

Corporate **Governance**

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Corporate Governance Statement Pursuant to Sec. 289a of the German Commercial Code (HGB) and Corporate Governance Report

In addition to the Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act (AktG), the following Corporate Governance Statement pursuant to Section 289a of the HGB (German Commercial Code) also contains Symrise's Corporate Governance Report in the sense of no. 3.10 of the German Corporate Governance Code's (DCGK) current version from June 24, 2014, as published in the official part of the electronic Federal Gazette (Bundesanzeiger) by the German Federal Ministry of Justice on September 30, 2014. It is also available on Symrise AG's website. It can be found at: <http://www.symrise.com/investors/corporate-governance/corporate-governance-statement-and-corporate-governance-report>.

CORPORATE GOVERNANCE STATEMENT

The actions of Symrise AG's management and oversight bodies are determined by the principles of good and responsible corporate governance. The Executive Board – also acting on behalf of the Supervisory Board – has issued the following Corporate Governance Statement. The Corporate Governance Statement pursuant to Section 289a of the German Commercial Code (HGB) comprises the Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act, relevant information on corporate governance practices, a description of the working methods of the Executive and Supervisory Boards as well as the composition and working methods of their committees. Pursuant to the currently valid version of no. 3.10 of the German Corporate Governance Code (DCGK) from June 24, 2014, published in the official section of the Federal Gazette by the German Federal Ministry of Justice on September 30, 2014, the Corporate Governance Report, which is required to be issued annually by the Executive Board and the Supervisory Board, must be published together with the Corporate Governance Statement.

Due to the similarity of content between the Corporate Governance Report and the Corporate Governance Statement, we have once more decided to integrate the Corporate Governance Report in the meaning of no. 3.10 of the German Corporate Governance Code into the Corporate Governance Statement pursuant to Section 289a of the German Commercial Code in order

to simplify orientation for the reader. By contrast, the remuneration report is no longer part of the Corporate Governance Report pursuant to the current version of no. 4.2.5 of the German Corporate Governance Code (DCGK) from June 24, 2014, as published in the official section of the Federal Gazette by the German Federal Ministry of Justice on September 30, 2014. The remuneration report is part of the management report included on pages 35 to 41 of the 2014 financial report.

DECLARATION OF COMPLIANCE AS OF DECEMBER 2014 PURSUANT TO SECTION 161 OF THE GERMAN STOCK CORPORATION ACT

INTRODUCTION

Under Section 161 of the German Stock Corporation Act (AktG – Aktiengesetz), the Executive Board and the Supervisory Board of a listed company must issue an annual declaration detailing whether the company was and is in compliance with the German Corporate Governance Code and detailing recommendations of the Code that have not been applied.

WORDING OF THE DECLARATION

On the basis of their deliberations, the Executive Board and the Supervisory Board of Symrise AG issued a new Declaration of Compliance on December 4, 2014, pursuant to Section 161 of the German Stock Corporation Act. The declaration is worded as follows:

“In accordance with Section 161 of the German Stock Corporation Act, the Executive and Supervisory Boards of Symrise AG state that:

Symrise has fully complied with all recommendations made by the Government Commission on the German Corporate Governance Code (version: June 24, 2014) published by the German Federal Ministry of Justice on September 30, 2014, in the official part of the Federal Gazette (Bundesanzeiger) without exception and will continue to do so in the future.”

The Declaration of Compliance has also been made publicly available on Symrise AG's website. It can be found at: <http://www.symrise.com/investors/corporate-governance/declaration-of-compliance>.

RELEVANT INFORMATION ON COMPANY PRACTICES

INTRODUCTION

This part of the Corporate Governance Statement provides relevant information on corporate governance practices beyond the scope of legal requirements. In other words, the discussion encompasses all regulations that are derived neither from legal regulations nor from the recommendations and suggestions of the Government Commission on the German Corporate Governance Code.

OUR CODE OF CONDUCT

In order to ensure uniform and exemplary actions and conduct within the company, a Code of Conduct was devised in 2006 which applies as a binding guiding principle equally to all Symrise employees in Germany and other countries, i.e. to the Executive Board and the Supervisory Board, as well as to Group managerial staff and employees. This Code of Conduct was last subject to fundamental revisions in 2012 and adapted to the latest developments. The Code of Conduct defines minimum standards and sets out behavior enabling all employees to cooperate in meeting these standards. The purpose of the Code is to help all employees cope with the ethical and legal challenges of their everyday work and provide them with guidance in conflict situations. In the interest of all employees and the Group, noncompliance with standards will be investigated and their causes remedied. This means that misconduct will be consistently prosecuted in accordance with national laws.

Our Code of Conduct provides the framework for interactions with our key stakeholders: employees and colleagues, customers and suppliers, shareholders and investors, neighbors and society, national and local governments as well as government agencies, media and the public.

The Code of Conduct is based on our values and principles. By following it, we guarantee that every person is handled fairly and with respect while ensuring that our behavior and business activities remain transparent, honest and consistent throughout the world.

Our Code of Conduct has been made permanently available on Symrise AG's website. It can be found at <http://www.symrise.com/newsroom/publications/code-of-conduct>.

OUR COMPLIANCE ORGANIZATION

At Symrise, we understand "compliance" as an integrated organizational model ensuring adherence to legal regulations as well as intercompany guidelines and the corresponding processes and systems. In this respect, the focus of compliance activities at Symrise is on quality, environmental protection, health, work safety, energy, product safety, food safety, risk and value management, antitrust laws and combating corruption. For this reason, the Executive Board of Symrise AG has bundled the corresponding functional units from the integrated management system, internal auditing, risk management and sustainability in the Corporate Compliance organization. The results of all audits and knowledge from risk management are joined together in this organizational unit. As a result, the measures will now be coordinated more efficiently.

The Executive Board of Symrise AG has explicitly expressed both internally and externally its refusal to accept any form of compliance infringement. Infringements will not be tolerated at Symrise. Sanctions will be imposed upon involved employees wherever necessary and legally possible.

Symrise has an integrated Corporate Compliance management system that combines sustainable, risk and value-oriented, as well as legal and ethical aspects and rules; we have made this into a fundamental principle for everything we do in business. We act on the basis of our understanding and conviction that adherence to these fundamental rules is an inalienable and non-negotiable component of our Symrise identity. Only a clearly defined and transparent framework of what type of conduct is allowed and what type of conduct is not allowed guarantees the success and sustainability of our business.

Our principle is clear and applies to all countries: "A transaction that cannot be brought into line with our fundamental principles is not a transaction for Symrise."

The Corporate Compliance office as well as Internal Auditing report directly to the CFO. This ensures their independence and authority. The Corporate Compliance office and Internal Auditing report to the Auditing Committee of the Supervisory Board regularly at each of the committee's meetings.

