

Convocation

of the 2022 Ordinary Annual General Meeting

of K+S Aktiengesellschaft

on May 12, 2022

Courtesy translation
of the legally binding invitation to and agenda
of the Annual General Meeting in German for
information purposes only

Dear Ladies and Gentlemen,

We invite you to the Ordinary Annual General Meeting of K+S AKTIENGESELLSCHAFT, Kassel, on Thursday, May 12, 2022, 10:00 a.m. (CEST), which will be held as a virtual Annual General Meeting without the physical presence of shareholders or their proxies due to the COVID-19 pandemic.

The entire Annual General Meeting will be broadcast live in video and audio format in the Company's Online Service for shareholders of the Company who have duly registered for the Annual General Meeting.

Shareholders may exercise their voting rights exclusively by postal vote or by issuing a power of attorney and instructions to the Company's proxies. The venue of the Annual General Meeting as defined by the Stock Corporation Act is Wilhelmshöher Allee 347, 34131 Kassel, Germany.

OVERVIEW WITH INFORMATION PURSUANT TO SECTION 125 OF THE GERMAN STOCK CORPORATION ACT (AKTG) IN CONJUNCTION WITH TABLE 3 OF THE ANNEX OF IMPLEMENTING REGULATION (EU) 2018/1212

A. SPECIFICATION OF THE MESSAGE

1. Unique identifier of the event: SDF0520220HV
2. Type of message: Convocation of the Ordinary Annual General Meeting

B. SPECIFICATION OF THE ISSUER

1. ISIN: DE000KSAG888
2. Name of issuer: K+S AKTIENGESELLSCHAFT

C. SPECIFICATION OF THE MEETING

1. Date of the General Meeting: 12.05.2022 [20220512]
2. Time of the General Meeting: 10:00 a.m. CEST [08:00 UTC]
3. Type of General Meeting: Ordinary Annual General Meeting [GMET]
4. Location of the Annual General Meeting: www.kpluss.com/agm
5. Record date: 05.05.2022 [20220505]
6. Uniform Resource Locator (URL): www.kpluss.com/agm

Further information on the convocation of the Annual General Meeting (blocks D to F of Table 3 of the Annex of Implementing Regulation (EU) 2018/1212)) can be found at www.kpluss.com/agm.

I. AGENDA

- 1. Presentation of the approved annual financial statements of K+S AKTIENGESELLSCHAFT, the approved consolidated financial statements, the combined management, Group management and Supervisory Board reports, in each case for the 2021 financial year, as well as the explanatory report of the Board of Executive Directors on the information pursuant to Sections 289a (1), 315a (1) of the German Commercial Code (HGB).**

As of the convening of the Annual General Meeting, these documents are available on the Internet at

www.kpluss.com/agm

and will also be available during the Annual General Meeting. The manuscript of the speech by the Chairman of the Board of Executive Directors on this agenda item will be published there in advance on May 5, 2022 allowing registered shareholders to submit related questions. The Supervisory Board has approved the annual and consolidated financial statements. In accordance with the statutory provisions, no resolution will be adopted on this agenda item.

- 2. Resolution on the appropriation of profits**

The Board of Executive Directors and the Supervisory Board propose to resolve:

The unappropriated profit for the 2021 financial year shall be appropriated as follows:

Distribution of a dividend of €0.20 each on 191,400,000 no-par value shares entitled to dividends	€38,280,000.00
Appropriation to retained earnings	€236,238,487.71
Unappropriated profit	€274,518,487.71

In accordance with Section 58 (4) Sentence 2 AktG, the entitlement to payment of the dividend per no-par value share carrying dividend rights is due on the third business day following the resolution by the Annual General Meeting.

- 3. Adoption of a resolution on the ratification of actions of the members of the Board of Executive Directors**

The Supervisory Board and the Board of Executive Directors propose to ratify the actions of the members of the Board of Executive Directors in office in the 2021 financial year for that financial year.

- 4. Adoption of a resolution on the ratification of actions of the members of the Supervisory Board**

The Board of Executive Directors and the Supervisory Board propose to ratify the actions of the members of the Supervisory Board in office in the 2021 financial year for that financial year.

- 5. Election of the auditor for the 2022 financial year**

Upon recommendation of its Audit Committee, the Supervisory Board proposes to appoint PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, as auditors of the financial statements and consolidated financial statements for the 2022 financial year.

The Audit Committee has stated that its recommendation is exempt from undue influence by third parties and, in particular, that no clause has been imposed on it limiting its selection to specific auditors.

- 6. Election to the Supervisory Board**

The term of office of the Supervisory Board member elected by the Annual General Meeting, Mr. Thomas Kölbl, ends with effect from the end of the Annual General Meeting on May 12, 2022.

Upon recommendation of its Nomination Committee, the Supervisory Board proposes to re-elect Mr. Thomas Kölbl (59), resident in Speyer, Diplom-Kaufmann, Chief Financial Officer of Südzucker AG, Mannheim, as shareholder representative on the Supervisory Board for the period from the end of the Annual General Meeting on May 12, 2022 until the end of the Annual General Meeting resolving on the ratification of actions for the 2025 financial year.

In the assessment of the Supervisory Board, there are no personal or business relationships within the meaning of the German Corporate Governance Code between Mr. Thomas Kölbl and K+S AKTIENGESELLSCHAFT, its Group companies, the

executive bodies of K+S AKTIENGESELLSCHAFT or any significant shareholder holding an interest in K+S AKTIENGESELLSCHAFT that would be relevant for the election decision of the Annual General Meeting.

The curriculum vitae of Mr. Thomas Kölbl, which also contains an overview of the main activities in addition to his Supervisory Board mandate, can be found in the attachment to this invitation as well as on the Internet at

www.kpluss.com/agm.

The composition of the Supervisory Board is based on Sections 96 (1) and (2), 101 (1) of the German Stock Corporation Act (AktG) and on Sections 1 (1), 7 (1) Sentence 1 No. 2, (2) No. 2, (3) of the Codetermination Act (MitbestG) and on Section 8 Paragraph 1 Sentence 1 of K+S Articles of Association and consists of eight members to be elected by the Annual General Meeting and eight members to be elected by employees and at least of 30% women and 30% men. Since K+S AKTIENGESELLSCHAFT contradicted an overall compliance to this quote according to Section 96 (2) Sentence 3 of the German Stock Corporation Act (AktG), the minimum percentage has to be fulfilled by shareholders and employees separately. Therefore, at least two out of eight seats of the shareholders' representatives within the Supervisory Board have to be filled with women and at least two out of eight seats have to be filled with men. The Supervisory Board currently has a total of five female and eleven male members, two female and six male members on the shareholder side and three female and five male members on the employee side. Following the candidates' election as proposed by the Supervisory Board, there would still be two female and six male members of the Supervisory Board on the shareholders' representatives' side; therefore, the required minimum percentage would still be fulfilled.

7. Resolution on the approval of the remuneration report

Pursuant to Section 120a (4) of the German Stock Corporation Act (AktG), the Annual General Meeting of a listed company shall resolve on the approval of the remuneration report prepared in accordance with Section 162 of the German Stock Corporation Act (AktG) for the preceding financial year.

The Board of Executive Directors and the Supervisory Board have prepared the report on the remuneration granted and owed in the 2021 financial year to each individual current or former member of the Board of Executive Directors and the Supervisory Board of the Company and of companies in the same Group in accordance with Section 162 of the German Stock Corporation Act (AktG).

In accordance with Section 162 (3) of the German Stock Corporation Act (AktG), the remuneration report was examined by the auditors to establish whether the legally required disclosures pursuant to Section 162 (1) and (2) of the German Stock Corporation Act (AktG) had been made. Beyond the statutory requirements, the auditor also examined the content of the report. The report on the audit of the remuneration report is attached to the remuneration report.

The Supervisory Board and the Board of Executive Directors propose to approve the remuneration report for the 2021 financial year prepared and audited in accordance with Section 162 of the German Stock Corporation Act (AktG) as set out below¹.

¹ The following sections "Remuneration Report" and "Independent Auditor's Report" are the original pages and the original layout of the 2021 Annual Report; page references, therefore, refer to the page numbers in the full report. Table designations have also been adopted unchanged from the original document.

REMUNERATION REPORT

In the following remuneration report, the remuneration granted and owed to the current and former members of the Board of Executive Directors and the Supervisory Board of K+S AKTIENGESELLSCHAFT in the 2021 financial year is presented individually. For the purpose of a more precise understanding and better classification of the following information, the basic features of the remuneration systems as well as the specific structure of the individual components are explained. This report meets the requirements under Section 162 of the German Stock Corporation Act (*Aktiengesetz*, AktG). The Supervisory Board of K+S AKTIENGESELLSCHAFT has resolved to have the content of the remuneration report audited by the auditors beyond the requirements of Section 162 (3), Sentences 1 and 2 AktG. You can also find detailed information about the remuneration systems for the members of the K+S AKTIENGESELLSCHAFT Board of Executive Directors and Supervisory Board on the Company's website.

☐ www.kpluss.com/remuneration

REVIEW OF FINANCIAL YEAR'S EVENTS

CHANGES WITHIN THE BOARD OF EXECUTIVE DIRECTORS AND SUPERVISORY BOARD

Mr. Holger Riemensperger assumed his position on the K+S AKTIENGESELLSCHAFT Board of Executive Directors on April 1, 2021. Following the sale of the Americas operating unit, Mr. Mark Roberts left the Company as a member of the Board of Executive Directors of the K+S GROUP as of the end of April 30, 2021. The remuneration granted and owed to Mr. Riemensperger and Mr. Roberts for their active service period presented for the financial year was calculated on a pro rata temporis basis. The Supervisory Board of K+S AKTIENGESELLSCHAFT has mutually agreed with the previous Chief Financial Officer, Mr. Thorsten Boeckers, to terminate Mr. Boeckers' service agreement at the end of February 2022. In this context, a termination agreement was concluded between Mr. Boeckers and K+S AKTIENGESELLSCHAFT, in which the settlement of his contractual claims was arranged. The severance payment amounts to approximately 3 times the usual annual target remuneration plus pension commitments.

Mr. Nevin McDougall resigned from his position on the Supervisory Board with effect from the ordinary Annual General Meeting held on May 12, 2021. Mr. Markus Heldt was elected to the Supervisory Board as a new appointment. Mr. Peter Trotha was appointed as a member of the Supervisory Board by court appointment effective as of August 17, 2021. He succeeds Ms. Anke Roehr, who resigned from her position on the K+S AKTIENGESELLSCHAFT Supervisory Board with effect from May 31, 2021.

RESOLUTION TO APPROVE THE REMUNERATION SYSTEM FOR THE BOARD OF EXECUTIVE DIRECTORS

The Supervisory Board passed a resolution prepared by the Personnel Committee to approve the current system of remuneration for members of the K+S AKTIENGESELLSCHAFT Board of Executive Directors in accordance with Sections 87 (1) and 87a (1) AktG. This system was also approved with the requisite majority (78.85%) by the Annual General Meeting on May 12, 2021.

As part of its analysis of the votes cast by the Annual General Meeting, the Supervisory Board discussed the remuneration system for the Board of Executive Directors in depth again and took into consideration feedback from a small number of investor representatives. In this context, the introduction of an "Ownership Guideline" was again discussed. Because the long-term incentive program, in particular, has been adjusted multiple times in recent years due to investor requests and the specifications of the German Corporate Governance Code, the Supervisory Board decided not to adjust the remuneration system for the Board of Executive Directors further at this point in time. Instead, it intends to contact investor representatives and voting rights consultants with an interest in the matter and explain the background to the system. Additionally, any modification of the long-term incentive would have effects down to the middle levels of management.

RESOLUTION TO AMEND ARTICLE 12 OF THE ARTICLES OF ASSOCIATION AND MODIFY SUPERVISORY BOARD MEMBER REMUNERATION

The remuneration of the Supervisory Board is governed by Article 12 of the Articles of Association of K+S AKTIENGESELLSCHAFT. At the Annual General Meeting in May 2021, a proposal was made for the introduction of amended remuneration for the Supervisory Board aligned to the new dimension of K+S following the successful sale of the Americas operating unit. The amendment to Article 12 of the Articles of Association of K+S AKTIENGESELLSCHAFT mainly included a reduction of the fixed remuneration for Supervisory Board members, adjustments to committee member remuneration, and the removal of attendance fees. The proposal for the amended remuneration system was passed with the requisite majority (94.02%) by the Annual General Meeting on May 12, 2021.

REMUNERATION OF THE BOARD OF EXECUTIVE DIRECTORS

OVERVIEW OF THE REMUNERATION SYSTEM

The remuneration system for the Board of Executive Directors of K+S AKTIENGESELLSCHAFT has a key role in supporting the Company's corporate strategy and contributes to the long-term development of the K+S GROUP. Our goal is to support the successful and sustainable corporate governance of K+S by linking parts of the remuneration of the members of the Board of Executive Directors to the achievement of both short- and long-term goals, measured in terms of the development of the Company.

