommendations of the GCGC in the version dated 16 December 2019, which was published in the Federal Gazette on 20 March 2020, have also been complied with.

The annual declaration of conformity pursuant to section 161 of the AktG can also be found online at www.deutsche-boerse.com > Investor Relations > Corporate Governance > Declaration of Conformity. The declarations of conformity for the past five years are also available there.

Disclosures on overriding statutory provisions

The Executive Board and Supervisory Board of Deutsche Börse AG declare in accordance with recommendation F.4 GCGC that recommendation D.4 GCGC was not applicable to the company in 2022 because of the overriding statutory requirement of section 4 b of the German Stock Exchange Act. Recommendation D.4 GCGC states that the Supervisory Board shall form a Nomination Committee composed exclusively of shareholder representatives. In accordance with section 4 b of the German Stock Exchange Act, however, the Nomination Committee also assists the Supervisory Board of Deutsche Börse AG in selecting candidates for the Executive Board. As this task shall not be performed exclusively by shareholder representatives of the Supervisory Board, and in line with the practice to date, the Nomination Committee also includes employee representatives.

Disclosures on suggestions of the Code

The GCGC consists of both recommendations (denoted in the text by the use of the word “shall”), which are reported in the Declaration of Conformity in accordance with section 161 of the AktG, and suggestions (denoted in the text by the use of the word “should”). Deutsche Börse AG fully complies with them.

Publicly available information in accordance with section 289f (2) no. 1a of the HGB

The current remuneration report and the auditors' statement pursuant to section 162 of the AktG, the underlying remuneration system pursuant to section 87a (1) and (2) sentence 1 of the AktG as well as

the latest resolution on remuneration pursuant to section 113 (3) of the AktG are available at www.deutsche-boerse.com > Investor Relations > Corporate Governance > Remuneration.

Information on corporate governance practices

Conduct policies

Deutsche Börse Group's global orientation means that binding policies and standards of conduct must apply at all of the Group's locations around the world. Specifically, the main objectives of these principles for collaboration are to ensure responsibility, respect and mutual esteem. The Group also adheres to these principles when implementing its business model. Communications with clients, investors, employees and the general public are based on timely information and transparency. In addition to focusing on generating profit, Deutsche Börse Group's business is managed sustainably in accordance with recognised legal, social and ethical standards.

Code of business conduct

Acting responsibly means having values that are shared by all employees throughout the Group. Deutsche Börse AG therefore has a code of business conduct that is reviewed every year. This document, which is adopted by the Executive Board and applies throughout the Group, defines the foundations of key ethical and legal standards, including – but not limited to – the following topics:

- Compliance with legislation and regulations; whistleblowing
- Confidentiality and the handling of sensitive information
- Conflicts of interest
- Prevention of insider trading and market manipulation; personal account dealings
- Prevention of corruption
- Risk management
- Environmental awareness
- Equal opportunities and protection against undesirable behaviour
- Corporate responsibility; human rights; ethical conduct

The code of business conduct applies to members of the Executive Board, all other executives and all employees of Deutsche Börse Group. In addition to specifying concrete rules, the code of business conduct provides general guidance as to how employees can contribute to implementing the defined values in their everyday working life. The goal of the code of business conduct is to provide guidance on working together in the company on a day-to-day basis, to help resolve any conflicts and to resolve ethical and legal challenges. All newly hired employees receive the code of business conduct as part of their employment contract documentation. The code of business conduct is an integral part of the relationship between employer and employees at Deutsche Börse Group. Breaches may lead to disciplinary action. The document is available at www.deutsche-boerse.com > Responsibility > Sustainability > Our employees > Guiding principles.

Code of conduct for suppliers

Deutsche Börse Group not only requires its management and staff to adhere to high standards – it demands the same from its suppliers and service providers. The code of conduct for suppliers requires them to respect human rights and environmental regulations and to comply with minimum standards in these areas. The minimum standards also incorporate the requirements of the German Lieferkettensorgfaltspflichtengesetz (Supply Chain Due Diligence Act) and the UK Modern Slavery Act. Service providers and suppliers must sign this code of conduct or enter into an equivalent voluntary commitment before

they can do business with Deutsche Börse Group. The code of conduct for suppliers is reviewed regularly in the light of current developments and amended if necessary. It can be found at www.deutsche-boerse.com > Responsibility > Sustainability > Our social environment > Procurement.

Sustainability and values

Deutsche Börse Group's business activities are based on the legal frameworks and ethical standards of the different countries in which the Group operates. A key way in which we underscore the values we consider important for the Deutsche Börse Group is by joining initiatives and organisations that advocate generally accepted ethical standards. Relevant memberships are as follows:

United Nations Global Compact www.unglobalcompact.org: this voluntary business initiative established by the United Nations aims to achieve a more sustainable and more equitable global economy. At the heart of the compact are ten principles covering the areas of human rights, labour, environment protection and anti-corruption. Deutsche Börse Group has submitted annual communications on progress (COPs) on its implementation of the UN Global Compact since 2009.

Diversity Charter www.charta-der-vielfalt.de: as a signatory to the Diversity Charter, the company has committed to acknowledging, respecting and promoting the diversity of its workforce, customers and business associates – irrespective of their age, gender, disability, race, religion, nationality, ethnic background, sexual orientation or identity.

International Labour Organization www.ilo.org: this UN agency is the international organisation responsible for drawing up and overseeing international labour standards; it brings together representatives of governments, employees and employers to promote the joint development of policies and programmes. Deutsche Börse Group has signed up to the ILO's labour standards and hence has agreed to abide by them.

Sustainability in corporate governance

Sustainability is of significant importance for the corporate strategy of Deutsche Börse Group. It is therefore an essential element of corporate governance at the level of both the Executive Board and the Supervisory Board. The Executive Board of Deutsche Börse AG takes all strategic decisions concerning sustainability matters at Deutsche Börse Group. It is supported by the cross-functional Group Sustainability Board, which is chaired by the CFO. The Group Sustainability Board is the central management board for sustainability topics in the Deutsche Börse Group. It deals with company initiatives relating to environmental, social and governance topics (ESG). One of the Group Sustainability Board's particular responsibilities is to ensure that sustainability is incorporated into the company strategy. This includes advising on and monitoring the integration of sustainability into corporate planning and controlling. The Group ESG Strategy team, which reports to the CEO, provides support by coordinating overarching ESG product initiatives, managing the ESG reporting and continuously monitoring the ESG profile and climate strategy of the Deutsche Börse Group.

