

CORPORATE GOVERNANCE @ GEA

Prof. Dieter Kempf, Chairman of the Supervisory Board

January 31 – February 1, 2024

Disclaimer

This presentation contains forward-looking statements. Forward-looking statements may include, in particular, statements about future events, future financial performance, plans, strategies, expectations, prospects, competitive environment, regulation and supply and demand. Statements with respect to the future are characterized by the use of words such as "expect", "intend", "plan", "anticipate", "believe", "estimate" and similar terms. Forward-looking statements are based on our current assumptions and forecasts. These statements naturally entail risks and uncertainties, which may cause the actual results of operations, financial position or performance to diverge materially from the estimates given here. Factors that could cause such a divergence include, inter alia, changes in the economic and business environment, fluctuations in exchange rates and interest rates, launches of competing products, poor acceptance of new products or services, and changes in business strategy. Given these uncertainties, readers should not put undue reliance on any forward-looking statements. We undertake no obligation to update or revise any forward-looking statements.

Due to rounding, the sum of percentages of order intake, sales by region, customer industry as well as EBITDA share may vary from 100%.



The Company & Strategic Outlook

Annual General Meeting

Supervisory Board

Executive Board Matters incl.
 Remuneration



GEA at a glance (FY 2022)

Order intake



5,679

Previous year: EUR 5,222 million

Revenue



5,165

EUR million Previous year: EUR 4,703 million

EBITDA

before restructuring measures



712

EUR million
Previous year: EUR 625 million

EBITDA margin before restructuring measures



13.8

percent of revenue Previous year: 13.3 percent

Dividend



0.95

EUR per share Previous year: EUR 0.90

Employees



18,236

Full-time equivalents Previous year: 18,143



GEA is listed on the German MDAX and the STOXX® Europe 600 Index and is also included in the DAX 50 ESG, MSCI Global Sustainability and Dow Jones Sustainability World and Europe Indices.

Fgures from FY 2022 and FY 2021



Strong local presence around the globe





<u></u> 1,107 EUR million

1,694

Latin America

عا 391 EUR million

ണ്ണ് 621

Western Europe, Middle East & Africa

797 EUR million اتــ

(iii) 2,716

North & Central Europe

731 EUR million

DACH & Eastern Europe

عرا 975 EUR million

ണ്ണ് 6,984

Asia Pacific

1,236 EUR million اتـــا

∰ 3,049

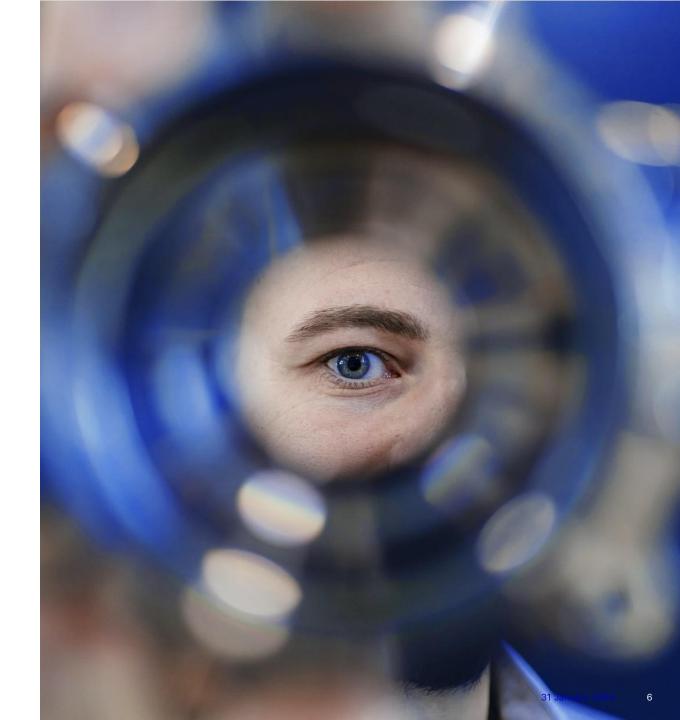
= Revenue in 2022



= Employees (FTEs) in 2022

Our purpose

Engineering for a better world.



Our vision

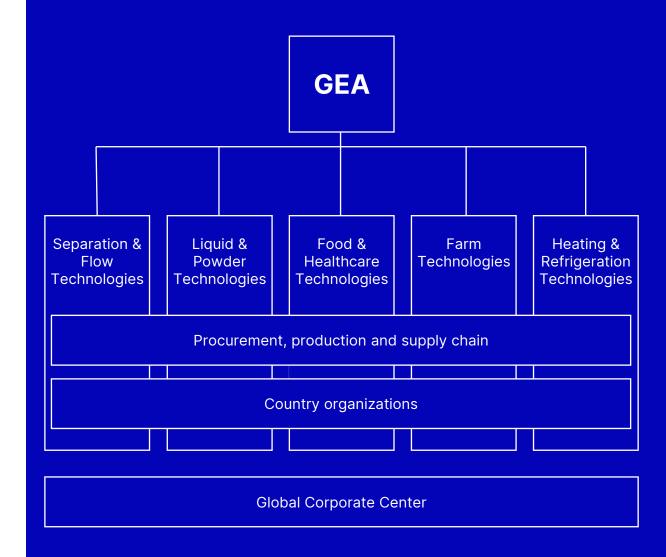
We safeguard future generations by providing sustainable solutions for the nutrition and pharmaceutical industries.



Our organization

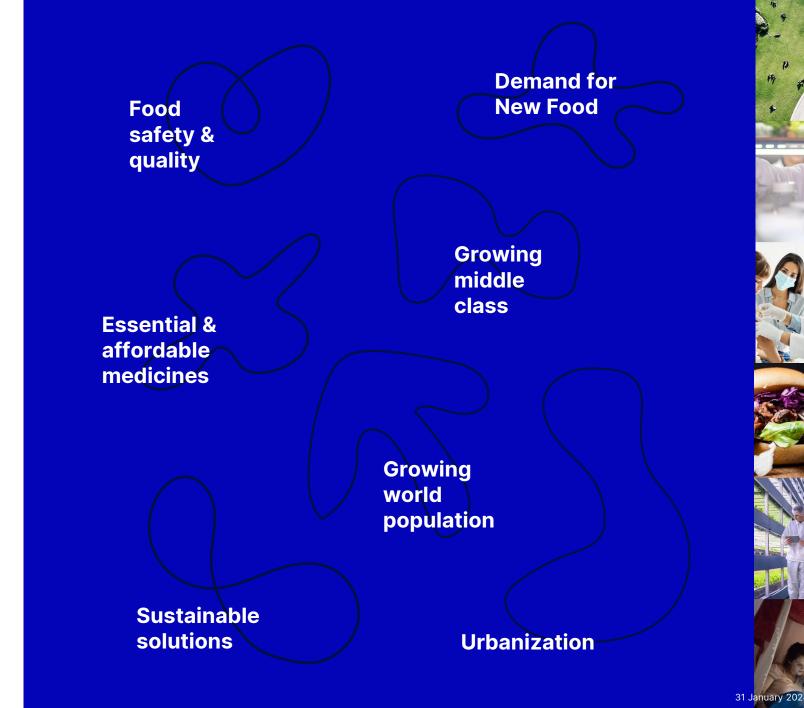
GEA is divided into **five divisions**, each with up to four business units. The units are based on comparable technologies and have leading market positions.

