

Deutsche Telekom

Remuneration Report

2024



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This remuneration report is a part of reporting by the Board of Management and the Supervisory Board in accordance with § 162 of the German Stock Corporation Act (AktG). It presents in detail the remuneration for the current and former members of the Board of Management and the Supervisory Board of Deutsche Telekom AG.

The remuneration report will undergo a formal audit by the external auditor Deloitte after its compilation. The audit opinion resulting from this audit is provided in full at the end of the remuneration report. In addition, the recommendations of the German Corporate Governance Code (GCGC) were met during the 2024 reporting year.

The remuneration report is issued in German and English. In case of discrepancies, the German version of the remuneration report shall prevail.

Remuneration of the Board of Management

Review of annual remuneration for 2024

Changes in the composition of the Board of Management

At the Supervisory Board meeting on October 13, 2023, Dr. Ferri Abolhassan^a was appointed as member of the Board of Management responsible for T-Systems for three years, effective January 1, 2024. He succeeds Adel Al-Saleh, who resigned from his position as a member of the Board of Management of Deutsche Telekom AG at his own request, effective midnight on December 31, 2023. Srinivasan Gopalan had his appointment to the Board of Management extended for a further five years, from January 1, 2025 until December 31, 2029, at the Supervisory Board meeting on February 22, 2024.

Voting on the remuneration report for the 2023 financial year at the 2024 Shareholders' Meeting

The remuneration report for the 2023 financial year, compiled based on the provisions of § 162 AktG, underwent a substantive audit by the external auditor Deloitte, and was submitted to a vote at the Shareholders' Meeting on April 10, 2024. The audit opinion from Deloitte resulting from the audit that was carried out was included in the 2023 remuneration report and published on the Company's website. The Shareholders' Meeting approved the remuneration report submitted, with 91.04 % of votes in favor. This is an improvement of nearly 7 percentage points on the previous year's voting result, which means that no adjustment was required to the form of remuneration reporting.

Nevertheless, comments made by investors, proxy advisors, and other stakeholders in the many discussions held were taken into consideration during the revision of the remuneration system. The Supervisory Board takes recent developments into account with the revised remuneration system. The new remuneration system will be submitted to a vote at the Shareholders' Meeting in April 2025. For the sake of clarity, this remuneration report does not provide a detailed description of the changes. The new remuneration system is available on the Deutsche Telekom AG website.

Application and date of application of the remuneration system

As detailed in the remuneration system submitted to the 2022 Shareholders' Meeting, the Supervisory Board has implemented the remuneration system. All current members of the Board of Management have service contracts based on the current remuneration system.

It should be noted that the details provided below on the remuneration system and the figures for Board of Management remuneration for 2024 and the subsequent years still include payments that result from the previous remuneration system. These concern multi-year variable remuneration components that will continue unchanged until the end of their term and be paid out. In this remuneration report, remuneration components from the former system are explicitly indicated if included in the figures.

In the 2024 financial year, there was no deviation from the components of the remuneration system that were included in the approval of the remuneration system at the 2022 Shareholders' Meeting.

Review of appropriateness and customariness of Board of Management remuneration and compliance with maximum remuneration

The Supervisory Board determines the structure of the Board of Management remuneration system and reviews the appropriateness and customariness of remuneration on a regular basis. It is to be ensured that Board of Management remuneration is oriented toward sustainable development and that there is a multi-year measurement base for the variable components for a target achievement level of 100 %.

The General Committee of the Supervisory Board reviewed the appropriateness and customariness of Board of Management remuneration at Deutsche Telekom AG in 2024. The review was carried out based on a study done by an independent external service provider on the remuneration components and remuneration levels at DAX 40 companies. Based on the statistical classification (revenue, employees, and market capitalization), Deutsche Telekom AG is currently in the top quarter of this group of peer companies. To take account of the differences within the DAX 40, particular attention was paid in the review to the twelve largest companies in the index.

^a His official name is Dr. Feri Abolhassan Pur-Moghaddam. However, this report will use the name Dr. Ferri Abolhassan.

In addition, the European and international telecommunications companies were analyzed in more detail in 2024 with the assistance of an external service provider. The analysis showed that these companies do not serve as a suitable benchmark for the remuneration of the Board of Management of Deutsche Telekom AG due to their different sizes and geographical location.

It was ascertained that the remuneration components applied in the Board of Management remuneration system are in line with market standards, and that the members of the Board of Management are compensated according to stock corporation law at a level appropriate to their tasks and performance and to the situation of the Company. Nevertheless, the General Committee of the Supervisory Board has identified a need for action with regard to the remuneration levels of the Board of Management members so that the Company remains competitive going forward.

In addition, in accordance with § 162 (1) AktG, the Supervisory Board shall ensure compliance with maximum remuneration, and shall outline this in the remuneration report. The Supervisory Board set the current maximum remuneration for the Chair of the Board of Management at EUR 9,100,000 and for the ordinary members of the Board of Management at EUR 5,300,000. The Shareholders' Meeting on April 7, 2022 approved this maximum remuneration.

In accordance with the current Board of Management remuneration system, the following components are taken into account for the review of maximum remuneration:

Components of maximum remuneration

Fixed remuneration components	<ul style="list-style-type: none"> ■ Basic remuneration ■ Remuneration in kind ■ Other fringe benefits
Variable remuneration components	<ul style="list-style-type: none"> ■ Annual variable remuneration (STI) ■ Share Matching Plan (SMP) ■ Long-term variable remuneration (LTI)

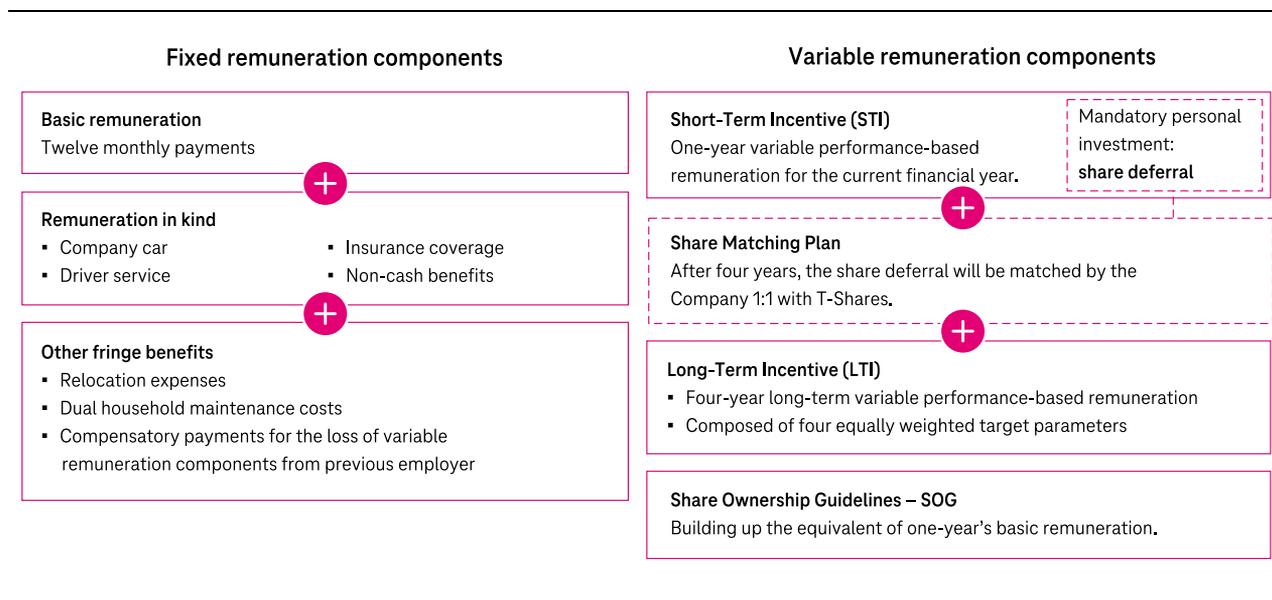
Compliance with maximum remuneration can only be evaluated retrospectively when the last remuneration component from the financial year in question has been paid out. The current and the previous Board of Management remuneration system each includes two multi-year variable remuneration components. The Long-Term Incentive (LTI; Variable II in the former system) and the Share Matching Plan (SMP) each has a term of four years. To participate in the SMP, the Board of Management member must use the gross Short-Term Incentive (STI) paid out in the prior year to make a personal investment in Deutsche Telekom AG shares, which are then locked up for four years from the date of purchase. At the end of the lock-up period, the number of shares matching the personal investment is transferred to the member of the Board of Management.

This means that it is only possible to provide a final report on compliance with maximum remuneration for the 2024 financial year in the 2029 remuneration report. If it is clear at an earlier point in time that the maximum remuneration will be exceeded, the payment of the remuneration component causing the maximum remuneration to be exceeded is capped straight away.

Since the 2022 financial year, along with the allocation cap ("Zuteilungs-Cap") under stock corporation law, the remuneration received by Timotheus Höttges in a given financial year has also been capped. Remuneration was capped for the first time in the 2024 financial year. For more information, please refer to the section on remuneration granted and owed for current Board of Management members in accordance with § 162 AktG.

Overview of the remuneration system in 2024

The current Board of Management remuneration system was established on the basis of the requirements of § 87a AktG and the recommendations of the German Corporate Governance Code. Deutsche Telekom AG's Board of Management remuneration system consists of non-performance-based and performance-based remuneration components:



Non-performance-based remuneration components

Members of the Board of Management receive the following non-performance-based (fixed) remuneration components:

Overview of possible fixed components of Board of Management remuneration in the remuneration system

Remuneration components	Features	Objectives and bearing on strategy
Basic remuneration	<ul style="list-style-type: none"> Contractually agreed fixed remuneration Paid out at the end of each month 	<ul style="list-style-type: none"> Reflects the person's position within the Board of Management, personal experience, and market conditions Guaranteed component of remuneration of the Board of Management
Remuneration in kind	<ul style="list-style-type: none"> Provision of a company car/driver Annual health checkup Insurance benefits Consultation on security-related issues and measures for structural and technical security 	<ul style="list-style-type: none"> Assumption of costs which are incurred in the Company's interests
Other fringe benefits	<ul style="list-style-type: none"> Reimbursement of job-related relocation costs Time-limited reimbursement of dual household maintenance costs Compensatory payments for the loss of variable remuneration components from previous employer in the event of a transfer to Deutsche Telekom AG 	<ul style="list-style-type: none"> Compensation for financial losses that arise as part of Board activities or are incurred due to the transfer to Deutsche Telekom AG

Basic remuneration

Basic remuneration is always paid out in monthly installments. In combination with the remuneration in kind, it represents the minimum amount of remuneration that a member of the Board of Management will receive in a year. When setting the amount, the Supervisory Board differentiates between the Chair and the ordinary members of the Board of Management. In addition, the level of basic remuneration varies according to the number of reappointments and the level of personal experience of each member of the Board of Management. The Supervisory Board always carries out a systematic assessment of the remuneration of the member of the Board of Management in question during the reappointment process, and adapts their remuneration to reflect their personal experience and performance.

Remuneration in kind

In line with market and corporate standards, the Company grants all members of the Board of Management additional benefits, some of which are viewed as non-cash benefits and taxed accordingly. These include the provision of a company car, the possible service of a personal driver, and the provision of accident and personal liability insurance.

Other fringe benefits

In the 2024 financial year, the Supervisory Board did not take up the opportunity provided for in the remuneration system to offer “other fringe benefits” in certain cases.