OUR INTEGRITY HOTLINE

Already in the summer of 2008, Symrise's Corporate Compliance office installed an Integrity Hotline to ensure that Symrise employees can anonymously report violations of both legal regulations and internal company guidelines from anywhere in the world. By means of this hotline, all our employees are able to contact the Corporate Compliance office using toll-free telephone numbers that have been specially set up in the individual countries. An intermediary service operator ensures that employees can retain anonymity where required and communicate in their own native language. By entering an access code, employees can leave a message with the Corporate Compliance office. They receive a number that enables them to call back later and listen to the answer left for them by the Corporate Compliance office. This procedure can be continued as long as one likes, enabling intensive communication between the Corporate Compliance office and the person providing the information while preserving the latter's anonymity. At the same time, abuses can be prevented through targeted queries. Since the fall of 2009, employees have been able to additionally contact Corporate Compliance office staff anonymously and leave messages via the online service of the Symrise Integrity Hotline. As a result, it is no longer absolutely necessary to communicate with the Corporate Compliance office over the phone. Of course, all employees can also contact the Corporate Compliance office directly and personally at any time.

In 2014, five cases were reported via the Integrity Hotline worldwide. A further seven cases of irregularities were reported directly to the Corporate Compliance Office via e-mail. Two additional reports were received by mail. In each case, investigations were then initiated. No material damage to third parties or to our company resulted from these cases.

OUR TRAINING COURSES ON COMPLIANCE ISSUES

In order to ensure that all compliance requirements are consistently met, the need for training is regularly determined and appropriate measures are implemented. In addition to training courses where employees are present on site, we are also increasingly offering internet-based training. This allows us to reach more employees in a shorter period of time. Furthermore, this method gives employees greater flexibility in deciding when and where to work through which training module. Final tests ensure that the course material has been understood.

In addition to the requirements of their position, new Symrise employees are given comprehensive training when they join the company on the fundamental principles of our Code of Conduct. In addition to this, we run a variety of training courses on specific aspects. In 2014, compliance training was again carried out at our company sites in all countries for the areas of management, purchasing and sales. During the course of this training, around 650 employees were trained on anti-corruption issues and communication behavior. Another approximately 4,700 employees were invited to a general in-depth training on the Code of Conduct in 2014. Here, certain sections of our Code of Conduct were explained specifically and in detail as part of our three-year training program. Sensitizing our employees to act in a sustainable manner on a day-to-day basis is a focus of our training courses every year. Overall, our employees received 40 hours of training in 2014 on topics such as work safety, fire safety, health, environmental issues, hygiene and compliance. We have already begun familiarizing the more than 2,000 employees that joined the company as part of the Diana Group acquisition during the summer of 2014 with our Code of Conduct and are quickly integrating them into our training program.

We plan to hold training sessions once again on these issues in 2015. The primary focus of our efforts will be on those employee groups whose work generally has the greatest improvement potential. We will also more actively train employees who act as multipliers and can pass on the training content within the company.

CORPORATE GOVERNANCE

INTRODUCTION

Corporate Governance at Symrise is based on the German Corporate Governance Code (DCGK), which has established itself as guideline and standard for good corporate governance in Germany. Today, we are convinced more than ever before that 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. Confirming and further strengthening this trust is a prioritized objective at Symrise. Achieving this objective calls for responsible leadership along with corporate management and control focused on creating sustainable value.

In the past, we oriented ourselves towards internationally and nationally acknowledged standards of good and responsible corporate governance and will continue to do so in the future. In the 2014 fiscal year, the Executive and Supervisory Boards dealt intensively with all corporate governance issues on numerous occasions across all areas. In particular, the new version of the German Corporate Governance Code (DCGK) from June 24, 2014, as published in the official section of the Federal Gazette by the German Federal Ministry of Justice on September 30, 2014, was once again the focus of deliberations.

CONFLICTS OF INTEREST

As in the previous year, conflicts of interest involving members of the Executive Board, which have to be disclosed to the Supervisory Board without delay, did not occur in fiscal year 2014. The only consultant or service agreements or other exchange contracts between members of the Supervisory Board and the company in the 2014 fiscal year involved Mr. Horst-Otto Gerberding, as in the previous year:

In connection with the retirement of Mr. Gerberding as managing director of the former Symrise Holding GmbH, the Company and Mr. Gerberding entered into an “Amended and Restated Service Agreement” on September 4, 2003. Under the terms of this agreement, Mr. Gerberding is entitled to an annual retirement pension of € 100,000 until his death. This amount increases by € 7,500 for each year that Mr. Gerberding remained in the service of the company as managing director after the conclusion of the agreement. Mr. Gerberding is also entitled to a pension from Symrise AG through an employment and supply contract dated July 29, 1983. The total sum is € 24,358 per month.

OBJECTIVES OF THE SUPERVISORY BOARD IN RELATION TO ITS COMPOSITION

The Supervisory Board confirmed its existing goals in the meeting on December 4, 2014, pursuant to no. 5.4.1 (2) sentence 1 of the DCGK in the current version from June 24, 2014. In keeping with the company’s specific situation, these take account of, among other things, (i) the company’s international activity, (ii) potential conflicts of interest, (iii) the number of independent Supervisory Board members, (iv) an age limit for Supervisory Board members to be defined and (v) diversity. One of its main goals is ensuring an appropriate participation of women.

The current Supervisory Board at Symrise AG has a total of twelve members, including seven independent members and three women: Ms. Hufnagel, Ms. Jarke and Prof. Dr. Pfeifer. Subject to the implementation of a compulsive statutory regulation, the Supervisory Board seeks to ensure that its future composition is also comprised of at least one-fourth female members. The Supervisory Board considers this to be an appropriate share of women. They arrived at this figure by doubling the current proportion of women among the Group’s managerial staff, which amounted to one-eighth at the end of the last fiscal year. Generally, at least seven independent members should always be represented in the Supervisory Board. Furthermore, the Supervisory Board strives to ensure that the share of Supervisory Board members from other nations does not fall below one-third. The term of office for a Supervisory Board member must end at the conclusion of the Annual General Meeting following the member’s 70th birthday. All of these targets are currently being met. Concerning future nominations, it will be ensured that the targets defined by the Supervisory Board continue to be fulfilled.

TRANSPARENCY

Pursuant to Section 15a of the German Securities Trading Act (WpHG – Wertpapierhandelsgesetz), the members of the Executive and Supervisory Boards of Symrise AG as well as certain employees with management duties and persons with whom they have a close relationship must disclose the purchase or sale of Symrise shares and related financial instruments. This duty of disclosure applies if the value of the transactions undertaken by one of the aforementioned persons reaches or exceeds the sum of € 5,000.

All of the reports received by Symrise AG as of December 31, 2014, are published on our website at <http://www.symrise.com/investors/corporate-governance/directors-dealings>. This includes all such reports since the IPO in December 2006, including any persons who have meanwhile left the Executive Board or the Supervisory Board.

The direct or indirect total holding of shares in Symrise AG by all members of the Executive and Supervisory Boards as of December 31, 2014, was more than 1%. Of the 6.14% of shares in Symrise AG held by members of the Executive and Supervisory Boards, 6.01% is held by members of the Supervisory Board while 0.13% is held by members of the Executive Board (values are rounded).

