

**ams-OSRAM AG  
Premstaetten, reg.no. 34109k**

**Proposals of the Management Board for the  
Annual General Meeting  
June 24, 2022**

- 1. Presentation of the annual accounts, including the report of the management board and the corporate governance report, the group accounts together with the group annual report, the proposal for the appropriation of profits and the report of the supervisory board for the business year 2021**

The balance sheet result in the adopted annual financial statements amounts to EUR 0.00. Therefore, a separate agenda item on the resolution on the allocation of the balance sheet results.

There is no resolution to be adopted on this item of the agenda.

- 2. Adoption of a resolution on the discharge of the members of the Management Board for the business year 2021**

The Management Board proposes that the General Meeting shall adopt the following resolution:

“The Members of the Management Board in office in the business year 2021 shall be discharged for said period.”

- 3. Adoption of a resolution on the discharge of the members of the Supervisory Board for the business year 2021**

The Management Board proposes that the General Meeting shall adopt the following resolution:

“The Members of the Supervisory Board in office in the business year 2021 shall be discharged for said period.”

#### 4. Resolution on the election of the auditor and group auditor for the business year 2022

For this agenda item, only the Supervisory Board has to submit a proposal for resolution.

#### 5. Remuneration Report

The management board and the supervisory board of listed companies have to prepare a clear and comprehensible remuneration report on the remuneration of the members of both the management board and the supervisory board in accordance with sections 78 in conjunction with 98a of the Austrian Stock Corporation Act (*Aktiengesetz* or "AktG").

The remuneration report has to provide a comprehensive overview of the remuneration paid to current and former members of both the management board and the supervisory board in accordance with the remuneration policy (sections 78a in conjunction with 98a AktG) in the past business year, including all benefits in any form.

The remuneration report for the past business year shall be resolved upon by the Annual General Meeting. Such voting is recommendatory and cannot be contested (section 78d para. 1 AktG). The Management Board and the Supervisory Board have to publish a resolution proposal on the remuneration report in accordance with section 108 para. 1 AktG. Such resolution proposal on the remuneration report as well as the remuneration report as such have to be published on the Company's website as indicated in the commercial register from the 21st day before the Annual General Meeting in accordance with section 108 para. 4 no. 4 AktG.

In their meeting on April 29, 2022, the Management Board and the Supervisory Board of ams-OSRAM AG adopted a remuneration report in accordance with section 78c in conjunction with section 98a AktG and proposed a resolution as below.

The remuneration report will be made available in German and English on ams-OSRAM AG's website recorded in the commercial register under [ams-osram.com/general-meeting](https://ams-osram.com/general-meeting).

The Management Board proposes that the remuneration report for the business year 2021, as available on the website indicated in the commercial register, shall be adopted.

The remuneration report is attached to these resolution proposals as Annex 1.

**6. Election of members to the Supervisory Board**

For this agenda item, only the Supervisory Board has to submit a proposal for resolution.

Premstaetten, April 29, 2022

The Management Board