

## **Remuneration Report EUROKAI Group 2025**

This remuneration report relates to the 2025 financial year explains in all material respects the remuneration of the management of the Personally Liable General Partner and, for the members of the Supervisory Board, the remuneration as specified in the Articles of Association, including the remuneration system.

The basis for preparation is the German Stock Corporation Act (Aktiengesetz – AktG), in particular the required disclosures pursuant to Section 162 AktG, as well as the requirements of the German Commercial Code (HGB) and the recommendations of the German Corporate Governance Code as amended on 28 April 2022 (“Code”).

### Review of the 2024 remuneration year

The Remuneration Report prepared by EUROKAI GmbH & Co. KGaA (in the following “EUROKAI”) pursuant to Section 162 AktG for the 2024 financial year was approved at the General Meeting on 11 June 2025 with 99.99% of the votes cast.

The Management Board of the Personally Liable General Partner together with the Supervisory Board view this clear vote as confirmation of the format used for the 2024 Remuneration Report. This format will therefore be retained unchanged for the present report.

### Remuneration of the Management Board in financial year 2025

#### ***Approval of the remuneration system by the General Meeting***

Pursuant to Section 120a (1) sentence 1 AktG, the general meeting of a listed company resolves on the approval of the remuneration system for the members of the management board, as adopted by the supervisory board in accordance with Section 87a AktG and submitted to the general meeting, whenever the remuneration system is materially amended, but at least every four years.

As a partnership limited by shares (KGaA), the Company does not have a management board. The Company’s business is managed by its Personally Liable General Partner, Kurt F.W.A. Eckelmann GmbH, which is represented in this capacity by its managing directors.

Nevertheless, for reasons of good corporate governance and transparency, the remuneration system for EUROKAI’s management voluntarily follows the requirements of Sections 87a and 120a AktG, was adopted by the Supervisory Board on April 9, 2025, submitted to the General Meeting on June 11, 2025, and approved by 99.99% of the votes cast.

The remuneration system for EUROKAI’s management was submitted for the first time in light of the Supervisory Board’s intention to grant, for the first time, direct remuneration to the managing directors of the Company’s Personally Liable General Partner in the form of an occupational pension benefit at the Company level, although no such benefit was granted in the 2025 financial year.

The amount of remuneration that may be granted annually is to be determined by the Supervisory Board and is capped per financial year (maximum remuneration). The corresponding amounts are paid by the Company to a trust company in monthly installments. The managing directors concerned will receive the retirement benefit in the form of a one-time capital payment upon the occurrence of the benefit event.

## **Separate disclosure of the remuneration of the Managing Directors**

Pursuant to Section 162 in conjunction with Section 278 (3) AktG, the management of the Personally Liable General Partner and the Supervisory Board of EUROKAI are required to prepare a report on the “remuneration granted and owed” by the Company and by other companies in the same Group pursuant to Section 290 HGB to each current or former member of a Management Board or management in the last financial year. EUROKAI understands the statutory terms “remuneration granted and owed,” which are not defined by law, as follows: remuneration is “granted” once it has been actually received by the member of the governing body; it is “owed” when there is a legal obligation to the member of the governing body that is due but has not yet been fulfilled.

The management of the Personally Liable General Partner receives no remuneration from EUROKAI for its activities, nor does it receive any remuneration from the Personally Liable General Partner, since the Administrative Board has not exercised its existing responsibility to make such remuneration.

A different arrangement applies to the fully consolidated sub-group, CONTSHIP Italia Group (Melzo/Milan, Italy), consisting of Contship Italia S.p.A. and its subsidiaries (“**CONTSHIP Italia Group**”), in which EUROKAI holds a direct interest of 66.6% via the holding company Contship Italia S.p.A. and an indirect interest of 16.7% via its 50% stake in EUROGATE GmbH & Co. KGaA, KG, Bremen (in which BLG LOGISTICS GROUP AG & Co. KG, Bremen, a company owned by the Free Hanseatic City of Bremen, likewise holds 50%), resulting in an effective economic interest of 83.3%. In this case, the two managing directors of the Personally Liable General Partner each receive remuneration from Contship Italia S.p.A. and its subsidiaries for their activities there.

Mr. Thomas H. Eckelmann is a member of the Board of Directors of Contship Italia S.p.a. and also its Chairman. He is also Chairman of the Board of Directors of two subsidiaries of Contship Italia S.p.a. Mr. Tom H. Eckelmann is a member of the Board of Directors and Deputy Chairman of Contship Italia S.p.a. He is also Deputy Chairman of two subsidiaries of Contship Italia S.p.a.

