



RHÖN-KLINIKUM

DECLARATION ON CORPORATE GOVERNANCE

pursuant to section 289f and
315d of the German Commercial
Code (Handelsgesetzbuch, HGB)

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In this Declaration on Corporate Governance pursuant to sections 289f, 315d German Commercial Code (HGB), the Board of Management and the Supervisory Board of RHÖN-KLINIKUM Aktiengesellschaft report on the Company's corporate governance in financial year 2025. Good corporate governance is the basis and embodiment of responsible corporate management. The Board of Management and the Supervisory Board make the Declaration on Corporate Governance jointly, with each being responsible for their respective sections of the Report. In this regard, the Declaration on Corporate Governance is made for RHÖN-KLINIKUM Aktiengesellschaft and the Group in summary form. Pursuant to section 317 (2) sentence 6 HGB, the statutory auditor is to limit the audit of the disclosures according to section 289f (2) and (5), section 315d HGB to examining whether the disclosures were made. The Declaration on Corporate Governance can also be accessed on the Company's website at www.rhoen-klinikum-ag.com/investor-relations/corporate-governance.html.

RHÖN-KLINIKUM Aktiengesellschaft is not subject to any overriding provisions of special law that might preclude adoption of the recommendations of the German Corporate Governance Code.

Disclosure pursuant to section 289f (2) no. 1 HGB on the Declaration of Compliance pursuant to section 161 German Stock Corporation Act (AktG)

The German Corporate Governance Code describes nationally and internationally recognised standards of responsible corporate governance. In financial year 2025, the Supervisory Board and the Board of Management of RHÖN-KLINIKUM Aktiengesellschaft regularly and thoroughly examined the German Corporate Governance Code ("*GCGC*") in its version of 28 April 2022. Apart from the exceptions disclosed in the Declaration on the Corporate Governance Code pursuant to section 161 AktG ("*Declaration of Compliance*"), the recommendations of the GCGC were complied with.

As a result of the deliberations, the Board of Management and the Supervisory Board of RHÖN-KLINIKUM Aktiengesellschaft updated the Declaration of Compliance issued on 12 December 2024, supplemented in the interim on 26 March 2025, as planned pursuant to section 161 AktG and, giving due regard to the GCGC, replaced it by a Declaration of Compliance issued on 10 December 2025.

The regularly updated Declaration of Compliance of 10 December 2025 reads as follows:

**„DECLARATION OF COMPLIANCE IN ACCORDANCE WITH SECTION 161
GERMAN STOCK CORPORATION ACT (AKTIENGESETZ, AKTG)
(as issued on 10 December 2025)**

1. The Board of Management and the Supervisory Board of RHÖN-KLINIKUM Aktiengesellschaft declare that the Recommendations issued by the “Government Commission of the German Corporate Governance Code” as amended on 28 April 2022 (“**GCGC**”) and published by the Federal Ministry of Justice in the official section of the Federal Gazette on 27 June 2022 have been implemented since submission of the Declaration of Compliance of 12 December 2024 with the following exceptions:

a) Recommendation A.3 GCGC

Extending the internal control system and risk management system to also cover sustainability-related objectives

According to Recommendation A.3 of the GCGC, the internal control system and the risk management system, unless already required by law, are also to cover sustainability-related objectives. This is also to include processes and systems for collecting and processing sustainability-related data.

In its preparations for expanded sustainability reporting pursuant to the Corporate Sustainability Reporting Directive (EU) 2022/2464 of 14 December 2022 (“**CSRD**”), RHÖN-KLINIKUM Aktiengesellschaft also defined the related processes and supporting systems already in financial year 2024. In financial year 2025 the defined processes and supporting systems were then formally incorporated in the internal control system and the risk management system and additional governance structures were established. This also covered processes and systems for collecting and processing sustainability-related data.

Recommendation A.3 GCGC is thus fully implemented.

b) Recommendation A.5 GCGC

Description of the main characteristics of the entire internal control system and risk management system in the management report including comment on the their appropriateness and effectiveness

According to Recommendation A.5 of the GCGC, the main characteristics of the entire internal control system and risk management system are to be described in the Management Report and a comment is to be included on their appropriateness and effectiveness. The Recommendation therefore goes beyond the statutory requirements of section 289 (4), section 315 (4) of the German Commercial Code (Handelsgesetzbuch, HGB) according to which the main characteristics of the internal audit and risk management system pertaining to the accounting process are to be described.