A summary of the respective mandates of the members of the Executive Board and the Supervisory Board outside of the Symrise Group can be found on pages 136/137 of the 2014 financial report.

A report on the relationships to associated companies and related parties can be found on pages 113/114 of the 2014 financial report.

SHAREHOLDERS AND ANNUAL GENERAL MEETING

Symrise AG shareholders exercise their co-determination and control rights at the General Meeting, which takes place at least once each year. The Meeting makes decisions on all statutory matters that are binding for all shareholders and the Company. For every decision, each share is entitled to one vote. All shareholders that register within the specified period are entitled to participate in the Annual General Meeting. Shareholders who are not able to attend the Meeting in person are entitled to have their voting rights exercised by a bank, a shareholder association, a voting proxy of Symrise AG who is bound by its instruments or another proxy of their own choosing. Shareholders also have the possibility of voting online in the run-up to the Annual General Meeting or authorizing the voting proxy provided by the company on the web. Instructions on how voting rights are to be exercised may be given to a voting proxy before and during the Annual General Meeting on May 12, 2015, up until the end of the general debate. It is possible to transfer the voting rights to a voting proxy electronically up until 6:00 p.m. on the evening of May 11, 2015. The invitation to the Annual General Meeting and the reports and information required for the decisions are published according to stock corporation law and made available on Symrise AG's website in German and English.

It is our intention to provide our shareholders with quick, comprehensive and effective information before and during the Annual General Meeting and to make it easy for them to exercise their rights. The corporate report, the financial report and the invitation to the Annual General Meeting, which are also available on the website of Symrise AG, provide the shareholders with comprehensive information on the past fiscal year and the individual agenda items of the upcoming Annual General Meeting. Like the corporate and financial reports, all documents and in-

formation pertaining to the Annual General Meeting are available on the website of the Symrise AG.

The registration and legitimation process for the Annual General Meeting is simple and is based on the 21st day before the Meeting. The 21st day before the Meeting is the cutoff date for the legitimation of the shareholders.

Subsequent to the Annual General Meeting, we also publish the attendance figures and voting results on our website.

INFORMATION SERVICE FOR OUR SHAREHOLDERS

Corporate communication is undertaken with the objective of guaranteeing the greatest possible transparency and equality of opportunities through timely and equal information to all target groups. All major press and capital market releases by Symrise AG are also published on the company's website in German and in English. The articles of incorporation as well as rules of procedure for the Executive and Supervisory Boards, the annual and consolidated financial statements and quarterly results can also be found on our website along with the annual and half-yearly financial reports.

We regularly notify company shareholders, analysts, shareholder associations and the public of all important recurring dates through a financial calendar published in the corporate and financial reports, the quarterly reports and on the company website. Regular meetings with analysts and institutional investors are part of our investor relations activities. This includes an annual analysts' conference as well as conference calls for analysts and investors coinciding with the publication of our quarterly and half-yearly figures.

The most important presentations prepared for these and other events, such as the Annual General Meeting and investor conferences, can also be viewed online. The location and dates of investor conferences can also be found on our website at <http://www.symrise.com/investors/financial-calendar/2015/>.

RISK MANAGEMENT

Dealing with risks of all kinds responsibly has the utmost importance for the success of a company. For this reason, a comprehensive risk management system is a mandatory element of suitable corporate governance. The Executive Board ensures appropriate risk management and risk controlling throughout the

Group. The risk management system is constantly developed and adapted to changing conditions. Previously, potential risks were analyzed and classified throughout the Group twice a year. Now, the analysis and classification of possible risks is performed constantly using electronic systems across the entire Group. This ensures that the company's risk situation is always available and up to date.

The risk management system at Symrise AG, its security mechanisms, internal guidelines and monitoring instruments, are checked by the internal Group auditors without prior notice. Risks identified in this manner are immediately reported to the Executive Board.

The early recognition system for risk in accordance with Section 91 (2) of the Stock Corporation Act is monitored by auditors in Germany and abroad.

Along with the audit of annual accounts and monitoring of accounting procedures, the Auditing Committee set up by the Supervisory Board also undertakes regular auditing and monitoring of the effectiveness of the internal control and risk management system. This also includes, for example, regular reporting by Internal Auditing and Symrise's Corporate Compliance officer.

This overlapping mechanism allows risks to be identified and assessed at an early stage. The Executive Board regularly informs the Supervisory Board and Auditing Committee of existing risks and their development. Specific measures are proposed and implemented right from this early stage to mitigate the identified risks. The Group's internal auditors also check on the implementation of these new measures and the results are given a critical assessment. The risk profile is thereby constantly monitored and measures necessary to mitigate risks are introduced. Specific staff members are assigned responsibility for this and held accountable in their performance review.

OUR AUDITORS: KPMG

With regard to the consolidated financial statements and the interim reports at Symrise, our accounting in fiscal year 2014 was again based on the International Financial Reporting Standards (IFRS) as required to be applied in the European Union. The legally prescribed individual accounts of Symrise AG that are decisive for the payment of dividends have been prepared in accordance with the regulations of the German Commercial Code

(HGB – Handelsgesetzbuch). As in the previous year, the annual accounts of Symrise AG as well as the management report and the consolidated annual financial statements of Symrise AG as well as the group management report were also audited in 2014 by our auditors KPMG AG Wirtschaftsprüfungsgesellschaft, Hannover. An agreement is in place with the auditors to promptly notify the chairman of the Auditing Committee of any grounds for disqualification or prejudice that are identified during the audit, insofar as such circumstances cannot immediately be rectified. The auditors are instructed to report without delay all findings and incidents of significance for the duties of the Supervisory Board that are identified during the audit to the Executive Board and the Supervisory Board. Moreover, the auditors are required to notify the Supervisory Board and make a note in the audit report if circumstances are identified during the audit that are incompatible with the Declaration of Compliance issued by the Executive Board and Supervisory Board in accordance with Section 161 of the German Stock Corporation Act.

DESCRIPTION OF THE WORKING METHODS OF THE EXECUTIVE AND SUPERVISORY BOARDS

INTRODUCTION

This part of the Corporate Governance Statement focuses on the working methods of the Executive Board, the Supervisory Board and of the committees formed by the Supervisory Board. The composition of these committees will also be briefly discussed. The Executive Board has not formed any committees.

DUAL MANAGEMENT SYSTEM

Symrise AG is a company under German law, which is influenced by the German Corporate Governance Code. One of the fundamental principles of German stock corporation law is the dual management system involving two bodies, the Executive Board and the Supervisory Board, each of which is entrusted with independent competencies. Symrise AG's Executive Board and Supervisory Board cooperate closely and in a spirit of trust in managing and overseeing the Company.

