



REMUNERATION REPORT

OF BRENNTAG SE

| | |
|-----------|--|
| 3 | REMUNERATION OF THE BOARD OF MANAGEMENT |
| 3 | Board of Management Remuneration Systems |
| 12 | Further Remuneration and Contractual Provisions |
| 13 | Contract Termination Provisions |
| 14 | Performance Criteria in the Financial Year |
| 33 | Information on Remuneration Awarded and Due to Current and Former Members of the Board of Management in Accordance with Section 162 of the German Stock Corporation Act (AktG) |
| 36 | Information on Remuneration Granted and Earned in Accordance with Number 4.2.5, Para. 3 of the German Corporate Governance Code as Amended on February 7, 2017 (GCGC 2017) |
| 39 | Information on Shares Granted in the Financial Year |
| 40 | Compliance with Maximum Remuneration |
| 42 | REMUNERATION OF THE SUPERVISORY BOARD |
| 43 | CHANGE IN EARNINGS AND REMUNERATION OVER TIME |
| 45 | AUDITOR'S REPORT |

REMUNERATION OF THE BOARD OF MANAGEMENT

Board of Management Remuneration Systems

The Supervisory Board is responsible for setting the remuneration of the Board of Management members. The Presiding and Nomination Committee of the Supervisory Board discusses and reviews the remuneration system for the Board of Management at regular intervals and prepares resolutions on any changes thereto. In its decisions on the setting of the remuneration system, the Supervisory Board takes into account the remuneration and employment conditions of the employees of Brenntag SE, in particular the senior managers. In addition, until inclusion of the Brenntag share in the DAX, the Supervisory Board had compared the MDAX companies to assess the appropriateness of Board of Management remuneration.

The Board of Management remuneration systems, in particular the Board of Management remuneration system that was introduced in 2020 in line with the German Corporate Governance Code 2020 and the requirements of the amended German Stock Corporation Act, are designed to be clear and comprehensible and support the Group's long-term performance by creating effective incentives for growth and increasing profitability. The aim of the remuneration systems is to create an incentive for successful and sustainable corporate development. The systems are therefore geared to transparent, performance-based remuneration that is strongly focused on the company's success and that depends in particular on long-term, but also operational targets, the performance of the Brenntag share price as well as sustainability criteria.

Two different remuneration systems are currently being used. The first remuneration system used dates from 2015 and applies to Board of Management members who were already in office before January 1, 2020 (Board of Management Remuneration System 2015). The second system used is a new remuneration system for Board of Management members who have been appointed to the Board since January 1, 2020 (Board of Management Remuneration System 2020). With effect from January 1, 2021 Henri Nejade changed from the Board of Management Remuneration System 2015 to the Board of Management Remuneration System 2020. The Board of Management Remuneration

System 2020 was adopted by the Supervisory Board on December 23, 2020 and approved by the Annual General Shareholders' Meeting on June 10, 2021 with a 91.62% share of the vote. The Supervisory Board is seeking to standardize the remuneration systems for all members of the Board of Management. The annual base salary and the variable remuneration components are shown separately in the following. There then follows a description of benefits in kind and other contractual provisions that are structured in a comparable manner in both remuneration systems.

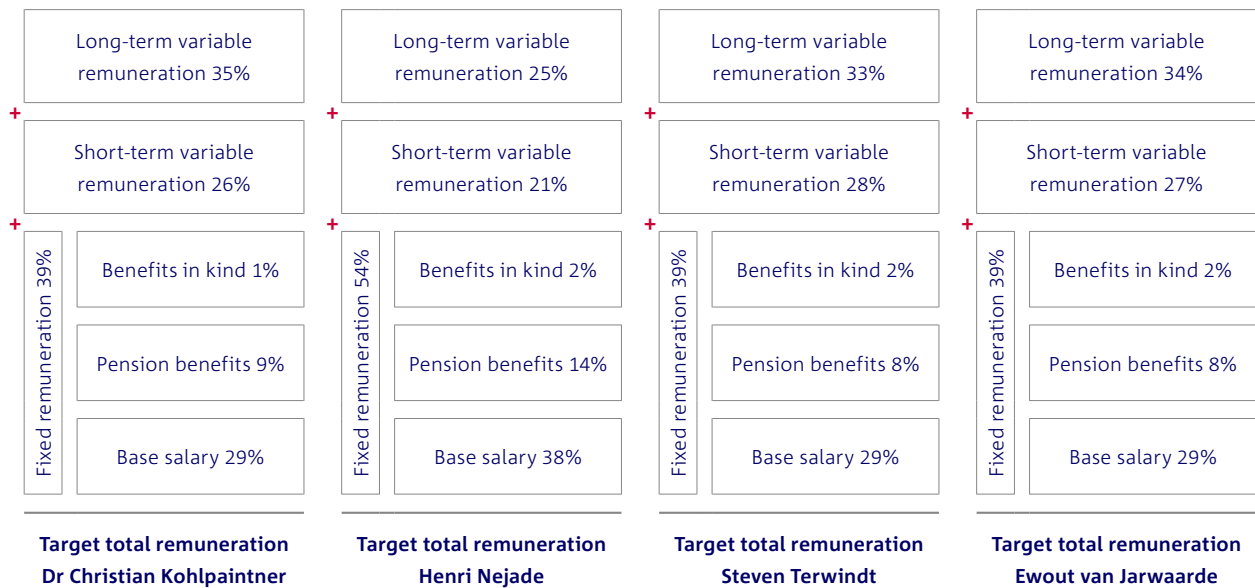
BOARD OF MANAGEMENT REMUNERATION SYSTEM 2020

The Board of Management Remuneration System 2020 applied to Dr Christian Kohlpaintner and Steven Terwindt in 2020 and to Dr Christian Kohlpaintner, Steven Terwindt, Henri Nejade and Ewout van Jarwaarde in 2021. The following describes the remuneration system as it is actually applied to the aforementioned members of the Board of Management. It is applied exactly within the framework of the Board of Management Remuneration System adopted by the Supervisory Board and approved by the Annual General Shareholders' Meeting 2021.

The remuneration comprises fixed remuneration and variable remuneration. The **fixed remuneration** consists of a base salary, pension benefits and benefits in kind. The variable remuneration is composed of short-term and long-term variable remuneration components.

Of the target total remuneration of the Board of Management members, fixed remuneration accounts for between 39% and 54%, short-term variable remuneration components for between 21% and 28% and long-term variable remuneration components for between 25% and 35%.

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT



B.01 REMUNERATION STRUCTURE – REMUNERATION SYSTEM 2020

In addition to the above-mentioned remuneration components, the Board of Management members receive **benefits in kind** under their service agreements such as a company car, also for private use, or a car allowance and benefits for health care and long-term care insurance. Steven Terwindt and Ewout van Jarwaarde also receive a budget for a transitional period, which can be used for accommodation at the Essen location.

in the form of virtual shares (Performance Share Plan) of Brenntag SE. The Annual Bonus provides an incentive to achieve the operational business objectives of the financial year, which in turn are derived from the business strategy and the annual budget plans. The Performance Share Plan is designed to provide an incentive to ensure the long-term performance of the company.

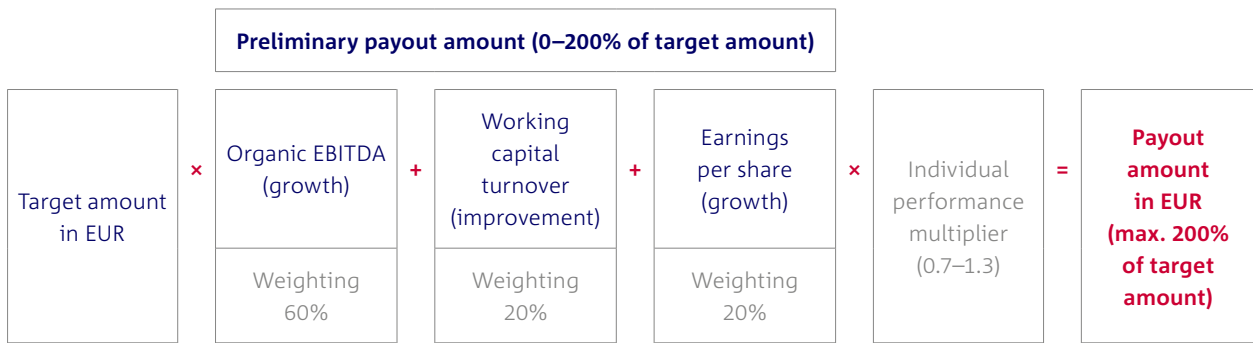
The Annual Base Salary is paid in twelve equal monthly instalments at the end of each month. If the service agreement begins or ends during a financial year, the Annual Base Salary for that financial year is payable on a pro rata temporis basis. The variable remuneration consists of two components: short-term variable remuneration in the form of an annual bonus payment (Annual Bonus) and long-term variable remuneration

The **Annual Bonus** depends on the business success of Brenntag in the past financial year. It is calculated on the basis of achievement of the targets set for the financial year

- organic EBITDA growth,
- an improvement in working capital turnover and
- earnings per share growth.

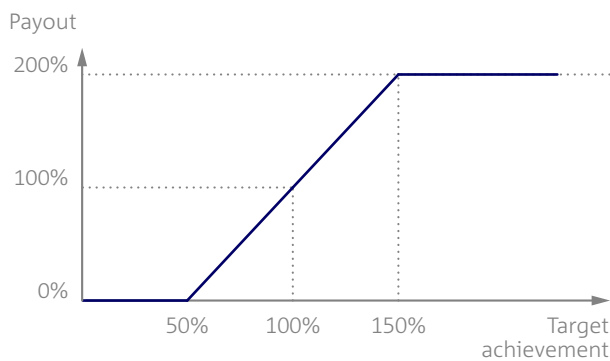
For Dr Christian Kohlpaintner, 100% of all three target criteria related in 2020 to the Group level. For Steven Terwindt in 2020, as far as organic EBITDA growth and improvement in working capital turnover were concerned, 25% related to Group level and 75% to the North and Latin America regions for which he is responsible, and as regards earnings per share growth, 100% to Group level. In 2021, 100% of all three target criteria for Dr Christian Kohlpaintner, Steven Terwindt, Henri Nejade and Ewout van Jarwaarde relate to Group level. An individual performance multiplier is also used to assess the performance of the Board of Management members. The Supervisory Board has set the three key performance indicators, organic EBITDA

growth, improvement in working capital turnover and earnings per share growth, as the financial targets of the Board of Management members. Organic EBITDA reflects the company's profitability from business operations excluding acquisitions; this KPI is weighted at 60% in the bonus calculation. Working capital turnover is a key performance indicator for Brenntag to ensure efficient deployment of capital; the weighting is 20%. Earnings per share as a key profit indicator – particularly for our shareholders – is also weighted at 20%. The targets for the three KPIs are derived from the annual budget plans and are set annually by the Supervisory Board.



