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symrise 

# Management *Directive*

—  
for Symrisers



# Foreword by the Executive Board

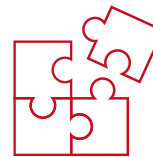
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## Dear Symrisers,

Symrise has grown successfully in recent years – both organically and through acquisitions. As we continue to expand in an increasingly complex global environment, it is essential to have a clear and consistent approach to governance that supports every employee in their daily work. With the Symrise Management Directive we are introducing a holistic governance framework supplemented by comprehensive policies, guidelines, and instructions – just like our Code of Conduct.

The governance framework is more than just a set of rules. It harmonizes our internal structures, ensures alignment across our organization, and is designed to support all Symrisers – offering clear guidance on responsibilities, decision-making, and compliance. By centralizing essential documents, it simplifies access and brings everything together in one place, making it easier for you to find what you need, when you need it. By working together within this framework, we create a more transparent, efficient, and resilient organization, ensuring we are all equipped to tackle the challenges of tomorrow.

Sincerely,  
The Symrise Executive Board



### Our Corporate Governance structures

The actions of Symrise AG's management and oversight bodies are determined by the principles of good and responsible corporate governance, also of the associated Group companies. Good corporate governance is a prerequisite and indispensable basis for the success of a company. This success depends especially on the trust of our business partners, financial markets, investors, employees, and the public.



### Our Corporate Principles

We have defined our Corporate Principles to ensure clear, transparent, and accountable processes that drive organizational excellence. These principles are our fundamental rules. They provide the framework for strong governance, consistent policy enforcement, and sound decision-making. This includes the Decision and Approval Matrix as well as our Corporate Policy Framework.



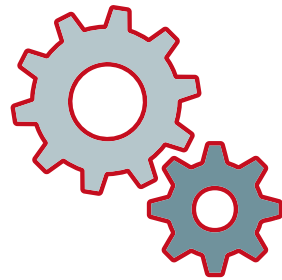
### Our approach for excellence through Governance

Our holistic governance approach is a strategic imperative that underpins our ability to operate as a unified, agile, and resilient global organization. By aligning our governance structures, we position ourselves to navigate the complexities of a global market. We are confident that our harmonized approach will foster continued growth and excellence in all that we do.

# Benefits of Globally Aligned and Harmonized Governance

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Unified  
**Corporate Culture**  
“ONE Symrise”

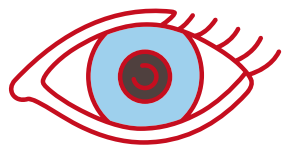


Streamlined  
Decision-Making

Enhanced  
**Accountability and Transparency**



Improved  
Operational Efficiency



Enhanced  
Consistency and Clarity

**Involvement**  
of Relevant  
**Stakeholders**



Improved  
Risk Management

Regulatory  
**Compliance**



# Symrise

## *Core Values*

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Our Symrise Core Values define who we are as an organization. They are the principles that shape our behaviors, guide our decisions, and reflect what we stand for. These values are the result of a collective team effort by Symrisers – they are shared by all, regardless of location, segment, or department, and unite us in our commitment to excellence, growth, and integrity. They are at the heart of our culture, steering us toward a successful and sustainable future – together, as ONE Symrise.

Our Symrise Core Values lay the foundation for our corporate governance structures (lowercase), ensuring that every decision and action is aligned with the principles that define us.



### Care to Lead

*Success begins with empathy and wellbeing. We motivate and support each other to do our best in a balanced environment. We don't just lead; we care to make a difference.*



### Collaborate with Intent

*Harnessing our collective capabilities to create synergies, we align our efforts to reach new heights together. This isn't just teamwork; it's harmonized engagement to reach our shared goals.*



### Embrace Sustainable Growth

*Championing innovation and leveraging our collective expertise, we pave the way for enhanced efficiency, performance, and rewarding experience for our customers. We're not merely growing; we unleash our ambition for excellence relentlessly.*



### Unlock the Opportunities

*We don't wait for opportunities; we create them together. Through a supportive framework where trust, fairness, and foresight thrive, we empower each other to push boundaries.*



# Corporate *Governance* *Structures*

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Good corporate governance is a pre-requisite and indispensable basis for the success of a company. The corporate governance framework at Symrise is designed to ensure effective and transparent decision-making, guided by the roles and responsibilities of its key governing bodies. This part of the Management Directive highlights the working methods of the Executive Board, the Supervisory Board and the committees formed by the Supervisory Board.

