

SCHEDULE 2 OF THE SUPERVISORY BOARD RULES

PROFILE OF THE SUPERVISORY BOARD

AS PER 13 NOVEMBER 2019

1 GENERAL

- 1.1 This profile was prepared taking into account the nature of the Company's business and its activities.
- 1.2 This profile sets out:
- (a) the size of the Supervisory Board;
 - (b) the desired expertise and background represented in the Supervisory Board;
 - (c) the desired diversity among Supervisory Directors; and
 - (d) the desired independence of Supervisory Directors.
- 1.3 The Supervisory Board considers this profile when preparing nominations of persons to be appointed as Supervisory Directors

2 SIZE AND COMPOSITION

- 2.1 The Supervisory Board consists of at least three members.
- 2.2 The desired composition of the Supervisory Board is such that the combined experience, expertise and diversity of the Supervisory Directors enables the Supervisory Board to best carry out its responsibilities. Each Supervisory Director has the specific expertise required for the fulfilment of his or her duties. Each Supervisory Director must be capable of assessing the broad outline of the overall management.
- 2.3 In particular, the desired composition of the Supervisory Board must include the following areas of expertise and backgrounds among its members:
- (a) financial administration and accounting, and internal risk management and control systems;
 - (b) management strategy and risks inherent to the Company's business;
 - (c) management selection, recommendation and development; and
 - (d) compliance, constitutive documents/articles of association, stock exchange rules, corporate governance.

2.4 The Supervisory Board includes individuals of diverse nationality and its members are selected and recommended according to the following criteria of experience:

- (a) relevant geographic regions;
- (b) current and former executive and non-executive directorships;
- (c) energy industry, government relations and regulatory affairs;
- (d) management of major projects;
- (e) technology and new business models;
- (f) banking and M&A;
- (g) information technology; and
- (h) human resources management

2.5 The desired composition of the Supervisory Board complies with the Company's diversity policy considering nationality, age and gender.

3 INDEPENDENCE

3.1 The desired composition of the Supervisory Board enables Supervisory Directors to operate independently, including the ability to operate critically with one another, the Management Board, and any particular interests involved.

3.2 In particular, the desired composition of the Supervisory Board ensures that:

- (a) at most one Supervisory Director does not qualify as independent pursuant to best practice provision 2.1.8 sections (i) to (v) inclusive of the Code;
- (b) less than half of the Supervisory Directors do not qualify as independent pursuant to best practice provision 2.1.8 of the Code; and
- (c) for each shareholder, or group of affiliated shareholders, who directly or indirectly hold more than ten percent of the shares in the Company's share capital, there is at most one Supervisory Director who can be considered to be affiliated with or representing them as stipulated in best practice provision 2.1.8 sections (vi) and (vii) of the Code.
