

Invitation
to the Annual
Shareholders' Meeting
of BASF SE
on April 25, 2024

 **BASF**

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BASF SE
Ludwigshafen/Rhine

Invitation
to the Annual
Shareholders' Meeting

Dear Shareholders,

Please accept our cordial invitation to this year's Annual Shareholders' Meeting of BASF SE on Thursday, April 25, 2024, 10:00 a.m. (CEST), in the Congress Center Rosengarten, Rosengartenplatz 2, 68161 Mannheim, Germany.

I. Agenda

1. Presentation of the adopted Financial Statements of BASF SE and the approved Consolidated Financial Statements of the BASF Group for the 2023 business year; presentation of the Combined Management's Report of BASF SE and the BASF Group for the 2023 business year including the explanatory reports on the data according to Sections 289a and 315a of the German Commercial Code; presentation of the Report of the Supervisory Board

The Supervisory Board approved the Financial Statements prepared by the Board of Executive Directors and the Consolidated Financial Statements of the BASF Group on February 21, 2024. The Financial Statements have thus been adopted according to Section 172 of the German Stock Corporation Act. Therefore, according to the statutory provisions, no resolution by the Annual Shareholders' Meeting is planned for Item 1 of the Agenda. The documents specified above have been published and can be accessed at www.basf.com/shareholdersmeeting.

2. Adoption of a resolution on the appropriation of profit

The Board of Executive Directors and the Supervisory Board propose to pay a dividend of €3.40 per qualifying share from the profit retained by BASF SE in the financial year 2023 in the amount of €7,434,480,191.81. If the shareholders approve this proposal, a total dividend of €3,034,575,357.60 will be payable on the 892,522,164 qualifying shares as of the date of adoption of the Financial Statements for the financial year 2023 (February 19, 2024).

The Board of Executive Directors and the Supervisory Board propose that the remaining profit retained of €4,399,904,834.21 be allocated to the retained earnings reserve.

In accordance with Section 58(4) sentence 2 of the German Stock Corporation Act, claims to dividends are payable on the third business day following the Annual Shareholders' Meeting, in this case April 30, 2024.

3. Adoption of a resolution giving formal approval to the actions of the members of the Supervisory Board

The Board of Executive Directors and the Supervisory Board propose that formal approval be given to the actions of the members of the Supervisory Board of BASF SE for the 2023 business year.

4. Adoption of a resolution giving formal approval to the actions of the members of the Board of Executive Directors

The Supervisory Board and the Board of Executive Directors propose that formal approval be given to the actions of the members of the Board of Executive Directors of BASF SE for the 2023 business year.

5. Appointment of the auditor for the financial year 2024 and appointment of the auditor for the auditor's review of the half-year financial report 2024

The Supervisory Board proposes – based on the recommendation of its Audit Committee – that **Deloitte GmbH Wirtschafts-**

prüfungsgesellschaft, Frankfurt am Main, be appointed auditor of the Financial Statements and the Group Consolidated Financial Statements of BASF SE and BASF Group for the financial year 2024 as well as auditor for the auditor's review of the half-year financial report 2024.

The Audit Committee's recommendation was preceded by a selection procedure carried out in accordance with the EU audit legislation (Regulation (EU) No 537/2014 of the European Parliament and of the Council of April 16, 2014 – EU Audit Regulation). Following this procedure, the Audit Committee recommended to the Supervisory Board that either Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, or Pricewaterhouse-Coopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, be proposed to the Annual Shareholders' Meeting as auditor of the Financial Statements and the Group Consolidated Financial Statements of BASF SE and BASF Group for the financial year 2024 as well as auditor for the auditor's review of the half-year financial report 2024. In so doing, the Audit Committee communicated a reasoned preference for Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main. The change of auditor as of the financial year 2024 is legally required, as upon completing its audit of the 2023 financial statements, KPMG AG Wirtschaftsprüfungsgesellschaft reached the maximum duration of an audit mandate, which was shortened under the Financial Market Integrity Strengthening Act.

The Audit Committee declared that its recommendation was free from any undue influence by third parties and was not subject to any clauses restricting its choice within the meaning of Article 16(6) of the EU Audit Regulation.

6. Election to the Supervisory Board

The term of office of all Supervisory Board members will expire at the end of the Annual Shareholders' Meeting taking place on April 25, 2024. An election of Supervisory Board members is therefore required.

In accordance with Article 40(2) and (3) of Regulation (EC) No. 2157/2001 of the Council of October 8, 2001, on the Statute for a European Company, Section 17 of the SE Implementation Act, Section 21(3) of the SE Participation Act and Article 10 No. 1 sentence 1 of the Statutes, the Supervisory Board is composed of twelve members. Six of the twelve members are elected by the Annual Shareholders' Meeting. The other six members are elected by the employees in accordance with Article 10 No. 1 sentence 5 of the Statutes in combination with the provisions of the Agreement Concerning the Involvement of Employees in BASF SE of November 15, 2007 (SE Agreement), as amended by the Supplementary Agreement dated November 25, 2015.

Pursuant to Section 17(2) sentence 1 of the SE Implementation Act, the Supervisory Board must consist of at least 30 percent women and at least 30 percent men. The minimum quota is to be fulfilled by the Supervisory Board as a whole unless the shareholder or the employee side objects to joint compliance. The shareholder representative side objected to joint compliance. Consequently, the minimum quota must be fulfilled separately by

the shareholder side and the employee side, which must each have at least two women and at least two men. The current composition of the Supervisory Board fulfills this minimum quota as the shareholder side and the employee side each comprise two women and four men.

Based on the recommendation of the Nomination Committee, the Supervisory Board nominates

- a) Professor Dr. Stefan Asenkerschbaumer (re-election), Stuttgart, Germany
Vice Chairman of the Supervisory Board of BASF SE
Managing Partner of Robert Bosch Industrietreuhand KG (RBIK) and Chairman of the Supervisory Board of Robert Bosch GmbH
- b) Dr. Kurt Bock (re-election), Heidelberg, Germany
Chairman of the Supervisory Board of BASF SE
- c) Professor Dr. Thomas Carell (re-election), Munich, Germany
Professor for Organic Chemistry at Ludwig Maximilian University Munich
- d) Liming Chen (re-election), Beijing, China
Chair of the World Economic Forum Greater China
- e) Alessandra Genco (re-election), Rome, Italy
Chief Financial Officer, Leonardo SpA, Italy
- f) Tamara Weinert (first election), Fairhope, Alabama, United States
President and Chief Executive Officer of Business Area Americas as well as member of the leadership team of Outokumpu Oyj, Finland

be elected to the Supervisory Board as shareholder representatives, effective upon conclusion of this Annual Shareholders' Meeting and, in accordance with Article 10 No. 2 of the Statutes, for a term of four years, i.e., until the conclusion of the company's Annual Shareholders' Meeting in 2028.

The current shareholder representative Dame Alison J. Carnwath DBE is not standing for re-election.

If the proposed candidates are elected, the legal minimum quota for women and men would continue to be fulfilled on the shareholder side. The Annual Shareholders' Meeting is not bound to these proposals for the election. In the view of the Nomination Committee, the proposed candidates for election collectively fulfill the principles for the composition of the Supervisory Board as adopted by the Supervisory Board, including the competence profile and diversity concept. The principles for the composition of the Supervisory Board as well as its competence profile and diversity concept are published in the Corporate Governance Report 2023, which is accessible online as part of the BASF Report 2023 at www.basf.com/report.

According to the assessment of the Supervisory Board, all candidates are considered to be independent. Neither of the proposed candidates has business or personal relationships with BASF SE or one of its Group companies, the governing bodies of BASF SE or any significant shareholder in BASF SE, which would constitute a conflict of interest.

The Supervisory Board has established an age limit of 72 for the elections to the Supervisory Board, which should not be exceeded on the date of the election. None of the candidates exceed this age limit.

It is intended, in accordance with the German Corporate Governance Code, to have the Annual Shareholders' Meeting vote separately on the nominations (individual election).

It is planned that, in the event of his re-election by the Annual Shareholders' Meeting, Dr. Kurt Bock will be proposed to the new Supervisory Board as a candidate for the chairmanship of the Supervisory Board.

It is also planned that, in the event of his re-election by the Annual Shareholders' Meeting, Professor Dr. Stefan Asenkerschbaumer will be proposed to the new Supervisory Board as a candidate for the chairmanship of the Personnel Committee.

Further, it is planned that, in the event of her re-election by the Annual Shareholders' Meeting, Alessandra Genco will be proposed to the new Supervisory Board as a candidate to chair the Audit Committee.

The profiles of the proposed candidates for the election, information about their mandates in supervisory boards and comparable supervisory bodies as well as other information are contained under No. III. and are also published at www.basf.com/shareholdersmeeting, where they can also be accessed during the Annual Shareholders' Meeting.

The six employee representatives on the Supervisory Board have already been appointed by the competent representative body of the employees, the BASF Europa Betriebsrat (European Works Council), according to the provisions of the SE Agreement. These representatives are:

- a) Tatjana Diether, Limburgerhof, Germany
Deputy Chairwoman of the Works Council of BASF SE, Ludwigshafen Site, and member of the BASF European Works Council
- b) Sinischa Horvat, Limburgerhof, Germany
Vice Chairman of the Supervisory Board of BASF SE
Chairman of the Works Council of BASF SE, Ludwigshafen Site; Chairman of BASF's Joint Works Council and of the BASF European Works Council
- c) André Matta, Großkarlbach, Germany
Member of the Works Council of BASF SE, Ludwigshafen Site, and of the BASF European Works Council
- d) Natalie Mühlenfeld, Düsseldorf, Germany
District Manager of IGBCE (Mining, Chemical and Energy Industries Union), Düsseldorf District
- e) Michael Vassiliadis, Hannover, Germany
Chairman of IGBCE (Mining, Chemical and Energy Industries Union)
- f) Peter Zaman, Antwerp, Belgium
Deputy secretary of the works council of BASF Antwerpen N.V.

7. Resolution on the cancellation of the Authorized Capital 2019 and simultaneous creation of new authorized capital with the possibility of the exclusion of subscription rights as well as the corresponding amendment of the Statutes

The authorization granted to the Board of Executive Directors by the Annual Shareholders' Meeting on May 3, 2019, to increase, with the consent of the Supervisory Board, on a one-off basis or in portions on a number of occasions, the company's subscribed capital by up to €470,000,000 by issuing new shares against contributions in cash or in kind and hereby to also exclude the statutory subscription rights of shareholders in certain instances (Authorized Capital 2019) will expire on May 2, 2024. This authorization has not been exercised to date.

To give the company the continued ability to quickly and flexibly meet its financing needs in the future as well, the Authorized Capital 2019 shall be cancelled and a new authorized capital shall be created against contributions in cash or in kind with the possibility of excluding the subscription right and Article 5 No. 8 shall be amended accordingly (Authorized Capital 2024).

The Board of Executive Directors and the Supervisory Board propose that the following resolutions be adopted:

- a) With the entry into force of the Authorized Capital 2024 proposed under b) via its recording in the Commercial Register, the authorization granted under Article 5 No. 8 of the Statutes for the company's Board of Executive Directors to increase the share capital against contributions in cash or in kind, with the approval of the Supervisory Board, up until the end of May 2, 2024 (Authorized Capital 2019) is nullified.
- b) The Board of Executive Directors shall be authorized, with the consent of the Supervisory Board, to increase, up to April 24, 2029, on a one-off basis or in portions on a number of occasions, the company's subscribed capital by a total of up to €300,000,000 by issuing new registered shares with no par value against contributions in cash or in kind (Authorized Capital 2024). In principle, shareholders are entitled to a subscription right. The new shares can also be taken over by a bank appointed by the Board of Executive Directors with instructions to offer them to the shareholders (indirect subscription right). However, the Board of Executive Directors is authorized, with the consent of the Supervisory Board, to exclude the subscription right of the shareholders within the scope of Article 5 No. 8 of the Statutes mentioned below. To this end, Article 5 No. 8 of the Statutes shall be amended as follows:

"The Board of Executive Directors is authorized, with the consent of the Supervisory Board, to increase, up to April 24, 2029, on a one-off basis or in portions on a number of occasions, the company's subscribed capital by a total of up to €300,000,000 by issuing new registered shares with no par value against contributions in cash or in kind (Authorized Capital 2024).

In principle, shareholders are entitled to a subscription right. The new shares can be taken over by a bank appointed by the Board of Executive Directors with instructions to offer them to the shareholders (indirect subscription right). However, the Board of Executive Directors is authorized, with the consent of the Supervisory Board, to exclude the subscription right of the shareholders, in particular in the following cases:

- a) in the event of capital increases against contributions in kind to acquire companies, parts of companies, or holdings in companies, in return for the transfer of shares in appropriate individual cases,
- b) as far as this is necessary to prevent dilution in order to grant the owners of option certificates or the creditors of convertible bonds that are issued by the company or its affiliates in connection with an authorization granted to the Board of Executive Directors by the Annual Shareholders' Meeting a subscription right to the extent that this would be due to them after exercising the option or conversion right or after fulfilling conversion obligations,
- c) to utilize any fractional amounts resulting from the subscription ratio, and
- d) if the issue price of the new shares in the case of capital increases against contributions in cash is not substantially lower than the stock market price of the already listed company shares and the total number of shares issued under this authorization is not more than ten percent of the share capital either at the time of the authorization coming into effect or – if this value is lower – at the time that the present authorization is exercised. The proportionate amount of the share capital of those shares that are issued or sold during the term of this authorization in direct or analogous application of Section 186 (3) sentence 4 of the German Stock Corporation Act must be credited against the aforementioned ceiling of ten percent, as well as against shares that are to be issued or granted on the basis of convertible or option bonds granted during the term of this authorization under the exclusion of the subscription right according to Section 186 (3) sentence 4 of the German Stock Corporation Act.

The total shares issued on the basis of the above authorization with the exclusion of the shareholders' subscription right in the case of capital increases against contributions in cash or in kind must not exceed ten percent of the share capital at the time that this authorization comes into effect or – if this value is lower – at the time of its exercise. The shares that were issued during the term of this authorization based on other capital measures with the exclusion of shareholders' subscription rights shall be credited against this maximum amount of ten percent.

The Board of Executive Directors is authorized, with the consent of the Supervisory Board, to lay down the further contents of the share rights and the details of the execution of the capital increase.

The Supervisory Board is authorized to adapt the wording of Article 5 of the Statutes in accordance with the particular utilization of the Authorized Capital 2024 and, if the Authorized Capital 2024 has not or not completely been utilized by April 24, 2029, after the expiry of the authorization.”

The report of the Board of Executive Directors on the exclusion of the subscription right in the event of the utilization of the Authorized Capital 2024 in accordance with Article 9 of the SE Regulation in combination with Section 203(2) sentence 2 in combination with Section 186(4) sentence 2 of the German Stock Corporation Act is presented under No. IV. This report can also be found at www.basf.com/shareholdersmeeting and will be accessible there during the Annual Shareholders' Meeting.

8. Adoption of a resolution approving the compensation system for the members of the Board of Executive Directors

In accordance with Section 120a(1) of the German Stock Corporation Act, the Annual Shareholders' Meeting of a publicly listed company is to adopt a resolution approving the system of compensation for the members of the Board of Executive Directors as proposed by the Supervisory Board each time a significant change to the compensation system is made, or at least every four years. The Annual Shareholders' Meeting of BASF SE last adopted a resolution of this kind on June 18, 2020, so at this interval the adoption of a new resolution is required. As part of the regularly scheduled presentation of the compensation system to the Annual Shareholders' Meeting 2024, the Supervisory Board reviewed the compensation system for the members of the Board of Executive Directors and, based on the preliminary work conducted by the Personnel Committee, decided to further develop the compensation system. In the compensation system for members of the Board of Executive Directors of BASF SE adopted as of January 1, 2024, changes and new definitions relate in particular to the relevant performance indicators for the one-year and multi-year variable performance-related compensation elements as well as the structure and the relative proportions of the individual compensation elements compared to the total compensation.

In the view of the Supervisory Board, the main motivation for further developing the compensation system for the Board of Executive Directors was that the BASF Group reviewed its long-standing steering model and identified potential for refinement as of the 2024 business year.

In further developing the compensation system for the Board of Executive Directors, the Supervisory Board accordingly also made the new performance indicators the basis for the variable compensation of the Board of Executive Directors. In addition to the adjustment to the new financial performance indicators, the short-term incentive will in the future be based on an additive

bonus formula customary in the market, which makes the results of each individual target more transparent. At the same time, the relative proportions of the individual compensation elements in the total compensation will be adapted to a structure customary on the market. Within the non-performance-related compensation, the proportion of the company pension benefits will be reduced and the amount of the reduction will be transferred into the fixed compensation. In the performance-related variable compensation, the target amount for the long-term incentive will be increased for the first time since 2020. Overall, the proportion of performance-related (especially the multi-year) variable compensation will thus rise in the total compensation.

The Supervisory Board proposes – based on the recommendation of its Personnel Committee – that the compensation system for members of the Board of Executive Directors of BASF SE as adopted by the Supervisory Board with effect from January 1, 2024, be approved.

The compensation system for the members of the Board of Executive Directors in the adopted version effective January 1, 2024 – including an overview of the significant changes compared to the previous system of compensation for the members of the Board of Executive Directors – is described under No. V. This description can also be found at www.basf.com/shareholdersmeeting and can be accessed there during the Annual Shareholders' Meeting.

9. Adoption of a resolution on the compensation of Supervisory Board members and on the amendment of Article 14 No. 2 of the Statutes on the compensation of members of the Audit Committee of the Supervisory Board

According to Section 113(3) of the German Stock Corporation Act, at a publicly listed stock corporation, a resolution must be adopted on the compensation of the Supervisory Board at least every four years.

The compensation of the Supervisory Board of BASF SE is set out in Article 14 of the Statutes and was defined by a resolution of the Annual Shareholders' Meeting on May 12, 2017, as a purely fixed compensation with an additional obligation of Supervisory Board members to use part of the fixed compensation to acquire shares in the Company and to hold these shares until the member leaves the Supervisory Board. By resolution of the Annual Shareholders' Meeting of June 18, 2020, the most recent amendments included, in particular, a change to the timing of the payment of the compensation and the stipulation of appropriate reimbursement of expenses.

Members of the Audit Committee currently receive €50,000 as additional compensation on top of their fixed annual compensation. In view of the increased responsibility and duties of the members of the Audit Committee due to the more extensive monitoring and control obligations under the Financial Market Integrity Strengthening Act (Finanzmarktintegritätsstärkungsgesetz) and the German Corporate Governance Code, taking into account the development of compensation at comparable

companies, and in light of the competition for suitable candidates for the Audit Committee, it appears the amount of the current additional compensation is no longer appropriate. It is therefore planned to increase the annual further compensation for members of the Audit Committee from €50,000 to €75,000 annually.

The Board of Executive Directors and the Supervisory Board therefore propose, with effect from January 1, 2024, to change the compensation system for members of the Supervisory Board as presented under No. VI. and amend Article 14 No. 2 sentence 2 of the Statutes as follows:

“For members of the Audit Committee, the further compensation shall be €75,000.”

Article 14 is otherwise unchanged.

The wording of the provisions on compensation in accordance with Article 14 of the Statutes in the current version dated July 2023 is contained under No. VI. These provisions on compensation can also be found at www.basf.com/shareholdersmeeting and can be accessed there during the Annual Shareholders' Meeting.

10. Adoption of a resolution approving the Compensation Report for the 2023 business year

The Board of Executive Directors and Supervisory Board are obligated by Section 162 of the German Stock Corporation Act to prepare a report on the compensation paid and owed to the members of the Board of Executive Directors and the Supervisory Board in the financial year 2023, which is to be presented to the Annual Shareholders' Meeting for approval in accordance with Section 120a(4) of the German Stock Corporation Act. The Compensation Report for the financial year 2023 and the auditor's report on the audit of this Compensation Report can be found under No. VII. of this invitation. It can also be found at www.basf.com/compensationreport and can be accessed there during the Annual Shareholders' Meeting.

The Board of Executive Directors and the Supervisory Board propose that the Compensation Report for the 2023 business year be approved.

II. Further details and instructions for the Annual Shareholders' Meeting

1. Requirements for attending the Annual Shareholders' Meeting and exercising voting rights

The only persons who are entitled – personally or through proxies – to attend the Annual Shareholders' Meeting and exercise their voting rights are those shareholders who have registered with the Board of Executive Directors of the company not later than Thursday, April 18, 2024, either at the following address

Hauptversammlung BASF SE
c/o ADEUS Aktienregister-Service-GmbH
20784 Hamburg
Germany
Fax: +49 89 2070 37951
Email: hv-service@basf.com

or online according to the procedure laid down by the company at www.basf.com/asm-service and who are entered in the share register for the registered shares. For purposes of determining attendance and voting rights, the shares recorded in the share register at the end of April 18, 2024, are decisive.