The description in the Management Report is currently limited – as required by law – to the description of the main characteristics of the internal audit and risk management system pertaining to the accounting process. The appropriateness and effectiveness of the systems are the subject of regular meetings of the Supervisory Board with the auditor of accounts.

Moreover, RHÖN-KLINIKUM Aktiengesellschaft extended the internal control system in the course of financial year 2025 to include corporate sustainability reporting and introduced internal controls for the preparation of the Sustainability Report. For this purpose, disclosures in the Management Reports of future financial years will be supplemented pursuant to Recommendation A.5 GCGC. Also taking account of this expansion of reporting, however, the Management Report in future will no longer include the description of the key features of the *entire* internal control system and risk management system as provided for in Recommendation A.5 of the GCGC.

c) Recommendation C.1 GCGC

Objectives regarding composition of supervisory board and competency profile

Recommendations C.1 Sentences 1 and 2 of the GCGC, according to which the supervisory board is to state specific objectives regarding its composition and to draw up a competency profile for the body as a whole while observing diversity, was not implemented. Consequently, Recommendations C.1 Sentences 3 to 5 of the GCGC, which are based on Recommendations C.1 Sentences 1 and 2 of the GCGC, could not be complied with either.

The Supervisory Board, when nominating candidates for membership in the Supervisory Board, was guided by the qualification of such candidates, by the current requirements as well as by the legal requirements. In this regard the Supervisory Board oriented itself on a fundamental requirements profile which was adapted and clarified on an ad hoc basis as required, and at the same time gave due regard to diversity. The shareholders' representatives on the Supervisory Board are convinced that this practice had proven itself and in their view did not require any further self-regulation giving rise to further layers of bureaucracy in terms of the Recommendations pursuant to C.1 Sentences 1 to 5 of the GCGC.

By contrast, Recommendation C.1 Sentence 6 of the GCGC, according to which the Declaration on Corporate Governance is to inform on what the shareholder representatives on the supervisory board consider to be a reasonable number of independent shareholder representatives and the names of such members, was implemented.

d) Recommendation C.9 GCGC

Independence from controlling shareholder

Where the company has a controlling shareholder, Recommendation C.9 Sentence 1 of the GCGC provides that in the case of a Supervisory Board with more than six members at least two shareholder representatives are to be independent from the controlling shareholder.

This Recommendation was not implemented. Only one member of the Supervisory Board on the shareholder side, Dr. Julia Dannath-Schuh, is independent of the controlling shareholder.

The shareholder representatives on the Supervisory Board nonetheless were (and are) of the opinion that the composition of the Supervisory Board continues to be reasonable giving due regard to the Company's ownership structure.

e) Recommendation C.10 GCGC

Independence of chairman of audit committee

Recommendation C.10 Sentence 2 of the GCGC, according to which the chairman of the audit committee is to be independent of the controlling shareholder, was not implemented.

The chairman of the Audit Committee, Hafid Rifi, by reason of his capacity as deputy CEO of Asklepios Kliniken GmbH & Co. KGaA which – through AMR Holding GmbH – exercises a controlling influence over RHÖN-KLINIKUM Aktiengesellschaft pursuant to section 17 (1) AktG, was (and is) not independent of the controlling shareholder within the meaning of Recommendation C.10 Sentence 2 of the GCGC. Nonetheless, the Supervisory Board was (and is) convinced that Mr. Rifi, based on his qualifications, is suited in every respect to assume the chair of the Audit Committee and will act in the interest of the Company.

It moreover had to be considered as a general rule that the legislature, by abandoning the requirement of independence for the financial expert on the supervisory board in accordance with section 100 (5) AktG, has precisely shown that the feature of independence is not an imperative prerequisite for performing the duties of auditor committee chairman but can be subject to the Recommendations of the GCGC with the option of stating deviations. The Supervisory Board availed itself of this option.

f) Recommendations G.1, G.2, G.3, G.4, G.6, G.7, G.10, G.11, G.12 DCGK
Remuneration scheme and remuneration for the board of management

In accordance with the requirements of section 87a AktG, the Supervisory Board on 26 March 2025 resolved on a scheme of remuneration for the members of the Board of Management which was submitted for approval to the Annual General Meeting of the Company pursuant to section 120a AktG on 3 June 2025 and approved by the latter.

