

Remuneration of the Supervisory Board

1. Objectives of Supervisory Board remuneration and relevance to the Company strategy

The key duties of the Supervisory Board include monitoring the Board of Management's activities to manage the business. Supervisory Board remuneration must be structured to ensure the required level of independence of the Supervisory Board for its monitoring duties. Supervisory Board remuneration at Deutsche Telekom AG consists of fixed remuneration components on the one hand and attendance fees on the other hand. The amount of remuneration paid to individual Supervisory Board members therefore depends on the duties assumed on the Supervisory Board and/or its committees, as well as on the extent of meeting attendance. In this way, the structure of Supervisory Board remuneration provides a counterweight to Board of Management remuneration, which is heavily dependent on the success of Deutsche Telekom. This approach strengthens the independence of the Supervisory Board and, in turn the longterm development of Deutsche Telekom AG. Although Supervisory Board remuneration is not directly linked to the success of the Company's strategy, it still contributes to its successful implementation.

2. Process for determining Supervisory Board remuneration

The remuneration received by Supervisory Board members is specified under §13 of the Articles of Incorporation. Under agenda item 8 of the Shareholders' Meeting on April 10, 2024, the Board of Management and Supervisory Board are proposing an amendment to §13 of the Articles of Incorporation. The amended §13 of the Articles of Incorporation underlying the outlined remuneration system is as follows:

“§13 Remuneration

- (1) In addition to reimbursement for cash expenses and value-added tax paid on remuneration and expenses, the members of the Supervisory Board shall receive a fixed annual remuneration amounting to €100,000.00.
- (2) The Chairman of the Supervisory Board shall receive €100,000.00 in addition to the remuneration stated in (1) hereof, and the Deputy Chairman €50,000.00.
- (3) The members of the Supervisory Board shall receive additional remuneration for work on Supervisory Board committees as follows:
 - (a) The Chairman of the Audit and Finance Committee €120,000.00, all other Audit and Finance Committee members €50,000.00,
 - (b) The Chairman of the General Committee €70,000.00, all other General Committee members €30,000.00,
 - (c) The Chairman of the Nomination Committee €25,000.00, all other Nomination Committee members €12,500.00,
 - (d) The Chairman of the Strategy, ESG, and Innovation Committee €70,000.00, all other Strategy, ESG, and Innovation Committee members €30,000.00,
 - (e) The Chairman of another committee €40,000.00, all other members of a committee €25,000.00. Chairmanship and membership of the Mediation Committee shall remain unaffected.

- (4) Further, members of the Supervisory Board shall receive an attendance fee amounting to €2,000.00 for each meeting of the Supervisory Board or its committees attended by them, but only one meeting per day shall be taken into account.
- (5) Members of the Supervisory Board who are on the Supervisory Board for only part of the financial year in question shall receive one twelfth of the remuneration for every month of membership or part thereof. The same shall apply to the increase in remuneration for the Supervisory Board Chair and Deputy Chair pursuant to (2) hereof and to the increase in remuneration for Supervisory Board committee membership or chairmanship pursuant to (3) hereof.
- (6) The remuneration pursuant to (1) hereof and the attendance fee shall fall due at the end of the Shareholders' Meeting to which the consolidated financial statements for the financial year in question are presented or which decides on its approval."

The remuneration of the Supervisory Board for the full financial year 2024 shall be determined in accordance with the amended § 13 of the Articles of Incorporation as set out above, provided that the above amendment to the Articles of Incorporation is entered into the commercial register in the current financial year and thereby becomes effective. The Board of Management and Supervisory Board also propose a corresponding resolution on this temporal scope under agenda item 8 of the Shareholders' Meeting.

3. Process for reviewing Supervisory Board remuneration

The Supervisory Board reviews on an ad hoc basis the appropriateness of the components, amount, and structure of its remuneration. The Supervisory Board is supported by the General Committee in these efforts. To this end, the General Committee evaluates Supervisory Board remuneration at similar companies, particularly those also represented in the DAX index; compares them with the remuneration of the Supervisory Board at Deutsche Telekom AG with regard to components, amount, and structure of said remuneration; and reports the results to the Supervisory Board. Based on this analysis and taking into account the importance and effort required by the work on the Supervisory Board and its committees, the Supervisory Board then decides whether changes to its remuneration are necessary.

Given the particular nature of Supervisory Board remuneration, which is granted for activities that are fundamentally different from the activities of employees of Deutsche Telekom AG and the Deutsche Telekom Group, a "vertical comparison" with employee remuneration is not relevant to the review and determination of remuneration. Accordingly, it is also unnecessary to define a group of employees to be included in such a comparison.