Shareholders who would like to register via the online service will require their shareholder number and the corresponding access password. Those shareholders who are registered for the email transmission of the invitation to the Annual Shareholders' Meeting shall receive the necessary information in the email invitation to the Annual Shareholders' Meeting. All other shareholders entered in the share register shall receive their shareholder number and their access password by post with the written invitation to the Annual Shareholders' Meeting.

Shareholders who register via the online service and order a ticket to attend the Annual Shareholders' Meeting have the option to print out their admission ticket directly or have the ticket sent to them via email or post. Unlike the registration for the Annual Shareholders' Meeting, the admission ticket is not a prerequisite for attendance but merely serves to simplify the procedure at the entrance to the Annual Shareholders' Meeting.

If an intermediary is registered in the share register, it can only exercise the voting rights for shares that do not belong to it by virtue of a proxy issued by the shareholder.

Applications for share transfers in the share register that are received by the company after the end of April 18, 2024 (Technical Record Date), up to the end of the Annual Shareholders' Meeting on April 25, 2024, will be executed in the company's share register and take effect only after the Annual Shareholders' Meeting on April 25, 2024.

Owners of American Depositary Shares (ADS) receive the documents for the issue of a proxy from the Bank of New York Mellon (Depositary).

The shares are not blocked by registration for the Annual Shareholders' Meeting. Shareholders therefore remain free to dispose of their shares even after registration.

2. Voting procedures including proxy voting

Absentee voting

Shareholders can cast their votes in writing or by way of electronic communication, without attending the Annual Shareholders' Meeting ("absentee voting"). To exercise voting rights, shareholders must register for the Annual Shareholders' Meeting prior to midnight (CEST) on April 18, 2024 (see above, under "Requirements for attending the Annual Shareholders' Meeting and exercising voting rights").

Electronic absentee voting takes place via the online service at www.basf.com/asm-service using the online form provided there. Electronic absentee voting, including changes to votes, is possible via the online service until the start of voting. The start of voting will be determined and announced by the chair of the meeting at a point in time after the Board of Executive Directors has finished answering questions.

If votes are cast via postal absentee voting, the votes must be received by April 24, 2024 (date of receipt), at the following address:

Hauptversammlung BASF SE
c/o ADEUS Aktienregister-Service-GmbH
20784 Hamburg
Germany
Fax: +49 89 2070 37951

To change or revoke votes cast by absentee voting outside of the online service, the abovementioned provisions relating to the possibilities for transmission and the deadlines apply accordingly.

If shareholders have already voted via postal absentee voting but would instead like to personally exercise their voting rights or have these exercised by a representative during the Annual Shareholders' Meeting, this is possible but will revoke the votes cast via postal absentee voting.

Authorized intermediaries, associations of shareholders and proxy advisors in accordance with Section 134(a) of the German Stock Corporation Act as well as persons who have equal status to these in accordance with Section 135(8) of the German Stock Corporation Act are also entitled to utilize postal absentee voting.

Voting by company-appointed proxy

As a service, we offer our shareholders the possibility of being represented at the Annual Shareholders' Meeting by proxies appointed by the company. The proxies can be authorized in text form or via the online service at www.basf.com/asm-service. Issuing, changing or revoking a proxy and instructions to the proxies undertaken outside of the online service must reach the company at one of the aforementioned addresses. Issuing proxies and providing or changing instructions to the proxies are possible via the online service until the start of voting. The start of voting will be determined and announced by the chair of the meeting at a point in time after the Board of Executive Directors has finished answering questions.

On the day of the Annual Shareholders' Meeting, proxies and instructions to the company-appointed proxies may also be issued, changed, or revoked at the special counter in the entrance area.

Please note that for voting via company-appointed proxy as well, registration must be carried out prior to midnight (CEST) on April 18, 2024 (see above, under "Requirements for attending the Annual Shareholders' Meeting and exercising voting rights"). Beatriz Rosa Malavé and Annette Buchen have been appointed proxies with the sole right of representation. The proxies exercise the voting rights solely on the basis of the instructions provided. In the event that an individual vote takes place on an Item of the Agenda, any instruction issued for this purpose will apply to each individual sub-item accordingly. Please note that the proxies appointed by the company will not accept any instructions to speak, file opposition to resolutions by the Annual Shareholders' Meeting, ask questions or put forward motions on behalf of the shareholder.

If a shareholder has already issued a proxy and voting instructions to the company-appointed proxies but would instead like to personally exercise his or her voting rights or have these exercised by a representative during the Annual Shareholders' Meeting, this is possible but will revoke the issuance of the proxy and the instructions to the company-appointed proxies.

Voting by an authorized representative

In addition to postal absentee voting and voting by proxy, shareholders entered in the share register can have their voting rights in the Annual Shareholders' Meeting exercised by an authorized representative, for example, an intermediary, an association of shareholders or a proxy advisor. In this case as well, shareholders must register for the Annual Shareholders' Meeting prior to midnight (CEST) on April 18, 2024 (see above, under "Requirements for attending the Annual Shareholders' Meeting and exercising voting rights").

In the case of an authorization of an intermediary, an association of shareholders, a proxy advisor, or any other person specified in Section 135(8) of the German Stock Corporation Act, the form of authorization is governed by the respective offer for exercising the voting right by the authorized representative.

The issuing of a proxy, its revocation, and evidence of the authorization vis-à-vis the company can be sent to the company at the following address:

Hauptversammlung BASF SE
c/o ADEUS Aktienregister-Service-GmbH
20784 Hamburg
Germany
Fax: +49 89 2070 37951
Email: hv-service@basf.com

In addition, proxies can be issued or revoked via the online service at www.basf.com/asm-service until the start of voting.

Those intermediaries, associations of shareholders, and proxy advisors that participate in the company's online service can also be authorized via the online service according to the procedure laid down by the company at www.basf.com/asm-service.

On the day of the Annual Shareholders' Meeting, the issuing of a proxy, its revocation, and evidence of the authorization vis-à-vis the company are also possible at the special counter in the entrance area.

3. Forms provided by the company for registration and issuing proxies

For the registration or issuing proxies, the form prepared by the company for this purpose can be used. Shareholders who are entered in the share register and have not signed up for the email transmission of the invitation to the Annual Shareholders' Meeting will receive the form by post. Shareholders who are entered in the share register and have registered to receive the invitation to the Annual Shareholders' Meeting by email will receive the necessary information with the email invitation to the Annual Shareholders' Meeting. The registration and proxy form are also available at www.basf.com/asm-service.

Furthermore, the authorization form on the admission ticket can also be used for issuing a proxy.

4. BASF Report and further documents

The reports and financial statements specified under Item 1 of the Agenda and further documents relating to the Annual Shareholders' Meeting have been published online at www.basf.com/shareholdersmeeting and may be accessed there.

The currently valid Statutes are accessible at: www.basf.com/corporategovernance and will also be accessible there during the Annual Shareholders' Meeting.

5. Supplementary motions to the Agenda at the request of a minority according to Article 56 sentence 2 and sentence 3 of Regulation (EC) No. 2157/2001 (SE Regulation), Section 50(2) of the SE Implementation Act, and Section 122(2) of the German Stock Corporation Act

Shareholders whose holdings together reach the twentieth part of the share capital or the pro rata sum of €500,000 (this is equivalent to 390,625 no-par shares) can request that Items be placed on the Agenda and announced. Each new Item must be accompanied by a reason or draft resolution. The request must be addressed to the Board of Executive Directors of the company and must have been received by the company by midnight (CEST) March 25, 2024. Please send any such requests to the following address:

BASF SE
The Board of Executive Directors
c/o CL/G – C007
67056 Ludwigshafen
Germany
Or via email to: hv2024@basf.com

Supplements to the Agenda to be announced will – provided that they have not already been announced with the notice of meeting – be published in Germany's Federal Gazette and online at www.basf.com/shareholdersmeeting and announced and communicated to the shareholders promptly after the request has been received.

6. Motions and electoral proposals by shareholders according to Article 53 Regulation (EC) No. 2157/2001 (SE Regulation) and Sections 126(1) and 127 of the German Stock Corporation Act

Counter motions with reasons against a proposal by the Board of Executive Directors and the Supervisory Board on a specific Item of the Agenda and, in the event of an election to the Supervisory Board, electoral proposals for the election of members of the Supervisory Board or auditors must be sent to the following address only. Counter motions and electoral proposals sent to other addresses will not be taken into consideration.

BASF SE
CL/G – C007
67056 Ludwigshafen
Germany
Fax: +49 621 60-6620044
Email: hv2024@basf.com

Counter motions and electoral proposals that are to be made accessible according to the German Stock Corporation Act and are received up to the end of April 10, 2024, at the above address with evidence of shareholder status will be published promptly on the internet at www.basf.com/shareholdersmeeting. Any replies from management will also be published at the above internet address.

7. Total number of shares and voting rights

The total number of no-par shares issued by the company, each of which hold one voting right, is 892,522,164 on the date of the convening of the Annual Shareholders' Meeting.

8. Rights of the shareholder to information according to Article 53 Regulation (EC) No. 2157/2001 (SE Regulation) and Section 131(1) of the German Stock Corporation Act

On request, any shareholder or shareholder's representative must be given information by the Board of Executive Directors at the Annual Shareholders' Meeting about company matters, including the legal and business relations with associated companies and about the situation of the Group and the companies included in the Consolidated Financial Statements, provided that the information is required for the factual assessment of the Item of the Agenda.

9. Information on the company's website

This notice convening the Annual Shareholders' Meeting, the documents to be made accessible and motions of shareholders, as well as further information to be published according to Section 124a of the German Stock Corporation Act and information about shareholders' rights can be found on the company's website at www.basf.com/shareholdersmeeting.

The notice of the Annual Shareholders' Meeting will be published in Germany's Federal Gazette on March 13, 2024.

10. Video and audio broadcast of the Annual Shareholders' Meeting

For all shareholders of BASF SE, a live video and audio broadcast of the entire Annual Shareholders' Meeting will be transmitted via the online service at www.basf.com/asm-service on April 25, 2024, starting at 10:00 a.m. CEST. The opening of the Annual Shareholders' Meeting by the meeting chair and the speech of the company's Chairman of the Board of Executive Directors will be broadcast live online on April 25, 2024, and will be accessible to all at www.basf.com/shareholdersmeeting and available as a recording after the conclusion of the Annual Shareholders' Meeting.

The live broadcast of the Annual Shareholders' Meeting does not enable participation in the Annual Shareholders' Meeting in accordance with Section 118(1) sentence 2 of the German Stock Corporation Act.

All members of the Board of Executive Directors and the Supervisory Board intend to take part in the Annual Shareholders' Meeting in person for the duration of the meeting.

11. Data protection

As the responsible party, in connection with the implementation of the Annual Shareholders' Meeting, BASF SE processes personal data, in particular contact information and information about shareholdings, in order to ensure the proper conduct of the Meeting, to enable the exercising of shareholders' rights and to meet its obligations under (stock corporation) law. The processing occurs to safeguard justified interests and/or to fulfil legal obligations. Further information about data processing and your rights (access to, rectification of, limiting the processing of, objection to, deletion of and transmission of your data and complaints to the responsible supervisory authority) can be found on the company's website at **www.basf.com/data-protection-eu**.

If you have any questions, please contact BASF SE's Data Protection Officer, Alexandra Haug, BASF SE, Carl-Bosch-Str. 38, 67056 Ludwigshafen/Rhine, Germany, or via email at: data-protection@basf.com.

III. Data according to Article 9 of the SE Regulation in combination with Section 125(1) of the German Stock Corporation Act and further information on the Supervisory Board candidates proposed for election under Item 6 of the Agenda

Professor Dr. Stefan Asenkerschbaumer

Vice Chairman of the Supervisory Board of BASF SE

Managing partner, Robert Bosch Industrietreuhand KG (RBIK)

Chairman of the Supervisory Board, Robert Bosch GmbH

Personal data

Place of residence: Stuttgart, Germany

Born: April 27, 1956, in Burghausen, Germany

Nationality: German

Education

1986 PhD at the University of Erlangen-Nuremberg, Germany

1984 Degree in business administration at the University of Erlangen-Nuremberg, Germany

1982 Degree in business education at the University of Erlangen-Nuremberg, Germany

Professional career

since 2022 Non-executive member of the Board of Directors of Stadler Rail AG, Switzerland

since 2022 Member of the Supervisory Board of BASF SE and since 2023 Vice Chairman

since 2022 Chairman of the Supervisory Board of Robert Bosch GmbH and managing partner of RBIK

2013–2021 Deputy Chairman of the Board of Management of Robert Bosch GmbH

2010–2013 Member of the Board of Management of Robert Bosch GmbH

2006–2010 President, Starter Motors and Generators Division at Bosch

1987–2006 Various positions in commercial operations and managing functions within Bosch Group

Mandates

a) Memberships of statutory supervisory boards in Germany

- BASF SE (listed company), member since 2022 and Vice Chairman since 2023
- Robert Bosch GmbH (non-listed company), Chairman since January 2022

b) Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises

- Stadler Rail AG (listed company), independent, non-executive member of the Board of Directors since 2022

Relevant knowledge, skills and experience

Professor Dr. Stefan Asenkerschbaumer was Chief Financial Officer and Deputy Chairman of the Board of Management of Robert Bosch GmbH for many years. He has been a member of BASF SE's Supervisory Board since 2022. As a proven expert not only in all fields of finance and accounting, but also in the areas of innovation management, purchasing and logistics, he contributes profound knowledge of the value chains associated with the chemical industry and the entrepreneurial requirements of digitalization to the Supervisory Board.

Independence

The Supervisory Board considers that Professor Dr. Stefan Asenkerschbaumer does not hold any governing body positions at or act as an advisor to any significant competitors of BASF SE. He has no personal relationship to BASF SE, its governing bodies, affiliated companies or a significant shareholder in BASF SE and has no business relationship to the BASF Group that an objectively judging shareholder would consider decisive for his voting decision.

The Supervisory Board has satisfied itself that Professor Dr. Stefan Asenkerschbaumer is able to devote the expected amount of time required by the work associated with the Supervisory Board of BASF SE.

Planned committee memberships

It is intended that Professor Dr. Stefan Asenkerschbaumer will become Chairman of the Personnel Committee and that he will again become a member of the Nomination and Strategy Committees.

Dr. Kurt Bock

Chairman of the Supervisory Board of BASF SE

Personal data

Place of residence: Heidelberg, Germany
 Born: July 3, 1958, in Rahden, Germany
 Nationality: German

1991–1992 Director Technology, Planning and Controlling for Engineering Plastics, BASF Aktiengesellschaft

1987–1991 Staff to Chief Financial Officer of BASF Aktiengesellschaft

Education

1985 PhD at the University of Bonn, Germany

1985–1987 Joined the Finance division of BASF Aktiengesellschaft

1977–1982 Studied business administration at University of Münster, Germany, University of Cologne, Germany, and Pennsylvania State University

Mandates

a) Memberships of statutory supervisory boards in Germany

- BASF SE (listed company), Chairman since 2020
- Bayerische Motoren Werke Aktiengesellschaft (listed company), member since 2018, member and Chairman of the Audit Committee since 2020, Vice Chairman of the Supervisory Board and member of the Personnel and Nomination Committees since 2021

Professional career

since 2020 Chairman of the Supervisory Board of BASF SE

since 2018 Member of the Supervisory Board of Bayerische Motoren Werke Aktiengesellschaft, since 2020 member and Chairman of the Audit Committee and since 2021 Vice Chairman of the Supervisory Board and member of the Personnel and Nomination Committees

b) Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises

- none

2019–2022 Chairman of the Supervisory Board of Fuchs Petrolub SE

2018–2020 Member of the Supervisory Board of Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft

2016–2020 Member of the Supervisory Board of Fresenius Management SE

2011–2018 Chairman of the Board of Executive Directors of BASF SE

2003–2011 Member of the Board of Executive Directors and Chief Financial Officer of BASF SE (BASF Aktiengesellschaft until 2008); from 2007 onward also Chairman and CEO of BASF Corporation, New Jersey

2000–2003 President Logistics & Informatics, BASF Aktiengesellschaft

1998–2000 Chief Financial Officer (CFO) of BASF Corporation, New Jersey

1996–1998 Managing Director of Robert Bosch Ltda., Campinas, Brazil

1992–1996 Senior Vice President Finance/Accounting, Robert Bosch GmbH, Stuttgart, Germany

Relevant knowledge, skills and experience

Dr. Kurt Bock is familiar with the chemical sector and the associated value chains due to his career in the BASF Group and Bosch Group. Owing to his years as a member and Chairman of the Board of Executive Directors of BASF SE, he has extensive experience in the strategic and operational management of a leading global chemical company. He contributes international experience as well as in-depth knowledge, especially in the areas of corporate governance, accounting and accounting standards, internal control standards and corporate processes.

In particular, through his activities on the supervisory boards of BASF SE and Bayerische Motoren Werke Aktiengesellschaft as well as through former supervisory board mandates, he has also obtained deep insight into the work of supervisory boards and the supervision of globally operating listed companies. Moreover, Dr. Kurt Bock held senior honorary positions at industry associations and international organizations (United Nations Global Compact, UNGC; International Council of Chemical Associations, ICCA; Conseil Européen des Fédérations de l'Industrie Chimique, CEFIC; Verband der Chemischen Industrie, VCI).

Independence

The Supervisory Board considers that Dr. Kurt Bock does not hold any governing body positions at or act as an advisor to any significant competitors of BASF SE. He has no personal relationship to BASF SE, its governing bodies, affiliated companies or a significant shareholder in BASF SE and has no business relationship to the BASF Group that an objectively judging shareholder would consider decisive for his voting decision.

Dr. Kurt Bock retired from the Board of Executive Directors of BASF SE on May 4, 2018. The statutory two-year cooling-off period in accordance with Section 100(2) No. 4 of the German Stock Corporation Act therefore ended with the expiry of May 4, 2020. Since joining the Supervisory Board, his former membership of the Board of Executive Directors of BASF SE is no longer a reason, in accordance with the German Corporate Governance Code, to question Dr. Kurt Bock's independence as a member of the Supervisory Board.

The Supervisory Board has satisfied itself that Dr. Kurt Bock is able to devote the expected amount of time required by the work associated with the Supervisory Board of BASF SE.

Planned Supervisory Board chair and planned committee memberships

It is intended that Dr. Kurt Bock will be proposed to the new Supervisory Board as a candidate to chair the Supervisory Board and for chairmanship of the Nomination and Strategy Committees as well as membership of the Personnel Committee.

Prof. Dr. Thomas Carell

Professor of Organic Chemistry at Ludwig-Maximilians-Universität München

Personal data

Place of residence: Munich, Germany

Born: April 26, 1966, in Herford, Germany

Nationality: German

Education

1995–2000 Research group leader at the Laboratory for Organic Chemistry at the Swiss Federal Institute of Technology Zurich (ETH), Switzerland, with postdoctoral qualification

1993–1995 Postdoc at Massachusetts Institute of Technology, Cambridge, Massachusetts

1989–1993 Doctoral thesis at the Max Planck Institute for Medical Research in Heidelberg, Germany; PhD (Dr. rer. nat.) in organic chemistry at the University of Heidelberg, Germany

1985–1989 Studied chemistry at the University of Münster, Germany

Professional career

since 2019 Member of the Supervisory Board of BASF SE

since 2004 Full Professor for Organic Chemistry at Ludwig-Maximilians-Universität München, Munich, Germany

2000–2004 Full Professor for Organic Chemistry at Philipps-Universität, Marburg, Germany

Mandates

a) Memberships of statutory supervisory boards in Germany

- BASF SE (listed company), member since 2019

b) Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises

- None

Relevant knowledge, skills and experience

Through his research activities, Prof. Dr. Thomas Carell has knowledge of organic chemistry and the chemical and biochemistry sectors as well as the associated value chains. He contributes international experience, extensive networks in the scientific community as well as specific knowledge in research management, digitalization and sustainability topics to the Supervisory Board's work. He has been a member of BASF SE's Supervisory Board since 2019.

Independence

The Supervisory Board considers that Prof. Dr. Thomas Carell does not hold any governing body positions at or act as an advisor to any significant competitors of BASF SE. He does not have any personal relationships to BASF SE, its governing bodies, affiliated companies or a significant shareholder in BASF SE. He has only a minor business relationship with the BASF Group in the form of his 10.04% shareholding in baseclick GmbH, a company in which BASF SE indirectly holds 67.23% of the shares. baseclick GmbH is a startup company in the field of biochemistry, in particular DNA technologies, established through a spinoff from the Ludwig-Maximilians-Universität München, Munich, Germany.

The Supervisory Board has satisfied itself that Prof. Dr. Thomas Carell is able to devote the expected amount of time required by the work associated with the Supervisory Board of BASF SE.

Planned committee memberships

It is intended that Prof. Dr. Thomas Carell will again become a member of the Nomination Committee and additionally of the Personnel Committee.

