

Compliance declaration pursuant to para. 161 German Stock Corporation Act (*Aktiengesetz*) with respect to the German Corporate Governance Code

The Executive Board and the Supervisory Board of JOST Werke AG declare that the recommendations of the German Corporate Governance Code (the “Code”) in the version of 7 February 2017 have been met since the issuance of the last Declaration of Compliance on 4 December 2017 and will continue to be met in the future with the following restrictions:

- Code No. 3.8 paragraph 3 (deductible in the D&O policy for the Supervisory Board): The Company has obtained D&O coverage for the members of the Supervisory Board without the deductible recommended by the Code. The Executive Board takes the view that such a specified deductible is not in itself suitable to increase the performance and sense of responsibility of the members of the Supervisory Board. Furthermore, it may reduce the attractiveness of positions within the Supervisory Board and, therefore, the Company’s opportunities in its competition for qualified candidates.
- Code No. 4.2.2 paragraph 2 sentence 3 (appropriateness of the remuneration of the Executive Board; performing the vertical comparison): Due to the dynamic development, the Supervisory Board has so far not defined any senior management circle or the entire workforce as categories and has therefore not taken it into account with respect to the development of the remuneration of the Executive Board over time. Such a categorization does not seem crucial to the Supervisory Board.
- Code No. 5.1.2 paragraph 1 sentence 2 (diversity in the composition of the Executive Board): As a precautionary measure, a deviation from this recommendation is declared. When selecting members of the Executive Board, the Supervisory Board pays close attention to diversity and takes female candidates into account. For future appointments, the Supervisory Board will attempt to also nominate female candidates to the Executive Board. However, the Supervisory Board takes the view that the decisive factor for an appointment shall always be the personal and professional qualification of a candidate.
- Code No. 7.1.2 sentence 3 (time limits for publication of mandatory interim financial information): For organizational reasons, the Company was unable to meet the recommended time limits for the publication of mandatory interim financial information during the current fiscal year and will not be able to meet them in the following fiscal year either. As soon as practically and organizationally possible, the Company intends to comply with the time limits as per the Code recommendations. The recommended time limits for the publication of the annual consolidated financial statements and the group management report have been met and will be met in future.

Neu-Isenburg, 4 December 2018