Performance-based remuneration components

In 2024, the members of the Board of Management participated in the following performance-based (variable) remuneration components:

Overview of possible variable components of Board of Management remuneration in the remuneration system

Remuneration components	Features	Objectives and bearing on strategy
Short-Term Incentive (STI)	<ul style="list-style-type: none"> ■ Term: 1 year ■ Payout date: After the Shareholders' Meeting of the following year ■ The relevant target parameters are: <ul style="list-style-type: none"> ■ 1/3 Group financial targets ■ 1/3 segment financial targets ■ 1/3 ESG targets ■ Possible achievement of the target parameters: 0 % – 150 % ■ Application of personal performance factor: 0.8 – 1.2 ■ Possible total target achievement taking into account the performance factor: 0 % – 180 % 	<ul style="list-style-type: none"> ■ Achieving single-year corporate targets derived from medium-term planning ■ Taking operational successes at Group and segment level into account ■ Continually developing the operational business ■ Creating the conditions for being able to pay out dividends and make investments ■ Taking sustainable and ecological aspects of the Company's business into account ■ Taking stakeholder interests into account ■ Possibility of taking the personal performance of the individual Board member into account
Mandatory personal investment	<ul style="list-style-type: none"> ■ Rolling each year after the STI is defined by the Supervisory Board ■ Minimum investment volume: 1/3 of the STI ■ Maximum investment volume: 1/2 of the STI ■ Lock-up period: four years (from time of investment) 	<ul style="list-style-type: none"> ■ Achieving budget figures and short-term corporate targets ■ Incentive to increase the Company's value in the long term ■ Alignment of the interests of members of the Board of Management with those of shareholders ■ Retention effect for the member of the Board of Management
Share Matching Plan (SMP)	<ul style="list-style-type: none"> ■ The transfer of matching shares requires a personal investment from the STI made four years prior ■ Rolling each year following the end of the four-year lock-up period for the personal investment ■ Matching ratio: 1:1; for each share of the personal investment, 1 share is transferred as a matching share ■ Limitation on share price development: at 150 % of the gross STI paid out. In the event that during the lock-up period the share price increases by more than 150 % of the STI relevant for the personal investment, the member of the Board of Management will not participate in any further increase of the share price. In this case, the matching ratio would be below 1:1 	<ul style="list-style-type: none"> ■ Incentive to increase the Company's value in the long term ■ Alignment of the interests of members of the Board of Management with those of shareholders ■ Retention effect for the member of the Board of Management
Long-Term Incentive (LTI)	<ul style="list-style-type: none"> ■ Type of plan: cash- and share-based ■ Term: four years (rolling) ■ Based on phantom shares over the term of the plan ■ Taking actual payout of dividends into account ■ Payout date: After the Shareholders' Meeting following the end of the four-year term of plan ■ The relevant target parameters are: <ul style="list-style-type: none"> ■ ROCE ■ EPS (adjusted) ■ Customer satisfaction ■ Employee satisfaction ■ Possible achievement of the target parameters: 0 % – 150 % ■ Maximum payout limited to 200 % of the award amount 	<ul style="list-style-type: none"> ■ Achieving multiple-year corporate targets derived from medium-term planning ■ Incentive to implement the long-term corporate strategy ■ Taking stakeholder interests into account ■ Alignment of the interests of members of the Board of Management with those of shareholders ■ Retention effect for the member of the Board of Management

Short-Term Incentive (STI)

Functioning

The Short-Term Incentive (STI) is the short-term variable remuneration instrument, with a term of one year. The STI is based in equal parts (one-third each) on Group financial targets, segment financial targets, and ESG targets. To determine the final target achievement, the Supervisory Board applies a personal performance factor, based on which the calculated target achievement can be adjusted between 0.8 and 1.2. When deciding to apply the performance factor, the Supervisory Board assesses the strategic personal targets agreed with the respective member of the Board of Management and also assesses individual value adherence. Target achievement is applied to the target amount resulting from the service contract for the Board of Management member, which is then adjusted according to the performance factor. Maximum target achievement per target parameter is limited to 150 %. If the performance factor is applied, total target achievement is limited to a maximum of 180 % of the target amount.

Group financial targets +			Segment financial targets +			ESG targets			Performance factor ×	
1/3 of the target amount			1/3 of the target amount			1/3 of the target amount			Personal strategic targets + value adherence	
Service revenues	30 %		Service revenues ^a	33 %		CO ₂ emissions	50 %			
EBITDA AL	30 %		EBITDA AL ^b	33 %		Energy consumption	50 %			
Free cash flow AL	40 %		OPEX ratio (adjusted) ^c	33 %						
0 %–150 %			0 %–150 %			0 %–150 %			0.8–1.2	

^a Instead of service revenues, external revenues are used for T-Systems.

^b Instead of EBITDA AL, EBIT is used for T-Systems.

^c Instead of the (adjusted) OPEX ratio, the (adjusted) EBITDA AL margin is used for T-Systems.

Contribution to long-term development of the Company

The economic success of the current financial year is reflected by means of the STI. In addition, by deriving budget values from the four-year medium-term planning, the STI also contributes to the Company's long-term development. The details provided below for the STI generally refer to unadjusted KPIs, which correspond to the actual values published in the Annual Report. Based on these values, the Supervisory Board makes target-relevant adjustments that are necessary for appropriate incentivization. Any adjustments are explained in the corresponding footnotes.

The objective of the Group financial targets is to reinforce the cross-department collaboration in the Board of Management team. At the same time, the Supervisory Board considers it to be important that the performance of members of the Board of Management with responsibility for operating business is determined on the basis of the success of their respective segment. For members of the Board of Management who do not have any operational responsibility, this measurement takes place at Group level and, depending on the area of responsibility, includes or excludes U.S. business (see the figure in the section on segment targets). Furthermore, the Supervisory Board supports the significance of the sustainability strategy by implementing two ESG targets in the variable remuneration with an assessment period of one year.

Target achievement for the STI in the 2024 financial year

2024 was a successful financial year for Deutsche Telekom AG, allowing it to exceed the original capital market expectations for the year in the relevant areas. Total target achievement for the successful 2024 financial year can be seen in the following table. Target achievement was calculated on the basis of precise figures (not rounded). For reasons of clarity, the figures reported in the table are rounded. The STI will be paid out in the 2025 financial year after the 2025 Shareholders' Meeting.

	Group financial targets [weighting: 33.3 %]			Segment financial targets [weighting: 33.3 %]			ESG targets [weighting: 33.3 %]			Target achievement Σ	Performance factor [0.8 – 1.2]	Total target achievement		
	Service revenues	EBITDA AL	FCF AL	Service revenues Σ	EBITDA AL	OPEX ratio (adjusted)	CO ₂ emissions Σ	Energy consumption						
Member of the Board of Management	[30 %]	[30 %]	[40 %]	[33.3 %]	[33.3 %]	[33.3 %]	[50 %]	[50 %]						
Dr. Ferri Abolhassan	121 %	146 %	150 %	140 %	150 % ^a	30 % ^b	60 % ^c	80 %	125 %	136 %	130 %	117 %	1.05	123 %
Birgit Bohle	121 %	146 %	150 %	140 %	131 %	150 %	117 %	133 %	125 %	136 %	130 %	134 %	1.1	148 %
Srinivasan Gopalan	121 %	146 %	150 %	140 %	117 %	116 %	117 %	117 %	125 %	136 %	130 %	129 %	1.1	142 %
Timotheus Höttges	121 %	146 %	150 %	140 %	121 %	146 %	117 %	128 %	125 %	136 %	130 %	133 %	1.1	146 %
Dr. Christian P. Illek	121 %	146 %	150 %	140 %	121 %	146 %	117 %	128 %	125 %	136 %	130 %	133 %	1.1	146 %
Thorsten Langheim	121 %	146 %	150 %	140 %	121 %	146 %	117 %	128 %	125 %	136 %	130 %	133 %	1.1	146 %
Dominique Leroy	121 %	146 %	150 %	140 %	150 %	150 %	150 %	150 %	125 %	136 %	130 %	140 %	1.1	154 %
Claudia Nemat	121 %	146 %	150 %	140 %	131 %	150 %	117 %	133 %	125 %	136 %	130 %	134 %	1.05	141 %

^a Instead of service revenues, external revenues are used for T-Systems.

^b Instead of EBITDA AL, EBIT is used for T-Systems.

^c Instead of the (adjusted) OPEX ratio, the (adjusted) EBITDA AL margin is used for T-Systems.

Group financial targets

Prior to the start of the financial year, the Supervisory Board derives the target and threshold values for the Group financial targets, the segment financial targets, and the ESG targets from the medium-term company planning. The 100 % target value corresponds to the budget value from the planning. Target achievement for each target parameter can range between 0 % and 150 %.

Service revenues are defined as revenues that are generated through customers' use of services (i.e., revenue from fixed network and mobile communications, voice services, incoming and outgoing calls, and data services) plus roaming revenues, monthly basic charges and visitor revenues, as well as revenue generated from the ICT business (information and communications technologies). As a result, the service revenues are an important indicator for the successful implementation of the growth strategy of the Group.

Earnings before interest, taxes, depreciation and amortization after leases (EBITDA AL) is the most important KPI when it comes to measuring the operational performance of the Company and reflects the growth strategy on the customer side (consumers and business customers) as well as savings for promoting investment. EBITDA AL is calculated by adjusting EBITDA for depreciation of right-of-use assets from leases and for interest expenses on recognized lease liabilities.

Free cash flow after leases (FCF AL) is a further important KPI when it comes to measuring the operational performance of the Group that is directly linked to the finance strategy (the ability to pay a dividend and the ability to reduce liabilities). When determining FCF AL, the free cash flow (cash generated from operations minus payments for investments) is adjusted for the repayment of lease liabilities.

For the 2024 financial year, the following target values and target achievement derived from them applied:

billions of €						
	Weighting	Lower target achievement threshold 0 %	Target value 100 % target achievement	Upper target achievement threshold 150 %	Result ^a	Target achievement
Service revenues	30 %	91.3	96.1	98.0	96.9	121 %
EBITDA AL	30 %	36.7	40.7	41.5	41.5	146 %
FCF AL	40 %	16.8	18.6	19.4	19.4	150 %

^a The actual values have been adjusted to include non-budgeted inorganic effects (first-time consolidations and deconsolidations of companies during the course of the year, exchange rate fluctuations) and one-time effects.

In terms of service revenues, EBITDA AL, and FCF AL, results were considerably better than assumed in the budget, leading to target achievement of 121 %, 146 %, and 150 %, respectively. This results in weighted target achievement for the Group financial targets for the 2024 financial year of 140 %.

Segment financial targets

The explanations for the Group financial targets described above in regard to the targets of service revenues and EBITDA AL apply to the segment financial targets.

In terms of segment financial targets, the Supervisory Board decided to introduce the OPEX ratio as a profitability target in place of external indirect costs. In recent years, stronger focus has been placed on savings, i.e., optimizing the absolute cost basis to increase the segments' and the Group's operational efficiency. The target parameter "OPEX ratio" will now provide incentive to reduce the ratio of external indirect costs to service revenues, as profitability can also be improved through a higher net margin. This will ensure a certain degree of flexibility with regard to operational decisions, allowing, for example, an increase in absolute costs with a higher-than-average increase in service revenues and thus in the result. Savings made in terms of external indirect costs and a higher net margin contribute to the improvement of the operational performance that is reflected in EBITDA AL and FCF AL and, consequently, have a positive impact on the valuation of the Company on the capital market. In terms of the external adjusted indirect costs AL, adjusted indirect costs are also calculated, in a similar manner to the determination of EBITDA AL, by adjusting for depreciation of right-of-use assets from lease arrangements and for interest expenses on recognized lease liabilities.

The segment financial targets for the individual members of the Board of Management are broken down as follows:

	Timotheus Höttges	Dr. Christian P. Illek	Thorsten Langheim	Birgit Bohle	Claudia Nemat	Srinivasan Gopalan	Dominique Leroy	Dr. Ferri Abolhassan
Service revenues	Group			Group excl. United States	Germany	Europe	T-Systems ^{a,b,c}	
EBITDA AL	Group							
OPEX ratio (adjusted)	Group excl. United States							

^a Instead of service revenues, external revenues are used for T-Systems.

^b Instead of EBITDA AL, EBIT is used for T-Systems.

^c Instead of the (adjusted) OPEX ratio, the (adjusted) EBITDA AL margin is used for T-Systems.

In contrast to the Group financial targets, the target values for the segment financial targets are not published in detail because of the large number of KPIs and the differences from one Board of Management member to another.

ESG targets

The Supervisory Board has implemented “energy consumption” and “CO₂ emissions” as sustainability targets again for the 2024 reporting year.

The aim of the “energy consumption” target is to incentivize the members of the Board of Management to behave in a way so as to ensure that energy consumption that is harmful to the environment remains at least stable in the medium term (2027 compared with 2023, excluding T-Mobile US). This target is supported by programs and investments in energy-saving measures for all energy sources, optimization of infrastructure, and the use of innovative technology components.

The aim of the “CO₂ emissions” target is to motivate the Board of Management members to sustainably promote green energy, to optimize consumption levels in buildings, and to successively convert the Group’s vehicle fleet from fossil fuels to emission-free or low-emission engine types.

The level of ambition and the target achievement for both ESG targets were calculated excluding T-Mobile US. This is due in part to the intensive build-out of the 5G network in the United States, particularly in rural areas, which leads to increased electricity consumption. T-Mobile US, like the Group as a whole, has covered 100 % of its electricity requirements from renewable energy sources since 2021. In addition, the Scope 1 emissions at T-Mobile US are subject to strong fluctuations due to unforeseeable natural disasters and the associated temporary use of equipment such as diesel generators to restore and back up damaged network infrastructure. To be able to account for the country-specific situation in this key market, the decision was taken not to include T-Mobile US in the ESG targets in respect of short-term variable remuneration. This step aims to ensure that the right incentives are set for the Board of Management toward the sustainable development of the business, while at the same time safeguarding the stability of network operations.