The **country organizations** stand ready to serve their respective customers as a central point of contact, offering them local access to an extensive portfolio of products and services.



Key trends

Important global megatrends are propelling our technologies & underlying markets





Our applications put consumers in touch with GEA every day



Food

Approx. every third process line for instant coffee was installed by GEA



Pharma & healthcare

Roughly every fourth liter of human blood for making plasmaderived products is processed using GEA equipment



Dairy farming & processing

Roughly one quarter of processed milk comes from GEA production systems



Beverage

Approx. every second liter of beer is brewed with the aid of systems and process solutions from GEA



Food

Approx. every third chicken nugget is produced using GEA technology



Environment

Approx. two million tons of pollutants are averted annually thanks to GEA emission control plants





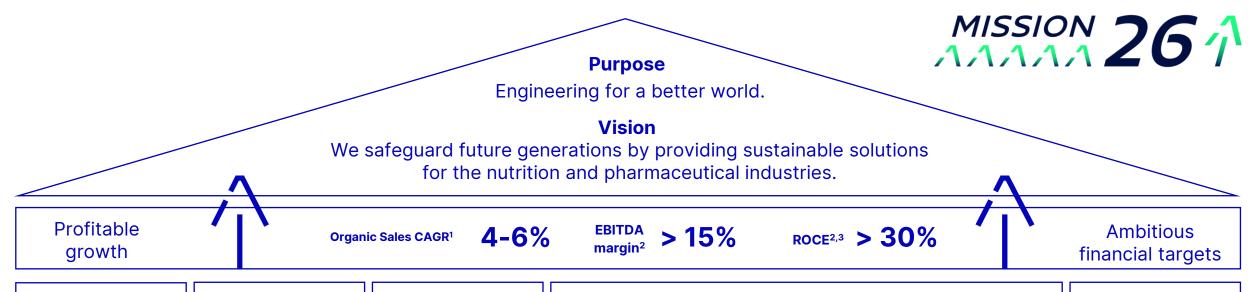
Share information

| Securities identification number | 660200 | | | | | | | |
|----------------------------------|---|--|--|--|--|--|--|--|
| ISIN number | DE0006602006 | | | | | | | |
| Stock indices | MDax, DAX 50 ESG, HDax, CDax, Midcap Market, Dow Jones Euro Stoxx, Euro Stoxx TMI Industrial Engineering, Dow Jones Euro Stoxx Mid, Dow Jones Euro Stoxx Industrial Goods and Services, Dow Jones Stoxx 600, Dow Jones Industrial Goods and Services, Dow Jones Stoxx Mid 200, Dow Jones Sustainability Europe Index, Prime All Share, Prime Industrial, Classic All Share, NRW-Mix 50, MSCI World ESG, MSCACWI ESG | | | | | | | |
| Segment | Prime-Standard | | | | | | | |
| Stock exchanges | Xetra, Frankfurt, Stuttgart, Munich, Düsseldorf, Berlin, Hamburg, Hannover | | | | | | | |
| Information on stock | Reuters: G1AG.DE; Bloomberg: G1A:GR; Xetra: G1A.DE | | | | | | | |
| Shares issued | 172.3 million (January 1, 2024) – one share equals one vote | | | | | | | |
| Market capitalization | 6.5 billion (January 1, 2024) | | | | | | | |
| Free Float | 91.2 % | | | | | | | |
| | | | | | | | | |





Our strategy







Innovation & Digitalization



New Food





Sales Excellence

EXCELLENCE





Operational Excellence



Acquisitions



³ Capital employed excluding EUR ~800m goodwill from the acquisition of the former GEA AG by former Metallgesellschaft AG in 1999 (average of the last 4 quarters)



¹ Currency and portfolio adjusted

² Before restructuring expenses; based on constant exchange rates

Our sustainability approach

Announced in 2021, upgraded in 2023

Engineering for a better world.

NET ZERO

Sustainable Solutions

- Reduce greenhouse gas emissions scope 3 by 27.5% by 2030 (raised from 18%)
- 100% of solutions will be offered with zero freshwater-use by 2030
- 100% of packaging-related solutions use sustainable packaging materials by 2030
- 100% of service parts and machinery packaging material to fulfill one of the five R's of circular economy (Reduce; Re-use; Repair; Remanufacture; Recycle) by 2026













Responsible Operations

- Reduce greenhouse gas emissions scope 1 & 2 by 60% by 2026 and 80% by 2030
- 50% of total energy demand is covered by certified energy management system by 2026
- All sites in water-stressed areas that implemented a water strategy by 2026
- Waste recovery rate at production sites of >98% by 2026
- 100% of preferred suppliers fulfill GEA's sustainability criteria by 2026 and 100% of A suppliers by 2030
- 100,000 people reached through skill-based volunteering in 2026
- Donation of 1% of net profit per year















Employer of Choice

- 80% favorable rating on the guestion: "Would you recommend GEA as a good place to work?" in internal employee engagement survey by 2026
- 21% female representation in management levels L1 – L3 by 2026
- 80% of open positions filled by own talent across management levels L1 – L7 by 2026
- Building a diverse talent pool to further strengthen diversity on all management levels by 2026