Pursuant to § 113 (3) sentence 1 AktG, the Shareholders' Meeting must adopt a resolution on the remuneration of the Supervisory Board members once every four years, whereby it is also possible to adopt a resolution confirming the remuneration. In preparation for this resolution, the Supervisory Board will perform an analysis of its remuneration at least every four years. The Supervisory Board and Board of Management will submit the remuneration of the Supervisory Board members for resolution at least every four years. If there are reasons for changing the remuneration of the Supervisory Board members, the Board of Management and Supervisory Board will submit a proposal for a corresponding amendment to § 13 of the Deutsche Telekom AG Articles of Incorporation. This may also provide that the Supervisory Board remuneration be determined according to the changed provision in the Articles of Incorporation for the entire financial year in which the change to the Articles of Incorporation is entered in the commercial register. Should the Shareholders' Meeting fail to achieve the majority needed for a resolution, a reviewed Supervisory Board remuneration must be submitted by the next Shareholders' Meeting at the latest.

It is only natural that the members of the Supervisory Board should be involved in the structuring of the remuneration and underlying remuneration system applicable to them. The resulting conflict of interest is offset, however, by the fact that the final decision on the structure of the remuneration and the underlying remuneration system is legally the responsibility of the Shareholders' Meeting, which will be presented with a resolution proposal by both the Supervisory Board and the Board of Management.

4. Remuneration-related transactions, term of appointment

The remuneration entitlements of individual Supervisory Board members result from the cooperative legal relationship established between the Company and the Supervisory Board member through their election to the Supervisory Board and their acceptance, and which is structured by the Articles of Incorporation and, where applicable, a resolution on Supervisory Board remuneration by the Shareholders' Meeting. Accordingly, no agreements on Supervisory Board remuneration exist between Deutsche Telekom AG and the Supervisory Board members.

The term of appointment of Supervisory Board members is governed by § 9 (2) of the Deutsche Telekom AG Articles of Incorporation as follows:

“The members of the Supervisory Board shall be elected for the period ending with the Shareholders' Meeting that approves the actions of the Supervisory Board for the fourth financial year following the commencement of tenure of office. The financial year in which tenure of office commences shall not be counted. The Shareholders' Meeting may determine, for members representing shareholders, a shorter tenure of office at the time of their election. A successor to a member representing shareholders who has resigned prior to expiry of his/her tenure of office shall be elected for the remainder of the retired member's tenure of office, unless the successor's tenure of office is otherwise determined by the Shareholders' Meeting.”

The Supervisory Board has decided to define the standard term in office for nominations of shareholder members as the period ending with the Shareholders' Meeting that approves the actions of the Supervisory Board for the third financial year following commencement of term of office. The financial year in which term of office commences shall not be counted.

The discharge of Supervisory Board members is possible according to the requirements of the statutory provisions applicable at the time. Members of the Supervisory Board may resign from their office pursuant to § 9 (4) of the Deutsche Telekom AG Articles of Incorporation by giving four weeks' written notice to the Chair of the Supervisory Board or to the Board of Management. This shall be without prejudice to the right to resign on compelling grounds.

5. Components, amount, and structure of Supervisory Board remuneration

According to the provisions defined in the Articles of Incorporation and amended this year, each member of the Supervisory Board receives a fixed basic annual remuneration of €100,000.00. The Chair and Deputy Chair of the Supervisory Board receive an increased basic remuneration in recognition of the increased organizational and administrative efforts associated with their activities and their responsibility for ensuring the successful, efficient collaboration of the overall Board. The increase amounts to €100,000.00 for the Chair and €50,000.00 for the Deputy Chair.

Additional remuneration is paid for membership of committees of the Supervisory Board in recognition of the importance of committee work and the increased preparation and work required. The amounts vary according to the individual committee. The provisions stipulate that the Chair of the Audit and Finance Committee receives

€120,000.00, every other Audit and Finance Committee member €50,000.00, the Chair of the General Committee €70,000.00, every other General Committee member €30,000.00, the Chair of the Nomination Committee €25,000.00, every other Nomination Committee member €12,500.00, the Chair of the Strategy, ESG, and Innovation Committee €70,000.00 and every other Strategy, ESG, and Innovation Committee member €30,000.00. For all other committees with the exception of the Mediation Committee, the committee Chair receives €40,000.00 and every other committee member €25,000.00. There is no remuneration for chairing or being a member of the Mediation Committee.

To take proper account of the time spent attending meetings, members of the Supervisory Board also receive an attendance fee of €2,000.00 for each meeting of the Supervisory Board and its committees that they attend, whereby only one meeting per day shall be considered.

The remuneration and attendance fees shall fall due at the end of the Shareholders' Meeting to which the consolidated financial statements for the financial year in question are presented or which decides on its approval.

In the interests of the Company, Supervisory Board members are covered by a directors' and officers' (D&O) liability insurance policy. The Company shall pay the premiums.

The Company shall reimburse all Supervisory Board members for their expenses and for the value-added tax on their remuneration. The Company shall also support the members of the Supervisory Board, within reason, with their induction and with further education and training measures.