German Commercial Code, Section 289a
Corporate Governance Statement

Accountability, transparency, and sustainability are the guiding principles of corporate governance at SAP. We discuss the details in our Corporate Governance Report, which is prepared in accordance with the German Corporate Governance Code ("Code"), and in our Integrated Report. This present statement presents the basic facts of corporate governance at SAP as required by the German Commercial Code, section 289a (2).

A Declaration Pursuant to the German Stock Corporation Act, Section 161

It is a requirement of the German Stock Corporation Act, section 161, that the Executive Board and Supervisory Board of a European Company (Societas Europaea, SE) listed in Germany issue not less frequently than annually a declaration stating the extent to which their company has followed and intends in the future to follow the recommendations in the Code. Our Executive Board and Supervisory Board published the following declaration of compliance on October 29, 2014.

German Stock Corporation Act, Section 161 Declaration by the Executive and Supervisory Boards of SAP SE Concerning SAP’s Implementation of the German Corporate Governance Code

Pursuant to the German Stock Corporation Act, section 161, the Executive Board and the Supervisory Board of SAP SE (SAP) declare as follows:

Since the last Declaration, made on October 29, 2013, SAP has followed the recommendations in the May 13, 2013, version of the German Corporate Governance Code, which was published in the Bundesanzeiger (German Federal Gazette) on June 10, 2013, except as set out in sections 1) to 7) below, and in the future will follow the recommendations in the June 24, 2014, version (which was published in the Bundesanzeiger on September 30, 2014) except as set out in sections 1) to 6) below:

1. Supervisory Board directors’ and officers’ liability insurance policies do not provide for a deductible

In section 3.8, the German Corporate Governance Code (Code) recommends that if a company takes out directors’ and officers’ (D&O) liability insurance for its supervisory board members, a deductible should be agreed. SAP does not believe that the motivation and responsibility that the members of the Supervisory Board bring to their duties would be improved by such a deductible element. SAP does not therefore plan to amend its current D&O liability insurance policies in that respect.

2. Executive Board appointment contracts do not cap severance payments on premature termination

The fourth paragraph in section 4.2.3 of the Code recommends that when executive board appointment contracts are concluded, care should be taken to ensure that any severance payments, including additional benefits, on premature termination, are capped at two times the annual compensation or, if less, compensation for the remaining contract term. SAP does not follow the recommendation in the fifth paragraph in section 4.2.3 of the Code concerning the maximum amount payable in the event of a change of control. However, we do not believe the uniform cap on severance pay stipulated in the fourth paragraph in section 4.2.3 of the Code is appropriate for all of the circumstances the recommendation covers. In our view, aside from a change of control, there may also be other circumstances in which a contract might be terminated and in which an affected Executive Board member could have a justifiable claim to better severance terms. Moreover, we do not believe it would be feasible to apply the recommendation in the most likely circumstances, namely when the seat on the Executive Board is vacated by agreement under a termination contract. In such cases, a cap on severance pay stipulated in the appointment contract would, in practice at least, be difficult for the Company to enforce unilaterally. Also, an agreement in this respect that had been concluded in advance might not make adequate provision for the particular facts and surrounding circumstances that later actually give rise to an agreement to end an Executive Board member’s work before completion of the full term. However, we do follow the thinking behind the recommendation in the Code in that it remains our policy to negotiate severance pay that is reasonable in the circumstances if we terminate an Executive Board member’s service by agreement before full term. We also have measures in place to ensure we would not pay severance to an Executive Board member whose appointment contract was terminated for breach.