Financial as well as non-financial performance criteria are used to determine the payment of variable remuneration components. For instance, the short-term incentive (STI) is influenced by the performance factor, which acts as a multiplier for the STI and is primarily calculated based on the achievement of milestones from the corporate strategy. The long-term incentive (LTI), 50% of which is linked to the achievement of non-financial sustainability goals, focuses more on long-term corporate governance. The remaining 50% of the long-term incentive is based on the share price performance, providing an incentive to increase the value of the Company on a long-term and sustainable basis.

The criteria for the appropriateness of remuneration include, in particular, the responsibilities and performance of the Board

of Executive Directors, a comparison with senior executives in Germany¹, and the total workforce in Germany, as well as the financial situation, success, and future prospects of the Company relative to its comparable peers (MDAX).

REMUNERATION STRUCTURE AND COMPONENTS

The remuneration for the members of the Board of Executive Directors consists of annual components and those with a long-term incentive character. The annual remuneration components include both non-performance-related - fixed - and performance-related - variable - components. The non-performance-related components consist of fixed remuneration, non-cash and other benefits, as well as pension commitments. The variable performance-related portion consists of two components: the bonus (STI and performance factor) as well as two variable remuneration components, based on key indicators, with a long-term incentive character (LTI I and LTI II).

The target total remuneration is defined as fixed remuneration + bonus (STI) + long-term incentives (LTI I and LTI II). Fixed remuneration has a share of 37% of this sum, variable short-term incentive (STI) remuneration 25%, and variable long-term incentive (LTI) remuneration 38%. This ensures that the share of variable remuneration based on the achievement of long-term targets exceeds the share of variable remuneration for short-term targets. Variable remuneration has a relative share of 40% of the target annual remuneration (fixed remuneration + bonus (STI)), while fixed remuneration has a share of 60%.

Effective January 1, 2020, service agreements with all members of the Board of Executive Directors contain a claw-back clause.

Table **B.64** below shows the individual target remuneration for the members of the Board of Executive Directors during the financial year as well as the relative shares of each remuneration component in the target remuneration and the relative shares of variable remuneration in the annual remuneration. Remuneration components are prorated if a member joins or leaves the Board of Executive Directors during the year.

¹ With the sale of the Americas operating unit, the senior executives of the K+S Group are employed almost exclusively in Germany. From 2021 onward, the system has, therefore, been tailored to these individuals.

Members of the Board of Executive Directors in office as of December 31, 2021

	Dr. Burkhard Lohr Chief Executive Officer Board member since June 2012			Thorsten Boeckers Chief Financial Officer Board member since May 2017			Holger Riemensperger Chief Operating Officer Board member since April 2021		
	2021			2021			2021 ¹		
	in € thousand	in %	in %	in € thousand	in %	in %	in € thousand	in %	in %
Fixed remuneration	825.0	37	60	550.0	37	60	412.5	34	60
One-year variable remuneration									
- STI (2021)	570.0	25	40	380.0	25	40	285.0	23	40
Annual remuneration	1,395.0		100	930.0		100	697.5		100
Multi-year variable remuneration									
- LTI (2021-2023)	855.0	38		570.0	38		522.5	43	
2021 target remuneration	2,250.0	100		1,500.0	100		1,220.0	100	

Members of the Board of Executive Directors who left during the 2021 financial year

	Mark Roberts Board member from October 2012 to April 2021		
	2021 ¹		
	in € thousand	in %	in %
Fixed remuneration ²	220.0	54	63
One-year variable remuneration			
- STI (2021)	126.7	31	37
Annual remuneration	346.7		100
Multi-year variable remuneration			
- LTI (2021-2023)	63.3	15	
2021 target remuneration	410.0	100	

¹ Pro rata.

² Additional remuneration (€110 thousand p.a.) due to an additional role as CEO of Morton Salt, Inc. and the associated dual responsibility since March 1, 2020.

FIXED REMUNERATION AND FRINGE BENEFITS

Fixed, basic remuneration not related to performance is paid monthly. Additionally, the members of the Board of Executive Directors receive fringe benefits, in particular contributions to pension, health, and long-term care insurance as well as non-cash remuneration, which consists mainly of the use of company cars. In addition, the members of the Board of Executive Directors are covered by directors' and officers' liability insurance (D&O insurance) with the legally required deductible as well as accident insurance. The Chairman of the Board of Executive Directors receives 1.5 times the remuneration of an ordinary member of the Board of Executive Directors.

PERFORMANCE-RELATED REMUNERATION COMPONENTS

The performance-related remuneration components have two elements: the short-term incentive (STI) relates to the current financial year and, at 40%, comprises the smaller part of variable remuneration. It is calculated based on achievement of the K+S GROUP's planned EBITDA¹ and of targets agreed between the entire Board of Executive Directors and the Supervisory Board. At 60%, the long-term incentive (LTI) comprises the more significant part and consists of two equally weighted components. Since January 1, 2020, one component (LTI I) has been measured by the achievement of sustainability goals. The second component (LTI II) is based on share price performance. Both components are measured over a three-year period. The Chairman of the Board of Executive Directors receives 1.5 times the remuneration of an ordinary member of the Board of Executive Directors.

¹ EBITDA is defined as earnings before interest, taxes, depreciation, and amortization, adjusted for the amortization amount directly recognized in equity relating to own work capitalized, the result from fluctuations in the fair value of operating anticipatory hedges still outstanding, and changes in the fair value of realized operating anticipatory hedges recognized in prior periods.

SHORT-TERM INCENTIVE (STI)

The STI is calculated based on achievement of the K+S GROUP's EBITDA set in the annual planning and of targets agreed between the entire Board of Executive Directors and the Supervisory Board. EBITDA is a key performance indicator for gauging the profitability of the K+S GROUP and, as a performance criterion, it helps to promote the Company's business strategy. If the EBITDA value of the annual planning approved by the Supervisory Board is achieved, the level of achievement for this first STI component is deemed to be 100%. If the actual EBITDA exceeds or falls short of the planned EBITDA, the percentage rate of target achievement increases or decreases in a straight line by the same percentage. The maximum target achievement is 200% and the minimum achievement is 0%. The Supervisory Board has no discretion to influence target achievement.

The Supervisory Board signs a target agreement with the entire Board of Executive Directors at the start of each financial year and this agreement acts as a second component of the STI. The key targets for the financial year are presented in table **B.65**. After the end of the relevant financial year, the Supervisory Board determines a performance factor for the entire Board of Executive Directors. This performance factor, which ranges from 0.8 to 1.2, serves as a multiplier for the STI. If members leave before the year ends, the level of target achievement is usually assumed to be 100% if a reliable estimation is not yet available. The targets agreed with the Board of Executive Directors also include strategic targets, such as the development of a new strategy, including a **climate strategy**.

The STI for a given financial year is paid in April of the following year.

CALCULATION OF THE STI PAYMENT AMOUNT:

STI base amount x level of achievement based on K+S GROUP's EBITDA x performance factor

OBJECTIVES AND TARGET ACHIEVEMENT PERFORMANCE FACTOR

B.65

OBJECTIVE	TARGET ACHIEVEMENT
Successful sale of Americas operating unit by end of Q2/2021	Overachieved; transaction completed in April 2021
Establishment of a joint venture with REMEX bundling waste management activities by the end of Q2/2021	Overachieved; all conditions for completion were already met by K+S during the second quarter; the establishment of the joint venture was delayed due to outstanding antitrust approvals, which was outside the control of the members of the Board of Executive Directors
Development of a vision and strategy for the K+S Group after the successful sale of the Americas operating unit by the end of August 2021	Achieved
Identification and implementation of short-term and long-term measures to strengthen and optimize the K+S production sites in a sustainable manner	Overachieved
Professional monitoring of the FREP enforcement examination	Achieved

SHORT-TERM INCENTIVE – TARGET ACHIEVEMENT

Comparing the EBITDA planned in the annual planning approved by the Supervisory Board for the 2021 financial year (€503.0 million) with the actual EBITDA attained in the 2021 financial year (€969.1 million) results in target achievement of 192.7%. Based on a holistic consideration, the Supervisory Board set the performance factor for the financial year at 1.2.

Table **B.66** shows the individual payment amounts calculated for the financial year based on this data.

TARGET ACHIEVEMENT AND SHORT-TERM INCENTIVE PAYMENT (2021)

B.66

	Base amount in € thousand	Target achievement in %	Payment in € thousand
Members of the Board of Executive Directors in office as of December 31, 2021			
Dr. Burkhard Lohr	570.0	231.2 ²	1,318.1
Thorsten Boeckers	380.0	231.2 ²	878.7
Holger Riemensperger	285.0	231.2 ²	659.0
Members of the Board of Executive Directors who left during the 2021 financial year			
Mark Roberts ¹	126.7	100.0	126.7

¹ Mr. Roberts left the Company with effect from April 30, 2021 and his entitlements were paid out as part of his departure. The target achievement levels for K+S Group EBITDA and the performance factor had not yet been finalized at the time of his departure, so target achievement of 100% was agreed for him.

² EBITDA plan-actual comparison 192.7% x performance factor 1.2 = 231.2%

LONG-TERM INCENTIVE I (LTI I)

Sustainable corporate governance has an increasingly significant influence on a company's performance. In 2019, the Supervisory Board, therefore, resolved to link a significant portion of the Board of Executive Directors remuneration to sustainability goals. New rules have been set in this context for **LTI I**, which accounts for 50% of the long-term incentive.

As described on page 43 of the Annual Report, the Company has defined sustainability goals in three fields of action: "Company & Employees," "Environment & Resources," and "Business Ethics & Human Rights." One target was selected from each of these fields of action for LTI I, which is still assessed over three years. Values from Company planning were set as the benchmark for target achievement in each case.

Reducing the lost-time incident rate was chosen as a target for the "Society & Employees" field of action and comes from the "Health & Safety" category. The "Environment & Resources" field goal, coming from the "Resource Efficiency" category, is to reduce saline process water from potash production in Germany, while the "Business Ethics & Human Rights" field goal is associated the "Sustainable Supply Chains" category, which has two sub-targets of:

1. Maximizing the "number of critical suppliers aligned with the K+S GROUP's Supplier Code of Conduct (scoc)"
2. Increasing the "coverage of the purchasing volume by the K+S GROUP SCOC"

The three primary targets from the three fields of action carry equal weight.

I. Society & Employees: Health & Safety - Lost-Time Incident Rate (LTI Rate)

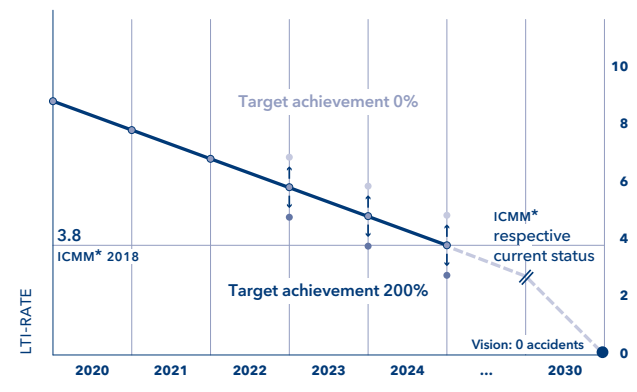
The LTI rate measures working hours lost per one million hours worked. This rate is to be reduced by three points over a three-year period in order to reach 100% target achievement. If actual performance is below or above target, the percentage increases or decreases to a maximum of 200% or a minimum of 0% on a straight-line basis. **B.67**

As part of the sale of the Americas operating unit during the 2021 financial year, the baseline and target values for the lost-time incident rate were adjusted to account for the working hours lost by the Americas operating unit. This necessitated amendments to the contracts with the Board of Executive Directors' members.

SOCIETY & EMPLOYEES -

LOST-TIME INCIDENT RATE (UNTIL 2024)

B.67



Schematic illustration.

* International Council on Mining and Metals.

Example calculation for the LTI I program:

LTI rate 8.7 = 100% target achievement

LTI rate 10.2 = 0% target achievement

LTI rate 7.2 = 200% target achievement

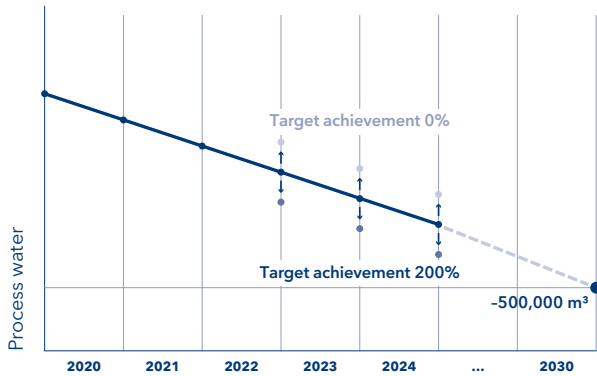
II. Environment & Resources: Resource Efficiency - Reduction of Saline Process Water

In this field of action, the Company has set itself the target of generating 500,000 m³ less saline process water from potash production in Germany per year from 2030 onwards than in 2017. The remuneration for this is based on the logic of "cubic meters per metric ton of product." Accordingly, a reduction of 115,385 m³ of process water must be achieved in a three-year period - assuming the production volume of 2017 - in order to achieve 100% compliance with the target (planned value).