Previously, the Board of Management and the Supervisory Board, with regard to the remuneration scheme from 2021 previously in force, had stated deviations from Recommendations G.1, G.2, G.3, G.4, G.6, G.7, G.10 and G.11 GCGC in the Declaration of Compliance of 12 December 2024. This was reasoned by the Supervisory Board as follows:

In view of the Company's special ownership structure, the Supervisory Board was guided by the objective of implementing a remuneration scheme which is as simple as possible and which also takes account of the remuneration structures in those companies in which the indirect main shareholder of RHÖN-KLINIKUM Aktiengesellschaft holds a sole or majority interest. This re-orientation of the Remuneration Scheme for the Board of Management has resulted in a significant reduction of the Board of Management remuneration compared with the previous remuneration practice.

In this situation the Supervisory Board did not consider it necessary to differentiate between defining a total target remuneration and the statutorily required maximum remuneration; at the same time, the maximum remuneration defined in the context of the Remuneration Scheme for the Board of Management represents the total target remuneration of the individual members of the Board of Management (Recommendations G.1 and G.2 GCGC).

Furthermore, the Supervisory Board – likewise in view of the special ownership structure and the significant reduction in the level of remuneration – refrained from applying elaborate peer-group comparisons and from performing complex assessments of the remuneration level vertically within the Company (Recommendations G.3 and G.4 GCGC).

When agreeing the performance criteria for the variable remuneration, the Supervisory Board will ensure that the financial and non-financial targets will promote the business strategy and make a contribution towards a long-term development of the Company. For these reasons the Supervisory Board did not see any need to provide for further abstract requirements for defining long-term-oriented targets and their relationship to short-term-oriented targets, nor to provide for a share-based variable remuneration, in order to implement the Remuneration Scheme of the Board of Management (Recommendations G.6 and G.10 GCGC). Lastly, based on the specific terms of the variable remuneration there is also no reason in the view of the Supervisory Board to provide for rights of retention or recovery (Recommendation G.11 GCGC). To enable the Supervisory Board to take a comprehensive decision in connection with defining the achievement of targets for the past financial year, the Supervisory Board reserves the right to decide on performance criteria for the new financial year at the beginning of such financial year (Recommendation G.7 GCGC).

When the Supervisory Board adopted the new Remuneration Scheme for the Board of Management on 26 March 2025, the Supervisory Board resolved that, in addition to the deviations described above, Recommendation G.12 GCGC was no longer to be implemented either. To take account of the deviation adopted during the year under way, the Company on 26 March 2025 published an updated Declaration of Compliance and stated a deviation from Recommendation G.12 GCGC. This was reasoned by the Supervisory Board as follows:

According to Recommendation G.12 GCGC, in the event of termination of a Board of Management contract the payment of still outstanding variable remuneration components attributable to the period up to termination of the contract is to be made in accordance with the originally agreed targets and benchmarks and in accordance with the due dates or holding periods defined in the contract.

Under the Remuneration Scheme for the members of the Board of Management adopted on 26 March 2025, which was submitted to the Annual General Meeting of the Company for approval on 3 June 2025, the Supervisory Board decided that the Supervisory Board, when agreeing on the departure by mutual consent of members of the Board of Management, shall be entitled to provide that the payment of still outstanding variable remuneration components shall not be made in accordance with the due dates defined in the contract but where appropriate also together with any agreed severance compensation. The Supervisory Board holds the view that such approach is justified by the fact that a member of the Board of Management, on leaving the Company, loses the possibility of having an influence over the Company's business success, and that it may be in the interest of the Board of Management and the Company to wind up the contract expeditiously and completely.

2. The Board of Management and the Supervisory Board of RHÖN-KLINIKUM Aktiengesellschaft furthermore declare that the Recommendations of the GCGC will be implemented also in future with the exceptions stated under Item 1 lit. b) to f). Recommendation A.3 GCGC will be fully implemented in future."

The Declaration on Corporate Governance and the Declaration of Compliance as well as the respective Declarations from previous years are accessible on the Company's website (in line with Recommendation F.5 GCGC for a period of at least five years) at www.rhoen-klinikum-ag.com/investor-relations/corporate-governance.html.