At the level of the Supervisory Board the responsibilities of the former Strategy Committee were expanded in 2021 to reflect the strategic importance of sustainability and it was renamed the Strategy and Sustainability Committee. In addition to embedding ESG in the work of the Supervisory Board in this way, it is particularly important for the board as a whole and in the other Supervisory Board committees, especially the Audit Committee, the Risk Committee and the Nomination Committee. Current, relevant sustainability aspects also form part of the training programme for the Executive Board and Supervisory Board and are dealt with in workshops and seminars.

To promote the sustainable development of the Deutsche Börse Group, ESG targets are an integral part of the remuneration system for the Executive Board. Details of the Executive Board remuneration system can be found in the [“Remuneration report”](#).

Further information on this subject can be found online at www.deutsche-boerse.com > [Responsibility > Sustainability](#). More information about the Supervisory Board committee Strategy and Sustainability can be found in the chapter [“Supervisory Board committees”](#). Details of the work carried out by the Strategy and Sustainability Committee are included in the [“Supervisory Board Report”](#).

Sector-specific policies

Deutsche Börse Group’s pivotal role in the financial sector requires that it handles information – and especially sensitive data and facts – responsibly. A number of rules are in force throughout the Group to ensure that employees comply with this. They comprise both statutory and internal rules that can be adapted specifically to individual industry segments. They include policies on whistleblowing, risk management and the internal control system.

Whistleblowing system

Deutsche Börse Group plays an active role in the fight against breaches of rules and regulations. One example is Deutsche Börse Group’s whistleblowing system, which provides a channel to report non-compliant behaviour. Deutsche Börse Group uses the Business Keeper Monitoring System (BKMS®), an online application that enables employees, clients and third parties to report matters that could be criminal offences and incidents of non-compliance by employees or third parties concerning the business of Deutsche Börse Group. Reports can be made in their own name or anonymously and can be made around the clock.

Further information regarding the whistleblowing system can be found at www.deutsche-boerse.com > [Our Company > Contact > Whistleblower system](#).

Risk and control management policies and principles

Functioning control systems are an important part of stable and sustainable business processes. Deutsche Börse Group’s enterprise-wide control systems are embedded in an overarching framework. This comprises, among other things, the legal requirements, the recommendations of the German Corporate Governance Code, international regulations and recommendations and other company-specific policies. The executives responsible for the different elements of the control system are in close contact with each other and with the Executive Board. Key aspects of its design and implementation are also reported regularly to the Supervisory Board or its committees. Equally, the Group has an enterprise-wide risk management system that covers and provides mandatory rules for functions, processes and responsibilities. The internal control system and risk management system also cover sustainability-related targets. Details of the internal control system and risk management at the Deutsche Börse Group can be found in the [“Risk management”](#) section.

From its examination of the internal control and risk management system and the reports of the Internal Audit function regarding its risk-oriented and process-independent controls conducted, the Executive Board does not have any indications which would result in reservations regarding the appropriateness and efficacy of the systems.

Working practices of the Executive Board and the Supervisory Board

An important fundamental principle of the German Stock Corporation Act is the dual board system – which assigns separate, independent responsibilities to the Executive Board and the Supervisory Board. These responsibilities and their implementation at Deutsche Börse AG are set out in detail in the following paragraphs.

Both boards perform their duties in the interests of the company and with the aim of achieving a sustainable, long-term increase in value. Their actions are based on the principle of responsible corporate governance. Therefore, Deutsche Börse AG's Executive Board and Supervisory Board work closely together in a spirit of mutual trust, with the Executive Board providing the Supervisory Board with comprehensive information on the company's and the Group's position and the course of business in a regular and timely manner. In addition, the Executive Board regularly informs the Supervisory Board concerning issues relating to corporate planning, the risk situation and risk management, compliance and the company's control systems. The strategic orientation of the company is examined in detail and agreed upon with the Supervisory Board. Implementation of the relevant measures is discussed at regular intervals. The Chief Executive Officer reports to the Supervisory Board without undue delay, orally or in writing, on matters that are of special importance to the company.

In addition, the CEO keeps the Chair of the Supervisory Board continuously and regularly informed of the current developments affecting the company's business, significant transactions, upcoming decisions and the long-term outlook and discusses these issues with him or her. The Supervisory Board may also request reports from the Executive Board at any time, especially on matters and business transactions at Deutsche Börse AG and subsidiaries that have a significant impact on Deutsche Börse AG's position. The Rules of Procedures for the Executive Board and Supervisory Board contain provisions on the corresponding information rights and obligations of the Executive Board and Supervisory Board exceeding statutory regulations.

Deutsche Börse AG's Executive Board

The Executive Board manages Deutsche Börse AG and Deutsche Börse Group; it had six members during the reporting period. The main duties of the Executive Board include defining the Group's corporate goals and sustainable strategic orientation, managing and monitoring the operating units, as well as establishing and monitoring an efficient risk management system. The Executive Board is responsible for preparing the annual and consolidated financial statements of Deutsche Börse AG, as well as for producing financial information during the course of the year. In addition, it must ensure the company's compliance with legal requirements and official regulations.

The members of the Executive Board are jointly responsible for all aspects of management. Irrespective of this collective responsibility, the individual members manage the company's business areas assigned to them in the Executive Board's schedule of responsibilities independently and are personally responsible for them. In addition to the business areas, the functional areas of responsibility are that of the Chief Executive Officer (CEO), the Chief Financial Officer (CFO), the Chief Information Officer/Chief Operating Officer (CIO/COO) and Governance, People & Culture. The business areas cover the operating business units, such as the company's cash market activities, the derivatives business, securities settlement and custody, fund distribution services as well as the market data, financial and sustainability information business. For details, see the "[Deutsche Börse: Fundamental information about the Group](#)" section and www.deutsche-boerse.com > Company > Deutsche Börse Group > Business areas.

Further details of the Executive Board's work are set out in the bylaws that the Supervisory Board has adopted for the Executive Board. Among other things, these list issues that are reserved for the entire Executive Board, special measures requiring the approval of the Supervisory Board, other procedural details and the arrangements for passing resolutions. The Executive Board holds regular meetings; these are convened by the CEO, who coordinates the Executive Board's work. Any Executive Board member can require a meeting to be convened. In accordance with its bylaws, the entire Executive Board normally takes decisions on the basis of resolutions passed by a simple majority of the members voting on them in each case. If a vote is tied, the CEO has the casting vote.

More information on the Executive Board, its composition, members' individual appointments and biographies can be found at www.deutsche-boerse.com > Investor Relations > Corporate Governance > Executive Board.