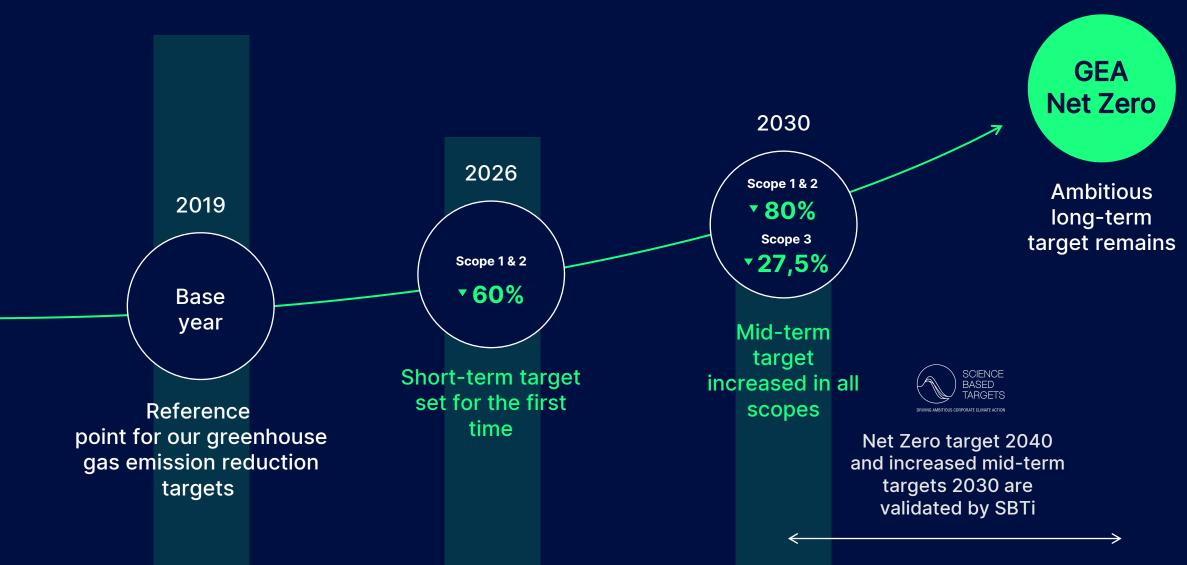






We are raising our previous ambitions from 2021 ...

2040



... and we let our shareholders vote at the AGM 2024 GET Engineering for a better world. ANNUAL GENERAL MEETING 2024 Say on Climate: We give our shareholders a **GEA first company in** say on our climate protection activities the DAX index family with Say on Climate vote We will present and make transparent our **Climate Transition Plan 2040** to our shareholders at the upcoming **Annual General Meeting** in 2024 Our shareholders will be asked to approve this plan as part of a consultative vote GE/ Governance Roadshow of the Supervisory Board Chair 2024

Why this step is so important to us



We emphasize the importance of climate protection as a central element of GEA's strategic direction



We are making our climate protection activities even more transparent and tangible



We are actively involving our shareholders on the pathway to Net Zero, while the responsibility still remains with the board





Say on Climate at AGM 2024

Climate Transition Plan 2040: Decision making process



The Climate Transition Plan 2040 is developed under the **leadership** of the **Executive Board**



The **key aspects / core elements** were resolved by the **Global Executive Committee** (which includes the Executive Board and the Chief Sustainability

Officer) and subsequently discussed with and presented to the **Presiding and Sustainability Committee** as well as to the **Supervisory Board** in December 2023.



The final decision on the Climate Transition Plan 2040 will be taken in connection with the AGM agenda in March 2024 by both the **Executive Board and** the **Supervisory Board**

Say on Climate at AGM 2024

Further Key Facts Climate Transition Plan 2040



The detailed Climate Transition Plan will be **announced on 7 March 2024** together with GEAs 2023 Annual Report.



GEA plans to **invest** a total of **EUR 175 million** in specific measures to further reduce greenhouse gas emissions in its own operations by 2040



GEA is planning that its shareholders will be asked to vote on the progress made **every three years**. Additionally, GEA will continue to **annually report** on the progress of its climate strategy in its sustainability report.

ESG rating highlights

ISS:

Prime Status¹

Corporate ESG Performance Prime ISS ESG ≥

In September 2022. GEAs 'Prime Status' (leadership in its industry index group) was confirmed.

German Sust. Award:

Finalist

2023: Finalist for the **German Sustainability Award**

MSCI:

"AAA"-Rating²



In January 2023, GEA was upgraded from 'AA' to 'AAA' in the MSCI ESG Ratings Assessment.

Sustainalytics:

Low Risk³



In January 2024, GEA received an ESG Risk Rating of 14.2 and was assessed by Sustainalytics to be at Low Risk of experiencing material financial impacts from ESG factors.

CDP:

Climate A List



GEA holds two CDP leadership rankings: an 'A' for tackling climate change and an 'A-' for acting to protect water security.

DJSI Europe & World:

Member

Dow Jones Sustainability Indices

Powered by the S&P Global CSA

Following the December 2023 annual index review. **GEA remained in the DJSI Europe and** became a constituent of the DJSI World.

EcoVadis:

"Gold"-Rating



GEA ranks among the top three percent of all companies ranked by EcoVadis worldwide.

Sustainalytics:

Top Rated



In 2024. GEA was recognized by Sustainalytics as an ESG Industry **Top Rated** company.

1 In September 2022, GEA's "Prime Status" (leading in the industry index group) was confirmed in the ISS ESG Corporate Rating, I 2 In 2023, GEA received an "AAA" rating (on a scale of AAA-CCC) in the MSCI ESG Ratings. Disclaimer Statement: The use by GEA of any MSCI ESG Research LLC or its affiliates ("MSCI") data, and the use of MSCI logos, trademarks, service marks or index names herein, do not constitute a sponsorship, endorsement, recommendation, or promotion of GEA by MSCI, MSCI services and data are the property of MSCI or its information providers and are provided 'as-is' and without warranty. MSCI names and logos are trademarks or service marks of MSCI. I 3 Copyright @2024 Morningstar Sustainalytics. All rights reserved. This section contains information developed by Sustainalytics (www.sustainalytics.com), Such information and data are proprietary of Sustainalytics and/or its third party suppliers (Third Party Data) and are provided for informational purposes only. They do not constitute an endorsement of any product or project, nor an investment advice and are not warranted to be complete, timely, accurate or suitable for a particular purpose. Their use is subject to conditions available at https://www.sustainalytics.com/legal-disclaimers.

