

**DECLARATION OF COMPLIANCE OF THE ADMINISTRATIVE BOARD OF 029 GROUP SE WITH
THE RECOMMENDATIONS OF THE "GOVERNMENT COMMISSION ON THE GERMAN
CORPORATE GOVERNANCE CODE" PURSUANT TO ARTICLE 9 PARA. 1 LIT. C (ii) OF THE
COUNCIL REGULATION (EC) NO 2157/2001 OF 8 OCTOBER 2001, AS AMENDED, IN
CONJUNCTION WITH SECTION 161 AKTG**

On 27 June 2022, the German Corporate Governance Code as amended on 28 April 2022 was published in the official section of the Federal Gazette ("**Code 2022**"). The Administrative Board of 029 Group SE generally appreciates the intention of the Government Commission on the German Corporate Governance Code to provide transparent guidelines as a valuable guide and assistance for ensuring compliant corporate management. The Administrative Board of 029 Group SE will disclose and explain any deviations from the recommendations of the Code 2022 in future declarations of compliance. The respective declaration is permanently available to the public on the website.

The Administrative Board of 029 Group SE hereby declares pursuant Article 9 para. 1 lit. c (ii) of the Council Regulation (EC) No. 2157/2001 of 8 October 2001, as amended, in conjunction with Section 161 AktG that the Company will comply with the recommendations of the Code 2022 in the future with the following exceptions:

A.2 When making appointments to executive positions, the Management Boards shall consider diversity.

When filling management positions, the Management Board primarily focuses - irrespective of gender - on the professional and personal competence of potential candidates, paying particular attention to the company-specific requirements, in particular due to the size of the company, so that the managers have the knowledge, skills and professional experience required to perform their tasks.

A.5 The management report shall describe the main characteristics of the entire internal control system and risk management system, and provide comment upon the appropriateness and effectiveness of these systems.

As 029 Group SE has not yet engaged in any business activities, such a management report has not yet been prepared.

B.1 When appointing Management Board members, the Supervisory Board shall take diversity into account.

When filling management positions, the Administrative Board primarily focuses - irrespective of gender - on the professional and personal competence of potential candidates, paying particular attention to the company-specific requirements, in particular due to the size of the company, so that the managers have the knowledge, skills and professional experience required to perform their tasks.

B.2 Together with the Management Board, the Supervisory Board shall ensure that there is long-term succession planning. The approach shall be described in the Corporate Governance Statement.

As the governing bodies of 029 Group SE have only recently been appointed, the Administrative Board and the Managing Director have not yet established a long-term succession planning.

B.5 An age limit shall be specified for members of the Management Board and disclosed in the Corporate Governance Statement

No Corporate Governance Statement has been published to date. In the future, the 029 Group SE will publish a corresponding Corporate Governance Statement including an age limit for the Managing Director.

C.2 An age limit shall be specified for members of the Supervisory Board and disclosed in the Corporate Governance Statement.

No Corporate Governance Statement has been published to date. In the future, the 029 Group SE will publish a corresponding Corporate Governance Statement including an age limit for the Members of the Administrative Board.

D.3 The expertise in the field of accounting shall consist of special knowledge and experience in the application of accounting principles and internal control and risk management systems, and the expertise in the field of auditing shall consist of special knowledge and experience in the auditing of financial statements. Accounting and auditing also include sustainability reporting and its audit and assurance. The chairman of the audit committee shall have appropriate expertise in at least one of the two areas. The corporate governance statement shall name the relevant members of the audit committee and provide details of their expertise in the areas mentioned. The Chair of the Supervisory Board shall not chair the Audit Committee.

So far, there has been no obligation to publish the Corporate Governance Statement, so no Statement exists yet.

D.4 The Supervisory Board shall form a Nomination Committee, composed exclusively of shareholder representatives, which names suitable candidates to the Supervisory Board for its proposals to the General Meeting.

Because the Administrative Board of 029 Group SE consists of only three members, the formation of a Nomination Committee was not required.

D.6 The Supervisory Board shall also meet on a regular basis without the Management Board.

Because the management structure of the 029 Group SE complies with the one-tier system and the Managing Director is also a member of the Administrative Board, this recommendation cannot be complied with.”

Berlin, October 2022
Administrative Board
029 Group SE