3. The Long-Term Incentive Plan (LTI Plan) 2015 variable compensation is not capped

The Code recommends (in section 4.2.3, second paragraph, sixth sentence) a cash cap on executive board members’ variable compensation elements and overall compensation. SAP also follows this recommendation for the LTI Plan 2015. Though the LTI Plan cannot pay out more than 150% of the restricted stock units (RSUs) allocated for each year, there is no cap on the SAP stock price, which is also a factor in the payout at the end of the four-year vesting period because, in our view, capping the payout is counter to the thinking behind share-based compensation. If the Code recommendation requires that the payout on share-based compensation plans also be capped, SAP does not follow this recommendation. Similarly, we possibly do not follow the recommendation, contained in section 4.2.5 (third paragraph, first subpoint) of the
Code to present the maximum achievable compensation for variable compensation elements in the compensation report for fiscal years beginning after December 31, 2013. As the cash payout from the RSUs in the LTI Plan is not capped, we are therefore unable to publish the maximum achievable compensation. Thus, the only reason for this deviation is that there is no additional cap on the payout of RSUs.

4. SAP has not set an age limit for members of the Executive Board

The second paragraph of section 5.1.2 in the Code recommends that an age limit be set for executive board members. SAP does not set any age limits for members of the Executive Board because this would be a general restriction on the Supervisory Board in its choice of suitable Executive Board members and we prefer not to regard people above a set age limit as generally unsuitable for Executive Board membership. Moreover, we believe setting an age limit for executive board members presents legal uncertainties in view of the decision in the German Federal Supreme Court (Bundesgerichtshof) on April 23, 2012 (case no. II ZR 163/10), that concerning the applicability of the German General Equal Treatment Act (Allgemeines Gleichbehandlungsgesetz) prohibition of age discrimination to the managing director of a German limited liability company.

5. When our Supervisory Board recommends candidates for its own membership to the competent election bodies, it does not have regard to the concrete objectives it has adopted for its own composition

The Code recommends (in section 5.4.1, third paragraph, first sentence) that recommendations by a supervisory board to the competent election bodies should take into account the concrete objectives it has adopted regarding its own composition. Our Supervisory Board will have regard to its adopted objectives when seeking to identify suitable persons for candidacy and when choosing which candidates to propose to the General Meeting of Shareholders. In the interest of SAP, however, the Supervisory Board must be in a position to recommend to the General Meeting of Shareholders those candidates it believes are best suited for the vacant Supervisory Board seats. Ordinarily, one of the suitability criteria will be whether a person’s candidacy is consistent with the concrete objectives. However, that need not always be the decisive criterion for proposing a particular candidate. The law, which empowers the General Meeting of Shareholders to elect members to the Supervisory Board, requires neither that the Meeting adhere to the Supervisory Board’s objectives nor that it elect the Supervisory Board’s proposed candidates.

6. Our performance-related compensation for Supervisory Board members is not aligned to sustained growth

The Code recommends (in section 5.4.6, second paragraph, second sentence) that performance-related compensation for Supervisory Board members be linked to sustained growth. In the absence of detailed guidance from the Regierungskommission Deutscher Corporate Governance Kodex (the German governmental commission that publishes the Code) regarding the intended criterion, we cannot exclude the possibility that the recommendation envisages measuring performance over more than one year. By way of precaution, we therefore note that the dividend-based variable compensation we award our Supervisory Board members may not follow the Code recommendation in question. SAP rather doubts whether reliance on measurement of performance over several years is the only correct approach to performance-related compensation for Supervisory Board members and whether it would better motivate Supervisory Board members to further the interests of the Company and fulfill their specific duties than does the award of dividend-based compensation alongside their fixed compensation. Moreover, to avoid conflict of purpose, performance would have to be measured against the same long-term objectives that the Supervisory Board sets for the Executive Board. We believe that for the Supervisory Board this could set up conflicts of interest we seek to avoid. For this reason, the variable component of compensation for Supervisory Board members at SAP is linked only to the annual dividend, which, because of our consistent dividend policy over the years, also reflects our sustained and sustainable Company growth.