Liming Chen

Chair of the World Economic Forum Greater China

Personal data

Place of residence: Beijing, China

Born: January 29, 1960, in Xinjiang, China

Nationality: Singaporean

Education

2003 Advanced Management Program at Harvard Business School, Cambridge, Massachusetts

1989 Master in food science at Cornell University in Ithaca, New York

1982 Bachelor of Science at Shihezi University in Xinjiang, China

Professional career

since 2022 Chair of the World Economic Forum Greater China in Beijing, China

since 2020 Member of the Supervisory Board of BASF SE

2015–2022 Chairman, IBM Greater China Group, based in Beijing, China

2008–2015 President of BP China and Chairman of BP (China) Holding Company

1994–2008 Various leadership positions at the chemical company Condea (since 2001: Sasol) in Singapore and China

1991–1994 Senior Research Fellow in food technology at Singapore Institute of Standards & Industrial Research

1982–1986 Assistant Researcher in Xinjiang Agricultural Reclamation Research Institute

Mandates

a) Memberships of statutory supervisory boards in Germany

- BASF SE (listed company), member since 2020

b) Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises

- none

Relevant knowledge, skills and experience

Liming Chen is familiar with the chemical sector and the associated value chains due to his career at Condea/Sasol and BP China. Owing to his research activities at Singapore Institute of Standards & Industrial Research and his former management position at IBM Greater China Group, he contributes profound knowledge of research and development as well as of digitalization to the Supervisory Board's work. He brings to the Supervisory Board his expertise and experience in information technology and the chemical industry, and in leading and transforming business processes at international companies in Asia. He has been a member of BASF SE's Supervisory Board since 2020.

Independence

The Supervisory Board considers that Liming Chen does not hold any governing body positions at or act as an advisor to any significant competitors of BASF SE. He has no personal relationship to BASF SE, its governing bodies, affiliated companies or a significant shareholder in BASF SE and has no business relationship to the BASF Group that an objectively judging shareholder would consider decisive for his voting decision.

The Supervisory Board has satisfied itself that Liming Chen is able to devote the expected amount of time required by the work associated with the Supervisory Board of BASF SE.

Planned committee memberships

It is intended that Liming Chen will again become a member of the Nomination Committee.

Alessandra Genco

Chief Financial Officer of Leonardo SpA, Rome, Italy

Personal data

Place of residence: Rome, Italy
 Born: August 4, 1973, in Rome, Italy
 Nationality: Italian

Education

2001 MBA from the Stanford Graduate School of Business, Stanford, California

1996 MSc. in economics from LUISS Guido Carli University of Rome, Italy

Professional career

since 2022 Member of the Supervisory Board of BASF SE

since 2017 Chief Financial Officer of Leonardo SpA

2014–2017 Vice President Group Finance of Leonardo SpA

2006–2014 Head of Investments and Portfolio Evaluation of Leonardo SpA

2001–2006 Vice President in the Investment Banking Division of Goldman Sachs, New York City, New York

1996–1999 Risk Manager at Banca di Roma

Mandates

- a) Memberships of statutory supervisory boards in Germany**
- BASF SE (listed company), member since 2022
- b) Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises**
- Elettronica SpA (non-listed company, group mandate), member since 2016

Relevant knowledge, skills and experience

Alessandra Genco has been Chief Financial Officer of Leonardo SpA for more than six years. Therefore, she has profound knowledge of and experience in the governance of a publicly traded and internationally active company. She has proven competencies in finance, accounting and financial reporting. Due to current and previous activities, she has a comprehensive understanding of long-term industrial investment projects, portfolio evaluation as well as investment banking. She has been a member of BASF SE's Supervisory Board since 2022.

Independence

The Supervisory Board considers that Alessandra Genco does not hold any governing body positions at or act as an advisor to any significant competitors of BASF SE. She has no personal relationship to BASF SE, its governing bodies, affiliated companies or a significant shareholder in BASF SE and has no business relationship to the BASF Group that an objectively judging shareholder would consider decisive for his voting decision.

The Supervisory Board has satisfied itself that Alessandra Genco is able to devote the expected amount of time required by the work associated with the Supervisory Board of BASF SE.

Planned committee memberships

It is intended that Alessandra Genco will become Chairwoman of the Audit Committee. Alessandra Genco, who has been a member of the Audit Committee since April 29, 2022, has particular expertise in the field of accounting, including sustainability reporting, due to her degree in economics, her professional activities in financial institutions and her current role as CFO of a listed international company. It is also planned that Alessandra Genco will again become a member of the Nomination Committee.

Tamara Weinert

President and Chief Executive Officer of the Business Area Americas and Member of the Leadership Team of Outokumpu Oyj, Finland

Personal data

Place of residence: Fairhope, Alabama
 Born: February 16, 1965, in Mannheim, Germany
 Nationality: German
 First-time candidate for the Supervisory Board of BASF SE

Education

2008	Master's Degree, Protected Landscape Management, University of Greenwich, United Kingdom
2001	MBA, Finance, Institute of Finance, Manchester Business School, United Kingdom
1991	Bankfachwirtin, Frankfurt School of Finance & Management, Germany

Professional career

since 2021	President and Chief Executive Officer of the Business Area Americas and Member of the Leadership Team of Outokumpu Oyj, Finland
2020–2021	Acting President of the Business Area Americas and Member of the Leadership Team of Outokumpu Oyj, Finland
2012–2020	Various managing functions at Outokumpu in Germany and Finland in the fields of Finance & Control, Sales and Investor Relations
2009–2012	Head of Corporate & Structured Finance of Vattenfall, Sweden
2002–2009	Various functions in the fields of Credit Risk Management and Treasury at Nuon Energy, Netherlands
2001–2002	Manager, Credit & Contracts at Mirant Corporation, Netherlands
1996–2000	Various managing functions at Deutsche Bank in the field of Credit in Pakistan, Singapore and Russia
1984–1996	Staff to a Member of the Executive Board of Deutsche Bank, Corporate Account Manager, Germany

Mandates

- a) Memberships of statutory supervisory boards in Germany**
 – none
- b) Memberships in comparable domestic and foreign supervisory bodies of commercial enterprises**
 – none

Relevant knowledge, skills and experience

Tamara Weinert has proven expertise in the areas of finance, risk management and controlling. Due to her diverse current and previous international activities, she has extensive operational and strategic management experience, including in the field of circular solutions such as recycling in the steel industry, and in international sales. In addition, she can contribute profound knowledge and experience from her leadership positions in both the banking and energy sectors to the work of BASF SE's Supervisory Board.

Independence

The Supervisory Board considers that Tamara Weinert does not hold any governing body positions at or act as an advisor to any significant competitors of BASF SE. She has no personal relationship to BASF SE, its governing bodies, affiliated companies or a significant shareholder in BASF SE and has no business relationship to the BASF Group that an objectively judging shareholder would consider decisive for his voting decision.

The Supervisory Board has satisfied itself that Tamara Weinert is able to devote the expected amount of time required by the work associated with the Supervisory Board of BASF SE.

Planned committee memberships

It is intended that Tamara Weinert will become a member of the Audit, Nomination and Strategy Committees. Tamara Weinert has particular expertise in the field of auditing, including sustainability reporting, due to her former work as Chief Financial Officer for EMEA at Outokumpu and her professional activities in the finance departments of several companies worldwide.

IV. Information about Agenda Item 7: Report of the Board of Executive Directors on the exclusion of the subscription right in the resolution to create a new authorized capital

Regarding Item 7 of the Agenda, according to Article 9 of the SE Regulation in combination with Section 203(2) sentence 2 in combination with Section 186(4) sentence 2 of the German Stock Corporation Act, the Board of Executive Directors presents the following report on the exclusion of the subscription right:

The Annual Shareholders' Meeting of May 3, 2019, authorized the Board of Executive Directors to increase, with the consent of the Supervisory Board, until May 2, 2024, the Company's share capital by up to €470,000,000 by issuing new shares against contributions in cash or in kind (Authorized Capital 2019). The expiring authorization allows for the exclusion of the shareholders' statutory subscription right in the case of capital increases from this authorized capital in certain cases. The company has not made any use of the authorization to issue new shares.

Authorized Capital 2024

It is proposed that the Annual Shareholders' Meeting approve a new Authorized Capital and in doing so authorize the Board of Executive Directors, with the consent of the Supervisory Board, to increase, until April 24, 2029, the Company's share capital by a total of up to €300,000,000 by issuing new registered shares with no par value (shares) against contributions in cash or in kind (Authorized Capital 2024). Simultaneously, the Authorized Capital 2019 will be cancelled. This is aimed at providing the Board of Executive Directors with a flexible instrument for fashioning corporate policy for the next five years. The new Authorized Capital 2024 shall be available for both capital increases against cash contributions as well as contributions in kind and can also be used in portions, provided that the total amount is not exceeded. If the authorization is fully utilized, the proposed volume of new Authorized Capital 2024 would correspond to an increase in share capital of around 26.3%.

The purpose of the Authorized Capital 2024 is to give the Board of Executive Directors the continued ability, if necessary, to raise the capital required for the strategic development of the company on the capital markets on short notice by issuing new shares, or to take quick and flexible advantage of any more favorable market conditions to meet a future financing requirement, without the delay of having to wait until the next Annual Shareholders' Meeting and thus losing the ability to take advantage of attractive market conditions on short notice, and without the complications of convening an Extraordinary Shareholders' Meeting. The aim is also to give the Board of Executive Directors the continued ability, even without tapping capital markets, to quickly and flexibly act upon attractive acquisition opportunities or to acquire companies, parts of companies, or holdings in other companies from third parties in return for issuing shares.

In the event of a utilization of the Authorized Capital 2024, shareholders generally have a subscription right, so shareholders can participate in the capital increase in proportion to their shareholding ratio and thus prevent a dilution of their shareholding. In addition to directly issuing new shares to shareholders, another possibility for handling the technical processing of the share issue is for the Board of Executive Directors to appoint a credit institution or company which takes over the new shares with the obligation to offer them to the shareholders for subscription in accordance with Section 186(5) sentence 1 of the German Stock Corporation Act (indirect subscription right).

However, with the authorization for a capital increase, the Board of Executive Directors shall also be authorized, with the consent of the Supervisory Board, to exclude the subscription right of the shareholders, in particular in the following cases:

Exclusion of subscription right in the case of a capital increase in return for contributions in kind

It should be possible to exclude the subscription right of shareholders in the case of capital increases in connection with the acquisition of companies, parts of companies or participations in companies. This possibility of issuing shares significantly increases the room for maneuver of the Board of Executive Directors in international competition, since particularly in the case of corporate mergers or the acquisition of companies, parts of companies or participations, the consideration to be paid is frequently paid in the form of the acquirer's shares. Time and again, sellers also demand such a consideration in order to be able to participate indirectly in an increase in the value of the sold company after the sale. In addition, with the increasingly large corporate units that are now involved in such transactions – also in the chemical industry – it is often not possible to pay or fully pay the considerations in cash without putting undue strain on the company's liquidity or raising its indebtedness to an undesirable extent. Shares are therefore an important alternative form of financing for acquisitions. As a rule, the timing of such acquisitions cannot be planned. Opportunities to acquire attractive companies, parts of companies or participations in companies often arise on short notice and must then be acted upon quickly, usually in a competitive environment. To also have the ability to acquire corporate holdings on short notice in such cases without holding a shareholders' meeting, the company must be able to increase its capital under exclusion of subscription rights. The authorization takes this circumstance into account. The reduction of a shareholder's stake resulting from such a capital increase carried out under exclusion of the subscription right will be offset by the fact that, although the stake is smaller than before, the shareholder has an interest in an overall more valuable company without personally having to provide any of the funds required for this increase in value. Furthermore, because the Company's stock is publicly listed, every shareholder has the ability to restore the previous shareholding ratio by purchasing additional shares.

Exclusion of subscription right for outstanding bonds with warrants and convertible bonds

In addition, there should also be a possibility to exclude the subscription right if it is necessary in order to issue subscription rights for new shares to holders of Debt Instruments with conversion or option rights and/or obligations that have been or will be issued by the Company or its direct and indirect subsidiaries to the extent to which the holders would be entitled as shareholders after exercising the option or conversion rights or after fulfillment of the option or conversion obligations. The exclusion of the subscription right in favor of owners of option certificates and creditors of convertible bonds enables these to participate in the capital increase to the extent to which they would be entitled to participate if they had purchased shares by virtue of their option or conversion rights or conversion obligations. They are therefore treated as if they had already exercised their option or conversion right or had fulfilled a conversion obligation. This counteracts any dilution as the result of the capital increase. This type of dilution protection is generally included in the corresponding terms of issue

for the Debt Instruments in order to meet the expectations of investors and achieve a better placement on the capital market. At the same time, this generally leads to a higher issue price for the shares to be issued in the event of the conversion or exercise of an option, as this avoids a reduction of the option or conversion price. The abovementioned advantages can, however, only be used when shareholders' subscription rights are excluded in this case. The exclusion of subscription rights therefore enables the Company to have an optimal financing structure and is thus in the interest of shareholders.

Exclusion of subscription rights for fractional amounts

The authorization to exclude the subscription right for fractional amounts resulting from the subscription ratio opens up the possibility of laying down simple and practicable subscription conditions for raising capital. Fractional amounts occur if not all shares can be distributed uniformly among the shareholders owing to the subscription ratio or the amount of the capital increase. The fractional amounts are of subordinate importance in relation to the total capital increase, and because the exclusion is limited to fractional amounts, the potential dilution effect for shareholders is generally very low. This is also why excluding subscription rights is a customary market practice in this case. The new shares, known as "fractional shares," excluded from the subscription right will be utilized on the most favorable terms for the company.

Exclusion of subscription rights for capital increases in return for cash contributions

The Board of Executive Directors is also to be authorized to exclude the subscription right, if, in the case of cash capital increases according to Section 186(3) sentence 4 of the German Stock Corporation Act, the new shares are issued at a price that is not substantially lower than the stock market price. Thus, the Board of Executive Directors will continue to be in a position to meet future financing requirements at short notice, taking advantage of any favorable capital market conditions to benefit the company and the shareholders. This is only possible to a very limited extent if the subscription right is granted, because processing the subscription right is costly and time-consuming. Capital increases under the exclusion of the subscription right regularly lead to higher cash inflows than capital increases with shareholders' subscription rights. In this way, the company benefits from higher proceeds of an issue while the dilution effect for existing shareholders is marginal. To adequately protect shareholders from a dilution of their holdings, the shares issued under exclusion of the subscription right according to Section 186(3) sentence 4 of the German Stock Corporation Act must not exceed a total of ten percent of the share capital, either at the time the authorization becomes effective or at the time the authorization is utilized. Those shares are to be credited against this limitation that have been, or are issued, during the term of this authorization in order to service bonds with conversion or option rights or conversion obligations on the basis of a corresponding authorization by the Annual Shareholders' Meeting, insofar as these bonds were issued during the term of this authorization under the exclusion of the subscription right in appropriate application of Section 186(3) sentence 4 of the German Stock Corporation Act. Moreover, those shares are to be credited against this limitation that have been sold in appropriate application of Section 186(3) sentence 4 of the German Stock Corporation Act with the

exclusion of the subscription right. This ensures that, in line with the statutory requirements of Section 186(3) sentence 4 of the German Stock Corporation Act, the shareholders' pecuniary and voting interests remain appropriately safeguarded in the case of a utilization of the Authorized Capital 2024 under the exclusion of the subscription right, while the company gains further room to maneuver in the interests of all shareholders.

Limitation of the total scope of capital increases without subscription rights

The total shares issued under the authorizations explained above on the exclusion of the subscription right in the case of capital increases both against cash contributions and contributions in kind must not exceed ten percent of the share capital, either at the time that the authorization comes into effect, or at the time that it is utilized. The BASF shares that were issued during the term of this authorization based on other capital measures with the exclusion of shareholders' subscription rights shall be credited against this maximum amount of ten percent. This includes, in particular, BASF shares issued or granted in connection with a Debt Instrument issued during the term of this authorization on the basis of the utilization of another authorization with the exclusion of the subscription right. This capital limit restricts the total scope of an issue of shares from the Authorized Capital 2024 under the exclusion of subscription rights, as well as in the case of the sale of own shares under the exclusion of subscription rights and the issue of bonds with warrants and convertible bonds under the exclusion of subscription rights. This will additionally safeguard the shareholders from any dilution of their holding.

Use of Authorized Capital

There are currently no plans for the use of the Authorized Capital 2024. The Board of Executive Directors will carefully analyze on a case-by-case basis whether the use of the authorization for the capital increase and any exclusion of subscription rights are in the well-understood interests of the Company, also taking into consideration the interests of existing shareholders. The Board of Executive Directors will report on each use of the Authorized Capital 2024 at the subsequent Annual Shareholders' Meeting.

V. Information about Agenda Item 8: Compensation system for members of the Board of Executive Directors as of 2024

With effect from January 1, 2024, the Supervisory Board of BASF SE decided, based on the recommendation of the Personnel Committee, to further develop the compensation system for the members of the Board of Executive Directors, which was last approved by the Annual Shareholders' Meeting on June 18, 2020.

The main changes affect the variable compensation. With the further development of the steering concept for BASF Group, the new performance indicators will also serve as the basis for the compensation of the Board of Executive Directors and the short-term incentive (STI) will be converted into a market-typical additive bonus formula.

The target total compensation will be increased for the first time since 2020 by a moderate 5.3% as a result of the higher target amount for the long-term incentive (LTI). The amount of the non-performance-related compensation will remain unchanged.

The proposed changes are in accordance with the provisions of the Implementing Act to the Second Shareholder Rights Directive (ARUG II) and the German Corporate Governance Code in the version dated April 28, 2022. The revised compensation system has been part of the contracts of the members of the Board of Executive Directors since January 1, 2024.

The changes comprise in particular:

- As of the 2024 business year, the revised STI for the Board of Executive Directors is based on the achievement of three financial targets as well as nonfinancial targets. The three financial targets will account for a total of 75% of the STI, and the nonfinancial targets 25%.
- The pension contribution will be reduced, and the reduced amount will instead be paid as fixed salary. The existing model of company pension benefits with a defined fixed annual pension contribution remains unchanged.
- The structure of the LTI in the form of a performance share plan remains unchanged. The strategic targets of the LTI will be adapted in accordance with the new steering concept. The target amount for the LTI will be increased for the first time since January 1, 2020.
- As a result of the increased target amount of the LTI, the target total compensation for a member of the Board of Executive Directors – comprising fixed compensation, fringe benefits, target amount for the STI, target amount for the LTI and company pension benefits – will rise for the first time since January 1, 2020, by a total of 5.3%.
- The existing Share Ownership Guideline for members of the Board of Executive Directors remains unchanged. As of the 2024 business year, the degree of fulfillment of the share ownership obligation will be published annually in the Compensation Report.
- For members of the Board of Executive Directors, a post-contractual non-compete obligation will apply for 12 months following the end of service. The non-compete obligation will be incorporated into all contracts that end before the Board member reaches the age of 60. For contracts that end between the Board member's 60th and 63rd birthday, the Supervisory Board will decide on a case-by-case basis whether a non-compete obligation is necessary. Contracts that end after the member of the Board of Executive Directors

has reached their 63rd birthday will no longer include a non-compete obligation. In individual cases, the Supervisory Board can decide to waive the non-compete obligation.

Principles of the compensation system for members of the Board of Executive Directors

The compensation of the Board of Executive Directors is determined by the company's size, complexity and financial position. It is designed to contribute to sustainable corporate development and the achievement of strategic corporate goals. The amount of the variable compensation is derived from the achievement of short and long-term financial and nonfinancial targets as well as the development of the share price and the dividend per share (Total Shareholder Return). BASF's published short- and long-term strategic targets and performance indicators form the key performance indicators for the variable compensation.

Based on a proposal by the Personnel Committee, the Supervisory Board determines the structure and amount of compensation for members of the Board of Executive Directors. All DAX-listed companies as well as globally operating companies based in Europe serve as an external reference. During the last appropriateness review, carried out in 2022, the following companies were identified to make up the European peer group: ABB, Air Liquide, Akzo Nobel, BAE Systems, Bayer, BHP, BMW, BP, Continental, Daimler (now Mercedes Benz Group), DSM, E.ON, EDF, Henkel, Linde, Rolls Royce, Royal Dutch Shell, Siemens, Solvay, Thyssenkrupp, Total, Volkswagen. The internal references for a vertical comparison are, in particular, the compensation of the group of senior executives as well as of employees of BASF SE. The external and internal appropriateness is reviewed at regular intervals by independent external advisors.

The Personnel Committee also prepares for the Supervisory Board's regular review of the system and amount of compensation for members of the Board of Executive Directors. If necessary, it recommends to the Supervisory Board that changes should be made. This is done in compliance with the provisions set out by the German Stock Corporation Act and the German Corporate Governance Code regarding the treatment of conflicts of interest. In the event of significant amendments, but at least every four years, the compensation system decided upon by the Supervisory Board is presented to the Annual Shareholders' Meeting for approval (say on pay).