A value of 183 kt CO₂e (excluding T-Mobile US) is reported for the “CO₂ emissions” target in this year’s management report, which differs from the figure in the Remuneration Report. This is down to the fact that the figure disclosed in the management report now also includes “fugitive emissions.” This emission type results from the use of refrigerants and fire suppressants and has become relevant for management purposes in recent years. Previously, the proportion of these emissions was difficult to measure. To ensure a reliable data basis, fugitive emissions have been successively incorporated into the data collection process and the planning process. From 2025 onwards, this emission type will therefore also be part of the “CO₂ emissions” target, increasing the respective baseline as a starting point for future planning.

The level of ambition and the target achievement for the ESG targets can be seen in the following table:

	Weighting	Lower target achievement threshold 0 %	Target value 100 % target achievement	Upper target achievement threshold 150 %	Result	Target achievement
CO ₂ emissions (ktCO ₂ e) ^a	50 %	204	170	153	162	125 %
Energy consumption (GWh) ^b	50 %	4,890	4,613	4,475	4,514	136 %

^a Budget value and target range refer to total CO₂ emissions.

^b Budget value and target range refer to total energy consumption values.

The strong target achievement values for 2024 are primarily attributable to additional measures to reduce energy consumption and CO₂ emissions in the Germany and Europe segments. These include, in particular, efficiency measures in building use, such as early termination of leases for space, which reduced heating and electricity requirements. In network operations, especially in mobile communications, additionally implemented measures achieved higher levels of efficiency faster than expected, resulting in optimized energy consumption.

This leads to weighted target achievement for the ESG targets in the 2024 financial year of 130 %.

Performance factor

To measure the performance factor, the Supervisory Board focuses on the one hand on value adherence by the individual member of the Board of Management and on the other, on achievement of the strategic implementation targets that were agreed with each member of the Board of Management individually prior to the start of the financial year.

Value adherence is determined based on the behavior of the member of the Board of Management in terms of the following categories, which represent the Group's six Guiding Principles:

- Delight our customers
- Act with respect and integrity
- Team together – team apart
- I am T – count on me
- Stay curious and grow
- Get things done

The members of the General Committee of the Supervisory Board rate each value adherence category per Board of Management member on a scale between one and ten points, and then calculate the average value for each Board member. The mathematical result is then put forward as a proposed value to the Supervisory Board which then decides on total target achievement.

For the 2024 financial year, the Supervisory Board agreed the following personal strategic implementation targets with the Board members and derived the relevant target achievement from them after the end of the reporting year.

Personal strategic implementation targets

Timotheus Höttges	<ul style="list-style-type: none"> ■ Leading Digital Telco: implementation of the new strategy (in line with the strategic priorities/hero missions) ■ Ensuring a future-proof, lean organization ■ Creation of more investment-friendly regulatory conditions to enable the monetization of networks ■ Increased value creation at T-Mobile US ■ Successful Capital Markets Day ■ Implementation of the ESG strategy
Dr. Ferri Abolhassan	<ul style="list-style-type: none"> ■ Innovation and growth ■ Transformation ■ Quality
Birgit Bohle	<ul style="list-style-type: none"> ■ Maintenance of general employee satisfaction ■ Acceleration of Group-wide skills transformation ■ Positioning of Deutsche Telekom AG as preferred employer with a future-proof corporate culture ■ Refinement of the leadership culture ■ Implementation of the people strategy ■ Legal: minimization of legal and regulatory risks
Srinivasan Gopalan	<ul style="list-style-type: none"> ■ High-value growth in core business ■ Improvement in customer and employee satisfaction ■ Efficiency enhancement ■ Implementation of the Leading Digital Telco strategy
Dr. Christian P. Illek	<ul style="list-style-type: none"> ■ Improved efficiency <ul style="list-style-type: none"> ■ OPEX ratio ■ Further development of DTSE ■ Optimization of the real estate portfolio ■ Ensuring refinancing options: stabilization of net debt/EBITDA (adjusted for special factors) in a difficult economic environment ■ Capital market communications: successfully position strategic & financial priorities ■ Supporting strategic Group priorities ■ Long-term improvement of Deutsche Telekom's internal control system, excl. US ■ Reinforcement of the control system at T-Mobile US
Thorsten Langheim	<ul style="list-style-type: none"> ■ Increased value creation at T-Mobile US ■ Ensuring value-oriented portfolio management
Dominique Leroy	<ul style="list-style-type: none"> ■ Implementation of the growth initiatives in Europe ■ Acceleration of the digital transformation in Europe ■ Acceleration of the fiber-optic and 5G build-out in Europe ■ Improved customer and employee satisfaction in Europe

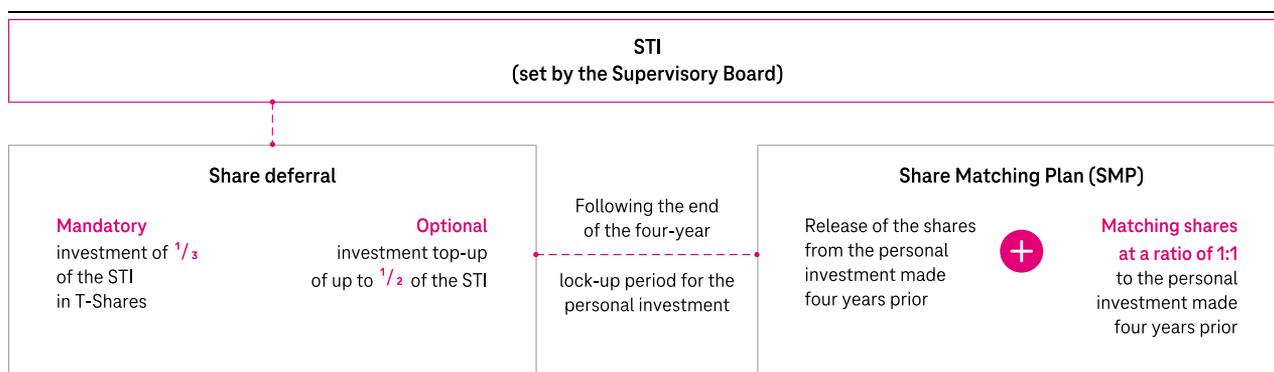
- Claudia Nemat**
- Global scale-up of our platforms
 - The best IT in our industry
 - Use of data and AI throughout the entire value chain
 - Becoming the most resilient company in our ecosystem

In a comprehensive evaluation, the Supervisory Board translated the scores for value adherence and the personal strategic implementation targets into the following performance factors for each member of the Board of Management: All scores higher than 1.0 have the effect of a bonus, while scores lower than 1.0 have the effect of a penalty. On this basis, Dr. Ferri Abolhassan and Claudia Nemat were assigned a factor of 1.05. A factor of 1.1 was applied to Timotheus Höttges, Birgit Bohle, Srinivasan Gopalan, Dr. Christian P. Illek, Thorsten Langheim, and Dominique Leroy.

Mandatory personal investment

Members of the Board of Management are obligated to invest a sum totaling at least one-third of the annual gross STI as determined by the Supervisory Board in Deutsche Telekom AG shares. They have the option of extending their personal investment to 50 % of the gross STI. The shares are subject to a four-year lock-up period starting from the date of purchase. The shares acquired by the member of the Board of Management for this purpose are held in a special blocked security deposit of the administering bank so that it is not possible to access the shares early.

The relationship between share investment obligations from the STI and participation in the SMP can be seen in the following figure:



Share Matching Plan (SMP)

Functioning

The personal investment made by the member of the Board of Management results in participation in the SMP. Once the four-year lock-up period is over, the member of the Board of Management has free access to their personal investment and receives an additional share free of charge for each share purchased by way of personal investment. The matching shares transferred are available to the Board of Management member immediately, to use as they wish. The transfer of the shares results in a non-cash benefit for the member of the Board of Management and is taxed in the salary statement which follows the transfer of the shares. When the matching shares mature, the transfer value of the shares resulting from the share price development during the term is capped at a maximum of 150% of the gross STI paid out for the year of the personal investment. If the value of the matching shares is higher on the transfer date, the number of shares to be transferred is reduced. In this case, the matching ratio is less than 1:1.

The table below shows the relevant amount of the STI applicable to personal investment in 2023 and 2024, the minimum investment obligation and maximum possible investment amount resulting from it, the amount invested by each member of the Board of Management, and the specific number of shares acquired in each case. The number of shares acquired in 2024 is equal to the number of matching shares granted by Deutsche Telekom AG. The table also shows the number of matching shares transferred in 2023 and 2024, based on personal investment in the 2019 and 2020 financial years. The personal investments made by Adel Al-Saleh in the years 2020 to 2023 remain locked up until the end of the original lock-up period, in spite of his resignation effective midnight on December 31, 2023. Following his resignation, Adel Al-Saleh lost any claim to matching shares earned during his time on the Board of Management, without entitlement to substitution or compensation. The personal investment by Dr. Ferri Abolhassan in 2023 and 2024 and the transfer of matching shares took place during his time as executive (business leader) and therefore do not constitute Board of Management remuneration as shown in the table below.

Board of Management ^a	Financial year	STI as measurement base for the personal investment	Mandatory personal investment/ maximum personal investment [33.33 % – 50 %]	Personal investment made	Number of shares acquired/ matching shares granted	Number of shares transferred
Birgit Bohle	2024	€ 1,092,000	€ 364,000 – € 546,000	€ 545,986	24,863	24,219
	2023	€ 1,092,000	€ 364,000 – € 546,000	€ 545,983	25,280	0
Srinivasan Gopalan	2024	€ 1,138,800	€ 379,600 – € 569,400	€ 569,396	25,929	26,450
	2023	€ 1,115,400	€ 371,800 – € 557,700	€ 557,688	25,822	23,505
Timotheus Höttges	2024	€ 2,466,000	€ 822,000 – € 1,233,000	€ 1,232,999	56,148	99,337
	2023	€ 2,557,500	€ 852,500 – € 1,278,750	€ 1,278,740	59,208	58,131
Dr. Christian P. Illek	2024	€ 1,109,700	€ 369,900 – € 554,850	€ 549,983	25,045	24,000
	2023	€ 1,162,200	€ 387,400 – € 581,100	€ 449,982	20,835	26,000
Thorsten Langheim	2024	€ 1,123,400	€ 374,467 – € 561,700	€ 561,688	25,578	30,475
	2023	€ 1,093,333	€ 364,444 – € 546,667	€ 546,652	25,311	0
Dominique Leroy	2024	€ 1,066,975	€ 355,658 – € 533,488	€ 533,469	24,293	0
	2023	€ 1,065,350	€ 355,117 – € 532,675	€ 532,657	24,663	0
Claudia Nemat	2024	€ 1,090,600	€ 363,533 – € 545,300	€ 499,981	22,768	27,350
	2023	€ 1,148,000	€ 382,667 – € 574,000	€ 573,995	26,577	26,440

^a The members of the Board of Management who did not receive a transfer of shares in 2023 and/or 2024 have not taken part in the relevant tranches of the SMP as Board member.

Overview of the number of shares granted as part of the Share Matching Plan (SMP)

As of December 31, 2024, the following commitments were made for matching shares resulting from the personal investment of each member of the Board of Management. With his resignation from the Board of Management effective midnight on December 31, 2023, Adel Al-Saleh lost any claim to matching shares, without entitlement to substitution or compensation. The following overview also does not include the commitments for matching shares of Dr. Ferri Abolhassan because these relate to his time as executive (business leader).

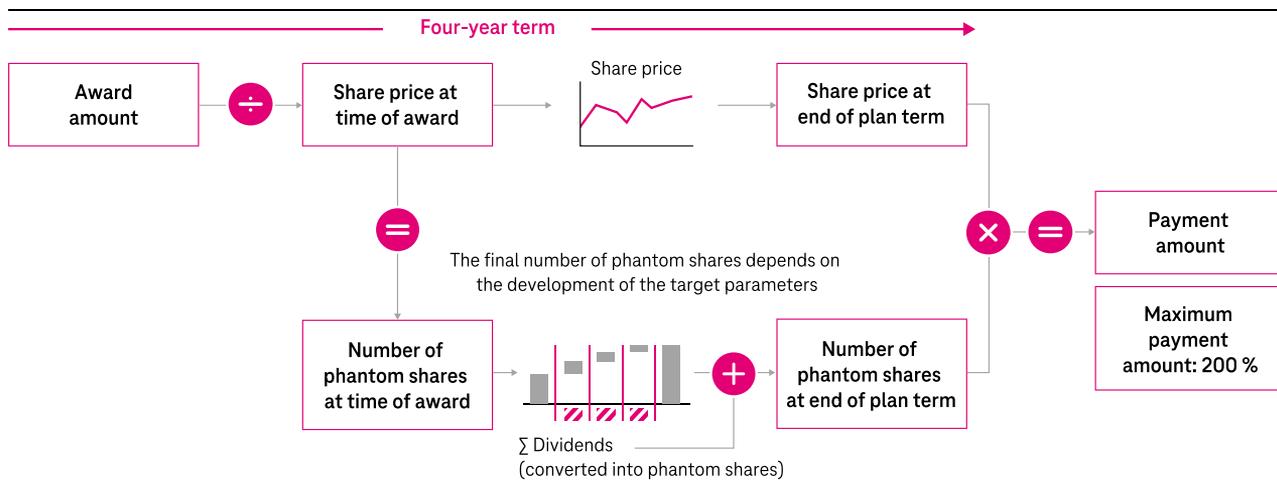
	Birgit Bohle	Srinivasan Gopalan ^a	Timotheus Höttges	Dr. Christian P. Illek	Thorsten Langheim	Dominique Leroy	Claudia Nemat
Matching shares granted 2021 tranche							
Due date: May 2025	21,280	–	71,084	26,189	25,542	3,273	26,398
Matching shares granted 2022 tranche							
Due date: May 2026	24,273	–	77,550	30,250	34,946	29,297	31,718
Matching shares granted 2023 tranche							
Due date: May 2027	25,280	–	59,208	20,835	25,311	24,663	26,577
Matching shares granted 2024 tranche							
Due date: May 2028	24,863	–	56,148	25,045	25,578	24,293	22,768
Total	95,696	–	263,990	102,319	111,377	81,526	107,461

^a With his resignation from his position on the Board of Management effective midnight on February 28, 2025, all claims to matching shares will be forfeited without entitlement to substitution or compensation.