7. Jim Hagemann Snabe will not receive variable compensation for his service as co-chief executive officer for the period from January 1, 2013, to his transfer to the Supervisory Board on May 21, 2014

The Code recommends (in section 4.2.3, second paragraph, second sentence) that executive board members’ cash compensation comprise fixed and variable elements. In view of Mr. Snabe’s intended transfer to the Supervisory Board on May 21, 2014, SAP and Mr. Snabe agreed that he receive only fixed cash compensation elements for his membership of the Executive Board in 2013 and 2014; some of the cash compensation elements granted for 2013 would not pay out if certain targets were not achieved. The objective of the agreement for fixed cash compensation elements only was to avoid a conflict of interest for Mr. Snabe. Had Mr. Snabe received the variable compensation elements SAP ordinarily pays its Executive Board members, such a conflict of interest would have arisen on his transfer to the Supervisory Board because (some) elements of his Supervisory Board compensation package would have converged with those of the remaining Executive Board members.

Walldorf, October 29, 2014

For the Executive Board
Bill McDermott Luka Mucic

For the Supervisory Board
Hasso Plattner

On February 12, 2015, this declaration was amended by the Executive Board and Supervisory Board as follows:
Update of the declaration of the Executive Board and the Supervisory Board of SAP SE pursuant to section 161 of the German Stock Corporation Act on compliance with the German Corporate Governance Code

The Executive Board and the Supervisory Board of SAP SE (SAP) declare pursuant to section 161 of the German Stock Corporation Act:

The Executive Board and the Supervisory Board of SAP issued their most recent annual declaration of implementation on 29 October 2014. With the declaration they confirmed that SAP will continue to follow the recommendation stipulated in sentence 8 of section 4.2.3 of the German Corporate Governance Code on the exclusion of a so-called "repricing" of the variable compensation components for Executive Board members.

Change of the target range of the RSU Milestone Plan 2015

The RSU Milestone Plan 2015 is a variable compensation component for Executive Board members of SAP SE calculated on a long-term basis. Introduced in 2012, the plan provides for virtual shares (Restricted Share Units, or RSUs) granted on an annual basis, with the number of RSUs being subject to performance. The terms and conditions of the plan contained from the beginning provisions to eliminate any unforeseeable special effects when determining the performance. However, an elimination requires the special effect to be quantifiable. In 2014, SAP recorded an unexpected strong growth of its Cloud business. This positive development for the company resulted in non-quantifiable adverse effects for realizing the targets contained in the RSU Milestone Plan 2015. Due to the non-quantifiable effects, the Supervisory Board resolved on 12 February 2015 to leave the targets as such unchanged, but to lower the threshold that must be reached in order to avoid a forfeiture in full of the RSUs granted for a financial year for 2014 as well as already for 2015. By doing so, the fair and just nature of the plan is to be maintained in the interest of SAP SE.

In view of the aforesaid, the Executive Board and the Supervisory Board of SAP hereby also declare, by way of precaution, that the company will deviate from the recommendation stipulated in sentence 8 of section 4.2.3 of the German Corporate Governance Code. In all other respects, the declaration of implementation dated 29 October 2014 will continue to apply.

Waldorf, February 12, 2015

For the Executive Board
Bill McDermott
Luka Mucic

For the Supervisory Board
Hasso Plattner

B Relevant Details of Practices in Corporate Governance That We Apply Beyond the Requirements of the Law

The top priority of the Executive Board and the Supervisory Board in the governance of the Company is to comply with the requirements of the law. That applies in the first instance to the way in which the Company is managed. All Executive Board and Supervisory Board decision and control processes are based on the principles embodied in the Code, which reiterates the legal requirements and makes other recommendations that go beyond those requirements. The same applies to management activity at all other levels in the SAP Group. The Executive Board introduced the SAP Code of Business Conduct to bring home to our employees the importance of meeting this expectation. The SAP Code of Business Conduct is binding on the Executive Board and all employees in every country and is the standard for all of our dealings involving customers, partners, competitors, and vendors. Its rules are observed by members of the Supervisory Board wherever applicable.

