

**Intrayear-Addition to the Declaration by the Board of Directors and the Supervisory Board of  
LEONI AG  
on the recommendations of the  
'Government Commission on the German Corporate Governance Code'  
in accordance with Article 161 of the German Companies Act (AktG)**

The Board of Directors and the Supervisory Board of LEONI AG submitted the last Declaration of Conformity in accordance with Article 161 AktG on 13 December 2019. In addition to this declaration dated 13 December 2019, the following is declared:

The Supervisory Board of LEONI AG decided to appoint Mr. Hans-Joachim Ziems as a member of the Board of Directors for the period of one year (1 April 2020 until 31 March 2021). Mr. Ziems was assigned the responsibility for the ongoing financial and operational restructuring of the company. Beginning from October 2019, Mr. Ziems already acted as general representative (Generalbevollmächtigter) as part of the ongoing restructuring of the company, equipped with an employment contract as an executive employee receiving a fixed monthly salary. This previously existing financial arrangement shall not be changed at the expense of LEONI AG due to the change in positions from general representative to member of the Board of Directors. Therefore, the Supervisory Board, in agreement with Mr. Ziems, decided on a prolongation of the existing employment contract on the same material terms, i.e. with the current fixed salary, as a management board service contract. No variable compensation components were agreed upon with Mr. Ziems.

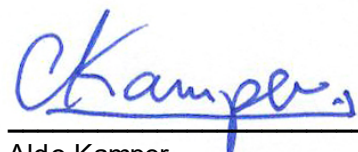
Due to the aforementioned compensation agreement with Mr. Ziems, LEONI AG declares a deviation from the recommendation 4.2.3 of the German Corporate Governance Code in the version of 7 February 2017 as published in the official part of the Federal Gazette (Bundesanzeiger) on 24 April 2017, according to which compensation structure shall encompass both fixed and variable components. Furthermore, the compensation agreement with Mr. Ziems' represent deviations from recommendation G.6 to G.11 of the German Corporate Governance Code in the version of 16 December 2019 as published in the official part of the Federal Gazette (Bundesanzeiger) on 20 March 2020. It is the opinion of the Board of Directors and the Supervisory Board that these deviations are justified as the incentive effects, which are usually associated with variable compensation, would not have been appropriate considering that Mr. Ziems' activity on the Board of Directors is limited to one year and the special tasks he was assigned.

With regard to the other members of the Board of Directors, LEONI AG intends to comply with all of the aforementioned recommendations.

Nuremberg, 30 March 2020

LEONI AG

**For the Board of Directors**



Aldo Kamper

**For the Supervisory Board**



Dr.-Ing Klaus Probst