THE EXECUTIVE BOARD

The Executive Board of Symrise AG currently has three members. All members of the Executive Board are appointed by the Supervisory Board. The Executive Board is responsible for managing the company's business operations in the interest of the company with a view to creating sustainable value. The Executive Board

develops the company's strategic direction, approves it with the Supervisory Board and is responsible for its implementation.

The Executive Board provides the Supervisory Board with regular, prompt and comprehensive reports on all relevant issues of corporate planning and strategic development, on company performance, on the state of the Group, including a risk profile, and on risk management. The reporting of the Executive Board also includes the topic of compliance, i.e. the measures for adherence to legal regulations and internal corporate guidelines. The articles of incorporation specify reservations of consent of the Supervisory Board for significant business transactions. These reservations of consent are contained in identical form in rules of procedure for the Executive Board.

These provisions are available to the public on our website at <http://www.symrise.com/investors/corporate-governance/executive-board>.

THE SUPERVISORY BOARD

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 chairman of the Supervisory Board coordinates the work in the Supervisory Board, chairs its meetings and externally represents the concerns of the body. An extraordinary Supervisory Board meeting may be convened if required when events of particular relevance occur. In the course of preparing for the Supervisory Board meetings, the representatives of shareholders and employees meet separately, if necessary. The Supervisory Board has adopted rules of procedure that find corresponding application in the committees of the Supervisory Board.

These rules have been made available on our website at <http://www.symrise.com/investors/corporate-governance/supervisory-board>.

COMPOSITION OF THE SUPERVISORY BOARD

In accordance with the articles of incorporation, Symrise AG's Supervisory Board is comprised of twelve members, with six representatives elected by the shareholders and six by the employees for an identical period of office. In accordance with the recommendations of the German Corporate Governance Code, the shareholder representatives are elected individually at the Annual General Meeting. All members of the Supervisory Board were

last elected in the 2011 fiscal year as part of the rotation system. Shareholders elected six shareholder representatives to the Supervisory Board on May 18, 2011 at the Annual General Meeting.

The six employee representatives were chosen from among the German staff on February 21, 2011. Francesco Grioli resigned from the Supervisory Board as of May 14, 2014. Peter Winkelmann was appointed a member of the Supervisory Board with the resolution of the District Court of Hildesheim from April 30, 2014, effective as of the end of the Annual General Meeting on May 14, 2014. The Supervisory Board appointed Mr. Winkelmann to the Auditing and Arbitration Committees on August 6, 2014.

All members are appointed to the Supervisory Board for a period until the end of the Annual General Meeting in the fourth fiscal year after beginning their term, at which point a decision about their discharge is made. The initial year of service is not included in this calculation. The period of service for the members of the Supervisory Board will therefore presumably end in early 2016. When nominating candidates for election to the Supervisory Board, particular attention is paid to the knowledge, skills and professional experience required for the duties to be performed, as well as to the principle of diversity among the Supervisory Board's members. The current Supervisory Board at Symrise AG includes seven independent members and three women: Ms. Hufnagel, Ms. Jarke and Prof. Dr. Pfeifer.

As in previous years, no former Executive Board members are serving on the Supervisory Board in order to ensure its neutral and independent consulting and monitoring of the Executive Board. At least one independent member has expertise in accounting or auditing.

SUPERVISORY BOARD COMMITTEES

As in the past, the Supervisory Board formed a total of four committees to fulfill its responsibilities more efficiently. These committees draft the Supervisory Board's resolutions and prepare the agenda items to be addressed in the full meetings. To the extent that this is legally admissible, in individual cases the Supervisory Board delegates decision-making to its committees. The Supervisory Board established an Auditing Committee, an Arbitration Committee pursuant to Section 27 (3) of the Co-determination Act (MitbestG), a Personnel Committee and a Nominations Committee as permanent committees. The task of the latter is to recommend suitable candidates to represent the shareholders when new Supervisory Board elections are coming up. The Chairman

of the Supervisory Board chairs all of the committees with the exception of the Auditing Committee. In the full meetings, the chairmen of the committees report regularly and comprehensively on the content and results of the committee meetings.

The Personnel Committee is responsible for matters pertaining to the Executive Board. These matters particularly include making resolution recommendations at the full Supervisory Board meetings regarding the appointment of Executive Board members or regarding components of Executive Board members' employment contracts. This committee is also responsible for succession planning at the Executive Board level and it deals with the development of the Executive Board remuneration system, specifies the amount of remuneration and makes corresponding recommendations at the full Supervisory Board meetings. The Personnel Committee additionally resolved to incorporate the criterion of diversity when appointing future Executive Board members, striving in particular to give appropriate consideration to women. The Personnel Committee currently has six members, of which three members are chosen by the shareholder representatives and three are chosen by the employee representatives in the Supervisory Board. The members are: Dr. Thomas Rabe (Chairman), Harald Feist, Horst-Otto Gerberding, Regina Hufnagel, Christiane Jarke and Prof. Dr. Andrea Pfeifer. The Personnel Committee convened three times in the 2014 fiscal year. The Personnel Committee does not have its own rules of procedure. The rules of procedure of the Supervisory Board are applied accordingly.

The Auditing Committee mainly focuses on the annual financial statements and consolidated financial statements, monitoring the accounting process, the effectiveness of the internal controlling system, the risk management system, the internal auditing system and the audit of annual accounts. It also monitors the independence and qualifications of the auditor as well as additional services provided by the auditor. Furthermore, the Auditing Committee discussed the interim reports in detail and approved them before they were published. The Auditing Committee prepares the Supervisory Board's decision on the approval of the annual financial statements and its approval of the consolidated financial statements. To this end, it is responsible for pre-auditing the annual financial statements, the consolidated financial statements, the management report and the proposal regarding appropriation of earnings. The regular agenda items also include the receipt of the reports from Internal Auditing and the Corporate Compliance office as well as the risk report. At least one member of the Auditing Committee must be independent and possess expertise in accounting or auditing. The Auditing Committee cur-

rently has six members. Three members are shareholder representatives on the Supervisory Board and three are employee representatives on the Supervisory Board. The members are: Dr. Michael Becker (Chairman), Dr. Peter Grafoner, Regina Hufnagel, Dr. Winfried Steeger, Helmut Tacke and Peter Winkelmann. The Auditing Committee convened five times in the 2014 fiscal year. The Auditing Committee prepared the Supervisory Board's proposal to the Annual General Meeting to again nominate KPMG AG Wirtschaftsprüfungsgesellschaft of Hanover as the auditor. Furthermore, the Auditing Committee solicited a statement of independence from the auditor. It commissioned the auditor, established the main focuses of the audit and determined the auditing fees. The Auditing Committee does not have its own rules of procedure. The rules of procedure of the Supervisory Board are applied accordingly. Additionally, the Auditing Committee drew up its own regulation regarding its concrete procedure.

Shareholders and employees are equally represented on the Arbitration Committee pursuant to Section 27 (3) of the Co-determination Act (MitbestG). It currently consists of four members: Dr. Thomas Rabe (Chairman), Dr. Peter Grafoner, Regina Hufnagel and Peter Winkelmann. Once again, it was not necessary to convene the Arbitration Committee during the 2014 fiscal year. The Arbitration Committee does not have its own rules of procedure. The rules of procedure of the Supervisory Board are applied accordingly.