B.02 STRUCTURE OF THE ANNUAL BONUS – REMUNERATION SYSTEM 2020

The achievement of each KPI target is calculated by comparing the figure actually achieved in the past financial year with the target set before the beginning of the past financial year. This ratio is expressed as a percentage. Overall target achievement is calculated by multiplying the target achievement figures of the three KPIs by their respective weightings and then adding together these three weighted target achievement figures. If overall target achievement is 100%, the preliminary payout amount is 100% of the target amount. If overall target achievement is 50% or less, the Board of Management members receive no Annual Bonus. For an overall target achievement of 150% or more, the preliminary payout amount is 200% of the target amount. The preliminary payout amount increases linearly for overall target achievement percentages between 50% and 150%.



**B.03 ANNUAL BONUS PAYOUT CURVE –
 REMUNERATION SYSTEM 2020**

In order to determine the final payout amount, the preliminary payout amount is multiplied by the individual performance multiplier. The individual performance multiplier is set by the Supervisory Board after each financial year in a range between 0.7 and 1.3. In doing so, the Supervisory Board takes into account the individual financial and non-financial performance that cannot be reasonably measured by applying KPIs. This refers to topics of environmental and social responsibility (e.g. succession planning, development of executive employees of the company, environmental responsibility, compliance) and sustainable corporate development (e.g. integration of acquisitions). The final payout amount is capped at max. 200% of the individual and contractually agreed target amount (Cap). If the service agreement begins or ends during a financial year, the target amount for that financial year is granted on a pro rata temporis basis.

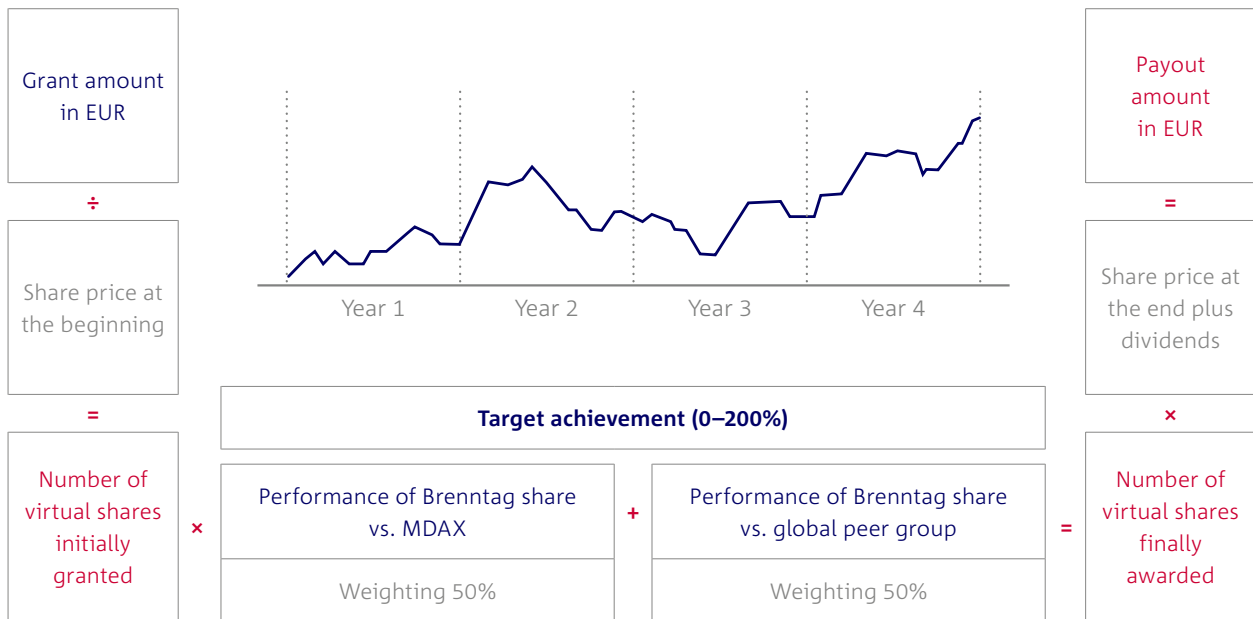
The Annual Bonus is paid out within three months from approval of the consolidated financial statements by the Supervisory Board, but at the latest twelve months after the end of the financial year for which the Annual Bonus has been determined.

The Supervisory Board is entitled to unilaterally adjust or change the Annual Bonus plan conditions or terminate the respective plan at any time.

The **long-term variable remuneration** is in the form of virtual shares (Performance Share Units). The value of the payout depends on the relative performance of the Brenntag share compared with two peer groups and the absolute development of the Brenntag share price over a four-year performance period. The virtual shares are contingently granted in annual tranches. Payout is made following completion of the performance period.

The annual virtual shares are contingently granted on January 1 of each financial year. The number of shares initially granted is calculated by dividing the individual and contractually agreed grant amount by the arithmetic mean of the Brenntag share closing prices in the Xetra trading system during the last three months before the start of the performance period. If the service agreement begins or ends during a financial year, the amount for that financial year is granted on a pro rata temporis basis.

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT



B.04 STRUCTURE OF THE PERFORMANCE SHARE PLAN – REMUNERATION SYSTEM 2020

The number of virtual shares that a Board of Management member is finally granted at the end of the four-year performance period depends on two performance criteria that are each weighted at 50%: the outperformance of the total shareholder return (TSR) of the Brenntag share compared with

- the performance of the MDAX and
- the average TSR of a peer group of global competitors.

Due to the inclusion of the Brenntag share in the DAX, the DAX will be used as the benchmark index instead of the MDAX for the LTI tranche that will be granted in 2022.

The peer group of global competitors consists of the following companies:

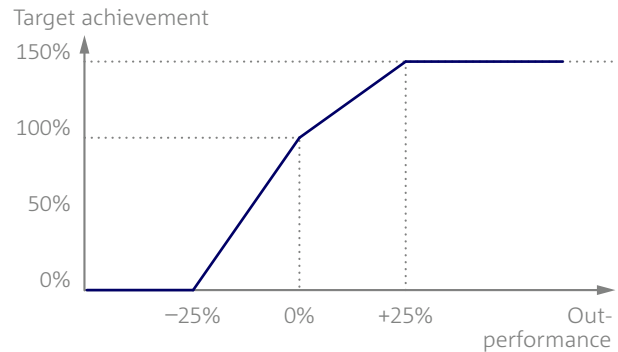
| | | |
|------------------------|----------------------|------------------------------|
| Aalberts Industries NV | Air Liquide S.A. | Ashland Global Holdings Inc. |
| Bunzl plc | DKSH Holding AG | Electrocomponents plc |
| Evonik Industries AG | Ferguson plc | IMCD N.V. |
| Linde plc | McKesson Corporation | Rexel S.A. |
| Travis Perkins plc | Univar Inc. | WW Grainger Inc. |

B.05 PEER GROUP OF GLOBAL COMPETITORS

The peer group of global competitors will be expanded to include Azelis Group N.V. for the LTI tranche that will be granted in 2022.

The Supervisory Board has set these two performance criteria. The TSR is a key performance indicator for our shareholders. The TSR reflects the development of the value, i.e. the return, of the Brenntag share. Both share price changes and dividends, but also other capital measures, are taken into account. A comparison of the TSR of the Brenntag share with the shareholder return of other companies measures the advantages of an investment in the Brenntag share compared with alternative investments in shares of other companies. It is of central importance for the long-term stability of the company that shareholders receive an attractive return on their investment in Brenntag shares.

Target achievement of each performance criterion is calculated by subtracting the performance of the MDAX or the average TSR of the global peer group from the TSR of the Brenntag share. If the performance of the MDAX or the average TSR of the global peer group equals the TSR of the Brenntag share, target achievement is 100%. If the TSR of the Brenntag share outperforms the MDAX or the average TSR of the global peer group by 25% or more percentage points, target achievement is 150%. If the TSR of the Brenntag share underperforms the MDAX or the average TSR of the global peer group by 25% or more percentage points, target achievement is 0%. Values inbetween are determined by linear interpolation. Overall target achievement is calculated by multiplying the target achievement figures of the two performance criteria by their respective weightings and then adding together these two weighted target achievement figures.



B.06 TARGET ACHIEVEMENT CURVE OF THE PERFORMANCE SHARE PLAN – REMUNERATION SYSTEM 2020

The number of virtual shares that a Board of Management member is finally granted at the end of the four-year performance period is calculated by multiplying the number of virtual shares initially granted by the overall target achievement.

The payout amount is determined by multiplying the number of virtual shares finally granted by the arithmetic mean of the Brenntag share closing prices in the Xetra trading system during the last three months prior to the end of the performance period plus dividend payments during the performance period. The payout amount is capped at max. 200% of the individual and contractually set grant amount (Cap).

The payout amount is paid within three months from approval of the consolidated financial statements by the Supervisory Board, but at the latest twelve months after the end of the financial year in which the performance period ends.

The Supervisory Board is entitled at any time to unilaterally adjust or change the Performance Share Plan conditions or terminate the respective plan.

All variable remuneration components of a Board of Management member are only paid out after the end of the regular plan period. The Supervisory Board is contractually entitled to retain the variable remuneration (malus) in whole or in part if a Board of Management member violates his obligations under Section 93 of the German Stock Corporation Act. In addition, the Supervisory Board is contractually entitled to reclaim parts of the variable remuneration (claw-back) if a Board of Management member violates his obligations under Section 93 of the German Stock Corporation Act, payout of the variable remuneration was made on the basis of incorrect data or the company's EBITDA decreases by at least 25% within two years and during the Board of Management member's service compared with the EBITDA for which the variable remuneration was paid. A reclaim of variable remuneration is possible up to an amount of 25% of the total remuneration for the respective financial year.

In financial year 2021 no variable remuneration was retained or reclaimed.