If actual performance is below or above target (comparison of planned and actual values), the percentage increases or decreases to a maximum of 200% or a minimum of 0% on a straight-line basis. **B.68**

**ENVIRONMENT & RESOURCES -
PROCESS WATER (UNTIL 2024)**

B.68



Schematic illustration.

Example calculation for the LTI I program¹:

- Process water reduction -115,385 m³ = 100% target achievement
- Process water reduction -57,692 m³ = 0% target achievement
- Process water reduction -173,078 m³ = 200% target achievement

**III. Business Ethics & Human Rights: Sustainable Supply Chains -
Supplier Code of Conduct**

K+S calls for fair, sustainable business practices in supply chains and has established corresponding expectations and requirements in the K+S GROUP Supplier Code of Conduct (the Code). The target is to have a commitment rate to the Code for more than 90% of our purchasing volume by 2025 (commitment rate II). Another target is that 100% of our “critical” suppliers, in other words suppliers with a high sustainability risk, commit to the Code by 2025 (commitment rate I).

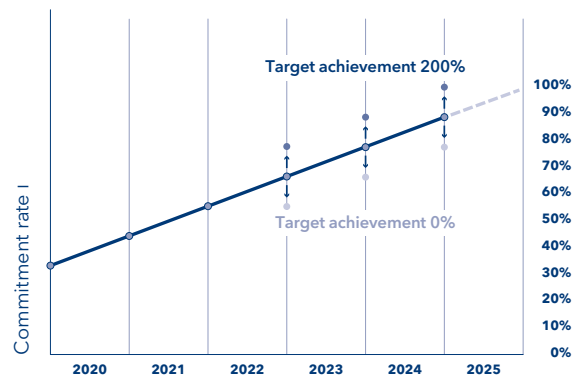
¹ Assumption: production volume in 2017.

The two sub-targets in this category carry equal weight.

The achievement of a 100% target for the critical supplier recognition rate requires an increase in the recognition rate of 33.3 percentage points over a three-year period (planned value). If actual performance is below or above target (comparison of planned and actual values), the percentage increases or decreases to a maximum of 200% or a minimum of 0% on a straight-line basis. **B.69**

**BUSINESS ETHICS & HUMAN RIGHTS - SUSTAINABLE
SUPPLY CHAINS (UNTIL 2024) CRITICAL SUPPLIERS**

B.69



Schematic illustration.

Example calculation for the LTI I program:

- Commitment rate I 66.6% = 100% target achievement
- Commitment rate I 50.0% = 0% target achievement
- Commitment rate I 83.3% = 200% target achievement

A 100% target achievement in purchasing volume coverage requires an increase in the recognition rate presented in the diagram below over a three-year period (plan value). Since the expectation is that the commitment rate will increase at a faster pace at the beginning than at subsequent stages, the shape of the curve is digressive. If actual performance is below or above target (comparison of planned and actual values), the percentage

increases or decreases to a maximum of 200% or a minimum of 0%. **B.70**

**BUSINESS ETHICS & HUMAN RIGHTS - SUSTAINABLE
SUPPLY CHAINS (UNTIL 2024) SPEND COVERAGE** **B.70**



Schematic illustration.

Example calculation for the LTI I program:

Commitment rate II 79.0% = 100% target achievement

Commitment rate II 62.0% = 0% target achievement

Commitment rate II 96.1% = 200% target achievement

Payment for LTI I is made in April of the year following the end of the program. In the event of termination of a service contract or reaching retirement age, a discounted pro-rata payment for all current tranches is generally made in April of the following year.

LONG-TERM INCENTIVE II (LTI II)

LTI II is based on the K+S share-price performance compared to the performance of the MDAX. The MDAX performance index is used for the calculation while ensuring comparability. If the K+S share price performance is equal to the performance of the MDAX during the reference period, the target achievement is 100%. If the price performance of K+S shares exceeds or falls short of the performance of the MDAX, the percentage rate of target achievement increases or decreases on a straight-line basis by the same percentage. The maximum target achievement is 200% and the minimum achievement is 0% **B.71**. Since LTI II - and, therefore, 50% of long-term remuneration - is linked to the performance of K+S shares, there are no separate additional share ownership guidelines.

Payment of LTI II is made in April of the year following the end of the program. In the event of termination of a service contract or reaching retirement age, a discounted pro-rata payment for all current tranches is generally made in April of the following year.

LONG-TERM INCENTIVE II PROGRAM

B.71

Reference period	Performance period		
2020	2021	2022	2023
MDAX 2020 ¹			MDAX 2023 ²
K+S shares 2020 ¹			K+S shares 2023 ²
	Beginning of program		End of program

¹ Average for the stock market year; reference base.

² Average for the stock market year 2023; reference base for comparison of performance with 2020.

TARGET ACHIEVEMENT AND PAYMENT FOR LONG-TERM INCENTIVE II (2019-2021)**B.72**

	Base amount in € thousand	Target achievement in %	Payment in € thousand
Members of the Board of Executive Directors in office as of December 31, 2021			
Dr. Burkhard Lohr	427.5	43.3	185.1
Thorsten Boeckers	285.0	43.3	123.4
Holger Riemensperger	-	-	-
Members of the Board of Executive Directors who left during the 2021 financial year			
Mark Roberts ¹	221.7	100.0	221.7

¹ Mr. Mark Roberts left the Company with effect from April 30, 2021 and his entitlements were paid out as part of his departure. The level of achievement for the LTI II program (2019-2021) had not yet been finalized at the time of his departure, so target achievement of 100% was agreed.

TARGET ACHIEVEMENT FOR LONG-TERM INCENTIVE II (2019-2021)

The target value for K+S shares at 100% target achievement was €27.58 per share. The price for K+S shares averaged €11.93 per share, resulting in target achievement of 43.3%. Table B.72 shows the individual payment amounts calculated for the financial year based on this data.

FORMER PROGRAM**LTI I PROGRAM UNTIL DECEMBER 31, 2019**

Dr. Burkhard Lohr, Mr. Thorsten Boeckers, and Mr. Mark Roberts have entitlements under the LTI I program (2019-2021), which ended on December 31, 2021. The following describes the system for this program:

For the calculation of LTI I for 2019, before the performance period began, the Supervisory Board used the mid-term planning to define the **value added** for each year of the performance period. The value added is calculated as follows:

Value added = (ROCE - weighted average cost of capital before taxes) x (operating assets¹ + working capital^{1,2})

The planned value added corresponds to the arithmetic mean of the three figures for value added during the performance period. After the performance period has ended, the actual value added is compared to the planned value added. If the actual and planned value added are the same, the target achievement is 100%. If the actual value added exceeds or falls short of the planned value added, the percentage rate of target achievement increases or decreases in a straight line by the same percentage. The maximum target achievement is 200% and the minimum achievement is 0%.

¹ Annual average.

² Adjusted for the goodwill-influencing deferred taxes from the initial consolidation.

Payment for LTI I (2019-2021) will be made in April 2022. In the event of termination of a service agreement or reaching retirement age, a discounted pro-rata payment for all current tranches is generally made in April of the following year.

TARGET ACHIEVEMENT FOR LONG-TERM INCENTIVE I (2019-2021)

Comparing the planned value added (€-123 million) with the actual value added (€-411 million) results in target achievement of 0%. Based on this data, there were no amounts to be paid to Dr. Burkhard Lohr or Mr. Thorsten Boeckers here. Mr. Mark Roberts left the Company with effect from April 30, 2021 and his entitlements were paid out as part of his departure. The level of target achievement for the LTI I program (2019-2021) had not yet been finalized at the time of his departure, so target achievement of 33.3% was agreed and resulted in a payment of €73.8 thousand.

REMUNERATION GRANTED AND OWED

Table B.73 below shows the remuneration granted and owed during the financial year to current members of the Board of Executive Directors or members who left during the financial year, in either case provided that their service had already been performed in full as of December 31.

Mark Roberts, who left the Company on April 30, 2021, received his remuneration in euros. For the purpose of limiting exchange-rate risks, a clause had been agreed according to which remuneration is paid for exchange-rate movements in the event that the actual rate of the respective transfers differs from the rate upon signing the contract (EUR 1.00 = USD 1.30) by more than 10% on specific occasions or by more than 5% on average for the whole year.

Members of the Board of Executive Directors in office as of December 31, 2021

	Dr. Burkhard Lohr Chief Executive Officer Board member since June 2012				Thorsten Boeckers Chief Financial Officer Board member since May 2017				Holger Riemensperger Chief Operating Officer Board member since April 2021			
	2021		2020		2021		2020		2021		2020	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Fixed remuneration	825.0	35	825.0	64	550.0	35	550.0	65	412.5	38	-	-
Fringe benefits	46.9	2	46.1	4	16.0	1	18.2	2	12.7	1	-	-
Total	871.9		871.1		566.0		568.2		425.2		-	-
One-year variable remuneration												
- STI (2021)	1,318.1	55	-	-	878.7	56	-	-	659.0	61	-	-
- STI (2020) ¹	-	-	285.0	22	-	-	190.0	22	-	-	-	-
Multi-year variable remuneration												
- LTI (2019-2021)	185.1	8	-	-	123.4	8	-	-	-	-	-	-
- LTI (2018-2020)	-	-	-	0	-	-	-	0	-	-	-	-
- LTI (2017-2020)	-	-	133.4	10	-	-	88.9	10	-	-	-	-
Other	-	0	-	0	-	0	-	0	-	0	-	-
Total	2,375.1	100	1,289.5	100	1,568.1	100	847.1	100	1,084.2	100	-	-

Members of the Board of Executive Directors who left during the 2021 financial year

	Mark Roberts Board member from October 2012 to April 2021			
	2021 ²		2020 ²	
	in € thousand	in %	in € thousand	in %
Fixed remuneration ³	235.9	14	732.4	66
Fringe benefits	18.4	1	65.3	6
Total	254.3		797.7	
One-year variable remuneration				
- STI (2021)	135.8	8	-	-
- STI (2020) ¹	-	-	216.9	19
Multi-year variable remuneration				
- LTI (2019-2021)	316.8	19	-	-
- LTI (2018-2020)	-	-	-	0
- LTI (2017-2020)	-	-	101.5	9
Other ⁴	975.4	58	-	0
Total	1,682.4	100	1,116.1	100

¹ In connection with the KfW loan in 2020, the Board of Executive Directors waived the portion of its entitlement to the bonus (STI) that exceeds 50% of the target achievement.

² Including exchange rate compensation.

³ Additional remuneration (€110 thousand p.a.) due to an additional role as CEO of Morton Salt, Inc. and the associated dual responsibility since March 1, 2020.

⁴ Mr. Mark Roberts left the Board of Executive Directors with effect from April 30, 2021 and his entitlements were paid out as part of his departure. The target achievement levels for the LTI (2020-2022) and LTI (2021-2023) programs had not yet been defined at the time of his departure, so target achievement of 100% was agreed for him. This resulted in the following payments: LTI (2020-2022) of €267.4 thousand and LTI (2021-2023) of €63.3 thousand. An incentive was also agreed with Mr. Roberts for the event that the Americas operating unit was successfully sold, with its amount dependent on the purchase price paid. Accordingly, a special bonus of €500 thousand was to be paid if a purchase price of €2.3 billion was attained; with the actual purchase price coming to €2.6 billion, this target was exceeded significantly. In addition, €144.7 thousand was paid as settlement of his vacation entitlement.

MAXIMUM REMUNERATION

The maximum remuneration in accordance with Section 87a (1) Sentence 2 No. 1 AktG is calculated by adding together all maximum remuneration components; it comprises the fixed salary, the cap on fringe benefits, the cap on the bonus (STI), the cap on long-term variable-remuneration components (LTI I and LTI II), as well as estimated service costs. The variable remuneration elements (STI and LTI) are each capped at 200% of the base amount. The Supervisory Board has set a maximum remuneration of €3,500 thousand for ordinary members and €5,250 thousand for the Chairperson for service agreements signed after December 8, 2020. The service agreements for Dr. Burkhard Lohr, Mr. Thorsten Boeckers, and Mr. Mark Roberts were signed prior to this date. The remuneration granted and owed to Mr. Holger Riemensperger during the financial year, including service costs, amounted to €1,340.9 thousand, which was below the maximum remuneration.

YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS

The following comparison illustrates the annual change in the remuneration granted and owed to current members of the Board of Executive Directors and members who left during a financial year, the earnings of K+S AKTIENGESELLSCHAFT, and the annual change in the average remuneration for employees in Germany on a full-time equivalent basis for the last five years. **B.74**

YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS FOR MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS

B.74

	Remuneration granted and owed in 2021	Remuneration granted and owed in 2020	2021 vs. 2020 change		2020 vs. 2019 change		2019 vs. 2018 change		2018 vs. 2017 change		2017 vs. 2016 change	
	in € thousand	in € thousand	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Members of the Board of Executive Directors in office as of December 31, 2021												
Dr. Burkhard Lohr	2,375.1	1,289.5	1,085.6	84	38.0	3	25.9	2	73.8	6	187.2	19
Thorsten Boeckers	1,568.1	847.1	721.0	85	20.4	2	8.5	1	303.7	59	514.5	-
Holger Riemensperger (since April 2021)	1,084.2	-	1,084.2	-	-	-	-	-	-	-	-	-
Members of the Board of Executive Directors who left during the 2021 financial year												
Mark Roberts (until April 2021)	1,682.4	1,116.1	566.3	51	104.4	10	74.8	8	-29.4	-3	-26.8	-3
Employees												
Average employee remuneration in Germany (in € thousand)	78.3	73.0	5.3	7	-0.4	0	3.5	5	-0.1	0	6.4	10
Earnings												
K+S AG net income (in € million)	1,152.4	-603.4	1,755.8	-	-891.6	-	213.7	287	186.9	-	-189.2	-
K+S Group EBITDA (in € million)	969.1	266.9	702.2	263	-143.5	-35	-195.9	-32	29.6	5	57.6	11

PENSION COMMITMENTS

The pensions of the active members of the Board of Executive Directors are based on a modular system, i.e., a pension module is created for each year of service as a member of the Board of Executive Directors.

For member agreements signed after December 8, 2020, the basis for calculating the pension modules is 20% of the fixed remuneration of the relevant member of the Board of Executive Directors. For agreements signed prior to this date, the basis for the calculations is 40% of the fixed remuneration. The amount is calculated in accordance with actuarial principles and set aside for retirement; the factors for the creation of the 2021 modules for the members of the Board of Executive Directors are between 9.5% and 16.5%, depending on their age. These factors decline with increasing age. The individual pension modules earned during the respective financial years are totaled and, when the insured event occurs, the respective member of the Board of Executive Directors or, if applicable, his or her surviving dependents, receive the benefit to which they are entitled. There is an upper limit on the total annual pension under this modular system, to avoid disproportionately high pensions resulting from long periods of service (> 15 years). Following a regular review in 2019, the upper limit for the Chairman of the Board of Executive Directors is €340,000 and €255,000 for each other member of the Board. These amounts are reviewed every three years and adjusted if necessary; the next review is scheduled for 2022. Pension benefits are only adjusted in line with the change in the "Consumer Price Index for Germany" upon payment. Pension agreements are subject to the legal provisions concerning the vesting of pension entitlements. Accordingly, pension entitlements do not vest until after five years of service.

For pension entitlements not covered by the Pension Protection Association, the Company purchases reinsurance policies for the members of the Board of Executive Directors concerned, which are pledged to them in case the Company becomes insolvent.

If the term of office of a member of the Board of Executive Directors ends before the member has reached 60 years of age, the retirement pension starts upon reaching the age of 65 unless it is to be paid on the basis of an occupational or general disability or as a surviving dependent's pension in the event of death. In the event of an occupational or general disability of a member of the Board of Executive Directors prior to reaching pension age, the respective member receives a disability pension commensurate with the pension modules created up to the time the disability occurs. If disability occurs before the age of 55, modules are notionally created on the basis of a minimum value for the years missing up to the age of 55. In the event of the death of an active or former member of the Board of Executive Directors, the surviving spouse receives 60%, each orphan 30%, and each half-orphan 15% of the benefit. The maximum amount of the benefits awarded to surviving dependents may not exceed 100% of the pension payment. If this amount is reached, the benefit is reduced proportionately. If a member of the Board of Executive Directors retires at the age of 60, entitlements can already be claimed in accordance with the pension commitment at that time.

An agreement was made with Mr. Mark Roberts - who left the Company as part of the sale of the Americas operating unit - to keep his pension agreement in effect regardless of him leaving his position on the Board of Executive Directors and his service as a result of the completion of the Americas transaction. It was assumed that his pensionable length of service would continue until the end of his original service contract, September 30, 2023, and this service period would be used as a basis for calculating his pension modules.

In 2021, the amounts shown in **B.75** were allocated to pension provisions for members of the Board of Executive Directors.

The pension module earned by each of the members of the Board of Executive Directors in 2021 gives rise to pension expenses, which are calculated in accordance with actuarial principles.

TERMINATION OF SERVICE CONTRACTS WITH THE BOARD OF EXECUTIVE DIRECTORS

If an appointment as a Board member is revoked, the member of the Board of Executive Directors usually receives, at the time of termination, a severance payment of 1.5 times the fixed remuneration, up to a maximum of the total remuneration for the remaining term of the service agreement.

In the event of early termination of an agreement with a member of the Board of Executive Directors as a result of a takeover (“**change of control**”), the fixed remuneration and bonuses outstanding until the end of the original term of the appointment will be paid plus a compensatory payment, unless there are reasons justifying a termination of the respective agreement without giving notice. The bonus is calculated on the basis of the average of the preceding two years. The compensatory payment is 1.5 times the annual fixed remuneration. In addition, there is an upper limit for severance

payments, which specifies that entitlements arising from the “change of control” clause in existing service contracts may not exceed the value of the combined annual remuneration for three years. This arrangement was amended to make the **combined annual remuneration for two years** the upper limit for service contracts signed after December 8, 2020. In the event of a change of control, members of the Board of Executive Directors enjoy no extraordinary right to terminate their agreement.

For the term of the service agreement and the subsequent two years after its termination, the member of the Board of Executive Directors undertakes not to work in any way for a competitor company of K+S or a company associated with K+S without the approval of K+S or to participate directly or indirectly in such a company or to conduct business for his or her own account or for the account of third parties in the business fields of K+S. The **post-contractual prohibition of competition** does not apply to subordinate activities for a competitor company without reference to the previous position on the Board of Executive Directors. The post-contractual non-competition clause shall be remunerated; income from self-employment, regular employment, or other gainful employment shall be offset. K+S may waive the non-competition clause prior to the expiry of the contract with a notice period of six months.

PENSIONS OF THE MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS¹

B.75

in € thousand		Age	Fair value as of Jan 1	Pension expenses ²	Fair value as of Dec 31
Members of the Board of Executive Directors in office as of December 31, 2021					
Dr. Burkhard Lohr	2021	58	8,666.6	1,165.7	8,669.3
Thorsten Boeckers ³	2021	46	5,373.4	1,385.9	5,413.7
Holger Riemensperger	2021	51	-	256.7	344.4
Members of the Board of Executive Directors who left during the 2021 financial year					
Mark Roberts	2021	58	7,060.0	279.1	8,610.2

¹ Information provided in accordance with IFRS.

² Equivalent to service costs.

³ Includes pension entitlements from his time as Head of Investor Relations of K+S Aktiengesellschaft (total commitment).

CLAW-BACK CLAUSE

The service agreements of all members of the Board of Executive Directors contain claw-back clauses. If there is a serious violation of legal requirements or of obligations arising from the Company's Articles of Association or from the Board member's agreement of service, the Company has the right to demand back or retain any LTI tranches (LTI I and LTI II) that are current at the time of the violation. The claw-back option was not used in the 2021 financial year.

OTHER

For the members of the Board of Executive Directors, the Supervisory Board has introduced an age limit set at the age of 65.

The members of the Board of Executive Directors were not promised or granted benefits by third parties for their work as executive directors during the reporting period - nor did they receive any loans. Apart from the service agreements mentioned, there are no contractual relationships between the Company or its Group companies and members of the Board of Executive Directors or persons closely related to them.

REMUNERATION GRANTED AND OWED TO FORMER MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS

Table **B.76** below presents the remuneration granted and owed to former members of the Board of Executive Directors during the 2021 financial year in accordance with Section 162 (1) Sentence 1 AktG. In accordance with Section 162 (5) AktG, personal details were not included for Board members whose last role on a governing body of K+S AKTIENGESELLSCHAFT ended before the 2012 financial year.

Mr. Roberts and K+S AKTIENGESELLSCHAFT signed a severance agreement that governs the settlement for the remaining term of his original employment contract from May 1, 2021 to September 30, 2023.

REMUNERATION GRANTED AND OWED TO FORMER MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS

B.76

	2021	
	in € thousand	in %
Mark Roberts ¹ Member of the Board of Executive Directors until April 2021	3,600.4	
Dr. Thomas Nöcker Member of the Board of Executive Directors until August 2018	285.1	100
Norbert Steiner Chairman of the Board of Executive Directors until May 2017	345.7	100
Gerd Grimmig, Member of the Board of Executive Directors until September 2014	225.3	100
Joachim Felker Member of the Board of Executive Directors until September 2012	147.4	100
Dr. Ralf Bethke Chairman of the Board of Executive Directors until June 2007/ Chairman of the Supervisory Board until May 2017	278.6	100

¹ Mr. Mark Roberts left the Board of Executive Directors with effect from April 30, 2021. He received the following remuneration for the remainder of his original employment contract from May 1, 2021 to September 30, 2023: fixed remuneration of €1,329.2 thousand (around 37%), one-year variable remuneration (STI) of €918.3 thousand (around 25%), and long-term incentive program payments of €1,352.9 thousand (around 38%).

YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS

The following comparison illustrates the annual change in the remuneration granted and owed to former members of the Board of Executive Directors, the earnings of K+S AKTIENGESELLSCHAFT, and the annual change in the average remuneration for employees in Germany on a full-time equivalent basis for the last five years. **B.77**

YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS DEVELOPMENT FOR FORMER MEMBERS OF THE BOARD OF EXECUTIVE DIRECTORS

B.77

	Remuneration granted and owed in 2021	Remuneration granted and owed in 2020	2021 vs. 2020 change		2020 vs. 2019 change		2019 vs. 2018 change		2018 vs. 2017 change		2017 vs. 2016 change	
	in € thousand	in € thousand	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Former Members of the Board of Executive Directors												
Mark Roberts (until April 2021)	3,600.4	-	3,600.4	-	-	-	-	-	-	-	-	-
Dr. Thomas Nöcker (until August 2018)	285.1	518.4	-233.3	-45	-110.7	-18	420.6	202	208.5	-	-	-
Norbert Steiner (until May 2017)	345.7	356.3	-10.6	-3	-4.8	-1	6.7	2	131.7	59	222.7	-
Gerd Grimmig (until September 2014)	225.3	224.2	1.1	0	3.1	1	-20.8	-9	2.4	1	4.4	2
Joachim Felker (until September 2012)	147.4	158.0	-10.6	-7	4.2	3	-4.8	-3	-37.6	-19	14.7	8
Dr. Ralf Bethke (until June 2007 / May 2017)	278.6	277.2	1.4	1	3.9	1	5.0	2	4.7	2	1.6	1
Employees												
Average employee remuneration in Germany (in € thousand)	78.3	73.0	5.3	7	-0.4	0	3.5	5	-0.1	0	6.4	10
Earnings												
K+S AG net income (in € million)	1,152.4	-603.4	1,755.8	-	-891.6	-	213.7	287	186.9	-	-189.2	-
K+S Group EBITDA (in € million)	969.1	266.9	702.2	263	-143.5	-35	-195.9	-32	29.6	5	57.6	11

REMUNERATION OF THE SUPERVISORY BOARD

OVERVIEW OF THE REMUNERATION SYSTEM

The provisions of the remuneration system for the Supervisory Board, as established in Article 12 of K+S AKTIENGESELLSCHAFT's Articles of Association, were passed at the Annual General Meeting on May 12, 2021 and have been applied in full in the time since January 1, 2021.

REMUNERATION STRUCTURE AND COMPONENTS

An ordinary member of the Supervisory Board receives fixed annual remuneration of €65 thousand. No additional attendance fees are paid. A chair receives twice this amount and a deputy chair 1.5 times this amount.