The Nominations Committee consists exclusively of shareholder representatives from the Supervisory Board in accordance with the German Corporate Governance Code. Its task is to recommend shareholder representatives to the Annual General Meeting who would be suitable Supervisory Board members for upcoming Supervisory Board elections. The current three members are: Dr. Thomas Rabe (Chairman), Horst-Otto Gerberding and Prof. Dr. Andrea Pfeifer. It was not necessary to convene the Nominations Committee during the 2014 fiscal year. The Nominations Committee does not have its own rules of procedure. The rules of procedure of the Supervisory Board are applied accordingly.

Report of the Supervisory Board of Symrise AG

Dear Shareholders,

At the international level, the year 2014 was shaped by numerous political conflicts – some even resulting in military escalations. This was especially true in the Middle East, Africa and Ukraine. The development of the global economy was slowed by these crises and the fear of trickle-down effects. On the whole, global economic growth was roughly the same as in 2013 with a rate of 3.3%. Projections at the outset of 2014 were generally much more optimistic. Despite these developments, our company managed once more to generate substantial gains in sales and earnings. In addition to our solid performance compared to competitors, Symrise also took another significant and strategically important step forward with its purchase of the French Diana Group. With Diana, Symrise is expanding its portfolio of natural ingredients considerably while opening up new business opportunities and additional growth potential. This successful and quickly implemented transaction marks another milestone in the development of our company.

In this report, I would like to inform you about the key activities of the Supervisory Board in this challenging environment. In 2014, the Supervisory Board again fulfilled its responsibilities under the law and according to the articles of incorporation with great care. In the meetings of the Supervisory Board and its committees, we again discussed and reached agreements on a number of matters and business transactions subject to our approval.

We regularly provided consultation to the Executive Board and supervised the company management. We are convinced that the company's business complied with all legal and regulatory requirements. The Supervisory Board was directly and intensely involved in all decisions of fundamental significance to the company. The Executive Board comprehensively discussed and coordinated the strategic planning and orientation of the company with us. As in the previous fiscal years, the Supervisory and Executive Board held a separate meeting in 2014 to examine and evaluate the company's strategy.

Based on information received from the Executive Board, we intensively discussed and advised on all business transactions of



DR. THOMAS RABE, Chairman of the Supervisory Board of Symrise AG

significance to the company in our full assembly. To this end, the Executive Board provided us with regular, current and comprehensive reports in written and oral form on all aspects important to the company. This includes above all the development of the business and financial situation, the employment situation, ongoing and planned investments, basic corporate strategy and planning issues as well as the risk situation, risk management and the compliance program. The Executive Board informed us of matters that, according to legal requirements and/or the articles of incorporation, are subject to our approval at an early stage and allowed us the needed time for making a decision. Wherever required by law or by the articles of association, we submitted our vote on the reports and proposed resolutions of the Executive Board after thorough analysis and discussion. In urgent special cases, decisions were made in consultation with the Chairman of the Supervisory Board, either by telephone or in writing.

The Executive Board provided us with a monthly report on all of the key financial figures. When there were deviations in the course of business from the set plans and objectives, we received detailed explanations in written and oral form, enabling us to discuss the reasons for the deviations and targeted correction measures with the Executive Board.

Additionally, during the periods between the meetings of the Supervisory Board and its committees, the Chairman of the Supervisory Board and the Chairman of the Auditing Committee in particular were in close and continuous dialogue with the Executive Board. Restrained global economic growth and its consequences for current and future business development as well as the status of essential projects and key business transactions in both Group segments were repeatedly a subject of our discussions with the Executive Board.

As in the previous year, conflicts of interest of members of the Executive and Supervisory Boards, which must be disclosed to the Supervisory Board without delay and reported to the Annual General Meeting along with their underlying circumstances and a report of how they will be handled, did not occur in 2014.

THE SUPERVISORY BOARD'S WORK IN COMMITTEES

As in the past, the Supervisory Board formed a total of four committees to fulfill its responsibilities more efficiently. These committees draft the Supervisory Board's resolutions and prepare the agenda items to be addressed in the full meetings. To the extent that it was legally admissible, the Supervisory Board delegated decision-making to its committees in individual cases. This practice of delegation has proved successful in our experience. The Supervisory Board established an Auditing Committee, an Arbitration Committee pursuant to Section 27 (3) of the Co-determination Act (MitbestG), a Personnel Committee and a Nominations Committee as permanent committees. The task of the latter is to recommend suitable candidates as shareholder representatives on the Supervisory Board when new Supervisory Board elections are coming up. The Chairman of the Supervisory Board chairs all of the committees with the exception of the Auditing Committee.

In the Supervisory Board meetings, the chairmen of the committees report regularly and extensively on the content and results of the committee meetings. As a result, the Supervisory Board always has a comprehensive basis of information for its consultations.

The Personnel Committee is responsible for matters pertaining to the Executive Board. These matters particularly include making resolution recommendations at the full Supervisory Board meetings regarding the appointment of Executive Board members or regarding components of Executive Board members' employment contracts. It is also responsible for succession planning at the Executive Board level. The Personnel Committee deals with the development of the Executive Board remuneration system, specifies the amount of remuneration and makes corresponding recommendations at the full Supervisory Board meetings. The Personnel Committee additionally resolved to incorporate the criterion of diversity when appointing future Executive Board members, striving in particular to give appropriate consideration to women. The Personnel Committee currently has six members, of which three members are chosen by the shareholder representatives and three are chosen by the employee representatives in the Supervisory Board. The members are: Dr. Thomas Rabe (Chairman), Harald Feist, Horst-Otto Gerberding, Regina Hufnagel, Christiane Jarke and Prof. Dr. Andrea Pfeifer. All of the members attended every meeting.

The Personnel Committee convened three times in the 2014 fiscal year. Its agenda points included evaluating the Executive Board members' performance during the 2013 fiscal year, setting new goals for the 2014 fiscal year, reviewing the Executive Board members' remuneration with a focus on the multi-year remuneration program (LTIP) as well as the self-assessment of the Supervisory Board. The Personnel Committee also dealt with the consensual withdrawal of Hans Holger Gliewe from the Executive Board as of December 31, 2014, for family-related reasons.

The Auditing Committee mainly focuses on matters relating to the annual financial statements and consolidated financial statements, which includes monitoring the accounting process, the effectiveness of the internal controlling system, the risk management system, the internal auditing system and the audit of annual accounts. It also monitors the independence and qualifications of the auditor as well as additional services provided by the auditor. Furthermore, the Auditing Committee discussed the interim reports in detail and approved them before they were published.

