

5. Governing bodies of the company

5.1 Supervisory Board

The Supervisory Board consists of twenty members. Ten of these members are appointed by a resolution of the annual general meeting, and ten members are elected by the employees in accordance with the requirements of the German Co-Determination Act. The term of office of the shareholder representatives on the Supervisory Board ends at the conclusion of the annual general meeting 2019. The term of office of the employee representatives ends at the conclusion of the annual general meeting 2020.

Georg F. W. Schaeffler

Shareholder of INA-Holding Schaeffler GmbH & Co. KG
Chairman of the Supervisory Board of Schaeffler AG

Appointed: December 01, 2014

Committee memberships: Chairman of the mediation, executive, and nomination committees and member of the audit committee

Seats on supervisory and similar boards: Member of the supervisory board of Continental AG, Hanover

Maria-Elisabeth Schaeffler-Thumann

Shareholder of INA-Holding Schaeffler GmbH & Co. KG
Deputy Chairperson of the Supervisory Board of Schaeffler AG

Appointed: December 01, 2014

Committee memberships: Member of the mediation, executive, and nomination committees

Seats on supervisory and similar boards: Member of the supervisory board of Continental AG, Hanover

Jürgen Wechsler*

Regional Director of IG Metall Bavaria
Deputy Chairman of the Supervisory Board of Schaeffler AG

Appointed: November 19, 2015

Committee memberships: Member of the mediation and executive committees

Seats on supervisory and similar boards: Member of the supervisory board of BMW AG, Munich; deputy chairman of the supervisory board of Siemens Healthcare GmbH, Munich

Prof. Dr. Hans-Jörg Bullinger

Senator of Fraunhofer-Gesellschaft zur Förderung angew. Forschung e.V.

Appointed: December 01, 2014

Seats on supervisory and similar boards: Chairman of the supervisory board of ARRI AG, Munich; member of the supervisory board of Bauerfeind AG, Zeulenroda-Triebes; chairman of the supervisory board of TÜV SÜD AG, Munich; deputy chairman of the supervisory board of WILO SE, Dortmund

Dr. Holger Engelmann

Chief Executive Officer of Webasto SE

Appointed: December 01, 2014

Committee memberships: Member of the nomination committee

Seats on supervisory and similar boards: Member of the supervisory board of Webasto Roof Systems China Ltd., Hong Kong, China (until October 18, 2016); chairman of the supervisory board of Webasto Thermo & Comfort SE, Gilching

* Employee representative on the Supervisory Board.

Prof. Dr. Bernd Gottschalk

Acting Partner of AutoValue GmbH

Appointed: December 01, 2014

Committee memberships: Member of the nomination committee

Seats on supervisory and similar boards: Member of the supervisory board of JOST-Werke Deutschland GmbH, Neu-Isenburg; member of the supervisory board of Plastic Omnium SA, Levallois-Perret, France; chairman of the advisory board of Woco Industrietechnik GmbH, Bad Soden-Salmünster

Norbert Lenhard*

Chairman of the central Works Council of Schaeffler Technologies AG & Co. KG; Chairman of the Works Council at the Schweinfurt plant

Appointed: November 19, 2015

Committee memberships: Member of the mediation and executive committees

Dr. Siegfried Luther

Management Consultant

Appointed: December 01, 2014

Committee memberships: Chairman of the audit committee

Seats on supervisory and similar boards: Member of the supervisory board of Evonik Industries AG, Essen; member of the board of directors of Sparkasse Gütersloh, Gütersloh

Dr. Reinold Mittag*

Trade Union Secretary of IG Metall

Appointed: November 19, 2015

Committee memberships: Member of the audit committee

Yvonne Münch*

Manager Plant Purchase and Logistics

Appointed: November 19, 2015

Barbara Resch*

Wage coordinator

Appointed: November 19, 2015

Committee memberships: Member of the executive committee

Stefanie Schmidt*

Chairperson of the Works Council at the Wuppertal plant

Appointed: November 19, 2015

Dirk Spindler*

Senior Vice President R&D Processes, Methods and Tools of Schaeffler AG

Appointed: November 19, 2015

Robin Stalker

Chief Financial Officer of adidas AG, Herzogenaurach

Appointed: December 01, 2014

Committee memberships: Member of the audit committee

Jürgen Stolz*

Chairman of the Works Council at the Bühl plant

Appointed: November 19, 2015

Salvatore Vicari*

Chairman of the Works Council at Homburg/Saar plant

Appointed: November 19, 2015

Committee memberships: Member of the audit committee

Dr. Otto Wiesheu

Lawyer

Appointed: December 01, 2014

Prof. KR Ing. Siegfried Wolf

Chairman of the Board of Directors of Russian Machines LLC

Appointed: December 01, 2014

Committee memberships: Chairman of the executive committee

Seats on supervisory and similar boards: Member of the supervisory board of Banque Eric Sturdza SA, Geneva, Switzerland; member of the supervisory board of Continental AG, Hanover; chairman of the supervisory board of GAZ Group, Nizhny Novgorod, Russia; member of the supervisory board of Miba AG, Mitterbauer Beteiligungs AG, Laakirchen, Austria; chairman of the supervisory board of SBERBANK Europe AG, Vienna, Austria; member of the supervisory board of UC RUSAL Plc, Nicosia, Cyprus (since June 24, 2016)

Jürgen Worrich*

Chairman of the European Schaeffler Works Council; member of the Works Council at the Herzogenaurach plant

Appointed: November 19, 2015

Committee memberships: Member of the audit committee

Prof. Dr.-Ing. Tong Zhang

Director Clean Energy Automotive Engineering Center at Tongji University in Shanghai, China

Appointed: December 01, 2014

* Employee representative on the Supervisory Board.

