

Remuneration

This remuneration report sets out the remuneration policy for the Schiphol Group Management Board and Supervisory Board.

Directors' remuneration

The members of the Management Board of Royal Schiphol Group N.V. are appointed by the Supervisory Board for a term of four years. They are eligible for reappointment for a four-year term.

In 2023, the Management Board comprised the following persons:

	Position	Term	Term ends on
Ruud Sondag	CEO	Second	29 February 2024 ¹
Robert Carsouw	CFO	First	31 March 2025
Hanne Buis	COO	First	31 January 2023 ²

¹ The original appointment was until 31 October 2023. The Supervisory Board's decision of 10 July 2023 extended the appointment to 29 February 2024.

² The term of the original appointment was until 31 May 2024, but the Supervisory Board terminated the contract per 1 February 2023.

At the end of 2023, the Management Board comprised of Mr Sondag and Mr Carsouw. Mr Sondag is employed as CEO on an interim basis. Mr Sondag and Mr Carsouw have a fixed-term employment contract with Royal Schiphol Group N.V.

Early 2023, the Supervisory Board decided to terminate the employment contract with Ms. Buis as a result of a difference of opinion that has arisen about the operational management of the airport. Ms. Buis was released of her duties as of 1 February 2023.

The Supervisory Board decided to extend Mr Sondag's interim period, which ended on 30 October 2023, until ultimately 29 February 2024.

General

Schiphol's remuneration policy primarily aims to offer remuneration at a level that will attract and retain qualified and capable board members (including those from within the organisation). The remuneration policy is also intended to promote the achievement of Schiphol's objectives, as adopted each year by the Supervisory Board, based (in part) on the approved Business Plan. In addition to the financial objectives, Schiphol Group has formulated strategic and public objectives as reflected in various 'Top Performance Indicators' and 'major deliverables', including sustainability related objectives.

The remuneration policy meets the best-practice provisions on remuneration defined in the Dutch Corporate Governance Code. Since the majority of the shares in Royal Schiphol Group N.V. is held by the State of the Netherlands, Schiphol's remuneration policy falls within the scope of the Nota Deelnemingenbeleid Rijksoverheid 2022 ('2022 state participations policy'), including the July 2017 remuneration policy principles. The state participations policy and the remuneration policy principles apply strict standards, for instance on variable remuneration.



Remuneration package structure

A summary of the employment arrangements and the amounts constituting the total remuneration of each Management Board member in 2023 are provided below.

Fixed salary

Based on the current remuneration policy, the CEO's fixed salary amounts to 458,021 euros in total¹. This amount includes an indexation of 3.25% per 1 January 2023, equal to the value of the collective labour agreement increase for all Schiphol employees in 2022. With regard to the other Management Board members, the maximum fixed salary is 85% of the CEO's. The salaries, in 2023, were as follows:

	Position	Total fixed salary (EUR)
Ruud Sondag	CEO	458,021
Robert Carsouw	CFO	389,318
Hanne Buis ¹	COO	227,102

¹ Until 31 July 2023, including the notice period of 6 months.

Variable remuneration

General

According to the remuneration policy, the maximum variable remuneration amounts to 20% of the total fixed salary. The Supervisory Board determines the level of the variable remuneration which depends on the extent to which the annually defined targets have been achieved. Those targets are both qualitative in nature (maximum of 14%) and related to the financial results achieved (maximum of 6%). The qualitative targets include targets in the area of sustainable long term value creation. The variable remuneration is subject to a clawback clause. Therefore the Supervisory Board has the option to adjust variable pay retrospectively in certain cases.

Variable remuneration 2022

In accordance with the conditions set in relation to the NOW regulation, no variable remuneration was awarded over 2022 to the Management Board. Furthermore, both the Management and the Supervisory Board were of the opinion that the operational performance in 2022 did not allow for a variable remuneration.

Pension arrangements

Schiphol Group's pension plan, which is an average earnings scheme, is administered by Algemeen Burgerlijk Pensioenfonds (ABP). The premium due consists of an employer's share and an employee's share. The pension base used to calculate the premium is made up of fixed and variable pay (STI).