The maximum payout amount from the Annual Bonus is based on a target achievement of 150% or more. The maximum payout amount is 200% of the target amount. Even the application of the individual performance multiplier cannot increase the payout amount over this cap of 200% (maximum remuneration).

Under the Performance Share Plan the number of virtual shares finally granted is limited to 150% of the number of virtual shares initially granted. This maximum number of shares is reached when the Brenntag share outperforms the MDAX and the global peer group (each weighted at 50%) by 25 percentage points or more. In addition, the payout amount depends on the performance of the Brenntag share price and on dividend payments. The total payout under the Performance Share Plan is limited to 200% of the initial grant amount (maximum remuneration).

The **maximum total remuneration**, comprising the sum of Annual Base Salary, maximum Annual Bonus remuneration, maximum Performance Share Plan remuneration, the amount made available to build up pension entitlements, and benefits in kind has been set at EUR 5,650,000 for Dr Christian Kohlpaintner, at EUR 3,000,000 for Steven Terwindt, at EUR 3,400,000 for Henri Nejade and at EUR 2,700,000 for Ewout van Jarwaarde. If the service agreement begins or ends during a financial year, the remuneration cap for that financial year is adjusted on a pro rata temporis basis.

In order to bring the interests of the Board of Management and shareholders more closely into line and to strengthen Board of Management members' participation in the company, an **obligation** for Board of Management members **to purchase and hold Brenntag shares** (Share Ownership Guideline) was introduced for the first time in 2020. The CEO is obliged to purchase and continue to hold shares to the value of 200% of his Annual Base Salary and Steven Terwindt, Henri Nejade and Ewout van Jarwaarde shares to the value of 100% of their annual base salaries, in each case for two years after the end of their service. Dr Christian Kohlpaintner, Steven Terwindt and Ewout van Jarwaarde must purchase the shares within four years, and Henri Nejade within two years. In each of these four or two years shares equivalent to 25% or 50% of the holding obligation must be purchased. Compliance with the obligation to hold shares is checked once a year as at December 31. The last check as at December 31, 2020 showed that all Board of Management members subject to the obligation had met their obligation to hold shares in full. The next check as at December 31, 2021 is expected to take place in March 2022.

BOARD OF MANAGEMENT REMUNERATION SYSTEM 2015

The Board of Management Remuneration System 2015 applied to Karsten Beckmann, Markus Klähn, Georg Müller and Henri Nejade in 2020 and only applies to Georg Müller in 2021.

The total remuneration of those Board of Management members consists of three components: a fixed Annual Base Salary, short-term, capped variable cash remuneration (Annual Bonus) and long-term, capped variable remuneration (Long-Term Incentive Bonus). In addition to the above-mentioned remuneration components, they receive pension benefits, contractually agreed benefits in kind and other benefits such as a company car, also for private use, or a car allowance and benefits for health care and long-term care insurance.

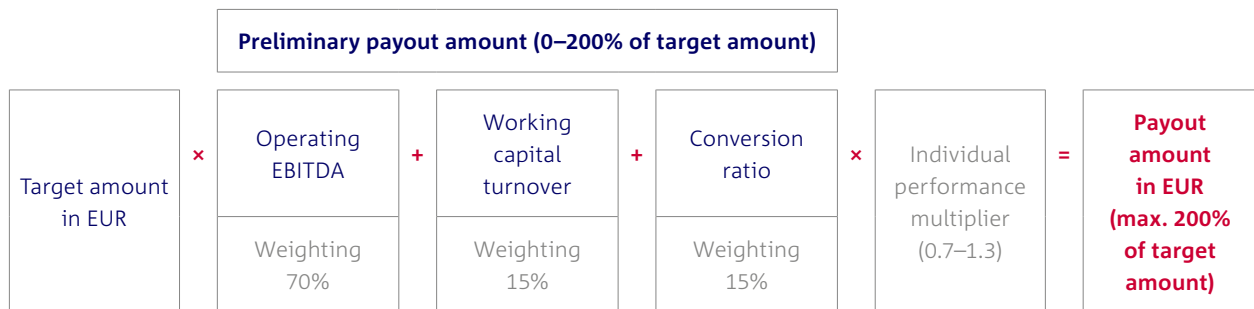
Fixed remuneration accounts for 46% of Georg Müller's target total remuneration, short-term variable remuneration components for 22% and long-term variable remuneration components for 32%.

| | |
|---|--------------------------------------|
| Long-term variable remuneration 32% | |
| + | Short-term variable remuneration 22% |
| + | Fixed remuneration 46% |
| Benefits in kind 1% | |
| Pension benefits 19% | |
| Base salary 26% | |
| Target total remuneration Georg Müller | |

The **Annual Base Salary** is payable in twelve equal monthly instalments.

The Preliminary **Annual Bonus** agreed as short-term variable remuneration is based on a contractually specified amount (Annual Bonus) and depends on the achievement of certain targets based on specific key performance indicators (KPIs). The KPIs specified are operating EBITDA (70%), working capital turnover (WCT; 15%) and conversion ratio (operating EBITDA/operating gross profit; 15%). In the cases of Karsten Beckmann, Markus Klähn and Henri Nejade, 66.67% of this bonus was based in 2020 on targets for the particular region they were responsible for and 33.33% on targets for the Group. For Henri Nejade this percentage split for the targets applied to the first half of 2020. After he also assumed responsibility for EMEA, 33.33% of Henri Nejade's bonus for the second half of 2020 was based on targets for Asia Pacific, 33.33% on targets for EMEA and 33.34% on targets for the Group.

B.07 REMUNERATION STRUCTURE REMUNERATION SYSTEM 2015



B.08 STRUCTURE OF THE ANNUAL BONUS – REMUNERATION SYSTEM 2015

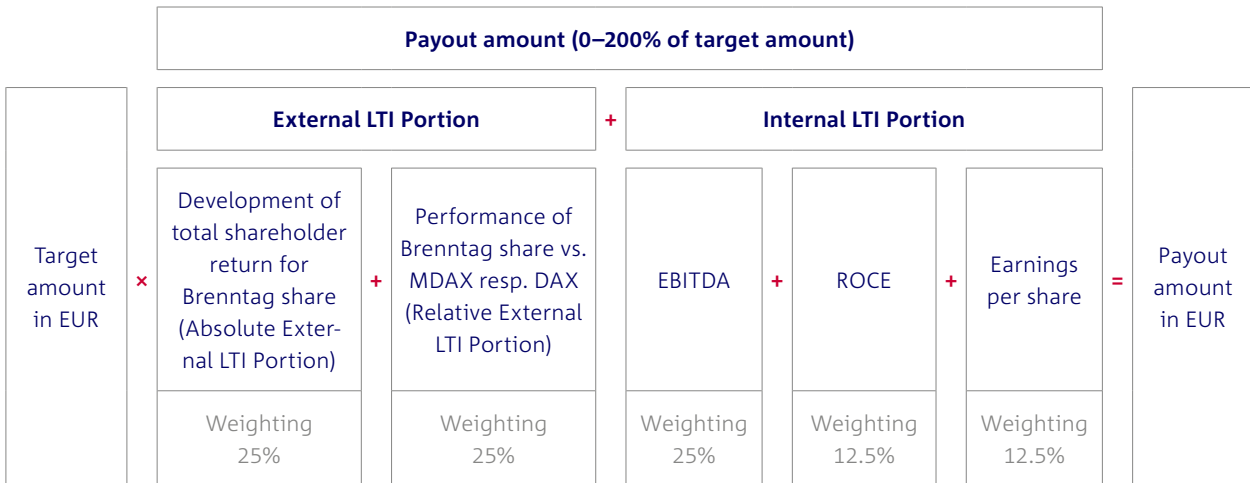
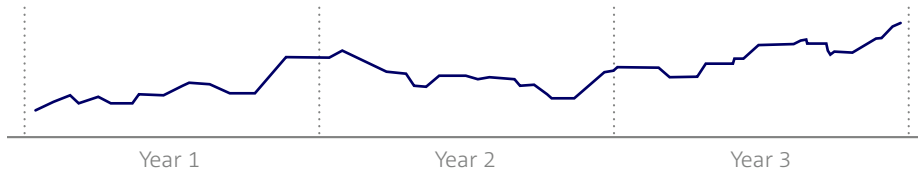
The sole deciding factor in the calculation of the Annual Bonus is the achievement of the KPI targets in the financial year for which the bonus is paid. The targets and the figures actually achieved are translated using the same exchange rates. If the target set for a KPI is not achieved, this part of the bonus is reduced by 4% for each 1% shortfall of the target set. If the target is exceeded, the relevant part of the bonus is increased by 4% for each 1% exceedance of the target set. The KPI targets for the coming financial year are mutually agreed by the Supervisory Board and Board of Management, or, if they are not separately set, are derived from the annual budget for the relevant financial year as approved by the Supervisory Board. In addition, individual performance is taken into account in

that, at the end of the financial year, the Supervisory Board decides on a multiplier for the Preliminary Annual Bonus (amount after allowance for target shortfalls or exceedances) of between 0.7 and 1.3. The resulting Final Annual Bonus is capped at 200% of the Annual Bonus. If the service agreement does not subsist for a full twelve months in a financial year, the Final Annual Bonus is paid pro rata temporis.

On the basis of a contractually set Annual Target Amount, the **long-term variable remuneration** component is subject to a vesting period of three years in each case. 50% of the Target Amount is contingent on the performance of the Brenntag SE shares during these three years (External LTI Portion) and 50% is contingent on the long-term development of specific Group-wide KPIs (Internal LTI Portion).

50% of the External LTI Portion is measured by the absolute development of the total shareholder return for the Brenntag SE shares during the vesting period (Absolute External LTI Portion), while the other 50% of the External LTI Portion for the 2018-2020, 2019-2021 and 2020-2022 tranches is linked to the relative development of the total shareholder return for the Brenntag SE shares compared with the performance of the MDAX during the vesting period, for the 2021-2023 tranche to the relative development of the total shareholder return for the Brenntag SE shares compared with the performance of the

DAX during the vesting period (Relative External LTI Portion). For every percentage point by which the volume-weighted average share price on the last trade day of the vesting period plus dividend payments during the vesting period exceeds or falls short of the average share price on the last trade day before the vesting period, the Absolute External LTI Portion is increased or decreased by 2%. For every percentage point by which, for the 2018-2020, 2019-2021 and 2020-2022 tranches, the MDAX is over- or underperformed in the vesting period, and for the 2021-2023 tranche the DAX is over- or underperformed in the vesting period, the Relative External LTI Portion is increased or decreased by 3%. The overall External LTI Portion at the end of the relevant vesting period equals the sum of the Absolute External LTI Portion and the Relative External LTI Portion. The Absolute and Relative External LTI Portions may not be less than EUR 0. The External LTI Portion is capped overall at 200% of the contractually set Target Amount for the External LTI Portion.