### **Dual Management System**

*Symrise operates under a dual management system, a fundamental principle of German corporate law. This system divides responsibilities between the Executive Board, which manages business operations, and the Supervisory Board, which advises and oversees the Executive Board's activities. The two boards collaborate closely, guided by a shared, transparent strategy aligned with legal and ethical standards.*

### **Executive Board**

*Appointed by the Supervisory Board, the Executive Board is responsible for managing the company's business operations and implementing strategic goals. It provides regular reports to the Supervisory Board on performance, risks, and compliance, ensuring informed decision-making at all levels.*

### **Supervisory Board and Committees**

*The Supervisory Board advises and oversees the Executive Board in the management of the company. It is involved in strategy and planning as well as all other decisions of fundamental significance to the company. The Supervisory Board forms a total of four committees to fulfill its responsibilities more efficiently: the Personnel Committee, the Auditing Committee, the Arbitration Committee, and the Nominations Committee.*

### **Sustainability**

*We believe that economic success, sustainability and social acceptance are inextricably linked. Sustainability is integral to our corporate strategy and governance, aimed at increasing long-term value and minimizing risks. The Chief Sustainability Officer develops and implements the agenda, while the Chief Executive Officer oversees all sustainability efforts. A cross-divisional Sustainability Advisory Board, with representatives from key functions, segments, and external experts, ensures sustainability objectives are effectively integrated into operational practices.*

### **Risk Management and Auditors**

*Effective risk management is essential to Symrise's success and is embedded in our corporate governance. The Executive Board ensures appropriate risk management and risk control throughout the Group. Twice a year, potential risks are identified, assessed, and consolidated into a Group-level risk report, which is reviewed by the Auditing Committee and presented to the Supervisory Board. External auditors further enhance transparency by promptly reporting critical findings to the Executive and Supervisory Boards.*



# Corporate *Principles*

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Our Corporate Principles represent our fundamental rules. They provide the guiding framework for how we manage our operations and make decisions. They serve as the foundation for a consistent, transparent, and ethical approach to conducting business, ensuring alignment with our values and strategic objectives. By following these principles, we create a cohesive framework that drives excellence and sustainable growth.

**Decision and Approval Matrix**

To remain competitive and efficient in today's evolving market, it is vital to make swift yet carefully considered decisions. Symrise's Decision and Approval Matrix provides a clear framework for defining roles, responsibilities, and approval processes, ensuring efficient, transparent, and accountable decision-making. Based on defined key criteria - the matrix ensures that decisions are made at the appropriate levels, balancing speed with oversight.

**Corporate Policy Framework**

The Symrise Management Directive is the leading governance document and applies worldwide to all Symrise Companies of the Symrise Group (each a "CSG") as fully consolidated in the annual financial reporting and all employees. It also applies to all global corporate policies, guidelines and documents that have been or will be created in this context. This globally harmonized governance structure enables us to maintain a coherent approach to decision-making, responsibility, risk management, and compliance, regardless of the location of our operations.

Our Corporate Policy Framework serves as the foundation for consistent and effective governance across the organization. It consolidates essential corporate policies, guidelines, and instructions into a structured system that is accessible, transparent, and aligned with our strategic goals and compliance requirements. The Symrise Governance Pyramid illustrates the four different levels of the hierarchical structure.



The harmonized Corporate Policy Framework applies to all corporate governance documents that define requirements, standards, and behavior within Symrise.

Every Symriser is required to know the fundamental corporate policies and processes which are relevant for their area of responsibility. Furthermore, all managers must make sure that their employees are familiar with the Symrise Management Directive, as well as the corporate policies and guidelines, and that they uphold its structures and regulations.

Symrise constantly strives to improve the levels of satisfaction among its stakeholder communities by systematically identifying their expectations and responding immediately to significant needs. A dedicated Global Review Committee regularly reviews and evaluates key policies to ensure they remain sufficient and aligned with our business objectives. This committee is responsible for identifying areas for improvement, updating policies as needed, and ensuring they remain effective in meeting both global and local needs.

The governance documents are consolidated on a newly designed “SymGov” landing page to enhance accessibility and user-friendliness. With a department-based structure, the platform allows employees to quickly and efficiently locate relevant documents. This design improves navigation and ensures seamless access to governance resources.

Symrise AG  
Muehlenfeldstrasse 1  
37603 Holzminden  
Germany

[www.symrise.com](http://www.symrise.com)



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