

Additional information with regard to item 5 of the agenda

Election of the independent auditor of the annual and consolidated financial statements for the 2022 financial year and the auditor for a possible audit review of the abridged financial statements and interim management report in the 2022 financial year and the auditor for a possible audit review of additional information during the year

The independent auditor for the annual financial statements and consolidated financial statements is elected by the shareholders at the annual general meeting in accordance with applicable statutory provisions.

In line with a corresponding recommendation made by the Finance and Audit Committee, the Supervisory Board proposes that the following resolution be adopted:

The PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, with registered offices in Osnabrück, Germany, is appointed to act as independent auditor of the annual and consolidated financial statements for the 2022 financial year and the auditor for a possible audit review of the abridged financial statements and interim management report pursuant to Section 115 (5) and Section 117 No. 2 of the German Securities Trading Act (Wertpapierhandelsgesetz) in the 2022 financial year and the auditor for a possible audit review of additional financial information during the year pursuant to Sections 115 (7) and 117 No. 2 of the German Securities Trading Act in financial year 2022, and in 2023 until the next annual general meeting.

In accordance with Article 16 (2) Subparagraph 3 of Regulation (EU) No. 537/2014, the Finance and Audit Committee declared that its recommendation is free from any undue influence by third parties and that no contractual clause limiting the choices of the annual general meeting has been imposed upon it within the meaning of Article 16 (6) of the Regulation (EU) No. 537/2014.

PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft declared to the Finance and Audit Committee that there are no business, financial, personal or other relationships between it, on the one hand, and Berentzen-Gruppe Aktiengesellschaft and the members of its bodies, on the other, that may give rise to doubts as to its independence. In each case, this declaration relates to the relationships of PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft itself, as well as to an extended group of individuals according to the applicable provisions of European and German legislation and professional standards. These include, but are not limited to, audit partners and members of top levels of management and executives that perform the audit as well as the firms affiliated with PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft or linked to it within its network, the legal representatives of PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, the members of the supervisory board of PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft with regard to their professional relationships as defined in Sec. 319 (3) Sentence 1 No. 2 German Commercial Code (HGB), individuals acting on behalf of PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft who are able to influence the outcome of the audit or, where applicable, also the spouses, domestic partners or direct relatives or other members of these individuals' families who have been living in the same household with them for at least one year.

**Annual General Meeting of
Berentzen-Gruppe Aktiengesellschaft on May 18, 2022**



The PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft has been the financial statements auditor and the consolidated financial statements auditor of Berentzen-Gruppe Aktiengesellschaft since financial year 2021. The undersigned auditors of the auditor's opinions for the annual and consolidated financial statements of Berentzen-Gruppe Aktiengesellschaft are Mr. Prof. Dr. Gregor Solfrian (since financial year 2021) and Mr. Stefan Geers (since financial year 2021).

Haselünne, April 2022

Berentzen-Gruppe Aktiengesellschaft

The Executive Board