B.09 STRUCTURE OF THE LONG-TERM INCENTIVE BONUS – REMUNERATION SYSTEM 2015

The internal LTI Portion is measured by the following KPI targets, which are agreed at the end of each financial year for the following three-year vesting period in an LTI Bonus Plan: EBITDA (50%), ROCE (EBITA/(the average carrying amount of equity plus the average carrying amount of financial liabilities less the average carrying amount of cash and cash equivalents)) (25%) and earnings per share (25%). At the end of each financial year during a vesting period, the achievement of the KPI targets in the particular financial year is calculated for a share of 1/3 of the Internal LTI Portion (Annual Internal LTI Portion). For every percentage point by which the targets of a given KPI are over- or underperformed in the particular financial year, the Annual Internal LTI Portion is increased or decreased by 3%. This may also lead to a negative Annual Internal LTI Portion. The overall Internal LTI Portion at the end of the relevant vesting period equals the sum of the Annual Internal LTI Portions. The Internal LTI Portion is also capped at 200% of the contractually set Target Amount for the Internal LTI Portion. The overall Internal LTI Portion for a vesting period may not be less than EUR 0.

The Long-Term Incentive Bonus for each financial year equals the sum of the External and Internal LTI Portions and is capped at 200% of the Target Amount (LTI Cap). Any entitlements to a Long-Term Incentive Bonus are forfeited in the event that the company terminates a Board of Management member's service agreement prior to the expiry of its term by virtue of a termination for cause or in the event of voluntary resignation by a Board of Management member without the company having set an important cause for such resignation. In all other cases, the contractually set Target Amount for the relevant ongoing financial year is paid out on a pro rata temporis basis, all External and Internal LTI Portions granted for prior years but not yet paid out are paid out prematurely. The relevant parameters at the end of the service period are used for measurement.

Further Remuneration and Contractual Provisions

The following describes further remuneration and contractual provisions that are largely applicable under both the Board of Management remuneration system 2015 and the Board of Management remuneration system 2020.

For the purpose of building up **pension entitlements**, Dr Christian Kohlpaintner receives from the company an annual amount of EUR 300,000 and may decide at his own discretion how to use this money. The annual amount made available is paid in twelve equal monthly instalments, in each case at the end of the month. If the service agreement begins or ends during a financial year, the annual amount will be granted on a pro rata temporis basis for that financial year.

For the purpose of building up pension entitlements, the other members of the Board of Management receive an annual amount of 13.5% of their Annual Base Salary and the short-term variable remuneration (on 100% target achievement, i.e. irrespective of the actual targets achieved).

In the case of Georg Müller, the relevant amount is transferred annually into the Deferred Compensation Contingency Plan of Brenntag SE. This plan also contains an arrangement for a widows and orphans pension which would amount to 60% and 20% respectively of the full pension entitlements. The pension liability insurance policies taken out with the Board of Management member as beneficiary are pledged to him.

Henri Nejade has the option either to use this amount in whole or in part for contributions to his French social insurance or to also pay it annually into the Deferred Compensation Contingency Plan of Brenntag SE. For 2021, Henri Nejade had decided to pay the amount into the Deferred Compensation Contingency Plan.

Steven Terwindt and Ewout van Jarwaarde are paid out the relevant amount for building up pension entitlements every year and may decide at their own discretion how to use this money.

The amounts expensed or accrued in 2021 and the present values of the pension commitments for the current members of the Board of Management are as follows in 2021:

| in EUR k | Dr Christian Kohlpaintner | Georg Müller | Henri Nejade | Steven Terwindt | Ewout van Jarwaarde |
|--------------------------------------|------------------------------|--------------|--------------|-----------------|------------------------|
| Cost of pension commitments | – | 475 | 336 | – | – |
| Present value of pension commitments | – | 6,622 | 2,089 | – | – |

B.10 PENSION COMMITMENTS IN ACCORDANCE WITH IFRSS

Apart from the amounts explained above, which are made available to build up pension entitlements, no other arrangements for retirement and early retirement have been agreed.

In addition to the above-mentioned remuneration components, the Board of Management members receive **benefits in kind and other benefits**, such as a company car, also for private use, or a car allowance and benefits for health care and long-term care insurance.

The benefits for health care and long-term care insurance are limited to max. 50% of the premium they pay into their health care and long-term care insurance. Steven Terwindt is provided with supplementary health insurance based on the national health insurance system in Canada. Furthermore, a group accident insurance has been taken out. In addition, the company has taken out Directors & Officers Insurance (damage liability insurance) for the Board of Management members. This provides for a deductible of 10% of the damages claimed in each case, but in each year limited to 150% of the Annual Base Salary. For his services as director for Brenntag companies in Asia Pacific of Brenntag Asia Pacific Pte. Ltd., Singapore, Henri Nejade also receives fixed remuneration from this subsidiary in the amount of SGD 600,000 per annum, depending on the exchange rate but no more than EUR 400,000. Steven Terwindt and Ewout van Jarwaarde also receive a budget for a transitional period, which can be used for accommodation at the Essen location. For Steven Terwindt, this budget is EUR 16,200 per year and is only available until July 31, 2023. For Ewout van Jarwaarde, this budget is EUR 1,000 per month and is only available until June 30, 2021.

In the event of temporary disability due to illness, accident, or any other cause not due to the fault of a member of the Board, said member is entitled to continued payment of the full Annual Base Salary for a period of no more than nine months. For the first three months of such incapacity, full entitlement

to the Annual Bonus and the target or grant amount of the long-term variable remuneration is also retained. In the event of the death of a Board of Management member, the base salary is paid to his surviving dependants for the month of his death and the six months following his death or until the date on which the service agreement would have been terminated without his death, whichever event occurs first.

Contract Termination Provisions

The service agreements of the Board of Management members end automatically on specified dates without any notice of termination being required. The employment of Board of Management members may only be terminated prematurely for good cause or by mutual agreement. If employment is terminated prematurely, the service agreement limits any severance pay to the value of twice the total annual remuneration, but no more than the amount of remuneration that would be paid until the end of the term of the service agreement.

A post-contractual non-compete clause has been agreed with Dr Christian Kohlpaintner, Steven Terwindt and Ewout van Jarwaarde. The post-contractual non-compete obligation applies for a period of 24 months after the termination of the service agreement. During this period Dr Christian Kohlpaintner, Steven Terwindt and Ewout van Jarwaarde receive a continuous payment amounting to 75% of their Annual Base Salary. Any earnings pursuant to Section 74c of the German Commercial Code (HGB) are deducted from this payment. There is no separate post-contractual non-compete clause for Georg Müller and Henri Nejade.

There are no separate change-of-control arrangements.

Performance Criteria in the Financial Year

INFORMATION ON THE PERFORMANCE CRITERIA FOR THE VARIABLE REMUNERATION EARNED IN THE FINANCIAL YEAR 2021

The performance criteria for the Annual Bonus of the Board of Management members were set for the financial year 2021 at the end of 2020. As previously described, Dr Christian

Kohlpaintner, Steven Terwindt, Henri Nejade and Ewout van Jarwaarde were incentivized under the Board of Management Remuneration System 2020, Georg Müller under the Board of Management Remuneration System 2015.

The following table shows the respective targets and the results actually achieved for Dr Christian Kohlpaintner, Steven Terwindt, Henri Nejade and Ewout van Jarwaarde. The respective target achievement is calculated from the two figures.

| | Dr Christian Kohlpaintner, Henri Nejade, Steven Terwindt, Ewout van Jarwaarde | | |
|--|---|--------|--------------------|
| | Target | Result | Target achievement |
| Organic EBITDA growth | | | |
| Brenntag Group | 12.0% | 26.2% | 218.3% |
| Improvement in working capital turnover | | | |
| Brenntag Group | 0.80x | 0.98x | 122.5% |
| Earnings per share growth | | | |
| Brenntag Group | 12.0% | -4.0% | - |

B.11 PERFORMANCE CRITERIA FOR THE EARNED ANNUAL BONUS – REMUNERATION SYSTEM 2020

The performance criteria in 2021 for Georg Müller are as follows:

| | Georg Müller | | |
|---------------------------------|---------------|---------------|--------------------|
| | Target | Result | Target achievement |
| Operating EBITDA | | | |
| Brenntag Group | EUR 1,107.8 m | EUR 1,332.6 m | 120.3% |
| Working capital turnover | | | |
| Brenntag Group | 8.0x | 8.3x | 103.7% |
| Conversion ratio | | | |
| Brenntag Group | 39.7% | 39.8% | 100.3% |

B.12 PERFORMANCE CRITERIA FOR THE EARNED ANNUAL BONUS – REMUNERATION SYSTEM 2015

The individual performance multiplier, which is applied to the Annual Bonus in both remuneration systems, was set by the Supervisory Board at 1.00 for all Board of Management members. The individual performance multiplier takes into account the individual financial and non-financial performance that cannot be reasonably measured by applying KPIs. For 2021, the Board of Management initiated various environmental, social and governance (ESG) measures. The Supervisory Board

took the progress of those measures fully into account in setting the individual performance multiplier. Amongst others, the progress of the “Project Brenntag” was assessed when determining the individual performance multiplier.