The members of the Audit Committee receive additional annual remuneration of €20 thousand. Remuneration for membership of the Personnel Committee is €5 thousand. The members of the Nomination Committee receive further annual remuneration of €2.5 thousand if at least two meetings have taken place during the fiscal year. Remuneration for membership of the Strategy Committee is €15 thousand. Each committee chair receives twice this amount and a deputy chair 1.5 times this amount. A resolution was passed during the fiscal year to establish a temporary special committee, which dealt with the FREP examination. The work on this committee was done without any extra remuneration. The members of the Supervisory Board are entitled to reimbursement by the Company of any expenses that are necessary and reasonable for the performance of their duties, as well as to reimbursement of any value added tax (VAT) payable as a consequence of their activities in their capacity as Supervisory Board members, if relevant.

Mr. Gerd Grimmig was appointed as an ordinary member of the Supervisory Board of the consolidated subsidiary K+S MINERALS AND AGRICULTURE GMBH with effect from January 1, 2021. Ms. Jella Benner-Heinacher, Dr. Elke Eller, Mr. Markus Heldt, and Dr. Rainier van Roessel have also been ordinary members of this body since October 1, 2021. Dr. Andreas Kreimeyer took up the chairmanship of the Supervisory Board of K+S MINERALS AND AGRICULTURE GMBH with effect from October 20, 2021.

An ordinary member receives annual remuneration of €5 thousand for a role on the Supervisory Board of the consolidated subsidiary K+S MINERALS AND AGRICULTURE GMBH. A chair receives twice this amount and a deputy chair 1.5 times this amount. In addition, the members receive an attendance fee of €400 per meeting.

Both Supervisory Boards have a rule that any member who was only on the Supervisory Board or one of its committees for part of a year receives one-twelfth of the relevant annual remuneration for each month that began during their membership.

The remuneration of the Supervisory Board is paid at the end of the first month following the close of the fiscal year.

REMUNERATION GRANTED AND OWED

Table **B.78** below shows the remuneration granted and owed during the fiscal year to current members of the Supervisory Board or members who left during the fiscal year, in either case provided that their underlying service had already been performed in full as of December 31.

Due to the coronavirus pandemic, members of the Supervisory Board were reimbursed expenses totaling €10.3 thousand for 2021 (2020: €31.8 thousand). Mr. Markus Heldt received payment of €12 thousand during the 2021 fiscal year through a consultancy

agreement, which had ended before he joined the Supervisory Board of K+S AKTIENGESELLSCHAFT. No other remuneration was paid to members of the Supervisory Board for services rendered personally, particularly consultancy or brokerage services, nor were any benefits granted.

In addition to the Supervisory Board remuneration, employee representatives who are employees of the K+S GROUP receive remuneration that is not related to activities performed for the Supervisory Board.

REMUNERATION GRANTED AND OWED TO THE SUPERVISORY BOARD

B.78

	Fixed remuneration		Audit Committee		Personnel Committee		Nomination Committee		Strategy Committee		Ad Hoc Special Committee FREP Examination		Remuneration from subsidiaries		Total remuneration	
	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Members of the Supervisory Board in office as of December 31, 2021																
Dr. Andreas Kreimeyer	130.0	66	20.0	10	10.0	5	5.0	2	30.0	15	-	-	3.3	2	198.3	100
Ralf Becker	97.5	71	20.0	15	5.0	3			15.0	11	-	-			137.5	100
Petra Adolph	65.0	76	20.0	24							-	-			85.0	100
André Bahn	65.0	81							15.0	19					80.0	100
Jella S. Benner-Heinacher	65.0	73	20.0	22			2.5	3			-	-	2.1	2	89.6	100
Philip Freiherr von dem Bussche	65.0	79					2.5	3	15.0	18					82.5	100
Dr. Elke Eller	65.0	90			5.0	7							2.1	3	72.1	100
Gerd Grimmig	65.0	88					2.5	3					6.6	9	74.1	100
Axel Hartmann	65.0	76	20.0	24											85.0	100
Markus Heldt (since May 12, 2021)	43.3	95											2.1	5	45.4	100
Michael Knackmuß	65.0	93			5.0	7									70.0	100
Thomas Kölbl	65.0	62	40.0	38											105.0	100
Gerd Kübler	65.0	100													65.0	100
Dr. Rainier van Roessel	65.0	97											2.1	3	67.1	100
Peter Trotha (since August 17, 2021)	27.1	100													27.1	100
Brigitte Weitz	65.0	100													65.0	100
Total	1,077.9		140.0		25.0		12.5		75.0		-		18.3		1,348.7	
Members of the Supervisory Board who left during the 2021 financial year																
Nevin McDougall (until May 12, 2021)	27.1	100													27.1	100
Anke Roehr (until May 31, 2021)	27.1	100													27.1	100
Total	54.2		-		-		-		-		-		-		54.2	

A member of the family of a Supervisory Board member is employed by the K+S GROUP. This individual's remuneration is paid in accordance with the internal remuneration guidelines of the K+S GROUP and corresponds to the usual remuneration of individuals in comparable positions.

YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS

The following comparison illustrates the annual change in the remuneration granted and owed to current and former members of the Supervisory Board, the earnings of K+S AKTIENGESELLSCHAFT, and the annual change in the average remuneration for employees in Germany on a full-time equivalent basis for the last five years.

B.79

YEAR-ON-YEAR COMPARISON OF REMUNERATION AND EARNINGS FOR MEMBERS OF THE SUPERVISORY BOARD

B.79

	Remuneration granted and owed in 2021	Remuneration granted and owed in 2020	2021 vs. 2020 change		2020 vs. 2019 ¹ change		2019 ¹ vs. 2018 change		2018 vs. 2017 change		2017 vs. 2016 change	
	in € thousand	in € thousand	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %	in € thousand	in %
Members of the Supervisory Board in office as of December 31, 2021												
Dr. Andreas Kreimeyer	198.3	273.3	-75.0	-27	51.8	23	-26.8	-11	52.3	27	80.9	70
Ralf Becker	137.5	205.0	-67.5	-33	47.5	30	-2.6	-2	38.3	31	-	0
Petra Adolph	85.0	128.5	-43.5	-34	25.3	24	25.1	32	78.2	-	-	-
André Bahn	80.0	125.0	-45.0	-36	41.3	49	14.8	22	68.9	-	-	-
Jella S. Benner-Heinacher	89.6	130.8	-41.2	-32	17.0	15	-15.1	-12	5.1	4	8.0	7
Philip Freiherr von dem Bussche	82.5	125.8	-43.3	-34	30.8	32	-18.5	-16	-2.3	-2	2.3	2
Dr. Elke Eller	72.1	120.3	-48.2	-40	23.8	25	23.3	32	73.2	-	-	-
Gerd Grimmig	74.1	109.8	-35.7	-32	26.0	31	14.8	22	68.9	-	-	-
Axel Hartmann	85.0	129.3	-44.3	-34	26.8	26	-18.5	-15	-0.8	-1	0.8	1
Markus Heldt (since May 12, 2021)	45.4	-	45.4	-	-	-	-	-	-	-	-	-
Michael Knackmuß	70.0	121.8	-51.8	-43	26.0	27	-13.8	-13	5.8	6	-	0
Thomas Kölbl	105.0	144.3	-39.3	-27	26.0	22	-12.0	-9	49.1	60	81.2	-
Gerd Kübler	65.0	109.8	-44.8	-41	6.0	6	-	0	-	0	-0.8	-1
Dr. Rainier van Roessel (since June 10, 2020)	67.1	63.6	3.5	5	63.6	-	-	-	-	-	-	-
Peter Trotha (since August 17, 2021)	27.1	-	27.1	-	-	-	-	-	-	-	-	-
Brigitte Weitz (since August 26, 2020)	65.0	45.4	19.6	43	45.4	-	-	-	-	-	-	-
Members of the Supervisory Board who left during the 2021 financial year												
Nevin McDougall (until May 12, 2021)	27.1	109.0	-81.9	-75	25.3	30	15.6	23	68.2	-	-	-
Anke Roehr (until May 31, 2021)	27.1	109.0	-81.9	-75	26.0	31	-20.8	-20	-	0	25.8	33
Employees												
Average employee remuneration in Germany (in € thousand)	78.3	73.0	5.3	7	-0.4	0	3.5	5	-0.1	0	6.4	10
Earnings												
K+S AG net income (in € million)	1,152.4	-603.4	1,755.8	-	-891.6	-	213.7	287	186.9	-	-189.2	-
K+S Group EBITDA (in € million)	969.1	266.9	702.2	263	-143.5	-35	-195.9	-32	29.6	5	57.6	11

¹ Incorporates a waiver of 20% of fixed remuneration.

AGE LIMIT AND MAXIMUM TERMS OF OFFICE

Candidates for the Supervisory Board may not be older than 70 at the time of election. In addition, members may serve on the Supervisory Board for a maximum of two terms of office – three in exceptional cases. This does not affect the statutory co-determination rules.

ATTENDANCE AT MEETINGS

Table **B.80** below provides an individualized overview of members' attendance of meetings of the Supervisory Board and its committees in 2021.

ATTENDANCE OF MEETINGS BY MEMBERS OF THE SUPERVISORY BOARD OF K+S AKTIENGESELLSCHAFT IN THE 2021 FINANCIAL YEAR

B.80

	Meetings, incl. committee meetings	Total number of full Board meetings	Attendance of full Board meetings	Total number of committee meetings	Attendance of committee meetings	Attendance as a percentage of total
Supervisory Board members						
Dr. Andreas Kreimeyer	32	9	9	23	23	100%
Ralf Becker	29	9	9	20	20	100%
Petra Adolph	22	9	8	13	12	91%
André Bahn	11	9	9	2	2	100%
Jella S. Benner-Heinacher	25	9	9	16	16	100%
Philip Freiherr von dem Bussche	14	9	8	5	5	93%
Dr. Elke Eller	14	9	8	5	4	86%
Gerd Grimmig	12	9	9	3	3	100%
Axel Hartmann	15	9	9	6	6	100%
Markus Heldt (since May 12)	4	4	4	-	-	100%
Michael Knackmuß	14	9	8	5	3	79%
Thomas Kölbl	15	9	9	6	6	100%
Gerd Kübler	9	9	9	-	-	100%
Nevin McDougall (until May 12)	5	5	5	-	-	100%
Anke Roehr (until May 31)	5	5	5	-	-	100%
Dr. Rainier van Roessel	9	9	9	-	-	100%
Peter Trotha (since August 17)	4	4	4	-	-	100%
Brigitte Weitz	9	9	9	-	-	100%
Total	248	144	97%	104	96%	97%

INDEPENDENT AUDITOR'S REPORT

To K+S AKTIENGESELLSCHAFT, Kassel

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND OF THE GROUP MANAGEMENT REPORT

AUDIT OPINIONS

We have audited the consolidated financial statements of K+S AKTIENGESELLSCHAFT, Kassel, and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2021, and the consolidated statement of comprehensive income, consolidated statement of profit or loss, consolidated statement of changes in equity and consolidated statement of cash flows for the financial year from 1 January to 31 December 2021, and notes to the consolidated financial statements, which are combined with the notes to the annual financial statements, including a summary of significant accounting policies. In addition, we have audited the group management report of K+S AKTIENGESELLSCHAFT, which is combined with the Company's management report, - which comprise the content included to comply with the German legal requirements as well as the remuneration report pursuant to § [Article] 162 AktG [Aktiengesetz: German Stock Corporation Act], including the related disclosures, included in section "Remuneration Report" of the group management report - for the financial year from 1 January to 31 December 2021. In accordance with the German legal requirements, we have not audited the content of those parts of the group management report listed in the "Other Information" section of our auditor's report.

In our opinion, on the basis of the knowledge obtained in the audit,

- + the accompanying consolidated financial statements comply, in all material respects, with the IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to § 315e Abs. [paragraph] 1 HGB [Handelsgesetzbuch: German Commercial Code] and, in compliance with these requirements, give a true and fair view of the assets, liabilities, and financial position of the Group as at 31 December 2021, and of its financial performance for the financial year from 1 January to 31 December 2021, and
- + the accompanying group management report as a whole provides an appropriate view of the Group's position. In all material respects, this group management report is consistent with the consolidated financial statements, complies with

German legal requirements and appropriately presents the opportunities and risks of future development. Our audit opinion on the group management report does not cover the content of those parts of the group management report listed in the "Other Information" section of our auditor's report.

Pursuant to § 322 Abs. 3 Satz [sentence] 1 HGB, we declare that our audit has not led to any reservations relating to the legal compliance of the consolidated financial statements and of the group management report.

BASIS FOR THE AUDIT OPINIONS

We conducted our audit of the consolidated financial statements and of the group management report in accordance with § 317 HGB and the EU Audit Regulation (No. 537/2014, referred to subsequently as "EU Audit Regulation") in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and of the Group Management Report" section of our auditor's report. We are independent of the group entities in accordance with the requirements of European law and German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. In addition, in accordance with Article 10 (2) point (f) of the EU Audit Regulation, we declare that we have not provided non-audit services prohibited under Article 5 (1) of the EU Audit Regulation. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions on the consolidated financial statements and on the group management report.