The binding rules in the SAP Code of Business Conduct are designed to ensure that all employees stay within the law in everything they do for SAP. The rules include, for example, precise instructions on complying with competition law and corruption law, on confidentiality, on conflicts of interest, and on the misuse of inside information. International differences in culture, language, and legal and social systems precluded the adoption of a uniform code of conduct across the entire SAP Group. Instead, SAP framed Group-wide minimum standards in a master code and required each individual company to adopt a similar code of its own. These individual codes of conduct must at least reflect the master SAP code, but they may contain additional rules, and their rules may be more stringent.

The Code of Business Conduct for SAP SE, the parent company, is on our public Web site at sap.com/corporate-en/investors/governance/policies-statutes. It reflects the minimum requirements in the SAP Group master code.

C How the Executive Board and the Supervisory Board Work; Who Serves on Which Committees; How the Committees Work

Like a German stock corporation, SAP SE has a two-tier board of directors: Our Executive Board and Supervisory Board cooperate closely for the benefit of the Company. The Executive Board regularly provides to the Supervisory Board full and timely reports on strategy, business planning and performance, deviations of actual business performance from plan, current risks, risk management, and corporate compliance. The Supervisory Board reports annually on the work it has done, the work its committees have done, and the work it has done in cooperation with the Executive Board in the preceding year. The Supervisory Board’s report is included in the SAP Integrated Report.
I. Executive Board of SAP SE

The Executive Board currently has five members and bears overall responsibility for the management of the Company in accordance with the law and the Company's Articles of Incorporation. It is responsible for developing SAP’s strategy in consultation with the Supervisory Board and implementing it.

The Articles of Incorporation require that the Executive Board have at least two members. The Supervisory Board sets the number of members of the Executive Board and approves the Executive Board’s choice of CEO. The individual Executive Board members have portfolios of responsibilities reflecting the rules of procedure and the schedule of portfolios unanimously adopted by the Executive Board in accordance with the Articles of Incorporation.

Under the current distribution of responsibilities among Executive Board members, CEO Bill McDermott bears responsibility for strategy, corporate development, communication, marketing, SAP partner relations and the internal audit service. He is also in charge of labor and social affairs and the business network unit newly created at the beginning of 2015. The CEO speaks for the Company, reconciles operations relating to Executive Board members’ portfolios with the Company’s overall goals and plans, and sets dates and agendas for Executive Board meetings. Also on the Executive Board are: Robert Enslin, who heads global customer operations; Bernd Leukert, who heads products and innovations; Luka Mucic, the chief financial officer, who is responsible for finance, administration, investor relations, and data protection and privacy, and who is also the Company’s chief operating officer; and Gerhard Oswald, who heads the global service and support operations and whose portfolio includes global support, cloud delivery, and, since 2014, SAP’s global consulting activities.

Regardless of their own portfolio responsibilities, members of the Executive Board remain fully informed at all times about developments critical to the progress of the Company’s business so they can avert impending harm and implement desirable improvements or expedient changes, for example, by convening a meeting of the Executive Board or by informing the CEO. All decisions of primary or fundamental significance are made by the full Executive Board where required by binding provisions of the law, our Articles of Incorporation, or the rules of procedure. The rules of procedure list categories of decisions that can only be taken by the full Executive Board. They include, among others, transactions that require Supervisory Board consent according to the Articles of Incorporation or according to the list of categories of transactions for which the Executive Board must obtain the Supervisory Board’s consent.

Executive Board decisions are generally made at the regular meetings. The Executive Board’s rules of procedure provide that a meeting must take place at least once every quarter at which members attend in person and which should deliberate chiefly on matters of strategy. An Executive Board meeting is competent to make decisions only if all of the members have been invited and not fewer than half of the members are present. Each member must disclose every conflict of interest to the Supervisory Board immediately and must inform the other members that he or she has done so.

