

Competence profile of the Supervisory Board of LEONI AG

I. General Provisions

The Supervisory Board of LEONI AG will seek to be composed in such a way so as to ensure qualified supervision of and advice to the Board of Directors of LEONI AG. The candidates who are proposed to be elected to the Supervisory Board shall be able, based on their experience, professional expertise, independence, commitment, integrity and personality to successfully perform the duties of a supervisory board member of an industrial group that operates internationally. When selecting the candidates, in order to ensure a successful cooperation of all board members, attention is furthermore to be paid that a sufficient degree of diversity also regarding differing career backgrounds, professional expertise and experience is given.

The employee representatives on the Supervisory Board of LEONI AG are elected in accordance with the German Co-Determination Act (*Mitbestimmungsgesetz*); they will be four employees of the company, including one senior employee (*leitender Angestellter*) and two representatives of the unions. When electing the employee representatives into the Supervisory Board, the Supervisory Board has no statutory proposal right (*Vorschlagsrecht*).

II. Competence profile for individual Supervisory Board members

1. General requirements
<ul style="list-style-type: none"> – entrepreneurial and/or operational experience – general knowledge of the industries, markets and regions of importance to LEONI – general knowledge in the fields of accounting and balance sheet reporting – general knowledge in the fields of corporate governance, risk management and compliance – willingness and ability to invest sufficient amounts of time and work focus – participation, in the individual Supervisory Board member's own responsibility, in training and further education measures – compliance with the limitation of the total number of supervisory board mandates recommended in the German Corporate Governance Code
2. Independence/avoidance of conflicts of interest
<ul style="list-style-type: none"> – The rules of procedure of the Supervisory Board provide that all shareholder representatives are to be independent within the meaning of section C.II and the recommendations made in sections C.1, C.13 and C.14 of the German Corporate Governance Code. In particular, they are not to have any personal or business relation

with LEONI AG or its Board of Directors, which may cause a substantial and not merely temporary conflict of interest, and are to be independent of any controlling shareholders (if any).

- The Supervisory Board members are not to exercise directorships or similar positions or advisory tasks for important competitors of the LEONI Group.
- At least one independent Supervisory Board member shall have expertise within the meaning of Section 100 (5) of the German Stock Corporation Act (*Aktiengesetz*).
- The Supervisory Board assumes that the fact of being an employee representative and the existence of an employment relationship do not, in themselves, contest the independence of the employee representatives.

III. Competence profile for the composition of the Supervisory Board

1. Specific professional expertise

- At least one independent member of the Supervisory Board is in each case to have specialist expertise in the field of accounting (financial expert) and advanced knowledge in the areas of international company law, antitrust law and M&A.
- At least one member of the Supervisory Board is to have particular knowledge and experience in the automotive (supply) industry.
- At least one member of the Supervisory Board is to have particular knowledge in the field of corporate governance (German Stock Corporation Act, German Corporate Governance Code).
- At least one member of the Supervisory Board is to have particular knowledge in the fields of risk management and compliance.
- At least one member of the Supervisory Board is to have special competence in the field of personnel recruitment and development.
- At least one member of the Supervisory Board is to have particular knowledge in the fields of connected IT applications for globally active companies.
- At least one member of the Supervisory Board is to have particular knowledge of the capital market.

2. Diversity of the members with respect to gender

- At least two members of the Supervisory Board representing the shareholders and two members of the Supervisory Board representing the employees are to be women.
- An appropriate consideration of women is, in principle, seen as a joint responsibility of the

members representing the shareholders and the members representing the employees.
3. Diversity of the members with respect to internationality
<ul style="list-style-type: none">– At least three members of the Supervisory Board are to have experience in the global corporate environment and knowledge of the regions and markets of importance to LEONI.– At least one member of the Supervisory Board is to have experience with disruptive market developments.
4. Retirement age
<ul style="list-style-type: none">– As a rule, only candidates who are not older than 70 years of age at the time of the election are to be proposed to be elected as members of the Supervisory Board.
5. Length of membership
<ul style="list-style-type: none">– As a rule, members of the Supervisory Board are not to remain on the Supervisory Board for more than 15 years (standard length of membership).
6. Miscellaneous
<ul style="list-style-type: none">– The number of former members of the Board of Directors of LEONI AG to serve as members of the Supervisory Board is limited to two.

Nuremberg, 12 November 2020

On behalf of the Supervisory Board



Dr Klaus Probst

Chairperson of the Supervisory Board