

COMPLIANCE STATEMENT



February 2021

The Executive Board and Supervisory Board of NEXUS AG declare pursuant to Section 161 of the German Stock Corporation Law (AktG)

The Executive Board and Supervisory Board hereby declare that NEXUS AG has complied with the recommendations of the government commission of the German Corporate Governance Code as of 20/03/2020 in the version of 7/02/2017 in accordance with the published Compliance Statement of 23/01/2020 and in the version of 16/12/2019 starting from 21/03/2020 – with the following exceptions – and will comply in the future as shown below.

C. (Composition of the Supervisory Board)

The members of the Supervisory Board of NEXUS AG have the necessary knowledge, skills and professional experience for the proper performance of the tasks of the Supervisory Board in our internationally operating IT company.

At least one independent member has expertise in accounting and auditing. In addition, the Supervisory Board set the following concrete objectives for its future composition at its meeting of 18/12/2019: The members of the Supervisory Board should normally not be older than 75 years and the term of membership of the Supervisory Board should normally not exceed an uninterrupted period of 12 years. In the current transitional phase, three members of the Supervisory Board exceed the period of membership specified above. This is especially to ensure maintaining valuable experience gained in the work of the Supervisory Board at NEXUS AG.

After the end of the 2022 financial year, the period of membership is only to be exceeded in justified individual cases. In addition to these objectives, the Supervisory Board has adopted a competence profile that applies to the overall Supervisory Board and contains both the personal requirements applicable to each Supervisory Board member and the company-specific and technical requirements to be met by the entire Board. The competence profile is published on the NEXUS AG website.

C. II (Independence of the Supervisory Board)

NEXUS AG considers the sufficient independence of its members of the Supervisory Board as an important basis for effective control and advice of the company's management. To this end, the Supervisory Board has set a minimum number of four independent members as the appointment goal. The Supervisory Board is of the opinion that the requirements set out in the first sentence above are met. The Supervisory Board believes in conjunction with the consideration pursuant to C.7 of the German Corporate Governance Code (DCGK) that the duration of membership on the Supervisory Board does not exclude the classification of the member concerned as independent.

D. (Working methods of the Supervisory Board)

The Chairman of the Audit Committee of the Supervisory Board, Prof. Ulrich Krystek, qualifies as an independent financial expert within the meaning of Section D.4 of the German Corporate Governance Code (DCGK) and Section 100 (5) of the German Stock Corporation Law (AktG) due to his many years of activity as responsible for finances in industrial companies and as a professor of business administration and controlling.

The Compliance Statement is published in the Internet at www.nexus-ag.de.

Donaueschingen, February 2021

For the Supervisory Board

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