

Annex to agenda item 8 of the virtual Annual Stockholders' Meeting of LANXESS Aktiengesellschaft on May 22, 2025:

Compensation of the Supervisory Board members

The compensation of the members of the Supervisory Board of LANXESS Aktiengesellschaft is established in Section 12 of the Articles of Association (enclosed as an annex). Accordingly, the Supervisory Board members receive fixed annual compensation for their work. Variable compensation for Supervisory Board members depending on the attainment of certain successes or targets is not stipulated. The amount of fixed compensation specifically depends on the duties assumed on the Supervisory Board or its committees. The Supervisory Board members additionally receive an attendance allowance for participation in meetings of the Supervisory Board and its committees. The provisions described in Section 12 of the Articles of Association have been applied already since the Annual Stockholders' Meeting of the company on August 27, 2020, and were confirmed by the Annual Stockholders' Meeting on May 19, 2021.

The abstract compensation system for the Supervisory Board members on which the provision in the Articles of Association is based is as follows (disclosures according to Section 113 Para. 3 Sentence 3 in conjunction with Section 87a Para. 1 Sentence 2 German Stock Corporation Act (AktG)):

1. The compensation system for the members of the Supervisory Board stipulates purely fixed compensation plus an attendance allowance without performance-oriented components and without stock-based compensation. The granting of purely fixed compensation is in line with common practice at other large stock-market-listed companies in Germany. The Board of Management and the Supervisory Board are of the opinion that purely fixed compensation of the Supervisory Board members remains the most suitable way to strengthen the independence of the Supervisory Board. This should enable it to effectively perform its advisory and oversight function vis-à-vis the Board of Management. Furthermore, the Supervisory Board members' workload and liability risk generally do not necessarily correlate with the company's economic success and earnings performance. On the contrary, it is often the difficult times in particular, in which variable compensation is typically reduced, that especially intensive advice and oversight by the Supervisory Board members are required. Purely fixed compensation of Supervisory Board members is also stipulated in Suggestion G.18, Sentence 1 of the German Corporate Governance Code (GCGC).
2. Supervisory Board compensation comprises the following components:
 - 2.1 The fixed annual salary of the Supervisory Board members is EUR 80,000. The Chairman of the Supervisory Board receives three times this amount, in other words EUR 240,000, while the Vice Chairman receives one-and-a-half times, in other words EUR 120,000. This reflects the greater time input for the Chairman and Vice Chairman of the Supervisory Board when calculating compensation in accordance with Recommendation G.17 of the GCGC.
 - 2.2 In accordance with Recommendation G.17, additional compensation is granted for committee memberships according to the following rules: Supervisory Board members who serve on the Audit Committee or the Presidial Committee

additionally receive half of their fixed compensation, in other words EUR 40,000 for each committee membership. Supervisory Board members who serve on the Nominations Committee receive only an additional eighth of their fixed compensation, in other words a further EUR 10,000. No additional compensation is granted for membership of the Mediation Committee to be formed pursuant to Section 27 Para. 3 of the German Codetermination Act.

The compensation policy for chairmanship of the committees is as follows: the Chairman of the Audit Committee receives additional compensation amounting to 50% of fixed compensation, in other words a further EUR 40,000. Supervisory Board members who chair a committee other than the Audit Committee or the Nominations Committee receive an additional quarter of their fixed compensation, in other words a further EUR 20,000 each. Additional compensation also is not granted for chairmanship of either the Nominations Committee or the Mediation Committee.

In accordance with Recommendation G.17 of the GCGC, the greater time input by committee chairmen and members is adequately taken into account. Experience has shown that significantly greater preparatory and work input is incurred particularly by the Chairman of the Audit Committee in both a qualitative and quantitative respect. Compensation for chairmanship of the Audit Committee is therefore greater than for the other committees. The members of the Nominations Committee also receives additional compensation due to the fact that its significance has increased in recent years and therefore requires a bigger time investment. However, as the workload is lower than it is in the other committees, the additional compensation is reduced. Additional compensation for chairmanship of the Nominations Committee is not stipulated. Membership and chairmanship of the Mediation Committee also are not separately compensated because this body only convenes on rare occasions and no notable additional time input is therefore expected overall.

- 2.3 The members of the Supervisory Board additionally receive an attendance allowance of EUR 1,500 for each meeting of the Supervisory Board or one of its committees in which they participate. No attendance allowance is paid for meetings of the Mediation Committee.
 - 2.4 The total compensation of a Supervisory Board member (comprising annual fixed compensation and additional compensation for the chairmanship or membership of committees) shall not exceed three times the fixed compensation. Accordingly, this maximum compensation limit amounts to EUR 240,000 and also applies to the Chairman and Vice Chairman. An additional attendance allowance is paid for each meeting.
 - 2.5 All compensation and attendance allowances are paid plus value-added tax in the statutory amount applicable for the respective Supervisory Board member.
 - 2.6 The company has concluded liability insurance (so-called D&O insurance) for the benefit of the Supervisory Board members that covers the statutory liability for breaches of duty resulting from Supervisory Board activity, taking into account a deductible. The company also reimburses each Supervisory Board member for appropriate incidental expenses upon presentation of receipts, as well as for any value-added tax on the reimbursement of such expenses.
3. The duty of the Supervisory Board is to advise and oversee the Board of Management, which manages the company under its own responsibility and directs its businesses. The members of the Supervisory Board are entitled to adequate compensation that, in terms

