

DECLARATION OF CONFORMITY 2024

According to Section 161 of the German Stock Corporation Act (AktG), the Management Board and Supervisory Board of a listed stock corporation must declare annually that the recommendations of the "Government Commission on the German Corporate Governance Code" published by the Federal Ministry of Justice in the official section of the Federal Gazette have been and are being complied with or which recommendations have not been or are not being applied and why not.

The declaration must be made publicly available on the company's website.

The German Corporate Governance Code (GCGC) contains regulations of varying binding effects.

In addition to descriptions of the applicable stock corporation law, it contains recommendations from which companies may deviate; however, they are then obliged to disclose this annually.

According to Section 161 AktG, any deviations from the recommendations of the GCGC must also be justified. In addition, the GCGC contains suggestions that can be deviated from without disclosure.

The declaration relates to the period since the last declaration of compliance in February 2023 and refers to the recommendations of the "Government Commission on the German Corporate Governance Code" in the version dated April 28, 2022 ("GCGC 2022"), which were published on June 27, 2022 and thus became effective.

YOC AG's declaration is permanently available to the public on the company's website at <https://yoc.com/management-corporate-governance>. Earlier versions of the Declaration of Conformity can also be found there.

The Management Board and Supervisory Board of YOC AG intend to continue to comply with the recommendations of the GCGC 2022 with the following deviations.

- **Section A.4 GCGC 2022:** A protected whistleblower system has not yet been set up as the Management Board and Supervisory Board do not believe that there is sufficient practical experience of this in Germany for companies with fewer than 50 employees. We will therefore continue to wait and see whether the arguments against a whistleblower system for companies with fewer than 50 employees, such as high costs, possible negative effects on the working atmosphere and susceptibility to abuse, actually play a role in practice and which solutions will be established to avoid these issues.
- **Section A.2 GCGC 2022:** An appropriate participation of women in the two management levels below the Management Board depends on the individual suitability for the respective position. Under this premise, the Management Board will pay attention to diversity when filling management positions and strive for the appropriate participation of women.
- **Section G.4 GCGC 2022:** The Supervisory Board shall consider the relationship between the remuneration of senior management and the workforce as a whole, also over time, with the Supervisory Board determining how senior management and the relevant workforce are to be defined for the purposes of comparison. Such an explicit demarcation has not been made in order not to restrict the economic scope for in salary negotiations.

- **Section B.1 GCGC 2022:** The Management Board currently only has one male member. Membership of the Management Board is primarily based on individual suitability for this body.
- **Section B.2 GCGC 2022:** The Supervisory Board shall, together with the Management Board, ensure long-term succession planning and, in accordance with the GCGC, describe the procedure in the declaration on corporate governance. In view of the long-standing commitment of the current sole member of the Management Board, Dirk Kraus, as founder of the company, the Supervisory Board has not yet considered it necessary to develop guidelines for planning the succession of the Management Board. The Supervisory Board will continuously review the necessity of succession planning with regard to the specific management structure and needs and, if necessary, ensure long-term succession planning.
- **Section B.5 GCGC 2022:** The Supervisory Board has not set an age limit for members of the Management Board. The members of the Supervisory Board are convinced that the suitability to manage the company depends largely on individual performance.
- **Sections D.2 and D.4 GCGC 2022:** Apart from the establishment of an Audit Committee, the Supervisory Board has not set up any other committees, in particular no Nomination Committee. In accordance with the Articles of Association, the Supervisory members, meaning that the Nomination Committee would have to be composed of (almost) all of the plenary members, which would not improve the preparation of the Supervisory Board's proposals for resolutions on the shareholders' election proposals. The same reason also speaks against the establishment of further committees.
- **Section C.1 GCGC 2022:** In order to implement the "Act on Equal Participation of Women and Men in Leadership Positions in the Private and Public Sector", which came into force in May 2015, the company's Supervisory Board has set targets for the proportion of female members on the Supervisory Board and the Management Board. Beyond fulfilling this legal obligation, the Supervisory Board has not defined any specific targets for its composition. The Supervisory Board has proposed and will propose to the Annual General Meeting the candidate it deems most suitable for the position to be filled on the Supervisory Board after careful consideration and taking into account the company-specific situation. In this respect, the Supervisory Board has always implicitly defined a "skills profile" for the vacancy to be filled on the Supervisory Board and will continue to do so. Naturally, the Supervisory Board has and will continue to be guided by the selection criteria of the German Corporate Governance Code when making its election proposals. However, there is no permanently written profile of skills and expertise for the Supervisory Board as a whole, even with regard to the size of the Supervisory Board.
- **Sections C.1 sentence 2 and C.2 GCGC 2022:** Membership of the Supervisory Board is determined by the individual suitability of the candidate. Against this background, the Supervisory Board has not set any explicit diversity criteria beyond the target figure for the criteria beyond the target for the proportion of women. No age limit or regular limit of length of membership has been set for Supervisory Board members. The suitability of a member of the Supervisory Board to monitor and advise the Management Board and to be an equal partner to the Management Board depends largely on individual performance.

- **Section G.17 GCGC 2022:** In the context of Supervisory Board remuneration, the chairmanship and membership of committees are not taken into account, as the Supervisory Board has only formed an Audit Committee to which all Supervisory Board members belong.
- **Section F.2 GCGC 2022:** The company will endeavour to comply with the recommendation that the consolidated financial statements should be publicly accessible within 90 days of the end of the financial year and the interim reports within 45 days of the end of the reporting period. However, the company cannot always guarantee this, as this can only be achieved with significantly increased personnel and organizational effort and thus only at considerable additional costs. The publications are therefore made within the statutory and stock exchange deadlines.

Berlin, February 2025

YOC AG
The Management Board
The Supervisory Board