

secunet Security Networks AG**Update of the Declaration of Conformity in accordance with Section
161 of the German Stock Corporation Act (AktG)
of 26 November 2020**

On 26 November 2020, the Management Board and Supervisory Board of secunet Security Networks AG issued a Declaration of Compliance pursuant to Section 161 of the German Stock Corporation Act (AktG) with the recommendations of the Government Commission on the German Corporate Governance Code, as amended in the version in force on 16 December 2019 (**GCGC 2020**) and published by the German Ministry of Justice in the official part of the Federal Gazette on 20 March 2020. By resolution of 12 May 2021, the Supervisory Board of secunet Security Networks AG formed an Audit Committee and a Technology Committee. The Audit Committee comprises the following members: Dr Elmar Legge (Chairman), Dr Peter Zattler and Gesa Rustemeyer (employee representative). Members of the Technology Committee are Ralf Wintergerst (Chairman), Professor Dr-Ing Günter Schäfer and Jörg Marx. The respective committee members as well as the respective chairs of the committees shall henceforth be named in the Corporate Governance Statement. Both committees will start their work on 1 July 2021. Based on the resolution of the Supervisory Board of 12 May 2021, the Declaration of Compliance of 26 November 2020 shall be updated during the year as follows:

I.

As a result of the formation of the Audit Committee and the Technology Committee, secunet Security Networks complies with the following recommendations:

Recommendation C.10 GCGC 2020 (independence of Supervisory Board members): *The [...] Chair of the Audit Committee [...] shall be independent from the Company and the Management Board. The Chair of the Audit Committee shall also be independent from the controlling shareholder.*

Recommendation D.2 GCGC 2020 (Supervisory Board committees): *Depending on the specific circumstances of the enterprise and the number of Supervisory Board members, the Supervisory Board shall form committees with relevant specialist expertise. The respective committee members and the committee chairs shall be named in the Corporate Governance Statement.*

Recommendation D.3 GCGC 2020 (Supervisory Board committees): *The Supervisory Board shall establish an Audit Committee [...].*

Recommendation D.4 GCGC 2020 (Supervisory Board committees): *The Chair of the Audit Committee shall have specific knowledge and experience in applying accounting principles and internal control procedures, shall be familiar with audits, and shall be independent. The Chair of the Supervisory Board shall not chair the Audit Committee.*

Recommendation D.11 GCGC 2020 (Supervisory Board committees): *The Audit Committee shall conduct an evaluation of the quality of the audit on a regular basis.*

Recommendation G.17 GCGC 2020 (remuneration of committee members):
Remuneration for Supervisory Board membership shall take appropriate account of the larger time commitment of the [...] members of committees.

This applies with regard to recommendation C.10 GCGC 2020 as far as the Chair of the Audit Committee is concerned and with regard to recommendation G.17 GCGC 2020 as far as the appropriate consideration of the larger time commitment of the members of committees is concerned.

As a precautionary measure, secunet Security Networks AG is already carrying out the update relating to these recommendations immediately after the resolutions of the Supervisory Board on the establishment and composition of the committees on 12 May 2021 and not waiting until the committees have commenced their work on 1 July 2021.

II.

Furthermore, the Management Board and Supervisory Board of secunet Security Networks AG are updating their declaration of 26 November 2020 with regard to the following deviations from the recommendations of the GCGC 2020 listed therein:

Recommendation G.17 GCGC 2020 (remuneration of committee members):
Remuneration for Supervisory Board membership shall take appropriate account of the larger time commitment [...] of the Chair [...] of committees.

Explanation: The members of the Supervisory Board committees of secunet Security Networks AG receive remuneration for their work on the committees that appropriately takes into account the larger time commitment incurred in the course of their work. The chairs of the committees formed by the Supervisory Board do not receive any separate remuneration beyond this. secunet Security Networks AG does not expect the role of committee chair to involve any significant additional work, particularly as the size of the committees is manageable with three members in each case. Against this background, secunet Security Networks AG is of the opinion that it is not necessary to grant additional remuneration to the committee chairs in order to ensure appropriate remuneration for their work as chairs of the Supervisory Board committees.

III.

Otherwise, the Declaration of Compliance of 26 November 2020 remains unchanged.

secunet Security Networks AG

Essen, 12 May 2021

- For the Management Board -

- For the Supervisory Board -