Long-Term Incentive (LTI; in the former system: Variable II)

The LTI for members of the Board of Management has been share-based since the introduction of the Board of Management remuneration system in the 2021 financial year. The first payment from the 2021 tranche of the LTI will be made in 2025. A tranche of Variable II, which preceded the current LTI, was paid out in the 2024 financial year for the last time. The term and the strategic performance parameters (return on capital employed (ROCE), adjusted earnings per share (EPS), customer satisfaction and employee satisfaction) remain the same for the two plans. The targets for the performance parameters ROCE and adjusted EPS were derived from the four-year medium-term planning, and both represent KPIs for Deutsche Telekom AG. The Supervisory Board can make target-relevant adjustments to the financial target figures that are necessary for appropriate incentivization. Footnotes are provided explaining these adjustments. These two parameters were supplemented with customer satisfaction, which is measured using the globally recognized TRI*M method, and employee satisfaction, which the Supervisory Board assesses based on what it considers to be particularly relevant questions for the pulse and employee surveys carried out during the year. The four parameters are weighted equally and the resulting target achievement level can vary between 0 and 150 %.

The aim of moving to a share-based plan is to further harmonize the interests of the Board of Management and those of shareholders. The LTI is also intended to ensure long-term retention of the members of the Board of Management in the Company. At the start of plan of a tranche, the participation contribution of a Board member is converted into phantom shares of the Company and divided equally among four years. During the term of the plan, the number of phantom shares increases due to the dividends paid out during the term, which are also converted into phantom shares. The number of phantom shares also changes depending on the level of achievement of the target parameters resolved by the Supervisory Board for each plan year of the tranche. Upon expiration of the plan, the number of phantom shares obtained is converted into a monetary amount that is based on the non-weighted averages of the closing prices of the Deutsche Telekom AG share in the XETRA trading system of Deutsche Börse AG during the last ten trading days before the end of the plan, and this sum is then paid out to the member of the Board of Management together with the dividend for the last plan year. The level of achievement of each target parameter is limited to a maximum of 150 %. The maximum amount paid out within the LTI is limited to a maximum of 200 % of the award amount, taking the share price development into account. The following figure demonstrates the functionality of the LTI effective as of 2021:

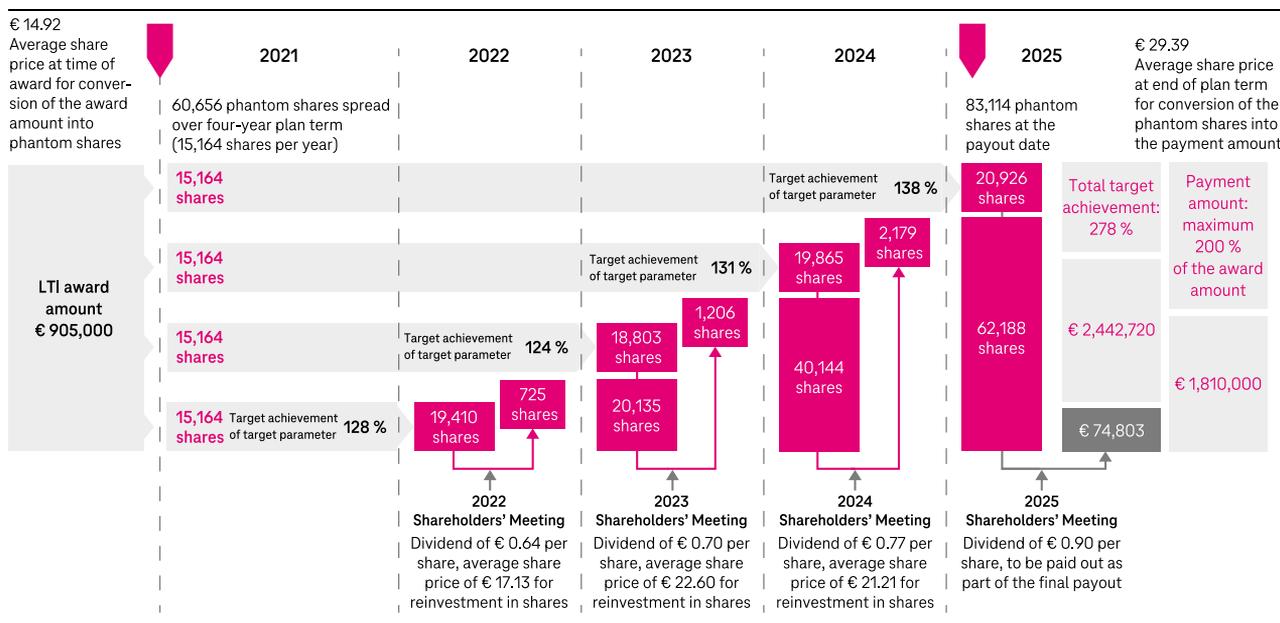


The term of the 2021 tranche of the LTI plan ended on December 31, 2024. The Supervisory Board set the final level of target achievement of the 2021 tranche at 278 %. The LTI amount paid out in the 2025 financial year is limited to a maximum of 200 % of the award amount. Target achievement of the target parameters for the completed 2021 tranche of the LTI is outlined in detail below. The remuneration report does not provide an overview of target achievement for individual years of open LTI tranches on account of the lack of clarity.

[Weighting]	Year 2021 [25 %]			Year 2022 [25 %]			Year 2023 [25 %]			Year 2024 [25 %]			Total target achievement
	Target value	Actual value ^a	Target achievement	Target value	Actual value ^a	Target achievement	Target value	Actual value ^a	Target achievement	Target value	Actual value ^a	Target achievement	
ROCE	4.0 %	4.1 %	113 %	4.6 %	4.4 %	86 %	5.6 %	8.8 %	150 %	6.5 %	8.2 %	150 %	125 %
Adj. EPS	€ 1.12	€ 1.23	150 %	€ 1.32	€ 1.74	150 %	€ 1.54	€ 1.51	95 %	€ 1.74	€ 1.80	122 %	129 %
Customer satisfaction	72	73.4	129 %	72	76.2	150 %	72.1	76.4	150 %	72.2	77.8	150 %	145 %
Employee satisfaction	71	73	120 %	71	72	110 %	71	74	130 %	71	74	130 %	123 %
Total target achievement of target parameters for the 2021 tranche												130 %	

^a The actual values have been adjusted to include significant matters that were not taken into account for the medium-term planning (T-Mobile US business combination, exchange rate fluctuations (adjusted EPS)).

Due to the fact that the LTI is designed as a share-based plan with phantom shares starting from the 2021 tranche, dividends and the share price impact on the total target achievement of the LTI during the four-year term of the plan. The following chart provides a sample overview of the composition of total target achievement for the 2021 tranche for an ordinary member of the Board of Management, taking dividends and the share price into account:



Share Ownership Guidelines – SOG

In order to harmonize the interests of the Board of Management and the shareholders of Deutsche Telekom AG as well as to reinforce the sustainable development of the Company, the obligations to purchase and retain shares (Share Ownership Guidelines) are a significant element of the remuneration system for the Board of Management. The annual mandatory personal investment and the additional 1:1 match provided by the Share Matching Plan ensures that members of the Board of Management acquire and retain a significant number of shares once the lock-up period for shares bought as personal investment has ended, which means that they actively participate in the Group’s long-term development, both in positive and negative terms. In this way, the requirements from the German Corporate Governance Code and all stipulations from the Stock Corporation Act concerning the alignment of remuneration toward a sustainable company development are met. The member of the Board of Management is given the period of their initial appointment to build up the obligatory share portfolio. They must hold the equivalent value of one year’s annual basic remuneration in Deutsche Telekom AG shares no later than the payout date of the third STI.

All members of the Board of Management with the exception of Dr. Ferri Abolhassan already owned the obligatory number of shares as of December 31, 2024.

Clawback rule

In addition to the relevant statutory provisions which stipulate that the Supervisory Board shall – in the event of a breach of duty by members of the Board of Management – minimize the financial damage to the Company and, where necessary, make claims for damages against the members of the Board of Management, the following clawback rule applies for the members of the Board of Management of Deutsche Telekom AG. The Supervisory Board has the right to reclaim payments made to the members of the Board of Management from the short-term variable remuneration (STI) and long-term variable remuneration (LTI/Variable II) if it is found that the payment was carried out wrongfully, entirely or in part, because the Supervisory Board had received information regarding the decision determining the level of target achievement which was evidently incomplete or incorrect. The reimbursement claims expire three years after the erroneous determination of the target achievement was made.

In the 2024 financial year, the Supervisory Board did not identify any reason that would have entitled it to reclaim components of variable remuneration from the members of the Board of Management.

Benefits from third parties

In the 2024 financial year, no member of the Board of Management received or was promised benefits from a third party for their activity as a Board of Management member.

Benefits in case of early or regular termination

Processing of the remuneration components upon termination

In the event of termination, the primary reason for the termination is the decisive factor in defining the settlement of the existing remuneration components. Essentially, the member of the Board of Management will receive the monthly basic remuneration and the ongoing remuneration in kind until the point of termination. This also applies to the entitlement to participate in the variable remuneration that results from the achievement of short-term performance targets (STI). The STI is paid out in the same way and at the same time as for the still-active members of the Board of Management in accordance with the respective rules of the Company. The concrete reason for the termination is decisive with regard to the further participation in the variable remuneration that results from the achievement of long-term performance targets (LTI) and the Share Matching Plan. Depending on the reason for the termination, the plans may be completely forfeited or the members may be able to continue participating on a full or pro rata basis. It is ensured that, when outstanding variable remuneration components are paid out, the agreed targets and benchmarks as well as the due dates and lock-up periods as defined in the contract continue to apply.

Upon his reappointment as member of the Board of Management in February 2021, Thorsten Langheim was granted the right to resign from his position as Board member prematurely without suffering any disadvantages regarding participation in the LTI and SMP; in this case, a pro-rata rule would be applied proportional to the reduced time period.

Upon his early reappointment as Chair of the Board of Management in 2022, Timotheus Höttges was granted the right to resign from his position as Chair of the Board of Management prematurely with a six-month notice period. This right can be exercised no earlier than the end of 2024. Timotheus Höttges has not yet exercised this right.

With his resignation from his position on the Board of Management at his own request effective midnight on December 31, 2023, Adel Al-Saleh lost any claim resulting from the SMP, without entitlement to substitution or compensation. Moreover, any claims resulting from the LTI tranche for 2021 and the following years were also forfeited.

Incapacity for work

Temporary incapacity for work as a result of an uninterrupted period of illness-related absence up to a period of one month has no impact on the continued payment of the contractually agreed remuneration components. In the event of longer absences due to illness, the basic remuneration will be paid for a maximum of six months and, with regard to variable remuneration components, participation will be solely on the basis of a pro-rata calculation. Service contracts for the Board of Management end automatically at the end of the month in which permanent incapacity for work is determined for the member of the Board of Management in question. In such a case, there is no entitlement to a severance payment.

Post-contractual prohibition of competition

Board of Management member service contracts generally stipulate a post-contractual prohibition of competition. Pursuant to these provisions, members of the Board of Management are prohibited from rendering services to or on behalf of a competitor for the duration of one year following their departure. To this end, the members of the Board of Management are paid compensation for the period of prohibition of competition. The sum is 50 % of the most recent basic remuneration and 50 % from the most recent STI assuming target achievement of 100 %. Compensation to be paid for the period of prohibition of competition is set off against the total of a potential severance payment. In the event of an upcoming contract termination, Deutsche Telekom AG has the right to cancel the post-contractual prohibition of competition provided that appropriate notice is observed. If the agreed deadline is observed, the member of the Board of Management will not receive a compensation payment.