Deutsche Börse AG's Supervisory Board

The Supervisory Board supervises and advises the Executive Board in its management of the company. This also covers sustainability matters. The Supervisory Board supports the Executive Board in significant business decisions and provides assistance on strategically important issues. In the Rules of Procedures for the Executive Board, the Supervisory Board has defined transactions of fundamental importance which require its approval. In addition, the Supervisory Board is responsible for appointing the members of the Executive Board, deciding on their total remuneration and examining Deutsche Börse AG's annual and consolidated financial statements and the combined management report. Details of the Supervisory Board's work during the 2022 financial year can be found in the "[Report of the Supervisory Board](#)".

The Supervisory Board consists of 16 members, made up of an equal number of shareholder representatives and employee representatives in line with the German Mitbestimmungsgesetz (MitbestG, German Co-determination Act). The term of office of the current members ends at the Annual General Meeting in 2024. This also applies to an employee representative who was appointed by the court to the Supervisory Board of Deutsche Börse AG in 2022 after the early voluntary retirement of another employee representative.

The Supervisory Board holds at least six regular meetings every year. In addition, extraordinary meetings are held as required. Executive Board members attend the meetings unless the Supervisory Board decides otherwise in any particular case. The Supervisory Board also meets regularly without the Executive Board. Exchanges also take place as necessary with the annual auditors. The committees also hold regular meetings. Unless mandatory statutory provisions or the Articles of Associations call for a different procedure, the Supervisory Board passes its resolutions by a simple majority. If a vote is tied, the Chair has the casting vote. The work of the Supervisory Board and its Committees is defined by the Rules of Procedure for the Supervisory Board, which is available under www.deutsche-boerse.com > Investor Relations > Corporate Governance > Supervisory Board > Rules of procedure.

The Supervisory Board reviews the knowledge, skill and experience of the Executive Board and Supervisory Board and their members regularly, at least once a year, and examines the structure, size, composition and performance of the Executive Board and Supervisory Board. Its review is based on a catalogue of specific targets, including qualification requirements, which, in turn, are reviewed regularly by the Supervisory Board. The Supervisory Board also regularly, at least once a year, reviews the effectiveness of its work, discusses opportunities for improvement and decides on suitable measures if necessary. The concrete targets are described in the chapter [“Targets for composition and qualification requirements of the Supervisory Board”](#) and the annual effectiveness test is described in the chapter [“Examination of the effectiveness of Supervisory Board work”](#).

The Chair of the Supervisory Board is in regular contact with the representatives of shareholders and employees on the Supervisory Board, in addition to the scheduled meetings, and arranges talks to prepare for the Supervisory Board meetings as necessary.

Supervisory Board committees

The Supervisory Board’s goal in establishing committees is to improve the effectiveness of its work by examining complex matters in smaller groups that prepare them for the plenary meeting of the Supervisory Board. Additionally, the Supervisory Board has delegated individual decision-making powers to the committees, to the extent that this is legally permissible. The Supervisory Board had seven committees in the reporting period. The responsibilities of the existing Strategy Committee were expanded in 2021 to form a Strategy and Sustainability Committee. For details of the committees, please refer to the tables [“Supervisory Board committees in the reporting year: composition and responsibilities”](#). Their individual responsibilities are governed by the Supervisory Board’s bylaws. The committees’ rules of procedure correspond to those for the plenary meeting of the Supervisory Board. Details of the current duties and members of the individual committees can be found online at www.deutsche-boerse.com > Corporate Governance > Investor Relations > Supervisory Board > Committees.

The chairs of the individual committees report to the plenary meeting about the subjects addressed and resolutions passed in the committee meetings. Outside the meetings the Chair of the Audit Committee also reports regularly to the Audit Committee and the full Supervisory Board on her regular exchanges with the annual auditor. Information on the Supervisory Board’s concrete work and meetings during the reporting period can be found in the [“Report of the Supervisory Board”](#).

More information on the Supervisory Board and its committees, the individual members and their appointments and biographies, can be found at: www.deutsche-boerse.com > Corporate Governance > Investor Relations > Supervisory Board.

Supervisory Board committees in the reporting year: composition and responsibilities

Audit Committee

Members	Composition
<ul style="list-style-type: none"> ▪ Barbara Lambert (Chair) ▪ Katrin Behrens¹ (until 28 April 2022) ▪ Andreas Gottschling ▪ Oliver Greie¹ (since 18 May 2022) ▪ Susann Just-Marx¹ ▪ Achim Karle¹ ▪ Michael Rüdiger 	<ul style="list-style-type: none"> ▪ At least four members who are elected by the Supervisory Board ▪ At least one member with financial reporting expertise and one other member with auditing expertise² ▪ All members familiar with the financial sector ▪ Prerequisites for the chair of the committee: the person concerned must be independent, and must have specialist knowledge and experience either (i) in the application of accounting principles and internal control and risk management systems or (ii) in auditing, whereby accounting and auditing also include sustainability reporting and its auditing ▪ Persons who cannot chair the committee: the Chair of the Supervisory Board; former members of the company's Executive Board whose appointment ended less than two years ago <p>Responsibilities</p> <ul style="list-style-type: none"> ▪ Deals with issues relating to the preparation of the annual budget and financial topics, particularly capital management ▪ Deals with issues relating to the adequacy and effectiveness of the company's control systems – in particular, to risk management, compliance and internal audit ▪ Deals with audit reports and financial reporting issues, including oversight of the financial reporting process ▪ Half-yearly financial reports, plus any quarterly financial reports, discusses the results of the reviews with the auditors ▪ Examines the annual financial statements and the management report, the consolidated financial statements and the group management report, discusses the audit report with the external auditors and prepares the Supervisory Board's resolutions adopting the annual financial statements and approving the consolidated financial statements, as well as the resolution on the Executive Board's proposal on the appropriation of profit ▪ Prepares the Supervisory Board's recommendation to the Annual General Meeting on the election of the external auditors of the annual financial statements, the consolidated financial statements and the half-yearly financial report (to the extent that the latter is audited or reviewed by external auditors) and makes corresponding recommendations to the Supervisory Board ▪ Reviews the non-financial reporting (sections 289b, 315b HGB) ▪ Monitors the audit, particularly the selection and the independence of the external auditors, the quality of the audit and the additional services provided by the auditors ▪ Issues the engagement letter to the external auditor of the annual financial statements and the consolidated financial statements – including, in particular, the decision on and the commissioning of assigning the auditor (i) to review or audit the half-yearly financial reports, (ii) to review the non-financial reporting and (iii) to audit the remuneration report, as well as determining focal areas of the audit and the audit fee ▪ Prepares the Supervisory Board's resolution approving the statement on the German Corporate Governance Code pursuant to section 161 of the AktG and the corporate governance statement in accordance with section 289f of the HGB ▪ Control procedures on related-party transactions pursuant to section 111a (2) sentence 2 AktG ▪ Every member of the Audit Committee has the right to obtain information via the Chair of the Audit Committee from the heads of the company's main central departments; the Chair of the Audit Committee notifies all the committee members of the information obtained.