The annual bonuses for 2021 are calculated on the basis of the performance criteria previously described and the individual performance multipliers as follows:

| | Dr Christian Kohlpaintner | Henri Nejade | Steven Terwindt | Ewout van Jarwaarde |
|--|------------------------------|-------------------|--------------------|------------------------|
| Target amount | EUR 900k | EUR 500k | EUR 500k | EUR 450k |
| Organic EBITDA growth (weighting 60%) | | | | |
| Brenntag Group | | | | |
| Target achievement | 218.33% | 218.33% | 218.33 % | 218.33 % |
| Improvement in working capital turnover (weighting 20%) | | | | |
| Brenntag Group | | | | |
| Target achievement | 122.50% | 122.50% | 122.50 % | 122.50 % |
| Earnings per share growth (weighting 20%) | | | | |
| Brenntag Group | | | | |
| Target achievement | – | – | – | – |
| Overall target achievement | 155.50% | 155.50% | 155.50 % | 155.50 % |
| Payout factor | 200.00% | 200.00% | 200.00 % | 200.00 % |
| Preliminary payout amount | EUR 1,800k | EUR 1,000k | EUR 1,000k | EUR 900k |
| Individual performance indicator | 1.00 | 1.00 | 1.00 | 1.00 |
| Final payout amount | EUR 1,800k | EUR 1,000k | EUR 1,000k | EUR 900k |

B.13 CALCULATION OF THE ANNUAL BONUS EARNED IN 2021 – REMUNERATION SYSTEM 2020

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| | Georg Müller |
|---|-----------------|
| Target amount | EUR 550k |
| Operating EBITDA (weighting 70%) | |
| Brenntag Group | |
| Pro rata target amount | EUR 385k |
| Target achievement | 120.3% |
| Payout factor | 181.2 % |
| Pro rata preliminary bonus amount | EUR 698k |
| Working capital turnover (weighting 15%) | |
| Brenntag Group | |
| Pro rata target amount | EUR 83k |
| Target achievement | 103.7% |
| Payout factor | 114.6% |
| Pro rata preliminary bonus amount | EUR 95k |
| Conversion ratio (weighting 15%) | |
| Brenntag Group | |
| Pro rata target amount | EUR 83k |
| Target achievement | 100.3% |
| Payout factor | 101.4% |
| Pro rata preliminary bonus amount | EUR 84k |
| Preliminary payout amount | EUR 876k |
| Individual performance multiplier | 1.00 |
| Final payout amount | EUR 876k |

B.14 CALCULATION OF THE ANNUAL BONUS EARNED IN 2021 FOR GEORG MÜLLER – REMUNERATION SYSTEM 2015

The performance criteria for the 2019-2021 tranche of the Long-Term Incentive Bonus under the Board of Management Remuneration System 2015 were set at the end of 2018. Georg Müller, Henri Nejade and Markus Klähn were incentivized under the Board of Management Remuneration System 2015.

The following table shows the performance criteria for the External LTI Portion of the 2019-2021 tranche:

| | 2019-2021 tranche |
|---|-------------------|
| Share price at the beginning of the performance period (Jan. 1, 2019) | EUR 43.21 |
| Share price at the end of the performance period (Dec. 31, 2021) | EUR 79.27 |
| Dividend payments during the performance period | EUR 3.80 |
| Absolute shareholder return for the Brenntag share | 92.3% |
| MDAX at the beginning of the performance period (Jan. 1, 2019) | 23,556 points |
| MDAX at the end of the performance period (Dec. 31, 2021) | 34,758 points |
| MDAX performance during the performance period | 47.6% |
| Relative shareholder return for the Brenntag share versus the MDAX | 44.7% |

B.15 PERFORMANCE CRITERIA FOR THE EARNED EXTERNAL LTI PORTION OF THE 2019-2021 TRANCHE – REMUNERATION SYSTEM 2015

By way of exception, a shortened performance period for the External LTI Portion applies to Markus Klähn as a result of the early termination of his service agreement. The performance criteria are therefore as follows:

| | 2019-2021 tranche |
|---|----------------------|
| Share price at the beginning of the performance period (Jan. 1, 2019) | EUR 43.21 |
| Share price at the end of the performance period (Jun. 30, 2021) | EUR 76.08 |
| Dividend payments during the performance period | EUR 3.80 |
| Absolute shareholder return for the Brenntag share | 84.9% |
| MDAX at the beginning of the performance period (Jan. 1, 2019) | 23,556 points |
| MDAX at the end of the performance period (Jun. 30, 2021) | 33,087 points |
| MDAX performance during the performance period | 40.5% |
| Relative shareholder return for the Brenntag share versus the MDAX | 44.4% |

B.16 PERFORMANCE CRITERIA FOR THE EARNED EXTERNAL LTI PORTION OF THE 2019-2021 TRANCHE FOR MARKUS KLÄHN – REMUNERATION SYSTEM 2015

The following tables show the respective targets and the results actually achieved for the Internal LTI Portion for the individual years of the 2019-2021 tranche. The respective target achievement is calculated from the two figures:

| | 2019-2021 tranche | | |
|---------------------------|-------------------|---------------|--------------------|
| | Target | Result | Target achievement |
| EBITDA | | | |
| 2019 ¹⁾ | EUR 927.3 m | EUR 885.5 m | 95.5% |
| 2020 | EUR 984.6 m | EUR 1,057.7 m | 107.4% |
| 2021 | EUR 1,043.6 m | EUR 1,344.6 m | 128.8% |
| ROCE | | | |
| 2019 ¹⁾ | 16.2% | 14.5% | 89.5% |
| 2020 | 17.2% | 15.0% | 87.2% |
| 2021 | 18.0% | 19.6% | 108.9% |
| Earnings per share | | | |
| 2019 ¹⁾ | EUR 3.20 | EUR 3.02 | 94.4% |
| 2020 | EUR 3.50 | EUR 3.02 | 86.3% |
| 2021 | EUR 3.79 | EUR 2.90 | 76.5% |

B.17 PERFORMANCE CRITERIA FOR THE EARNED INTERNAL LTI PORTION OF THE 2019-2021 TRANCHE – REMUNERATION SYSTEM 2015

¹⁾ In financial year 2019, the figures stated do not contain any effects from IFRS 16.

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

The payout amounts for the 2019-2021 tranche of the Long-Term Incentive Bonus are calculated on the basis of the performance criteria outlined above as follows:

| | Markus Klähn | Georg Müller | Henri Nejade |
|---|-----------------|-----------------|-----------------|
| Target amount | EUR 600k | EUR 800k | EUR 600k |
| Internal Portion (weighting 50%) | | | |
| 2019 (weighting 1/3) | | | |
| EBITDA (weighting 50%) | | | |
| Pro rata target amount | EUR 50k | EUR 67k | EUR 50k |
| Target achievement | 95.5% | 95.5% | 95.5% |
| Payout factor | 86.5% | 86.5% | 86.5% |
| Pro rata bonus amount | EUR 43k | EUR 58k | EUR 43k |
| ROCE (weighting 25%) | | | |
| Pro rata target amount | EUR 25k | EUR 33k | EUR 25k |
| Target achievement | 89.5% | 89.5% | 89.5% |
| Payout factor | 68.5% | 68.5% | 68.5% |
| Pro rata bonus amount | EUR 17k | EUR 23k | EUR 17k |
| Earnings per share (weighting 25%) | | | |
| Pro rata target amount | EUR 25k | EUR 33k | EUR 25k |
| Target achievement | 94.4% | 94.4% | 94.4% |
| Payout factor | 83.1% | 83.1% | 83.1% |
| Pro rata bonus amount | EUR 21k | EUR 28k | EUR 21k |
| 2020 (weighting 1/3) | | | |
| EBITDA (weighting 50%) | | | |
| Pro rata target amount | EUR 50k | EUR 67k | EUR 50k |
| Target achievement | 107.4% | 107.4% | 107.4% |
| Payout factor | 122.3% | 122.3% | 122.3% |
| Pro rata bonus amount | EUR 61k | EUR 82k | EUR 61k |
| ROCE (weighting 25%) | | | |
| Pro rata target amount | EUR 25k | EUR 33k | EUR 25k |
| Target achievement | 87.2% | 87.2% | 87.2% |
| Payout factor | 61.6% | 61.6% | 61.6% |
| Pro rata bonus amount | EUR 15k | EUR 21k | EUR 15k |
| Earnings per share (weighting 25%) | | | |
| Pro rata target amount | EUR 25k | EUR 33k | EUR 25k |
| Target achievement | 86.3% | 86.3% | 86.3% |
| Payout factor | 58.9% | 58.9% | 58.9% |
| Pro rata bonus amount | EUR 15k | EUR 20k | EUR 15k |

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| | Markus Klähn | Georg Müller | Henri Nejade |
|--|-----------------|-------------------|-----------------|
| 2021 (weighting 1/3) | | | |
| EBITDA (weighting 50%) | | | |
| Pro rata target amount | EUR 50k | EUR 67k | EUR 50k |
| Target achievement | 128.8% | 128.8% | 128.8% |
| Payout factor | 186.5 % | 186.5 % | 186.5 % |
| Pro rata bonus amount | EUR 93k | EUR 124k | EUR 93k |
| ROCE (weighting 25%) | | | |
| Pro rata target amount | EUR 25k | EUR 33k | EUR 25k |
| Target achievement | 108.9% | 108.9% | 108.9% |
| Payout factor | 126.7% | 126.7% | 126.7% |
| Pro rata bonus amount | EUR 32k | EUR 42k | EUR 32k |
| Earnings per share (weighting 25%) | | | |
| Pro rata target amount | EUR 25k | EUR 33k | EUR 25k |
| Target achievement | 76.5% | 76.5% | 76.5% |
| Payout factor | 29.6% | 29.6% | 29.6% |
| Pro rata bonus amount | EUR 7k | EUR 10k | EUR 7k |
| External Portion (weighting 50%) | | | |
| Absolute shareholder return for the Brenntag share (weighting 50 %) | | | |
| Pro rata target amount | EUR 150k | EUR 200k | EUR 150k |
| Absolute shareholder return achieved | 84.9% | 92.3% | 92.3% |
| Payout factor | 269.8% | 284.5% | 284.5% |
| Pro rata bonus amount | EUR 405k | EUR 569k | EUR 427k |
| Relative shareholder return for the Brenntag share (weighting 50%) | | | |
| Pro rata target amount | EUR 150k | EUR 200k | EUR 150k |
| Relative shareholder return achieved | 44.4% | 44.7% | 44.7% |
| Payout factor | 233.2% | 234.1% | 234.1% |
| Pro rata bonus amount | EUR 350k | EUR 468k | EUR 351k |
| Preliminary External Portion | EUR 755k | EUR 1,037k | EUR 778k |
| Maximum remuneration External Portion | EUR 600k | EUR 800k | EUR 600k |
| Final payout amount | EUR 904k | EUR 1,209k | EUR 904k |