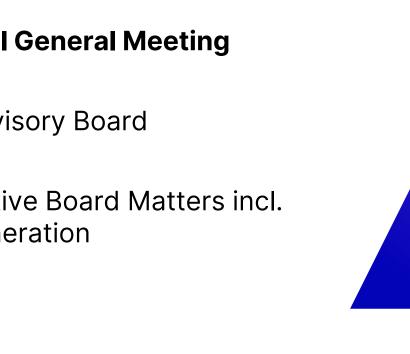


The Company & Strategic Outlook

Annual General Meeting

Supervisory Board

• Executive Board Matters incl. Remuneration





Virtual Annual General Meeting (AGM)

Virtual-only AGM in April 2024

- GEA is planning to conduct again a virtual-only AGM in April 2024 as fully adequate alternative to in-person or hybrid meetings.
- The decision was taken on a case-by-case basis according to the newly sec. 17 para. 5 of its articles of association in conjunction with sec. 118a AktG (German Stock Corporation Act).
- The following criteria have been considered:
- Sustainability aspects,
- good experience with the virtual format in the last year and shareholder views on the topic,
- technical feasibility (on last AGM technical setup worked without issues),
- costs for the company.
- The entire AGM will be webcast live in sound and vision over the internet for shareholders of GEA and their representatives.
- The decision in which format future shareholder meetings are held will also be taken on a case-by-case basis.

Shareholder rights secured

- Regardless of the format, GEA is fully committed to not restrict any shareholder rights.
- According to the German law, on virtual AGMs shareholders can participate and execute the same rights as if they would attend an in-person or hybrid annual general meeting.
- GEA will clearly communicate in the AGM invitation the applicable technical process to ensure that all shareholders have the possibility to attend the AGM and exercise their rights.
- During the AGM, shareholders and their representatives are fully entitled to speak and comment on relevant topics (Rederecht), to ask questions to the board (Fragerecht), submit inquiries (Stellung von Anträgen und Gegenanträgen) and execute their voting rights (Stimmrechtsausübung) equally to in-person or hybrid shareholder meetings by way of video communication and electronic communication.
- GEA will likely not opt for the option to hand-in questions prior to the AGM, however, the right to ask questions to the board during the AGM will be treated equally as if the AGM would be conducted in-person.



Agenda AGM 2024 Preliminary draft

| # | ltem et al. 1997 et al. 19 |
|---|---|
| 1 | Presentation of adopted annual financial statements of GEA Group Aktiengesellschaft and the approved financial statements as of December 31, 2023 |
| 2 | Appropriation of retained profits |
| 3 | Approval of the remuneration report |
| 4 | Ratification of the acts of the members of the Executive Board for fiscal year 2023 |
| 5 | Ratification of the acts of the members of the Supervisory Board for fiscal year 2023 |
| 6 | Appointment of the auditor for fiscal year 2024 |
| 7 | Election of supervisory board member |
| 8 | Amendment of the Articles of Association to adjust the record date due to the Future Financing Act |
| 9 | Approval of the Climate Plan 2040 prepared by the Executive Board (consultative vote) |



Auditor change

- Due to legal requirements (Act to Strengthen Financial Market Integrity (FISG) from 2021) GEA has to change its auditor for the FY 2024.
- Therefore, in 2023, GEA under the lead of its Audit- and Cybersecurity Committee (AaCC) conducted a
 comprehensive tendering and selection process based on the requirements stipulated in article 16 of the
 EU Statutory Audit Regulation.
- This process has led to the following results:
 - The following two auditing firms took the **top two positions**: (i) PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft (*PwC*) and (ii) Deloitte GmbH Wirtschaftsprüfungsgesellschaft
 - ➤ On this basis, the AaCC proposed both audit firms to the Supervisory Board for recommendation to the AGM and communicated its preference for PwC on 7 November 2023.
- Based on this recommendation of the AaCC, the Supervisory Board decided that it will propose to the 2024
 AGM that PwC shall be appointed as new auditor of the company and GEA Group.



The Company & Strategic Outlook

Annual General Meeting

Supervisory Board

Executive Board Matters incl.
 Remuneration



Supervisory Board: Succession Planning Process

- Definition of a target composition and a skills and expertise profile for the Supervisory Board and identification of gaps in the coverage of these profiles.
- Elaboration of a long list of suitable candidates also taking into consideration all relevant aspects of diversity. As the case may be, an external advisor can be involved.
- Analysis of the longlist and deriving a short list of candidates.
- Interviews with short list candidates and definition of a group of favored candidates.
 - → Reassurance that candidates would be able to devote sufficient time to the proper performance of their duties is an important criterion.
- Nomination Committee interviews with favorite candidate(s) and formal recommendation of Nomination Committee to Supervisory Board.
- Presentation of recommended candidate(s) to Supervisory Board including personal meetings and, as the case may be, separate discussions with employee/shareholder representatives or certain Supervisory Board members.
- Election proposal of Supervisory Board to AGM.



New Supervisory Board Member: Andreas Renschler

To be elected in the AGM 2024



- Proposed term: Until AGM 2027
- Independent

- Born March 29, 1958 in Stuttgart, Germany
- Member of the Supervisory Board of GEA Group Aktiengesellschaft since September 1, 2023, appointed by the court.
- Member of the Innovation and Product Sustainability Committee of GEA Group Aktiengesellschaft.
- Chairman of the Supervisory Board of Hella GmbH & Co. KGaA.
- Degrees in industrial engineering (Dipl. Wirtschaftsing.) and business administration (Dipl. Kaufmann)
- Assistant to the Chairman of the Executive Board of Daimler Benz AG Helmut Werner from 1992 to 1993
- Established and managed a new plant in Tuscaloosa County, Alabama, USA for Daimler Benz from 1993 to 1999
- Head of Human Resources Development with Daimler Benz AG and Head of smart GmbH from 1999 to 2004
- Member of the Executive Board of Daimler AG for Daimler Trucks and Busses from 2004 to 2013 and for Mercedes-Benz Cars Production and Purchasing and Mercedes Benz Vans division from 2013 to 2014
- Member of the Executive Board of Volkswagen AG for Commercial Vehicles business area from 2015 to 2020

Supervisory Board: Key Facts at a Glance 1/2

Composition

- 12 members; equally co-determined in accordance with German law.
- Equal split between shareholder and employee representatives also on committees, except for Nomination Committee.

Committees

- Audit and Cybersecurity Committee
 (4 members; financial accounting process, efficiency of internal control and risk management systems, internal audit process, compliance, audit of annual financial accounts including the task of overseeing sustainability reporting and its respective audit, cybersecurity governance, processes and risks).
- Presiding and Sustainability Committee
 (4 members; Executive Board matters including succession and remuneration, corporate strategy including appropriate consideration of sustainability issues, corporate governance, transaction approvals).
- Innovation and Product Sustainability Committee
- (4 members; innovation and digitalization including technical sustainability aspects and product portfolio sustainability, relevant megatrends).
- Nomination Committee (3 members, only shareholder representatives; succession planning for shareholder representatives on Supervisory Board).
- Mediation Committee (4 members).