The Auditing Committee prepares the Supervisory Board's decision on the approval of the annual financial statements and its approval of the consolidated financial statements. To this end, it is responsible for pre-auditing the annual financial statements, the consolidated financial statements, the management reports and the proposal regarding appropriation of earnings. The regular agenda items also include the receipt of the reports from Internal Auditing and the Group Compliance office as well as the risk report. At least one member of the Auditing Committee must be independent and possess expertise in accounting or auditing. The Auditing Committee currently has six members. Three members are shareholder representatives on the Supervisory Board and three are employee representatives on the Supervisory Board. The members are: Dr. Michael Becker (Chairman), Dr. Peter Grafoner, Regina Hufnagel, Dr. Winfried Steeger, Helmut Tacke and Peter Winkelmann. The Auditing Committee convened five times in the 2014 fiscal year. Two members of the Auditing Committee were each unable to attend one meeting. The CFO regularly attends the meetings of the Auditing Committee while the auditor, CEO and other guests are present for individual agenda items when needed. The committee's work focused on the interim reports, the annual financial statements and consolidated financial statements, the auditor's reports as well as on refining the risk management system and compliance program. The topics of financing the Diana Group acquisition and further future growth were also a focus of the consultations. The Auditing Committee also closely examined the IT strategy within the Symrise Group. The auditor reported in detail on all findings and incidents of significance to the duties of the Supervisory Board that were identified during the audit and reviews of the interim financial statements following the conclusion of the first half of the year.

The Auditing Committee prepared the Supervisory Board's proposal to the Annual General Meeting to again nominate KPMG AG Wirtschaftsprüfungsgesellschaft of Hanover as the auditor. Furthermore, the Auditing Committee obtained a statement of independence from the auditor. It commissioned the auditor with a risk-oriented auditing approach, established the main focuses of the audit and determined the auditing fees.

Shareholders and employees are equally represented on the Arbitration Committee pursuant to Section 27 (3) of the Co-determination Act (MitbestG). It currently consists of four members: Dr. Thomas Rabe (Chairman), Dr. Peter Grafoner, Regina Hufnagel and Peter Winkelmann. Once again, it was not necessary to convene the Arbitration Committee during the 2014 fiscal year.

The Nominations Committee consists exclusively of shareholder representatives from the Supervisory Board in accordance with the German Corporate Governance Code. Its task is to recommend shareholder representatives to the Annual General Meeting who would be suitable Supervisory Board members for upcoming Supervisory Board elections. The current three members are: Dr. Thomas Rabe (Chairman), Horst-Otto Gerberding and Prof. Dr. Andrea Pfeifer. It was not necessary to convene the Nominations Committee during the 2014 fiscal year.

TOPICS OF THE FULL SUPERVISORY BOARD MEETINGS

The effects of various situations and developments on Symrise, such as international crises, slow global economic growth, continuing high raw materials costs, the ongoing European debt crisis and high energy costs despite a dropping oil price, represented the main focuses of our work and objects of regular discussions by the Supervisory Board. In light of these matters, we discussed with the Executive Board in detail the measures it had enacted as well as those planned for the future. Regular deliberations within the Supervisory Board also covered the development of sales, earnings and employment at Symrise and its two segments in the individual regions given the economic conditions present there. It also discussed the company's financial and liquidity situation as well as important investment projects and their development as measured against the planned objectives. In the 2014 fiscal year, the Supervisory Board held eight ordinary meetings, two of which focused on specific topics, and three extraordinary meetings, two of which were held as conference calls. The first meeting on a specific topic centered around the company's strategy, its monitoring in view of the changing economic environment and the state of its implementation, while the second such meeting focused on the annual planning for 2015. No member of the Supervisory Board was present at less than half of the meetings.

In its extraordinary meeting on February 24, 2014, which was held as a conference call, the Executive Board presented the Supervisory Board with the key figures for its entrepreneurial rationale, their place within Symrise's strategy and the results of a detailed market due diligence assessment performed by an independent third party regarding the purchase of the French Diana Group. After extensive discussion, the Executive Board submitted a non-binding purchase offer with the approval from the Supervisory Board.

In our meeting on March 6, 2014, we consulted and coordinated with the Executive Board on the approval of the annual financial statements and the consolidated financial statements for 2013. We also discussed the preparation for the Annual General Meeting 2014, the Corporate Governance Statement and the Corporate Governance Report. The Executive Board informed us about the most recent developments regarding its M&A activities at that time, particularly regarding the Diana Group. The IT strategy, its current state of implementation and Symrise's possible options for action were also a subject of the meeting. All members of the Supervisory Board and the auditor attended this meeting.

In the extraordinary meeting on April 4, 2014, the Supervisory Board continued its discussions from its meeting on March 6, 2014, on the intended acquisition of the Diana Group and the results of the due diligence assessment. The Supervisory Board gave the Executive Board its consent for submitting a binding offer on the purchase of all shares in the Diana Group. All Supervisory Board members attended this meeting.

In our meeting on May 13, 2014, the Executive Board's report on the company's performance during the first quarter of 2014 and its outlook for the rest of the year represented the main focus of the meeting as did the impending Annual General Meeting. We also discussed the status quo regarding the acquisition of the Diana Group with the Executive Board following the signing and the tasks still needing to be completed until closing. All Supervisory Board members attended this meeting with the exception of one.

In our conference call for the extraordinary meeting on June 16, 2014, the Supervisory Board gave its consent to the financing concept presented for the acquisition of the Diana Group and discussed the future management structure at Symrise with the Executive Board in view of the acquisition of the Diana Group. Similarly, the allocation of responsibilities within the Executive Board was also agreed on again.

In the meeting on August 6, 2014, the Supervisory Board focused on the report from the Executive Board on the company's performance during the second quarter and first half-year of 2014 and its update to the outlook for the rest of the 2014 fiscal year as well as the risk report and the Auditing Committee's report. All Supervisory Board members attended this meeting with the exception of two. Due to the resignation of Francesco Grioli from the Supervisory Board and the appointment of Peter Winkelmann as his successor, the Supervisory Board performed the necessary by-elections for the allocation of its committees.

As part of its meeting on September 18, 2014, the Executive Board clarified the corporate strategy and highlighted the goals achieved as part of its constant development in 2013 and consulted with the Supervisory Board. In view of the Group's changing business portfolio, particularly due to the acquisition of the Diana Group, a detailed discussion with the Executive Board was held on strengthening the core business in flavors with the Diana Group's pet food business and expanding the nutrition business with a focus on natural ingredients as well as on the implementation of these plans. The status of Diana Group's integration into the Symrise organization, particularly the essential key results of the individual phases of the integration, was explained to the Supervisory Board. In this meeting, both segments provided us with detailed insights into their strategic activities and their implementation as well as presenting their main investment plans. All Supervisory Board members attended this meeting.

The meeting on December 4, 2014, was devoted to the corporate planning for the upcoming 2015 fiscal year. The Supervisory Board approved the corporate planning for the 2015 fiscal year in this meeting. During this meeting, we also received the report from the Personnel Committee. Furthermore, we submitted

the annual Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act together with the Executive Board and confirmed the objectives on the composition of the Supervisory Board as originally drafted in 2012. We assessed the status of Corporate Governance at Symrise together with the Executive Board and coordinated the content of the Corporate Governance Report in the Corporate Governance Statement. All Supervisory Board members attended this meeting with the exception of one.

