



Annual General Meeting Covestro AG on April 21st, 2022

Main points of the speech of the Chairman of the Supervisory Board Dr. Richard Pott

(Advance publication; the spoken word is valid)

1. Preamble

- In today's Annual General Meeting, the focus is actually on the agenda. However, I would like to begin by saying a few words about the war in Ukraine, which is of great concern to all of us.
- We condemn this war of aggression and we are concerned about and shocked by the suffering the people of Ukraine are experiencing. The images of this war have distressed us all deeply.
- These are tragic times with terrible developments, and it is hard to see how this conflict will be resolved. But we hope that this war will end soon.

2. Virtual Annual General Meeting

- Since the coronavirus pandemic is still ongoing – even if some measures have been relaxed in the meantime – and because the number of cases recently reached record levels, the Board of Management has decided, with the approval of the Supervisory Board, to hold this year's Annual General Meeting again as a virtual meeting – without the physical presence of the shareholders or their proxies.
- This seventh general meeting of our company is already our third virtual one. As in the past two years, shareholders can exercise their rights electronically. The Annual General Meeting will be broadcast in full on the Covestro InvestorPortal and also on the Internet for the interested public.
- You were entitled to – and did – send us your questions about the agenda in advance this year, and we will be happy to answer these questions in the course of this Annual General Meeting. This year, the company is offering the opportunity on a voluntary basis to ask follow-up questions on the answers to your questions during the Annual General Meeting. Please also send us these follow-up questions via the InvestorPortal.
- You were also entitled to send video messages and written statements relating to the agenda.



3. Successful Financial Year 2021

- The 2021 financial year was characterized by a dynamic economic recovery despite the uncertainties surrounding the ongoing global coronavirus pandemic. Demand in the customer industries relevant to Covestro rose again significantly, and under the direction of the Board of Management, Covestro resolutely took advantage of the resulting opportunities. As a result, the Covestro Group has returned to the path of growth impressively and has concluded a very successful year 2021 overall.
- At the beginning of last year, the Management Board presented the new Covestro corporate strategy, "Sustainable Future". The guiding principle of this strategy and the Group's long-term vision is to fully focus on and align with the circular economy.
- In order to position Covestro optimally for this, the Management Board reorganized the Covestro organizational structure as of July 1, 2021. The Group has thus aligned itself even more closely to the requirements of the markets and the needs of the customers.
- In the past fiscal year, the focus was also on the targeted expansion of sustainable growth segments and business areas that are attractive in the long term for Covestro. Here, the company was able to reach another important milestone in spring 2021: Following approval by the competition authorities, Covestro successfully completed the acquisition of the Resins & Functional Materials (RFM) business unit of the Dutch company DSM that was announced in September 2020. The complete acquisition of RFM and the integration, which is progressing even faster than originally thought, make Covestro one of the world's leading suppliers of sustainable coating resins.
- These directional decisions are the first important steps in the Group's transformation as initiated by the Board of Management toward its complete alignment with the circular economy.
- The decisions and measures taken by the Board of Management resulted in the successful conclusion of the 2021 Covestro financial year.



4. Report of the Supervisory Board

- As you can see from the invitation to the Annual General Meeting, the Supervisory Board member and Chairman of the Audit Committee Prof. Dr. Rolf Nonnenmacher will give up his mandate at the end of today's Annual General Meeting for personal reasons. On behalf of the Supervisory Board, I would like to thank Professor Nonnenmacher once again for his many years of excellent work on the Supervisory Board and the Audit Committee.
- As successor to Prof. Dr. Nonnenmacher, the Supervisory Board, based on the recommendations of the Nomination Committee, proposes Dr. Sven Schneider as a candidate for election. Dr. Schneider holds a doctorate in business administration and is CFO at Infineon Technologies AG. He brings extensive specialized knowledge and experience from the CFO area and optimally complements the competence profile of our Supervisory Board. We are convinced that Mr. Schneider is an excellent choice for our Supervisory Board and we are pleased that Mr. Schneider intends to stand as a candidate for the chair of our Audit Committee. I would also like to point out that Dr. Schneider is independent within the meaning of recommendation C.6 of the German Corporate Governance Code in its current version.
- There are other changes in the Supervisory Board as well. At the end of today's Annual General Meeting, the mandates of all employee representatives will end. In the new election, which took place on March 17, the following representatives were re-elected to the Supervisory Board: Ms. Petra Kronen, who is our current Vice Chairman of the Supervisory Board, Ms. Irena Küstner, Ms. Petra Reinbold-Knape and Mr. Marc Stothfang. They will consequently again be part of our newly composed body. I would like to take this opportunity to once again officially congratulate these members on their re-election. The Supervisory Board members Dr. Ulrich Liman and Frank Werth did not stand for re-election and will therefore be leaving the Supervisory Board today. I would like to thank both of them for their many years of work on the board, for their trustful cooperation and the numerous valuable discussions. Dr. Christoph Gürtler and Frank Löllgen have been elected to the Supervisory Board as new employee representatives and members.
- The past financial year was characterized by a dynamic economic recovery – and the company management took advantage of the resulting opportunities with determination. The Board of Management also made far-reaching decisions, including the new "Sustainable Future" strategy, the transformation and organizational realignment of the Group and the successful integration of the acquired RFM business.



- The Supervisory Board closely supported the Board of Management in all of these decisions and was thus actively involved in securing the future of Covestro.
- With the Group's complete focus on the circular economy, Covestro is meeting the constantly growing and increasingly complex substantive, social, political and regulatory requirements for companies in the area of sustainability. And we, the Supervisory Board, have set up a sustainability committee in order to reflect and support this central topic for Covestro appropriately within the Supervisory Board as well. We have elected Lise Kingo to chair this committee. With her many years of expertise in this area, she is an excellent choice to chair the panel.
- The Supervisory Board was in regular contact with the Board of Management regarding the course set by the Board and satisfied itself of the effectiveness of the measures taken. In the past fiscal year, we continuously monitored the management activities of the Board of Management and provided advice. This was done in particular at the seven meetings of the Supervisory Board, which were generally attended by all the members.

I would like to thank you for your interest in our company.

The 2023 Annual General Meeting is expected to take place on April 19, 2023, in Bonn.