The CEO acts for the Executive Board in this connection and must obtain Supervisory Board consent in cases where the law, the Articles of Incorporation, or a resolution of the Supervisory Board so requires. Generally, the Executive Board’s communications to the Supervisory Board are in writing. The CEO must report matters of special significance to the chairperson of the Supervisory Board without delay. The chairperson of the Supervisory Board regularly meets with the Executive Board or the CEO to discuss SAP strategy, current progress in business, and risk management.

The Executive Board has set up the Global Managing Board (“GMB”) to support its work. The GMB advises the Executive Board and helps it make decisions, but the Executive Board retains overall responsibility for all operations. The GMB comprises all Executive Board members and certain other global managers appointed to the GMB by the Executive Board with Supervisory Board approval because of their influential role in the management of the business. It meets regularly and its meetings are convened and chaired by the CEO. The current membership of the GMB includes the Executive Board members plus four others: Ingrid-Helen Arnold, our chief information officer, who heads our cloud delivery and is responsible for SAP’s IT landscape; and Stefan Ries, our chief human resources officer. Ingrid-Helen Arnold reports to Gerhard Oswald; Stefan Ries reports to Bill McDermott. Newly appointed, effective January 1, 2015, are: Michael Kleinemeier, who heads the service and support operations and who reports to Gerhard Oswald, and Steve Singh, who heads the new business network unit and reports to Bill McDermott.

II. Supervisory Board of SAP SE

The Articles of Incorporation and the SAP SE Employee Involvement Agreement have provisions governing the number of seats on the Supervisory Board and its composition. In accordance with those provisions, the Supervisory Board currently has 18 members who represent the shareholders and the employees in parity. In SAP SE’s two-tier board system, the Supervisory Board monitors the work of the Executive Board. It is entitled to inspect and examine all of the Company’s books, writings, and assets at any time.

The work of the Supervisory Board is governed by German and European law, the SAP SE Articles of Incorporation, the Code, and its own rules of procedure. There are four ordinary meetings of the Supervisory Board each year, held at the Company’s offices or as otherwise indicated in the invitation. The chairperson sends invitations and agendas to the members 14 days before the meeting. At ordinary meetings, members deliberate on forthcoming financial reports and other topical matters arising in connection with the business. Extraordinary meetings are convened when necessary to deliberate on unplanned or unexpected circumstances or transactions and to make decisions as appropriate.
Ordinary resolutions of the Supervisory Board are adopted by a simple majority of votes cast; absent members can have a member in attendance submit their written votes. Minutes are prepared for all Supervisory Board meetings and resolutions. They are signed by the chairperson and distributed to the members. The next meeting accepts the minutes of the previous meeting by resolution. A vote on a resolution can also be taken by written correspondence or telephone, or by video conference or other electronic means if so directed by the chairperson and if the resolution is subsequently confirmed in writing.

The Supervisory Board regularly conducts an investigation into the efficiency of its own work. It assesses the suitability of the Supervisory Board’s processes for supervising the management of the Company effectively. The investigation is based on a survey of Supervisory Board and Executive Board members using questionnaires that reflect current requirements of the law and the Code. The Supervisory Board discusses the results and decides any necessary improvements. The Supervisory Board also deliberates and resolves once a year on whether it has an appropriate number of independent members.

1. Committees of the Supervisory Board

The rules of procedure for the Supervisory Board provide for Supervisory Board committees. They must have not less than three members. The committees help the Supervisory Board work more efficiently and deal with complex issues. All committee members are chosen with expertise in the relevant fields in mind.

Generally, committee meetings are convened by the chairperson. The Supervisory Board rules of procedure provide that committees adopt resolutions by a simple majority of votes cast. A committee can adopt a resolution only if two-thirds of the members of the committee, and in any case not less than three of its members, participate in its adoption. The Supervisory Board rules of procedure apply to the conduct of committee meetings and the adoption of resolutions by committees wherever appropriate. The committees also have their own rules of procedure, which detail fields of responsibility and how committees report to the full Supervisory Board. Our Supervisory Board has the following committees:

