



Corporate Governance Update

Prof. Dr. A. Stefan Kirsten
Vorsitzender des Verwaltungsrats

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Aktuelle Statusübersicht

Prozess	Sonderuntersuchung zu den Anschuldigungen abgeschlossen	✓
Transparenz	Ergebnis: Kein Betrug, nur schwache Governance	✓
Implikationen	Ergebnisse der Sonderuntersuchung spiegeln sich im „Disclaimer of Opinion“ für GJ 2021 wider. Testat für GJ 2022 angepeilt	✓
Governance	Überprüfung bis zur HV am 29. Juni 2022	✓
Update Strategie	Präsentation der zukünftigen Unternehmensperspektive ca. im Q3 2022	

Update Corporate Governance

Governance Verbesserung: Management

Thomas Echelmeyer zum Interim-Finanzvorstand ernannt

Personalberatung mit Suche nach permanenter CFO-Besetzung beauftragt

Governance Verbesserung: Strukturen & Prozesse

- Neue Aufgabenverteilung im Verwaltungsrat **1**
- Laufender direkter Austausch zwischen Verwaltungsrat und Management
- Individuelles Votum zu Wiederbestellung aller VR-Mitglieder auf kommender HV

- Empfehlung: Keine Dividendenzahlung für 2021 aufgrund „Disclaimer of Opinion“ **2**

- Weiterführung KPMG Prüfungsmandate **3**
- Heilung des „Disclaimer of Opinion“ ab H1 2022
- Ziel: Uneingeschränktes Testat für 2022

- Detailliertere Cashflow-Analyse **4**
- Breiter Dialog mit Kapitalmarkt, Fremd- und Eigenkapitalgebern
- Prozessunterstützung durch PJT Consulting (neu) und Kempen (laufend)

- Führung als eine wirtschaftliche Einheit **5**
- Sanierung von Consus Real Estate
- Stärkere Anbindung von BCP

- PwC mit Analyse und Aufbau einer robusten Compliance Organisation beauftragt **6**

Update Corporate Governance

Rechtliche Situation

Keine strafrechtliche Relevanz durch Sonderuntersuchung gefunden

Sonstige rechtliche Ansprüche gegen Gesellschaft und Organe werden extern geprüft

Regulative Situation

Gesprächsbereitschaft und Transparenz gegenüber Bundestag-Finanzausschuss angeboten

BaFin-Untersuchungen laufen mit voller Kooperation durch Adler

Enger Austausch mit CSSF

Fazit

Relevante Probleme identifiziert – Umsetzung von Lösungen läuft

Q&A

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