Adel Al-Saleh's post-contractual prohibition of competition continued to apply even after his departure effective midnight on December 31, 2023. On Adel Al-Saleh's request, Deutsche Telekom AG consented to his activity for SES S.A. during the term of his post-contractual prohibition of competition. For the length of said activity, Adel Al-Saleh was not entitled to claim compensation from the Company for the period of prohibition of competition. Adel Al-Saleh's post-contractual prohibition of competition ended effective midnight on December 31, 2024.

Change of control clause

The service contracts for the Board of Management contain no commitments in relation to the early termination of the employment contract of the member of the Board of Management due to a change of control.

Severance payments

The existing service contracts for the Board of Management stipulate a severance entitlement in certain cases of early termination at the instigation of the Company. In such cases, the severance payment will not exceed the value of two years of annual remuneration (severance cap) and will compensate no more than the remaining term of the contract. If compensation is paid for the period of prohibition of competition due to an existing post-contractual prohibition of competition, it is ensured that this compensation is offset against the severance entitlement. A severance payment is not considered to be an element of the maximum remuneration set for members of the Board of Management.

Board of Management pension plan

Since the introduction of the new Board of Management remuneration system in 2021, new members of the Board of Management are no longer entitled to a Board of Management pension plan. Pension commitments based on defined contribution plans from the previous Board of Management remuneration system will be maintained on the basis of the account balance earned as of December 31, 2020, as vested entitlements. This means that in the 2024 financial year, with the exception of the pension commitment for Timotheus Höttges, no further service costs arose for pension commitments from the previous Board of Management remuneration system.

Since 2009, newly appointed Board of Management members had received pension commitments under defined contribution plans. This commitment provided the member of the Board of Management with a contractually agreed specific amount for each year of service, which, endowed with a market-standard interest rate, was added to the personal pension plan account for the respective member of the Board of Management. Market-standard interest rate in this regard corresponds to the interest rate of the capital accounts plan for employees of the Group. Upon retirement, the member of the Board of Management receives the accrued balance as a one-time payment.

As of December 31, 2024, the defined benefit obligations (DBO) for members of the Board of Management with pension commitments based on defined contribution plans were as shown below in accordance with IFRS reporting:

Member of the Board of Management	Defined benefit obligation (DBO)
Birgit Bohle	€ 543,661
Srinivasan Gopalan	€ 1,154,195
Dr. Christian P. Illek	€ 1,556,056
Thorsten Langheim	€ 560,351
Claudia Nemat	€ 2,914,013

Dominique Leroy received a commitment to “pension substitutes” under the previous Board of Management remuneration system. For each complete year of service, she received an annual one-time payment instead of a pension commitment. Following the changeover to the current remuneration system, there are no further consequences from this commitment and no payments were made in 2024 in this regard.

In item 12.2 of the remuneration system, the Shareholders’ Meeting of Deutsche Telekom AG approved on April 1, 2021 that the existing pension commitment for Timotheus Höttges is to remain in place in the new system. Timotheus Höttges is the only current member of the Board of Management who has a legacy pension commitment (granted prior to 2009). This model of pension commitment is directly related to the personal basic remuneration and is paid out as a monthly retirement pension when he reaches retirement. Upon his reappointment as Chair of the Board of Management in 2019, Timotheus Höttges’ pension commitment was adjusted such that his pension entitlements accrued up to December 31, 2018 were increased by 2.4 % per further complete year of service using his basic remuneration valid up to December 31, 2018 as the measurement base. Future increases in his basic remuneration as of that date will thus not lead to higher pension payments. Additionally, as part of the pension commitment, pension payments to be made upon retirement increase dynamically at a rate of 1 % per year. The pension agreement also includes arrangements for pensions for surviving dependents in the form of entitlements for widowed spouses and orphans. The pension for surviving dependents for widowed spouses amounts to 60 % of the retirement pension to which Timotheus Höttges would have been entitled to at that point in time. The orphan’s pension is 12 % for half-orphans and 20 % for full orphans, not exceeding a total of 60 % of the retirement pension to which Timotheus Höttges would be entitled to at the time of provision. In the event of a permanent incapacity for work (invalidity), Timotheus Höttges is also entitled to the pension payments.

One of the changes to the remuneration system for members of the Board of Management approved by the Shareholders' Meeting on April 7, 2022 concerned an amendment to the payment option for the pension commitment for Timotheus Höttges in item 12.2 of the remuneration system. The amendment to the pension commitment provides the option of converting up to 50 % of the calculated pension into partial retirement assets and paying these out as one-time retirement assets. This change brings the pension commitment more closely into line with those of other members of the Board of Management, as commitments made between 2009 and 2020 primarily entail a one-time payment.

As of December 31, 2024, Timotheus Höttges was entitled to the defined benefit obligation (DBO) stated below, based on IAS 19. In the 2024 financial year, the following service costs arose:

Member of the Board of Management	Service costs	Defined benefit obligation (DBO)
Timotheus Höttges	€ 341,618	€ 14,216,232

Secondary occupation

The members of the Board of Management may only hold seats on supervisory boards or exercise other administrative or voluntary activities outside the Company to a limited extent. Furthermore, secondary occupations must always be approved by the Supervisory Board. No additional remuneration is generally paid for being a member of the management or supervisory board of other Group entities. Where members of the Board of Management take seats on external supervisory boards or other supervisory bodies, the Supervisory Board shall decide on a case-by-case basis whether this remuneration shall count toward their Board of Management remuneration.

Any secondary occupations involving a seat on a statutory supervisory board or a comparable supervisory body of a commercial enterprise are published on the Deutsche Telekom AG website.

Board of Management target remuneration and remuneration earned for 2024

The following table shows the existing target remuneration for 2024 for each member of the Board of Management. Target remuneration consists of the non-performance-based components basic remuneration, remuneration in kind, and fringe benefits, as well as the performance-based components STI, LTI, and SMP. The performance-based remuneration components STI and LTI were taken into account for the determination of the target remuneration with an assumed target achievement of 100 %. In terms of the SMP, it was assumed for the determination of the target remuneration that the members of the Board of Management would invest the maximum possible investment amount of 50 % from the 2024 STI. This assumption is the closest representation of the actual investment behavior of members of the Board of Management in recent years.

In addition, the table also shows the remuneration earned for the year 2024. The presentation of the STI is based on the final level of target achievement for the performance period that ended on December 31, 2024, which has already been determined for 2024. The same applies for the presentation of the LTI (2021 tranche), with a performance period from January 1, 2021 to December 31, 2024. Both the 2024 STI and the 2021 tranche of the LTI will be paid out in the 2025 financial year. The SMP is presented in the "remuneration earned" column through the non-cash benefit accrued at the time of transfer of the matching shares in 2024. The performance period for this remuneration instrument started individually for each member of the Board of Management with acquisition of the shares in 2020 and ended four years after the personal investment made, in 2024 (see the section on remuneration granted and owed for current Board of Management members in accordance with § 162 AktG).

There is, in addition, still a Board of Management pension commitment for the Chair of the Board of Management. The service costs associated with this commitment and the defined benefit obligation as of December 31, 2024 are reported separately in the section on the Board of Management pension plan and are not included in the definitions of target remuneration and remuneration earned used here. Reporting service costs in this table would lead to the mixing of accounting-related values with real figures. These costs were therefore not included in the following table as, in accordance with the details for the remuneration system, pension plans are not a component of the maximum remuneration.

		Dr. Ferri Abolhassan		Birgit Bohle		Srinivasan Gopalan		Timotheus Höttges	
		Member of the Board of Management since January 1, 2024 Board department: T-Systems		Member of the Board of Management since January 1, 2019 Board department: Human Resources and Legal Affairs		Member of the Board of Management since January 1, 2017 Board department: Germany		Member of the Board of Management since December 1, 2006 Board department: Chair of the Board of Management	
		Target remuneration	Remuneration earned	Target remuneration	Remuneration earned	Target remuneration	Remuneration earned	Target remuneration	Remuneration earned
Non-performance-based remuneration	Basic remuneration	€ 900,000	€ 900,000	€ 1,100,000	€ 1,100,000	€ 1,100,000	€ 1,100,000	€ 2,130,000	€ 2,130,000
	Remuneration in kind	€ 14,301	€ 14,301	€ 12,059	€ 12,059	€ 19,725	€ 19,725	€ 72,046	€ 72,046
	Fringe benefits	€ 0	€ 0	€ 0	€ 0	€ 0	€ 0	€ 0	€ 0
	Total	€ 914,301	€ 914,301	€ 1,112,059	€ 1,112,059	€ 1,119,725	€ 1,119,725	€ 2,202,046	€ 2,202,046
Performance-based remuneration	STI (2024)	€ 635,000	€ 781,050	€ 780,000	€ 1,154,400	€ 780,000	€ 1,107,600	€ 1,800,000	€ 2,628,000
	LTI (2021) ^a	-	-	-	€ 1,400,000	-	€ 1,690,000	-	€ 3,916,667
	LTI (2024)	€ 700,000	-	€ 845,000	-	€ 845,000	-	€ 2,000,000	-
	SMP (investment 2020)	-	-	-	€ 531,316	-	€ 579,520	-	€ 2,212,969
	SMP (2024)	€ 317,500	-	€ 390,000	-	€ 390,000	-	€ 900,000	-
	Total	€ 1,652,500	€ 781,050	€ 2,015,000	€ 3,085,716	€ 2,015,000	€ 3,377,120	€ 4,700,000	€ 8,757,636
Total remuneration	€ 2,566,801	€ 1,695,351	€ 3,127,059	€ 4,197,775	€ 3,134,725	€ 4,496,845	€ 6,902,046	€ 10,959,682	

^a Based on the regulations of the remuneration system, the figures disclosed for the LTI (2021) were limited to 200 % of the award amounts.

		Dr. Christian P. Illek		Thorsten Langheim		Dominique Leroy		Claudia Nemat	
		Member of the Board of Management since April 1, 2015 Board department: Finance		Member of the Board of Management since January 1, 2019 Board department: USA & Group Development		Member of the Board of Management since November 1, 2020 Board department: Europe		Member of the Board of Management since October 1, 2011 Board department: Technology & Innovation	
		Target remuneration	Remuneration earned	Target remuneration	Remuneration earned	Target remuneration	Remuneration earned	Target remuneration	Remuneration earned
Non-performance-based remuneration	Basic remuneration	€ 1,150,000	€ 1,150,000	€ 1,150,000	€ 1,150,000	€ 1,100,000	€ 1,100,000	€ 1,150,000	€ 1,150,000
	Remuneration in kind	€ 29,383	€ 29,383	€ 16,806	€ 16,806	€ 14,108	€ 14,108	€ 50,519	€ 50,519
	Fringe benefits	€ 0	€ 0	€ 0	€ 0	€ 0	€ 0	€ 0	€ 0
	Total	€ 1,179,383	€ 1,179,383	€ 1,166,806	€ 1,166,806	€ 1,114,108	€ 1,114,108	€ 1,200,519	€ 1,200,519
Performance-based remuneration	STI (2024)	€ 820,000	€ 1,197,200	€ 820,000	€ 1,197,200	€ 780,000	€ 1,201,200	€ 820,000	€ 1,156,200
	LTI (2021) ^a	-	€ 1,690,000	-	€ 1,619,583	-	€ 1,555,000	-	€ 1,720,000
	LTI (2024)	€ 905,000	-	€ 905,000	-	€ 845,000	-	€ 905,000	-
	SMP (investment 2020)	-	€ 520,080	-	€ 674,092	-	-	-	€ 613,187
	SMP (2024)	€ 410,000	-	€ 410,000	-	€ 390,000	-	€ 410,000	-
	Total	€ 2,135,000	€ 3,407,280	€ 2,135,000	€ 3,490,875	€ 2,015,000	€ 2,756,200	€ 2,135,000	€ 3,489,387
Total remuneration	€ 3,314,383	€ 4,586,663	€ 3,301,806	€ 4,657,681	€ 3,129,108	€ 3,870,308	€ 3,335,519	€ 4,689,906	

^a Based on the regulations of the remuneration system, the figures disclosed for the LTI (2021) were limited to 200 % of the award amounts.

Remuneration granted and owed in accordance with § 162 AktG

Remuneration granted and owed for current Board of Management members in accordance with § 162 AktG

The remuneration granted and owed and the relative share of these for current members of the Board of Management, which are to be made public in accordance with § 162 (1) sentence 1 AktG, are shown in the following table. The table shows the basic remuneration paid out in the 2024 financial year, the remuneration in kind, the STI paid out in the 2024 financial year which was set for 2023, the LTI (Variable II, 2020 tranche) paid out in the 2024 financial year for which the term of the plan was from 2020 to 2023, and the non-cash benefit (value of the shares at the time of transfer) of the matching shares transferred in the 2024 financial year based on the participation in the SMP. The LTI (Variable II, 2020 tranche) is still a component of the remuneration system that applied until 2020. Please note for the presentation of remuneration granted and owed to Timotheus Höttges that the LTI was reduced by an amount of EUR 640,182 to prevent the maximum remuneration of EUR 9,100,000 from being exceeded.