Independence

- Benchmark: definition of independence according to German Corporate Governance Code.
- Currently all 6 shareholder representatives are independent (self-imposed target: at least two thirds of independent shareholder representatives).
- Generally, Supervisory Board aims for adequate number of independent shareholder representatives also on committees.

Supervisory Board: Key Facts at a Glance 2/2

Diversity / Age-limit

- The composition of the Supervisory Board shall be diverse regarding the origin, professional and cultural background as well as the age and gender of its members.
- Each gender shall account for at least one third of the members of the Supervisory Board; currently 42% are women, 58% are men.
- At least one quarter of the Supervisory Board members shall have a background in international business; currently 42% of its members have such background.
- Goal: adequate mix of nationalities represented on Supervisory Board also taking into consideration the Company's most important markets and operational footprint.
- Para 2 (1) of the Rules of Procedure for the Supervisory Board defines that, as a rule, candidate proposals for the Supervisory Board shall only consider individuals who are under the age of 70.
- Andreas Renschler will be well below the age limit of 70 at the date of the AGM 2024.

Skills and Expertise Profile

- Familiarity with the sector in which GEA operates and understanding of risks/opportunities resulting from GEA's business model: all members
- Basic knowledge of accounting and risk management: all members
- Expertise in financial accounting: at least one member of the Audit and Cybersecurity Committee (ACC)
- Expertise in auditing: at least one other member of the ACC including expertise in sustainability reporting and its respective audit
- Chair of ACC with expertise in at least one of the two areas above and knowledge in applying internal control procedures.
- Detailed knowledge of compliance and internal auditing: at least one member of the ACC
- Commercial and engineering background: mix of members ideally with experience in one or more of GEA's customer industries.
- Operational management experience: at least two members
- Experience in mergers and acquisitions: at least one member
- Skills and expertise in digitalization and digital transformation: at least one member.
- Experience in research, development and innovation: At least one member
- Expertise in **IT security:** At least one member of the Supervisory Board, ideally from the ACC.

In line with the amended GCGC 2022, the Corporate Governance Statement will include a report on the progress made in implementing the requirements governing the composition of the Supervisory Board including the so-called **qualification matrix** (see slide 29).



Qualification matrix: Update 2023

| | Diversity | | | | | Professional back | Business-specific knowledge | | | | Fin | ance | | Governance | | | ESG | | Digitaliza | ation / IT | | | | | |
|---|--|-----------------|-------------------|----------------------|--|-----------------------------------|--|--|----------------------------------|---|-----------------------------------|-------------------|---|---|--|------------------|--------------------------|--------------------------|----------------|-------------------------|---|-------------|--------------------|-----|--|
| Supervisory Board member | Committee member- ships | Age | Gender | Nationality | Internat. back ground in business | Inde- pendence acc. to GCGC | Education | Operations management experience | Sector knowledge ³ | Experience in the industry ⁴ | Customer industry ⁵ | Business model | Accounting incl. Non- financial Group Statement | Auditing incl. Non-financial Group Statement | Risk management & internal control system | Internal Audit | Compliance Management | Environment ⁶ | Social aspects | Governance ⁸ | Digtalization/di gital transfor- mation | IT security | Human Recourses | M&A | Research, development and innovation |
| Prof. Dieter Kempf (Chair) | Presiding (Chair) Audit Nomination (Chair) Mediation (Chair) | 70 | male | German | 4 | * | Dipl. Kaufmann (MBA) Tax Adisor Certified Auditor | ✓ | * | * | | 4 | * | 4 | 4 | * | * | | | 4 | * | 4 | | | |
| Rainer Gröbel ¹ (Deputy Chair) | Presiding Mediation | 69 | male | German | | not applicable ² | Dipl. Volkswirt | ~ | ~ | 4 | | 4 | ~ | | 1 | | | | ~ | * | | | ✓ | | |
| Nancy Böhning ¹ | None | 44 | female | German | | not applicable ² | Magistra Artium | | * | | | 4 | | | | | | | * | * | | | | | |
| Claudia Claas ¹ | Audit Mediation | 57 | female | German | | not applicable ² | Technical draftswomen | | 4 | 4 | | 4 | ~ | | * | | | | 4 | 4 | 4 | | | | * |
| Roger Falk ¹ | Presiding Innovation | 55 | male | German | | not applicable ² | Industriekaufmann (industrial business management assistent) | | 4 | * | | * | | | | | | | * | * | 4 | | | | |
| Prof. Dr. Jürgen Fleischer | Innovation (Chair) Mediation | 62 | male | German | * | * | DiplIng. Maschinenbau (degree in mechanical engineering) | ~ | * | * | | 4 | | | | | | * | | | 4 | | | | 4 |
| Michael Kämpfert ¹ | None | 58 | male | German | | not applicable ² | Dipl. Betriebswirt (MBA) | ~ | * | 4 | | 4 | * | | 4 | | | | * | * | | | * | | |
| Jörg Kampmeyer | Innovation | 55 | male | German | ✓ | ~ | DiplIng. Maschinenbau (degree in mechanical engineering) Dipl. Wirtschaftsing. | ~ | 4 | * | | * | 1 | ✓ | ✓ | | | * | ~ | | * | | ~ | ~ | |
| Prof. Dr. Annette G. Köhler | Audit (Chair) Nomination | 56 | female | German | | * | Dipl. Ökonomin (graduate economist) | | ~ | | | * | ~ | ✓ | ✓ | ~ | * | | | · | | | | | |
| Brigitte Krönchen ¹ | Audit Innovation | 60 | female | German | | not applicable ² | Industriekauffrau (industrial business management assistent) | | 4 | * | | 4 | ~ | | * | | | | ~ | ~ | * | | | | |
| Holly Lei | None | 63 | female | Canadian | 4 | 4 | Chemical engineering Materials science | 4 | 4 | | * | 4 | | | | | | 4 | 4 | * | | | 4 | | |
| Andreas Renschler | Innovation | 65 | male | German | 4 | * | Dipl. Wirtschaftsing. Dipl. Kaufmann | ~ | * | 4 | | 4 | | | | | 4 | | | * | 4 | | * | ~ | 4 |
| Dr. Jens Riedl | Presiding Nomination | 50 | male | German | * | * | Dipl. Kaufmann (MBA) | | * | * | | * | * | | * | | | | | * | * | | | * | |
| 1 Employee repres | 1 Employee representatives | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 Applies only to shareholder representatives | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 Requirement §100 (5) AktG. Sector = Mechanical and plant engineering 4 Persons with relevant professional experience (employment or several years of association or supervisory board activity) in the area of the capital goods industry | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | activity) in the area of the cap activity) in one of GEAs cust | | | ge, Pharma, Dai | ry Processing, [| Dairy Farming, C | Chemicals) | | | | | | | | | | | | |
| 6 Persons with rele | evant experience in | the area of Env | vironment (E). Th | his includes, in p | articular, experi | ience with regar | rds to the reduction of green | ihouse gas emis | sions, energy c | onsumption and | the responsible | use of water ar | nd waste, as we | | | | | | | | | | | | |
| | | | | | | | rith regards to corporate beh | | | | | | | | ke working con | ditions, work sa | fety and health p | protection. | | | | | | | |
| o reisons with rei | зvан ехрепенсе IN | Corporate GOV | emance (G). Th | iis iriciudes, IN pa | я почнаг, ехрегіе | ence with regard | ds to supervisory structures | anu corporate c | o-determination | i, risk and reputa | шона птападел | rent as well as (| eu iicai beriaviou | or corporates. | | | | | | | | | | | |



