



**Declaration of Conformity of Villeroy & Boch AG  
pursant to Section 161 of the German Stock Corporation Act**

(Supplement dated 04.02.2020)

On December 19, 2019, the Management Board and Supervisory Board of Villeroy & Boch AG issued a declaration of compliance with the recommendations of the "Government Commission on the German Corporate Governance Code" in the version dated February 7, 2017 pursuant to Section 161 of the German Stock Corporation Act (AktG), which shall now be supplemented regarding one item:

**Section 5.4.3 phrase 2 of the Code:**

The Company has decided to request the judicial appointment of Peter Prince Wittgenstein as a member of the Supervisory Board not only for the period until the next Annual General Meeting, but for a term of office until the end of the General Meeting of Shareholders that resolves on the approval of the actions of the Supervisory Board for the financial year ending on 31 December 2022 and thus until the end of the regular term of office of Mr. Yves Elsen, who has left the Supervisory Board.

**Composition of the Supervisory Board**

This creates clarity and legal certainty for the Company, its stakeholders and also Prince Wittgenstein, and avoids speculation about the future composition of the Supervisory Board that is detrimental to the success of the business.

66693 Mettlach, Germany, February 2020

The Board of Directors

The Supervisory Board

Frank Göring  
Chairman of the Management Board

Dr. Alexander von Boch-Galhau  
Chairman of the Supervisory Board