

Remuneration Report

Remuneration of Management Board Members

The structure of the remuneration for Management Board members is aligned to sustained corporate development. The monetary remuneration includes fixed and variable components based on the Hönle Group's performance.

The criteria used in evaluating the suitability of remuneration are as follows: The tasks of the respective Management Board member, personal performance, the economic situation, earnings, and future outlook of the company, standard practice in the industry and the company's general remuneration structure. The Supervisory Board regularly reviews the structure and amount of the remuneration for Management Board members.

The company reports pension commitments concerning the Management Board members, Mr Haimerl and Mr Runge. Within the context of the conversion of pension commitments for Management Board members, annual pension modules have been acquired starting from 1

January 2012. The amount of a pension module acquired in a given financial year is derived from the pension expenses that are converted into pension instalments using age-dependent conversion factors. The pension expenses correspond to a fixed percentage rate of the annual fixed remuneration (excluding profit sharing bonus). The designated benefit types are: old age pension (from the age of 60), and disability pension and survivors' pension (for widows, widowers, partners and orphans). The amount of the disability and old age pensions corresponds to the total of vested rights components and the pension components acquired up to the time when a pension becomes due. The widow's/widower's and partner's pension corresponds to 60 % of the disability or old age pension entitlement at the time of death or which was paid out at the time of death. The orphan's pension amounts to 12 % of the mentioned pension entitlement for half-orphans and 20 % for orphans. Reinsurance contracts were concluded with a view to covering the pension commitments.

Fixed Remuneration (not based on performance)

in T€	S a l a r y		O t h e r r e m u n e r a t i o n		T o t a l	
	2016/2017	2015/2016	2016/2017	2015/2016	2016/2017	2015/2016
Norbert Haimerl	265	232	26	25	291	256
Heiko Runge	264	231	14	14	278	245
Total	529	463	40	39	569	502

Performance-Based Remuneration

in T€	P r o f i t	S h a r i n g	B o n u s e s	
			2016/2017	2015/2016
Norbert Haimerl			270	248
Heiko Runge			270	248
Total			540	496

Pensions

in T€	Pension expenses pursuant to IAS 19	
	2016/2017	2015/2016
Norbert Haimerl	251	245
Heiko Runge	219	216
Total	470	461

Pensions

in T€	Present value of defined benefit obligations	
	As at 30/09/2017	As at 30/09/2016
Norbert Haimerl	1,760	1,741
Heiko Runge	1,583	1,596
Total	3,343	3,336

In addition, benefits amounting to T€ 12 (PY: T€ 12) were paid to surviving dependents of former Management Board members.

Benefits upon Termination of Management Board Activity

The Supervisory Board appoints the Dr. Hönle AG Management Board for a maximum term of office of five years.

An agreement governing a transitional allowance was concluded with the company's Management Board. In accordance with this agreement, Management Board members who resign from office at the end of their 50th year of age and before the end of their 60th year of age, continue to receive payment of the fixed remuneration for 12 months as defined in their employment contracts. After the 12-month period, between 40 % and up to a maximum of 50 % of the fixed remuneration is paid until the pension commitment for Management Board members enters into effect. However, the agreement concerning the transitional allowance only enters into effect provided that the

respective Management Board member has been a member of the company's Management Board for at least ten years and if she/he is not personally responsible for the termination of employment. Other income is to be counted against the transitional allowance and can reduce or completely set off the allowance. In addition, the Supervisory Board is authorised to reduce the transitional allowance if the company's economic position deteriorates. In the event that benefits were received erroneously or if the Supervisory Board reduced the benefits subsequently, the benefits granted must be repaid to the company.

In the event of a change of control at Dr. Hönle AG, a Management Board member is entitled to terminate the Management Board Service Agreement with a three-month notice period as at the end of a respective month-end, and to resign from office at that time. A change of control is defined as any direct or indirect assumption of control over Dr. Hönle AG by a third party within the meaning of the German Securities Purchase and Takeover Act (WpÜG). In

the event of resignation, Management Board members are entitled to settlement of their remuneration and fringe benefits at the time of the premature termination up to the maturity date of their service agreements. With respect to the pension commitments, the Management Board has a choice between a one-off payment in the amount of the value or the continuation. In this case the Management Board members are to be put in a position as though the company had fulfilled the respective pension commitments up to the termination date stipulated in the service agreement.

Compensation of Supervisory Board Members

The compensation contains only fixed payments which are oriented towards the duties and responsibilities of the respective Supervisory Board member. No other compensation, for example from advisory or brokerage services, is granted.

Supervisory Board Compensation

in T€	T o t a l	
	2016/2017	2015/2016
Prof. Dr. Karl Höhle	48	48
Günther Henrich	36	36
Dr. Bernhard Gimple	24	24
Total	108	108