

Specifications promoting the equal participation of women and men in leading positions

The "Law for the equal participation of women and men in leading positions in the private and public sectors" for the first time obligates the Management Boards and Supervisory Boards of certain German companies to determine target figures for the proportion of women on the Supervisory Board, Management Board and the following two levels of management and to define by when the respective proportion of women is to be achieved.

The companies were obliged to resolve on their target figures and set a deadline by 30 September 2015. The deadline for reaching the target figure was to be set as no later than 30 June 2017 in the first specification.

Representation of women on the Supervisory Board

The Supervisory Board of YOC AG presently includes no women. As the term of office for the current members of the Supervisory Board ends in 2017 or rather 2018 and neither an expansion of the Supervisory Board nor resignations are intended, the Supervisory Board of YOC AG resolved that the status quo of women representing the Supervisory Board is to be maintained as of the appointed date of 30 June 2017 and a target figure of 0 % to be aspired

Representation of women on the Management Board

The Management Board of YOC AG presently includes no women. As the sole member of the Management Board was appointed up to the year 2017 and neither an

expansion of the Management Board nor resignation is intended, the Supervisory Board of YOC AG resolved that the status quo of women representing the Management Board is to be maintained as of the appointed date of 30 June 2017 and a target figure of 0 % to be aspired.

Representation of women in the two levels of management below the Management Board

The Management Board of YOC AG resolved that by 30 June 2017 at least 20 % of the positions within the first level of management below the Management Board shall be held by women.

The first level of management below the Management Board corresponds with the level of directors. As of 31 December 2016 no directorship was held by a woman. With the same deadline, at least 20 % of the positions within the second level of management below the Management Board shall be held by women.

The second level of management below the Management Board includes the "Head of" level. As of 31 December 2016, 40 % of these positions were held by women.

Berlin, April 2017

YOC AG
The Management Board
The Supervisory Board

Remuneration Report

The remuneration report is based on the "Recommendations of the German Corporate Governance Code". It summarises the principles which are applied in setting the remuneration of the Management Board of YOC AG and explains the amount and structure of the Management Board members' income.

It also describes the principles according to which the Supervisory Board members are remunerated and the amount of their remuneration.

The remuneration report further contains particulars which, under German commercial law, must be included as part of

the notes to the consolidated financial statements pursuant to Sect. 314 HGB (German Commercial Code) and the Group Management Report pursuant to Sect. 315 HGB.

Remuneration of the Management Board

The Supervisory Board is responsible for setting the Management Board's remuneration. In doing so, it considers the company's size and activities, the company's economic and financial position, the duties of the Management Board member in question and, for comparative purposes, the amount and structure of management board remuneration elsewhere in the industry.

The Management Board remuneration is performance-based. The remuneration is designed to be competitive in the market for highly qualified management personnel and to offer an incentive for successful performance.

It is generally comprised of a fixed basic remuneration amount plus a variable component.

- The basic remuneration is cash remuneration in a fixed amount for the year as a whole which is specific to the Management Board member's area of responsibility and is paid out in twelve monthly instalments.
- The variable component consists of cash remuneration as profit-sharing on YOC AG's results of operations according to IFRS (EBITDA) and is subject to an upper limit.
- With the participation in the phantom stock option programme set up in 2014, members of the Management Board selected by the Supervisory Board receive phantom stock options. The phantom stock option programme simulates a stock option programme with an actual share in the company's equity capital by the beneficiaries. Other than in a stock option programme with "actual" stock options, the exercising of phantom options does not authorise to subscribe to company shares, but rather entitle the holder to claim a certain amount of money in cash from the company as further defined in the option terms and conditions. The phantom options do not give the holder any participation rights in the company under commercial law, in particular no share-based claim to rights of information or participation, voting rights or participation in net profit.

Remuneration Management Board 2016

Name	short-term benefits		Phantom stock options granted in 2014
	Fixed compensation* (in kEUR)	Variable compensation (in kEUR)	
Dirk-Hilmar Kraus	210	10	40,000
Michael Kruse	217	0	0
Total	427	10	40,000

*including contractual fringe benefits

In financial year 2016, kEUR 427 of the ongoing Management Board remuneration were cash-effective.

From the phantom stock option programme, the Management Board members together hold 40,000 phantom stock options at their fair value of EUR 2.45 each.

Remuneration of the Supervisory Board

Supervisory Board remuneration was set by the General Meeting of YOC AG on the basis of a proposal by the Management Board and the Supervisory Board. Supervisory Board remuneration is fixed at kEUR 12.5 for one financial year. The chairman of the Supervisory Board receives twice this amount and the deputy chairman 1.5 times this amount.

For each face-to-face meeting of the Supervisory Board, each member of the Supervisory Board receives the amount of kEUR 1.0; the chairman of the Supervisory Board receives twice that; and the deputy chairman 1.5 times that amount.

Remuneration for the activities of the Supervisory Board came to a total of kEUR 73 in financial year 2016.

Remuneration Supervisory Board 2016 (in kEUR)

Name	Fixed compensation	Attendance allowance	Total
Dr Nikolaus Breuel (Supervisory Board chairman)	23	10	33
Konstantin Graf Lambsdorff	17	8	24
Sacha Berlik	11	5	16
Total	51	23	73