



Annual General Meeting of Allianz SE on May 8, 2024

Supervisory Board Report

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Chairman of the Supervisory Board of Allianz SE

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The report delivered at the Annual General Meeting may differ from this preliminary version, especially to reflect developments occurring in the intervening period. The valid version is the one delivered to the Annual General Meeting.

Dear Shareholders,

On behalf of the entire Supervisory Board and the Board of Management, I welcome you to our General Meeting.

In consultation with the Supervisory Board, the Board of Management invited to a General Meeting in a virtual format once again this year and explained this in the Invitation.

I would like to add to this. There was very positive feedback on last year's virtual General Meeting of Allianz. And this both from private shareholders as well as in the context of my talks with investors. Allianz has also taken on board shareholder suggestions over the past year and made additional improvements. Against this background, the Board of Management has once again opted for this format and the Supervisory Board supports this decision. The Board of Management and the Supervisory Board will endeavour to meet your requirements again this year. I wish us all every success.

1. Changes in the Board of Management and Supervisory Board of Allianz SE since the last General Meeting

Since May 2023, there has been one change to the composition of the Board of Management.

Giulio Terzariol retired from the Board of Management with effect as of December 31, 2023 at his own request, so that he can pursue a new professional challenge in his home country.

Mr Terzariol had been with Allianz since 1998, and since January 2018 he was part of the Board of Management of Allianz SE as its Chief Financial Officer. As a member of the Board of Management, Mr Terzariol was held in esteem both inside and outside the organisation. With his technical competence and his judicious demeanour, he has made an enduring contribution to the success and reputation of Allianz, not least among the regulators and our institutional investors and analysts.

The Supervisory Board has already extended its heartfelt thanks to Mr Terzariol for his long-standing work and efforts on behalf of Allianz. Ladies and Gentlemen, I think I might be allowed to repeat these thanks again today on your behalf.

Due to careful succession planning it was possible to replace Mr Terzariol from within the Company in just a short space of time. The Supervisory Board appointed Ms Claire-Marie

Coste-Lepoutre as the new Chief Financial Officer as of January 1, 2024, after having served as CFO and deputy Chairperson of Allianz's industrial insurer, AGCS, from 2019 to 2023.

Ms Coste-Lepoutre will personally introduce herself to the shareholders at the General Meeting.

To complete this update, I would also like to add that the Supervisory Board has renewed the Board of Management appointments of Ms Boshnakova, Dr Karuth-Zelle, Mr Townsend, Dr Thallinger and Dr Wimmer for five years in each case. Mr Bäte's term of office as Chairperson of the Board of Management was extended until the 2028 General Meeting. So, your company, Allianz, will continue to be led by a successful team in the years to come.

Let me turn now to the Supervisory Board. There was one change to the composition of the Supervisory Board since our last General Meeting in May 2023.

Ms Grundler resigned from her office as trade union representative effective from February 29 of this year, in order to assume other responsibilities at Ver.di. We thanked Ms Grundler for her long-standing contribution to our Board.

The competent SE Works Council appointed Ms Wesenick to succeed her as trade union representative on the Supervisory Board. She also represents the public service trade union, Ver.di.

I will go into more detail later regarding the elections to the Supervisory Board pending under Item 7 today.

2. Presentation of the Financial Statements

The Annual Financial Statements of Allianz SE and the Group together with the respective Management Reports have been audited by the auditor, PricewaterhouseCoopers Wirtschaftsprüfungsgesellschaft. The auditor has deemed both Financial Statements duly prepared and issued an unqualified auditor's opinion for them.

The Board of Management and the auditor explained the financial statements in detail both to the Audit Committee and the full Supervisory Board. The Supervisory Board approved the Annual Financial Statements after a thorough examination. The Annual Financial Statements of Allianz SE are therefore duly adopted.

3. Supervisory Board Report

The full Supervisory Board held a total of six regular meetings during the past financial year. In addition, it adopted one written resolution. The committees of the Supervisory Board convened for an additional 28 regular meetings. A detailed account of the work of the Supervisory Board and its committees can be found in the Group Annual Report as usual, starting on page 4. I would now like to highlight some key areas of our work:

After having dealt with the Structured-Alpha matter of Allianz Global Investors in the US intensively over the last couple of years, we were able to largely conclude this issue by the mid-point of the year. We have therefore returned to regular reporting in this respect, but will nevertheless continue monitoring the effectiveness of the measures implemented by the Board of Management in response to this matter.

In addition, the Board of Management informed the Supervisory Board about the development of business at all regular meetings. In particular, the Board of Management presented the development of revenues and results in the individual business segments. Discussions were also regularly conducted with the Board of Management regarding the adequacy of capitalization and the solvency ratio for both Allianz SE and the Group. Given the rising inflation and interest rates, we also closely examined the corresponding stress and risk scenarios.

