

Section 289 f German Commercial Code (HGB) Statement of Compliance

EDAG Engineering Group AG

With regard to Section 289 f (2) No. 1-3 HGB, reference is hereby made to the Annual Report; with regard to Section 289 f (2) No. 6 HGB, reference is made to the document stored under "Diversity Concept" on this website (http://ir.edag.com/edag/pdf/EDAG_Diversity_Concept_2018_EN.pdf).

Section 289 f (2) No. 4, 5 HGB do not directly apply to EDAG Engineering Group AG because the company is subject to Swiss, not German, stock corporation law.

German Group Companies

With regard to the declaration pursuant to Section 289 f (2) No. 4 HGB, the following applies regarding the targets for equal treatment of women and men in management positions in accordance with Sections 76 (4) and 111 (5) German Stock Corporation Act (AktG) as well as Sections 36 and 52 (2) German Limited Liability Companies Act (GmbHG) **concerning the subsidiary EDAG Engineering GmbH:**

At the end of 2018, the proportion of our female executives at the first level below the management of EDAG Engineering GmbH was 0.00%. At the second level below the management, it was 9.4%. The Management Board resolution of September 2017 is still valid. This resolution was taken pursuant to Section 36 GmbHG, to increase the percentage until 2022. A quota of 0.00% of female executives at the first management level below the management level and 10 percent at the second management level below the management level has been decided for Germany.

The targeted quota at the second level has not yet been achieved, as the proportion of female students in the STEM subjects essential for the operative areas of EDAG Engineering GmbH is still considerably lower than the proportion of male students and it has not yet been possible to recruit women with professional and management experience in Germany in the field of automotive engineering for an executive position. For this reason, EDAG has continued the Women@EDAG initiative in order to achieve the above-mentioned goals for female executives on a sustainable basis. A comprehensive catalogue of measures for recruiting, retaining and promoting female employees and managers has been drawn up and partially implemented.

The quota of 16.0 percent of women in the Supervisory Board, as resolved pursuant to Section 52 GmbHG in September 2017 on the part of both employee representatives and shareholder representatives was not maintained after the election of employee representatives after November 23, 2018, as only men occupied a successful slot on the election list. Hence, the quota now is 8.3 percent. The proportion of female managing directors of EDAG Engineering GmbH remains unchanged at the target figure of 0.0 % agreed in September 2017 until 2022.

Regarding EDAG Engineering Holding GmbH, the following applies:

The supervisory board of EDAG Engineering Holding GmbH decided to uphold the current quota of 16.0% on November 21, 2017. Since only one managing director is currently appointed, the quota regarding the management is 0.0%. The Company does not have any employees.