a) General and Compensation Committee

The General and Compensation Committee has eight members. It coordinates the work of the Supervisory Board, prepares the Supervisory Board meetings, and it deliberates on corporate governance matters. The Committee’s duties also include preparatory work on the personnel decisions that in German law are the responsibility of the full Supervisory Board. In particular, the Committee makes recommendations concerning appointments and dismissals of Executive Board members, the pre-concluding amendment, and termination of Executive Board members’ appointment contracts, and all aspects of their compensation. It assists the Supervisory Board in regularly verifying the compensation system passed by the Supervisory Board. If the Supervisory Board decides to engage an external compensation expert to evaluate the appropriateness of Executive Board members’ compensation, the Committee consults with the external expert when preparing the related resolutions for the full Supervisory Board. It also decides on compensation for members of the GMB. Its chairperson is Hasso Plattner. The other members are Panagiotis Bissiirtas, Wilhelm Haarmann, Jim Hagemann Snabe, Margret Klein-Magar, Christiane Kuntz-Mayr, Lars Lamadé, and Bernard Liautaud. The Committee meets several times a year as required.

b) Audit Committee

The Audit Committee has four members. It monitors the correctness of SAP SE’s financial reporting including financial accounting processes and SAP’s compliance with pertinent accounting principles. In this connection, the Committee works on our annual financial reporting and our quarterly interim financial reporting. It also does preparatory work for the full Supervisory Board’s deliberations and resolutions on the adoption of the annual financial statements, the approval of the consolidated annual financial statements and combined management report, and the recommendation concerning the appropriation of retained earnings. The Committee recommends a candidate for the full Supervisory Board to propose as the auditor to be elected by the Annual General Meeting of Shareholders. It monitors the independence and the quality of the work of the auditor elected by the Annual General Meeting of Shareholders, to which end it regularly obtains information about the auditor’s activities and the results of the audit, and it receives reports from the Executive Board and additionally the auditor on all critical accounting policies and principles. Moreover, the Committee is responsible for overseeing the additional services of the auditor, placing the audit engagement, determining the focus topics for the audit, and the audit fee. It also monitors the effectiveness of the system of internal control over financial reporting, and the effectiveness of risk management, of the internal audit service, and of our compliance measures. Its chairperson is Erhard Schipporeit. The other members are Stefan Schulz, Steffen Leskovar, and Klaus Wucherer. The Committee meets at least twice a quarter, sometimes in teleconference.

c) Finance and Investment Committee

The Finance and Investment Committee is responsible for financial matters, acquisitions, and strategic and venture capital investments. Its chairperson is Wilhelm Haarmann. The other members are Panagiotis Bissiirtas, Jim Hagemann Snabe, Hartmut Mehdorn, Kurt Reiner, and Mario Rosa-Bian. Normally, several meetings are called each year, depending on when in the year investment decisions are needed and what information the Supervisory Board requires. The Executive Board reports in the Committee’s meetings on the progress of investments it has made. It also provides detailed information about investment
projects that require Supervisory Board consent according to the Articles of Incorporation or according to the list of categories of transactions for which the Executive Board must obtain the Supervisory Board's consent.

d) Technology and Strategy Committee

The Technology and Strategy Committee regularly reviews the SAP’s corporate and product strategy with regard to the development and deployment of technologies and software. It advises the Executive Board on technological and strategic decisions and on planned investments in research and development. It also monitors strategy execution. The Committee monitors all key trends in the market that are relevant to SAP’s software and services, and assesses which technologies will be needed to maintain and improve SAP’s leading position. It has eight members. The chairperson is Hasso Plattner, and his deputy is Stefan Schulz. The other members are Pekka Ala-Pietilä, Anja Feldmann, Margret Klein-Magar, Bernard Liautaud, Steffen Leskovar, and Kurt Reiner. The Committee generally meets several times a year, as and when required.