	Fixed remuneration components				Variable remuneration components						Total remuneration
	Basic remuneration	% ^a	Remuneration in kind/ fringe benefits	% ^a	Short-Term Incentive (STI)	% ^a	Long-Term Incentive (Variable II)	% ^a	Matching shares transferred	% ^a	
Dr. Ferri Abolhassan	€ 900,000	98 %	€ 14,301	2 %	–	–	–	–	–	–	€ 914,301
Birgit Bohle	€ 1,100,000	31 %	€ 12,059	1 %	€ 1,092,000	31 %	€ 803,000	22 %	€ 531,316	15 %	€ 3,538,375
Srinivasan Gopalan	€ 1,100,000	29 %	€ 19,725	1 %	€ 1,138,800	30 %	€ 985,500	25 %	€ 579,520	15 %	€ 3,823,545
Timotheus Höttges	€ 2,130,000	23 %	€ 72,046	1 %	€ 2,466,000	27 %	€ 2,218,985 ^b	25 %	€ 2,212,969	24 %	€ 9,100,000
Dr. Christian P. Illek	€ 1,150,000	30 %	€ 29,383	1 %	€ 1,109,700	29 %	€ 985,500	26 %	€ 520,080	14 %	€ 3,794,663
Thorsten Langheim	€ 1,150,000	29 %	€ 16,806	1 %	€ 1,123,400	29 %	€ 944,438	24 %	€ 674,092	17 %	€ 3,908,736
Dominique Leroy	€ 1,100,000	37 %	€ 14,108	1 %	€ 1,066,975	36 %	€ 780,188	26 %	–	–	€ 2,961,271
Claudia Nemat	€ 1,150,000	30 %	€ 50,519	1 %	€ 1,090,600	28 %	€ 985,500	25 %	€ 613,187	16 %	€ 3,889,806

^a As % of total remuneration. The percentage figures in the table above were not uniformly rounded in accordance with standard commercial practices, so that a total of 100 % could be shown in each case.

^b The full LTI amount based on target achievement of 146 % would have amounted to EUR 2,859,167. If the full LTI amount is taken into account, the fixed component and the variable component of remuneration granted and owed to Timotheus Höttges account for 23 % and 77 %, respectively.

Short-Term Incentive (STI – 2023)

Target achievement for the STI in the 2023 financial year

The short-term variable remuneration (STI) paid out in the 2024 financial year is based on the 2023 financial year and consists in equal parts (one-third each) of Group financial targets, segment financial targets, and ESG targets. Target achievement for the targets applied can range between 0 % and 150 %. The performance factor resolved by the Supervisory Board is then applied to the resulting target achievement. The stipulated targets, the target achievement, and the resulting payment amounts can be seen in the following table:

Member of the Board of Management	Group financial targets [weighting: 33.3 %]			Segment financial targets [weighting: 33.3 %]			ESG targets [weighting: 33.3 %]			Target achievement Σ	Performance factor	Total target achievement		
	Service revenues	EBITDA AL	FCF AL	Service revenues	EBITDA AL	Ext. adj. indirect costs AL	CO ₂ emissions	Energy consumption	Σ					
	[30 %]	[30 %]	[40 %]	[33,3 %]	[33,3 %]	[33,3 %]	[50 %]	[50 %]		[0.8 – 1.2]				
Birgit Bohle	97 %	125 %	150 %	126 %	133 %	108 %	92 %	111 %	137 %	150 %	143 %	127 %	1.1	140 %
Srinivasan Gopalan	97 %	125 %	150 %	126 %	135 %	125 %	123 %	128 %	137 %	150 %	143 %	132 %	1.1	146 %
Timotheus Höttges	97 %	125 %	150 %	126 %	97 %	125 %	92 %	105 %	137 %	150 %	143 %	125 %	1.1	137 %
Dr. Christian P. Illek	97 %	125 %	150 %	126 %	97 %	125 %	92 %	105 %	137 %	150 %	143 %	125 %	1.1	137 %
Thorsten Langheim	97 %	125 %	150 %	126 %	97 %	125 %	92 %	105 %	137 %	150 %	143 %	125 %	1.1	137 %
Dominique Leroy	97 %	125 %	150 %	126 %	150 %	150 %	91 %	130 %	137 %	150 %	143 %	133 %	1.1	147 %
Claudia Nemat	97 %	125 %	150 %	126 %	133 %	108 %	92 %	111 %	137 %	150 %	143 %	127 %	1.05	133 %

Group financial targets

The Group financial targets set by the Supervisory Board and the target achievement of the Group financial targets derived from these can be seen in the table below:

billions of €						
	Weighting	Lower target achievement threshold 0 %	Target value 100 % target achievement	Upper target achievement threshold 150 %	Result ^a	Target achievement
Service revenues	30 %	93.0	97.9	99.8	97.7	97 %
EBITDA AL	30 %	48.3	53.7	54.8	54.3	125 %
FCF AL	40 %	14.9	16.5	17.2	17.7	150 %

^a The actual values have been adjusted to include non-budgeted inorganic effects (first-time consolidations and deconsolidations of companies during the course of the year, exchange rate fluctuations) and one-time effects.

Target achievement for service revenues for the Group was slightly below the planned budget value. In terms of EBITDA AL and FCF AL, results were considerably better than assumed in the budget, leading to target achievement of 125 % and 150 %, respectively. This resulted in weighted target achievement for the Group financial targets for the 2023 financial year of 126 %.

Segment financial targets

The segment financial targets on which the 2023 STI was based are distributed in the same way as for 2024, as shown in the figure in the section on performance-based remuneration components, with the exception of the use of the OPEX ratio instead of external adjusted indirect costs.

ESG targets

The ESG targets were identical for the 2023 STI as for the 2024 STI, which are detailed in the section of the remuneration report on performance-based remuneration components. Overall, the weighted target achievement for the ESG targets was determined to be at 143 %.

The figure for the "CO₂ emissions" target for 2023 was also adjusted retrospectively in the management report for the 2024 financial year to account for fugitive emissions, which means that the figure in the management report differs from the one in the table below. Please refer to the section on ESG targets in the 2024 reporting year for more information on the retrospective consideration of fugitive emissions.

The level of ambition and the target achievement derived from this can be seen in the following table:

	Weighting	Lower target achievement threshold 0 %	Target value 100 % target achievement	Upper target achievement threshold 150 %	Result	Target achievement
CO ₂ emissions (ktCO ₂ e) ^a	50 %	221	185	166	171	137 %
Energy consumption (GWh) ^b	50 %	5,163	4,871	4,725	4,567	150 %

^a Budget value and target range refer to total CO₂ emissions.

^b Budget value and target range refer to total energy consumption values.

Performance factor

When setting the personal performance factor for the 2023 STI, the Supervisory Board took into account performance in regard to the strategic implementation targets and the value adherence scores, and set a factor of 1.1 for Birgit Bohle, Srinivasan Gopalan, Timotheus Höttges, Dr. Christian P. Illek, Thorsten Langheim, and Dominique Leroy. A factor of 1.05 has been set for Claudia Nemat and a factor of 0.95 for Adel Al-Saleh.

For the 2023 financial year, the Supervisory Board had agreed the following personal strategic implementation targets with the members of the Board of Management, which were a component of the performance review by the Supervisory Board:

Personal strategic implementation targets

Timotheus Höttges	<ul style="list-style-type: none"> ■ Leading Digital Telco: implementation of the new strategy (in line with the strategic priorities) ■ Creation of more investment-friendly regulatory conditions to enable the monetization of networks ■ Increased value creation at T-Mobile US ■ Enabling scalability across segments ■ Implementation of the ESG strategy
Adel Al-Saleh	<ul style="list-style-type: none"> ■ Growth in strategic focus areas ■ Transformation of T-Systems ■ Implementation of the organizational realignment of T-Systems ■ Achievement of the cash contribution: break even in 2023
Birgit Bohle	<ul style="list-style-type: none"> ■ Maintenance of general employee satisfaction ■ Acceleration of Group-wide skills transformation ■ Further development of the (hybrid) corporate culture ■ Implementation of the HR strategy ■ Legal: minimization of legal and regulatory risks
Srinivasan Gopalan	<ul style="list-style-type: none"> ■ High-value growth in core business ■ Improvement in customer and employee satisfaction ■ Efficiency enhancement and continued cost reductions ■ Implementation of the Leading Digital Telco strategy
Dr. Christian P. Illek	<ul style="list-style-type: none"> ■ Improved Company efficiency <ul style="list-style-type: none"> ■ Driving and simplifying digital transformation ■ Reduction in indirect costs ■ Further development of DTSE and real estate operations ■ Ensuring refinancing options: stabilization of net debt/EBITDA (adjusted for special factors) in a difficult economic environment ■ Increased value creation at T-Mobile US and support for strategic priorities ■ Improvement of the internal control system (ICS)
Thorsten Langheim	<ul style="list-style-type: none"> ■ Increased value creation at T-Mobile US ■ Ensuring value-oriented portfolio management
Dominique Leroy	<ul style="list-style-type: none"> ■ Implementation of the growth initiatives in Europe ■ Acceleration of the digital transformation in Europe ■ Acceleration of the fiber-optic and 5G build-out in Europe ■ Improved customer and employee satisfaction in Europe
Claudia Nemat	<ul style="list-style-type: none"> ■ Implementation of "Telco as a platform" ■ Promotion of growth (e.g., RouterOS, Magenta Advantage) ■ Continuation of IT transformation and digitalization (with a focus on the Germany and Europe segments) ■ Acceleration of fiber-optic build-out and safeguarding of the resilience of supply chains (with a focus on the Germany and Europe segments)

The process for determining and deriving target achievement for value adherence is in line with the process applied for value adherence in the 2024 financial year. Please refer to the details in the section on performance-based remuneration components. Based on a comprehensive qualitative evaluation of the achievement of the strategic implementation targets listed and compliance with the value adherence criteria, the performance factors specified above and personal target achievement levels for the 2023 STI were determined for each member of the Board of Management.

Long-Term Incentive (Variable II – 2020 tranche)

The long-term variable remuneration (Variable II, 2020 tranche) paid out in the 2024 financial year is based on the Board of Management remuneration system that applied up to and including 2020 and consisted of four equally weighted target parameters for each of which target achievement can vary between 0 % and 150 %. Variable II (2020 tranche) is an entirely cash-based four-year plan with a term from 2020 to 2023. The level of ambition for the target values was set at the start of the term of the plan for all four years.

Target achievement was determined as follows:

[Weighting]	Year 2020 [25 %]			Year 2021 [25 %]			Year 2022 [25 %]			Year 2023 [25 %]			Total target achievement
	Target value	Actual value ^a	Target achievement	Target value	Actual value ^a	Target achievement	Target value	Actual value ^a	Target achievement	Target value	Actual value ^a	Target achievement	
ROCE	Average target achievement for the 2017 – 2020, 2018 – 2021 and 2019 – 2022 tranches		150 %	3.9 %	4.1 %	140 %	4.5 %	4.4 %	99 %	5.5 %	8.9 %	150 %	135 %
Adj. EPS	Average target achievement for the 2017 – 2020, 2018 – 2021 and 2019 – 2022 tranches		150 %	€ 1.08	€ 1.26	150 %	€ 1.25	€ 1.78	150 %	€ 1.48	€ 1.56	139 %	147 %
Customer satisfaction	68.2	72.2	150 %	68.4	72.4	150 %	68.5	75.2	150 %	68.7	75.3	150 %	150 %
Employee satisfaction	66	73	150 %	66	73	150 %	67	72	150 %	68	74	150 %	150 %
Total target achievement 2020 tranche												146 %	

^a The actual values have been adjusted to include significant matters that were not taken into account for the medium-term planning (T-Mobile US business combination, exchange rate fluctuations (adjusted EPS)).

Share Matching Plan (SMP)

The amounts reported as total remuneration include the value applicable at the time of transfer of the matching shares in the 2024 financial year, which was subject to wage tax. All matching shares transferred in the 2024 financial year were transferred four years after the date of the mandatory personal investment in 2020. This means that the date of transfer was different for each member of the Board of Management, as there was a window of approximately three months in 2020 within which the Board member was able to make the personal investment. In this context, Timotheus Höttges received 74,417 shares on April 3, 2024 transferred at a share price of EUR 22.31 and 24,920 shares on April 4 2024 transferred at a share price of EUR 22.18. Thorsten Langheim received 16,292 shares on April 4, 2024 at a share price of EUR 22.18 and a further 14,183 shares on June 4, 2024 transferred at a share price of EUR 22.05. Birgit Bohle received 5,000 shares on April 4, 2024 at a share price of EUR 22.18, 7,279 shares on May 28, 2024 at a share price of EUR 21.67, and a further 11,940 shares on June 5, 2024 at a share price of EUR 22.00. Srinivasan Gopalan received 26,450 shares on May 15, 2024 at a share price of EUR 21.91. Dr. Christian P. Illek received 24,000 matching shares on May 28, 2024 transferred at a share price of EUR 21.67 and Claudia Nemat received a total of 27,350 shares on June 11, 2024 transferred at a share price of EUR 22.42.

