

Declaration on the Corporate Governance Code in accordance with § 161 AktG

In the past 12 months, the SLM Solutions Group AG (the 'Company') has complied with the recommendations of the Government Commission on the German Corporate Governance Code in the version dated February 7, 2017, published by the Federal Ministry of Justice in the official section of the Federal Gazette, with the exception of the deviations explained below, and will continue to comply with these recommendations in the future with the exception of the deviations explained below:

- **Duties and responsibilities of the Supervisory Board** (Section 5.1.2): With regard to the age limit for members of the Management Board, the Supervisory Board is of the opinion that knowledge and skills as well as professional competence should be the primary criteria for the selection of Management Board members. Therefore, there is currently no age limit for members of the Board of Management and it is not planned to introduce such limit.
- **Composition of the Supervisory Board** (Section 5.4.1, (2) and (3)): The Company's Supervisory Board considers the requirements of the Code with regard to the qualifications and experience of the members to be fulfilled in the current composition. However, the Supervisory Board defines with the exception of a target figure for the proportion of women on the Supervisory Board of zero percent (0%), which corresponds to its current composition. This, it has not specified any concrete objectives that takes into account the international activities of the company, potential conflicts of interest and diversity into account. With regard to the age limit, the Supervisory Board of the Company is also of the opinion that knowledge and skills as well as professional competence should be the primary criteria for the selection of members of the Supervisory Board. The Supervisory Board would like to prevent the selection of the most suitable Supervisory Board members for the Company from being hindered by rigid targets.

Lübeck, February 12, 2020

On behalf of the Management Board



Meddah Hadjar

For the Supervisory Board



Thomas Schweppe