KEY AUDIT MATTERS IN THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year from 1 January to 31 December 2021. These matters were addressed in

the context of our audit of the consolidated financial statements as a whole, and in forming our audit opinion thereon; we do not provide a separate audit opinion on these matters.

In our view, the matters of most significance in our audit were as follows:

1. Mining obligations
2. Measurement of non-current assets of the cash-generating unit "Potash and Magnesium Products"

Our presentation of these key audit matters has been structured in each case as follows:

- a) Matter and issue
- b) Audit approach and findings
- c) Reference to further information

Hereinafter we present the key audit matters:

1. MINING OBLIGATIONS

- a) In the Company's consolidated financial statements, mining provisions in the amount of EUR 1,017.4 million are recognized under non-current provisions and in the amount of EUR 4.2 million under current provisions. These provisions primarily relate to obligations for mine and shaft backfilling, the storage of tailings piles, mining damage and dismantling. Interest rate changes arising from the long-term nature of the obligations could have a significant influence on the measurement of this material mining provision, which is recognized at present value and calculated based on a measurement model in accordance with the discounted cash flow method. Furthermore, the provisions are, due to their long-term nature and large volume, based on estimations and assumptions of the executive directors regarding future cost developments and the inclusion of future income, wastewater volumes, technological developments, especially methods for covering tailings piles, as well as the lifespans of the mines. Statutory, contractual and official requirements have a material influence on the recognition and the amount of the provisions.

Against this backdrop, in our view, these matters were of particular significance in the context of our audit because the recognition and measurement of these items that are significant in terms of their amount are subject to considerable scopes of judgment on the part of the executive directors and have a direct and significant effect on the consolidated financial statements.

- b) As part of our audit, we analyzed the measures of the executive directors for assessing the completeness and measurement of the mining obligations. In this context, we reviewed the organizational and procedural structures of the process for the recognition of mining provisions with a view to their appropriateness and the effectiveness of the audit-relevant controls. In doing so, we adapted our analysis to our knowledge of the statutory, contractual and official requirements and the up-to-dateness of the respective storage concepts and assessed the current state of the official requirements and storage concepts based on evidence in the form of correspondence with mining authorities and itemized lists of facts in terms of amount. A further area of focus was the assessment of the underlying storage concepts, the underlying cost assumptions and the offset income. Furthermore, we verified that the cost increase rates and maturity-matched interest rates were properly derived from market data. We assessed the reliability of the assumptions of the executive directors by comparing actual cost rates for the financial year with the planning of the prior year. As part of our audit, we also evaluated the results of experts and the professional qualifications of the experts. For the assessment of the discount rate, we reviewed and assessed evidence relating to the parameters used. Furthermore, we verified the time planning for the utilization of the provisions. In the event of changes in the estimates previously made, we obtained evidence in order to assess whether these adjustments were proper.

We were able to satisfy ourselves that the estimates and assumptions made by the executive directors for the recognition and measurement of the mining provisions were sufficiently substantiated and documented.

- c) The disclosures regarding the mining provisions are contained in section "(23) Provisions for mining obligations" of the notes to the consolidated financial statements.

2. MEASUREMENT OF NON-CURRENT ASSETS OF THE CASH-GENERATING UNIT "POTASH AND MAGNESIUM PRODUCTS"

- a) In financial year 2020, the executive directors of the Company recognized an impairment of the non-current assets of the cash-generating unit "Potash and Magnesium Products". The basis for this measurement was the negative development at that time of the decisive measurement factors for the potash business, especially the medium-term price development, the potash price achievable in the long term and the capital cost

rate. The impairment losses recognized in 2020 amounted to € 1.9 billion and primarily related to property, plant and equipment (€ 1.8 billion).

In financial year 2021, the executive directors of K+S AG, due to the positive development of the decisive measurement factors, identified indicators pursuant to IAS 36.110 according to which the need for impairment no longer exists and fully reversed the impairment recognized in financial year 2020 on non-current assets with the exception of goodwill.

The measurement of property plant and equipment was reviewed based on their fair value less costs of disposal that exceed their value in use. The recoverable amount, as the larger value from fair value less costs of disposal and value in use, was calculated based on a measurement model in accordance with the discounted cash flow method. In this context, the planning calculations for the coming three years (medium-term planning) prepared by the executive directors and acknowledged by the supervisory board were taken as a basis and extrapolated based on long-term assumptions regarding potash prices, the planned utilization levels and production capacities of the plants, their expected lifespans and the planned costs.

The outcome of these valuations is dependent to a large extent on the estimates made by the executive directors of the future cash flows and on the discount rates, rates of growth and other assumptions applied. The measurements are therefore subject to material uncertainty and scopes for judgment. Against this background and due to the underlying complexity of the valuation, this matter was of particular significance in the context of our audit.

- b) For the assessment of the appropriateness of the calculation underlying the valuation, we reconciled the anticipated incoming future cash flows contained therein with the planning adopted by the Board of Directors and approved by the Supervisory Board. Furthermore, with the involvement of our measurement specialists, we assessed the assumptions underlying the planning using general and sector-specific market expectations and current price developments in the potash market. To achieve greater objectivity regarding the forecast potash price developments, we also took, in particular, market studies by third parties regarding potash

price developments into account. In addition, we assessed the appropriate consideration of the costs of Group functions. In light of the fact that even relatively small changes in the discount rate applied can have a material impact on the level of the fair value determined (less costs of disposal), we, together with our measurement specialists, also assessed the parameters taken by K+S as the basis for determining the discount rate applied as well as the assumptions underlying the model for deriving the discount rate. In addition, we verified the calculation models with a view to their consistency and calculation systematics. In order to reflect the uncertainty inherent in the projections, we evaluated the sensitivity analyses performed by the Company. Furthermore, we reviewed the completeness and accuracy of the assumptions in the notes to the consolidated financial statements required in the context of this impairment reversal pursuant to IAS 36 and in so doing took the findings of the audit of the German Financial Reporting Enforcement Panel (FREP) completed in the year under review into account.

Overall, the valuation parameters and assumptions used by the executive directors are in line with our expectations and are also within the ranges considered by us to be reasonable.

- c) The disclosures of the Company regarding the reversal of the impairment of property, plant and equipment are contained in the section "Notes to the income statement under "(12) Intangible assets, propoerty, plant and equipment ans impairment tests".

OTHER INFORMATION

The executive directors are responsible for the other information. The other information comprises the following non-audited parts of the group management report:

- + the statement on corporate governance pursuant to § 289f HGB and § 315d HGB included in section "Declaration on corporate governance" of the group management report
- + the non-financial statement pursuant to § 289b Abs. 1 HGB and § 315b Abs. 1 HGB included in section "Combined Non-Financial Statement" of the group management report
- + the information included in the sections "Business model" and "Report on economic position" of the group management report, which are marked as non-audited.

The other information also comprises all other parts of the annual report – without further crossreferences to external information – with the exception of the audited consolidated financial statements, the audited group management report and our auditor’s report.

Our audit opinions on the consolidated financial statements and on the group management report do not cover the other information, and consequently we do not express an audit opinion or any other form of assurance conclusion thereon.

In connection with our audit, our responsibility is to read the other information mentioned above and, in so doing, to consider whether the other information

- + is materially inconsistent with the consolidated financial statements, with the group management report disclosures audited in terms of content or with our knowledge obtained in the audit, or
- + otherwise appears to be materially misstated.

RESPONSIBILITIES OF THE EXECUTIVE DIRECTORS AND THE SUPERVISORY BOARD FOR THE CONSOLIDATED FINANCIAL STATEMENTS AND THE GROUP MANAGEMENT REPORT

The executive directors are responsible for the preparation of the consolidated financial statements that comply, in all material respects, with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to § 315e Abs. 1 HGB and that the consolidated financial statements, in compliance with these requirements, give a true and fair view of the assets, liabilities, financial position, and financial performance of the Group. In addition, the executive directors are responsible for such internal control as they have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the executive directors are responsible for assessing the Group’s ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting unless there is an intention to liquidate the Group or to cease operations, or there is no realistic alternative but to do so.

Furthermore, the executive directors are responsible for the preparation of the group management report that, as a whole, provides an appropriate view of the Group’s position and is, in all material respects, consistent with the consolidated financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, the executive directors are responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a group management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the group management report.

The supervisory board is responsible for overseeing the Group’s financial reporting process for the preparation of the consolidated financial statements and of the group management report.

The executive directors and the supervisory board are further responsible for the preparation of the remuneration report, including the related disclosures, which is included in a separate section of the group management report and complies with the requirements of § 162 AktG. They are also responsible for such internal control as they determine is 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 FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND OF THE GROUP MANAGEMENT REPORT

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the group management report as a whole provides an appropriate view of the Group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our audit opinions on the consolidated financial statements and on the group management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with § 317 HGB and the EU Audit Regulation and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and this group management report.

We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- + Identify and assess the risks of material misstatement of the consolidated financial statements and of the group management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- + Obtain an understanding of internal control relevant to the audit of the consolidated financial statements and of arrangements and measures (systems) relevant to the audit of the group management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of these systems.
- + Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.
- + Conclude on the appropriateness of the executive directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements and in the group management report or, if such disclosures are inadequate, to modify our respective audit opinions. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to be able to continue as a going concern.
- + Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to § 315e Abs. 1 HGB.
- + Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express audit opinions on the consolidated financial statements and on the group management report. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinions.
- + Evaluate the consistency of the group management report with the consolidated financial statements, its conformity with German law, and the view of the Group's position it provides.
- + Perform audit procedures on the prospective information presented by the executive directors in the group management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by the executive directors as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate audit opinion on the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with the relevant independence requirements, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, the related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

OTHER LEGAL AND REGULATORY REQUIREMENTS

REPORT ON THE ASSURANCE ON THE ELECTRONIC RENDERING OF THE CONSOLIDATED FINANCIAL STATEMENTS AND THE GROUP MANAGEMENT REPORT PREPARED FOR PUBLICATION PURPOSES IN ACCORDANCE WITH § 317 ABS. 3A HGB

ASSURANCE OPINION

We have performed assurance work in accordance with § 317 Abs. 3a HGB to obtain reasonable assurance as to whether the rendering of the consolidated financial statements and the group management report (hereinafter the "ESEF documents") contained in the electronic file 529900YURAYD4JX2J91-2021-12-31-de (2).zip and prepared for publication purposes complies in all material respects with the requirements of § 328 Abs. 1 HGB for the electronic reporting format ("ESEF format"). In accordance with German legal requirements, this assurance work extends only to the conversion of the information contained in the consolidated financial statements and the group management report into the ESEF format and therefore relates neither to the information contained within these renderings nor to any other information contained in the electronic file identified above.

In our opinion, the rendering of the consolidated financial statements and the group management report contained in the electronic file identified above and prepared for publication purposes complies in all material respects with the requirements of § 328 Abs. 1 HGB for the electronic reporting format. Beyond this assurance opinion and our audit opinion on the accompanying consolidated financial statements and the accompanying group management report for the financial year from 1 January to 31 December 2021 contained in the "Report on the Audit of the Consolidated Financial Statements and on the Group Management Report" above, we do not express any assurance opinion on the information contained within these renderings or on the other information contained in the electronic file identified above.

BASIS FOR THE ASSURANCE OPINION

We conducted our assurance work on the rendering of the consolidated financial statements and the group management report contained in the electronic file identified above in accordance with § 317 Abs. 3a HGB and the IDW Assurance Standard: Assurance Work on the Electronic Rendering, of Financial Statements and Management Reports, Prepared for Publication Purposes in Accordance with § 317 Abs. 3a HGB (IDW AsS 410 (10.2021)) and the International Standard on Assurance Engagements 3000 (Revised). Our responsibility in accordance therewith is further described in the "Group Auditor's Responsibilities for the Assurance Work on the ESEF Documents" section. Our audit firm applies the IDW Standard on Quality Management 1: Requirements for Quality Management in the Audit Firm (IDW QS 1).

RESPONSIBILITIES OF THE EXECUTIVE DIRECTORS AND THE SUPERVISORY BOARD FOR THE ESEF DOCUMENTS

The executive directors of the Company are responsible for the preparation of the ESEF documents including the electronic renderings of the consolidated financial statements and the group management report in accordance with § 328 Abs. 1 Satz 4 Nr. [number] 1 HGB and for the tagging of the consolidated financial statements in accordance with § 328 Abs. 1 Satz 4 Nr. 2 HGB.

In addition, the executive directors of the Company are responsible for such internal control as they have considered necessary to enable the preparation of ESEF documents that

are free from material non-compliance with the requirements of § 328 Abs. 1 HGB for the electronic reporting format, whether due to fraud or error.