Remuneration granted and owed for former Board of Management members in accordance with § 162 AktG

The remuneration granted and owed and the relative share of these for former members of the Board of Management, which are to be made public in accordance with § 162 (1) sentence 1 AktG, are shown in the following table. The table shows the pension amounts paid out in the 2024 financial year resulting from existing pension commitments as well as the 2023 STI and LTI (Variable II, 2020 tranche) paid out.

	Fixed remuneration components		Variable remuneration components						Total remuneration
	Pension payments	% ^a	Short-Term Incentive (STI)	% ^a	Long-Term Incentive (Variable II)	% ^a	Matching shares transferred	% ^a	
Adel Al-Saleh (until December 31, 2023)	–	–	€ 852,800	46 %	€ 985,500	54 %	–	–	€ 1,838,300
Dr. Thomas Kremer (until March 31, 2020)	–	–	–	–	€ 50,188	100 %	–	–	€ 50,188
Reinhard Clemens (until December 31, 2017)	€ 425,968	100 %	–	–	–	–	–	–	€ 425,968

^a As % of total remuneration.

The STI paid out to Adel Al-Saleh in the 2024 financial year resulted from his last year as a member of the Board of Management. With regard to his 2023 STI, a target achievement of 109 % was set before the application of the performance factor. Following application of the individual performance factor of 0.95, the total target achievement was 104 %.

Depending on the reason for departure, members of the Board of Management who leave the Group during the four-year term of Variable II may participate on a pro-rata basis. If this is the case, the members of the Board of Management who have left receive the payment of the tranche due at the same time and with the same level of target achievement as current members of the Board of Management. The participation contribution that was originally agreed is the only element to be reduced pro rata. This means that the same details for target achievement apply as for the current members of the Board of Management. The target achievement for the tranche 2020 is 146 %.

In addition to the individual payments to former members of the Board of Management shown in the table, a further EUR 8.3 million were paid out in the 2024 financial year to former members of the Board of Management in the form of pension payments that can no longer be reported individually for data privacy reasons in accordance with § 162 (5) AktG.

Comparative information

The following table shows the annual trend in development of earnings for the Company, remuneration for current and former members of the Board of Management, and the average remuneration of employees over the last five financial years based on full-time equivalents (FTEs).

Development of earnings is presented on the basis of the Company's net income under German GAAP and adjusted EBITDA AL for the Group. This is intended to illustrate the Company's operational performance.

The basis for the figures of the Board of Management remuneration used to present the percentage development corresponds to remuneration granted and remuneration owed within the meaning of § 162 AktG. In the first year of appointment to the Board of Management or in the first year of pension payments, "n/a" is shown in the table because in the first year no meaningful year-on-year comparison of remuneration is possible.

The group of employees taken as the basis for employee remuneration (on FTE basis) are employees from Group companies in Germany who are subject to the Group Works Agreement on Conditions of Employment for Employees not Covered by Collective Agreements (GWA AT), as these companies have broadly comparable remuneration systems in place and use comparable remuneration components. The employees included for this purpose were taken into account based on an average value for 2024. The amount of total gross employee salaries (adjusted for severance payments made) for the relevant financial year was used following the same presentation logic as for Board of Management members in order to comply with the concept of remuneration granted and owed within the meaning of § 162 (1) sentence 1 AktG. The figure for total gross employee salaries was adjusted for severance payments, which were generally paid as a result of staff restructuring measures.

	Change 2021 to 2020	Change 2022 to 2021	Change 2023 to 2022	Change 2024 to 2023
Earnings KPIs				
Net income (AG) under German GAAP	43.3 %	10.8 %	127.7 %	126.8 %
EBITDA AL for the Group (adjusted)	6.6 %	7.7 %	0.7 %	6.2 %
Current members of the Board of Management (as of: December 31, 2024)				
Dr. Ferri Abolhassan	n/a	n/a	n/a	n/a
Birgit Bohle	16.3 %	21.3 %	47.1 %	20.4 %
Srinivasan Gopalan	62.0 %	28.4 %	1.9 %	9.7 %
Timotheus Höttges	18.7 %	8.8 %	12.3 %	5.9 %
Dr. Christian P. Illek	15.1 %	20.8 %	5.2 %	1.3 %
Thorsten Langheim	15.7 %	13.0 %	35.7 %	25.5 %
Dominique Leroy	282.9 %	78.9 %	1.0 %	41.8 %
Claudia Nemat	11.2 %	19.2 %	0.9 %	3.1 %
Former members of the Board of Management (as of: December 31, 2024)				
Adel Al-Saleh	2.3 %	54.1 %	16.9 %	(48.7 %)
Dr. Thomas Kremer	38.8 %	(87.0 %)	(37.9 %)	(78.0 %)
Niek Jan van Damme	(27.1 %)	834.1 %	(99.0 %)	(100.0 %)
Reinhard Clemens	(46.7 %)	(100.0 %)	n/a	(28.6 %)
Average employee remuneration				
Average remuneration	2.2 %	3.7 %	3.5 %	3.6 %

In some cases, the remuneration for the members of the Board of Management changed significantly year-on-year, this is largely not due to changes in remuneration levels agreed in Board of Management service contracts, but to the fact that multi-year remuneration instruments were paid out for the first time. Corresponding positive effects in remuneration are recorded in the 2024 financial year for Birgit Bohle and Thorsten Langheim with regard to the SMP and for Dominique Leroy with regard to the LTI payment.

In addition, the year-on-year changes in Board of Management remuneration are down to different share prices at the time of transfer of the matching shares and different levels of target achievement in the STI and LTI. The positive changes in the remuneration for Srinivasan Gopalan, Timotheus Höttges, Dr. Christian P. Illek, and Claudia Nemat are also attributable to this fact.

A contractual agreement is in place for former members of the Board of Management under which existing entitlements to STI and Variable II payments as well as transfers of shares in the SMP are settled on a pro-rata basis. As a result, remuneration for former members of the Board of Management is generally reduced considerably after their departure, as the pro-rata share of Variable II plans with a four-year term decreases continually and, as a consequence, participants can only earn smaller portions of the plans. The pension commitments of former members of the Board of Management include an annual increase in their pension payments. The annual pension payments therefore rise in line with the agreed increase. However, in the case of members of the Board of Management with pension commitments consisting of a one-time capital payment, there is a spike in the year of payment, followed by an extreme reduction in the year following the one-time payment.

Outlook

The Supervisory Board has decided to submit a proposal for a change in the remuneration system to the 2025 Shareholders' Meeting for approval. The structure and components of the remuneration system approved in 2022 will remain largely unchanged; only selective changes will be made. Detailed information on the remuneration system to be submitted to the 2025 Shareholders' Meeting for approval can be found on the web pages of Deutsche Telekom AG.

In addition, the Supervisory Board is considering adjusting the remuneration levels of the Board of Management members in 2025 so as to be able to (continue to) offer current and future Board members remuneration in line with market standards and remain competitive going forward.

Srinivasan Gopalan resigned from his position as a member of the Board of Management of Deutsche Telekom AG at his own request, effective midnight on February 28, 2025, to take up a management position at T-Mobile US. With his resignation from his position on the Board of Management effective midnight on February 28, 2025, all claims to matching shares will be forfeited without entitlement to substitution or compensation. The same applies to any claims resulting from the LTI for 2022 and the following years. The personal investments made by Srinivasan Gopalan in the years 2021 to 2024 remain locked up until the end of the original lock-up period in spite of his resignation. The post-contractual prohibition of competition for Srinivasan Gopalan will be canceled effective midnight on February 28, 2025, and Srinivasan Gopalan is not entitled to claim a non-compete compensation.

At the Supervisory Board meeting on January 27, 2025, Rodrigo Diehl was appointed as Board of Management member responsible for Germany for three years, effective March 1, 2025. Timotheus Höttges was reappointed prematurely as Chair of the Board of Management for the period from February 1, 2025 to December 31, 2028 in the same meeting.

Remuneration of the Supervisory Board

Review of annual remuneration for 2024

The Shareholders' Meeting of Deutsche Telekom voted on April 10, 2024, on the draft resolution regarding the adjusted Supervisory Board remuneration system, with 99.21 % of votes in favor. The adjustments are attributable to a change in the committee structure. With effect from January 1, 2024, the Supervisory Board has set up a new Strategy, ESG, and Innovation Committee, subsuming the former Technology and Innovation Committee. Furthermore, the Audit Committee and the Finance Committee have been merged to create an Audit and Finance Committee. Against this background, the additional remuneration for Audit Committee activities was amended to reflect the activities of the new merged Audit and Finance Committee and the remuneration amounts adjusted to reflect the extended range of duties. Furthermore, adequate remuneration is granted for activities on the newly created Strategy, ESG, and Innovation Committee, which will cover a wide range of duties.

Basis for the remuneration system for the Supervisory Board

The remuneration received by the members of the Supervisory Board is specified under § 13 of the Articles of Incorporation of Deutsche Telekom AG. This ensures that the remuneration of Supervisory Board members is always in line with the remuneration system approved by the Shareholders' Meeting.

Overview of the remuneration system in the 2024 financial year

Components, amount, and structure of Supervisory Board remuneration in the 2024 financial year

According to the provisions defined in the Articles of Incorporation, each member of the Supervisory Board receives a fixed basic annual remuneration of EUR 100,000. The Chair and the Deputy Chair of the Supervisory Board receive increased basic remuneration in recognition of the greater organizational and administrative efforts associated with their activities and their responsibility for the successful and efficient collaboration of the overall Board. The increase is EUR 100,000 for the Chair and EUR 50,000 for the Deputy Chair.

Additional remuneration is paid as follows for membership of committees of the Supervisory Board in light of the importance of committee work and the increased preparation and work required.

- a. The Chair of the Audit and Finance Committee receives EUR 120,000, ordinary members of the Audit and Finance Committee EUR 50,000.
- b. The Chair of the General Committee receives EUR 70,000, ordinary members of the General Committee EUR 30,000.
- c. The Chair of the Nomination Committee receives EUR 25,000, ordinary members of the Nomination Committee EUR 12,500.
- d. The Chair of the Strategy, ESG, and Innovation Committee receives EUR 70,000, ordinary members of the Strategy, ESG, and Innovation Committee EUR 30,000.
- e. The Chair of any other committee receives EUR 40,000, ordinary members of any other committee EUR 25,000. Chairpersonship and membership of the Mediation Committee are not remunerated.

Supervisory Board members who are only on the Supervisory Board or a committee for part of the financial year are remunerated proportionally.

To take proper account of the time spent attending meetings, members of the Supervisory Board also receive an attendance fee of EUR 2,000 for each meeting of the Supervisory Board and its committees that they attend, whereby only one meeting per day is considered.

In the 2024 financial year, the remuneration system for the Supervisory Board was applied in all aspects as regulated by § 13 of the Articles of Incorporation. The members of the Supervisory Board received no further remuneration and/or benefits during the reporting year for services they provided personally, in particular consultancy or mediation services.

