

Annual General Meeting DHL Group

Report of Dr. Katrin Suder,
Chair of the Supervisory Board
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Dr. Katrin Suder

Chairman of the Supervisory Board
Deutsche Post AG

Dear Shareholders,

The last year has made one thing abundantly clear: We are living in a world where the economic parameters are constantly changing, and at an ever-increasing pace. Tariffs that shift trade routes overnight. The conflict in the Middle East. A challenging regulatory framework. And DHL doing business in the middle of it all. Despite these difficulties, we came through the year in good shape. Because the Board of Management consistently focused on our core business and on the quality service that is DHL. Because we met the ever-changing conditions with a truly agile response.

And not least because we believe that world trade will continue and expand. The global flow of goods will continue to provide DHL with real opportunities for growth, both despite and in some cases as a result of the upheavals we are currently experiencing. On behalf of the entire Supervisory Board, I would like to extend my thanks to all employees and all members of the Board of Management for their tremendous personal commitment.



Key areas of our work

On the Supervisory Board, we have worked intensively in the last year on Board of Management succession planning. And looking at our own succession planning, we have taken an in-depth look at our skills profile and the qualifications of the individual members of the Supervisory Board. It is with the help of these findings that we can steer the Supervisory Board's composition for the longer term.

We have actively monitored the Group's strategic development and worked closely with the Board of Management to advise on decisions of fundamental importance. Cooperation with the Board of Management was shaped by tremendous trust and transparency, with the Board of Management involving us in all key decisions at an early stage. This is also and especially true of the decision to spin off Post & Parcel Germany. We share the Board of Management's conviction that this is an important step in executing Strategy 2030.

The members of the Supervisory Board attended almost all Supervisory Board plenary and committee meetings. The overall participation rate was 97.3%. Where certain members were unable to attend, this was due either to illness or to commitments elsewhere that could not be postponed – especially among newly-appointed Supervisory Board members who found it impossible to fit our meetings into their schedules because they had insufficient notice. An individualized statement of participation can be found on page 11 of the Annual Report. With regard to Board of Management issues and assessment of our own work in the plenary meetings and committees, we met in absence of the members of the Board of Management – also on certain issues in connection with the work of the auditor.

Immediately following my election as Chair of the Supervisory Board and again in October of last year, I held talks with a number of investors and proxies on issues relating to the Supervisory Board's area of responsibility. Those talks focused on Board of Management succession planning, Supervisory Board composition and the structure and amount of remuneration for members of the Supervisory Board, which we are required to submit to you today for approval as scheduled. We welcome the positive feedback we received for holding another in-person rather than online annual general meeting.



One of the main focuses of our meetings was the impact of the global trade conflicts and the associated adjustments required in the divisions. We dealt regularly with the reports from the members of the Board of Management on the situation in the divisions and the committee chairs gave detailed reports on their meetings. And, in accordance with the Articles of Association, the Board of Management submitted business activities and transactions of fundamental importance to us for approval.

For DHL, technology-related issues – notably artificial intelligence and robotics – are of huge strategic importance. This is why we have expanded both the task description and the title of the Strategy and Sustainability Committee to expressly include ‘Technology’ as an additional focal point. Likewise, in the light of growing global risks, IT and Cybersecurity equally remain a key strategic focus. We therefore continue to embed these topics in the remuneration of the Executive Board to emphasize their strategic importance to the company. We are delighted that in the last fiscal year we once again received an excellent security assessment from the rating agency BitSight, with one of the highest ratings in the peer group. We have included employee satisfaction – which is measured against the results of the annual Group-wide Employee Opinion Survey – as an additional performance criterion in the annual bonus calculated for Board of Management members. Furthermore, in the current fiscal year, the accident rate will for the first time become a target-related factor in Board of Management remuneration. For DHL Group, ensuring the health and safety of our 584,000 employees worldwide is of utmost importance. This is why the Supervisory Board regularly addresses occupational safety and health in its meetings. We are pleased to report on progress made in 2025: the accident rate was reduced and the measures taken to prevent fatal accidents were further improved.

Key topics covered in our meetings also included executing Strategy 2030 through the spin-off of the Post & Parcel Germany division. The Supervisory Board supports the spin-off. The same applies regarding the planned renaming of our company to “DHL AG”, which we will put to vote today under Agenda Item 9.



Remuneration Report and Supervisory Board Remuneration

As every year, we submit to you today under Agenda Item 10 the Remuneration Report for the members of the Board of Management and the Supervisory Board for your approval. The switch to the system for Board Member remuneration agreed at the Annual General Meeting in 2025 was completed at the start of this year, meaning that we will only be able to report on the outcome for the first time in the coming year.

In accordance with the schedule – every four years, the Annual General Meeting votes on Supervisory Board remuneration – the resolution of the Supervisory Board remuneration is on today’s agenda. The proposal outlined under Agenda Item 11 provides – when compared with the last amount set in 2022 – for a moderate increase in basic remuneration from €100,000 to €115,000. This also results in the corresponding adjustment in remuneration for Chair functions and committee positions. The structure of Supervisory Board remuneration is otherwise to remain unchanged. The moderate increase in remuneration is intended to reflect the duties and time commitments involved in Supervisory Board work and developments in remuneration at similar companies. It is also in line with employee salary development within the company as well as inflation trends in recent years.

Good Corporate Governance

Corporate governance is a matter of great importance for us. In the reporting year, we once again fully complied with the suggestions and recommendations of the German Corporate Governance Code, and we intend to continue to do so in the future. We are especially pleased that our good governance also attracts external recognition: Among the DAX-listed companies, we were ranked in second place by Union Investment and in an excellent third place by the Society of Investment Professionals in Germany (DVFA).



Changes in the Board of Management and in the Supervisory Board

Tim Scharwath left the Board of Management in August 2025, with Oscar de Bok assuming responsibility for Global Forwarding, Freight – his mandate has been extended through to 2030. Oscar de Bok has been a member of the Board of Management since 2019 and was previously responsible for the Supply Chain division. Responsibility for Supply Chain now lies with Hendrik Venter, whom we have appointed as a Board of Management member until mid-August 2028. He already has more than 15 years' experience in senior management positions in this division, most recently as CEO of DHL Supply Chain in continental Europe, the Middle East and Africa, with responsibility for business operations in 25 countries and markets.

We renewed the term and contract of John Pearson as the Board of Management member responsible for the Express division, along with those for our CEO Tobias Meyer. I should like to express my sincere thanks to Tim Scharwath for his work and once again extend a warm welcome to Hendrik Venter. I look forward to further successful collaboration with the entire Board.

Employee representatives Mario Jacobasch and Thomas Held have left the Supervisory Board. I should like to thank them both for their long-standing engagement and commitment. Their successors, Dirk Schneider and Antje Schindzielorz, were appointed by the court as members of the Supervisory Board this year – I extend a warm welcome to them both. On the shareholder side, Rolf Bösing and Stefan Wintels are standing for election to the Supervisory Board today. Stefan Wintels brings, among other things, his outstanding expertise on the capital side. Rolf Bösing has vast logistics and technology expertise. We would be delighted to be able to work with them again in the years to come.

