

# Information pursuant to section 125 para. 1 German Stock Corporation Act (AktG) in connection with section 125 para. 5 AktG, article 4 para. 1 and table 3 of the annex to Implementing Regulation (EU) 2018/1212

Type of Information	Description
A. Spe	cification of the message
1. Unique identifier of the event	BEZ052023oHV
2. Type of message	Meeting notice of a general meeting [format pursuant to Implementing Regulation (EU) 2018/1212: NEWM]
B. Sp	pecification of the issuer
1.ISIN	DE0005201602
2.Name of issuer	Berentzen-Gruppe Aktiengesellschaft
C. Spe	ecification of the meeting
1. Date of the general meeting	10.05.2023
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510]
2. Time of the general meeting	10:00 hours (CEST)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 08:00 UTC]
3. Type of the general meeting	Ordinary annual general meeting
	[format pursuant to Implementing Regulation (EU) 2018/1212: GMET]
4. Location of the general meeting	Glashalle in Hannover Congress Centrum, Theodor-Heuss-Platz 1-3, 30175 Hannover, Germany
5. Record Date	19.04.2023, 00:00 hrs. (CEST)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230418]
6. Uniform Resource Locator (URL)	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
D. Particiț	pation in the general meeting
D. Participation in the general meeting – Voting in	person on site
1. Method of participation by shareholder	Voting in person on site
	[format pursuant to Implementing Regulation (EU) 2018/1212: PH; ISO 20022: PHYS]
2. Issuer deadline for the notification of participation	03.05.2023, 24:00 hours (CEST)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230503; 22:00 UTC]
3. Issuer deadline for voting	10.05.2023, until the end of voting
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510; until the end of voting]

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D. Participation in the general meeting – proxies nominated by the Company		
1. Method of participation by shareholder	Exercising the right to vote by granting authority and issuing instructions to the proxies nominated by the Company	
	[format pursuant to Implementing Regulation (EU) 2018/1212: PX; ISO 20022: PRXY]	
2. Issuer deadline for the notification of participation	03.05.2023, 24:00 hours (CEST)	
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230503; 22:00 UTC]	
3. Issuer deadline for voting	Granting authority (with voting instructions) to the proxies nominated by the Company	
	• in writing or in text form by postal mail, fax, email or the password- protected internet service at www.berentzen-gruppe.de/en/investors/annual-general-meeting/ by 09.05.2023, 24:00 hours (CEST)	
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230509; 22:00 UTC]	
	<ul> <li>if attending the Annual General Meeting in person on 10.05.2023, until the start of voting</li> </ul>	
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510; until the start of voting]	
D. Participation in the general meeting – proxy au	thorization	
1. Method of participation by shareholder	Exercising the right to vote through an authorized third party	
	[format pursuant to Implementing Regulation (EU) 2018/1212: PX; ISO 20022: PRXY]	
2. Issuer deadline for the notification of participation	03.05.2023, 24:00 hours (CEST)	
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230503; 22:00 UTC]	
3. Issuer deadline for voting	Exercise of voting rights by the authorised third party on 10.05.2023, until the end of voting at the Annual General Meeting	
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510; until the end of voting]	
	Exercising of voting rights by the proxy through granting sub-proxies and issuing instructions to the proxies nominated by the Company:	
	• in writing or in text form by postal mail, fax, email or the password- protected internet service at www.berentzen-gruppe.de/en/investors/annual-general-meeting/ by 09.05.2023, 24:00 hours (CEST)	
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230509; 22:00 UTC]	
	<ul> <li>if attending the Annual General Meeting in person on 10.05.2023, until the start of voting</li> </ul>	
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510; until the start of voting]	



	E. Agenda
E. Agenda – item 1	
1. Unique identifier of the agenda item	1
2. Title of the agenda item	Presentation of the adopted Annual Financial Statements and the approved Consolidated Financial Statements at December 31, 2022, the Combined Management Report for Berentzen-Gruppe Aktiengesellschaft and the corporate group complete with the explanatory report of the Executive Board regarding disclosures in accordance with Section 289a and Section 315a of the German Commercial Code (Handelsgesetzbuch – HGB) and the Report of the Supervisory Board for the 2022 financial year
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	
5. Alternative voting options	
E. Agenda – item 2	
1. Unique identifier of the agenda item	2
2. Title of the agenda item	Adoption of a resolution regarding the utilisation of the distributable profit for the 2022 financial year
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote
	[format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention
	[format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 3	
1. Unique identifier of the agenda item	3
2. Title of the agenda item	Adoption of a resolution regarding the approval of the actions of the Executive Board in the 2022 financial year
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote
	[format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention
	[format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]