B.18 CALCULATION OF THE 2019-2021 TRANCHE OF THE EARNED LONG-TERM INCENTIVE BONUS – REMUNERATION SYSTEM 2015

Furthermore, Markus Klähn will be prematurely paid out the 2020-2022 tranche of the Long-Term Incentive Bonus as a result of the early termination of his service agreement. The performance criteria for the 2020-2022 tranche of the Long-Term Incentive Bonus under the Board of Management Remuneration System 2015 were set at the end of 2019. The following table shows the performance criteria for the External LTI Portion of the 2020-2022 tranche as applied to Markus Klähn:

| | 2020-2022 tranche |
|---|----------------------|
| Share price at the beginning of the performance period (Jan. 1, 2020) | EUR 46.82 |
| Share price at the end of the performance period (Jun. 30, 2021) | EUR 76.08 |
| Dividend payments during the performance period | EUR 2.60 |
| Absolute shareholder return for the Brenntag share | 68.0% |
| MDAX at the beginning of the performance period (Jan. 1, 2020) | 26,873 points |
| MDAX at the end of the performance period (Jun. 30, 2021) | 33,087 points |
| MDAX performance during the performance period | 23.1% |
| Relative shareholder return for the Brenntag share versus the MDAX | 44.9% |

B.19 PERFORMANCE CRITERIA FOR THE EARNED EXTERNAL LTI PORTION OF THE 2020-2022 TRANCHE FOR MARKUS KLÄHN – REMUNERATION SYSTEM 2015

The following tables show the respective targets and the results actually achieved for the Internal LTI Portion for the individual years of the 2020-2022 tranche as applied to Markus Klähn. The respective target achievement is calculated from the two figures. It should be noted that the performance period is reduced from three to two years in the event of early termination of the service agreement.

| | 2020-2022 tranche for Markus Klähn | | |
|---------------------------|------------------------------------|---------------|--------------------|
| | Target | Result | Target achievement |
| EBITDA | | | |
| 2020 | EUR 1,041.9 m | EUR 1,057.7 m | 101.5% |
| 2021 | EUR 1,095.1 m | EUR 1,344.6 m | 122.8% |
| ROCE | | | |
| 2020 | 14.7% | 15.0% | 102.0% |
| 2021 | 15.4% | 19.6% | 127.3% |
| Earnings per share | | | |
| 2020 | EUR 3.12 | EUR 3.02 | 96.8% |
| 2021 | EUR 3.37 | EUR 2.90 | 86.1% |

B.20 PERFORMANCE CRITERIA FOR THE EARNED INTERNAL LTI PORTION OF THE 2020-2022 TRANCHE FOR MARKUS KLÄHN – REMUNERATION SYSTEM 2015

The amounts for the early payout of the 2020-2022 tranche of the Long-Term Incentive Bonus for Markus Klähn are calculated on the basis of the performance criteria outlined above as follows:

| | Markus Klähn |
|---|-----------------|
| Target amount | EUR 600k |
| Internal Portion (weighting 50%) | |
| 2020 (weighting 50%) | |
| EBITDA (weighting 50%) | |
| Pro rata target amount | EUR 75k |
| Target achievement | 101.5% |
| Payout factor | 104.5% |
| Pro rata bonus amount | EUR 78k |
| ROCE (weighting 25%) | |
| Pro rata target amount | EUR 38k |
| Target achievement | 102.0% |
| Payout factor | 106.1% |
| Pro rata bonus amount | EUR 40k |
| Earnings per share (weighting 25%) | |
| Pro rata target amount | EUR 38k |
| Target achievement | 96.8% |
| Payout factor | 90.4% |
| Pro rata bonus amount | EUR 34k |
| 2021 (weighting 50%) | |
| EBITDA (weighting 50%) | |
| Pro rata target amount | EUR 75k |
| Target achievement | 122.8% |
| Payout factor | 168.3% |
| Pro rata bonus amount | EUR 126k |
| ROCE (weighting 25%) | |
| Pro rata target amount | EUR 38k |
| Target achievement | 127.3% |
| Payout factor | 181.8% |
| Pro rata bonus amount | EUR 68k |
| Earnings per share (weighting 25%) | |
| Pro rata target amount | EUR 38k |
| Target achievement | 86.1% |
| Payout factor | 58.2% |
| Pro rata bonus amount | EUR 22k |

| | Markus Klähn |
|---|-----------------|
| External Portion (weighting 50%) | |
| Absolute shareholder return for the Brenntag share (weighting 50%) | |
| Pro rata target amount | EUR 150k |
| Absolute shareholder return achieved | 68.0% |
| Payout factor | 236.1% |
| Pro rata bonus amount | EUR 354k |
| Relative shareholder return for the Brenntag share (weighting 50%) | |
| Pro rata target amount | EUR 150k |
| Relative shareholder return achieved | 44.9% |
| Payout factor | 234.8% |
| Pro rata bonus amount | EUR 352k |
| Preliminary External Portion | EUR 706k |
| Maximum remuneration External Portion | EUR 600k |
| Final payout amount | EUR 968k |

B.21 CALCULATION OF THE 2020-2022 TRANCHE OF THE EARNED LONG-TERM INCENTIVE BONUS FOR MARKUS KLÄHN – REMUNERATION SYSTEM 2015

**PERFORMANCE CRITERIA FOR THE VARIABLE
 REMUNERATION AWARDED AND DUE IN THE
 FINANCIAL YEAR 2021 (EARNED IN 2020)**

The performance criteria for the Annual Bonus of the members of the Board of Management were set for the financial year 2020 at the end of 2019. As previously described, Dr Christian Kohlpaintner and Steven Terwindt were incentivized under the Board of Management Remuneration System 2020, Georg Müller, Karsten Beckmann, Markus Klähn and Henri Nejade under the Board of Management Remuneration System 2015.

The following tables show the relevant targets for Dr Christian Kohlpaintner and Steven Terwindt and the results they actually achieved. The respective target achievement is calculated from the two figures.

| | Dr Christian Kohlpaintner | | | Steven Terwindt | | |
|--|---------------------------|--------|--------------------|-----------------|--------|--------------------|
| | Target | Result | Target achievement | Target | Result | Target achievement |
| Organic EBITDA growth | | | | | | |
| Brenntag Group | 3.0% | 6.5% | 216.7% | 3.0% | 6.5% | 216.7% |
| America | – | – | – | 4.7% | –7.5% | –159.6% |
| Improvement in working capital turnover | | | | | | |
| Brenntag Group | 0.36x | 0.35x | 97.2% | 0.36x | 0.35x | 97.2% |
| America | – | – | – | 0.45x | 0.79x | 175.6% |
| Earnings per share growth | | | | | | |
| Brenntag Group | 5.4% | – | – | 5.4% | – | – |

B.22 PERFORMANCE CRITERIA FOR THE ANNUAL BONUS AWARDED AND DUE FOR 2020 – REMUNERATION SYSTEM 2020

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

The performance criteria for financial year 2020 for Georg Müller, Karsten Beckmann, Markus Klähn and Henri Nejade were as follows:

| | Karsten Beckmann | | | Markus Klähn | | |
|---------------------------------|------------------|---------------|--------------------|---------------|---------------|--------------------|
| | Target | Result | Target achievement | Target | Result | Target achievement |
| Operating EBITDA | | | | | | |
| Brenntag Group | EUR 1,036.3 m | EUR 1,057.7 m | 102.1% | EUR 1,036.3 m | EUR 1,057.7 m | 102.1% |
| EMEA | EUR 423.1 m | EUR 475.9 m | 112.5% | – | – | – |
| North America | – | – | – | EUR 501.2 m | EUR 434.4 m | 86.7% |
| Asia Pacific | – | – | – | – | – | – |
| Working capital turnover | | | | | | |
| Brenntag Group | 7.4x | 7.3x | 98.4% | 7.4x | 7.3x | 98.4% |
| EMEA | 7.1x | 7.1x | 100.3% | – | – | – |
| North America | – | – | – | 10.3x | 10.5x | 101.8% |
| Asia Pacific | – | – | – | – | – | – |
| Conversion ratio | | | | | | |
| Brenntag Group | 35.4% | 37.1% | 104.8% | 35.4% | 37.1% | 104.8% |
| EMEA | 35.4% | 38.5% | 108.7% | – | – | – |
| North America | – | – | – | 40.4% | 38.6% | 95.6% |
| Asia Pacific | – | – | – | – | – | – |

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| Georg Müller | | | Henri Nejade (Jan. 1 - Jun. 30, 2020) | | | Henri Nejade (Jul. 1 - Dec. 31, 2020) | | |
|---------------|---------------|--------------------|---------------------------------------|-------------|--------------------|---------------------------------------|-------------|--------------------|
| Target | Result | Target achievement | Target | Result | Target achievement | Target | Result | Target achievement |
| EUR 1,036.3 m | EUR 1,057.7 m | 102.1% | EUR 515.3 m | EUR 539.2 m | 104.6% | EUR 521.0 m | EUR 518.5 m | 99.5% |
| - | - | - | - | - | - | EUR 203.8 m | EUR 222.7 m | 109.3% |
| - | - | - | - | - | - | - | - | - |
| - | - | - | EUR 51.8 m | EUR 50.6 m | 97.7% | EUR 57.1 m | EUR 73.2 m | 128.2% |
| - | - | - | - | - | - | - | - | - |
| 7.4x | 7.3x | 98.4% | 7.4x | 7.0x | 94.2% | 7.4x | 7.4x | 100.4% |
| - | - | - | - | - | - | 7.0x | 7.2x | 102.7% |
| - | - | - | - | - | - | - | - | - |
| - | - | - | 4.5x | 3.8x | 85.4% | 4.5x | 4.2x | 92.5% |
| - | - | - | - | - | - | - | - | - |
| 35.4% | 37.1% | 104.8% | 35.3% | 37.5% | 106.1% | 35.6% | 37.3% | 104.8% |
| - | - | - | - | - | - | 34.8% | 37.4% | 107.4% |
| - | - | - | - | - | - | - | - | - |
| - | - | - | 36.9% | 39.2% | 106.2% | 38.7% | 47.7% | 123.3% |

B.23 PERFORMANCE CRITERIA FOR THE ANNUAL BONUS AWARDED AND DUE FOR 2020 – REMUNERATION SYSTEM 2015

The individual performance multiplier, which is applied to the annual bonus in both remuneration systems, was set at 1.0 for Dr Christian Kohlpaintner, Georg Müller and Steven Terwindt. The individual performance multiplier for Karsten Beckmann and Markus Klähn was also set at 1.0 during the negotiations on the early termination of their service agreements. The individual performance multiplier for Henri Nejade was set at 1.15 owing to his additional responsibility for the EMEA region in the period from September 1 to December 31, 2020. The individual performance multiplier takes into account the individual

financial and non-financial performance that cannot be reasonably measured by applying KPIs. No specific, measurable targets were set for 2020. Instead, amongst others, the progress of “Project Brenntag” was assessed holistically when determining the individual performance multiplier.