In very exceptional cases (such as a severe economic crisis), the Supervisory Board can temporarily deviate from the components of the compensation system (procedures and rules on the compensation structure and amount as well as relating to the individual compensation components) for the Board of Executive Directors, if this is in the interest of the long-term well-being of the company. This compensation system for members of the Board of Executive Directors is applicable for all current service contracts for the Board of Executive Directors, the extension of these contracts as well as new contracts to be signed.

Overview of compensation components

As of January 1, 2024, the compensation system for the Board of Executive Directors contains the components listed in the following overview with the target and maximum amounts valid for the 2024 business year:

	Previous remuneration of Board of Executive Directors (since January 1, 2020)		New remuneration of Board of Executive Directors (as of January 1, 2024)	
	€		€	
Non-performance-related compensation	1. Fixed salary	Annual amount: 800,000 – Payment in equal installments	Annual amount: 1,000,000 – Payment in equal installments	
	2. Regularly provided fringe benefits	Annual target amount: 50,000 Maximum amount (Cap): 100,000 – Corresponds to 200% of the annual target amount	Annual target amount: 50,000 Maximum amount (Cap): 100,000 – Corresponds to 200% of the annual target amount	
	3. Company pension benefits	Annual amount: 500,000 Defined fixed annual pension contribution amount	Annual amount: 300,000 Defined fixed annual pension contribution amount	
	Sub Total performance-independent compensation	Annual target amount: 1,350,000 Maximum amount (Cap): 1,400,000	Annual target amount: 1,350,000 Maximum amount (Cap): 1,400,000	
Performance-related compensation	4. Short-term incentive (STI) with one year performance period	Annual target amount: 1,000,000 Maximum amount (Cap): 2,000,000 – Corresponds to 200% of the annual target amount – Payment in May following the one-year performance period	Annual target amount: 1,000,000 Maximum amount (Cap): 2,000,000 – Corresponds to 200% of the annual target amount – Payment in May following the one-year performance period	
	5. Long-term incentive (LTI) Performance Share Plan with four year performance period	Annual target amount: 1,400,000 Maximum amount (Cap): 2,800,000 – Corresponds to 200% of the annual target amount – Payment in May following the four-year performance period	Annual target amount: 1,600,000 Maximum amount (Cap): 3,200,000 – Corresponds to 200% of the annual target amount – Payment in May following the four-year performance period	
	Sub Total performance dependent compensation	Annual target amount: 2,400,000 Maximum amount (Cap): 4,800,000	Annual target amount: 2,600,000 Maximum amount (Cap): 5,200,000	
	Total target compensation Maximum compensation	3,750,000 6,200,000	3,950,000 6,600,000	

Figure 1

The chair of the Board of Executive Directors receives two times and the vice chair 1.33 times the amount that an ordinary Board member receives. This applies with the exception of regularly provided fringe benefits, which are the same for all members of the Board of Executive Directors.

The compensation system continues to include a withholding and clawback clause, which enables variable compensation components to be withheld and clawed back in the event that a Board member commits a serious infringement of the Code of Conduct of BASF Group or of due diligence obligations as a member of the management of the company, as well as a Share Ownership Guideline, which obliges members of the Board of Executive Directors to hold a defined number of shares for the duration of their Board mandate and beyond.

As of January 1, 2024, another component of the compensation system is a non-compete obligation in the contracts for members of the Board of Executive Directors, which will be applicable for 12 months following the end of service.

Based on the data collected in an appropriateness review conducted by an external compensation consultant in 2022, which once again confirmed the horizontal and vertical appropriateness of the compensation of the Board of Executive Directors, the relative proportions of the individual compensation components in the target total compensation for members of the Board of Executive Directors were reviewed and adjusted as follows:

- Parts of the pension plan contribution are being transferred to fixed salary. The pension plan contribution is thus being reduced to a market-typical level (from previously 62.5% to now 30% of fixed compensation). The absolute figure was reduced to €300,000 (previously: €500,000). The relative proportion of the company pension benefits in the total target compensation declines to around 8% (previously around 13%).
- As a result of parts of the company pension benefits being shifted into fixed salary, the fixed salary rises to €1,000,000 (previously: €800,000); the relative proportion of fixed salary in the total target compensation therefore rises to around 25% (previously around 21%). The non-performance-related compensation as a sum comprising fixed salary and company pension benefits therefore remains unchanged.
- The regularly provided fringe benefits are not being adjusted and continue to account for around 1% of the total target compensation.
- The target amount for the multi-year variable compensation component LTI is raised to €1,600,000 (previously €1,400,000); the relative proportion of the multi-year variable compensation in the total target compensation rises to around 41% (previously around 37%).
- The target amount for the one-year variable compensation component STI is not being adjusted; the relative proportion declines to around 25% (previously around 27%) due to the increase in the total target compensation.
- Overall, the total target compensation as of January 1, 2024, is rising for the first time since January 1, 2020, by 5.3% due to the increase in the target amount for the LTI.

Target amounts and relative proportions of the compensation components in the annual total target compensation

	New compensation system for members of the Board of Executive Directors (as of January 1, 2024)		Previous compensation system for members of the Board of Executive Directors (since January 1, 2020)	
	Amounts	Share	Amounts	Share
Fixed salary	1,000,000	~ 25%	800,000	~ 21%
Regularly provided fringe benefits	50,000	~ 1%	50,000	~ 1%
Company pension benefits	300,000	~ 8%	500,000	~ 13%
Short-term incentive (STI)	1,000,000	~ 25%	1,000,000	~ 27%
Long-term incentive (LTI)	1,600,000	~ 41%	1,400,000	~ 37%
Total target compensation	3,950,000	100%	3,750,000	100%

Figure 2

The amounts apply for the 2024 business year for a member of the Board of Executive Directors. The amount for the chair of the Board of Executive Directors is two times this value, and for the vice chair it is 1.33 times this value (except for regularly provided fringe benefits, which are the same for all members of the Board of Executive Directors).

The amount for the regularly provided fringe benefits represents the target amount for the 2024 business year. If one-off fringe benefits and/or transfer-related fringe benefits are granted in individual cases, the maximum amounts specified for this also apply.

With the adjustments undertaken, the amount and structure of the compensation for the Board of Executive Directors is appropriate and competitive, with an emphasis on performance-related variable compensation. The changes in the STI and LTI reflect the changes in BASF's steering concept and thereby incentivize the achievement of the BASF Group's annual short-term and medium-term targets.

Individual compensation components:

1. Fixed salary

The fixed salary is a set amount of yearly compensation paid out in equal installments. The fixed salary for the chair of the Board of Executive Directors is two times the fixed salary for an ordinary Board member; the vice chair receives 1.33 times this value.

2. Short-term incentive (STI)

For each business year, an STI with a one-year performance period is granted. The STI is based on the achievement of annual financial and nonfinancial targets.

The new STI formula contains three financial targets as well as nonfinancial targets of the BASF Group, which represent the priorities of the Board of Executive Directors for the particular business year. The defined amounts of the three financial targets are in line with the outlook published in the Forecast as well as BASF's strategic targets.

The performance indicators, target amounts and target achievement curves for the individual financial targets as well as the weighting are decided at the beginning of the business year by the Supervisory Board.

The target achievement for the STI is determined by adding the weighted target achievement levels of the four individual targets (see figure 3). This further increases transparency and makes the achievement levels for each target visible.

The amount of the STI payout is limited to 200% of the target amount (cap). The actual STI amount is paid in May of the following year.

Targets for the STI 2024:

For the year 2024, the Supervisory Board defined the following financial targets, which are aligned with the BASF Group's new steering concept:

- **Return on capital employed (ROCE) of the BASF Group:** ROCE, which is also the performance indicator for the variable compensation of all other BASF employees, remains a component of the STI formula and a common element in the variable compensation across all employee groups.

The target ROCE for the variable compensation remains unchanged as one percentage point above the cost of capital percentage for the fiscal year, which is determined using the weighted average cost of capital (WACC) approach in accordance with the capital asset pricing model. This target reflects the goal communicated as part of the corporate strategy of achieving a ROCE above the cost of capital percentage every year.

The target curve for ROCE is being redefined for the compensation for the Board of Executive Directors as of 2024. Based on the target ROCE, a range of +/- five percentage points is established. If the target ROCE is exceeded by five percentage points or more, the target achievement is 200% (maximum value). If this target value is undercut by five percentage points or more, the target achievement is 0% (minimum value). The previous provision that gave the Supervisory Board the possibility of setting a bonus factor at its own discretion if the actual ROCE was below the minimum value has been eliminated.

For the 2024 business year, the target ROCE is 11% with a cost of capital percentage of 10%. This figure is reviewed and communicated annually. In 2024, the ROCE will have a weighting of 25% in the STI formula.



Figure 3

ROCE BASF Group

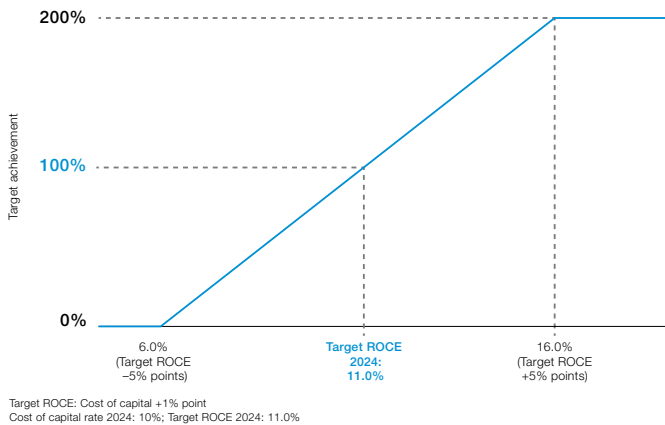


Figure 4

- **EBITDA before special items of the BASF Group:**
The target amount for EBITDA before special items is derived from the planning for the year 2024 (annual budget) and is in line with the information presented in the Forecast. The target amount and target achievement will be published in the Compensation Report 2024.

The target curve for EBITDA before special items is based on a target value with a range of +/- €3,000 million. If this target value is exceeded by €3,000 million, the target achievement is 200% (maximum value). If the target level is undercut by €3,000 million, the target achievement is 0% (minimum value).

In 2024, EBITDA before special items will have a weighting of 25% in the STI formula.

EBITDA before special items BASF Group

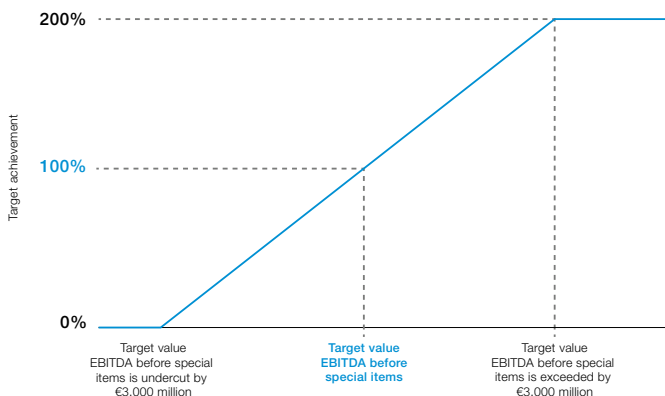


Figure 5

- **Cash flows from operating activities of the BASF Group:**
The target amount for the cash flows from operating activities is also derived from the planning for the year 2024 (annual budget) and is in line with the information presented in the Forecast. The target amount and target achievement will be published in the Compensation Report 2024.

The target curve for cash flows from operating activities is based on a target value with a range of +/- €3,000 million. If this target value is exceeded by €3,000 million, the target achievement is 200% (maximum value). If the target level is undercut by €3,000 million, the target achievement is 0% (minimum value).

In 2024, cash flows from operating activities will have a weighting of 25% in the STI formula.

Cash flows from operating activities BASF Group

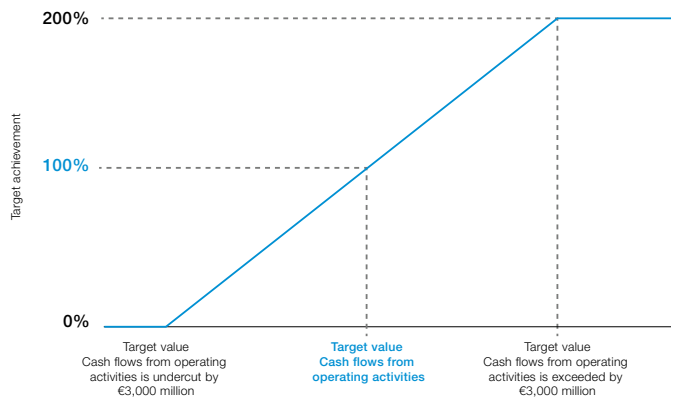


Figure 6

- **Nonfinancial targets:**
The nonfinancial targets for the year 2024 comprise employee engagement and satisfaction targets, occupational and process safety targets and targets for strategic projects. The nonfinancial targets and achievement of these targets will be published in the Compensation Report 2024.

In 2024, the nonfinancial targets will have a weighting of 25% in the STI formula.

3. Long-term incentive (LTI)

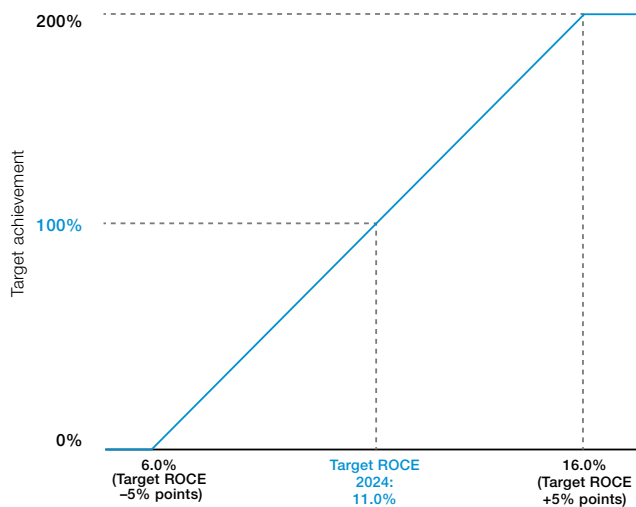
The LTI in the form of a performance share plan remains unchanged.

The LTI plan incentivizes the achievement of strategic goals and takes into consideration the development of the BASF share price and dividend (Total Shareholder Return) over a period of four years. The LTI is also offered with slight variations to senior executives of the BASF Group.

Grant: For each business year, an LTI plan with a four-year performance period will be granted. The target amount will be converted into a preliminary number of virtual performance share units (PSUs). To undertake this conversion, the target amount is divided by the average price of the BASF share in the fourth quarter of the year prior to the beginning of the respective plan.

Strategic target 1: ROCE

We earn a premium on the cost of capital



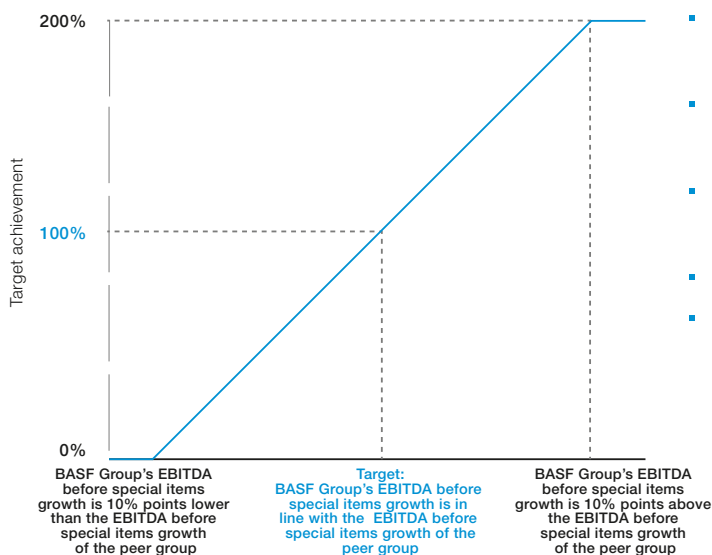
- The target is 100% achieved, if BASF achieves a return on capital employed (ROCE) that is one percentage point higher than the cost of capital rate applicable for the respective year (**target value**).
- If this target value is undercut by 5% points or more, the target achievement is 0% (**minimum value**).
- If the target value is exceeded by 5% points or more, the target achievement is 200% (**maximum value**).
- Intermediate values are determined by linear interpolation.
- The target achievement for the entire performance period 2024–2027 is calculated as an arithmetic mean of the target achievement levels of the four individual years.

Target ROCE: Cost of capital rate +1% point
 Cost of capital rate 2024: 10%; Target ROCE 2024: 11.0%

Figure 8

Strategic target 2: EBITDA before special items

We increase our EBITDA before special items stronger than our competitors

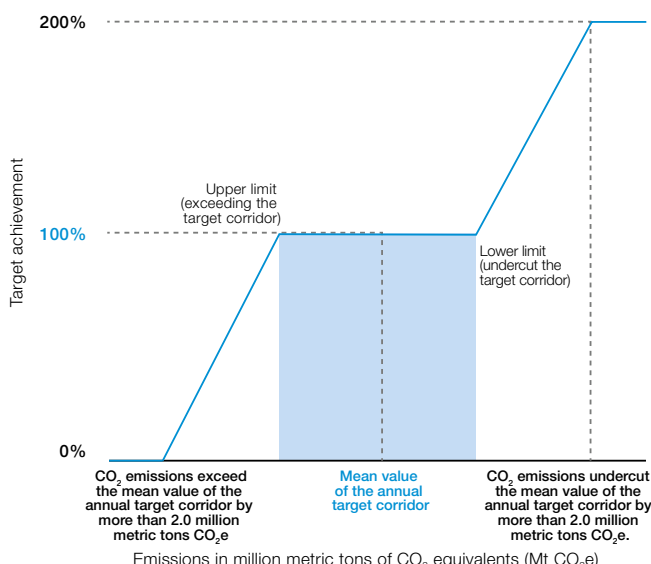


- If BASF Group's EBITDA before special items growth (in percentage points) corresponds to the growth in the EBITDA before special items of the defined peer group, the target achievement is 100% (**target value**).
- If the growth of the BASF Group's EBITDA before special items is 10% points below the growth in the EBITDA before special items of the defined peer group, the target achievement is 0% (**minimum value**).
- If the growth of the BASF Group's EBITDA before special items is 10% points higher than the growth in the EBITDA before special items of the defined peer group, the target achievement is 200% (**maximum value**).
- Intermediate values are determined by linear interpolation.
- The target achievement for the entire performance period 2024–2027 is calculated as an arithmetic mean of the target achievement levels of the four individual year.

Figure 9

Strategic target 3: CO₂ emissions

We reduce the absolute CO₂ emissions (Scope 1 and Scope 2) by 2030 by 25% (over 2018 baseline year)



- Target for 2030: 16.4 million metric tons of CO₂ equivalents or –25% by 2030 compared to the 2018 baseline (21.9 million metric tons CO₂e).
- At the end of the performance period 2024–2027, this corresponds to the target value of 17.7 million metric tons of CO₂e (or –19.2% compared to the baseline value of 2018) with the following target corridor values per year:

	Target corridor	2024	2025	2026	2027
Annual target corridor in million tons CO ₂ e	Upper limit	19.7	19.2	18.7	18.2
	Lower limit	18.7	18.2	17.7	17.2

- The target is 100% achieved, if CO₂ emissions are within the set annual target corridor (**target value**).
- If the CO₂ emissions exceed the mean value of the annual target corridor by more than 2.0 million metric tons CO₂e, the target achievement is 0% (**minimum value**).
- If CO₂ emissions fall below the mean value of the annual target corridor by more than 2.0 million metric tons CO₂e, the target achievement is 200% (**maximum value**).
- Intermediate values are determined by linear interpolation.
- The target achievement for the entire performance period 2024–2027 is calculated as an arithmetic mean of the target achievement levels of the four individual years.

Figure 10

4. Nonmonetary compensation and other additional compensation (fringe benefits)

The nonmonetary compensation and other additional compensation (fringe benefits) remain unchanged.

In addition to the above-mentioned cash compensation, members of the Board of Executive Directors receive various fringe benefits, in some instances event-related fringe benefits. The regularly provided fringe benefits include accident insurance premiums, transportation and benefits from the provision of security measures by the company. The one-time, event-related fringe benefits include, inter alia, security measures at the member's private residence upon initial appointment to the Board of Executive Directors. The delegation-related fringe benefits for members of the Board of Executive Directors who are based abroad include fringe benefits to cover additional costs of transfers, such as assumption of prevailing local rental costs and school fees at the assignment location, or the granting of a basic allowance and the assumption or reimbursement of additional taxes.

The fringe benefits granted by the company are subject to specific provisions, which also limit the amount of such benefits.