of both its structure and its amount, takes into account the requirements of the Supervisory Board office, the incurred time input and the Supervisory Board members' responsibility for the company. The existing provision in the Articles of Association satisfies this entitlement. The amount and structure of Supervisory Board compensation remains commensurate with the market, particularly as regards the compensation of the supervisory boards of comparable stock-marked-listed companies in Germany. In this context, the company has aligned the compensation of the Supervisory Board to that of comparable MDAX companies in terms of size and industry sector. This compensation of the Supervisory Board is designed to enable the company to attract and retain outstandingly qualified candidates with valuable specialist and industry-specific expertise for the Supervisory Board. This in turn is geared toward creating the conditions for optimally exercising the Supervisory Board's advisory and oversight function and contributing substantially to supporting the business strategy and long-term development of the company.

4. Compensation for membership of the Supervisory Board and its committees is due four weeks after the close of the fiscal year. The attendance allowances to which the respective Supervisory Board member is entitled in a fiscal year are due at the same time. There are no further deferral periods for the payment of compensation components.
5. The compensation of the Supervisory Board members is conclusively regulated in the Articles of Association. Compensation is tied to the duration of membership of the Supervisory Board and service on its committees. Members who serve on the Supervisory Board or one of its committees or who have chaired a committee for only part of the fiscal year receive compensation on a prorated basis. This compensation is calculated to the exact day. Severance payments and retirement or early retirement benefits are not granted.
6. The compensation rules apply to both the stockholder and the employee representatives on the Supervisory Board. The compensation and employment conditions of the employees were and are not of significance for the compensation system of the Supervisory Board. This results already from the fact that Supervisory Board compensation is granted for a function that differs fundamentally from that of the employees. A vertical comparison with employee compensation would not be appropriate.
7. The compensation system of the Supervisory Board is resolved by the Annual Stockholders' Meeting at the proposal of the Board of Management and the Supervisory Board. The Board of Management and the Supervisory Board will regularly and continuously review the compensation of the Supervisory Board members and present it for (in some cases confirmatory) resolution to the Annual Stockholders' Meeting at least every four years in compliance with Section 113 Para. 3 Sentences 1 and 2 AktG. As the compensation is regulated in the Articles of Association, changes to the compensation system require an amendment to the Articles of Association. The Supervisory Board consults an external compensation consultant wherever expedient or necessary in the view of the Supervisory Board.

The Supervisory Board by nature is acting in its own interest when proposing resolutions to the Annual Stockholders' Meeting on the establishment of Supervisory Board compensation. This is in line with the procedure stipulated by the German Stock Corporation Act. However, a decision on the compensation of the Supervisory Board itself is at the discretion of the Annual Stockholders' Meeting. Furthermore, the compensation of the supervisory boards of stock-market-listed companies is publicly known and thus transparent for the Annual Stockholders' Meeting in its decision.

Annex: Section 12 of the Articles of Association of the Company in the version resolved on August 27, 2020

- (1) Each member of the Supervisory Board shall receive fixed annual remuneration of EUR 80,000 each ("fixed remuneration") for their services. The Chairman shall receive triple, his deputy one and a half times the fixed remuneration.
- (2) Members of the Supervisory Board who belong to a committee other than the Nominations Committee receive half of the fixed remuneration amount in addition. Supervisory Board members who belong to the Nominations Committee receive one eighth of the fixed remuneration amount in addition. The chair of the Audit Committee receives a further half of the fixed remuneration amount. Supervisory Board members who chair a committee other than the Audit Committee or the Nominations Committee receive an additional quarter of the fixed remuneration. No additional remuneration is granted for membership in the Committee to be formed pursuant to Section 27 Para. 3 of the German Codetermination Act or for chairing the Nominations Committee. In the context of the above policy, a member of the Supervisory Board shall receive a maximum totaling three times the fixed remuneration.
- (3) The fixed remuneration shall be payable four weeks after the end of the fiscal year. Members of the Supervisory Board who are on the Supervisory Board or a committee or who chaired a committee only during part of the fiscal year shall receive a fixed remuneration that is reduced on a prorated basis.
- (4) Each member of the Supervisory Board and its committees shall receive a meeting attendance fee of EUR 1,500 for each Supervisory Board meeting and committee meeting in which he participates. The committee to be set up pursuant to Section 27 Para. 3 MitbestG shall not be considered a committee in the sense of this Paragraph 4. The attendance fees due to the respective members of the Supervisory Board in a fiscal year shall be due together with the fixed remuneration payable for the fiscal year.
- (5) All compensation set forth in Paragraphs (1) to (4) is subject to the addition of sales tax in the amount owed by law by the Supervisory Board members.
- (6) The Company shall reimburse the members of the Supervisory Board for any out-of-pocket expenses incurred in connection with the exercise of their office, including any sales tax accrued on such reimbursement.
- (7) The Company may take out liability insurance for the benefit of the members of the Supervisory Board to cover any legal liability arising from their activity on the Supervisory Board.