ANNUAL AND CONSOLIDATED FINANCIAL STATEMENTS 2014

The auditor KPMG AG Wirtschaftsprüfungsgesellschaft of Hanover audited the annual financial statements for the fiscal year from January 1, 2014, to December 31, 2014, which were prepared by the Executive Board according to HGB (German Commercial Code) standards, as well as the Symrise AG management report. The Auditing Committee issued the order for the audit in accordance with the May 14, 2014, resolution of the Annual General Meeting. The auditor issued an unqualified audit opinion.

The Symrise AG consolidated financial statements were prepared in accordance with Sec. 315a HGB on the basis of the International Financial Reporting Standards (IFRS), as applicable in the European Union. The auditor also certified the consolidated financial statements and the Group management report without qualification.

The auditor's report on these financial statements as well as additional auditing reports and documentation were delivered to all members of the Supervisory Board in a timely manner. They were discussed thoroughly in the meetings of the Auditing Committee of February 12 and March 4, 2015, and in the full meeting of the Supervisory Board of March 5, 2015. The auditors participated in the deliberations on the annual and consolidated financial statements in both committees.

Here they reported on the key audit results and were available to the Supervisory Board to answer any questions and provide additional information.

Following our own review of the annual financial statements, the consolidated financial statements, the management report and the Group management report, we accepted the findings of the auditor. In our meeting of March 5, 2015, we approved the annual financial statements and the consolidated financial statements upon the recommendation of the Auditing Committee. The annual financial statements are thereby approved. After examining it, we endorsed the proposal of the Executive Board for the use of the net income for the year. The Supervisory Board considers the proposal regarding the use of profits to be appropriate.

CORPORATE GOVERNANCE

Pursuant to 3.10 of the German Corporate Governance Code (DCGK), the Executive Board reports on corporate governance at Symrise AG, also on behalf of the Supervisory Board, once a year in connection with the publication of the Corporate Governance Statement pursuant to Section 289a of the German Commercial Code. The Corporate Governance Statement comprises the Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act, relevant information on corporate governance practices, a description of the working methods of the Executive and Supervisory Boards as well as the composition and working methods of their committees. Pursuant to the current version of no. 3.10 of the German Corporate Governance Code (DCGK) from June 24, 2014, published in the official section of the Federal Gazette by the German Federal Ministry of Justice on September 30, 2014, the Corporate Governance Report, which is required to be issued annually by the Executive Board and the Supervisory Board, must now be published together with the Corporate Governance Statement. Due to the similarity of content between the Corporate Governance Report and the Corporate Governance Statement, we have decided to integrate the Corporate Governance Report in the meaning of no. 3.10 of the Ger-

man Corporate Governance Code into the Corporate Governance Statement in order to simplify orientation for the reader. By contrast, the remuneration report pursuant to the current version of no. 4.2.5 of the German Corporate Governance Code from June 24, 2014, is no longer part of the Corporate Governance Report. The remuneration report is now part of the management report included on pages 35 to 41 of this financial report.

The Corporate Governance Statement can be found on pages 122 to 129 of this financial report. It can also be found on Symrise AG's website at <http://www.symrise.com/investors/corporate-governance/corporate-governance-statement-and-corporate-governance-report>. The Supervisory Board discussed implementation of the code in depth during its meeting on December 4, 2014. In 2014, we observed the refinement of corporate governance standards in Germany and abroad and will continue to do so in the future.

On December 4, 2014, the Executive Board and the Supervisory Board submitted an updated Declaration of Compliance according to Section 161 of the German Stock Corporation Act and made this permanently available to the shareholders on the company's website. It is also included in the Corporate Governance Statement.

Symrise has fully complied with all recommendations made by the Government Commission on the German Corporate Governance Code (version: June 24, 2014) published by the German Federal Ministry of Justice on September 30, 2014, in the official part of the Federal Gazette (Bundesanzeiger) without exception and will continue to do so in the future.

CHANGES IN THE EXECUTIVE BOARD AND SUPERVISORY BOARD

There was one personnel change in the Executive Board during the reporting year. Hans Holger Gliewe informed the Supervisory Board that he would not make himself available for an extension to his Executive Board contract, set to expire in November

2015, due to family-related reasons. Mr. Gliewe and the Supervisory Board agree that the newly added and yet to be integrated Diana business requires continuity in regards to the Executive Board, even beyond November 2015. Against this backdrop, Mr. Gliewe abdicated his position as an Executive Board member as of December 31, 2014, in mutual agreement with the Supervisory Board. In the future, Mr. Gliewe will take on strategic tasks within the Symrise Group outside of the Executive Board.

Francesco Grioli resigned from the Supervisory Board as of May 14, 2014. Peter Winkelmann was appointed a member of the Supervisory Board with the resolution of the District Court of Hildesheim from April 30, 2014, effective as of the end of the Annual General Meeting on May 14, 2014. The Supervisory Board appointed Mr. Winkelmann to the Auditing and Arbitration Committees on August 6, 2014.

The Supervisory Board would like to thank all of the members of the Executive Board, the employees of all Group companies in Germany and abroad as well as all employee representatives for their commitment and accomplishments in the 2014 fiscal year. You contributed to another successful business year for Symrise.

On behalf of the Supervisory Board,



Dr. Thomas Rabe
Chairman

Holzminden, March 5, 2015

Bodies and Mandates – Executive Board and Supervisory Board

EXECUTIVE BOARD:

DR. HEINZ-JÜRGEN BERTRAM:

Chief Executive Officer,

President Flavor & Nutrition (since January 1, 2015)

Membership in Legally Mandated

Domestic Supervisory Boards

None

Membership in Comparable Supervisory Bodies

(Domestic and International)

- Rockwool A/S, Hedehusene, Denmark,
Member of the Supervisory Board

ACHIM DAUB:

President Scent & Care

Membership in Legally Mandated

Domestic Supervisory Boards

None

Membership in Comparable Supervisory Bodies

(Domestic and International)

None

BERND HIRSCH:

Chief Financial Officer

Membership in Legally Mandated

Domestic Supervisory Boards

- Evotec AG, Hamburg, Member of the Supervisory Board

Membership in Comparable Supervisory Bodies

(Domestic and International)

None

HANS HOLGER GLIEWE (until December 31, 2014):

President Flavor & Nutrition

Membership in Legally Mandated

Domestic Supervisory Boards

None

Membership in Comparable Supervisory Bodies

(Domestic and International)

None

SUPERVISORY BOARD:

DR. THOMAS RABE:

Chief Executive Officer of Bertelsmann Management SE

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Chairman of the Supervisory Board
- Arvato AG, Gütersloh, Chairman of the Supervisory Board
- Druck- und Verlagshaus Gruner + Jahr AG, Hamburg,
Chairman of the Supervisory Board (until December 17, 2014)