The supervisory board is responsible for overseeing the process for preparing the ESEF documents as part of the financial reporting process.

GROUP AUDITOR'S RESPONSIBILITIES FOR THE ASSURANCE WORK ON THE ESEF DOCUMENTS

Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material non-compliance with the requirements of § 328 Abs. 1 HGB, whether due to fraud or error. We exercise professional judgment and maintain professional skepticism throughout the assurance work. We also

- + Identify and assess the risks of material non-compliance with the requirements of § 328 Abs. 1 HGB, whether due to fraud or error, design and perform assurance procedures responsive to those risks, and obtain assurance evidence that is sufficient and appropriate to provide a basis for our assurance opinion.
- + Obtain an understanding of internal control relevant to the assurance work on the ESEF documents in order to design assurance procedures that are appropriate in the circumstances, but not for the purpose of expressing an assurance opinion on the effectiveness of these controls.
- + Evaluate the technical validity of the ESEF documents, i.e., whether the electronic file containing the ESEF documents meets the requirements of the Delegated Regulation (EU) 2019/815 in the version in force at the date of the consolidated financial statements on the technical specification for this electronic file.
- + Evaluate whether the ESEF documents provide an XHTML rendering with content equivalent to the audited consolidated financial statements and to the audited group management report.
- + Evaluate whether the tagging of the ESEF documents with Inline XBRL technology (iXBRL) in accordance with the requirements of Articles 4 and 6 of the Delegated Regulation (EU) 2019/815, in the version in force at the date of the consolidated financial statements, enables an appropriate and complete machine-readable XBRL copy of the XHTML rendering.

FURTHER INFORMATION PURSUANT TO ARTICLE 10 OF THE EU AUDIT REGULATION

We were elected as group auditor by the annual general meeting on 12 May 2021. We were engaged by the supervisory board on 28 May 2021. We have been the group auditor of the K+S AKTIENGESELLSCHAFT, Kassel, without interruption since the financial year 2021.

We declare that the audit opinions expressed in this auditor's report are consistent with the additional report to the audit committee pursuant to Article 11 of the EU Audit Regulation (long-form audit report).

REFERENCE TO AN OTHER MATTER – USE OF THE AUDITOR'S REPORT

Our auditor's report must always be read together with the audited consolidated financial statements and the audited group management report as well as the assured ESEF documents. The consolidated financial statements and the group management report converted to the ESEF format – including the versions to be published in the Federal Gazette – are merely electronic renderings of the audited consolidated financial statements and the audited group management report and do not take their place. In particular, the "Report on the Assurance on the Electronic Rendering of the Consolidated Financial Statements and the Group Management Report Prepared for Publication Purposes in Accordance with § 317 Abs. 3a HGB" and our assurance opinion contained therein are to be used solely together with the assured ESEF documents made available in electronic form.

GERMAN PUBLIC AUDITOR RESPONSIBLE FOR THE ENGAGEMENT

The German Public Auditor responsible for the engagement is Michael Conrad.

Frankfurt am Main, 8 March 2022

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

Michael Conrad
Wirtschaftsprüfer

Thorsten Neumann
Wirtschaftsprüfer

II. FURTHER INFORMATION AND NOTES

We kindly request shareholders to pay particular attention to the following information, especially regarding the possibility of participating in the Annual General Meeting in audio and video format, exercising voting rights, the right to ask questions and submit motions, as well as exercising the right to object to the Annual General Meeting and submit comments.

1. Conducting the Annual General Meeting as a virtual Annual General Meeting

With the consent of the Supervisory Board, the Annual General Meeting is hereby authorized, pursuant to Section 1 of the Act on Measures in Corporate, Cooperative, Association, Foundation and Residential Property Law to Combat the Effects of the COVID-19 pandemic of March 27, 2020 (Federal Law Gazette I No. 14 2020, p. 570), as amended by the Act on the Further Shortening of the Residual Debt Exemption Procedure and on the Adjustment of Pandemic-Related Provisions in Corporate, Cooperative, Association and Foundation Law and in Tenancy and Lease Law of December 2020 (Federal Law Gazette I No. 67 2020, p. 3328), the validity of which was extended until August 31, 2022 by the Act on the Establishment of a Special Fund "Reconstruction Assistance 2021" and on the Temporary Suspension of the Insolvency Application Requirement Due to Heavy Rainfall and Floods in July 2021 and on the Amendment of Other Laws of September 10, 2021 (Federal Law Gazette I No. 63 2021, p. 4153) (hereinafter "COVID-19 Act") as a virtual Annual General Meeting without the physical presence of shareholders or their proxies. Physical attendance by shareholders or their proxies is, therefore, excluded.

Shareholders who have duly registered for the Annual General Meeting or their proxies have the possibility of participating in the Annual General Meeting in its entirety in audio and video format (hereinafter referred to as "participation").

Shareholders or their proxies may exercise their voting rights exclusively by postal vote or by granting power of attorney to the Company's proxies. Further details are presented in more detail below.

2. Requirements for participating in the virtual Annual General Meeting and exercising voting rights

Only those shareholders who have registered with the Company by midnight on Thursday, May 5, 2022 at the latest and are entered in the share register for the registered shares are entitled to attend the virtual Annual General Meeting and exercise their voting rights - in personally or by proxy (both in terms of electronic attendance only).

You can register using the Company's Online Service. The Online Service can be reached at

www.kpluss.com/agm.

Shareholders who wish to register via the Online Service need their shareholder number and the corresponding access password. Those shareholders, who already have a self-chosen access password, must use their self-chosen access password. All other shareholders listed in the share register will receive their shareholder number and a corresponding access password enclosed in the invitation letter to the virtual Annual General Meeting.

Registrations may also be sent to the following address:

K+S AKTIENGESELLSCHAFT
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München, Germany
Fax: +49 89 889 6906-33
E-mail: k-plus-s-hv2022@better-orange.de

A form that can be used for this purpose will be sent to shareholders entered in the share register with the letter of invitation to the virtual Annual General Meeting. For more information on the registration procedure, please refer to the instructions on the registration form or on the website at

www.kpluss.com/agm.

Shareholders are still entitled to dispose of their shares even after registering for the Annual General Meeting. For the exercise of rights, in particular voting rights, the shareholder entered in the share register on the day of the Annual General Meeting is decisive, irrespective of any securities account holdings. Orders for the rewriting of the share

register received by K+S AKTIENGESELLSCHAFT after the end of the registration deadline in the period from May 6, 2022 up to and including May 12, 2022 will only be processed and taken into account with effect after the Annual General Meeting on May 12, 2022. The technically relevant record date is therefore the end of May 5, 2022.

If an intermediary is entered in the share register, he or she may only exercise voting rights for shares not held by him or her based on a proxy issued by the shareholder. The same applies to shareholders' associations, proxy advisers and other persons treated as equivalent pursuant to Section 135 (8) of the German Stock Corporation Act (AktG).

Holders of American Depositary Receipts (ADRs) are requested to direct any questions they may have to the Bank of New York Mellon/New York (phone: +1 888 269-2377) or to their bank or broker.

3. Transmission of the virtual Annual General Meeting in video and audio format

For shareholders who have duly registered for the Annual General Meeting, or their proxies, the entire Annual General Meeting will be broadcast in video and audio format using the Company's Online Service by clicking the "Video and Audio Transmission" link available as of 10:00 a.m. on May 12, 2022.

The opening of the Annual General Meeting by the Chairman of the Meeting and the speech by the Chairman of the Board of Executive Directors will be available to everyone live on the Internet at

www.kpluss.com/agm

via the link "Public transmission of the Annual General Meeting until the end of the speech of the Chairman of the Board of Executive Directors".

4. Exercise of voting rights by postal vote

Shareholders may - in personally or through a proxy (both in terms of electronic attendance only) - cast their votes by postal vote.

Only those registered shareholders - in personally or by proxy (both in terms of electronic attendance only) - who have registered for the virtual Annual General Meeting by midnight on May 5, 2022 at the latest, as described above, are entitled to exercise their voting rights by postal vote.

Postal votes can be cast exclusively via the Online Service.

Votes cast by postal vote via the Online Service must be received by the Company by the beginning of the voting period during the virtual Annual General Meeting, i.e. by the end of the deadline by the Chairman of the Meeting set for this purpose.

If there is an individual vote on an Agenda item, a postal vote is valid for each individual sub-item.

Postal votes cast can be amended or revoked as follows:

Postal votes cast can be amended or revoked via the Online Service by the beginning of the voting period in the virtual Annual General Meeting, i.e. by the end of the deadline set by the Chairman of the Meeting therefor.

Authorized intermediaries and associations, voting advisors, and persons treated as such in accordance with Section 135 (8) of the German Stock Corporation Act (AktG) may also make use of the postal voting option. The Company will provide them with an electronic submission channel upon request.

If postal votes and powers of attorney/instructions to the Company's proxies are received by the Company, powers of attorney/instructions will always be considered as having priority.

5. Exercising voting rights by granting power of attorney and issuing instructions to the Company's proxies

Shareholders or their proxies also have the possibility to authorize Company-nominated proxies bound by instructions to exercise their voting rights. The proxies nominated by the Company exercise the voting right exclusively based on the instructions issued by the shareholder or his proxy. Please note that the proxies nominated by the Company do not accept any instructions to file objections to resolutions of the Annual General Meeting, to submit questions or comments, or to make motions.

The proxy and instructions may be issued in writing or in text form (fax or e-mail) by May 11, 2022, 6:00 p.m., by using the following contact data

K+S AKTIENGESELLSCHAFT
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München, Germany
Fax: +49 89 889 6906-33
E-mail: k-plus-s-hv2022@better-orange.de

A form which may be used for issuing powers of attorney and instructions is enclosed with the letter of invitation.

Powers of attorney and instructions to the proxies of the Company may also be issued electronically using the Company's Online Service. Powers of attorney and instructions may be issued via the Online Service before and during the Annual General Meeting but must be received by the end of the deadline set by the Chairman of the Meeting immediately prior to the start of voting in the virtual Annual General Meeting.

Powers of attorney and instructions issued may be revoked or amended as follows:

Powers of attorney and instructions issued can be revoked or amended by using the Online Service until immediately before voting begins in the virtual Annual General Meeting, i.e. until the end of the period set for this purpose by the Chairman of the Meeting. Powers of attorney and instructions issued may be revoked or amended in writing or in text form (fax or e-mail) at the following contact data

K+S AKTIENGESELLSCHAFT
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München, Germany
Fax: +49 89 889 6906-33
E-mail: k-plus-s-hv2022@better-orange.de

by 6:00 p.m. on May 11, 2022.

If postal votes and powers of attorney/instructions are received, powers of attorney/instructions are always considered to have priority. If, in addition, divergent declarations are received by different means of transmission and it is not

clear which was submitted last, these will be considered in the following order: 1. by Online Service, 2. by e-mail, 3. by fax and 4. in paper format.

There must be express instructions for each agenda item. Without express instructions on the individual agenda items, the proxies cannot make use of the power of attorney. The proxies of the Company shall not declare any objections to resolutions of the Annual General Meeting for the record of the notary public.

6. Third party proxy

Shareholders entered in the share register may also exercise their rights, in particular their voting rights at the virtual Annual General Meeting, by proxy, e.g. an intermediary, a proxy advisor or a shareholders' association. A timely registration by the shareholders is also required in this case.

Proxies may not physically participate in the Annual General Meeting. They can only exercise the voting rights of shareholders they represent by postal vote or by granting (sub-) authorization to the proxies of the Company.

The power of attorney may be granted to the proxy or to the Company.

The granting of a power of attorney, the revocation of such, and proof of authorization to the Company must be in text form, if no power of attorney is granted in accordance with Section 135 of the German Stock Corporation Act (AktG).

When authorizing the exercise of voting rights in accordance with Section 135 of the German Stock Corporation Act (AktG) (granting proxy to intermediaries, voting advisors, shareholders' associations or persons acting on a professional basis), the proxy must record the declaration of authorization in a verifiable manner. The declaration of power of attorney must also be complete and may only contain declarations associated with the exercise of voting rights. In these cases, please, therefore, coordinate the form of the proxy with the person to be authorized.

The power of attorney may be submitted to the Company in writing or in text form (fax or e-mail) by May 11, 2022, 6:00 p.m., using the following contact data

K+S AKTIENGESELLSCHAFT
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München, Germany
Fax: +49 89 889 6906-33
E-mail: k-plus-s-hv2022@better-orange.de

A form which may be used for issuing power of attorney is enclosed with the letter of invitation along with further information on issuing power of attorney.

Powers of attorney may also be issued to the Company via the Company's online service up to immediately before the start of voting at the virtual Annual General Meeting, i.e. up to the end of the period set for this purpose by the Chairman of the Meeting.