e) People and Organization Committee

The People and Organization Committee advises the Executive Board and Supervisory Board on key personnel matters and major organizational changes at the management levels below the Executive and Global Managing Boards. It also advises on equal opportunities for women at SAP. There are eight members: Hasso Plattner (chairperson), Catherine Bordelon, Anja Feldmann, Wilhelm Haarmann, Christiane Kuntz-Mayr, Lars Lamadé, Hartmut Mehdorn, and Mario Rosa-Bian. The Committee meets several times a year, as and when required.

f) Nomination Committee

In accordance with the recommendation in the German Corporate Governance Code, section 5.3.3, SAP SE has established a Nomination Committee with three members, which monitors the German and international markets for senior executive personnel. Applying objectives specified in accordance with section 5.4.1, second paragraph, of the Code regarding the composition of the Supervisory Board, the Nomination Committee recommends people to the Supervisory Board for nomination as candidates for Supervisory Board membership at the General Meeting of Shareholders. The membership of the Committee is drawn entirely from among the shareholder-elected Supervisory Board members, as the Code recommends. Hasso Plattner is the committee chairperson; the other members are Bernard Liautaud and Pekka Ala-Pietilä. The committee generally meets when the membership of the Supervisory Board is due to change.

g) Special Committee

The Special Committee has six members. It deliberates on matters arising out of substantial exceptional risks, such as major litigation. The chairperson is Hasso Plattner. The other members are Wilhelm Haarmann, Margret Klein-Magar, Lars Lamadé, Pekka Ala-Pietilä, and Erhard Schipporeit. The committee meets only when the occasion requires.

2. Members of the Supervisory Board and its Committees

The information about the occupations practiced by the members of the committees of the Supervisory Board and their memberships of other supervisory boards and comparable governing bodies can be taken from the following list of the members of our Supervisory Board.

Walldorf, February 18, 2015

SAP SE Executive Board
**Supervisory Board**

Memberships on supervisory boards and other comparable governing bodies of enterprises, other than subsidiaries of SAP on December 31, 2014

**Prof. Dr. h.c. mult. Hasso Plattner**
Chairman
Supervisory Board, Oligo Lichttechnik GmbH, Hennef, Germany (until August 28, 2014)

**Christiane Kuntz-Mayr**
Deputy Chairperson
Development Manager

**Pekka Ala-Pietilä**
Chairman of the Board of Directors, Solidium Oy, Helsinki, Finland
Board of Directors, Pöyry Plc, Vantaa, Finland
Chairman of the Board of Directors, CVON Group Limited, London, UK
Board of Directors, CVON Limited, London, UK
Chairman of the Board of Directors, CVON Innovation Services Oy, Turku, Finland
Board of Directors, CVON Future Limited, London, UK
Chairman of the Board of Directors, Blyk International Ltd., London, UK
Chairman of the Board of Directors, Huhtamäki Oyj, Espoo, Finland
Board of Directors, Sanoma Corporation, Helsinki, Finland (from April 9, 2014)

**Panagiotis Bissiritsas**
Support Expert

**Catherine Bordelon (from July 7, 2014)**
Bid & Proposal Manager

**Prof. Anja Feldmann**
Professor at the Electrical Engineering and Computer Science Faculty at the Technische Universität Berlin

**Prof. Dr. Wilhelm Haarmann**
Attorney-at-law, certified public auditor, certified tax advisor
Linklaters LLP, Rechtsanwälte, Notare, Steuerberater, Frankfurt am Main, Germany
Chairman of the Supervisory Board, CinemaxX AG, Hamburg, Germany (until April 25, 2014)
Supervisory Board, Celesio AG, Stuttgart, Germany (from March 14, 2014)

**Margret Klein-Magar**
Vice President, Head of People Principles

**Lars Lamadé**
Head of Customer & Events GSS COO
Managing Director, Rhein Neckar-Loewen GmbH, Kronau, Germany

Deputy Chairman of the Supervisory Board, Rhein-Neckar-Loewen GmbH, Kronau, Germany (until August 31, 2014)