Other focal areas over the previous year included strategic issues, including the risk strategy, the Board of Management's planning for financial year 2024, and the status of the various topics concerning our digitalization activities. One notable development is the merger of the global MidCorp business under the trading name Allianz Commercial. Another item discussed in detail with the Board of Management was the management of cyber risks. Our Audit and Sustainability Committees also closely examined and discussed the new requirements imposed by the EU directive on sustainability reporting. Allianz had already begun applying the new format in its reporting on the previous financial year.

And finally, we again took a close look at Board of Management personnel matters, as well as the succession planning for both the Board of Management and the Supervisory Board.

Dear Shareholders,

the duties of the Supervisory Board also include monitoring compliance with the standards of good corporate governance. As usual, our Corporate Governance Statement contains extensive information regarding corporate governance within the Allianz Group. This can be found starting on page 13 of the Group Annual Report. Furthermore, in December 2023, the Board of Management and the Supervisory Board issued their Declaration of

Conformity with the German Corporate Governance Code. This declaration is available at the Company's website at all times. Allianz complies with all recommendations of the Code in its current version, and follows all its suggestions.

Ladies and Gentlemen,

despite a multitude of geopolitical challenges, the ever-shifting rates of inflation and interest, the volatile developments on the capital markets, and numerous negative impacts caused by natural catastrophes, Allianz again managed to increase its revenues and to achieve a record operating result once again. My dear Shareholders, with our proposed dividend of 13.80 euros, you too, shall participate in this result.

I would like to take this opportunity, on behalf of the full Supervisory Board, to extend our sincere thanks, especially to all employees throughout the Allianz Group. These results could not have been realised without their service and dedication.

This brings me to the presentation of the remuneration paid to members of the Board of Management and Supervisory Board in the past financial year. As usual, detailed information on this topic is set out in the Remuneration Report, starting on page 24 of the Group Annual Report.

Prepared in accordance with statutory requirements, the Remuneration Report for financial year 2023 will be presented for approval under Item 6 of today's agenda. The report firstly describes in detail the remuneration systems approved by the General Meeting for the Board of Management and the Supervisory Board. It continues by explaining how these systems were applied in financial year 2023. This includes a presentation of the remuneration paid to the individual current and former members of the Board of Management and the Supervisory Board.

As in previous years, the auditor was commissioned with conducting a full substantive audit of the Remuneration Report. In its Auditor's Report, the auditor confirms that the Remuneration Report for the previous financial year, including its related disclosures, complies in all material respects with the guidelines of the German Stock Corporation Act.

The description of the remuneration of the Board of Management begins with a detailed explanation of how the Group financial targets are calculated. Thereafter, it is explained how the individual contribution factor is derived for each member of the Board of Management, and the total remuneration is shown. As in the previous year, there is also a presentation of the Supervisory Board's expectations for the active Board of Management members for the current financial year. We aspire to apply the utmost transparency to our reporting of the remuneration of the Board of Management.

In terms of the financial performance, the once again very good operating profit has had a positive impact. In this context, the slight decline registered in the Asset Management segment was more than compensated by the strong results achieved in the other business segments.

As regards the net income attributable to shareholders, the plateau already explained in the previous year was again applied to the measurement of the target achievement rate. For this purpose, a 100 percent target achievement was defined as a plateau with an upward or downward fluctuation range of 500 million euros. We introduced this in order to avoid uncontrollable fluctuations of the net result possibly resulting from the new IFRS 9 reporting standard. The application of this solution in the previous year tended to have a negative impact on the Board of Management. We are planning to present a revised version of this Group target for approval by the General Meeting 2025 as part of a general review of the remuneration system for the Board of Management.

Turning to the performance of the Board of Management, notable factors include the numerous geopolitical and macroeconomic challenges, alongside a growing number of supervisory requirements and the need to adopt decisions for implementing the digital future. These tasks demanded that the Board of Management works more closely as a team than hardly ever before.

As a result, Allianz, led by the Board of Management, again achieved a record result, despite the massive adverse impact of natural disasters, high inflation, and rapidly rising interest rates. This strong overall performance was achieved on a sustainable basis. Particularly noteworthy is the impressive degree of employee satisfaction, which reached a new record level, bucking the negative trend evident within the industry.

Due to the very good overall team performance of the Board of Management in all cross-divisional matters, the Supervisory Board decided for the very first time to refrain from differentiating the individual contribution factor, and instead to set a common factor for all regular members of the Board of Management. Mr Bäte's performance in leading the Board of Management as a team was appraised using a separate factor. Aside from this, the Remuneration Report contains a detailed analysis of how the individual performance indicators were realised by each member of the Board of Management.