Effective 1 January 2015, no pension is accrued for tax purposes for the portion of the pensionable income in excess of 128,810 euros². In conformity with general practice in the Netherlands, Schiphol has decided to compensate the employees concerned (including the Management Board members) for this reduced pension accrual.

Other benefits

The fringe benefits consist of appropriate expense allowances, a company car or lease payment (including the possible use of a driver) and allowances for telephone costs or a telephone. The company has also taken out personal accident insurance and directors' and officers' liability insurance on behalf of the Management Board members. No loans, advances or guarantees have been or will be granted to members of the Management Board. Acceptance of ancillary positions requires the explicit approval of the Supervisory Board.

Remuneration ratios

The median gross total remuneration, including the variable remuneration and pension costs, for all Schiphol employees (excluding the CEO) amounted to 91,854 euros in 2023 (2022: 88,730 euros).

This amount compared with the total fixed salary (as no variable remuneration was paid in 2023), pension costs and pension allowance received by the CEO in 2023, totaling 552,945 euros (2022: 551,680 euros), equates to a remuneration ratio of 1:6.0 (2022: 1:6.2). The pay ratio does differ compared to previous years: in 2021 the pay ratio was 1:6.2, in 2020 1:7.0, in 2019 1:7.2 and in 2018 1:7.4. During the previous years, the pay ratios decreased.

An important explanation for the decrease is that the Management Board did not receive any variable remuneration over the period 2020 until 2023. Also, the indexation for the board members in 2023 was based on the value of the collective labour agreement increase in 2022. The increase for the collective labour agreement in 2023 consisted of a higher percentage compared to 2022. Moreover, since 2021, the pension costs have been added to the ratio calculation. The latter effect is not large because it was also added to the gross total remuneration for all Schiphol employees (excluding the CEO).

Lastly, since 2022, the median gross total remuneration for all employees (excluding the CEO) is calculated based on the actual median work hours a week: 36 (the remuneration of the CEO is based on 40 hours a week). Based on the assumption that all employees work 40 hours a week, the pay ratios for 2022 and 2023 would have been even lower.

Gender pay ratios are described in the corporate governance section.

¹ Fixed gross annual salary, including holiday allowance.

² The maximum amount for tax purposes, applicable in 2023.

Management Board Remuneration for 2023

The [performance](#) on the qualitative targets, determined this year on the basis of eight top performance indicators and eleven 'major deliverables', has been assessed by the People Committee and the Supervisory Board and is a weighted mix between the results achieved on both aspects. The Supervisory Board concluded that the overall performance of the company and the Management Board improved significantly compared to last year. The degree of recovery after a number of exceptional years is impressive. Management has shown very positive results in terms of, amongst others, operational performance, social and environmental sustainability and the quality of work at the airport. Given the beforementioned, the Supervisory Board used its discretionary authority, in line with the remuneration policy. The Supervisory Board has therefore determined that the variable remuneration amounts to 15%.

The total remuneration received by Management Board members in 2023 is specified in the [Remuneration for Management Board members](#) section of the financial statements.

The 2024 Management Agenda, consisting of eight TPIs and thirteen 'major deliverables' mainly in relation to the Schiphol Fast Forward programme, has been adopted by the Supervisory Board.

Supervisory Board Remuneration

General

An indexation of 3.25% of the remuneration for members of the Supervisory Board is effective per 1 January 2023. At the same date, remuneration for committee members was indexed accordingly. All members of the Supervisory Board receive an indexed expense allowance of 1,696.88 euros per year. Members of a Supervisory Board committee are entitled to an additional fee. Each member of the Audit Committee receives 6,701.76 euros per annum, and each member of one of the other committees is entitled to 5,584.80 euros per annum.

The actual remuneration for Supervisory Board members in 2023 was as follows:

Remuneration component	Amount (EUR)
Chair of the Supervisory Board	40,769
Members of the Supervisory Board	26,807
Audit Committee members	6,702
Committee members	5,585

Remuneration of the Supervisory Board for 2023

Information on the remuneration of the Supervisory Board for 2023 can be found under '[Related parties](#)' in the [notes to the consolidated financial statements](#).

Schiphol, 15 February 2024