

Annual Shareholders´ Meeting of Evonik Industries AG, Essen

on Tuesday May 20, 2014 at 10 a.m. (Central European Summer Time — CEST)

Venue: Grugahalle, Norbertstraße, 45131 Essen, Germany

Counter-motions and Proposals for Election by Shareholders

Motion A

Counter-motion from Mr. Carsten Wolff, Stuttgart, Germany, on item 7 of the Agenda

Mr. Carsten Wolff has submitted the following counter-motion:

Counter-motion for Annual Shareholders´ Meeting on May 20, 2014, Item 7 of the Agenda

Dear Sir or Madam,

with regards to item 7 of the agenda, Approving the Remuneration System of the Executive Board, I hereby submit the following counter-motion:

The remuneration system, in its overall scheme, must be refused and newly formulated. Here, the comprehensibility and clarity of the goals, benchmarks and implications form the basis. Criteria such as meaningful company-internal, market-independent data are incorporated into the assessment of the long-term development and the remuneration components based thereon.

Rationale

The objectives mentioned in Number 10.1 of the Remuneration report (in the Annual report 2013, p. 124) are not clear. Terms such as “long-term remuneration” or “multiannual nature of the remuneration” are not defined in detail nor terminated.

The draft presentation in itself is contradictory, as the consideration of the individual performance of the members of the Executive Board is undermined by mentioning soon after the resolution that all members of the Executive Board apart from the Chairman will be remunerated in the same way.

It follows from the further text that overall remuneration is made up of fixed annual base salary, annual bonus, long-term remuneration and customary fringe benefits. The table that follows implies that remuneration consists only of the first three payments mentioned, particularly because the mentioned individual percentages total 100.

A brief presentation of the fringe benefits is not provided until p.125, without ascertaining at this stage at the latest whether these are a part of the overall remuneration or not. That they are indeed a part of the overall remuneration is not known until the table on p.131 (position Fringe benefits and similar).

With regards to the performance-related component, at least for this current report, the information that the component is defined before the start of the measurement period — which usually corresponds to the fiscal year — is missing. Within the given wording adjustments during the fiscal year or a very late determination would be possible.

The procedures for determining the various success factors are not transparent and clear in any way due to various conditions and restrictions.

The share price is the main factor for calculating the long-term variable remuneration. However, the share price significantly depends on outside factors which can have positive as well as negative effects. Market-independent, company-internal absolute measures are missing.

The table shown on p.131 is to be welcomed under the aspects of disclosure, but also clearly illustrates the questionable variety of individual items that the remuneration consists of.

Kind regards,

Please note:

The management will comment on this counter-motion during the Annual Shareholders' Meeting on May 20, 2014.

This document is a convenience translation of the German original.

In case of discrepancy between the English and German version, the German version shall prevail which is published at www.evonik.de/hauptversammlung -> Gegenanträge