1) Employee representatives

2) Ms Barbara Lambert has the expertise in auditing and Mr Michael Rüdiger has the expertise in financial reporting required by section 100 (5) AktG. For details see the chapter "Targets for composition and qualification requirements of the Supervisory Board".

Nomination Committee

Members	Composition
<ul style="list-style-type: none"> ▪ Martin Jetter (Chair) ▪ Markus Beck¹ ▪ Prof. Dr Nadine Brandl¹⁾ ▪ Dr Anja Greenwood¹⁾ ▪ Michael Rüdiger ▪ Clara-Christina Streit 	<ul style="list-style-type: none"> ▪ Chaired by the Chair of the Supervisory Board ▪ At least five other members who are elected by the Supervisory Board
	<p>Responsibilities</p> <ul style="list-style-type: none"> ▪ Addresses succession planning for the Executive Board and identifies potential candidates ▪ Develops a diversity concept for the Supervisory Board ▪ Deals with the regular, at least annual assessment of the structure, size, composition and performance of the Executive Board and Supervisory Board, as well as possible improvements ▪ Deals with the regular, at least annual assessment of the qualification requirements of individual members of the Executive Board and Supervisory Board, and the Executive Board and Supervisory Board as a whole ▪ Reviews the policy for selection and appointment of members of the Executive Board and makes recommendations to the Supervisory Board in this regard ▪ Proposes suitable candidates to the Supervisory Board for inclusion in the Supervisory Board's election proposal to the Annual General Meeting (the proposal is submitted by shareholder representatives), including the regular review of the concrete targets and a job description on which proposals are based ▪ Enters into, amends or terminates service agreements within the framework defined by the Supervisory Board ▪ Prepares resolutions of the Supervisory Board on the system for the compensation of the Executive Board ▪ Prepares resolutions of the Supervisory Board on aggregate remuneration and retirement benefits of individual Executive Board members and determines payments to surviving dependants and any other similar payments; regularly reviews the reasonableness of Executive Board remuneration and develops proposals for any adjustments where required ▪ Prepares the compensation reporting with regard to the Executive Board and Supervisory Board ▪ Approves appointments of members of Deutsche Börse AG's Executive Board to other executive boards, supervisory boards, advisory boards and similar boards, as well as other part-time work and honorary appointments, including any exemptions from the approval requirement ▪ Approves the grant or revocation of general powers of attorney ▪ Approves cases in which the Executive Board grants employees retirement pensions or other individually negotiated retirement benefits, or proposes to enter into employer/works council agreements establishing pension plans ▪ Decides on deferring publication of insider information and on drafting ad hoc notifications on information for which the Supervisory Board is responsible ▪ Other tasks and duties set forth in section 4b (5) of the BörsG

1) Employee representatives

Risk Committee

Members	Composition
<ul style="list-style-type: none"> ▪ Andreas Gottschling (Chair) ▪ Susann Just-Marx¹ ▪ Barbara Lambert ▪ Daniel Vollstedt¹ 	<ul style="list-style-type: none"> ▪ At least four members who are elected by the Supervisory Board
	Responsibilities
	<ul style="list-style-type: none"> ▪ Reviews the risk management framework, including the risk appetite and the risk management roadmap ▪ Takes note of and reviews the periodic risk management and compliance reports ▪ Oversees monitoring of the Group's operational, financial and business risks ▪ Takes note of and discusses the annual reports on significant risks and the risk management systems at regulated Group entities, to the extent legally permissible

1) Employee representatives

Strategy and Sustainability Committee

Members	Composition
<ul style="list-style-type: none"> ▪ Martin Jetter (Chair) ▪ Dr Anja Greenwood¹ ▪ Achim Karle¹ ▪ Peter Sack¹ ▪ Charles Stonehill ▪ Chong Lee Tan 	<ul style="list-style-type: none"> ▪ Chaired by the Chair of the Supervisory Board ▪ At least five other members who are elected by the Supervisory Board
	Responsibilities
	<ul style="list-style-type: none"> ▪ Advises the Executive Board on matters of strategic importance to the company and its affiliates ▪ Addresses fundamental strategic and business issues and deals with the group's purpose ▪ Deals with sustainable corporate governance and business activities of Deutsche Börse Group in the areas environmental, social and governance (ESG) criteria (unless another committee is responsible) ▪ Deals with significant projects for Deutsche Börse Group

1) Employee representatives

Technology Committee

Members	Composition
<ul style="list-style-type: none"> ▪ Shannon A. Johnston (Chair; since 18 May 2022) ▪ Karl-Heinz Flöther (Chair; until 18 May 2022) ▪ Markus Beck¹ (since 4 March 2022) ▪ Andreas Gottschling ▪ Achim Karle¹ (until 4 March 2022) ▪ Peter Sack¹ ▪ Charles Stonehill ▪ Daniel Vollstedt¹ 	<ul style="list-style-type: none"> ▪ At least four members who are elected by the Supervisory Board
	Responsibilities
	<ul style="list-style-type: none"> ▪ Supports the Supervisory Board in meeting its supervisory duties with respect to the information technology used to execute the Group's business strategy and with respect to information security ▪ Advises on IT strategy and architecture ▪ Oversees monitoring of technological innovations, the provision of IT services, the technical performance and stability of IT systems, operational IT risks, and information security services and risks

1) Employee representatives

Chairman's Committee

Members	Composition
<ul style="list-style-type: none"> ▪ Martin Jetter (Chair) ▪ Markus Beck¹ ▪ Prof. Dr Nadine Brandl¹ ▪ Clara-Christina Streit 	<ul style="list-style-type: none"> ▪ Chaired by the Chair of the Supervisory Board ▪ Deputy Chair of the Supervisory Board as well as one shareholder representative and one employee representative who are elected by the Supervisory Board
	Responsibilities
	<ul style="list-style-type: none"> ▪ Time-sensitive affairs