The annual bonuses for 2020 are calculated on the basis of the performance criteria and the individual performance multipliers as follows:

| | Dr Christian Kohlpaintner | Steven Terwindt |
|--|---------------------------|-----------------|
| | EUR 900k | EUR 500k |
| Target amount | | |
| Organic EBITDA growth (weighting 60%) | | |
| Brenntag Group | | |
| Weighting | 100.00% | 25.00% |
| Target achievement | 216.67% | 216.67% |
| America | | |
| Weighting | – | 75.00% |
| Target achievement | – | –159.57% |
| Target achievement organic EBITDA growth | 216.67% | –65.51% |
| Improvement in working capital turnover (weighting 20%) | | |
| Brenntag Group | | |
| Weighting | 100.00% | 25.00% |
| Target achievement | 97.22% | 97.22% |
| America | | |
| Weighting | – | 75.00% |
| Target achievement | – | 175.56% |
| Target achievement improvement in working capital turnover | 97.22% | 155.98% |
| Earnings per share growth (weighting 20%) | | |
| Brenntag Group | | |
| Weighting | 100.00% | 100.00% |
| Target achievement | – | – |
| Overall target achievement | 149.45% | 31.20% |
| Payout factor | 198.90% | – |
| Preliminary payout amount | EUR 1,790k | – |
| Individual performance multiplier | 1.00 | 1.00 |
| Final payout amount | EUR 1,790k | – |

B.24 CALCULATION OF THE ANNUAL BONUS AWARDED AND DUE FOR 2020 – REMUNERATION SYSTEM 2020

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| | Karsten Beckmann | Markus Klähn | Georg Müller | Henri Nejade (Jan. 1 - Jun. 30, 2020) | Henri Nejade (Jul. 1 - Dec. 31 2020) |
|---|------------------|-----------------|-----------------|---|--|
| Target amount | EUR 333k | EUR 500k | EUR 550k | EUR 250k | EUR 250k |
| Operating EBITDA (weighting 70%) | | | | | |
| Brenntag Group | | | | | |
| Weighting | 33.33% | 33.33% | 100.00% | 33.33% | 33.34% |
| Pro rata target amount | EUR 78k | EUR 117k | EUR 385k | EUR 58k | EUR 58k |
| Target achievement | 102.10% | 102.10% | 102.10% | 104.60% | 99.50% |
| Payout factor | 108.30% | 108.30% | 108.30% | 118.50% | 98.10% |
| Pro rata preliminary bonus amount | EUR 84k | EUR 126k | EUR 417k | EUR 69k | EUR 57k |
| EMEA | | | | | |
| Weighting | 66.67% | – | – | – | 33.33% |
| Pro rata target amount | EUR 156k | – | – | – | EUR 58k |
| Target achievement | 112.50% | – | – | – | 109.30% |
| Payout factor | 150.00% | – | – | – | 137.00% |
| Pro rata preliminary bonus amount | EUR 233k | – | – | – | EUR 80k |
| North America | | | | | |
| Weighting | – | 66.67% | – | – | – |
| Pro rata target amount | – | EUR 233k | – | – | – |
| Target achievement | – | 86.70% | – | – | – |
| Payout factor | – | 46.70% | – | – | – |
| Pro rata preliminary bonus amount | – | EUR 109k | – | – | – |
| Asia Pacific | | | | | |
| Weighting | – | – | – | 66.67% | 33.33% |
| Pro rata target amount | – | – | – | EUR 117k | EUR 58k |
| Target achievement | – | – | – | 97.70% | 128.20% |
| Payout factor | – | – | – | 90.90% | 212.80% |
| Pro rata preliminary bonus amount | – | – | – | EUR 106k | EUR 124k |
| Working capital turnover (weighting 15%) | | | | | |
| Brenntag Group | | | | | |
| Weighting | 33.33% | 33.33% | 100.00% | 33.33% | 33.34% |
| Pro rata target amount | EUR 17k | EUR 25k | EUR 83k | EUR 12k | EUR 13k |
| Target achievement | 98.40% | 98.40% | 98.40% | 94.20% | 100.40% |
| Payout factor | 93.50% | 93.50% | 93.50% | 76.90% | 101.80% |
| Pro rata preliminary bonus amount | EUR 16k | EUR 23k | EUR 77k | EUR 10k | EUR 13k |
| EMEA | | | | | |
| Weighting | 66.67% | – | – | – | 33.33% |
| Pro rata target amount | EUR 33k | – | – | – | EUR 12k |
| Target achievement | 100.30% | – | – | – | 102.70% |
| Payout factor | 101.30% | – | – | – | 110.80% |
| Pro rata preliminary bonus amount | EUR 34k | – | – | – | EUR 14k |

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| | Karsten Beckmann | Markus Klähn | Georg Müller | Henri Nejade (Jan. 1 - Jun. 30, 2020) | Henri Nejade (Jul. 1 - Dec. 31 2020) |
|---|------------------|-----------------|-----------------|---|--|
| North America | | | | | |
| Weighting | – | 66.67% | – | – | – |
| Pro rata target amount | – | EUR 50k | – | – | – |
| Target achievement | – | 101.80% | – | – | – |
| Payout factor | – | 107.20% | – | – | – |
| Pro rata preliminary bonus amount | – | EUR 54k | – | – | – |
| Asia Pacific | | | | | |
| Weighting | – | – | – | 66.67% | 33.33% |
| Pro rata target amount | – | – | – | EUR 25k | EUR 12k |
| Target achievement | – | – | – | 85.40% | 92.50% |
| Payout factor | – | – | – | 41.40% | 70.20% |
| Pro rata preliminary bonus amount | – | – | – | EUR 10k | EUR 9k |
| Conversion ratio (weighting 15%) | | | | | |
| Brenntag Group | | | | | |
| Weighting | 33.33% | 33.33% | 100.00% | 33.33% | 33.34% |
| Pro rata target amount | EUR 17k | EUR 25k | EUR 83k | EUR 12k | EUR 13k |
| Target achievement | 104.80% | 104.80% | 104.80% | 106.10% | 104.80% |
| Payout factor | 119.20% | 119.20% | 119.20% | 124.40% | 119.30% |
| Pro rata preliminary bonus amount | EUR 20k | EUR 30k | EUR 98k | EUR 16k | EUR 15k |
| EMEA | | | | | |
| Weighting | 66.67% | – | – | – | 33.33% |
| Pro rata target amount | EUR 33k | – | – | – | EUR 12k |
| Target achievement | 108.70% | – | – | – | 107.40% |
| Payout factor | 134.90% | – | – | – | 129.50% |
| Pro rata preliminary bonus amount | EUR 45k | – | – | – | EUR 16k |
| North America | | | | | |
| Weighting | – | 66.67% | – | – | – |
| Pro rata target amount | – | EUR 50k | – | – | – |
| Target achievement | – | 95.60% | – | – | – |
| Payout factor | – | 82.50% | – | – | – |
| Pro rata preliminary bonus amount | – | EUR 41k | – | – | – |
| Asia Pacific | | | | | |
| Weighting | – | – | – | 66.67% | 33.33% |
| Pro rata target amount | – | – | – | EUR 25k | EUR 12k |
| Target achievement | – | – | – | 106.20% | 123.30% |
| Payout factor | – | – | – | 124.80% | 193.20% |
| Pro rata preliminary bonus amount | – | – | – | EUR 31k | EUR 24k |
| Preliminary payout amount | EUR 432k | EUR 383k | EUR 592k | EUR 242k | EUR 352k |
| Individual performance multiplier | 1.00 | 1.00 | 1.00 | 1.15 | 1.15 |
| Final payout amount | EUR 432k | EUR 383k | EUR 592k | EUR 278k | EUR 405k |

B.25 CALCULATION OF THE ANNUAL BONUS AWARDED AND DUE FOR 2020 – REMUNERATION SYSTEM 2015

The performance criteria for the 2018-2020 tranche of the Long-Term Incentive Bonus under the Board of Management Remuneration System 2015 were set at the end of 2017. As previously described, Georg Müller, Karsten Beckmann, Markus Klähn and Henri Nejade were incentivized under the Board of Management Remuneration System 2015.

The following table shows the performance criteria for the External LTI Portion of the 2018-2020 tranche:

| | 2018-2020 tranche |
|---|-------------------|
| Share price at the beginning of the performance period (Jan. 1, 2018) | EUR 51.24 |
| Share price at the end of the performance period (Dec. 31, 2020) | EUR 59.99 |
| Dividend payments during the performance period | EUR 3.55 |
| Absolute shareholder return for the Brenntag share | 24.0% |
| MDAX at the beginning of the performance period (Jan. 1, 2018) | 26,392 points |
| MDAX at the end of the performance period (Dec. 31, 2020) | 28,467 points |
| MDAX performance during the performance period | 7.9% |
| Relative shareholder return for the Brenntag share versus the MDAX | 16.1% |

B.26 PERFORMANCE CRITERIA FOR THE EXTERNAL LTI PORTION OF THE 2018-2020 TRANCHE AWARDED AND DUE – REMUNERATION SYSTEM 2015

By way of exception, a shortened performance period for the External LTI Portion applies to Karsten Beckmann as a result of the early termination of his service agreement. The performance criteria are as follows:

| | 2018-2020 tranche |
|---|-------------------|
| Share price at the beginning of the performance period (Jan. 1, 2018) | EUR 51.24 |
| Share price at the end of the performance period (Aug. 31, 2020) | EUR 50.28 |
| Dividend payments during the performance period | EUR 3.55 |
| Absolute shareholder return for the Brenntag share | 5.0% |
| MDAX at the beginning of the performance period (Jan. 1, 2018) | 26,392 points |
| MDAX at the end of the performance period (Aug. 31, 2020) | 26,752 points |
| MDAX performance during the performance period | 1.4% |
| Relative shareholder return for the Brenntag share versus the MDAX | 3.7% |