Governance Roadshow of the Supervisory Board Chair 2024

Supervisory Board: Responsibility for ESG topics

ESG continues to be an important pillar for the Board in the form of an integrated approach

Presiding and Sustainability Committee

Ensuring appropriate consideration of sustainability issues in corporate strategy and remuneration.

Audit and Cybersecurity Committee

- Monitoring of sustainability reporting and its audit.Ensuring that sustainability
- issues are adequately addressed in the internal control system and risk management and risk monitoring system.

Innovation and Product Sustainability Committee

- Technical sustainability aspects are to be given special consideration in the assessment and co-design of the Group's medium- to long-term innovation strategy.
- Improving the sustainability of the product portfolio is a particular objective of the committee's activities.

Due to the broad scope of "Sustainability" and its impact on different topics, the Supervisory Board has deliberately decided against implementation of a separate sustainability committee.

The responsibilities for ESG topics are distributed rather across the Supervisory Board and according to the competencies of the different committees.

This is also reflected in the renaming of the Presiding Committee as the "Presiding and Sustainability Committee" and the Innovation Committee as the "Innovation and Product Sustainability Committee".

Supervisory Board: Information- and Cybersecurity threats are rising

Information- and Cybersecurity is a focus area for the Board



Clarification of responsibility for Information- and Cybersecurity issues by amendement of the Rules of Procedure of the Supervisory Board and Audit Committee including renaming of the Audit Committee (now: Audit- and Cybersecurity Committee).



Introduction of an adapted Information- and Cybersecurity Governance Model including dotted reporting line of the CISO to the Chair of the Audit- and Cybersecurity Committee and global roll-out of an advanced Global Security Program in 2024.



Regular report and status updates on Information- and Cybersecurity by the CISO in all meetings of the Audit- and Cybersecurity Committee (4 times p.a.) and 2 times per year in the Supervisory Board.



Training workshop of the Supervisory Board on Information- and Cybersecurity issues conducted in 2023, and further training is envisaged for Audit- and Cybersecurity Committee in May 2024 meeting.

Supervisory Board: Review of effectiveness



Yearly review of effectiveness of fulfillment of tasks of the Supervisory Board and its committees.



The Supervisory Board implemented an alternating process: review by external consultant in 2022 followed by a self-evaluation of the Supervisory Board in 2023 (and so forth in following years).



In 2023, the Supervisory Board has conducted a self-evaluation based on a questionaire prepared with the support of pwc.



In 2024, an external consultant will be engaged to support with the evaluation process.

Supervisory Board: Share Ownership Guidelines

• To encourage the commitment of the Supervisory Board members to the positive long-term development of the company, the Supervisory Board introduced in 2023 **share ownership guidelines** for Supervisory Board members on a voluntary basis (*freiwillige Selbstverpflichtung*).



25% of basic remuneration and potential committee remunerations <u>before</u> tax; participation limited to a period of 4 years



Applicable to both shareholder representatives and employee representatives (only the non-transferred portion of the remuneration)



Obligation to hold until departure from the Supervisory Board

- Six supervisory board members opted to enter into a commitment with GEA to buy and hold GEA shares during their supervisory membership with GEA. The first shares under this program have just been bought in January 2024.
- In addition, the company will disclose the ownership of the supervisory members in GEA-shares starting with the Annual Report for the fiscal year 2023.

The Company & Strategic Outlook

Annual General Meeting

Supervisory Board

Executive Board Matters incl.Remuneration



GEA Executive Board



Bernd Brinker, CFO

Bernd Brinker joined the Executive Board as CFO in October 2023. In addition to the Group's finance functions, the five division CFOs, as well as Investor Relations, M&A, Information Security, Internal Audit and global IT also report to him.



Stefan Klebert, CEO

Stefan Klebert took the helm of the Group in February 2019 and is the direct reporting line for the CEOs of the five operating divisions and the four CEOs of the regions. Several central functions also report to Stefan Klebert, and he serves as the Group Labor Relations Director.



Johannes Giloth, COO

Johannes Giloth became a member of the Executive Board in early 2020. He is responsible for worldwide procurement, production as well as supply chain and QHSE.



Executive Board Succession Planning



Within the Supervisory Board, the Presiding and Sustainability Committee is in charge for Executive Board matters including succession and remuneration.



The Presiding and Sustainability Committee deals with succession planning for the EB members on a regular basis 1-2 times per year and additionally on an ad-hoc basis, if needed. This includes identification of possible internal candidates for emergency replacement and succession.



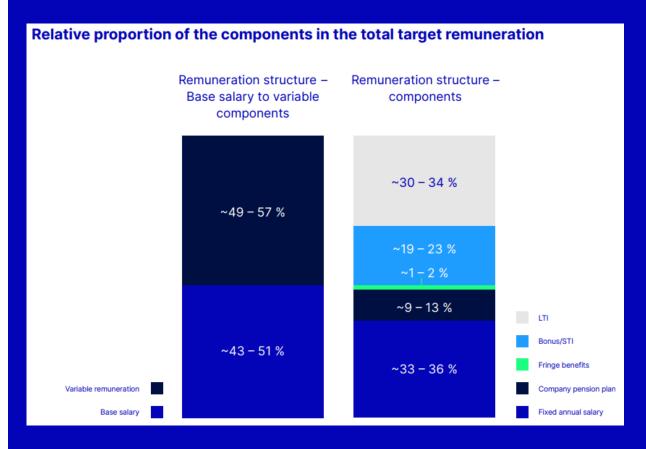
In case of replacement or succession of EB members, the regular search process includes engagement of external executive search provider and considers both internal and external candidates.