Supervisory Board remuneration under the new system for the 2024 financial year (payment after the 2025 Shareholders' Meeting) is broken down for each individual member as follows:

Supervisory Board member	Fixed remuneration	% ^a	Committee remuneration	% ^a	Meeting attendance fee	% ^a	Total remuneration	Remuneration for seats at subsidiaries and other internal bodies
Dr. Frank Appel (Chair)	€ 200,000	46 %	€ 190,000	43 %	€ 50,000	11 %	€ 440,000	
Odysseus D. Chatzidis	€ 100,000	55 %	€ 55,000	30 %	€ 28,000	15 %	€ 183,000	
Eric Daum	€ 100,000	66 %	€ 30,000	20 %	€ 22,000	14 %	€ 152,000	€ 9,200
Constantin Greve	€ 100,000	64 %	€ 30,000	19 %	€ 26,000	17 %	€ 156,000	
Katja Hessel	€ 100,000	48 %	€ 72,500	34 %	€ 38,000	18 %	€ 210,500	
Lars Hinrichs	€ 100,000	64 %	€ 30,000	19 %	€ 26,000	17 %	€ 156,000	
Dr. Helga Jung	€ 100,000	57 %	€ 50,000	28 %	€ 26,000	15 %	€ 176,000	
Dagmar P. Kollmann	€ 100,000	37 %	€ 132,500	48 %	€ 40,000	15 %	€ 272,500	
Petra Steffi Kreusel	€ 100,000	57 %	€ 50,000	28 %	€ 26,000	15 %	€ 176,000	€ 7,600
Harald Krüger	€ 100,000	55 %	€ 55,000	30 %	€ 26,000	15 %	€ 181,000	
Kerstin Marx	€ 100,000	41 %	€ 105,000	43 %	€ 38,000	16 %	€ 243,000	€ 7,200
Dr. Reinhard Ploss	€ 100,000	72 %	€ 25,000	18 %	€ 13,799 ^b	10 %	€ 138,799	
Frank Sauerland	€ 100,000	42 %	€ 100,000	42 %	€ 36,000	16 %	€ 236,000	€ 35,100
Christoph Schmitz-Dethlefsen (Deputy Chair)	€ 150,000	73 %	€ 30,000	15 %	€ 24,000	12 %	€ 204,000	
Susanne Schöttke	€ 100,000	59 %	€ 50,000	29 %	€ 20,000	12 %	€ 170,000	
Nicole Seelemann-Wandtke	€ 100,000	70 %	€ 25,000	17 %	€ 18,000	13 %	€ 143,000	€ 22,500
Karl-Heinz Streibich	€ 100,000	57 %	€ 50,000	28 %	€ 26,000	15 %	€ 176,000	
Margret Suckale	€ 100,000	55 %	€ 55,000	30 %	€ 28,000	15 %	€ 183,000	
Karin Topel	€ 100,000	57 %	€ 50,000	28 %	€ 26,000	15 %	€ 176,000	€ 8,500 ^c
Stefan B. Wintels	€ 100,000	60 %	€ 50,000	30 %	€ 16,559 ^b	10 %	€ 166,559	
Total	€ 2,150,000		€ 1,235,000		€ 554,358		€ 3,939,358	

^a As % of total remuneration. The percentage figures in the table above were not uniformly rounded in accordance with standard commercial practices, so that a total of 100 % could be shown in each case.

^b Partial renunciation of the entitlement to meeting attendance fees.

^c Including a subsequent payment of EUR 500 from the previous year.

Remuneration granted and owed in accordance with § 162 AktG

The following table lists the fixed and variable remuneration components granted and owed to current and former members of the Supervisory Board in the financial year just ended, including the relative share of these, in accordance with § 162 AktG. Under § 13 (6) of the Company Articles of Incorporation, remuneration falls due at the end of the shareholders' meeting to which the consolidated financial statements for the financial year in question are presented or which decides on their approval. The disclosure for the 2024 financial year lists the basic remuneration paid out after the 2024 Shareholders' Meeting for Supervisory Board activities and the remuneration for membership of committees and attending meetings of these committees in the 2023 financial year.

Supervisory Board member	Fixed remuneration	% ^a	Committee remuneration	% ^a	Meeting attendance fee	% ^a	Total remuneration	Remuneration for seats at subsidiaries and other internal bodies
Dr. Frank Appel (Chair)	€ 200,000	56 %	€ 120,000	34 %	€ 36,000	10 %	€ 356,000	
Dr. Günther Bräunig	€ 33,333	66 %	€ 13,333	26 %	€ 4,000	8 %	€ 50,666	
Odysseus D. Chatzidis	€ 100,000	57 %	€ 50,000	29 %	€ 24,000	14 %	€ 174,000	
Eric Daum	€ 16,667	62 %	€ 4,167	16 %	€ 6,000	22 %	€ 26,834	€ 8,700
Constantin Greve	€ 100,000	68 %	€ 25,000	17 %	€ 22,000	15 %	€ 147,000	
Katja Hessel ^b	€ 0	–	€ 0	–	€ 0	–	€ 0	
Lars Hinrichs	€ 100,000	69 %	€ 25,000	17 %	€ 20,000	14 %	€ 145,000	
Dr. Helga Jung	€ 100,000	60 %	€ 40,000	24 %	€ 26,000	16 %	€ 166,000	
Nicole Koch	€ 91,667	70 %	€ 22,917	18 %	€ 16,000	12 %	€ 130,584	€ 9,500
Dagmar P. Kollmann	€ 100,000	37 %	€ 137,500	51 %	€ 32,000	12 %	€ 269,500	
Petra Steffi Kreuzel	€ 100,000	60 %	€ 40,000	24 %	€ 26,000	16 %	€ 166,000	
Harald Krüger	€ 100,000	68 %	€ 25,000	17 %	€ 22,000	15 %	€ 147,000	
Kerstin Marx	€ 100,000	44 %	€ 95,000	41 %	€ 34,000	15 %	€ 229,000	
Dr. Reinhard Ploss	€ 75,000	86 %	€ 0	0 %	€ 12,000	14 %	€ 87,000	
Frank Sauerland (Deputy Chair)	€ 150,000	60 %	€ 74,167	29 %	€ 28,000	11 %	€ 252,167	€ 35,100
Christoph Schmitz-Dethlefsen	€ 16,667	68 %	€ 0	0 %	€ 8,000	32 %	€ 24,667	
Susanne Schöttke	€ 100,000	61 %	€ 40,000	25 %	€ 22,000	14 %	€ 162,000	
Lothar Schröder	€ 91,667	64 %	€ 36,667	26 %	€ 14,000	10 %	€ 142,334	€ 12,000
Nicole Seelemann-Wandtke	€ 100,000	70 %	€ 25,000	17 %	€ 18,000	13 %	€ 143,000	€ 6,300
Karl-Heinz Streibich	€ 100,000	51 %	€ 69,583	36 %	€ 26,000	13 %	€ 195,583	
Margret Suckale	€ 100,000	57 %	€ 50,000	29 %	€ 24,000	14 %	€ 174,000	
Karin Topel	€ 100,000	69 %	€ 25,000	17 %	€ 20,000	14 %	€ 145,000	€ 7,100
Stefan B. Wintels	€ 100,000	55 %	€ 55,000	30 %	€ 28,000	15 %	€ 183,000	
Total	€ 2,075,001		€ 973,334		€ 468,000		€ 3,516,335	

^a As % of total remuneration. The percentage figures in the table above were not uniformly rounded in accordance with standard commercial practices, so that a total of 100 % could be shown in each case.

^b As a Parliamentary State Secretary, Katja Hessel waives remuneration.

Employee representatives who are members of a trade union have undertaken to transfer their remuneration in line with the guidelines of the German Trade Union Confederation.

Comparative information

The following table shows the annual changes in development of earnings for the Company, remuneration granted and owed to current and former members of the Supervisory Board, and the average remuneration of employees over the last five financial years on FTE basis.

Development of earnings is presented on the basis of the Company's net income under German GAAP and adjusted (Group) EBITDA AL. This is intended to illustrate the Company's operational performance.

The group of employees taken as the basis for employee remuneration are employees from Group companies in Germany who are subject to the Group Works Agreement on Conditions of Employment for Employees not Covered by Collective Agreements (GWA AT), as these companies have broadly comparable remuneration systems in place and use comparable remuneration components. The amount of total gross employee salaries (adjusted for severance payments made) for the relevant financial year was used following the same presentation logic as for Board of Management members in order to comply with the concept of remuneration granted and owed within the meaning of § 162 (1) sentence 1 AktG. The figure for total gross employee salaries was adjusted for severance payments, which were generally paid as a result of staff restructuring measures.

	Change 2021 to 2020	Change 2022 to 2021	Change 2023 to 2022	Change 2024 to 2023
Earnings KPIs				
Net income (AG) under German GAAP	43.3 %	10.8 %	127.7 %	126.8 %
EBITDA AL for the Group (adjusted)	6.6 %	7.7 %	0.7 %	6.2 %
Current members of the Supervisory Board (as of: December 31, 2024)				
Dr. Frank Appel (Chair)	–	n/a	n/a	27.1 %
Odysseus D. Chatzidis	12.8 %	17.1 %	27.9 %	0.0 %
Eric Daum	–	–	–	n/a
Constantin Greve	30.2 %	(19.4 %)	39.3 %	(1.3 %)
Katja Hessel	–	–	–	–
Lars Hinrichs	9.9 %	(3.6 %)	35.5 %	0.0 %
Dr. Helga Jung	6.9 %	(27.5 %)	94.9 %	7.8 %
Dagmar P. Kollmann	5.5 %	(2.4 %)	32.8 %	(2.2 %)
Petra Steffi Kreusel	6.7 %	(1.6 %)	31.7 %	0.0 %
Harald Krüger	17.6 %	22.5 %	34.3 %	1.4 %
Kerstin Marx	n/a	38.3 %	17.4 %	0.0 %
Dr. Reinhard Ploss	–	–	–	n/a
Frank Sauerland (Deputy Chair until Dec. 31, 2023)	84.4 %	1.7 %	26.2 %	2.5 %
Christoph Schmitz-Dethlefsen (Deputy Chair since Jan. 1, 2024)	–	–	–	n/a
Susanne Schöttke	–	n/a	n/a	29.6 %
Nicole Seelemann-Wandtke	30.9 %	(21.4 %)	33.0 %	1.4 %
Karl-Heinz Streibich	(4.6 %)	(3.9 %)	30.4 %	1.3 %
Margret Suckale	8.5 %	(3.5 %)	27.9 %	0.0 %
Karin Topel	7.8 %	(3.6 %)	39.3 %	(2.7 %)
Stefan B. Wintels	–	n/a	n/a	58.1 %
Former members of the Supervisory Board (as of: December 31, 2024)				
Josef Bednarski	(70.1 %)	–	–	–
Dr. Rolf Bösingher	10.0 %	(5.3 %)	(62.3 %)	–
Dr. Günther Bräunig	6.2 %	(21.9 %)	51.7 %	(68.8 %)
Prof. Dr. Michael Kaschke	8.5 %	(3.1 %)	(58.8 %)	–
Nicole Koch	7.8 %	(3.6 %)	39.3 %	(12.4 %)
Prof. Dr. Ulrich Lehner (former Chair)	(1.5 %)	(14.6 %)	(60.7 %)	–
Lothar Schröder	(41.4 %)	(24.5 %)	31.1 %	(11.0 %)
Sibylle Spoo	4.1 %	(17.8 %)	(59.5 %)	–
Average employee remuneration				
Average remuneration	2.2 %	3.7 %	3.5 %	3.6 %

For the Board of Management

Timotheus Höttges
Chair of the Board of Management of
Deutsche Telekom AG

Dr. Christian P. Illek
Board Member for Finance of
Deutsche Telekom AG

For the Supervisory Board

Dr. Frank Appel
Chair of the Supervisory Board of
Deutsche Telekom AG

Report of the Independent Auditor on the Audit of the Remuneration Report in accordance with Section 162 (3) AktG

To Deutsche Telekom AG, Bonn

Audit Opinion

We conducted a formal audit of the remuneration report of Deutsche Telekom AG, Bonn, for the financial year from 1 January to 31 December 2024 to assess whether the disclosures required under Section 162 (1) and (2) German Stock Corporation Act (AktG) have been made in the remuneration report. In accordance with Section 162 (3) AktG, we have not audited the content of the remuneration report.

In our opinion, the disclosures required under Section 162 (1) and (2) AktG have been made, in all material respects, in the accompanying remuneration report. Our audit opinion does not cover the content of the remuneration report.

Basis for the Audit Opinion

We conducted our audit of the remuneration report in accordance with Section 162 (3) AktG and in compliance with the *IDW Auditing Standard: Audit of the Remuneration Report pursuant to Section 162 (3) AktG (IDW PS 870 (09.2023))*. Our responsibilities under those requirements and this standard are further described in the “Auditor’s Responsibilities” section of our report. Our audit firm has applied the IDW Quality Assurance Standard. We have fulfilled our professional responsibilities in accordance with the German Public Auditor Act (WPO) and the Professional Charter for German Public Auditors and German Sworn Auditors (BS WP/vBP) including the requirements on independence.

Responsibilities of the Executive Board and the Supervisory Board

The executive board and the supervisory board are responsible for the preparation of the remuneration report, including the related disclosures, that complies with the requirements of Section 162 AktG. In addition, they are responsible for such internal control as they have determined necessary to enable the preparation of a remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud or error.

Auditor’s Responsibilities

Our objective is to obtain reasonable assurance about whether the disclosures required under Section 162 (1) and (2) AktG have been made, in all material respects, in the remuneration report, and to express an opinion on this in a report on the audit.

We planned and conducted our audit in such a way to be able to determine whether the remuneration report is formally complete by comparing the disclosures made in the remuneration report with the disclosures required under Section 162 (1) and (2) AktG. In accordance with Section 162 (3) AktG, we have neither audited the correctness of the content of the disclosures, nor the completeness of the content of the individual disclosures, nor the adequate presentation of the remuneration report.

Düsseldorf, 25 February 2025

Deloitte GmbH

Wirtschaftsprüfungsgesellschaft

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The 2024 Remuneration Report is a publication of Deutsche Telekom AG and a translation of the German version of the report. The German version is legally binding.

The Remuneration Report is available [online](#).

Concept: Deutsche Telekom AG

Design & technical implementation:
[nexxar GmbH, Vienna – online annual and sustainability reports](#)