Membership in Comparable Supervisory Bodies

(Domestic and International)

- Bertelsmann Digital Media Investments S.A., Luxembourg,
Member of the Supervisory Board
- Bertelsmann Inc., Wilmington, USA,
Chairman of the Supervisory Board

- Edmond Israel Foundation, Luxembourg,
Member of the Supervisory Board (until November 14, 2014)
- RTL Group S.A., Luxembourg,
Chairman of the Supervisory Board
- Penguin Random House LLC, UK,
Member of the Supervisory Board

DR. MICHAEL BECKER:

Retired;

Managing Partner at Merck KGaA until December 31, 2011

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board

Membership in Comparable Supervisory Bodies

(Domestic and International)

- Bâloise Holding AG, Basel, Switzerland,
Member of the Board of Directors

HARALD FEIST:

Vice Chairman of the works council and Vice Chairman of the general works council of Symrise AG

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board

Membership in Comparable Supervisory Bodies

(Domestic and International)

None

HORST-OTTO GERBERDING:

Managing Partner at Gottfried Friedrichs GmbH & Co. KG

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board

Membership in Comparable Supervisory Bodies

(Domestic and International)

None

DR. PETER GRAFONER:

Freelance Consultant

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board
- SAG Group GmbH, Langen,
Chairman of the Supervisory Board
- Coperion GmbH, Stuttgart,
Vice Chairman of the Supervisory Board

Membership in Comparable Supervisory Bodies

(Domestic and International)

- SKF AB, Gothenburg, Sweden,
Member of the Supervisory Board
- SCANIA Schweiz AG, Kloten, Switzerland,
President of the Board of Directors

FRANCESCO GRIOLI (until May 14, 2014):

State Head of the IG BCE Rhineland-Palatinate/Saarland

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board
- Gerresheimer AG, Düsseldorf,
Vice Chairman of the Supervisory Board
- BASF SE, Ludwigshafen,
Member of the Supervisory Board (since May 2014)
- Steag New Energies GmbH, Saarbrücken,
Vice Chairman of the Supervisory Board (since April 2014)
- Villeroy & Boch AG, Mettlach,
Member of the Supervisory Board
- Villeroy & Boch Fliesen GmbH, Merzig,
Member of the Supervisory Board (since June 2014)

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

None

REGINA HUFNAGEL:

Chairperson of the works council and Chairperson of the general works council of Symrise AG

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden,
Vice Chairperson of the Supervisory Board

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

None

CHRISTIANE JARKE:

Director Flavor&Nutrition Strategic Regulatory Affairs EAME at Symrise AG

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

None

GERD LÖSING:

Vice President Quality Control EAME of Symrise AG

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

None

PROF. DR. ANDREA PFEIFER:

Chief Executive Officer at AC Immune S.A.

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

- Bio MedINvest AG, Basel, Switzerland,
Chairperson of the Board of Directors
- AB2 Bio SA, Lausanne, Switzerland,
Chairperson of the Board of Directors

DR. WINFRIED STEEGER:

Chief Executive Officer at Jahr Holding GmbH & Co. KG

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board
- Druck- und Verlagshaus Gruner + Jahr AG, Hamburg, Vice Chairman of the Supervisory Board (until December 31, 2014)
- Verwaltungsgesellschaft Otto mbH (co-determined limited liability company of the Otto Group), Hamburg,
Member of the Supervisory Board
- Eurokai KGaA, Hamburg, Chairman of the Supervisory Board

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

- August Prien Verwaltung GmbH, Hamburg,
Chairman of the Supervisory Board
- Otto Dörner GmbH & Co. KG, Hamburg,
Member of the Advisory Board

HELMUT TACKE:

Member of the works council of Symrise AG

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

None

PETER WINKELMANN (since May 14, 2014):

Regional Head of the IG BCE district Alfeld

Membership in Legally Mandated

Domestic Supervisory Boards

- Symrise AG, Holzminden, Member of the Supervisory Board
- Sappi Deutschland Holding GmbH, Alfeld,
Vice Chairman of the Supervisory Board
- amendes Holding AG, Hamburg,
Vice Chairman of the Supervisory Board

*Membership in Comparable Supervisory Bodies
(Domestic and International)*

None

Glossary

AFF

Aroma Molecules, Flavors & Fragrances

AKTG

Stock Corporation Act (Aktiengesetz)

AROMA

A complex mix of flavors and/or fragrances often based on aromatic compounds, which can be aromatics themselves

BILMOG

German Accounting Law Modernization Act
(Bilanzrechtsmodernisierungsgesetz)

BIOCATALYSIS

Implementation, acceleration or alteration of chemical reactions (catalysis), in which enzymes serve as biological catalysts

CAGR

Compound Annual Growth Rate

COSO II

COSO (Committee of Sponsoring Organizations of the Treadway Commission) aims to improve financial reporting through ethical action, effective internal controls and good corporate governance. Published in 2004, COSO II is an expansion of the original control model

COVENANTS

Loan agreements (under the normal market conditions)

EAME

Europe, Africa and the Middle East

EBIT

Earnings before interest and taxes

EBITDA

Earnings before interest, taxes, depreciation and amortization on property, plant and equipment and intangible assets

ECHA

European Chemicals Agency as the driving force in implementing chemicals legislation

F & F

Flavors & Fragrances

GDP

Gross Domestic Product: A statistic used to measure the economic strength (goods and services) of a country

HGB

German Commercial Code (Handelsgesetzbuch)

IAL

An industrial and market research consultancy

IKS

Internal Controlling System

ISO 31000

A standard that defines the framework for a risk management system

LAVANDIN

(Lavandula intermedia, Provence lavender): Hybrid of real and spike lavender that is of great importance for the industry

LTIP

Long Term Incentive Plan, a remuneration plan for staff, especially for managerial staff

OPEN INNOVATION

Opening up of the innovation process of organizations and thus the active strategic use of the external world for the expansion of innovative potential. The open innovation concept describes the purposeful use of knowledge flowing into and out of the company, while making use of internal and external marketing channels in order to generate innovations

OPERATING CASH FLOW

Cash generated from the operations of a company and defined as the revenues minus operating expenses (an important indicator of an enterprise's earning power)

PHYTOCHEMISTRY

Also called plant chemistry, phytochemistry is a sub-area of biochemistry and botany that researches chemical substances in plants

REACH

European Union regulation for the registration, evaluation, authorization and restriction of chemicals

REVOLVING CREDIT FACILITY

Credit limits which the borrower can access at any time and offer very flexible repayment options

SUPPLY CHAIN

Process chain from procurement, through production and all the way to the sale of a product, including suppliers, manufacturers and end customers

US PRIVATE PLACEMENT

Non-public sale of debt securities to US investors, which is regulated, however, by the SEC (United States Securities and Exchange Commission)

WORKING CAPITAL

Financial indicator derived by subtracting current operating liabilities from current operating assets