5.2 Supervisory Board committees

Mediation committee

Georg F. W. Schaeffler (chairman),
Norbert Lenhard, Maria-Elisabeth Schaeffler-Thumann,
and Jürgen Wechsler

Executive committee

Georg F. W. Schaeffler (chairman), Norbert Lenhard,
Barbara Resch, Maria-Elisabeth Schaeffler-Thumann,
Jürgen Wechsler, and Prof. KR Ing. Siegfried Wolf

Audit committee

Dr. Siegfried Luther (chairman), Dr. Reinold Mittag,
Georg F. W. Schaeffler, Robin Stalker, Salvatore Vicari,
and Jürgen Worrich

Nomination committee

Georg F. W. Schaeffler (chairman),
Dr. Holger Engelmann, Prof. Dr. Bernd Gottschalk,
and Maria-Elisabeth Schaeffler-Thumann

5.3 Board of Managing Directors

The Schaeffler Group is managed by the Board of Managing Directors of Schaeffler AG. The Board of Managing Directors currently has eight members: the Chairman of the Board of Managing Directors (CEO), the CEOs of the two divisions Automotive and Industrial, and the Managing Directors responsible for the functions (1) Technology, (2) Operations, (3) Finance, and (4) Human Resources. Together, the Board of Managing Directors and the Regional CEOs represent the Schaeffler Group's Executive Board.

Klaus Rosenfeld

Chief Executive Officer

Responsible for: Quality; MOVE, Communications & Marketing; Investor Relations; Legal; Internal Audit; Corporate Development & Strategy; Compliance & Corporate Security; Corporate Real Estate

Appointed: October 24, 2014

Term of office ends: June 30, 2019

Seats on supervisory and similar boards: Member of the supervisory board of Continental AG, Hanover; member of the supervisory board of FAG Bearings India Ltd., Mumbai, India

Prof. Dr.-Ing. Peter Gutzmer

Deputy Chief Executive Officer and Chief Technology Officer

Responsible for: Corporate R&D Management; Corporate Innovation; R&D Processes, Methodologies & Tools; R&D Expertise & Services; Protection of Industrial Property; Surface Technologies; Information Technology; Digitalization Coordination Office

Appointed: October 24, 2014

Term of office ends: December 31, 2019

Seats on supervisory and similar boards: Member of the supervisory board of Continental AG, Hanover

Dr. Ulrich Hauck

Chief Financial Officer

Responsible for: Finance Strategy, Processes & Infrastructure; Corporate Accounting; Corporate Controlling; Corporate Treasury; Corporate Taxes; Divisional Controlling Automotive and Industrial divisions; Corporate Insurance

Appointed: April 01, 2015

Term of office ends: March 31, 2018

Seats on supervisory and similar boards: Member of the supervisory board of mutares AG, Munich

Oliver Jung

Chief Operating Officer

Responsible for: Operations Strategy & Processes; Production Technology; Special Machinery; Tool Management & Prototypes; Industrial Engineering; Bearing & Components Technologies; Logistics; Purchasing; MOVE Operations

Appointed: October 24, 2014

Term of office ends: September 30, 2018

Seats on supervisory and similar boards: Member of the supervisory board of SupplyOn AG, Munich

Prof. Dr. Peter Pleus

CEO Automotive

Responsible for: Engine Systems and Chassis Systems business divisions; Global Key Account Management Automotive division; Business Development Automotive

Appointed: October 24, 2014

Term of office ends: December 31, 2018

Seats on supervisory and similar boards: Member of the supervisory board of IAV GmbH, Berlin

Corinna Schittenhelm

Chief Human Resources Officer

Responsible for: HR Strategy; General Policy & Remuneration Management; Leadership, Recruiting & Talent Management; Schaeffler Academy; HR Systems, Processes & Reporting; Environment, Occupational Health & Safety; Human Resources Functions; Human Resources Automotive; Human Resources Industrial

Appointed: January 01, 2016

Term of office ends: December 31, 2018

Dr. Stefan Spindler

CEO Industrial

Responsible for: Strategic Planning Sectors & Customers; Global Sales Industrial; Research & Development and Application Development; Operations and Supply Chain Management; Program "CORE"

Appointed: May 01, 2015

Term of office ends: April 30, 2018

Seats on supervisory and similar boards: Deputy Chairman of the supervisory board of Schaeffler Austria GmbH, Berndorf-St. Veit, Austria

Matthias Zink (since January 01, 2017)

CEO Automotive

Responsible for: Transmission Systems and Automotive Aftermarket business divisions; Research & Development Automotive division

Appointed: January 01, 2017

Term of office ends: December 31, 2019

The following member left the Board of Managing Directors in 2016**Norbert Indlekofer (until December 31, 2016)**

CEO Automotive

Responsible for: Transmission Systems and Automotive Aftermarket business divisions; Research & Development Automotive division

Appointed: October 24, 2014

Term of office ended: December 31, 2016

Seats on supervisory and similar boards: Member of the supervisory board of Gienanth GmbH, Eisenberg

* Employee representative on the Supervisory Board.