On this topic, it only remains for me to note that no adjustments have been made to the remuneration of the Board of Management or to the remuneration system since my report of last year.

This brings me to the remuneration of the members of the Supervisory Board.

The remuneration of the Supervisory Board was newly set by last year's General Meeting.

It continues to consist of a fixed remuneration only, with memberships in committees being remunerated separately. A detailed breakdown of the Supervisory Board's remuneration and the individual remuneration of the members of the Supervisory Board can be found in the Remuneration Report. There are no special features to be reported for the 2023 financial year.

Dear Shareholders,

I would now like to turn to the new Supervisory Board appointments scheduled for today under Item 7. The terms of office of Ms Bosse and Mr Hainer will expire at the end of today's General Meeting.

The Supervisory Board has already duly expressed its appreciation and thanks towards them. However, I would not want to miss the opportunity to dearly thank Ms Bosse and Mr Hainer, here and now, I would think also on behalf of all shareholders, for their long-standing and dedicated service on the Supervisory Board. With their commitment and contributions, they have hugely enriched the work of our Board.

Ms Bosse has been a member of our Supervisory Board since 2012 and, having reached the maximum permissible term of office, she is no longer eligible for a renewed appointment. With her experience in the insurance industry and management of a company, Ms Bosse has constructively and critically enriched the work of the Supervisory Board throughout all these years. As Chair of the Sustainability Committee established in 2021, she has made an essential contribution to our Supervisory Board's intensive engagement with sustainability issues. Even though Ms Bosse is unfortunately unable to be here today, I want to repeat my heartfelt thanks to her for her service and support.

Mr Hainer has been a member of our Supervisory Board since 2017. As he has reached the maximum age limit, he is no longer eligible to assume a further term of office. As Deputy Chairman of the Supervisory Board and with his long-standing international experience and his critical view, Mr Hainer has provided substantial support to the Supervisory Board in its oversight and consulting duties towards the Board of Management. As a member of both the Personnel and Standing Committees, he also played a key role in the long-term succession planning for the Board of Management, and in the monitoring of compliance with the standards of good corporate governance, as well as in the regular evaluation and continuous education and training of the Supervisory Board. Mr Hainer, too, is deserving of our sincere thanks for his many years of service. Dear Mr Hainer, we wish you continued good health and all the best for your endeavours outside of Allianz.

As already disclosed in Allianz's press release of January 10, the Supervisory Board has

identified two suitable succession candidates in Ms Bruce and Dr Schneider, and they will be proposed by the Supervisory Board to today's General Meeting for election.

After many years as an auditor, Ms Stephanie Bruce was CFO of the UK-based asset manager abrdn ("Aberdeen") until 2023. With her long-standing professional experience in insurance and asset management, she is superbly suited for our Supervisory Board.

Ms Bruce will personally introduce herself to the shareholders at the General Meeting. Ms Bruce will introduce herself in English accompanied by a simultaneous German translation.

Dr Schneider was employed for 30 years at Munich Re, and was its CFO for the past 18 years. He is therefore a proven expert in finance and insurance and a suitable candidate to our Supervisory Board. In the event that you elect Mr Schneider to the Supervisory Board today, he will also be proposed as its new Deputy Chairperson.

Dr Schneider will also be personally introducing himself to the shareholders at the General Meeting.

Both candidates are being proposed for the regular term of office of four years, i.e. until the General Meeting in 2028. This way, we make sure to maintain the "staggered board" arrangement introduced in 2022, whereby members' terms of office overlap with one another.

With the candidates proposed here today, the Supervisory Board of Allianz will continue to strongly feature the specialised knowledge demanded by the regulator and by investors, especially regarding the insurance and financial services business, in terms of accounting and risk management, as well as having experience in the management of corporations. The Supervisory Board' proposal also takes account of the requirements regarding independence, internationality, diversity, as well as the appropriate representation of women.

I can also tell you that no personal or business relationships within the meaning of the German Corporate Governance Code exist between Ms Bruce or Dr Schneider and the Allianz Group, the executive bodies of Allianz SE or any shareholder with a material interest, which could stand in the way of their appointment to the Supervisory Board.

The new elections will be held in the form of individual elections.

Detailed CVs for Ms Bruce and Dr Schneider are contained in the Invitation to the General Meeting. I would ask you to please use your vote to support the candidates proposed by the Supervisory Board.

And with this, I have reached the end of my report; thank you for your attention.



I would now like to ask Mr Bäte, the Chair of the Board of Management of Allianz SE, to deliver his report to the General Meeting.