Disclosures pursuant to section 289f (2) no. 1a HGB regarding the company's website on which the remuneration report on the last financial year and the auditor's report pursuant to section 162 AktG, the remuneration scheme in force pursuant to section 87a (1) and (2) sentence 1 AktG and the last remuneration resolution pursuant to section 113 (3) AktG are made publicly accessible

The Remuneration Report for financial year 2025 with the Auditor's Report pursuant to section 162 AktG is made publicly accessible on our website at www.rhoen-klinikum-ag.com/investor-relations/corporate-governance.html.

The Remuneration Scheme currently in force and approved by the Annual General Meeting on 3 June 2025 for the remuneration of the members of the Board of Management pursuant to section 87a (1) and (2) sentence 1 AktG as well as the resolution of the Annual General Meeting of 3 June 2025 on the remuneration of the members of the Supervisory Board pursuant to section 113 (3) AktG are publicly accessible on our website at www.rhoen-klinikum-ag.com/investor-relations/corporate-governance.html.

Disclosures pursuant to section 289f (2) no. 2 HGB on corporate governance practices adopted above and beyond the statutory requirements, together with statement on where they are publicly accessible

To meet our social responsibility in the highly complex world of a healthcare service provider, the corporate governance practices at RHÖN-KLINIKUM Aktiengesellschaft adopted above and beyond the statutory requirements include ethical standards that are reflected in our corporate philosophy, corporate responsibility and corporate code. In this regard, the ethical principle underlying everything RHÖN-KLINIKUM Aktiengesellschaft does is "Don't do to others what you would not like done to yourself, and don't leave off doing anything that you would like done to yourself." Our principles of conduct form the essential basis for the entrepreneurial activities of RHÖN-KLINIKUM Aktiengesellschaft by its directors, officers, executives and employees: "INTEGRITY – RESONSIBILITY – TRUST – LOYALTY – SUSTAINABILITY". They provide the framework for the obligations binding on all employees at RHÖN-KLINIKUM Aktiengesellschaft and its subsidiaries, form the basis for their activities, and define the rules and principles governing the dealings of RHÖN employees amongst one another and with third parties.

The Corporate Governance Code and our principles of conduct form an integral part of the compliance management system implemented at RHÖN-KLINIKUM Aktiengesellschaft. Acting in accordance with legislation and Company-wide ethical standards is of key importance for us as a healthcare service provider because it ultimately serves the well-being of our patients. In addition to statutory requirements and rules to be observed in the administrative area (e.g. patient data protection, combating corruption in the healthcare system), most of the services provided in hospitals constitute an invasive intervention in a patient's physical integrity. That is why it is all the more important for our patients to feel they are safe and in good hands when under our care.

Our compliance guidelines and recommendations explain the principles and rules of fair dealings with one another and responsible corporate governance. They define the relationship to our patients, customers, suppliers, shareholders and the general public as well as the conduct of employees amongst one another. Our employees regularly receive training in this area and are informed on recent developments.

At the heart of our corporate philosophy and underlying all our activity is the well-being of our patients. That is why the well-being of patients and integrity in dealing with patients is always the focus of interest in the work performed by our staff. Our success is based on the well-being of our patients and the trust they place in our employees and the medical services provided.

We firmly believe that everyone is entitled to affordable and high-quality medical care. For us, quality, cutting-edge medical care means freedom to choose medical treatment, ongoing investments in modern medical care as well as the further development of clinical processes and structures relating to our patients. We specifically promote interdisciplinary cooperation in the treatment provided by doctors and nurses, thus raising the quality of treatment noticeably. Personal integrity and professionalism are given top priority in all areas of our Company. At the same time, our basis for affordable, high-quality healthcare is private capital, whether generated thanks to our own entrepreneurial output or made available by the capital market. It enables investment in innovations, ensuring the future viability of healthcare. This in turn allows for profitability and sustainable financing of new growth and medical innovations.

Our corporate code and our principles of conduct as well as statements on corporate philosophy and corporate responsibility are permanently made available to the general public over the Internet at www.rhoen-klinikum-ag.com.