- The annual target amount for regularly provided fringe benefits is €50,000; the maximum amount is €100,000. The target amount is based on the average regularly provided fringe benefits. In individual cases, these benefits can be higher or lower (e.g., higher or lower distances traveled by company car).
- For event-related fringe benefits, the maximum amount ranges between €500,000 for an ordinary member of the Board of Executive Directors and €600,000 for the chair of the Board of Executive Directors. In the event of particular security needs owing to the characteristics of a building or plot of land, or in case of increased need for security, the Personnel Committee can set a higher maximum amount on a case-by-case basis.
- For delegation-related fringe benefits, an additional maximum amount for a member of the Board of Executive Directors has been set at €3,000,000. In the event of unforeseen increases in rental costs in the country of assignment or of taxes that exceed the normal taxation levels for residents of Germany, the Personnel Committee can establish a higher maximum amount. The same applies in the event where taxes that would normally be payable in different calendar years must be paid in one calendar year.

The members of the Board of Executive Directors are covered by a directors' and officers' liability insurance (D&O insurance) concluded by the company. This insurance provides for the level of deductibles for the Board of Executive Directors as prescribed by section 93(2) sentence 3 of the German Stock Corporation Act.

5. Company pension benefits

Since January 1, 2020, the company offers members of the Board of Executive Directors a defined contribution pension commitment in the form of a capital investment model. The defined contribution pension commitment remains unchanged.

The company grants the members of the Board of Executive Directors a fixed annual pension plan contribution:

- For the purpose of building retirement assets (retirement capital), the company pays pension contributions into an investment model to be chosen by the company. The pension account is managed by an external provider. The performance of the paid-in contributions is determined by the returns generated by the investment model. However, each member of the Board of Executive Directors is guaranteed a benefit of least 80% of the amount of the pension contributions paid by the company.
- The pension benefits include disability and survivor benefits. The disability capital corresponds to the value of the pension account at the time the disability occurs, but at least to 80% of the sum of the pension contributions paid by the company. The surviving dependents capital corresponds to the value of the pension account at the time of death of the member of the Board of Executive Directors, but at least to 80% of the sum of the pension contributions paid by the company.
- Members of the Board of Executive Directors can choose a pension allowance for private retirement savings instead of the defined contribution pension commitment. In this case, the defined annual pension contribution amount is paid in equal monthly installments as a gross amount to the member of the Board of Executive Directors.

For entitlements from the defined contribution pension commitment in the form of a capital investment model, the following applies:

- The pension benefit is paid as a capital payment, possibly in installments.
- Retirement capital or spouses' capital can be paid out in installments upon request and with approval of the Supervisory Board in up to ten equal annual installments (without interest accrual).
- Members of the Board of Executive Directors who began their term prior to December 31, 2023, also have the possibility of choosing an annuity. For conversion into an annuity, the actuarial parameters relevant at this point in time are used. If the member of the Board of Executive Directors dies while receiving the annuity, the surviving spouse receives a survivor benefits pension corresponding to 60% of the annuity. Current pensions are increased annually by 1% as of January 1.

If a member of the Board of Executive Directors has chosen a pension allowance, there is no further claim to benefits following the conclusion of the Board mandate, since the annual pension contribution was paid as a gross amount to the Board member in equal monthly installments during the term of the mandate.

Share Ownership Guideline

The Share Ownership Guideline remains unchanged. For the duration of their mandate, members of the Board of Executive Directors are obligated to hold a defined number of shares in the company. The number of shares that must be held for a longer term is determined at the beginning of the member's Board of Executive Directors mandate and generally corresponds to a value representing 150% of the member's annual gross fixed salary on that date. The number of shares to

be held rises accordingly with any increase in the amount of fixed salary. The share ownership obligation ends two years after the end of the mandate of the member of the Board of Executive Directors (post-mandate share ownership obligation). When members are first appointed to the Board of Executive Directors, they have until the end of the fourth calendar year following the initial appointment to fulfill this share ownership obligation (build-up phase). Evidence of compliance with the share ownership obligation must be provided annually.

Members of the Board of Executive Directors must acquire the shares with after-tax net income. The value of the minimum mandatory share ownership obligation therefore corresponds to around 300% of the annual net fixed salary.

As of the 2024 business year, the Compensation Report discloses the shareholding that each individual member of the Board of Executive Directors is obliged to hold. This information will be supplemented with a disclosure about whether the share ownership obligation is already fulfilled or whether the member of the Board of Executive Directors is still in the four-year build-up phase and, if applicable, when this phase ends.

Withholding and clawback clause

The withholding and clawback provisions remain unchanged for the STI and LTI. In the event that a Board member commits a serious infringement of the Code of Conduct of BASF Group or of due diligence obligations as a member of the management of the company, this provision allows for a reduction or cancellation of not yet paid variable compensation as well as the clawback of variable compensation for the Board of Executive Directors awarded to the member since January 1, 2020.

Post-contractual non-compete obligation

For members of the Board of Executive Directors, a post-contractual non-compete obligation will apply for 12 months following the end of service. For the duration of the non-compete obligation, members of the Board of Executive Directors are entitled to non-compete compensation. The amount of the non-compete compensation equates to 50% of the annual target compensation, comprising fixed salary, the target amount for the STI and the target amount for the LTI.

The non-compete obligation will be incorporated into contracts that end before the Board member reaches the age of 60. For contracts that end between the 60th and 63rd birthday of the member of the Board of Executive Directors, the Supervisory Board will decide on a case-by-case basis whether a non-compete obligation is necessary. Contracts that end after the member of the Board of Executive Directors has reached their 63rd birthday will not include a non-compete obligation. In individual cases, the Supervisory Board can decide to waive the non-compete obligation.

Maximum compensation

The total compensation is capped in accordance with the recommendation of the German Corporate Governance Code. By establishing a maximum amount (cap) for the STI and the LTI, the amount of both variable compensation components is limited. The maximum compensation levels based on the new target compensation for members of the Board of Executive Directors are presented in the following overview:

€

	Member of the Board of Executive Directors		Vice chair of the Board of Executive Directors		Chair of the Board of Executive Directors	
	Target amount	Maximum amount	Target amount	Maximum amount	Target amount	Maximum amount
Fixed salary	1,000,000	1,000,000	1,330,000	1,330,000	2,000,000	2,000,000
Regularly provided fringe benefits	50,000	100,000	50,000	100,000	50,000	100,000
Company pension benefits	300,000	300,000	399,000	399,000	600,000	600,000
Short-term incentive	1,000,000	2,000,000	1,330,000	2,660,000	2,000,000	4,000,000
Long-term incentive	1,600,000	3,200,000	2,128,000	4,256,000	3,200,000	6,400,000
Total remuneration 2024	3,950,000	6,600,000	5,237,000	8,745,000	7,850,000	13,100,000

Figure 11

The table shows the target and maximum amounts for regularly granted fringe benefits for the business year 2024. For event-related fringe benefits, an additional maximum amount has been defined: €500,000 for a member of the Board of Executive Directors, €533,000 for the vice chair of the Board of Executive Directors and €600,000

for the chair of the Board of Executive Directors. For delegation-related fringe benefits, a maximum amount for a member of the Board of Executive Directors has been set at €3,000,000. The maximum amount for regularly provided fringe benefits, STI and LTI corresponds to 200% of the target amount.

In the event that the Supervisory Board resolves to adjust the compensation amount prior to the next scheduled say on pay on the compensation system by the Annual Shareholders' Meeting in 2028, the following maximum compensation amounts will not be exceeded:

€	Member of the Board of Executive Directors	Vice Chair of the Board of Executive Directors	Chair of the Board of Executive Directors
Maximum compensation until next approval on the compensation system by the Annual Shareholders' Meeting	7,500,000	9,975,000	15,000,000

Figure 12

These maximum compensation amounts contain the maximum amount for regularly provided fringe benefits. For event-related fringe benefits, an additional maximum amount has been defined: €500,000 for a member of the Board of Executive Directors, €533,000 for the vice chair of the Board of Executive Directors and €600,000 for the chair of the Board of Executive Directors. For delegation-related fringe benefits, a maximum amount for a member of the Board of Executive Directors has been set at €3,000,000.

End-of-service benefits in special cases

The provisions on end-of-service benefits in special cases remain unchanged. The Supervisory Board observes a term limit of five years for the employment contracts of members of the Board of Executive Directors. First-time appointments shall not have a term of more than three years.

There is a general limit on severance pay (severance payment cap) for all Board members. Accordingly, payments made to a Board member upon premature termination of their contract, without serious cause, may not exceed the value of two years' compensation, including fringe benefits, nor compensate more than the remaining term of the contract. The severance payment cap is to be calculated on the basis of the total compensation for the past fiscal year and, if appropriate, also the expected total compensation for the current fiscal year. The following applies to end of service due to a change-of-control event: A change-of-control event, in terms of this provision, occurs when a shareholder informs BASF SE of a shareholding of at least 25%, or the increase of such a holding. If a Board member's appointment is revoked by the Supervisory Board within one year following a change-of-control event, the Board member will receive the contractually agreed payments for the remaining contractual term of mandate as a one-off payment; however, this amount also may not exceed the value of two years' compensation.

Provisions relating to the previous multi-year variable compensation element BASF option program (BOP) and the previous company pension plan (until the end of 2019)

The option rights granted under the BASF option program (BOP) and not yet exercised can continue to be exercised in accordance with the specified terms of the BOP for the Board of Executive Directors. Members of the Board of Executive Directors had the opportunity to participate for the last time in the BASF option program as of July 1, 2020, based on their performance bonus (gross) for the year 2019. Owing to the maximum program duration of eight years, exercise gains from the option program may be allocated to members of the Board of Executive Directors up until June 30, 2028, at the latest.

The pension entitlements acquired until December 31, 2019, under the previous pension benefits are maintained as vested rights and upon retirement, disability or death can be accessed by the member of the Board of Executive Directors or by the surviving dependents as a company pension or retirement capital in accordance with the applicable rules.

VI. Information about Agenda Item 9: Compensation of the Supervisory Board members and amendment of Article 14 No. 2 of the Statutes on the compensation of members of the Audit Committee of the Supervisory Board

The provisions on the compensation of the Supervisory Board in accordance with Article 14 of the Statutes in the version dated July 2023 are as follows:

1. Each member of the Supervisory Board shall receive annually a fixed compensation of €200,000.

The chair of the Supervisory Board receives two-and-a-half times and a deputy chair one-and-a-half times the compensation of an ordinary member.

2. Members of the Supervisory Board who are members of a committee – with the exception of the Nomination Committee – shall receive further compensation for this purpose in the amount of €12,500. For members of the Audit Committee, the further compensation shall be €50,000. The chair of a committee shall receive twice and a vice chair one-and-a-half times the further compensation.

3. Each member of the Supervisory Board is obligated to use 25 percent of the compensation paid in accordance with No. 1 for the acquisition of company shares and to hold these shares for the duration of his/her membership on the Supervisory Board. This obligation does not apply to the portion of the compensation that the Supervisory Board member pays to a third party pro rata for the fixed compensation received in accordance with No. 1 due to an obligation entered into before his/her appointment to the Supervisory Board. The obligation to purchase and hold shares in this case applies to 25 percent of the portion of the compensation remaining after the payment has been made. The company shall withhold the abovementioned portion of the compensation and arrange for the acquisition of the shares on behalf of the members of the Supervisory Board on the first day of stock market trading after the day of the Annual Shareholders' Meeting to which the consolidated financial statements for the fiscal year for which the compensation is paid are submitted or which decides on the approval thereof. The acquired shares shall be deposited into a custody account in the name of the Supervisory Board member. The portion of the compensation which is mathematically insufficient to acquire whole shares shall be paid out to the Supervisory Board member. Evidence of compliance with the holding obligation must be provided to the company. The purchase obligation specified in sentence 1 does not apply to the compensation that has not yet been paid at the time of departure from the Supervisory Board.

4. The entitlement to the component of the compensation specified in No. 3 sentence 1 shall retroactively cease to apply if the Supervisory Board member partially or fully divests or pledges the acquired shares prior to leaving the Supervisory Board.

5. The company shall reimburse members of the Supervisory Board for out-of-pocket expenses relating to their activities as members of the Supervisory Board or of a Committee as well as any value added tax payable on the compensation or the reimbursement of expenses. The company can provide all members or individual members of the Supervisory Board with material

resources or services in kind to carry out their Supervisory Board responsibilities, such as the use of transportation, necessary security measures, or the setup of a Supervisory Board office to support the Supervisory Board activities. Moreover, the company can also provide these material resources and services in kind to the chair of the Supervisory Board to carry out representational duties and activities in connection with this role. The company shall include the performance of the duties of the members of the Supervisory Board in the coverage of a directors' and officers' loss liability insurance concluded by it. The associated premiums shall be paid by the company.

6. Supervisory Board members or members of a committee, who served on the Supervisory Board or the committee for only part of a fiscal year, shall receive one twelfth of the compensation for each month or part of a month of service.
7. The compensation pursuant to Nos. 1 and 2, provided it is not withheld for the purpose of acquiring shares in accordance with No. 3, shall become due after the conclusion of the fiscal year for which the compensation is paid.

The compensation of the Supervisory Board can be summarized as follows:

- The fixed annual compensation for members of the Supervisory Board is €200,000. The chair receives €500,000; the vice chairs receive €300,000. This reflects the prominent role of the chair of the Supervisory Board, who serves as the primary point of contact for the chair of the Board of Executive Directors. The chair is the main coordinator of the Supervisory Board's activities and is supported by the vice chairs.
- Committees are an essential pillar for the Supervisory Board to work effectively. At the same time, being on a committee entails a higher time commitment. Therefore, members of a committee – with the exception of the Nomination Committee – receive additional compensation of €12,500 annually. Members of the Audit Committee will receive – provided the Annual Shareholders' Meeting approves Agenda Item 9 – €75,000 in the future. The chair of the Audit Committee receives €150,000 and the vice chair receives €112,500. The higher compensation for members of the Audit Committee results from their central role and the associated high level of responsibility as well as the additional time commitments.
- All members of the Supervisory Board must use 25% of their fixed compensation to acquire shares in BASF SE and hold the shares until they depart the Supervisory Board. If, contrary to this obligation, members of the Supervisory Board sell or pledge their shares, they will retroactively lose their entitlement to this component of the compensation.
- Moreover, BASF SE reimburses members of the Supervisory Board for expenses that arise in connection with their activity and, if applicable, value-added tax payable on their earnings.

- The fixed compensation and additional compensation are granted to members of the Supervisory Board during their term and are due and paid out at the end of the business year. There are no provisions on delayed compensation after the end of the term.

The Board of Executive Directors and Supervisory Board consider the non-performance-related compensation of the Supervisory Board as laid down in the Statutes to be appropriate. The system has proven itself and should therefore be maintained. The compensation system is in line with the suggestion contained in the German Corporate Governance Code and common practice at similar DAX companies. The compensation should be sufficiently attractive to recruit and retain especially qualified candidates for the Supervisory Board.

Particularly in tense business situations, when variable compensation components generally decrease, there is a need for intense monitoring and advising of the Board of Executive Directors, which often necessitates a heavier workload and an increased liability risk for members of the Supervisory Board. In such cases, a potential decrease in the compensation as a result of variable compensation components can lead to misguided incentives. Having fixed compensation and eschewing variable compensation components also encourage the independence of members of the Supervisory Board. Therefore, it appears the fixed compensation of the Supervisory Board is appropriate to serve the long-term business development of BASF SE.

VII. Information about Agenda Item 10: Compensation Report including audit opinion of the auditor in accordance with Section 162 of the German Stock Corporation Act for the 2023 business year

Pursuant to section 162 of the German Stock Corporation Act (AktG), the management and supervisory boards of a publicly listed company prepare a clear and understandable compensation report every year. This report outlines the main principles of compensation for the members of the Board of Executive Directors and the Supervisory Board and provides specific information on compensation granted and owed to current and former members of the Board of Executive Directors and Supervisory Board in the 2023 business year.

This report meets the disclosure requirements of section 162 AktG and the applicable accounting rules (HGB, IFRS). Furthermore, the recommendations of the German Corporate Governance Code (GCGC) in the version dated April 28, 2022, have been observed.

The Compensation Report for 2022, which was prepared for the first time in accordance with the new provisions of Section 162 AktG, was approved by the Annual Shareholders' Meeting with a majority of 94.72% on April 27, 2023. We understand the high approval rate as confirmation of the acceptance of both the current compensation system and the Compensation Report 2022.

Due to rounding, individual figures may not add up exactly to the totals shown and percentages may not correspond exactly to the figures shown.

Compensation of the Board of Executive Directors

Principles

The compensation of the Board of Executive Directors is determined by the company's size, complexity and financial position, as well as the performance of the Board of Executive Directors as a whole (Gesamtvorstand). It is designed to contribute to sustainable corporate development and the achievement of strategic corporate goals. The long-term strategic goals communicated as part of BASF's strategy form the key performance indicators for the short-term and long-term variable compensation and thus foster the sustainable and long-term development of the company within the meaning of section 87(1) sentence 2 AktG.

– The strategic target “**yield**” refers to an annual return on capital employed (ROCE) above the cost of capital percentage. The ROCE serves as the key performance indicator for determining the performance bonus (**short-term incentive, STI**).

– The strategic targets “**growth**,” “**profitability**” and “**sustainability**” are represented in the **long-term incentive (LTI)** program.

By taking into account the total shareholder return (development of the share price and dividend), the LTI enables members of the Board of Executive Directors as well as shareholders to participate in the sustainable and long-term development of the company.

The compensation of the Board of Executive Directors is marked by a pronounced variability in relation to the performance of the Board of Executive Directors as a whole and the BASF Group's success. The external and internal appropriateness of the Board's compensation is reviewed by an independent external auditor on a regular basis. DAX listed companies in Germany and globally operating companies in Europe serve as an external reference. The European peer group for the 2022 appropriateness review comprised the following companies: ABB, Air Liquide, Akzo Nobel, BAE Systems, Bayer, BHP, BMW, BP, Continental, Daimler (now Mercedes Benz Group), DSM, E.ON, EDF, Henkel, Linde, Rolls Royce, Royal Dutch Shell, Siemens, Solvay, Thyssenkrupp, Total, Volkswagen.

For internal comparison, the compensation of senior executives and employees of BASF SE is considered in total as well as over time.

Based on a proposal by the Personnel Committee, the Supervisory Board determines the structure and amount of compensation of members of the Board of Executive Directors. In the event of significant amendments, but at least every four years, the compensation system resolved by the Supervisory Board is presented to the Annual Shareholders' Meeting for approval.

In very exceptional and unforeseen cases (such as a severe economic crisis), the Supervisory Board can temporarily deviate from the components of the compensation system (procedures and rules on the compensation structure and amount as well as relating to the individual compensation components) for the Board of Executive Directors, if this is in the interest of the long-term well-being of the company.

Since January 1, 2020, the compensation system for the Board of Executive Directors contains the components listed in the table below with the annual target amounts (including relative portions) valid for the 2023 business year.

Components of the compensation system also include a withholding and clawback clause for variable compensation components as well as a Share Ownership Guideline, which obliges members of the Board of Executive Directors to hold a defined number of shares for the length of their Board mandate and beyond.

Target compensation and relative share

	Member of the Board of Executive Directors		Vice chair of the Board of Executive Directors		Chair of the Board of Executive Directors	
	€	Share	€	Share	€	Share
Fixed salary	800,000	~21%	1,064,000	~21%	1,600,000	~21%
Regularly provided fringe benefits	50,000	~1%	50,000	~1%	50,000	~1%
Company pension benefits	500,000	~13%	665,000	~13%	1,000,000	~13%
Short-term incentive	1,000,000	~27%	1,330,000	~27%	2,000,000	~27%
Long-term incentive	1,400,000	~38%	1,862,000	~38%	2,800,000	~38%
Total target compensation 2023	3,750,000	100%	4,971,000	100%	7,450,000	100%

Individual compensation components

1. Fixed salary

The fixed salary is a set amount of yearly compensation paid out in equal installments. It is regularly reviewed by the Supervisory Board and adjusted, when appropriate.

The annual fixed salary for a member of the Board of Executive Directors has been €800,000 since January 1, 2017. The fixed salary for the chair of the Board of Executive Directors is two times the value for a Board member, and 1.33 times this value for the vice chair.

2. Nonmonetary compensation and other additional compensation (fringe benefits)

Members of the Board of Executive Directors receive various fringe benefits, in some instances event-related fringe benefits. The regularly provided fringe benefits include accident insurance premiums, mobility and benefits from the provision of security measures by the company. The one-time, event-related fringe benefits include, inter alia, security measures at the member's private residence upon initial appointment to the Board of Executive Directors. The delegation-related fringe benefits for members of the Board of Executive Directors who are based abroad include fringe benefits to cover additional costs of transfers, such as assumption of prevailing local rental costs and school fees at the assignment location, or the granting of a basic allowance and the assumption or reimbursement of additional taxes. The fringe benefits granted by the company are capped.