After the sudden death of Marcus Ketter, Bernd Brinker has been appointed as CFO initially for one year until October 15, 2024. The Supervisory Board will decide on a prolongation of his contract by mid of 2024 at the latest.

- The Supervisory Board adopted the current remuneration system effective January 1, 2021, and it applies uniformly for all Executive Board members since January 1, 2022.
- The AGM in April 2021 approved with a majority of 89,54% the current remuneration system.
- Compared to 2023, the criteria-based modifiers of the STI applicable for 2024 have been changed, as the criteria are adopted annually (see slide 39)
- Compared to the previous LTI 2023-2026 tranche the ESG component of the strategic targets for the new LTI 2024-2027 tranche has been changed to reflect the importance to focus on scope 3 emissions (see slide 41)
- The CEO to employee pay ratio will be presented in the remuneration report.

The target total remuneration of the Executive Board members is composed of non-performance-related and performance-related components as follows:



STI: 40% of variable remuneration

- The performance-related components comprise the bonus or short-term incentive (STI) and long-term incentive (LTI).
- The STI is composed as follows:









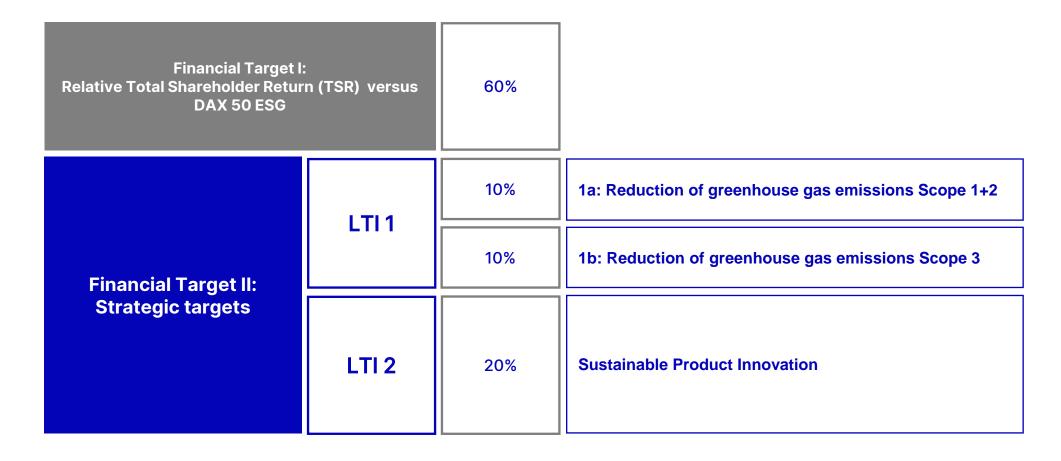
LTI: 60% of variable remuneration

- The performance-related components comprise the bonus or short-term incentive (STI) and long-term incentive (LTI).
- The LTI is composed as follows:





• The Financial Targets is for the tranche 2024 - 2027 are composed as follows:







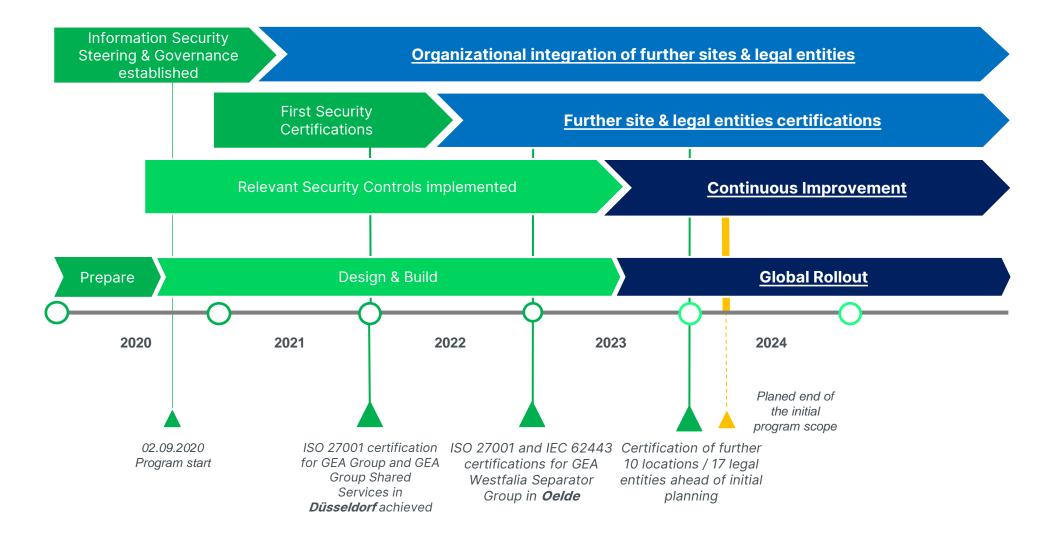
Supervisory Board: Remuneration System

| | 2022 | 2023 |
|---|------------|-------------|
| Supervisory Board ¹ | EUR 50,000 | EUR 70,000 |
| Audit and Cybersecurity Committee ² | EUR 35,000 | EUR 45,000 |
| Presiding and Sustainability Committee ² | EUR 35,000 | EUR 45,000 |
| Innovation and Product Sustainability Committee ² | EUR 25,000 | EUR 35,000 |
| Attendance fee per meeting | EUR 1,000 | EUR 1,000 |
| Ø Regular SB member p.a. ³ | EUR 78,750 | EUR 106,040 |

¹Multiples: Chair 2,5x, Deputy Chair 1,5x ² Multiples: Chair 2x ³ Average sum of remuneration for regular SB member incl. fees for membership in committees (if any) and SB and committee (if any) meetings attendance fees.