Disclosure pursuant to section 289f (2) no. 3 HGB with description of the work approach of the management board and the supervisory board as well as the composition and work approach of their committees

As required by German stock corporation law, RHÖN-KLINIKUM Aktiengesellschaft has a dual management system, i.e. there is a strict separation at the personnel level between the Board of Management vested with powers of direction and the Supervisory Board vested with powers of supervision. Simultaneous membership in both corporate bodies is not permitted.

To achieve the objective of sustainable value-added, the Board of Management and the Supervisory Board have committed themselves to cooperating through mutual trust in the Company's best interests and based on a balanced allocation of duties and responsibilities in accordance with the law, the Articles of Association and the Terms of Reference. The activities of the Board of Management and the Supervisory Board as well as cooperation between these two bodies is governed by their respective Terms of Reference. The allocation of responsibilities within the Board of Management as well as within the Supervisory Board is regularly adapted to changing requirements.

The Board of Management manages the Company and conducts transactions under joint responsibility based on Terms of Reference. The members of the Board of Management each have their own areas of responsibility as determined by operative and/or functional competencies. The two members of the Board of Management are jointly responsible for corporate policy as well as the Group's fundamental strategic orientation. The Board of Management reports regularly, without delay and comprehensively to the Supervisory Board on all significant issues relating to the business development and position of the Group and its subsidiaries. The Board of Management furthermore coordinates with the Supervisory Board on the Group's strategic further development and discusses its implementation. If any events of special significance should arise, the Board of Management informs the chairman of the Supervisory Board of these without delay. Any transactions and measures which are subject to approval are presented to the Supervisory Board in a timely fashion. The Supervisory Board's approval is also required for transactions between the members of the Board of Management or parties related to them, on the one hand, and RHÖN-KLINIKUM Aktiengesellschaft, on the other.

When it comes to the last possible appointment or reappointment of a member of the Board of Management of RHÖN-KLINIKUM Aktiengesellschaft for reasons of age, the Supervisory Board determined that the Board of Management member concerned as a rule must not be more than 65 years of age at the time of commencing the (new) term of office. Service contracts of the Board of Management as a rule have a term of at least three years, thus ensuring that the members hold their positions in the long term. As a rule, initial appointment is for a term of three years. Approximately twelve months before the expiry of the contracts, the Supervisory Board

begins negotiations on their possible renewal. Together with the Board of Management, the Supervisory Board ensures long-term succession planning. When vetting candidates for a position on the Board of Management, the Supervisory Board sees their professional qualification for the responsibilities to be performed, convincing leadership qualities, past performance as well as knowledge about the Company and the industry as the key qualification criteria. When weighing up which individual personality would be the best fit for the Board of Management as a body, the Supervisory Board also considers the criterion of diversity (cf. below). The Supervisory Board and the Board of Management see long-term succession planning as a joint task, since the Board of Management watches potential succession candidates within the Company more closely than the Supervisory Board does so that it can then bring in its assessment in the Supervisory Board's decision-making process when it comes to assessing the suitability of potential candidates. This in no way calls into question the Supervisory Board's prerogative in appointing and re-appointing members to the Board of Management.

Until 31 March 2025, the Board of Management of RHÖN-KLINIKUM Aktiengesellschaft was comprised of three members: Prof. Dr. Tobias Kaltenbach (CEO), Dr. Stefan Stranz (CFO) Dr. Gunther K. Weiß (COO). Prof. Dr. Tobias Kaltenbach left the Board of Management with effect from 31 March 2025 as planned. In accordance with Section 7 (1) of the Articles of Association of RHÖN-KLINIKUM Aktiengesellschaft, the Board of Management has been comprised of two persons since 1 April 2025: Dr. Stefan Stranz and Dr. Gunther K. Weiß. The composition of the Board of Management is published and made permanently available in our Annual Report and on our website at www.rhoen-klinikum-ag.com.

The Supervisory Board is responsible for advising the Board of Management on directing the Company and for supervising its management activity. The Supervisory Board of RHÖN-KLINIKUM Aktiengesellschaft, pursuant to the requirements of the German Co-Determination Act (Mitbestimmungsgesetz, MitbestG) regarding the principle of equal representation of shareholders and employees, and pursuant to the Articles of Association, currently comprises an equal number of shareholder and employee representatives (16 in total). The last scheduled election of the shareholder representatives to the Supervisory Board was held at the Annual General Meeting on 3 June 2025. The five-year term of office of the Supervisory Board ends upon conclusion of the Annual General Meeting resolving on the formal approval of the actions of the Supervisory Board for financial year 2029.