The members of the Board of Executive Directors are covered by a directors' and officers' liability insurance (D&O insurance) concluded by the company. This insurance provides for the level of deductibles for the Board of Executive Directors as prescribed by section 93(2) sentence 3 AktG.

3. Company pension benefits

Company pension benefits

- Pension commitment in the form of an external capital investment model with guaranteed benefits (minimum preservation)
- Retirement, disability and surviving dependents' benefits
- Possibility to opt out in favor of an annual pension allowance

The company has offered members of the Board of Executive Directors a pension commitment in the form of an external capital investment model since January 1, 2020. The company grants the members of the Board of Executive Directors a fixed annual pension plan contribution:

- For the purpose of building retirement assets (retirement capital), the company pays pension contributions into an investment model to be chosen by the company. The pension account is managed by an external asset management company. The performance of the paid-in contributions is determined by the returns generated by the investment model. However, each member of the Board of Executive Directors is guaranteed a minimum preservation of at least 80% of the amount of the pension contributions paid by the company.
- The pension benefits include disability and survivor benefits. The disability capital corresponds to the value of the pension account at the time the disability occurs, but at least to 80% of the sum of the pension contributions paid by the company. The surviving dependents capital corresponds to the value of the pension account at the time of death of the member of the Board of Executive Directors, but at least to 80% of the sum of the pension contributions paid by the company.
- Instead of the pension commitment in the form of an external capital investment model, members of the Board of Executive Directors can choose a pension allowance for private retirement savings. In this case, the defined annual pension contribution amount is paid in equal monthly installments as a gross amount to the member of the Board of Executive Directors such that there is no further claim to benefits following the conclusion of the Board mandate.

For entitlements from the pension commitment in the form of an external capital investment model, the following applies:

- The pension benefit is paid as a capital payment, possibly in as many as 10 installments.
- Moreover, there is the possibility of choosing an annuity (lifetime pension payment). For conversion into an annuity, the actuarial parameters relevant at this point in time are used.
- If the member of the Board of Executive Directors dies while receiving the annuity, the surviving spouse receives a survivor benefits pension corresponding to 60% of the annuity. The same applies for civil partners.
- Current pensions are increased annually by 1% as of January 1.

4. Short-term incentive (STI)

Short-term incentive (STI)

- One-year performance period
- The actual amount of the STI is based on the achievement of set operational and strategic targets as well as on the BASF Group's ROCE.
- The payout is limited to 200% of the target amount (cap).
- The payment occurs in May of the following year.

For each business year, an STI with a one-year performance period is granted. The STI is based on the achievement of operational and strategic goals as well as the return on capital employed (ROCE), which is relevant for the compensation of all employees. The actual STI amount is paid in May of the following year.

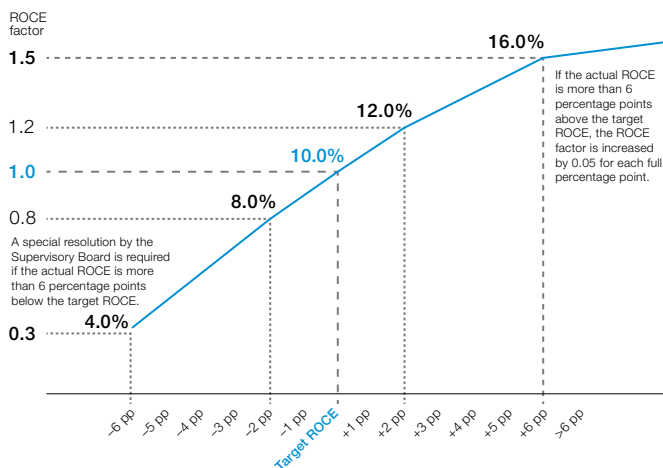
ROCE as key performance indicator for one-year variable compensation

With the ROCE as the key performance indicator for the variable compensation, the short-term variable compensation is directly linked to the company's operating success and aligned with the BASF Group's financial goal of earning a premium on the cost of capital. The ROCE of the particular business year serves as the key performance indicator for the success of the company when determining the STI. ROCE is the ratio of income from operations (EBIT) of the segments in relation to the average operating assets of the segments, plus the customer and supplier financing not included there.

For more information on the determination of ROCE and the cost of capital basis, see Our Steering Concept on page 39 of the BASF Report 2023.

The target ROCE for the variable compensation is one percentage point above the cost of capital percentage for the business year, which is determined using the weighted average cost of capital (WACC) approach in accordance with the capital asset pricing model. A ROCE factor is assigned to each relevant ROCE value. If the ROCE is two percentage points or more below the target ROCE, the ROCE factor will decline at a faster rate. The ROCE factor will increase at a slower rate if the ROCE is two percentage points or more above the target ROCE.

ROCE factor



The ROCE factor is 1.0 if the ROCE achieved in the business year is one percentage point above the weighted cost of capital percentage (based on the WACC in accordance with the capital asset pricing model) for that year, meaning an appropriate premium on the cost of capital was earned.

In calculating ROCE, adjustments are made for negative and positive special items resulting from acquisitions and divestitures (for example, integration costs in connection with acquisitions and gains or losses from the divestiture of businesses) when these exceed a range of plus or minus 1% of the average cost of capital basis. An adjustment of the ROCE (in the first 12 months after closing) therefore only occurs in cases of exceptionally high special items resulting from acquisitions and divestitures.

For the business year 2023, the target ROCE was 10% with a cost of capital percentage of 9%. This figure is reviewed and communicated annually.

For more information on the determination of ROCE and the cost of capital basis, see Our Steering Concept on page 39 of the BASF Report 2023.

Target agreement and performance assessment

In order to assess the performance of the Board of Executive Directors, each year the Supervisory Board sets a target agreement with the Board of Executive Directors as a whole. The target agreement contains:

- One-year operational targets, for example, earnings and financial targets. This includes, for example, EBIT before special items.
- One-year strategic targets relating to the further development of the BASF Group, for example, targets for growth, investment and R&D strategy, and sustainability.

The achievement of operational and strategic targets comprises the performance factor, each with a weight of 50%. These targets are in line with the outlook published in the forecast in the BASF Report. A performance factor with a value between 0 and 1.5 is determined on the basis of the target achievement ascertained by the Supervisory Board. A target achievement rate of 100% equates to a value of 1.0 for the performance factor.

Target achievement and performance factor

Target achievement	≤ 50%	75%	100%	≥ 125%
Performance factor	0	0.5	1.0	1.5

Values between these figures are interpolated.

The payout amount of the STI is determined as follows:

$$\text{Target STI} \times \text{ROCE factor} \times \text{Performance factor} = \text{STI payout (gross)}$$

The payout is limited to 200% of the target amount.

The STI is currently capped at €2,000,000 for a member of the Board of Executive Directors. The maximum amount for the chair of the Board of Executive Directors is two times this value, and 1.33 times this value for the vice chair.

5. Long-term incentive (LTI)

The LTI program incentivizes the achievement of the BASF Group's strategic targets and takes into consideration the development of the BASF share price and dividend (total shareholder return) over a period of four years. The LTI is also offered with slight variations to senior executives of the BASF Group.

Long-term incentive (LTI)

- Four-year performance period
- The payout amount is determined by the achievement of three agreed strategic targets (growth, profitability, sustainability) and the performance of the BASF share plus the dividends paid (total shareholder return).
- The payout is limited to 200% of the target amount (cap).
- The payment occurs in May following the four-year performance period.

Allocation: An LTI plan with a four-year performance period will be allocated for each business year. The target amount will be converted into a preliminary number of virtual performance share units (PSUs). To undertake this conversion, the target amount is divided by the average price of the BASF share in the fourth quarter of the year prior to the beginning of the respective plan.

Targets and target achievement: At the beginning of the four-year performance period, the Supervisory Board defines three strategic

targets. Depending on the achievement of these strategic targets over the four-year performance period, the number of PSUs can increase or decrease. To determine this, the number of provisional PSUs at the end of the four years is multiplied by the weighted target achievement rate for the three strategic targets.

Payout: The final number of PSUs determined in this way is multiplied by the average share price of the BASF share in the fourth quarter of the last year of the four-year performance period plus the cumulative dividend payments in the four business years of the performance period. The payout amount of the LTI therefore reflects not only the achievement of the strategic targets but also the development of the total shareholder return. The LTI plan is vested at the end of the respective four-year performance period and the actual amount is paid out in the following year. The payout is limited to 200% of the target amount (cap).

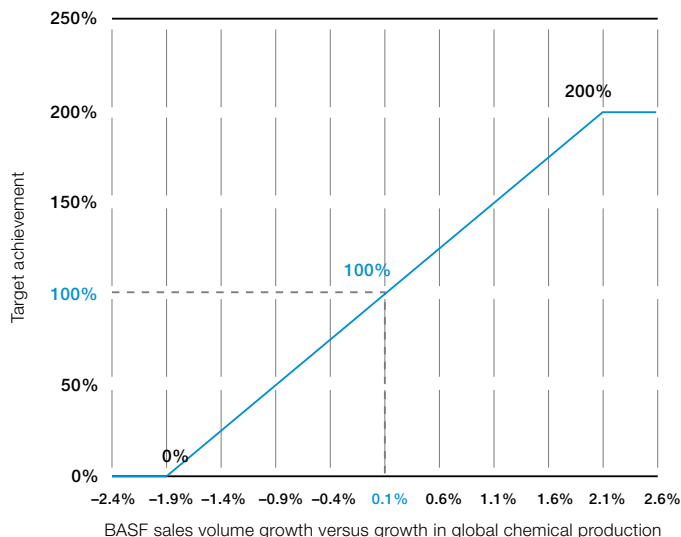
Determination of target achievement: The Supervisory Board defines a target value for each of the three strategic targets at the beginning of the four-year performance period, corresponding to a target achievement of 100%, as well as a minimal value, a maximum value and a target achievement curve.

The target achievement rate for each strategic target is determined on an annual basis. At the end of the four-year performance period, the arithmetic mean of the four annual target achievement rates is calculated. The resulting average target achievement rates for the individual strategic targets are combined according to the defined weighting to reach a weighted target achievement. The preliminary number of PSUs is multiplied by the weighted target achievement in order to determine the final number of PSUs.



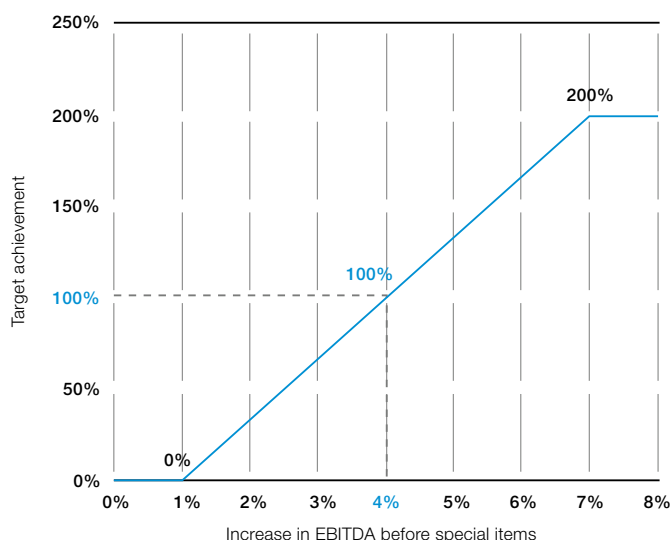
The following targets as communicated by the BASF corporate strategy apply to the LTI plan 2023 (performance period 2023–2026):

Strategic target 1: Grow sales volumes faster than global chemical production every year



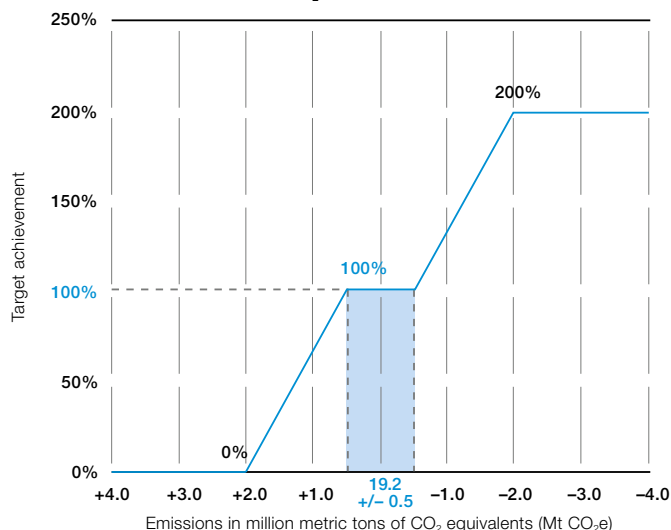
- The target is 100% achieved if BASF grows 0.1 percentage points faster than global chemical production (**target value**).
- If this target value is undercut by two percentage points or more, the target achievement is 0% (**minimum value**).
- If the target value is exceeded by two percentage points or more, the target achievement is 200% (**maximum value**).
- Intermediate values are determined by linear interpolation.
- The target achievement for the entire performance period 2023–2026 is calculated as the arithmetic mean of the degree of target achievements for each of the four years.

Strategic target 2: Increase EBITDA before special items by 3% to 5% per year



- If EBITDA before special items increases by 4% (i.e., in the middle of the communicated target corridor of 3% to 5%), the target achievement is 100% (**target value**).
- If EBITDA before special items increases by 1% or less, the target achievement is 0% (**minimum value**).
- If EBITDA before special items increases by 7% or more, the target achievement is 200% (**maximum value**).
- Intermediate values are determined by linear interpolation.
- The starting point for setting the four-year targets is the budget value for the EBITDA before special items for 2023.
- The target achievement for the entire performance period 2023–2026 is calculated as the arithmetic mean of the degree of target achievements for each of the four years.

Strategic target 3: Reduce our CO₂ emissions by 25% by 2030 (over 2018 baseline year)^a



- The target for 2023 is 100% achieved if CO₂ emissions (in million metric tons of CO₂ equivalents, Mt CO₂e) are within the defined annual target corridor, +/-0.5 Mt CO₂e of 19.2 Mt CO₂e (**target value**). Over the performance period, the target value is reduced to 18.2 Mt CO₂e.
- If CO₂ emissions (in Mt CO₂e) exceed the mean value of the annual target corridor by more than 2.0 Mt CO₂e, target achievement is 0% (**minimum value**).
- If CO₂ emissions (in Mt CO₂e) fall below the mean value of the annual target corridor by more than 2.0 Mt CO₂e, target achievement is 200% (**maximum value**).
- Values between these figures are interpolated. Target achievement for the entire performance period 2023–2026 is calculated as the arithmetic mean of the target achievement levels for the four individual years.

^a For the LTI programs 2020 (performance period 2020–2023) and 2021 (performance period 2021–2024) strategic target 3 was defined as “Grow CO₂-neutrally until 2030.” This target applies to the entire performance period of these two LTI-programs and will not be adjusted.

Share Ownership Guideline

For the duration of their mandate and beyond, members of the Board of Executive Directors are obligated to hold a defined number of shares in the company. The number of shares that must be held for a longer term is determined at the beginning of the Board of Executive Directors mandate and generally corresponds to a value representing 150% of the member's annual gross fixed salary on that date. The conversion into a number of shares to be held is carried out using the average price of the BASF share in the fourth quarter of the year prior to the start of the first-time share ownership guideline.

The number of shares to be held rises accordingly with any increase in the amount of fixed salary. The share ownership obligation ends two years after the end of the mandate of the member of the Board of Executive Directors (post-mandate share ownership obligation). When members are first appointed to the Board of Executive Directors, they have until the end of the fourth calendar year following the initial appointment to fulfill this share ownership obligation (set-up phase). The set-up phase also applied for members of the Board of Executive Directors who were members as of January 1, 2020, regardless of when they were first appointed, with the stipulation that the share ownership obligation was fulfilled by December 31, 2023.

Members of the Board of Executive Directors must acquire the shares with after-tax net income. It was confirmed to the Supervisory Board that, taking into account the set-up phase, all serving members of the

Board of Executive Directors held the required number of BASF shares or ADRs¹ as of December 31, 2023.

Withholding and clawback clause

Withholding and clawback provisions apply to the STI and LTI. In the event that a Board member commits a serious infringement of the Code of Conduct of BASF Group or of the duty of care as a member of the management of the company, this provision allows for a reduction or cancellation of not yet paid variable compensation as well as the clawback of variable compensation paid out since January 1, 2018. In 2023, no use was made of the possibility to claw back, reduce or cancel the not yet paid variable compensation.

Caps on compensation (maximum compensation)

The total compensation is capped in accordance with the recommendation of the German Corporate Governance Code (GCGC) and the requirements of section 87a(1) sentence 1 AktG. By establishing a maximum amount (cap) for the STI and the LTI, the amount of both variable compensation components is limited. The maximum compensation levels based on the current target compensation for members of the Board of Executive Directors are presented in the following overview:

€

	Member of the Board of Executive Directors		Vice chair of the Board of Executive Directors		Chair of the Board of Executive Directors	
	Target compensation	Maximum compensation	Target compensation	Maximum compensation	Target compensation	Maximum compensation
Fixed salary	800,000	800,000	1,064,000	1,064,000	1,600,000	1,600,000
Regularly provided fringe benefits ^a	50,000	100,000	50,000	100,000	50,000	100,000
Company pension benefits	500,000	500,000	665,000	665,000	1,000,000	1,000,000
STI amount	1,000,000	2,000,000 ^b	1,330,000	2,660,000 ^b	2,000,000	4,000,000 ^b
LTI amount	1,400,000	2,800,000 ^b	1,862,000	3,724,000 ^b	2,800,000	5,600,000 ^b
Total compensation 2023	3,750,000	6,200,000	4,971,000	8,213,000	7,450,000	12,300,000

^a This amount represents the maximum amount (200% of the target amount) in the fiscal year 2023 for regularly provided fringe benefits. For event-related fringe benefits, an additional maximum amount has been defined: €500,000 for a member of the Board of Executive Directors, €533,000 for the vice chair of the Board of Executive Directors and €600,000 for the chair of the Board of Executive Directors. For delegation-related fringe benefits, an additional maximum amount for a member of the Board of Executive Directors has been set at €3,000,000.
^b Corresponds to 200% of the annual target amount.

In the event that the Supervisory Board resolves to adjust the compensation amount prior to the next scheduled say on pay of the compensation system by the Annual Shareholders' Meeting in 2024, the following maximum compensation amounts would not be exceeded:

€

	Member of the Board of Executive Directors	Vice chair of the Board of Executive Directors	Chair of the Board of Executive Directors
Maximum compensation until next approval on the compensation system by the Annual Shareholders' Meeting ^c	7,500,000	9,975,000	15,000,000

^c This amount contains the maximum amount (200% of the target amount) for regular fringe benefits. For event-related fringe benefits, an additional maximum amount has been defined: €500,000 for a member of the Board of Executive Directors, €533,000 for the vice chair of the Board of Executive Directors and €600,000 for the chair of the Board of Executive Directors. For delegation-related fringe benefits, an additional maximum amount for a member of the Board of Executive Directors has been set at €3,000,000.

¹ BASF ADRs (American Depositary Receipts); four BASF ADRs correspond to one BASF share.

Variable compensation in 2023

Short-term incentive (STI) 2023

The STI is based on an annual target agreement between the Supervisory Board and the Board of Executive Directors as well as on the return on capital employed (ROCE). These targets are in line with the outlook for 2023 published in the forecast in the BASF Report 2022. The amount of the STI is calculated by multiplying the target amount by the ROCE factor and by the performance factor derived from the target achievement.

The BASF Group's ROCE was 4.5% in 2023. This resulted in a ROCE factor of 0.3625.

ROCE		2023	2022
Million €			
EBIT of BASF Group		2,240	6,548
- EBIT of Other		-778	-523
EBIT of the segments		3,018	7,070
Cost of capital basis of segments, average of month-end figures		66,687	70,982
ROCE	%	4.5	10.0

Based on the target agreement and the following explanation on target achievement, the performance factor amounts to 1.0 (2022: 1.06):

- The earnings target EBIT before special items was not met.
- Free cash flow was clearly above target.
- The ROCE target relevant to the Board of Executive Directors was not met.
- Measures to increase the competitiveness of the Ludwigshafen site in Germany as well as the BASF Group in Europe were realized as planned, and the planned efficiency increases and cost savings were exceeded.
- Customer satisfaction improved again based on the last survey.
- The milestones set for growth investments were largely achieved or were realized below budget.
- The leading sustainability position was expanded further. Numerous projects in the areas of CO₂ reduction and new raw material concepts were implemented successfully, and a new performance indicator was introduced.
- In addition to the targets agreed in advance, the Supervisory Board accounted for the conclusion of the agreement to combine the E&P businesses of Wintershall Dea AG and Harbour Energy as an increasing factor.