Global Security Program

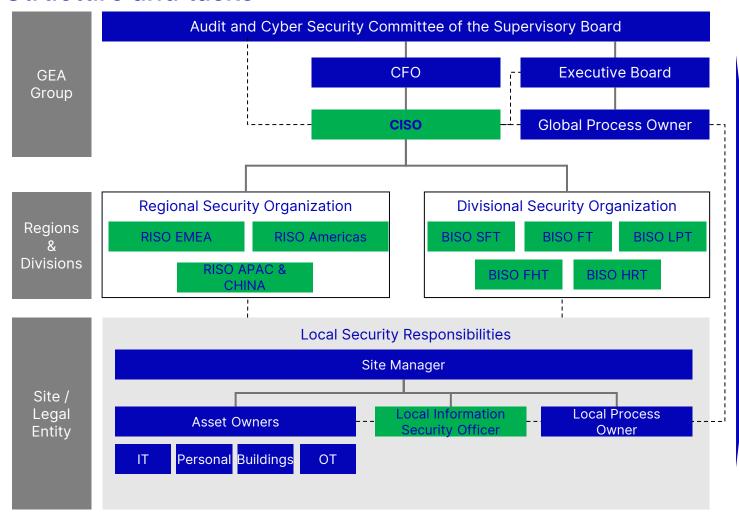
Roadmap & Milestones





ISMS Organization

Structure and tasks



ISMS – Information Security

Management System

CISO – Chief Information Security Officer

BISO - Business Information Security Officer

RISO - Regional Information Security Officer

LISO – Local Information Security Officer

SELECTED TASKS

Implement consistent and continuously improving levels of information security, including tasks such as:

- Implement and run ISMS
- · Promote information security within GEA
- · Identify and handle security risks
- Provide resources for operation
- Perform local information security certifications

BISO:

- 1 FTE dedicated for a division
- Takes over the LISO and Business Continuity tasks for the home-base site

RISO:

- 1 FTE dedicated for a time zone,
 3 RISOs in total
- Takes over the LISO and Business Continuity tasks for the home-base site

LISO:

 Not necessary one FTE per site; different constellations possible



Separation & Flow Technologies Division

World-class components and equipment for production excellence

Separators. Homogenizers. Valves & Pumps

Separation & Flow Technologies encompass process engineering components and machines, including separators, decanters, homogenizers, valves and pumps. These technologies are at the heart of many production processes.

These solutions contribute to a cleaner environment in numerous industrial applications. They also ensure the efficient separation and homogenization of liquids used in the production of foods, beverages, medicines and home & personal care products that consumers enjoy and rely on. GEA pumps and valves guarantee that raw materials and products move safely and efficiently through plants.

Revenue

1,416

Previous year: EUR 1,237 million

EBITDA before restructuring measures

360

EUR million Previous year: EUR 303 million **EBITDA** margin before restructuring measures

25.4

Previous year: 24.5 percent

Employees

Full-time equivalents Previous year: 4.860



Liquid & Powder Technologies Division

Specialists in processing equipment and integrated solutions

Liquid & Filling Technologies . Powder & Thermal Separation Technologies . New Food

Liquid & Powder Technologies provide processing equipment and integrated solutions for the dairy, food, new food, beverage, chemical and home & personal care industries. The portfolio includes brewing systems, liquid processing & filling, concentration, precision fermentation, crystallization, purification, drying, powder handling & packaging as well as systems for emission control.

GEA designs, builds, configures and installs versatile and sustainable equipment and technologies, processing lines and complete plants, for products as diverse as cell-based protein to polymers.

Revenue

1,716

EUR million Previous year: EUR 1,546 million **EBITDA before** restructuring measures

166

EUR million Previous year: EUR 150 million **EBITDA** margin before restructuring measures

9.7

percent Previous year: 9.7 percent **Employees**

5,404

Full-time equivalents
Previous year: 5,241



Food & Healthcare Technologies Division

Safe foods and medicines for a growing population

Pasta, Extrusion & Milling . Bakery . Slicing & Packaging . Food Solutions . Frozen Food . Pharma & Healthcare

Food & Healthcare Technologies provide solutions for food processing. This covers preparation, marinating and further processing of meat, poultry, seafood and vegan products, in addition to processing lines for pasta, baked goods, snacks, breakfast cereals, confectionery and pet food. GEA also offers spiral- and tunnel freezers, as well as equipment for slicing and packaging of food and milling.

GEA solutions for the pharmaceutical industry include machines and plants for processing solid dosage forms, including highly potent drugs either for batch or continuous production. This portfolio includes freeze-drying technology for liquids, such as vaccines.

Revenue

1,001

Previous year: EUR 937 million

EBITDA before restructuring measures

107

EUR million Previous year: EUR 100 million **EBITDA** margin before restructuring measures

10.7

Previous year: 10.7 percent

Employees

3,571

Full-time equivalents
Previous year: 3,577



Farm Technologies Division

Smart solutions for farmers now and in the future

Dairy Farming: Milking, Feeding, Manure, Digital Herd Management, Hygiene & Service

Farm Technologies offer integrated customer solutions for efficient and sustainable high-quality milk production and livestock farming. This includes automatic milking and feeding systems, conventional milking solutions and digital herd management. GEA manure management solutions ensure operators have the right tools for safe and efficient storage, application and upcycling of this important resource.

All solutions are served and fully embedded into our service lifecycle. The are complemented by a wide tange of hygiene products and chemicals to promote optimum udder health and highest milk quality.

Revenue

742

EUR million
Previous year: EUR 634 million

EBITDA before restructuring measures

86

EUR million Previous year: EUR 76 million **EBITDA** margin before restructuring measures

11.6

Previous year: 12.0 percent

Employees

1,909

Full-time equivalents
Previous year: 1,865



Heating & Refrigeration Technologies Division

Industrial heating and cooling solutions for climate-friendly production processes

Turnkey installations . Compressors & compressor packages . Heat pumps . Chillers . Controls . Valves

Heating & Refrigeration Technologies combine extensive production process knowledge and integrated heating and cooling expertise. It provides sustainable, energy-saving solutions for customers in the food, beverage and other key industries. All offerings are supported by comprehensive digital and service platforms.

GEA plays an important role in the decarbonization of production processes, cities and other market activities. Via a sustainable energy solutions platform, which includes a comprehensive portfolio of heat pumps, GEA delivers the precise temperatures critical to each customers' operation. These proven technologies provide integrated, high-efficiency solutions that significantly reduce CO₂ emissions and energy costs.

Revenue

524

EUR million
Previous year: EUR 584 million

EBITDA before restructuring measures

57

EUR million Previous year: EUR 59 million **EBITDA** margin before restructuring measures

10.9

Previous year: 10.2 percent

Employees

1,716

Full-time equivalents
Previous year: 2,091