The amounts listed below constitute the fixed and variable remuneration components “granted and owed” in the respective financial year by Contship and its subsidiaries pursuant to Section 162 (1) sentence 1 AktG. This exclusively relates to fixed remuneration components. The remuneration of Mr. Thomas Eckelmann and Mr. Tom H. Eckelmann was paid on a quarterly basis.

<b>Remuneration of the management by the CONTSHIP Italia Group</b>	<b>2025</b> EUR	<b>2024</b> EUR
Thomas H. Eckelmann	209,375.00	209,375.,00
Cecilia E.M. Eckelmann-Battistello (until 6 March 2024)	not stated	142,630.00
Tom H. Eckelmann	95,000.00	73,125.00
<b>Total</b>	<b>304,375.00</b>	<b>425,130.00</b>

## Comparative presentation of the remuneration and earnings development

The following table shows a comparative presentation of the annual change in the remuneration granted and owed to the current Managing Directors of the Personally Liable General Partner, the development of the company's earnings and the remuneration of employees on a full-time equivalent basis pursuant to Section 162 (1) sentence 2 no. 2 AktG; with the latter being based on the average wages and salaries of all employees (in relation to all areas of activity) of the fully consolidated CONTSHIP Italia Group sub-group, since EUROKAI has no employees of its own.

No remuneration was granted or owed by former Managing Directors.

Mr. Thomas H. Eckelmann received remuneration from companies of the CONTSHIP Italia Group totalling EUR 209.4 thousand in 2025. In addition to the remuneration of EUR 104.4 thousand for his activities as a member of the Board of Directors of Contship Italia S.p.a. and as its Chairman, this amount also included the unchanged fixed remuneration of EUR 105 thousand in respect of his duties as President of the Board of Directors at two subsidiaries of Contship Italia S.p.a.

Mr. Tom H. Eckelmann received remuneration from companies of the CONTSHIP Italia Group totalling EUR 95 thousand in 2025. In addition to the remuneration of EUR 80 thousand for his activities as a member of the Board of Directors of Contship Italia S.p.a. and as its Deputy Chairman, this amount also included totalling EUR 15 thousand in respect of his duties as Deputy Chairman of two subsidiaries of Contship Italia S.p.a.

Comparative presentation of the remuneration of the Managing Directors by the CONTSHIP Italia Group	2025 EUR	Change 2024/2025 in %	2024 EUR	Change 2023/2024 in %	2023 EUR	Change 2022/2023 in %	2022 EUR	Change 2021/2022 in %	2021 EUR
Thomas H. Eckelmann	209,375.00	0.0	209,375.00	28.8	162,500.00	0.0	162,500.00	0.0	162,500.00
Cecilia E.M. Eckelmann-Battistello (until 6 March 2024)	0.00	not stated	142,630.00	-75.1	572,700.00	0.0	572,700.00	0.0	572,700.00
Tom H. Eckelmann	95,000.00	29.9	73,125.00	875.0	7,500.00	not stated	not stated	not stated	not stated
<b>Total</b>	<b>304,375.00</b>	<b>-28.4</b>	<b>425,130.00</b>	<b>-42.8</b>	<b>742,700.00</b>	<b>1.0</b>	<b>735,200.00</b>	<b>0.0</b>	<b>735,200.00</b>

Earnings development of EUROKAI GmbH & Co. KGaA									
Net income for the period in accordance with the German Commercial Code (HGB)	40,869,830.45	-67.9	127,363,284.39	135.3	54,137,312.83	163.8	20,524,114.80	67.8	12,232,212.76
Consolidated profit for the year in accordance with IFRSs	90,099,083.70	2.4	87,999,534.91	68.7	52,170,250.60	-54.1	113,537,061.87	19.5	95,001,375.60

Change in employee remuneration									
Change in employee remuneration of employees of the CONTSHIP Italia Group on a full-time equivalent basis	59,680.00	3.5	57,656.00	3.4	55,743.00	-4.2	58,202.00	-2.0	59,413.00

The year-on-year change in employee remuneration of the CONTSHIP Italia Group employees was determined by adjusting for exceptional factors in connection with severance payments to departing managers and early retirement rules. The freight forwarder STS S.r.l., which was taken over in 2025, is also not taken into account, as no full-year figures are yet available for this company.

## Remuneration of the Supervisory Board in financial year 2025

### **Approval of the remuneration system by the General Meeting**

Pursuant to Section 113 (3) sentences 1 and 2 AktG, the general meeting of listed companies must adopt a resolution on the remuneration of the members of the Supervisory Board at least every four years, whereby a resolution confirming the remuneration is permissible.

Such a resolution was last passed by the General Meeting on June 11, 2025. The remuneration system for the members of the Supervisory Board was approved with 100.00% of the votes cast.