The Terms of Reference of the Supervisory Board provide that only candidates who are not more than 75 years of age at the time of the election are to be nominated to be elected as members of the Supervisory Board. With regard to the independence of its members within the meaning of the GCGC, the Supervisory Board has determined that

(i) no shareholder representative has personal or business relations to the Company or its Board of Management establishing a material and not temporary conflict of interests, and thus all shareholder representatives (Dr. Julia Dannath-Schuh, Dr. Dagmar Federwisch, Joachim Gemmel, Dr. Jan Liersch, Hafid Rifi, PD Dr. Sara Sheikhzadeh Dr. Cornelia Sufke, Marco Walker) are independent of the Company and the Board of Management,

(ii) one shareholder representative, Dr. Julia Dannath-Schuh, is also a member of the Supervisory Board who is independent of the controlling shareholder, and

(iii) as a result, the Supervisory Board in its assessment, and giving due regard to the shareholder structure on the shareholder side, has an appropriate number of independent members.

The Terms of Reference of the Supervisory Board furthermore provide for the formation of committees. There are five standing committees which in financial year 2025 were made up of the members listed below:

- Personnel Affairs Committee: Dr. Jan Liersch (chairman), Peter Ducke, Joachim Gemmel, Dr. Thomas Pillukat (until 3 June 2025), Oliver Salomon (from 3 June 2025);
- Mediation Committee: Dr. Jan Liersch (chairman), Dr. Susanne Betz (from 3 June 2025), Joachim Gemmel, Dr. Thomas Pillukat (until 3 June 2025), Stefan Röhrhoff;
- Audit Committee: Hafid Rifi (chairman), Peter Berghöfer (until 3 June 2025), Regina Dickey, Prof. Dr. Leopold Eberhart (until 3 June 2025), Joachim Gemmel, Dr. Jan Liersch, Dr. Martin Mandewirth (from 3 June 2025), Stefan Röhrhoff (from 3 June 2025);
- Nomination Committee: Dr. Jan Liersch (chairman), Joachim Gemmel, Hafid Rifi;
- Committee for Decisions on Transactions with Related Parties within the meaning of section 111a AktG ("Related Party Transactions"): Dr. Jan Liersch (chairman), Dr. Susanne Betz (from 3 June 2025), Dr. Julia Dannath-Schuh, Stefan Röhrhoff, Oliver Salomon (until 3 June 2025).

The respective chairmen of the committees report at regular intervals to the Supervisory Board on the work of the committees.

The statutory provision of section 100 (5) AktG provides that at least one member of the Supervisory Board must possess expertise in field of accounting and at least one further member expertise in the field of auditing annual financial statements. According to Recommendation D.3 of the GCGC, the expertise in the field of accounting is to consist of special knowledge and experience in the application of accounting principles and internal control and risk management systems, and the expertise in the field of auditing is to consist of special knowledge and experience in the auditing of financial statements; furthermore, according to Recommendation

D.3 GCGC, accounting and auditing of annual financial statements also include sustainability reporting and its audit. With Mr. Hafid Rifi as well as Mr. Joachim Gemmel, the Supervisory Board of RHÖN-KLINIKUM Aktiengesellschaft has two members who possess the required expertise both in the field of accounting and in the field of auditing annual financial statements. Both also possess the sustainability expertise required in the respective fields.

The Supervisory Board regularly examines the effectiveness and efficiency of its activities as well as the activities of its committees, and where appropriate is assisted for this purpose by external experts. The last questionnaire-based evaluation was conducted in 2022. The objective was to determine the activity of the Supervisory Board by site and, where required, to develop measures to specifically enhance its work approach. The results of the evaluation were then discussed in the plenary session of the Supervisory Board. A new evaluation is planned for financial year 2026.

For further details on the work approach of the Board of Management and of the Supervisory Board and its committees as well as an overview of the changes in the composition of the Supervisory Board and its committees made during the year under way, please refer to the Report of the Supervisory Board which is publicly accessible in our Annual Report and on our website at www.rhoen-klinikum-ag.com. Furthermore, the respective current composition of the Supervisory Board and of its committees is publicly accessible on the Company's website.