The weighted target achievement thus corresponds to a performance factor of 1.00. Based on the defined parameters, the STI 2023 for a full-year member of the Board of Executive Directors is calculated as shown below.



The STI payment will be made in May 2024.

LTI target achievement for the performance year 2023

LTI target achievement is determined using the performance indicators for the individual strategic targets, which are defined as follows:

- Volume growth: Growth in BASF's sales volumes, defined as the increase or decrease in product volumes sold, measured at the respective product prices of the previous year, excluding structural effects (e.g., acquisitions and divestitures). Growth in global chemical production represents annual global growth in the production of chemical products excluding pharmaceuticals. Real global growth rates are calculated based on aggregate, sales-weighted global production data.

- EBITDA before special items of the BASF Group: This metric describes operational performance independent of age-related depreciation and amortization of assets and any impairment or reversal of impairment.
- CO₂ equivalents: Relevant CO₂ emissions include direct emissions (from production processes and the generation of steam and electricity) and indirect emissions (from the purchase of energy). Greenhouse gases are converted into CO₂ equivalents in accordance with the Greenhouse Gas Protocol.

LTI plan 2020: The rates of target achievement for the fourth year of the four-year performance period 2020–2023 were as follows:

Strategic targets for the LTI 2020 (2020–2023)

		Target benchmark 2023	2023 actual	Target achievement 2023 in %
Grow sales volumes faster than global chemical production	(in %)	1.8%	–8.4%	0.0% ^a
Increase EBITDA before special items by 3% to 5% per year	(in million €)	9,614	7,671	0.0%
CO ₂ -neutral growth, i.e., emissions no greater than 21.9 million metric tons CO ₂ equivalents ^b	(in million metric tons of CO ₂ equivalents)	21.9	16.9	200.0%
Weighted target achievement	(in %)			66.7%

^a In 2023, BASF's sales volumes (–8.4%) grew at a slower rate than global chemical production (1.7% as of January 20, 2024). The target would have been 100% achieved if growth in BASF's sales volumes were 0.1 percentage points higher than global chemical production.

^b For the LTI programs 2020 (performance period 2020–2023) and 2021 (performance period 2021–2024), strategic target 3 was defined as "Grow CO₂ neutrally until 2030." This target applies to the entire performance period of these two LTI programs and will not be adjusted.

LTI plan 2021: The rates of target achievement for the third year of the four-year performance period 2021–2024 were as follows:

Strategic targets for the LTI 2021 (2021–2024)

		Target benchmark 2023	2023 actual	Target achievement 2023 in %
Grow sales volumes faster than global chemical production	(in %)	1.8%	–8.4%	0.0% ^a
Increase EBITDA before special items by 3% to 5% per year	(in million €)	8,599	7,671	0.0%
CO ₂ -neutral growth, i.e., emissions no greater than 21.9 million metric tons CO ₂ equivalents ^b	(in million metric tons of CO ₂ equivalents)	21.9	16.9	200.0%
Weighted target achievement	(in %)			66.7%

^a In 2023, BASF's sales volumes (–8.4%) grew at a slower rate than global chemical production (1.7% as of January 20, 2024). The target would have been 100% achieved if growth in BASF's sales volumes were 0.1 percentage points higher than global chemical production.

^b For the LTI programs 2020 (performance period 2020–2023) and 2021 (performance period 2021–2024), strategic target 3 was defined as "Grow CO₂ neutrally until 2030." This target applies to the entire performance period of these two LTI programs and will not be adjusted.

LTI plan 2022: The rates of target achievement for the second year of the four-year performance period 2022–2025 were as follows:

Strategic targets for the LTI 2022 (2022–2025)

		Target benchmark 2023	2023 actual	Target achievement 2023 in %
Grow sales volumes faster than global chemical production	(in %)	1.8%	–8.4%	0.0% ^a
Increase EBITDA before special items by 3% to 5% per year	(in million €)	10,972	7,671	0.0%
Reduce CO ₂ emissions by 25% by 2030 (over 2018 baseline year)	(in million metric tons of CO ₂ equivalents)	19.2–20.2	16.9	200.0%
Weighted target achievement	(in %)			66.7%

^a In 2023, BASF's sales volumes (–8.4%) grew at a slower rate than global chemical production (1.7% as of January 20, 2024). The target would have been 100% achieved if growth in BASF's sales volumes were 0.1 percentage points higher than global chemical production.

LTI plan 2023: The rates of target achievement for the first year of the four-year performance period 2023–2026 were as follows:

Strategic targets for the LTI 2023 (2023–2026)

		Target benchmark 2023	2023 actual	Target achievement 2023 in %
Grow sales volumes faster than global chemical production	(in %)	1.8%	–8.4%	0.0% ^a
Increase EBITDA before special items by 3% to 5% per year	(in million €)	8,500	7,671	0.0%
Reduce CO ₂ emissions by 25% by 2030 (over 2018 baseline year)	(in million metric tons of CO ₂ equivalents)	19.2–20.2	16.9	200.0%
Weighted target achievement	(in %)			66.7%

^a In 2023, BASF's sales volumes (–8.4%) grew at a slower rate than global chemical production (1.7% as of January 20, 2024). The target would have been 100% achieved if growth in BASF's sales volumes were 0.1 percentage points higher than global chemical production.

The degrees of target achievement determined for 2023 are fixed. At the end of the respective four-year performance period, they are added together to one arithmetic mean with the degrees of target achievement in the respective individual years.

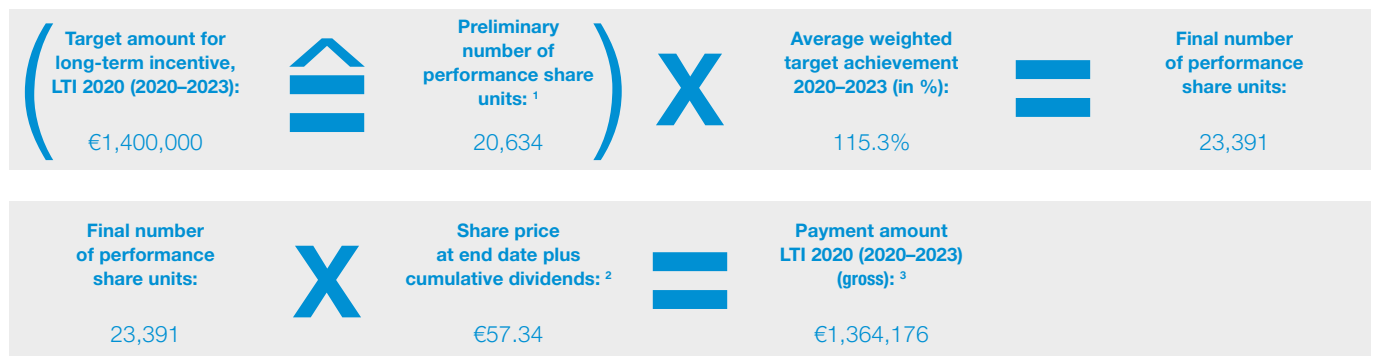
Long-term incentive (LTI) program 2020 (2020–2023)

LTI 2020 (2020–2023)

	2020	2021	2022	2023	Target achievement
Strategic target 1:					
Growth	90.0%	200.0%	0.0%	0.0%	72.5%
Strategic target 2:					
Profitability	0.0%	200.0%	200.0%	0.0%	100.0%
Strategic target 3:					
Sustainability	136.7%	156.7%	200.0%	200.0%	173.4%
Weighted target achievement	75.6%	185.6%	133.3%	66.7%	115.3%

The four-year performance period for the LTI 2020 (2020–2023) ended on December 31, 2023. The LTI 2020 (2020–2023) is thus fully vested and will be paid out in May 2024. To determine the payment amount, the preliminary number of performance share units (PSUs) allocated in 2020 is multiplied by the average weighted degree of target achievement. The final number of PSUs determined in

this way is multiplied by the average share price of the BASF share in the fourth quarter of the last year of the four-year performance period plus the cumulative dividend payments in the four business years of the performance period.



¹ The number of performance share units allocated in 2020 was calculated by dividing the 2020 target amount by the average BASF share price in the fourth quarter of 2019 (€67.85).
² Average BASF share price in the fourth quarter of 2023 (€43.94) plus cumulative dividends paid to shareholders in 2020 to 2023 (2020: €3.30 + 2021: €3.30 + 2022: €3.40 + 2023: €3.40 = €13.40) = €57.34.
³ This payment amount applies to a member of the Board of Executive Directors who served for the full 2020 allocation year. Two times this value applies to a chair of the Board of Executive Directors who served for the full 2020 allocation year, and 1.33 times this value for the vice chair of the Board of Executive Directors who served for the full 2020 allocation year.

Strategic targets and target achievement for current LTI plans

LTI 2021 (2021–2024)

	2021	2022	2023	2024	Target achievement
Strategic target 1:					
Growth	200.0%	0.0%	0.0%	–	66.7%
Strategic target 2:					
Profitability	200.0%	200.0%	0.0%	–	133.3%
Strategic target 3:					
Sustainability	156.7%	200.0%	200.0%	–	185.6%
Weighted target achievement	185.6%	133.3%	66.7%	–	128.5%

LTI 2022 (2022–2025)

	2022	2023	2024	2025	Target achievement
Strategic target 1:					
Growth	0.0%	0.0%	–	–	0.0%
Strategic target 2:					
Profitability	170.0%	0.0%	–	–	85.0%
Strategic target 3:					
Sustainability	186.7%	200.0%	–	–	193.4%
Weighted target achievement	118.9%	66.7%	–	–	92.8%

LTI 2023 (2023–2026)

	2023	2024	2025	2026	Target achievement
Strategic target 1:					
Growth	0.0%	–	–	–	0.0%
Strategic target 2:					
Profitability	0.0%	–	–	–	0.0%
Strategic target 3:					
Sustainability	200.0%	–	–	–	200.0%
Weighted target achievement	66.7%	–	–	–	66.7%

Compensation granted and owed for the business year 2023 in accordance with section 162 AktG

In accordance with section 162(1) sentence 1 AktG, the Compensation Report is to report on the **compensation granted and owed** to each individual current or former member of the Board of Executive Directors and the Supervisory Board in the past business year.

According to this, compensation is **granted** when it is actually paid to a member of a governing body and thus passes into their ownership (**payment-oriented view**). Alternatively, it is permissible for the Compensation Report to (already) disclose the compensation for the business year in which the (one-year or multiple-year) activity on which the compensation is based is performed in full (**vesting-oriented view**). This view enables a meaningful comparison, as, for example, the short-term incentive (STI) for 2023 is compared with the business results for 2023. For this reason, we use the vesting-oriented view for compensation granted.

The following table shows the fixed compensation components (fixed salary, fringe benefits, and, if applicable, pension allowances) actually paid in the reporting year to active members of the Board of Executive Directors in the business year. It also shows the short-term incentive 2023 and long-term incentive 2020 (2020–2023), variable compensation components that directly relate to the Board of Executive Directors' and the company's performance in the reporting year (vesting-oriented view). Payment of all variable compensation will occur in 2024.

The values of pension plan contributions (pension commitment in the form of an external capital investment model with guaranteed benefits) awarded contractually in 2023 to members of the Board of Executive Directors are presented as supplementary disclosures below the table "Compensation granted and owed to active members of the Board of Executive Directors in the business year." If a member of the Board of Executive Directors opts for the pension allowance, the amount will be included in this table under "Other benefits."

Compensation granted and owed to active members of the Board of Executive Directors in the business year

Thousand €

	Dr. Martin Bruder Müller Chairman of the Board of Executive Directors				Dr. Hans-Ulrich Engel Vice Chairman of the Board of Executive Directors until April 27, 2023			
	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)
Total fixed salary, fringe benefits and other benefits for the business year	1,652	32%	1,651	34%	3,059	61%	1,141	35%
Fixed salary	1,600	31%	1,600	33%	350	7%	1,064	33%
Fringe benefits								
Regularly provided fringe benefits	52	1%	51	1%	20	0%	77	2%
Event-related fringe benefits	–	–	–	–	–	–	–	–
Delegation-related fringe benefits	–	–	–	–	–	–	–	–
Other benefits	–	–	–	–	2,689 ^a	53%	–	–
Total variable compensation for the business year	3,453	68%	3,186	66%	1,969	39%	2,119	65%
One-year variable compensation								
Short-term incentive 2023	725	14%	–	–	155	3%	–	–
Short-term incentive 2022	–	–	2,120	44%	–	–	1,410	43%
Multiple-year variable compensation								
Long-term incentive 2020 (2020–2023)	2,728	53%	–	–	1,814	36%	–	–
Performance bonus 2019 (2019–2022), part 2 (deferral component)	–	–	1,066	22%	–	–	709	22%
Total compensation granted and owed for the business year within the meaning of section 162 AktG	5,105	100%	4,837	100%	5,028	100%	3,260	100%
Supplementary disclosure								
Pension plan contributions	1,000	–	1,000	–	– ^b	–	665	–
Total compensation (including pension plan contributions)	6,105	–	5,837	–	5,028	–	3,925	–

^a The amount of €2,689 thousand is comprised of the following: On retirement, Dr. Hans-Ulrich Engel opted to receive the retirement capital of the securities-based pension award as a one-off payment in the amount of €2,189 thousand. Dr. Hans-Ulrich Engel also received pension benefits from the previous pension benefit system in the amount of €338 thousand. In addition, Dr. Hans-Ulrich Engel was paid a fee of €162 thousand for continued consulting activities for the company's shareholding in Wintershall Dea AG beyond his active service on the Board of Executive Directors.

^b Because Dr. Hans-Ulrich Engel stepped down and received the retirement capital of the securities-based pension award as a one-off payment in 2023, the pension plan contribution for 2023 is included in other benefits above on a pro rata basis in the amount of €216 thousand.

Compensation granted and owed to active members of the Board of Executive Directors in the business year

Thousand €

	Saori Dubourg Member of the Board of Executive Directors until February 28, 2023				Dr. Dirk Elvermann Member of the Board of Executive Directors since April 27, 2023			
	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)
Total fixed salary, fringe benefits and other benefits for the business year	7,644	84%	866	35%	666	73%	-	-
Fixed salary	133	1%	800	33%	540	59%	-	-
Fringe benefits								
Regularly provided fringe benefits	11	1%	66	3%	34	4%	-	-
Event-related fringe benefits	-	-	-	-	92	10%	-	-
Delegation-related fringe benefits	-	-	-	-	-	-	-	-
Other benefits	7,500 ^a	83%	-	-	-	-	-	-
Total variable compensation for the business year	1,423	16%	1,593	65%	247	27%	-	-
One-year variable compensation								
Short-term incentive 2023	59	1%	-	-	247	27%	-	-
Short-term incentive 2022	-	-	1,060	43%	-	-	-	-
Multiple-year variable compensation								
Long-term incentive 2020 (2020–2023)	1,364	15%	-	-	-	-	-	-
Performance bonus 2019 (2019–2022), part 2 (deferral component)	-	-	533	22%	-	-	-	-
Total compensation granted and owed for the business year within the meaning of section 162 AktG	9,067	100%	2,459	100%	913	100%	-	-
Supplementary disclosure								
Pension plan contributions	83	-	500	-	339	-	-	-
Total compensation (including pension plan contributions)	9,150	-	2,959	-	1,252	-	-	-

^a Saori Dubourg received a severance payment of €7,500 thousand due to the termination of her appointment to the Board of Executive Directors.

Compensation granted and owed to active members of the Board of Executive Directors in the business year

Thousand €

Michael Heinz
Member of the Board of Executive Directors

Dr. Markus Kamieth
Member of the Board of Executive Directors

	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)
Total fixed salary, fringe benefits and other benefits for the business year	1,309	43%	1,269	44%	1,574	48%	1,346	46%
Fixed salary	800 ^a	26%	800 ^a	28%	800 ^a	24%	800 ^a	27%
Fringe benefits								
Regularly provided fringe benefits	46	2%	49	2%	41	1%	41	1%
Event-related fringe benefits	–	–	–	–	–	–	–	–
Delegation-related fringe benefits	463	15%	420	15%	733	22%	505	17%
Other benefits	–	–	–	–	–	–	–	–
Total variable compensation for the business year	1,727	57%	1,593	56%	1,727	52%	1,593	54%
One-year variable compensation								
Short-term incentive 2023	363	12%	–	–	363	11%	–	–
Short-term incentive 2022	–	–	1,060	37%	–	–	1,060	36%
Multiple-year variable compensation								
Long-term incentive 2020 (2020–2023)	1,364	45%	–	–	1,364	41%	–	–
Performance bonus 2019 (2019–2022), part 2 (deferral component)	–	–	533	19%	–	–	533	18%
Total compensation granted and owed for the business year within the meaning of section 162 AktG	3,036	100%	2,862	100%	3,301	100%	2,939	100%
Supplementary disclosure								
Pension plan contributions	500	–	500	–	500	–	500	–
Total compensation (including pension plan contributions)	3,536	–	3,362	–	3,801	–	3,439	–

^a Payment was made partly in local currency abroad based on a theoretical net salary in Germany.

Compensation granted and owed to active members of the Board of Executive Directors in the business year

Thousand €

	Dr. Stephan Kothrade Member of the Board of Executive Directors since March 1, 2023				Dr. Melanie Maas-Brunner Member of the Board of Executive Directors			
	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)	2023 (absolute)	2023 (relative)	2022 (absolute)	2022 (relative)
Total fixed salary, fringe benefits and other benefits for the business year	773	72%	-	-	853	70%	1,101	51%
Fixed salary	667	62%	-	-	800	66%	800	37%
Fringe benefits								
Regularly provided fringe benefits	76	7%	-	-	53	4%	62	3%
Event-related fringe benefits	30	3%	-	-	-	-	239	11%
Delegation-related fringe benefits	-	-	-	-	-	-	-	-
Other benefits	-	-	-	-	-	-	-	-
Total variable compensation for the business year	304	28%	-	-	363	30%	1,060	49%
One-year variable compensation								
Short-term incentive 2023	304	28%	-	-	363	30%	-	-
Short-term incentive 2022	-	-	-	-	-	-	1,060	49%
Multiple-year variable compensation								
Long-term incentive 2020 (2020–2023)	-	-	-	-	-	-	-	-
Performance bonus 2019 (2019–2022), part 2 (deferral component)	-	-	-	-	-	-	-	-
Total compensation granted and owed for the business year within the meaning of section 162 AktG	1,077	100%	-	-	1,216	100%	2,161	100%
Supplementary disclosure								
Pension plan contributions	417	-	-	-	500	-	500	-
Total compensation (including pension plan contributions)	1,494	-	-	-	1,716	-	2,661	-

The following table comprises the compensation components in or for the reporting year (pension benefits) paid to former members of the Board of Executive Directors who have left the Board since 2013, plus the LTI payments due for the reporting year and, if applicable, exercise gains from the former LTI program (BASF option program,

BOP). Total compensation granted and owed for 2023 to former members of the Board of Executive Directors who have left the Board since 2013 was €8.0 million (2022: €7.7 million).

Compensation granted and owed to former members of the Board of Executive Directors who left the Board after December 31, 2013^a

Thousand €

	Wayne T. Smith Member of the Board of Executive Directors until May 31, 2021		Sanjeev Gandhi Member of the Board of Executive Directors until December 31, 2019		Dr. Kurt Bock Chair of the Board of Executive Directors until May 4, 2018	
	2023	2022	2023	2022	2023	2022
Fixed salary (share)	14%	21%	0%	0%	100%	100%
Company pension benefits	209	139	–	–	1,006	927
Other benefits	–	–	–	–	0	2
Variable compensation (share)	86%	79%	0%	100%	0%	0%
Multiple-year variable compensation	1,364 ^b	533	–	533	–	–
Total compensation granted and owed	1,589	672	0	533	1,006	929

^a The table presents only compensation granted to the former members following their departure from the Board of Executive Directors.

^b At the end of the four-year performance period, Wayne T. Smith received the payment amount for the LTI 2020 (2020–2023) allocated in 2020.

Compensation granted and owed to former members of the Board of Executive Directors who left the Board after December 31, 2013^a

Thousand €

	Margret Suckale Member of the Board of Executive Directors until May 12, 2017		Dr. Andreas Kreimeyer Member of the Board of Executive Directors until April 30, 2015	
	2023	2022	2023	2022
Fixed salary (share)	100%	100%	100%	100%
Company pension benefits	210	193	659	607
Other benefits	–	–	–	–
Variable compensation (share)	0%	0%	0%	0%
Multiple-year variable compensation	–	–	–	–
Total compensation granted and owed	210	193	659	607

^a The table presents only compensation granted to the former members following their departure from the Board of Executive Directors.