1) Employee representatives

Mediation Committee

Members	Composition
<ul style="list-style-type: none"> ▪ Martin Jetter (Chair) ▪ Markus Beck¹ ▪ Katrin Behrens¹ (until 28 April 2022) ▪ Karl-Heinz Flöther (until 18 May 2022) ▪ Oliver Greie¹ (since 18 May 2022) ▪ Barbara Lambert (since 18 May 2022) 	<ul style="list-style-type: none"> ▪ Chaired by the Chair of the Supervisory Board ▪ Deputy Chairperson of the Supervisory Board as well as one shareholder representative and one employee representative each
	Responsibilities
	<ul style="list-style-type: none"> ▪ Tasks and duties pursuant to section 31 (3) of the MitbestG

1) Employee representatives

Targets for composition and qualification requirements of the Supervisory Board

In accordance with recommendation C.1 GCGC, the Supervisory Board has adopted a catalogue of specific targets concerning its composition that should serve, above all, as a basis for the nomination of future members. The targets include qualification requirements as well as diversity targets. Furthermore, members shall have sufficient time, as well as the personal integrity and suitability of character, to exercise their office. In addition, more than half the shareholder representatives on the Supervisory Board shall be independent. The targets, including the qualification requirements, are reviewed by the Supervisory Board regularly, at least annually, and modified as necessary. The status of implementation can be seen in the qualification matrix at the end of this statement.

In the reporting year, the Supervisory Board, on the recommendation of the Nomination Committee, expanded the specific targets in the qualification requirements explained below to include expertise in sustainability matters, and moreover adapted them to changes in statutory and regulatory requirements. The Supervisory Board, supported by the Nomination Committee, also examined the targets for the overall board and for the individual members and confirmed that they had been met.

Qualification requirements

Given their knowledge, skills and professional experience, members of the Supervisory Board shall have the ability to perform the duties of a supervisory board member in a company with international business activities. For this purpose, the Supervisory Board has determined necessary basic competences and particular competences. The requirements regarding the particular competences are derived from the business model, the company targets, as well as from specific regulations applicable to Deutsche Börse Group.

Basic competencies

Ideally, each Supervisory Board member holds the following basic competencies:

- Understanding of commercial issues
- Analytical and strategic skills
- Understanding of the corporate governance system
- Knowledge of the financial sector
- Understanding of Deutsche Börse AG's activities
- Understanding of Deutsche Börse Group's structure
- Understanding of sustainability matters as relevant to Deutsche Börse AG
- Understanding of the member's own position and responsibilities

Particular competences

The requirements for particular competences refer to the Supervisory Board in its entirety. At least two of its members should have sound knowledge, especially concerning the following topics:

- Capital markets, business models of stock exchanges and data business
- Clearing, settlement and custody business
- Information technology and security
- Strategy and sustainability
- Accounting, finance and audit
- Risk management and compliance
- Regulatory requirements

The current composition of the Supervisory Board fulfils these criteria concerning the qualification of its members. The requirements of the German Stock Corporation Act and the GCGC for professional knowledge of accounting and auditing in the Audit Committee are also met. Barbara Lambert, the Chair of the Audit Committee, has the necessary professional knowledge of both auditing and accounting. The same applies to Michael Rüdiger, a member of the Audit Committee, who also has the necessary specialist knowledge of both auditing and accounting.

Barbara Lambert studied economics in Switzerland, where she also obtained her diploma as an auditor. As an active auditor of financial statements and banks over many years she can draw on extensive experience of conducting and managing audit activities, particularly in the financial sector. She continues to update her auditing knowledge on a regular basis to this day. In addition to chairing the Audit Committee of Deutsche Börse AG, Barbara Lambert was or is a member or chair of several audit and risk committees of boards of directors and supervisory boards, including Banque Pictet & Cie SA (until 2022), Im- plenia AG (since 2019), Synlab AG (since 2021) and UBS Switzerland AG (since 2022). In these func- tions, she regularly attends the training sessions offered by the respective companies. Alongside her work on boards of directors and supervisory boards, Barbara Lambert is a member of many relevant pro- fessional associations and networks, such as the Swiss expert association for auditing, tax and trusts (EXPERTsuisse), where in 2007 she was also a member of the expert group for bank auditing, and the German Audit Committee Chair Network. The membership in these associations and networks serve not only the professional exchange but also her further professional training. Her full curriculum vitae is available from www.deutsche-boerse.com > Investor Relations > Corporate Governance > Supervisory Board > Barbara Lambert.

Michael Rüdiger has a degree in business studies with focus on finance and controlling. He has many years of experience of the finance industry and until 2019 was CEO of DekaBank Deutsche Girozentrale. In addition to his work on the Supervisory Board of Deutsche Börse AG, where he has also been a mem- ber of the Audit Committee since 2020, Michael Rüdiger chairs the Audit Committee at Evonik Indus- tries AG and chairs the Supervisory Board of BlackRock Asset Management Deutschland AG. In these functions he regularly attends the training sessions offered by the respective companies. Michael Rüdiger is a member of relevant networks, such as the German Audit Committee Chair Network of the Audit Committee Institute e.V., where he discusses professional issues and receives ongoing training. He also regularly attends individual training courses on aspects of auditing and accounting, where he makes use of the expertise offered by large auditing firms. His full curriculum vitae is available from www.deutsche-boerse.com > Investor Relations > Corporate Governance > Supervisory Board > Michael Rüdiger.

Independence of Supervisory Board members

In accordance with recommendation C.6 GCGC, the Supervisory Board shall be comprised of what it considers to be an appropriate number of independent shareholder representatives. The shareholder rep- resentatives on the Supervisory Board therefore decided that at least half the shareholder representatives on the Supervisory Board shall be independent. Supervisory Board members are considered to be inde- pendent within the meaning of C.6 GCGC if they are independent of the company and its Executive Board and independent of any controlling shareholder. In particular, Supervisory Board members are no longer to be considered independent if they have a personal or business relationship with the company or its Executive Board that may cause a substantial (and not merely temporary) conflict of interest. Ac- cording to recommendation C.7 GCGC, more than half the shareholder representatives shall be inde- pendent of the company and the Executive Board.

In the opinion of the shareholder representatives on the Supervisory Board, all of them are independent.

Diversity concept for the Executive Board and the Supervisory Board

The diversity concept for the Executive Board and the Supervisory Board, as adopted by the Supervisory Board in accordance with section 289f (2) no. 6 of the HGB, has the objective of ensuring a wide range of perspectives and experience through the composition of both bodies. The concept is implemented within the scope of selecting and appointing new Executive Board members or regarding proposals for election of new Supervisory Board members.