Disclosures pursuant to section 289f (2) no. 4 HGB on defining and stating reasons for the targets pursuant to section 76 (4) AktG and disclosure on whether the defined targets were achieved during the reporting period, and if not, disclosures on the reasons for this

Pursuant to section 76 (4) AktG, targets are to be defined by the management board for the proportion of women in the two management levels below the management board. The two management levels below the management board refer to the hierarchical levels below the management board actually established in the specific company. If a flat hierarchy is established so that there is only one management level below the management board, the obligation also only refers to that management level.

Given the management structure and the Terms of Reference, there is only one management level below the Board of Management at RHÖN-KLINIKUM Aktiengesellschaft. This group of persons includes the following positions: directors, managing directors, group divisional heads. For this management level, a 25% proportion of women was defined as the target until 30 June 2027. As at 31 December 2025, the proportion of women was 33% and the target was thus met.

Disclosure pursuant to section 289f (2) no. 5 HGB on whether the minimum proportion of men and women for the composition of the supervisory board to be complied with according to section 96 (2) AktG was complied with during the reporting period and, if not, disclosures on the reasons for this

In accordance with section 96 (2) AktG, at least 30% of the Supervisory Board of the Company is to be made up of women and at least 30% of men. Since the Company objected to the overall fulfilment pursuant to section 96 (2) sentence 3 AktG, the minimum proportion of 30% for women and 30% for men is to be fulfilled by the Supervisory Board members of the shareholder side and the Supervisory Board members on the employee side separately. With regard to the current eight seats of the respective side, that means that in each case – based on arithmetical rounding – at least two seats must be filled by women and at least two seats by men.

As at 31 December 2025, the shareholder side is made up of four women and four men and the employee side of four women and four men. Both the employee and shareholder side thus fulfil the ratio of at least 30% for women and 30% for men.

Disclosure pursuant to section 289f (2) no. 5a HGB on whether the requirement of section 76 (3a) AktG to appoint at least one woman and at least one man as member of the management board was complied with and, if not, disclosures on the reasons for this

Pursuant to the participation requirement in section 76 (3a) AktG introduced by the Second Management Positions Act (Zweite Führungspositionen-Gesetz, FüPoG II) which entered into force in August 2021, a management board comprised of more than three persons requires that its members include at least one woman and at least one man.

Since the Board of Management of RHÖN-KLINIKUM Aktiengesellschaft is no longer comprised of more than three members, the requirement stipulated in section 76 (3a) AktG currently does not apply in the case of the Company.

Disclosure pursuant to section 289f (2) no. 6 HGB including a description of the diversity policy regarding the composition of the body with power of representation and of the supervisory board, as well as the aims of such diversity policy, the manner of its implementation and the results achieved during the financial year

The Supervisory Board also considers diversity in the composition of the Board of Management. However, this is not done by pursuing an explicitly stipulated diversity policy in relation to age, gender, education or professional background (cf. section 289f (5) HGB). The composition of the Board of Management must ensure an effective and sustainable management of the Company in

line with the Company's interests. To ensure that these statutory duties are duly performed, the Supervisory Board, when filling positions on the Board of Management, in future also will be guided by the qualification of such candidates, the current requirements as well as the statutory requirements. In this regard the Supervisory Board is guided by a fundamental requirements profile which is adapted and clarified on an ad hoc basis as required, while at the same time giving due regard to diversity.

The Supervisory Board has refrained from stating any specific objectives for its composition and from drawing up a competency profile for the body as a whole within the meaning of Recommendation C.1 sentences 1 to 5 GCGC, and has stated the reasons for this in the Declaration of Compliance pursuant to section 161 AktG. Consequently, no criteria such as age, gender, education or professional background were defined as specific targets when it comes to the diversified composition of the Supervisory Board under an explicitly stipulated diversity policy, nor was any competence profile defined. At the same time this means that no disclosure on the implementation status of the competence profile in the form of a qualification matrix applies either.

Bad Neustadt a. d. Saale, 25 March 2026

The Supervisory Board

The Board of Management

RHÖN-KLINIKUM AG

A company of the ASKLEPIOS Group