

**DECLARATION OF COMPLIANCE BY EUROKAI GMBH & CO.
KGAA WITH THE GERMAN CORPORATE GOVERNANCE CODE
ACCORDING TO SECTION 161 OF THE AKTG**

Pursuant to Section 161 of the AktG, the Management Board of Kurt F.W.A. Eckelmann GmbH, Hamburg, as Personally Liable General Partner, and the Supervisory Board of EUROKAI GmbH & Co. KGaA, Hamburg ('EUROKAI'), declare that – taking into account the legal characteristics specific to the KGaA as set out in Section I below, and the structuring of this legal form through EUROKAI's Articles of Association – EUROKAI has complied, and will continue to comply, with the recommendations of the Code, with the exception of the deviations set out in Section II below, for the period since the last Declaration of Compliance issued in March 2024.

**I. SPECIFIC LEGAL CHARACTERISTICS SPECIFIC TO THE
PARTNERSHIP LIMITED BY SHARES**

- EUROKAI is a partnership limited by shares ('KGaA'). In a KGaA, the duties of the Management Board of a stock corporation ('AG') are the responsibility of the Personally Liable General Partner. The sole Personally Liable General Partner of EUROKAI is Kurt F.W.A. Eckelmann GmbH, Hamburg, whose Management Board is thus responsible for conducting the business of EUROKAI. EUROKAI does not hold an interest in the Personally Liable General Partner. The sole shareholder of the Personally Liable General Partner is Familie Thomas Eckelmann GmbH & Co. KG, Hamburg, which is controlled entirely by the family of Mr. Thomas H. Eckelmann.
- In comparison with the Supervisory Board of an AG, the rights and duties of the Supervisory Board of a KGaA are limited. In particular, the EUROKAI Supervisory Board is not responsible for appointing or dismissing general partners or for regulating the terms and conditions of their contracts. For this reason, the Supervisory Board is not able to comply with the recommendations in Sections B and G.I of the Code regarding 'Appointments to the Management Board' and 'Remuneration of the Management Board'. Similarly, it is not within the competence of the Supervisory Board to issue rules of procedure for the Management Board or determine business transactions requiring approval. For this reason, Section 7 of EUROKAI's Articles of Association requires the Personally Liable General Partner to obtain the prior consent of the Supervisory Board for all extraordinary transactions, and includes a list of such transactions requiring approval. The duty of the Management Board of an AG to report to and inform the Supervisory Board, as governed by Section 90 of the AktG, applies analogously to EUROKAI as a KGaA. EUROKAI has also regulated the information and reporting duties of the Personally Liable General Partner separately. These can be found on the company's website at

www.eurokai.de/eurokai_en/Eurokai/Investor-Relations/Corporate-Governance.

- The General Meeting of a KGaA fundamentally has the same rights as the General Meeting of an AG; it also resolves on the adoption of EUROKAI's annual financial statements. However, many of the resolutions made by the General Meeting require the consent of the Personally Liable General Partner – particularly the adoption of EUROKAI's annual financial statements.
- Although the concrete wording of the recommendations of the Code does not in all instances take into account the legal characteristics specific to the KGaA, the Personally Liable General Partner, Kurt F.W.A. Eckelmann GmbH, and the Supervisory Board have agreed to comply with the recommendations of the Code as far as possible, both now and in the future. The deviations from the recommendations of the Code are presented in Section II below.

II. DEVIATIONS FROM THE RECOMMENDATIONS OF THE CODE

The following are the only provisions of the Code that were not applied and will not be applied in the future:

II. 1 No. C.2 – Specification of an age limit for Supervisory Board members

Both the Personally Liable General Partner and the Supervisory Board believe that setting a fixed age limit is detrimental due to its lack of flexibility. They consider a standard age guideline to be sufficient.

II. 2 No. D.4 – Nomination Committee

In accordance with Recommendation D.4 of the Code, 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.

The Personally Liable General Partner and the Supervisory Board are of the opinion that a Nomination Committee is not required, since the Supervisory Board comprises only eight shareholder representatives and is therefore in a position to make direct and efficient election recommendations to the General Meeting.

II. 3 No. D.6 – The Supervisory Board shall also meet on a regular basis without the Management Board

Where required – or in cases where the auditor is called in as an expert (Section 109 (1)(3) of the AktG) – the Supervisory Board decides whether or not to hold its meetings without the participation of the Management Board of the Personally Liable General Partner. The Supervisory Board is of the opinion that a fixed regular schedule is not required.

II. 4 No. F.2 – Financial Reporting

In accordance with Recommendation F.2 of the Code, the consolidated financial statements and the Group management report shall be made publicly accessible within 90 days from the end of the financial year, while mandatory interim financial information shall be made publicly accessible within 45 days from the end of the reporting period.

Taking into account the increasing reporting effort, the Management Board of the Personally Liable General Partner and the Supervisory Board consider it sufficient to publish the financial information within the statutory periods, as this does not preclude diligent transparency and the necessary fulfilment of the information interests of shareholders and other stakeholders.

Hamburg, 25 March 2025

Personally Liable General Partner
Kurt F.W.A. Eckelmann GmbH, Hamburg

Thomas H. Eckelmann
Tom H. Eckelmann

Supervisory Board

Dr. Winfried Steeger