**Voting Instructions – Ordinary Annual General Meeting of Brenntag SE on June 15 2023**

ISIN: DE000A1DAHH0

**Details as per Order Form**

**Name:**

**No. Shares:**

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | **Authorization of and instructions to the proxies appointed by the Company** | | | | | | |  |
|  |  | 1/We authorize the proxies appointed by the Company (Mr Peter-Jürgen Siedhoff, Essen, Mr Jan Ruhlandt, Essen) without disclosing the name(s) - where not required by law - in each case individually and with the right to sub-authorize, to exercise, the voting right as marked on page 2 and 3 | | | | | | | |
|  |  |  |  |  |  |  |  |  |  |
|  |  | **Power of attorney to a third party** | | |  |  |  |  |  |
|  |  | 1/We authorize the person named below. This authorization is subject to disclosure of the name(s) and includes the exercise of all shareholder rights, including voting rights and the right to sub/proxy. I/We have expressly drawn the attention of the authorized person to the statements on data protection and the disclosure of personal data. A registration confirmation will be sent to the authorized thid party for the exercise of voting rights. | | | | | | | |

Details of the authorised person (should the box authorizing power of attorney to a third party be ticked above)

NAME: ……………………………………………………………………………………………………………………………………………

Last Name of Company: ……………………………………………………………………………………………………………………….

House number / Street: .……………………………………………………………………………………………………………………….

Town/City: ……………………………………………………………………………………………………………………………………….

Country: …………………………………………………………………………………………………………………………………………

Zip Code: ………………………………………………………………………………………………………………………………………..

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|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | Proposed Resolutions according to the Federal Gazette (Bundesanzeiger |  | Yes |  | No |  | Abstain |
|  |  |  |  |  |  |  |  |
| 2 | Appropriation of distributable profit for the financial year 2022 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 3 | Ratification of the acts of the members of the Board of Management for the financial year 2022 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 4 | Ratification of the acts of the members of the Supervisory Board for the financial year 2022 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 5 | Appointment of the auditor and group auditor for the financial year 2023 as well as the auditor for |  |  |  |  |  |  |
|  | the audit reviews of interim financial reports |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 6 | Resolution on the adjustment of the remuneration system for members of the Board of Management |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 7 | Resolution on the adjustment of the remuneration system for members of the Supervisory Board |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 8 | Resolution on the approval of the remuneration report |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 9 | Supervisory Board elections |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | 9.1 Mr Richard Ridinger |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | 9.2 Mrs Sujatha Chandrasekaran |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
| 10 | Resolutions on authorizing the Board of Management to hold virtual general meetings and on enabling members of the Supervisory Board to participate by means of video and audio transmission and corresponding amendments to the Articles of Association |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | 10.1 Section 16 of the Articles of Association shall be supplemented by the following new para. 3 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  | 10.2 Section 17 of the Articles of Association shall be supplemented by the following new para. 4 |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |

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**Details as per Order Form**

**Name:**

**No. Shares:**

**Countermotions and election proposals by shareholders**

If the Company receives countermotions or election proposals from registered shareholders before the Annual General Meeting within the legally prescribed period, these are published on the Company’s website at [*www.brenntag.com/hauptversammlung*](http://www.brenntag.com/hauptversammlung). You can also vote on these countermotions or election proposals by postal vote or by issuing instructions to exercise your voting rights. instructions on the exercise of voting rights.

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Countermotions |  | Yes |  | No |  | Abstain |
|  |  |  |  |  |  |  |
| Countermotion/Election Proposal **A** |  |  |  |  |  |  |
| The shareholder PrimeStone Capital Irish Holdco Designated Activity Company proposes, in deviation from the proposal of the Supervisory Board, to limit the term of office of all Supervisory Board members to be elected under this agenda item, until the Annual General Meeting resolving on the formal approval of the actions of the Supervisory Board for the financial year 2024. |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
| Countermotion/Election Proposal **B** |  |  |  |  |  |  |
| The shareholder PrimeStone Capital Irish Holdco Designated Activity Company proposes, in deviation from the election proposal of the Supervisory Board, that instead of Mr. Richard Ridinger, Mr. Geoff Wild, Portland, USA, independent consultant and non-executive board member is elected as a member of the Supervisory Board with effect from the end of this Annual General Meeting until the end of the Annual General Meeting which resolves on the formal approval of the acts of the Supervisory Board for the financial year 2024. |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
| Countermotion/Election Proposal **C** |  |  |  |  |  |  |
| The shareholder PrimeStone Capital Irish Holdco Designated Activity Company proposes, in deviation from the election proposal of the Supervisory Board, that instead of Ms. Sujatha Chandrasekaran, Ms. Joanna Dziubak, Paris, France, independent consultant and non-executive board member is elected as a member of the Supervisory Board with effect from the end of this Annual General Meeting until the end of the Annual General Meeting which resolves on the formal approval of the acts of the Supervisory Board for the financial year 2024. |  |  |  |  |  |  |