

Change to the Corporate Governance Declaration in accordance with Section 161 AktG in the version dated 6 December 2017

The appointment of an additional executive board member on 1 August 2018 has resulted in the need to change the declaration last jointly submitted by the Executive Board and Supervisory Board on 6 December 2017 in accordance with Section 161 AktG. The previous declaration will be changed in the following respect (changes emphasized).

1. Adjustment of the previous remarks on:

"Composition of the Executive Board (Section 4.2.1) / Diversity in the filling of Executive Board (Section 5.1.2)

The Code recommends that the Executive Board consist of several persons and should have a Chairman or Speaker. In the context of the rules of procedure, an allocation of duties should be regulated for that purpose. Furthermore, the Supervisory Board will ensure diversity in the composition of the Executive Board and, in doing so, strive for appropriate consideration of women in particular.

The Executive Board for SLEEPZ AG has consisted of two persons since 1 August 2018. Nevertheless, the appointment of a Chairman or Spokesman has been foregone in light of the size of the company and the body to grant the Executive Board the greatest possible flexibility in the context of management. There are rules of procedure for the Executive Board, which are supplemented by an appendix on the allocation of duties. In the context of the size of the company, the Supervisory Board resolved to abstain from defining criteria for the possible search of suitable Executive Board candidates that go beyond those of "expertise" and "competence", as well as a target figure for the proportion of women, or to adhere to a target figure of 0%, namely – even if (an)other member(s) of the Executive Board should be appointed by that date – until 30/06/2022".

2. Adjustment of the previous remarks in the last paragraph:

"Executive Board member Oliver Borrmann currently receives no compensation; the remuneration provision with Executive Board member Alexander von Tschirnhaus corresponds to the recommendations in accordance with Sections 4.2.2 - 4.2.5 (remuneration of the Executive Board).

In light of its size, the Supervisory Board of SLEEPZ AG foregoes the formation of committees; the recommendations under Section 5.3 (Formation of committees) of the Code therefore do not apply".

In other respects, the declaration on 6 December 2017 remains as it was published on the company website at

<https://www.sleepz.com/de/investor-relations/corporate-governance/entsprechenserklaerung>

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Berlin, 17 August 2018

For the Supervisory Board:

./ Sven Rittau

Executive Board:

./ Oliver Borrmann

./ Alexander von Tschirnhaus