End-of-service benefits

In the event that a member of the Board of Executive Directors appointed before 2017 retires from employment before the age of 60, either because their appointment was not extended or was revoked for an important reason, they are entitled to pension benefits under the system in effect until 2019 if they have served on the Board for at least 10 years or if the period until they reach legal retirement age is less than 10 years. The company is entitled to offset compensation received for any other employment against pension benefits until the legal retirement age is reached. This rule no longer applies for any member who was appointed to the Board of Executive Directors after January 1, 2017.

There is a general limit on severance pay (severance payment cap) for all Board members. Accordingly, payments made to a Board member upon premature termination of their contract, without serious cause, may not exceed the value of two years' compensation, including fringe benefits, nor compensate more than the remaining term of the contract. The severance payment cap is to be calculated on the basis of the total compensation for the past business year and, if appropriate, also the expected total compensation for the current business year.

The following applies to end of service due to a change-of-control event: A change-of-control event, in terms of this provision, occurs when a shareholder informs BASF SE of a shareholding of at least 25%, or the increase of such a holding.

If an appointment to the Board of Executive Directors is revoked by the Supervisory Board within one year following a change-of-control event and the Board member has not given cause for the termination, the Board member will receive a one-off gross payment in the amount of the compensation the Board member would have received for the remaining contractual term of mandate. The variable compensation elements (STI and LTI) granted until the end of the contractual term of mandate are calculated based on their respective target amounts. The outstanding pension contributions until the end of the regular contractual term of mandate shall be paid as a one-off gross payment. Total one-off gross payments due to a change of control are limited through the severance payment cap. If, following a change of control, a member of the Board of Executive Directors terminates his or her service contract unilaterally, that member is not entitled to any special compensation.

In addition, the chair of the Board of Executive Directors will be provided with a company car and a home office for a period of up to two years after the end of their mandate due to retirement and in transition out of their former role. For the pension plan contributions made in the business year, see the supplementary disclosures below the table "Compensation granted and owed to active members of the Board of Executive Directors in the business year" on page 42 ff.

Accounting valuation of company pension benefits

The present value of pension benefits (defined benefit obligation) is an accounting figure for the entitlements that the Board members have accumulated in their years of service at BASF. The table below shows the defined benefit obligations for the pension entitlements accrued until the end of 2023 in accordance with IFRS (as of December 31 in each case).

Company pension benefits (in accordance with IFRS)

Thousand €

	Cumulative defined benefit obligation as of December 31, 2023	Cumulative defined benefit obligation as of December 31, 2022
Dr. Martin Brudermüller	16,542	14,726
Dr. Hans-Ulrich Engel (Member of the Board of Executive Directors until April 27, 2023)	11,970	12,971
Saori Dubourg (Member of the Board of Executive Directors until February 28, 2023)	5,423	4,645
Dr. Dirk Elvermann	1,921	–
Michael Heinz	13,755	11,832
Dr. Markus Kamieth	6,045	4,786
Dr. Stephan Kothrade	4,149	–
Dr. Melanie Maas-Brunner	3,930	3,004
Total	63,735	51,964

Provisions relating to past multi-year variable compensation components and to the former pension plan

The deferral component from the performance bonus 2019 (2019–2022) was completed as planned in 2023 and paid out in accordance with the terms of the program.

The pension entitlements acquired until December 31, 2019, under the previous company pension system are retained as vested rights and upon retirement, disability or death can be accessed by the member of the Board of Executive Directors or by the surviving dependents as a company pension or retirement capital in accordance with the previous rules.

BASF Option Program (BOP)

By resolution of the Supervisory Board, the BASF option program (BOP) was replaced by the new LTI as of January 1, 2020. The BOP was based on the STI paid out for the previous year and required a personal investment in BASF shares of at least 10% of the STI paid. Up to 20% could additionally be declared as a voluntary personal investment (share ownership obligation).

The personal investment had to be held for a defined period of time (holding period). The minimum personal investment of 10% was subject to a holding period of four years. For an additional voluntary investment of up to 20%, a holding period of two years applied.


Four options were granted for each BASF share invested personally. After a four-year vesting period, there is a four-year exercise period during which the members of the Board of Executive Directors can individually exercise these options if performance thresholds are met. Once the options are exercised, the computed value of the options is paid out in cash (cash settlement).

Each option consists of right A (absolute performance threshold) and right B (relative performance threshold). At least one of the two conditions must be met in order to exercise the option:

- Performance threshold, right A: BASF share price increases at least 30% compared with the base price on the option allocation date for the LTI plan concerned.
- Performance threshold, right B: The cumulative percentage performance of the BASF share exceeds that of the MSCI World Chemicals Index (outperformance) and the price of the BASF share on the exercise date equals at least the base price.

In total, the maximum exercise gain (cap) is limited to five times the individual investment.

Members of the Board of Executive Directors had the opportunity to participate for the last time in the BASF option program as of July 1, 2020. Owing to the maximum program duration of eight years, exercise gains from the LTI plans may be paid to members of the Board of Executive Directors until June 30, 2028, at the latest.

 For more information on the LTI program, see page 136 and from page 310 onward of the BASF Report 2023.

Company pension benefits according to the pension benefit system applicable until December 31, 2019

The pension entitlements acquired until December 31, 2019, under the previous company pension system are retained as vested rights and upon retirement, disability or death can be accessed by the member of the Board of Executive Directors or by the surviving dependents as a company pension or retirement capital in accordance with the previous rules.

Outlook on amendments to the compensation system for the Board of Executive Directors as of 2024

The compensation system for the Board of Executive Directors was last amended with effect from 2020. There has been no change to total target compensation since then.

BASF reviewed and further developed its current long-term steering model in 2023, which will go into effect from the 2024 business year. As part of the revised compensation system for the Board of Executive Directors, new performance indicators will provide a basis for the short-term (STI) and long-term (LTI) variable compensation of the Board of Executive Directors as of 2024.

In addition to the change to new performance indicators, the STI will be converted to an additive bonus formula. Additional elements of the compensation system for the Board of Executive Directors are to be adapted to reflect current market developments and BASF's needs. The amount and structure, particularly the relative shares of individual compensation components, are to be adjusted to better reflect standard market structure (decreased share of company pension benefits, increased share of fixed compensation and LTI target amount).

The new compensation system for the Board of Executive Directors will be submitted for approval by the 2024 Annual Shareholders' Meeting.

Compensation of Supervisory Board members

Compensation of Supervisory Board members

- Fixed salary: €200,000^a
- Share purchase and shareholding obligation: 25% of the fixed compensation must be used to purchase shares in BASF; these shares must be held for the duration of membership on the Supervisory Board
- Compensation for the Personnel Committee and the Strategy Committee: €12,500^b
- Compensation for the Audit Committee: €50,000^b
- No additional compensation is paid for the Nomination Committee

^a The amount for the chair of the Supervisory Board is 2.5 times this value, and 1.5 times this value for the vice chair compared with the compensation of a member of the Supervisory Board.

^b The amount for the chair of a committee is two times this value, and 1.5 times this value for the vice chair.

The compensation of the Supervisory Board is regulated by the Statutes of BASF SE passed by the Annual Shareholders' Meeting.

Since 2017, the compensation of the Supervisory Board has been purely fixed compensation supplemented by a share purchase and shareholding obligation. The obligation to purchase and hold shares emphasizes the long-term nature of the Supervisory Board's strategic support role.

Amount of Supervisory Board compensation

Each member of the Supervisory Board shall receive annually a fixed compensation of €200,000.

The compensation of the Supervisory Board is according to a function-related differentiation of the compensation of the chair, vice chair and members. The amount for the chair of the Supervisory Board is 2.5 times this value, and 1.5 times this value for the vice chair compared with the compensation of a member of the Supervisory Board.

Amount of compensation for serving on a committee

Members of the Supervisory Board who are members of a committee, except for the Nomination Committee, receive an additional annual fixed compensation of €12,500. This appropriately reflects the increased workload of Supervisory Board members serving on committees. For members of the Audit Committee, the further compensation shall be €50,000. The chair of a committee shall receive twice and a vice chair 1.5 times the further fixed compensation.

Share purchase and shareholding obligation for members of the Supervisory Board


Each member of the Supervisory Board is required to use 25% of their fixed compensation to acquire shares in BASF SE, and to hold these shares for the duration of membership on the Supervisory Board.

This does not apply to the amount of compensation that the member of the Supervisory Board transfers to a third party on a pro rata basis as a result of an obligation entered into before their appointment to the Supervisory Board. In this case, the utilization and holding obligation applies to 25% of the remaining compensation after deducting the amount transferred.

The company reimburses members of the Supervisory Board for out-of-pocket expenses and, if applicable, value-added tax to be paid with regard to their activities as members of the Supervisory Board or of a committee. The directors' and officers' liability insurance (D&O insurance) concluded by the company covers the duties performed by the members of the Supervisory Board. Total compensation of the Supervisory Board in 2023 was around €3.3 million (2022: around €3.3 million). The compensation of the individual Supervisory Board members is listed in the table below.

The compensation of the Supervisory Board does not contain any variable components.

Compensation for membership on the Supervisory Board and its committees, provided it is not withheld for the purpose of acquiring shares, is due after the conclusion of the business year for which the compensation is paid. Beyond the compensation in accordance with the Statutes presented in the table "Compensation granted and owed to members of the Supervisory Board," no Supervisory Board member received any compensation in 2023 for services rendered personally, in particular, the rendering of advisory or agency services.

 For more information on share ownership by members of the Supervisory Board, see page 201 of the BASF Report 2023.

Compensation granted and owed to members of the Supervisory Board

Thousand €

Serving members of the Supervisory Board as of December 31, 2023	Fixed salary		Compensation for committee memberships		Total compensation	
	2023	2022	2023	2022	2023	2022
Dr. Kurt Bock, chair ^a	500.0	500.0	50.0	50.0	550.0	550.0
Franz Fehrenbach, vice chair until April 29, 2022 ^b	–	100.0	–	8.3	–	108.3
Professor Dr. Stefan Asenkerschbaumer, vice chair since February 2023 ^c	291.7	150.0	25.0	18.8	316.7	168.8
Sinitscha Horvat, vice chair ^d	300.0	300.0	25.0	25.0	325.0	325.0
Prof. Dr. Thomas Carell	200.0	200.0	–	–	200.0	200.0
Dame Alison Carnwath DBE ^e	200.0	200.0	112.5	112.5	312.5	312.5
Liming Chen	200.0	200.0	–	–	200.0	200.0
Tatjana Diether ^f	200.0	200.0	62.5	59.4	262.5	259.4
Alessandra Genco ^g	200.0	150.0	50.0	37.5	250.0	187.5
Waldemar Helber ^h	–	66.7	–	4.2	–	70.9
André Matta ⁱ	200.0	150.0	–	–	200.0	150.0
Natalie Mühlendorf ^j	200.0	150.0	–	–	200.0	150.0
Anke Schäferkordt ^k	–	66.7	–	16.7	–	83.4
Denise Schellemans ^l	–	66.7	–	–	–	66.7
Roland Strasser ^m	–	66.7	–	–	–	66.7
Michael Vassiliadis ⁿ	200.0	200.0	75.0	75.0	275.0	275.0
Peter Zaman ^o	200.0	150.0	–	–	200.0	150.0
Total compensation granted and owed for the business year within the meaning of section 162 AktG	2,891.7	2,916.8	400.0	407.4	3,291.7	3,324.2

^a Chair of the Personnel and Strategy Committees
^b Member of the Supervisory Board, the Personnel and Strategy Committees until April 29, 2022
^c Member of the Supervisory Board, the Personnel and Strategy Committees since April 29, 2022
^d Member of the Personnel and Strategy Committees
^e Chair of the Audit Committee and member of the Strategy Committee
^f Member of the Audit Committee and, since April 29, 2022, member of the Strategy Committee

^g Member of the Supervisory Board and the Audit Committee since April 29, 2022
^h Member of the Supervisory Board and the Strategy Committee until April 29, 2022
ⁱ Member of the Supervisory Board since April 29, 2022
^j Member of the Supervisory Board and the Audit Committee until April 29, 2022
^k Member of the Supervisory Board until April 29, 2022
^l Member of the Audit, Personnel and Strategy Committees

Comparison of earnings development with annual change in compensation

In accordance with section 162(1) sentence 2 no. 2 AktG, the following table shows the annual change in compensation granted and owed to the members of the Board of Executive Directors and Supervisory Board, the annual change in average employee (full-time equivalents) compensation and the annual change in BASF's earnings over the past five business years.

BASF SE's net income is used to represent the company's earnings development. Furthermore, ROCE is used to represent the BASF Group's earnings development, as this has been the primary com-

pany success indicator used as a performance criterion to determine one-year variable compensation since 2018.

Average employee compensation is based on the BASF SE employee population, including apprentices, in Germany (full-time equivalents).

Average employee compensation was calculated using personnel expenses (not including company pension benefits or severance payments). It includes wages and salaries (including variable compensation for the business year), fringe benefits and employer contributions to social security.

Business year

		2019	2020	2021	2022	2023
		2019 vs. 2018 in %	2020 vs. 2019 in %	2021 vs. 2020 in %	2022 vs. 2021 in %	2023 vs. 2022 in %
Earnings development/ KPIs						
Return on Capital Employed (ROCE) ^a	Percentage change vs. previous year	-35.8% ^a	-77.9%	694.1%	-27.0% ^b	-55.0% ^b
	ROCE in % vs. previous year	(7.7% vs. 12.0%)	(1.7% vs. 7.7%)	(13.5% vs. 1.7%)	(10.0% vs. 13.7%) ^b	(4.5% vs. 10.0%)
Net income of BASF SE ^c	Percentage change vs. previous year	30.8%	1.2%	-0.5%	-2.0%	93.1%

^a Figures for 2018 were restated with the presentation of the construction chemicals activities as discontinued operations.

^b As of January 1, 2022, ROCE includes the polyolefins and styrenics businesses of the joint venture BASF-YPC Company Ltd., Nanjing, China, which had been reported under Other.

^c The indicator net income of BASF SE is not relevant to the variable compensation of the Board of Executive Directors and the employees of the BASF Group.

Compensation of the Board of Executive Directors

Members of the Board of Executive Directors as of December 31, 2023

	2019	2020	2021	2022	2023
Dr. Martin Brudemüller (chair since May 4, 2018)	-6.2%	-18.4%	218.8%	-29.3%	5.5%
Dr. Dirk Elvermann (since April 27, 2023)	-	-	-	-	-
Michael Heinz (since May 6, 2011)	-14.3%	-17.9%	240.6%	-22.6%	6.1%
Dr. Markus Kamieth (since May 12, 2017)	-14.0%	23.1%	133.7%	-23.2%	12.3%
Dr. Stephan Kothrade (since March 1, 2023)	-	-	-	-	-
Dr. Melanie Maas-Brunner (since February 1, 2021)	-	-	-	-19.5%	-43.7%

Former members of the Board of Executive Directors

	2019	2020	2021	2022	2023
Dr. Hans-Ulrich Engel (vice chair until April 27, 2023)	-46.9%	-18.3%	216.6%	-29.1%	54.2%
Saori Dubourg (until February 28, 2023)	4.9%	-6.2%	134.3%	-31.8%	268.7%
Wayne T. Smith (until May 31, 2021)	-7.7%	41.5%	153.7%	-88.5%	136.5%
Sanjeev Gandhi (until December 31, 2019)	-3.0%	-28.7%	24.0%	-80.0%	-100.0%
Dr. Kurt Bock (chair until May 4, 2018)	-72.4%	-0.3%	52.6%	-32.9%	8.3%
Margret Suckale (until May 12, 2017)	1.1%	0.6%	1.1%	5.5%	8.8%
Dr. Andreas Kreimeyer (until April 30, 2015)	1.4%	1.6%	1.1%	5.2%	8.6%

Business year

	2019	2020	2021	2022	2023
	2019 vs. 2018 in %	2020 vs. 2019 in %	2021 vs. 2020 in %	2022 vs. 2021 in %	2023 vs. 2022 in %
Supervisory Board compensation					
Current members					
Dr. Kurt Bock (chair since June 18, 2020)	-	-	109.5%	0.0%	0.0%
Professor Dr. Stefan Asenkerschbaumer (since April 29, 2022, vice chair since February 2023)	-	-	-	-	87.6%
Sinitscha Horvat (vice chair since May 12, 2017)	0.0%	-13.8%	16.1%	0.0%	0.0%
Prof. Dr. Thomas Carell (since May 3, 2019)	-	27.5%	17.6%	0.0%	0.0%
Dame Alison Carnwath DBE (since May 2, 2014)	0.0%	-9.6%	10.6%	0.0%	0.0%
Tatjana Diether (since May 4, 2018)	50.1%	-12.0%	13.6%	3.8%	1.2%
Alessandra Genco (since April 29, 2022)	-	-	-	-	33.3%
André Matta (since April 29, 2022)	-	-	-	-	33.3%
Natalie Mühlenfeld (since April 29, 2022)	-	-	-	-	33.3%
Liming Chen (since October 8, 2020)	-	-	400.0%	0.0%	0.0%
Michael Vassiliadis (since August 1, 2004)	0.0%	-10.9%	12.2%	0.0%	0.0%
Peter Zaman (since April 29, 2022)	-	-	-	-	33.3%
Average employee compensation					
BASF SE employees	-1.1%	-1.1%	18.7%	-0.9%	-0.9%

Further information

The following symbols indicate further information:



You can find more information in the BASF Report 2023.



References and the information that references refer to are not part of the audit of the compensation report.

Independent Auditor's Report

To BASF SE, Ludwigshafen am Rhein

REPORT ON THE AUDIT OF THE REMUNERATION REPORT

We have audited the attached remuneration report of BASF SE, Ludwigshafen am Rhein, for the financial year from January 1, 2023 to December 31, 2023, including the related disclosures, prepared to meet the requirements of Section 162 AktG [Aktengesetz: German Stock Corporation Act]. We have not audited the content of additional information in the remuneration report specifically marked with "f.2." that goes beyond Section 162 AktG.

Responsibilities of Management and the Supervisory Board

The management and the Supervisory Board of BASF SE are responsible for the preparation of the remuneration report, including the related disclosures, in accordance with the requirements of Section 162 AktG. The management and the Supervisory Board are also responsible for such internal control as they have determined necessary to enable the preparation of the remuneration report that is free from material misstatement, whether due to fraud or error.

Auditor's responsibilities

Our responsibility is to express an opinion on this remuneration report, including the related disclosures, based on our audit. We conducted our audit in accordance with the German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report, including the related disclosures, is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts, including the related disclosures, in the remuneration report. The procedures selected depend on the auditor's professional judgement. This includes an assessment of the risks of material misstatement, whether due to fraud or error, in the remuneration report, including the related disclosures. In assessing these risks, the auditor considers the internal control system relevant for the preparation of the remuneration report, including the related disclosures. The objective is to plan and perform audit procedures that are

appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control system.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management and the Supervisory Board, as well as evaluating the overall presentation of the remuneration report, including the related disclosures.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, on the basis of the knowledge obtained in the audit, the remuneration report for the financial year from January 1, 2023 to December 31, 2023, including the related disclosures, complies in all material respects with the financial reporting requirements of Section 162 AktG. We have not audited the content of additional information in the remuneration report specifically marked with "f.2." that goes beyond Section 162 AktG.

Other matter – formal examination of the remuneration report

The substantive audit of the remuneration report described in this independent auditor's report includes the formal examination of the remuneration report required by Section 162(3) AktG, including issuing an assurance report on this examination. As we have issued an unqualified opinion on the substantive audit of the remuneration report, this opinion includes the conclusion that the disclosures pursuant to Section 162(1) and (2) AktG have been made, in all material respects, in the remuneration report.

Limitation of liability

The terms governing this engagement, which we fulfilled by rendering the aforesaid services to BASF SE, are set out in the General Engagement Terms for Wirtschaftsprüfer and Wirtschaftsprüfungsgesellschaften [German Public Auditors and Public Audit Firms] as amended on 1 January 2017. By taking note of and using the information as contained in this auditor's report, each recipient confirms to have taken note of the terms and conditions laid down therein (including the limitation of liability of €4 million for negligence under Clause 9 of the General Engagement Terms) and acknowledges their validity in relation to us.

Frankfurt am Main, February 20, 2024

KPMG AG

Wirtschaftsprüfungsgesellschaft

Dr. Kaiser
Wirtschaftsprüfer

Prof. Dr. Schütte-Biastoch
Wirtschaftsprüferin

Ludwigshafen/Rhine, March 13, 2024
BASF SE

The Board of Executive Directors

Quarterly Statement Q1 2024 / Annual Shareholders' Meeting 2024

April 25, 2024

Half-Year Financial Report 2024

July 26, 2024

Quarterly Statement Q3 2024

October 30, 2024

BASF Report 2024

February 28, 2025

Quarterly Statement Q1 2025 / Annual Shareholders' Meeting 2025

May 2, 2025



BASF supports the chemical industry's global Responsible Care initiative.

Further information

You can find this and other BASF publications online at basf.com/publications

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BASF Report 2023



Annual Shareholders' Meeting 2024