### **Principles of the remuneration system**

The remuneration of the Supervisory Board is regulated exclusively by Section 13 of the company's Articles of Association which are permanently available on the Internet at [www.eurokai.de/wp-content/uploads/2025/04/satzung\\_ekh\\_juni\\_2023.pdf](http://www.eurokai.de/wp-content/uploads/2025/04/satzung_ekh_juni_2023.pdf). There are no subsidiary or supplementary agreements. Entitlement to remuneration shall fall due at the end of the financial year; this shall not apply to the entitlement to reimbursement of expenses. If a Supervisory Board member resigns from the Supervisory Board during the course of the financial year, they shall be entitled to receive the remuneration components attributable to the period up until termination of the mandate.

(1) Fixed remuneration Supervisory Board	Chairman: EUR 90,000.00 Deputy Chairman: EUR 45,000.00 Member: EUR 30,000.00
(2) Fixed remuneration Audit Committee	Chairman: EUR 8,000.00 Member: EUR 4,000.00
(3) Attendance fees	For each Supervisory Board meeting attended, Supervisory Board members receive an attendance fee in the amount of EUR 500.00  No attendance fee is paid for meetings of the Audit Committee.
(4) Expenses, VAT	Necessary out-of-pocket expenses and, where applicable, any statutory value-added tax on the benefits shall be reimbursed by the company.
(5) Maximum remuneration	There is no qualified maximum remuneration amount. The upper limit is derived from the sum of the existing fixed remuneration, attendance fees, expenses and any value-added tax.

The members of the Supervisory Board thus receive remuneration that is commensurate with their duties and the position of EUROKAI. The remuneration system for the members of the Supervisory Board of the parent provides for a purely fixed remuneration plus an attendance fee without variable or share-based components.

In the opinion of the Personally Liable General Partner and the Supervisory Board, the fixed remuneration arrangement – which follows a suggestion under G.18 of the Code – best ensures the independence of the Supervisory Board members and the impartial discharge of their advisory and supervisory duties, regardless of the business performance of the company. Effective and independent provision of advice and supervision by the Supervisory Board in turn makes an important contribution to promoting the business strategy and long-term development of EUROKAI.

The level of the fixed remuneration is based in principle on the recommendations of the Code and is structured according to the tasks assumed by the respective member on the Supervisory Board and on its committees. This is intended to appropriately reflect additional tasks and responsibilities assumed by the members.

The remuneration of the Supervisory Board is reviewed by the Supervisory Board and the Personally Liable General Partner regularly, at least every four years, in particular to determine whether the level and structure of the remuneration are still in line with the market, take appropriate account of the tasks of the Supervisory Board and the position of the company, and comply with the legal requirements and recommendations of the Code (G.II.). In doing so, consideration is also given to the remuneration regulations in comparable companies (horizontal comparison). The Supervisory Board and the Personally Liable General Partner may call upon independent external remuneration experts to evaluate whether the remuneration is appropriate.

Where the review demonstrates a need for change, the Supervisory Board and the Personally Liable General Partner shall submit a corresponding resolution proposal to the General Meeting on the Supervisory Board remuneration.

### ***Composition of the Supervisory Board***

Pursuant to Section 11 (1) of the Articles of Association, the Supervisory Board of EUROKAI is composed of eight members.

Mr. Kristian Ludwig resigned from the Supervisory Board with effect from April 10, 2025, with the notice period for resignation set forth in the Articles of Association being waived. Effective April 14, 2025, he succeeded Mr. Marcel Egger in the roles of General Representative of EUROKAI GmbH & Co. KGaA and Commercial Managing Director of EUROGATE GmbH & Co. KGaA, KG. The resulting vacancy on the Supervisory Board was filled by the election of Mr. Stefan Grau at the General Meeting on June 11, 2025.

Dr Winfried Steeger	Member since 15 June 2011 / Chairman
Dr Klaus-Peter Röhlér	Member since 27 May 2019 / Deputy Chairman
Katja Gabriela Both	Member since 10 June 2015
Jochen Döhle	Member since 25 August 1999
Stefan Grau	Member since 11 June 2025
Christian Kleinfeldt	Member since 11 March 2021
Prof. Dr Kerstin Lopatta	Member since 23 June 2023
Kristian Ludwig (until 10 April 2025)	Member since 01 July 2023
Max. M. Warburg	Member since 30 March 2020

### **Separate disclosure of the remuneration of the Supervisory Board**

The amounts disclosed below constitute the fixed and variable remuneration components “granted and owed” in the respective financial year pursuant to Section 162 (1) sentence 2 no. 1 AktG. The remunerations shall fall due at the end of the financial year.

