

CHARTER

GOVERNING THE SUPERVISORY BOARD'S SCIENCE AND TECHNOLOGY COMMITTEE

This Charter was updated on July 27, 2017 on the basis of Article 12a of the Charter of the Supervisory Board.

Article 1 - Purpose and Responsibilities

1.1 The purpose of the Science and Technology Committee shall be (i) to provide understanding, clarification and validation of the fundamental technical basis of the Company's businesses in order to enable the Supervisory Board to make informed, strategic business decisions and vote on related matters, and (ii) to guide the Managing Board to ensure that powerful, global, world- class science is developed, practiced and leveraged throughout the Company to create shareholder value.

1.2 The responsibilities of the Science and Technology Committee shall include:

1.2.1 R&D Strategy & Portfolio Management

- review and monitor the development projects and programs;
- review and monitor the technology portfolio and information technology platforms;
- review and provide recommendations on emerging technology opportunities and competitive issues, and
- review and monitor an integrated technology strategy across the portfolio.

1.2.2 Core Technology Resource Creation and Management:

- review/comment on the research and development budget as well as major investments in new technologies, investments, partnerships and alliances.

1.2.3 R&D Infrastructure Management:

- review and recommend actions that are necessary to secure the technology base.

1.2.4 Risk Oversight

- oversee the management of risks related to the Company's technology portfolio and information technology platforms;
- perform such other duties and responsibilities as may be assigned by the Supervisory Board and/or the Chairman of the Board;
- make delegations of authority and responsibilities of the Science and Technology Committee as the Science and Technology Committee deems appropriate, and periodically review such delegations.

Article 2 - Appointment

The Chairman and members of the Committee shall be appointed by the Supervisory Board and serve for a term of one year.

Article 3 - Chairman

The Chairman shall be designated by the Supervisory Board. He shall be primarily responsible for the proper functioning of the Science and Technology Committee. He shall act as the spokesman of the Science and Technology Committee and shall be the main contact for the Supervisory Board and interface to the CEO.

Article 4 - Science and Technology Committee Composition and Meetings

- 4.1 The Science and Technology Committee shall consist of at least 2 members who are appointed by the Supervisory Board
- 4.2. The Science and Technology Committee will hold at least three (3) meetings per year and whenever one or more of its members request a meeting, whereby the majority of meetings shall be held at the office of the Company. Meetings will be held at the convenience of the members, but, preferably, in advance of Supervisory Board meetings.
- 4.3 Science and Technology Committee meetings are generally held at the offices of the Company. Such meeting may be held via telephone or video conference also provided that no member of the Science and Technology Committee objects hereto. The Committee may invite consultants to attend the meetings.
- 4.4 Minutes of the meetings shall be kept.

Article 5 - Reporting

The Science and Technology Committee shall report to the Supervisory Board at least annually as to the status of the Company's science and technology programs and shall provide regular updates of such programs.

Article 6 - Self Evaluation

The Science and Technology Committee shall produce and provide to the Supervisory Board an annual performance evaluation of the Committee, which evaluation shall compare the performance of the Science and Technology Committee with the requirements of this Charter.