

RHI Magnesita N.V. (the “Company”)

Non-Executive Directors — Retirement Schedule

The non-executive directors of the Company are appointed by shareholders at the general meeting. They hold office for the term for which they are appointed by the shareholders of the Company, unless they resign or are dismissed by the shareholders of the Company.

The non-executive directors are generally appointed for three-year terms, with the expectation that the Board will then consider whether to recommend to the general meeting that the tenure of the individual should be extended for a further three-year period. Those directors appointed in 2017 served until the first AGM in June 2018, where, following appointment, their initial three-year term commenced. These terms were renewed for a further three years in 2021.

The Employee Representative Directors (indicated by an * below) have been selected in accordance with the applicable local law provisions by the employee representatives. They are appointed for a term of not more than four years.

All directors (with the exception of the Employee Representative Directors) retire at the Annual General Meeting each year. The Board, with the support of the Nomination Committee, will review whether the individual's performance continues to be effective and whether they continue to demonstrate commitment to their role. If appropriate, the Board will nominate the director for re-election by the AGM, in accordance with the Articles of Association of the Company.

The appointment terms of the directors who are currently holding office are as outlined below:

Non-executive director	Date of first appointment	Next re-election by shareholders	Appointment term ends
Herbert Cordt (Chairman)	20 June 2017	Upcoming AGM	2024 AGM
John Ramsay (SID & Deputy Chairman)	6 October 2017	Upcoming AGM	2024 AGM
Janet Ashdown	6 June 2019	Upcoming AGM	2022 AGM
Wolfgang Ruttenstorfer	20 June 2017	Upcoming AGM	2024 AGM
Karl Sevelde	6 October 2017	Upcoming AGM	2024 AGM
Fiona Paulus	6 June 2019	Upcoming AGM	2022 AGM
Stanislaus Sayn-Wittgenstein	6 October 2017	Upcoming AGM	2024 AGM
David Schlaff	6 October 2017	Upcoming AGM	2024 AGM
Jann Brown	10 June 2021	Upcoming AGM	2024 AGM
Marie-Helene Ametsreiter	10 June 2021	Upcoming AGM	2024 AGM
Sigalia Heifetz	10 June 2021	Upcoming AGM	2024 AGM
Michael Schwarz*	8 December 2017	N/A	9 December 2025
Karin Garcia*	9 December 2021	N/A	9 December 2025
Martin Kowatsch*	14 December 2021	N/A	14 December 2025

Approved by the Board of Directors on 26 November 2019