Granted and owed remuneration of the members of the Supervisory Board	Fixed remuneration				Remuneration			
	Supervisory Board		Audit Committee		Attendance fees		Total	
	2025 EUR	in %	2025 EUR	in %	2025 EUR	in %	2025 EUR	in %
Dr Winfried Steeger	90,000.00	92.8	4,000.00	4.1	3,000.00	3.1	97,000.00	100.0
Dr Klaus-Peter Röhler	45,000.00	93.8			3,000.00	6.2	48,000.00	100.0
Katja Gabriela Both	30,000.00	81.1	4,000.00	10.8	3,000.00	8.1	37,000.00	100.0
Jochen Döhle	30,000.00	90.9			3,000.00	9.1	33,000.00	100.0
Stefan Grau	16,667.00	81.7	2,222.00	10.9	1,500.00	7.4	20,389.00	100.0
Christian Kleinfeldt	30,000.00	73.2	8,000.00	19.5	3,000.00	7.3	41,000.00	100.0
Prof. Dr. Kerstin Lopatta	30,000.00	81.1	4,000.00	10.8	3,000.00	8.1	37,000.00	100.0
Kristian Ludwig	8,333.00	76.1	1,111.00	10.2	1,500.00	13.7	10,944.00	100.0
Max M. Warburg	30,000.00	92.3			2,500.00	7.7	32,500.00	100.0
Total	310,000.00		23,333.00		23,500.00		356,833.00	

Furthermore, expenses totalling EUR 2,479.89 were reimbursed. In addition, Ms Katja Both received remuneration of EUR 7,500.00 for her activities as a member of the Board of Directors of Contship Italia S.p.a. (non-executive) in the 2025 financial year, bringing the total benefits of members of the Supervisory Board in the 2025 financial year to EUR 366,812.89.

### **Comparative presentation of the remuneration and earnings development**

The following table shows a comparative presentation of the annual change in the remuneration granted and owed to the members of the Supervisory Board, the development of the company’s earnings and the remuneration of employees on a full-time equivalent basis pursuant to Section 162 (1) sentence 2 no. 2 AktG, with the latter being based on the average wages and salaries of all employees (in relation to all areas of activity) of the fully consolidated CONTSHIP Italia Group sub-group, since EUOKAI GmbH & Co. KGaA has no employees of its own.

No remuneration was granted or owed to former Supervisory Board members.

<b>Comparative presentation of the remuneration of the Supervisory Board</b>	<b>2025</b>	<b>Change</b>	<b>2024</b>	<b>Change</b>	<b>2023</b>	<b>Change</b>	<b>2022</b>	<b>Change</b>	<b>2021</b>
	EUR	2024/2025 in %	EUR	2023/2024 in %	EUR	2022/2023 in %	EUR	2021/2022 in %	EUR
Dr Winfried Steeger	97,000.00	0.0	97,000.00	31.9	73,544.44	50.1	49,000.00	0.0	49,000.00
Dr Klaus-Peter Röhler (Deputy Chairmann since 15 March 2021)	48,000.00	0.0	48,000.00	32.4	36,250.00	48.0	24,500.00	5.4	23,250.00
Katja Gabriela Both	37,000.00	1.4	36,500.00	30.9	27,877.78	46.7	19,000.00	0.0	19,000.00
Jochen Döhle	33,000.00	1.5	32,500.00	33.6	24,333.33	43.1	17,000.00	0.0	17,000.00
Stefan Grau (Member since 11 June 2025)	20,389.00	not stated	not stated	not stated	not stated	not stated	not stated	not stated	not stated
Christian Kleinfeldt (Member since 11 March 2021)	41,000.00	0.0	41,000.00	32.6	30,922.22	47.2	21,000.00	17.8	17,833.33
Prof Dr. Kerstin Lopatta (Member since 23 June 2023)	37,000.00	0.0	37,000.00	114.7	17,233.33	not stated	not stated	not stated	not stated
Kristian Ludwig (Member until 10 June 2025)	10,944.00	-70.4	37,000.00	116.8	17,066.67	not stated	not stated	not stated	not stated
Max M. Warburg	32,500.00	-1.5	33,000.00	35.6	24,333.33	47.5	16,500.00	-2.9	17,000.00
<b>Total</b>	<b>356,833.00</b>	<b>-1.4</b>	<b>362,000.00</b>	<b>43.9</b>	<b>251,561.10</b>	<b>71.1</b>	<b>147,000.00</b>	<b>2.7</b>	<b>143,083.33</b>

  

<b>Earnings development of EUROKAI GmbH &amp; Co. KGaA</b>									
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Hamburg, 23 March 2026

Management of the Personally  
Liable General Partner  
Kurt F.W.A. Eckelmann GmbH, Hamburg

For the Supervisory Board:  
Chairman of the Supervisory Board  
of EUROKAI GmbH & Co. KGaA,  
Hamburg

Thomas H. Eckelmann

Dr Winfried Steeger

Tom H. Eckelmann