Proof of a power of attorney issued to the authorized representative may be provided in writing or in text form (fax or e-mail) by the authorized representative submitting proof (e.g. the original or a copy or scan of the power of attorney) by May 11, 2022, 6:00 p.m. using the following contact data

K+S AKTIENGESELLSCHAFT
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München, Germany
Fax: +49 89 889 6906-33
E-mail: k-plus-s-hv2022@better-orange.de

It is not possible to provide proof of a power of attorney issued to the authorized representative using the Online Service.

Powers of attorney issued can be revoked as follows:

Powers of attorney issued can be revoked using the Online Service up to immediately before the start of voting in the virtual Annual General Meeting, i.e. up to the end of the period set for this purpose by the Chairman of the Meeting. Proxies issued can be revoked in writing or in text form (fax or e-mail) by using the following contact data

K+S AKTIENGESELLSCHAFT
c/o Better Orange IR & HV AG
Haidelweg 48
81241 München, Germany
Fax: +49 89 889 6906-33
E-mail: k-plus-s-hv2022@better-orange.de

by 6:00 p.m. on May 11, 2022.

7. Shareholders' rights and options

a. Motions for additions to the agenda pursuant to Section 122 (2) of the German Stock Corporation Act (AktG)

Shareholders whose shares in total amount to one-twentieth of the capital stock or the pro-rata amount of €500,000.00 may pursuant to Section 122 (2) of the German Stock Corporation Act (AktG) request additional items to be included on the agenda and announced. Requests to add items to the agenda must be received by the Company in writing or in electronic form in accordance with Section 126a of the German Civil Code (i.e. with a qualified electronic signature) at least 30 days before the meeting, i.e. no later than midnight on April 11, 2022.

We kindly request you to send any motions for additions to the following address:

K+S AKTIENGESELLSCHAFT
Investor Relations
Bertha-von-Suttner-Straße 7
34131 Kassel, Germany
E-mail: hauptversammlung@k-plus-s.com (qualified electronic signature)

Motions for additions to the agenda received in good time will be published provided they meet the statutory requirements. Proposals for resolutions enclosed with supplementary motions to be announced are deemed to have been submitted at the virtual Annual General Meeting if the shareholder submitting the request has duly registered for the Annual General Meeting.

b. Countermotions and nominations by shareholders pursuant to Sections 126 (1), 127 of the German Stock Corporation Act, 1 (2) sentence 3 of the COVID-19 Act

Each shareholder is entitled to submit a countermotion to a proposal by the Board of Executive Directors and/or the Supervisory Board on a specific item on the agenda. A countermotion shall be made available on the Company's website under the conditions of Section 126 (1) and (2) of the German Stock Corporation Act (AktG) if it is received by the Company at the address published below no later than midnight on April 27, 2022.

Any shareholder may also submit to the Company a nomination for the election of Supervisory Board members or auditors subject to the requirements of Section 127 of the German Stock Corporation Act (AktG). A nomination proposal shall be made available on the Company's website in accordance with the requirements of Sections 127, 126 (1) and (2) of the German Stock Corporation Act (AktG) if it is received by the Company at the address published below no later than midnight on April 27, 2022.

We will publish countermotions or nominations received in due time on the Internet at

www.kpluss.com/agm

provided they meet the statutory requirements. Any statements by the management will also be made available at the above Internet address.

Countermotions and nominations by shareholders are to be addressed exclusively to:

K+S AKTIENGESELLSCHAFT
Investor Relations
Bertha-von-Suttner-Straße 7
34131 Kassel, Germany
Fax: +49 561 9301-2425
E-mail: investor-relations@k-plus-s.com

Motions and nominations to be made accessible shall be deemed to have been made at the Annual General Meeting if the shareholder making the motion or submitting the nomination is duly authorized and registered for the Annual

General Meeting (Section 1 (2) Sentence 3 of the COVID-19 Act). Voting rights on motions or nominations are exercised exclusively electronically using the Company's Online Service. This does not affect the right of the Chairman of the Meeting to vote first on the proposals of the management.

c. Right to ask questions according to Section 1 (2) Sentence 1 No. 3, Sentence 2 COVID-19 Act

Shareholders have no right to information pursuant to Section 131 of the German Stock Corporation Act (AktG). Shareholders who have duly registered or their proxies have the right to submit questions using the Company's Online Service no later than one day before the Annual General Meeting, i.e. no later than May 10, 2022, midnight. Any other form of submission is excluded. No questions may be submitted or asked thereafter or during this Annual General Meeting.

The Board of Executive Directors decides at its own dutiful discretion how to answer questions submitted. The answers shall be provided in accordance with the content requirements of Section 131 of the German Stock Corporation Act (AktG). Questions and their answers may, where possible, be summarized thematically. In answering questions, the Board of Executive Directors reserves the right to state the name of the shareholder or shareholder representative, unless the shareholder or shareholder representative has objected.

d. Possibility to submit statements for publication in the Online Service

Pursuant to the conception of the COVID-19 Act, shareholders do not have the possibility to express their views on the agenda in speaking contributions at the virtual Annual General Meeting. Shareholders who have duly registered or their proxies are, however, given the possibility - over and above the requirements of the COVID-19 Act - to submit statements relating to the agenda prior to the Annual General Meeting, which correspond to a speech at the Annual General Meeting, for publication in the Online Service.

Shareholders who are duly registered or their proxies may submit their statements using the Online Service no later than May 9, 2022, midnight. Any other form of submission is excluded.

The statement must be submitted in German language and may not exceed 10,000 characters.

There is no legal entitlement to the publication of a statement in the Online Service. In particular, the Company reserves the right not to publish statements if they have no recognizable relevance to the agenda of the Annual General Meeting, do not correspond in content and presentation to an admissible speech at the Annual General Meeting, or contain insulting, discriminatory, criminally relevant, obviously false or misleading content. The same applies to statements in languages other than German and to statements exceeding 10,000 characters in length or which have not been submitted by the deadline specified above or have not been submitted using the Online Service. The Company also reserves the right to publish only one statement per shareholder.

Insofar as statements duly submitted in accordance with the above provisions are made available prior to the Annual General Meeting, this is effected via the Online Service at

www.kpluss.com/agm.

Statements will be made available in the Online Service with disclosure of the name of the submitting shareholder or proxy. Publication in the Online Service can, therefore, only take place if the submitting shareholder or proxy has declared his consent to his name being mentioned in the publication.

Any motions, nominations, questions, and objections to resolutions of the Annual General Meeting in the submitted statements will not be considered. These are to be submitted exclusively by the means described in this convocation.

8. Total number of shares and voting rights

At the time of convening, the Company's share capital is divided into 191,400,000 no-par value registered shares with the same number of voting rights.

9. Information on the Company's website

Information according to Section 124a of the German Stock Corporation Act (AktG) as well as additional explanations regarding the above-mentioned shareholder rights are available on the Company's website at

www.kpluss.com/agm.

Information is also available by telephone at +49 561 9301-1100.

10. Voting

The manner of voting will be explained by the Chairman of the Meeting during the virtual Annual General Meeting.

Before the first vote in the virtual Annual General Meeting begins, the list of attendees will be made available to duly registered shareholders or their proxies via the Company's Online Service.

Shareholders may exercise their voting rights exclusively by postal vote or by granting power of attorney to the Company's proxies (see also the previous explanations).

During the virtual Annual General Meeting, the voting results determined by the Chairman of the Meeting are also made available there. After the Annual General Meeting, the voting results will be published on the Company's website at

www.kpluss.com/agm.

11. Possibility of declaring objection

Duly registered shareholders or their proxies may, from the beginning to the end of the virtual Annual General Meeting, declare objections to resolutions of the Annual General Meeting by electronic means using the Company's Online Service for the record of the notary public, Section 1 (2) no. 4 of the COVID-19 Act. The Company's proxies do not declare any objections to resolutions of the Annual General Meeting for the record of the notary public.

12. Notes on data privacy

As the responsible party, the Company processes personal data of shareholders (e.g. surname and first name, address, e-mail address, number of shares, class of shares, type of ownership of shares) and, where applicable, personal data of shareholder representatives on the basis of the applicable data protection laws. The shares of the Company are registered shares. The Company is obliged to maintain a share register. The processing of personal data is legally mandatory for the proper preparation and conduct of the virtual Annual General Meeting, for the exercise of shareholders' voting rights, and for the participation and maintenance of the share register. The legal basis for the processing of personal data is the German Stock Corporation Act (AktG), in particular Sections 67, 118 et seq. German Stock Corporation Act (AktG), as well as the COVID-19 Act, in particular Section 1 (2) COVID-19 Act, in each case in conjunction with Section 6 (1) lit. c) of the German Data Protection Regulation (GDPR). Furthermore, data processing necessary for the organization of the virtual Annual General Meeting may be carried out on the basis of overriding legitimate interests (Section 6 (1) Sentence 1 lit. f) of the German Data Protection Regulation (GDPR)). If shareholders do not provide their personal data themselves, the Company generally receives this data from the shareholder's depository bank.

The service providers commissioned by the Company for the purpose of organizing the virtual Annual General Meeting shall process the personal data of the shareholders or shareholder representatives exclusively in accordance with the instructions of the Company and only to the extent necessary to perform the commissioned service. All employees of the Company and the employees of the commissioned service providers who have access to and/or process personal data of shareholders or shareholder representatives are obliged to treat such data confidentially. In other respects, personal data is made available to shareholders and shareholder representatives within the framework of the statutory provisions, namely via the list of participants. This also applies to questions that shareholders or shareholder representatives may have asked in advance (Section 1 (2) No. 3 of the COVID-19 Act) and to statements submitted.

The Company shall delete the personal data of shareholders and shareholder representatives in accordance with the statutory regulations, in particular if the personal data is no longer necessary for the original purposes of collection or processing, the data is no longer required in connection with any administrative or legal proceedings and there are no statutory obligations to provide evidence or to retain data.

Subject to the statutory requirements, shareholders or shareholder representatives have the right to obtain information about their personal data processed and to request the correction or deletion of their personal data or the restriction of processing. Furthermore, shareholders or shareholder representatives have the right to submit complaints to the supervisory authorities. If personal data is processed pursuant Section 6 (1) Sentence 1 lit. f) of the German Data Protection Regulation (GDPR), the shareholders or shareholder representatives shall also have the right to object under the statutory conditions.

Shareholders and shareholder representatives can contact the Company's data protection officer for comments and queries regarding the processing of personal data at:

K+S AKTIENGESELLSCHAFT
Datenschutzbeauftragter
Postfach 10 20 29
34111 Kassel, Germany
E-mail: datenschutz@k-plus-s.com

Shareholders and shareholder representatives can find further information on data protection on the Company's website at

www.kpluss.com/agm.

Kassel (Germany), in March 2022

Board of Executive Directors
K+S AKTIENGESELLSCHAFT
with its registered office in Kassel, Germany

Enclosures

CURRICULUM VITAE

THOMAS KÖLBL

Chief Financial Officer of Südzucker AG, Mannheim

PERSONAL DATA

Year of birth 1962
Place of birth Heilbronn
Residence Speyer

EDUCATION

1983 - 1985 Professional training as Industrial Business Manager
1985 - 1990 Studies of Business Administration at the University of Mannheim

PRACTICAL EXPERIENCE

1990 - 1997 Consultant Investment Management Central Department, Südzucker AG, Mannheim
1997 - 2004 Head of Investment Management Central Department, Südzucker AG, Mannheim,
since 01/1998 also Head of the General Board Secretarial Office,
since 01/2003 assumption of the Strategy Corporate Planning and Group Development sections at the same time
seit 2004 Member of the BoED of Südzucker AG, Mannheim
2005 - 2021 Member of the BoED of AGRANA Beteiligungs-AG, Vienna/Austria
seit 2006 Chief Financial Officer of Südzucker AG, Mannheim

MEMBERSHIP OF THE FOLLOWING OTHER STATUTORY SUPERVISORY BOARDS IN GERMANY

Group companies of Südzucker Group:

- + CropEnergies AG, Mannheim (Member of the Supervisory Board)

MEMBERSHIP OF THE FOLLOWING COMPARABLE GERMAN AND FOREIGN SUPERVISORY BODIES OF BUSINESS ENTERPRISES

Group companies of Südzucker Group:

- + Freiburger Holding GmbH, Berlin (Member of the Supervisory Board)
- + Südzucker Versicherungs-Vermittlungs-GmbH, Mannheim (Chairman of the Advisory Board)

RELEVANT KNOWLEDGE, SKILLS, AND EXPERIENCE

Due to his many years of professional practice as Chief Financial Officer in a major, international, listed company, Mr. Kölbl has in-depth knowledge of the financial sector, here in particular in the application of accounting principles as well as internal control procedures. Furthermore, he is experienced in the auditing of financial statements. He also has extensive expertise in the areas of restructuring and crisis management, as well as in the strategic management of a company.