Flexible age limit and term of office

The Supervisory Board considers the flexible age limit stipulated in its bylaws (generally 70 years) when nominating candidates for election by the Annual General Meeting. Furthermore, the Supervisory Board's bylaws provide for a general limitation to members' maximum term of office to twelve years, which the Supervisory Board shall also consider in its nominations of candidates to the Annual General Meeting.

The flexible age limit for members of the Executive Board provides for the term of office to expire at the end of the month during which a member reaches the age of 60 years. From the month during which an Executive Board member has reached the age of 60, re-appointment is permitted for a period of one year in each case, provided that the last term of office shall expire at the end of the month during which the Executive Board member reaches the age of 65. When appointing members of the Executive Board, the Supervisory Board pursues the objective of achieving an optimal composition of the Executive Board from the company's perspective. In this context, experience and industry knowledge, as well as professional and personal qualifications, play a major role. Depending on the Executive Board position to be filled, it is not just the scope and depth of skills that is decisive, but also whether the specific skills are up to date. The flexible age limit has been deliberately worded to preserve the Supervisory Board's flexibility in taking decisions on appointments.

At present, no Executive Board member has passed the age limit of 65 years.

Theodor Weimer's term of office as Chairman of Deutsche Börse AG's Executive Board runs until 31 December 2024. Theodor Weimer will reach the age of 65 in 2024. Gregor Pottmeyer's term of office as CFO of Deutsche Börse AG was extended until 30 September 2025. Mr Pottmeyer reached the age of 60 in 2022. While maintaining the general rule on a flexible age limit, the Supervisory Board decided in view of their long-standing experience and knowledge of the sector and professional and personal qualifications, not to renew Mr Weimer's and Mr Pottmeyer's term of office solely on an annual basis once they reached the age of 60.

Share of women holding management positions

Deutsche Börse Group is an international company. Working at our company means collaborating with colleagues across over 55 locations from 115 nations. We are proud of the diverse cultural, professional and personal backgrounds of our colleagues around the globe. We are committed to maintaining, supporting, and fostering the diverse and inclusive culture of Deutsche Börse AG across all diversity dimensions.

Regulations require us to consider one aspect of this diversity in particular detail in this report: the share of women holding management positions.

Deutsche Börse AG meets the statutory requirements for the proportion of women on the Executive Board and the Supervisory Board. This applies particularly to the diversity requirements for the Executive Board that have been in force since 2021.

37.5 per cent of the shareholder representatives of the Supervisory Board are women and the Supervisory Board is determined to further increase this share.

For the Executive Board, the Supervisory Board is alike determined to further increase the share of women, while taking the current appointments into consideration. Currently, there is one female member on the board.

Future personnel decisions will take this into account.

In detail: With regard to the Supervisory Board, the legally binding gender quota of 30 per cent in accordance with section 96 (2) of the AktG applies. In order to prevent the possible discrimination of either shareholder representatives or employee representatives, and in order to increase the planning security in the relevant election procedures, the shareholder representatives on the Supervisory Board have opposed the overall compliance of the quota in accordance with section 96 (2) sentence 2 AktG. Thus, the minimum quota of 30 per cent is to be complied with for each gender with regard to the shareholder representatives and the employee representatives. Based on the statutory calculation method, this means that at least two women and two men from each the shareholder representatives and from the employee representatives must be on the Supervisory Board. Currently, there are six women on the Supervisory Board: three among the shareholder representatives and three women among the employee representatives. The statutory gender quota is therefore fulfilled.

For the Executive Board, the Act to Supplement and Amend the Regulations for the Equal Participation of Women in Leadership Positions in the Private and Public Sector (FüPoG II) dated 10 June 2021 has introduced a statutory minimum participation requirement. Executive Boards of listed companies with more than three Executive Board members are required to have at least one woman and one man on the board (section 76 (3a) AktG). This statutory minimum participation requirement replaces the obligation of companies to set a legally non-binding target quota. Deutsche Börse AG meets these statutory requirements and reports on them in accordance with Section 289f (2) No. 5a of the HGB.

International profile

The composition of the Executive Board and the Supervisory Board shall reflect the company's international activities. With Dr Andreas Gottschling, Shannon A. Johnston, Barbara Lambert, Charles Stonehill, Clara-Christina Streit and Chong Lee Tan, there are six shareholder representatives on the Supervisory Board who are not or not exclusively German citizens. In addition, many of the members of the Supervisory Board have long-term professional experience in the international field or are working abroad on a permanent basis. The Supervisory Board will therefore continue to meet the objectives concerning its international composition.

The same applies to the Executive Board, where Stephan Leithner holds non-German citizenship, and whose members have gained long-standing international working experience as well.

Educational and professional background

The Supervisory Board has set itself the objective of considering an appropriate range of educational and professional backgrounds regarding its own composition, as well as regarding the composition of the Executive Board. The composition of both the Supervisory Board and the Executive Board reflects these objectives. In addition to possessing professional experience in the financial services industry, members of the Executive Board and the Supervisory Board also have a professional background in consultancy, the IT sector, auditing, administration and regulation. In terms of professional education, most members have business, economics or legal degrees, in addition to backgrounds in IT, engineering and other areas. Education and professional experience thus also contribute to fulfilling the previously mentioned qualification requirements for Supervisory Board members.

The composition of both Deutsche Börse AG's Supervisory Board and Executive Board is in line with the objectives stated above.

The following qualification matrix provides an overview of how the main targets for the composition of the Supervisory Board are met, and of the extent to which the particular competences defined in the qualification requirements are present.

Qualification matrix: Profile and particular competences of Supervisory Board members

	Martin Jetter (Chair)	Markus Beck	Nadine Brandl	Andreas Gottschling	Anja Greenwood	Oliver Greie	Shannon A. Johnston	Susann Just-Marx
Member since	2018	2018	2018	2020	2021	2022	2022	2018
Independence	independent	employee representative	employee representative	independent	employee representative	employee representative	independent	employee representative
Sex	male	male	female	male	female	male	female	female
Year of birth	1959	1964	1975	1967	1974	1976	1971	1988
Nationality	German	German	German	German, Swiss	German	German	USA	German
International experience	yes	no	no	yes	yes	no	yes	yes
Educational and professional background ¹	Engineering	Law	Law	Financial econometrics, business studies	Law	Nursing	General Studies	Administration, business studies
Particular competences								
Capital markets, business models of stock exchanges and data business	✓	✓						
Clearing, settlement and custody business					✓			✓
Information technology and security	✓			✓			✓	
Strategy and sustainability	✓	✓	✓		✓			
Accounting, finance and audit		✓	✓	✓		✓		✓
Risk management and compliance	✓		✓	✓		✓		✓
Regulatory requirements	✓	✓	✓	✓	✓		✓	

1) The curricula vitae of the Supervisory Board members can be found at www.deutsche-boerse.com > Investor Relations > Corporate Governance > Supervisory Board.