# Annual general meeting of Berentzen-Gruppe Aktiengesellschaft on 10 May 2023



**Convenience Translation** 

E. Agenda – item 4	
1. Unique identifier of the agenda item	4
2. Title of the agenda item	Adoption of a resolution regarding the approval of the actions of the Supervisory Board for the 2022 financial year
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]

# E. Agenda – item 5

1. Unique identifier of the agenda item	5
2. Title of the agenda item	Election of the independent auditor of the annual and consolidated financial statements for the 2023 financial year and the auditor for a possible audit review of the abridged financial statements and interim management report in the 2023 financial year and the auditor for a possible audit review of additional information during the year
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote [format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]

#### E. Agenda – item 6

1. Unique identifier of the agenda item	6
2. Title of the agenda item	Resolution on approval of the remuneration report for the 2022 financial year
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Advisory vote [format pursuant to Implementing Regulation (EU) 2018/1212: AV; ISO 20022: ADVI]
5. Alternative voting options	Vote in favour, Vote against, Abstention [format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]



E. Agenda – item 7	
1. Unique identifier of the agenda item	7
2. Title of the agenda item	Supplementary election to the Supervisory Board - Ms. Theresia Stöbe
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote
	[format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention
	[format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 8	•
1. Unique identifier of the agenda item	8
2. Title of the agenda item	Resolution on the deletion of Article 16 (5) of the Articles of Association (limitation of delivery of the notices under Section 125 AktG to means of electronic communication)
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote
	[format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention
	[format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
E. Agenda – item 9	·
1. Unique identifier of the agenda item	9
2. Title of the agenda item	Resolution on the supplementation of Article 16 of the Articles of Association with a new Paragraph (5) enabling annual general meetings to be held in virtual format in future
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/

3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote
	[format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention
	[format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]



E. Agenda – item 10	
1. Unique identifier of the agenda item	10
2. Title of the agenda item	Resolution on a new version of Article 18 (3) of the Articles of Association enabling Supervisory Board members to attend annual general meetings via an audio and video broadcast
3. Uniform Resource Locator (URL) of the materials	www.berentzen-gruppe.de/en/investors/annual-general-meeting/
4. Vote	Binding vote
	[format pursuant to Implementing Regulation (EU) 2018/1212: BV; ISO 20022: BNDG]
5. Alternative voting options	Vote in favour, Vote against, Abstention
	[format pursuant to Implementing Regulation (EU) 2018/1212: VF, VA, AB; ISO 20022: CFOR, CAGS, ABST]
F. Specification of the deadlines	regarding the exercise of other shareholders rights
F. Shareholder right – motions for additions to the	e agenda
1. Object of deadline	Submission of requests for additions to the agenda
2. Applicable issuer deadline	09.04.2023, 24:00 hours (CEST) (time of receipt decisive)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230409; 22:00 UTC]
F. Shareholder right – countermotions	
1. Object of deadline	Submission of countermotions to proposed resolutions on items on the agenda
2. Applicable issuer deadline	For countermotions to be made available to other shareholders: 25.04.2023, 24:00 hours (CEST) (time of receipt decisive)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230425; 22:00 UTC]
	For countermotions during the Annual General Meeting: 10.05.2023
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510]
F. Shareholder right – election proposals	·
1. Object of deadline	Submission of election proposals for the election of supervisory board members or auditors
2. Applicable issuer deadline	For election proposals to be made available to other shareholders: 25.04.2023, 24:00 hours (CEST) (time of receipt decisive)
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230425; 22:00 UTC]
	For election proposals during the Annual General Meeting: 10.05.2023
	[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510]



F. Shareholder right – right to information	
1. Object of deadline	Request for information on company matters (section 131 (1) AktG)
2. Applicable issuer deadline	On 10.05.2023 from the opening of the Annual General Meeting until the closing of the requests to speak by the chairman of the meeting [format pursuant to Implementing Regulation (EU) 2018/1212: 20230510; from the opening of the Annual General Meeting until the closing of the requests to speak by the chairman of the meeting]
F. Shareholder right – filing of objections	
1. Object of deadline	filing of objections against resolutions of the general meeting
2. Applicable issuer deadline	On 10.05.2023 from the beginning of the general meeting until its closing by the chairman of the meeting.

[format pursuant to Implementing Regulation (EU) 2018/1212: 20230510; from the beginning of the general meeting until its closing by the chairman of the general meeting]	
the chairman of the general meeting]	