Steffen Leskovar (from July 7, 2014) 1), 3), 4)
Resource Manager

Bernard Liautaud 2), 4), 6)
General Partner Balderton Capital, London, UK

Board of Directors, nlyte Software Ltd., London, UK
Board of Directors, Talend SA, Suresnes, France
Board of Directors, Wonga Group Ltd., London, UK
Board of Directors, SCYTL Secure Electronic Voting SA, Barcelona, Spain
Board of Directors, Abiquo Group Inc., Redwood City, California, United States (until February 27, 2014)
Board of Directors, Vестиaire Collective SA, Levallois-Perret, France
Board of Directors, Dashlane, Inc., New York, New York, United States
Board of Directors, Recorded Future, Inc., Cambridge, Massachusetts, United States
Board of Directors, eWise Group, Inc., Redwood City, California, United States
Board of Directors, Qubit Digital Ltd., London, UK
Board of Directors, Stanford University, Stanford, California, United States
Board of Directors, Citymapper Ltd., London, UK
Board of Directors, Sunrise Atelier, Inc., New York, New York, United States (from August 2, 2014)
Board of Directors, Opbeat Inc., San Francisco, California, United States (from September 11, 2014)

Dr. h.c. Hartmut Mehdorn 5), 8)
CEO of FBB, Flughafen Berlin-Brandenburg GmbH, Berlin, Germany

Advisory Board, Fiege-Gruppe, Greven, Germany
Board of Directors, RZD – Russian Railways, Moscow, Russia

Dr. Kurt Reiner 1), 4), 5)
Development Expert

Mario Rosa-Bian 1), 5), 8)
Project Principal Consultant

Dr. Erhard Schipporeit 3), 7)
Independent Management Consultant

Supervisory Board, Talanx AG, Hanover, Germany
Supervisory Board, Deutsche Börse AG, Frankfurt am Main, Germany
Supervisory Board, HDI V.a.G., Hanover, Germany
Supervisory Board, Hannover Rückversicherung SE, Hanover, Germany
Supervisory Board, Fuchs Petrolub SE, Mannheim, Germany
Supervisory Board, BDO AG, Hamburg, Germany
Board of Directors, TUI Travel PLC, London, UK
Board of Directors, Fidelity Funds SICAV, Luxembourg
Supervisory Board, Rocket Internet AG, Berlin, Germany (from August 22, 2014)

**Stefan Schulz**¹, ³, ⁴
Development Executive, Vice President

Supervisory Board, ORTEC International B.V., Zoetermeer, the Netherlands

**Jim Hagemann Snabe (from July 7, 2014)**², ⁵
Supervisory Board Member

Board of Directors, Bang & Olufsen A/S, Struer, Denmark
Board of Directors, Danske Bank A/S, Copenhagen, Denmark
Supervisory Board, Allianz SE, Munich, Germany (from May 7, 2014)
Supervisory Board, Siemens AG, Munich, Germany

**Prof. Dr.-Ing. Dr.-Ing. E. h. Klaus Wucherer**³
Managing Director of Dr. Klaus Wucherer Innovations- und Technologieberatung GmbH, Erlangen, Germany

Deputy Chairman of the Supervisory Board, HEITEC AG, Erlangen, Germany
Supervisory Board, Dürr AG, Bietigheim-Bissingen, Germany
Deputy Chairman of the Supervisory Board, LEONI AG, Nuremberg, Germany
Chairman of the Supervisory Board, Festo AG & Co. KG, Esslingen, Germany

**Board Members Who Left During 2014**

**Inga Wiele (until July 6, 2014)**

Information as at December 31, 2014

¹) Elected by the employees
²) Member of the Company's General and Compensation Committee
³) Member of the Company's Audit Committee
⁴) Member of the Company's Technology and Strategy Committee
⁵) Member of the Company’s Finance and Investment Committee
⁶) Member of the Company's Nomination Committee
⁷) Member of the Company’s Special Committee
⁸) Member of the Company’s People and Organization Committee