Achim Karle	Barbara Lambert	Michael Rüdiger	Peter Sack	Charles Stonehill	Clara-C. Streit	Chong Lee Tan	Daniel Vollstedt	
2018	2018	2020	2021	2019	2019	2021	2021	Member since
Employee representative	independent	independent	Employee representative	independent	independent	independent	Employee representative	Independence
male	female	male	male	male	female	male	male	Sex
1973	1962	1964	1962	1958	1968	1962	1976	Year of birth
German	German, Swiss	German	German	British, USA	German, USA	Singapore	German	Nationality
yes	yes	yes	no	yes	yes	yes	no	International experience
Finance	Banking, business studies, auditor	Banking, business studies	Economics, politics	History	Business studies	Economics and administration	IT and business studies	Educational and professional background ¹
								Particular competences
✓		✓	✓	✓	✓	✓		Capital markets, business models of stock exchanges and data business
		✓	✓	✓	✓			Clearing, settlement and custody business
	✓			✓			✓	Information technology and security
✓	✓	✓		✓	✓	✓		Strategy and sustainability
	✓	✓			✓	✓		Accounting, finance and audit
	✓	✓		✓			✓	Risk management and compliance
	✓	✓		✓	✓			Regulatory requirements

1) The curricula vitae of the Supervisory Board members can be found at www.deutsche-boerse.com > Investor Relations > Corporate Governance > Supervisory Board.

Please refer to www.deutsche-boerse.com > Investor Relations > Corporate Governance > Supervisory Board for further information concerning the members of the Supervisory Board and its committees. For further information concerning the members of the Executive Board, please see www.deutsche-boerse.com > Investor Relations > Corporate Governance > Executive Board.

Preparing the election of a shareholder representative to the Supervisory Board

Shareholder representative Karl-Heinz Flöther resigned from the Supervisory Board of Deutsche Börse AG at the close of the Annual General Meeting on 18 May 2022. He was succeeded by Shannon A. Johnston, who was elected as a shareholder representative at the Annual General Meeting on 18 May 2022. Ms Johnston was elected following an intensive selection process, during which the Nomination Committee applied the above criteria for the selection of suitable candidates.

Training and professional development measures for members of the Supervisory Board

As a matter of principle, Supervisory Board members are responsible for their continuing professional development. Deutsche Börse AG follows recommendation D.11 GCGC and the guidelines of the European Securities and Markets Authority (ESMA) on management bodies of market operators and data reporting services providers, and supports Supervisory Board members in this endeavour. For example, it organises targeted introductory events for new Supervisory Board members and workshops on selected strategy, sustainability and current issues as well as on topics of fundamental importance. Hence, beside a specific workshop on sustainability topics and a technology workshop, workshops were also held on compliance issues and the rights and obligations of the Supervisory Board and Executive Board in the reporting year. In individual cases, Deutsche Börse AG assumes the costs incurred for third-party training, as part of its own training programme “Qualified Supervisory Board” for Supervisory Board members, for instance. Further information about the Supervisory Board workshops can be found in the [“Report of the Supervisory Board”](#).

Examination of the effectiveness of Supervisory Board work

Deutsche Börse AG regards regular reviews of the effectiveness of Supervisory Board work – in accordance with recommendation D.12 GCGC – as a key component of good corporate governance. The annual effectiveness review in the reporting year was carried out with the support of an external service provider, as is the case in every third year. It was based on a structured questionnaire followed by interviews. The effectiveness review covered topics such as the tasks and composition of the Supervisory Board, collaboration within the Supervisory Board and with the Executive Board, as well as Supervisory Board and committee meetings. In addition, topics relating to the discussion and working culture and how current matters are dealt with by the Supervisory Board were addressed. Compliance with relevant statutory and regulatory requirements was also reviewed in the course of a compliance check. The review yielded positive results, both in terms of overall effectiveness as well as regarding the audited subject areas. Where it identifies room for improvement, optimising proposals were discussed by the Supervisory Board and measures for their execution implemented. No cases of non-compliance with relevant statutory and regulatory requirements were identified.

Long-term succession planning for the Executive Board

Together with the Executive Board, the Supervisory Board ensures that long-term succession planning takes place. For this purpose the Supervisory Board, or its Nomination Committee, regularly – at least once a year – concerns itself with potential candidates for the Executive Board. The Chair of the Executive Board is involved in these considerations, provided that the discussions do not refer to their own succession. The Supervisory Board prepares an applicant profile for vacant Executive Board positions. The Supervisory Board takes care to ensure that the knowledge, expertise and experience of all Executive Board members is diverse and well balanced and adheres to the adopted diversity concept. Moreover, the Supervisory Board ensures it is informed regularly about the succession planning at the first level beneath the Executive Board, and provides advice to the Executive Board in this regard.

Target figures for the proportion of female executives beneath the Executive Board

Deutsche Börse AG's Executive Board has defined target quotas for women on the two management levels beneath the Executive Board, in accordance with section 76 (4) of the AktG, in each case referring to Deutsche Börse AG. By 31 December 2022, the proportion of women holding positions in the first and second management levels beneath the Executive Board was planned to reach 15 per cent and 22 per cent, respectively. As of 31 December 2022, the share of women holding positions on the first and second management levels beneath the Executive Board at Deutsche Börse AG in Germany was 12 per cent and 27 per cent, respectively.

Changes at the first management level had an impact on the number of female executives and the achievement of the target percentage at this level. At the second management level the proportion of women at Deutsche Börse AG is significantly above target and makes a positive contribution to the future proportion of women holding management positions overall. The Deutsche Börse Group is highly international, which means that for the development of female managers and appointments to management positions the consideration of a cross-company and cross-country perspective plays an important role.

In this context, the Executive Board had set a groupwide target share of women holding upper management positions (first three management levels below the Executive Board) of 22 per cent by 31 December 2022, and of women holding lower management positions to 30 per cent during the same period. This voluntary commitment in fact went further than the statutory obligation. Firstly, the target figures determined in this context relate to Deutsche Börse Group worldwide. Secondly, the definition of management levels/positions was expanded to include heads of teams, for example. On a global level, as at 31 December 2022, these quotas stood at 23 per cent for upper management levels and 33 per cent for lower management positions

Shareholder representation, transparent reporting and communication

Shareholders exercise their rights at the Annual General Meeting (AGM). In the spirit of good corporate governance, Deutsche Börse AG aims to make it as easy as possible for shareholders to exercise their shareholder rights and enabling immediate engagement.

For instance, Deutsche Börse AG shareholders may follow the AGM live over the internet and can be represented at the AGM by proxies nominated by Deutsche Börse AG, also by means of electronic communication. The proxies exercise voting rights solely in accordance with shareholders' instructions and can also be reached during the AGM. Additionally, shareholders may exercise their voting rights by post or online.

Section 118a (1) AktG establishes that a company's articles of associations may stipulate that the Annual General Meeting is to be held online, without the physical presence of shareholders or their proxies, or may authorise the Executive Board to adopt the corresponding resolutions. To the extent that Deutsche Börse AG should make use of such an authorisation in the articles of associations in future, it will take the circumstances of the individual case and the interests of the company and its shareholders into account. Regardless of the format chosen, transparency and interactive dialogue with shareholders are vitally important for Deutsche Börse AG.

Among other things, the AGM elects the shareholder representatives to the Supervisory Board and decides on formal approval for the actions of the Executive Board and the Supervisory Board. It also passes resolutions on the appropriation of the unappropriated surplus, resolves on capitalisation measures, approves intercompany agreements and amendments to the company's articles of Association, the Supervisory Board remuneration, approval of the remuneration system for the Executive Board and the remuneration report, and appoints the external auditors. Ordinary AGMs – at which the Executive Board and the Supervisory Board give an account for the past financial year – take place once a year.

In view of the ongoing effects of the Covid-19 pandemic the Executive Board decided in agreement with the Supervisory Board to hold the Annual General Meeting once again as a virtual event in the reporting year, without the physical presence of shareholders or their proxies as provided for by section 1 (2) sentence 1 (6) of the Gesetz über Maßnahmen im Gesellschafts-, Genossenschafts-, Vereins-, Stiftungs- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie of 27 March 2020 (German Federal Gazette I No. 14/2020, p. 570), which was subsequently amended (German Federal Gazette I NO. 67/2020, p. 3332) and extended until 31 August 2022 (Federal Gazette I No. 63/2021, p. 4153) (Act on Measures in Corporate, Cooperative, Association, Foundation and Residential Property Law to Combat the Effects of the Covid-19 Pandemic). Shareholders were able to follow the entire Annual General Meeting live online and exercise their voting rights, also via electronic communications, by means of postal voting or appointing the company proxies. Additionally, the company voluntarily published the speeches by the Chairs of the Executive Board and Supervisory Board ahead of the Annual General Meeting, enabling shareholders to submit questions about them to the company in advance. Questions could be submitted to the company electronically up to one day before the Annual General Meeting and were answered in full during the meeting.

In order to make the virtual Annual General Meeting even more interactive, shareholders were also given the option in the reporting year of commenting on the agenda in advance in writing or by video message, and of speaking via a live video and audio feed during the meeting. Shareholders could also address further questions to the company by means of electronic communication during the Annual General Meeting, which were also answered in full during the meeting.

To maximise transparency and ensure equal access to information, Deutsche Börse AG's corporate communications generally follow the rule that all target groups should receive all relevant information simultaneously. Deutsche Börse AG's financial calendar informs shareholders, analysts, shareholders' associations, the media and interested members of the public of key events such as the date of the AGM, or publication dates for financial performance indicators.

Ad hoc disclosures, information on directors' dealings and voting rights notifications, corporate reports and interim reports, and company news can all be found on Deutsche Börse's website www.deutsche-boerse.com. Deutsche Börse AG provides information about its annual and consolidated financial statements as well as interim reports in conference calls for analysts and investors. Furthermore, a regular investor day is held and Deutsche Börse continuously outlines its strategy and business developments to everyone who is interested, abiding by the principle that all target groups worldwide must be informed at the same time.

Additionally, Deutsche Börse AG submitted a COP for 2022 to the UN Global Compact. Good corporate governance is one of Deutsche Börse Group's core concerns, which is why it has complied with the Global Compact's principles for many years. Public records of this have been available since the company officially joined the initiative in 2009: www.deutsche-boerse.com > Responsibility > Sustainability > Our social environment > Self-commitments.

Accounting and auditing

Deutsche Börse AG's annual report provides shareholders and interested members of the public with detailed information on Deutsche Börse Group's business performance during the reporting period. Additional information is published in its half-yearly financial report and two quarterly statements. The annual financial statement documents and the annual report are published within 90 days of the end of the financial year (31 December); intra-year financial information (half-yearly financial report and quarterly statements) is made available within 45 days of the end of the relevant quarter or six-month period. Following preparations by the Audit Committee, the annual and consolidated financial statements are discussed by the entire Supervisory Board and with the external auditors, examined and then approved. The Executive Board discusses the half-yearly report and the quarterly statements for the first and third quarters with the Supervisory Board's Audit Committee prior to their publication. The half-yearly financial report is reviewed by the external auditors.

Following the recommendation by the Supervisory Board, the Annual General Meeting 2022 again elected PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, (PwC) as the auditors for the annual and consolidated financial statements 2022 and for the auditor's review of the half-yearly financial report in the reporting year. PwC was also engaged to perform a review of the form and contents of the remuneration report during the 2022 financial year. The auditors responsible are Marc Billeb and Dr Michael Rönnberg. They have both been responsible for the audit since 2021. The Supervisory Board's proposal was based on a corresponding recommendation by the Audit Committee, which had obtained the necessary statement of independence from PwC before the election. This states that there are no personal, business, financial or other relationships between the auditor, its governing bodies and audit managers on the one hand, and the company and the members of its Executive and Supervisory Boards on the other, that could give cause to doubt the auditor's independence. The Audit Committee checked that this continued to be the case during the reporting period. It also oversaw the financial reporting process in 2022. The Supervisory Board was informed in a timely manner of the committee's work and the insights gained; there were no material findings. Information on audit services and fees is provided in [note 7 to the consolidated financial statements](#).

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The annual report 2022 is both available in German and English.

The annual report 2022 of Deutsche Börse Group is available as pdf on the internet:

www.deutsche-boerse.com/annual_report

Contact

Investor Relations

E-Mail ir@deutsche-boerse.com
Phone +49 69 21111670
www.deutsche-boerse.com/ir_e

Group ESG Strategy

E-Mail group-sustainability@deutsche-boerse.com
Phone +49 69 21112467
www.deutsche-boerse.com/dbg-en/responsibility/sustainability

Financial Accounting & Controlling

E-Mail corporate.report@deutsche-boerse.com
Phone +49 69 21117980

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