B.27 PERFORMANCE CRITERIA FOR THE EXTERNAL LTI PORTION OF THE 2018-2020 TRANCHE AWARDED AND DUE TO KARSTEN BECKMANN – REMUNERATION SYSTEM 2015

The following tables show the respective targets and the results actually achieved for the Internal LTI Portion for the individual years of the 2018-2020 tranche. The respective target achievement is calculated from the two figures.

| | 2018-2020 tranche | | |
|---------------------------|-------------------|--------------|--------------------|
| | Target | Result | Target achievement |
| EBITDA | | | |
| 2018 | EUR 871.1m | EUR 875.5m | 100.5% |
| 2019 | EUR 923.9m | EUR 885.5m | 95.8% |
| 2020 | EUR 980.8m | EUR 1,057.7m | 107.8% |
| ROCE | | | |
| 2018 | 16.7% | 15.5% | 92.7% |
| 2019 | 17.6% | 14.5% | 82.4% |
| 2020 | 18.4% | 15.0% | 81.5% |
| Earnings per share | | | |
| 2018 | EUR 2.77 | EUR 2.98 | 107.6% |
| 2019 | EUR 3.10 | EUR 3.02 | 97.4% |
| 2020 | EUR 3.39 | EUR 3.02 | 89.1% |

B.28 PERFORMANCE CRITERIA FOR THE INTERNAL LTI PORTION OF THE 2018-2020 TRANCHE AWARDED AND DUE – REMUNERATION SYSTEM 2015

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

The payout amounts for the 2018-2020 tranche of the Long-Term Incentive Bonus are calculated on the basis of the performance criteria outlined above as follows:

| | Karsten Beckmann | Markus Klähn ¹⁾ | | Georg Müller | Henri Nejade |
|---|------------------|----------------------------|-----------------|-----------------|-----------------|
| Target amount | EUR 550k | EUR 300k | USD 275k | EUR 800k | EUR 550k |
| Internal portion (weighting 50%) | | | | | |
| 2018 (weighting 1/3) | | | | | |
| EBITDA (weighting 50%) | | | | | |
| Pro rata target amount | EUR 46k | EUR 25k | USD 23k | EUR 67k | EUR 46k |
| Target achievement | 100.5% | 100.5% | 100.5% | 100.5% | 100.5% |
| Payout factor | 101.5% | 101.5% | 101.5% | 101.5% | 101.5% |
| Pro rata bonus amount | EUR 47k | EUR 25k | USD 23k | EUR 68k | EUR 47k |
| ROCE (weighting 25%) | | | | | |
| Pro rata target amount | EUR 23k | EUR 13k | USD 11k | EUR 33k | EUR 23k |
| Target achievement | 92.7% | 92.7% | 92.7% | 92.7% | 92.7% |
| Payout factor | 78.1% | 78.1% | 78.1% | 78.1% | 78.1% |
| Pro rata bonus amount | EUR 18k | EUR 10k | USD 9k | EUR 26k | EUR 18k |
| Earnings per share (weighting 25%) | | | | | |
| Pro rata target amount | EUR 23k | EUR 13k | USD 11k | EUR 33k | EUR 23k |
| Target achievement | 107.6% | 107.6% | 107.6% | 107.6% | 107.6% |
| Payout factor | 122.7% | 122.7% | 122.7% | 122.7% | 122.7% |
| Pro rata bonus amount | EUR 28k | EUR 15k | USD 14k | EUR 41k | EUR 28k |
| 2019 (weighting 1/3) | | | | | |
| EBITDA (weighting 50%) | | | | | |
| Pro rata target amount | EUR 46k | EUR 25k | USD 23k | EUR 67k | EUR 46k |
| Target achievement | 95.8% | 95.8% | 95.8% | 95.8% | 95.8% |
| Payout factor | 87.5% | 87.5% | 87.5% | 87.5% | 87.5% |
| Pro rata bonus amount | EUR 40k | EUR 22k | USD 20k | EUR 58k | EUR 40k |
| ROCE (weighting 25%) | | | | | |
| Pro rata target amount | EUR 23k | EUR 13k | USD 11k | EUR 33k | EUR 23k |
| Target achievement | 82.4% | 82.4% | 82.4% | 82.4% | 82.4% |
| Payout factor | 47.2% | 47.2% | 47.2% | 47.2% | 47.2% |
| Pro rata bonus amount | EUR 11k | EUR 6k | USD 5k | EUR 16k | EUR 11k |
| Earnings per share (weighting 25%) | | | | | |
| Pro rata target amount | EUR 23k | EUR 13k | USD 11k | EUR 33k | EUR 23k |
| Target achievement | 97.4% | 97.4% | 97.4% | 97.4% | 97.4% |
| Payout factor | 92.3% | 92.3% | 92.3% | 92.3% | 92.3% |
| Pro rata bonus amount | EUR 21k | EUR 12k | USD 11k | EUR 31k | EUR 21k |

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| | Karsten Beckmann | Markus Klähn ¹⁾ | | Georg Müller | Henri Nejade |
|---|------------------|----------------------------|-----------------|-----------------|-----------------|
| 2020 (weighting 1/3) | | | | | |
| EBITDA (weighting 50%) | | | | | |
| Pro rata target amount | EUR 46k | EUR 25k | USD 23k | EUR 67k | EUR 46k |
| Target achievement | 107.8% | 107.8% | 107.8% | 107.8% | 107.8% |
| Payout factor | 123.5% | 123.5% | 123.5% | 123.5% | 123.5% |
| Pro rata bonus amount | EUR 57k | EUR 31k | USD 28k | EUR 82k | EUR 57k |
| ROCE (weighting 25%) | | | | | |
| Pro rata target amount | EUR 23k | EUR 13k | USD 11k | EUR 33k | EUR 23k |
| Target achievement | 81.5% | 81.5% | 81.5% | 81.5% | 81.5% |
| Payout factor | 44.6% | 44.6% | 44.6% | 44.6% | 44.6% |
| Pro rata bonus amount | EUR 10k | EUR 6k | USD 5k | EUR 15k | EUR 10k |
| Earnings per share (weighting 25%) | | | | | |
| Pro rata target amount | EUR 23k | EUR 13k | USD 11k | EUR 33k | EUR 23k |
| Target achievement | 89.1% | 89.1% | 89.1% | 89.1% | 89.1% |
| Payout factor | 67.3% | 67.3% | 67.3% | 67.3% | 67.3% |
| Pro rata bonus amount | EUR 15k | EUR 8k | USD 8k | EUR 22k | EUR 15k |
| External portion (weighting 50%) | | | | | |
| Absolute shareholder return for the Brenntag share (weighting 50%) | | | | | |
| Pro rata target amount | EUR 138k | EUR 75k | USD 69k | EUR 200k | EUR 138k |
| Absolute shareholder return achieved | 5.0% | 24.0% | 24.0% | 24.0% | 24.0% |
| Payout factor | 110.1% | 148.0% | 148.0% | 148.0% | 148.0% |
| Pro rata bonus amount | EUR 151k | EUR 111k | USD 102k | EUR 296k | EUR 204k |
| Relative shareholder return for the Brenntag share (weighting 50%) | | | | | |
| Pro rata target amount | EUR 138k | EUR 75k | USD 69k | EUR 200k | EUR 138k |
| Relative shareholder return achieved | 3.7% | 16.1% | 16.1% | 16.1% | 16.1% |
| Payout factor | 111.0% | 148.4% | 148.4% | 148.4% | 148.4% |
| Pro rata bonus amount | EUR 153k | EUR 111k | USD 102k | EUR 297k | EUR 204k |
| Final payout amount | EUR 551k | EUR 357k | USD 327k | EUR 952k | EUR 655k |

B.29 CALCULATION OF THE 2018-2020 TRANCHE OF THE LONG-TERM INCENTIVE BONUS AWARDED AND DUE – REMUNERATION SYSTEM 2015

¹⁾ In the case of Markus Klähn, there was both a liability in euros and a liability in US dollars for the 2018-2020 tranche, which must be regarded in aggregate.

Furthermore, Karsten Beckmann was prematurely paid out the 2019-2021 tranche of the Long-Term Incentive Bonus in 2021 as a result of the early termination of his service agreement. The performance criteria for the 2019-2021 tranche of the Long-Term Incentive Bonus under the Board of Management Remuneration System 2015 were set at the end of 2018. The following table shows the performance criteria for the External LTI Portion of the 2019-2021 tranche as applied to Karsten Beckmann:

| | 2019-2021 tranche |
|---|----------------------|
| Share price at the beginning of the performance period (Jan. 1, 2019) | EUR 43.21 |
| Share price at the end of the performance period (Aug. 31, 2020) | EUR 50.28 |
| Dividend payments during the performance period | EUR 2.45 |
| Absolute shareholder return for the Brenntag share | 22.0% |
| MDAX at the beginning of the performance period (Jan. 1, 2019) | 23,556 points |
| MDAX at the end of the performance period (Aug. 31, 2020) | 26,752 points |
| MDAX performance during the performance period | 13.6% |
| Relative shareholder return for the Brenntag share versus the MDAX | 8.5% |

B.30 PERFORMANCE CRITERIA FOR THE EXTERNAL LTI PORTION OF THE 2019-2021 TRANCHE AWARDED AND DUE TO KARSTEN BECKMANN – REMUNERATION SYSTEM 2015

The following tables show the respective targets and the results actually achieved for the Internal LTI Portion for the individual years of the 2019-2021 tranche as applied to Karsten Beckmann. The respective target achievement is calculated from the two figures. It should be noted that the performance period was reduced from three to two years due to the early termination of the service agreement.

| | 2019-2021 tranche for Karsten Beckmann | | |
|---------------------------|--|---------------|--------------------|
| | Target | Result | Target achievement |
| EBITDA | | | |
| 2019 | EUR 927.3 m | EUR 885.5 m | 95.5% |
| 2020 | EUR 984.6 m | EUR 1,057.7 m | 107.4% |
| ROCE | | | |
| 2019 | 16.2% | 14.5% | 89.5% |
| 2020 | 17.2% | 15.0% | 87.2% |
| Earnings per share | | | |
| 2019 | EUR 3.20 | EUR 3.02 | EUR 94.4 |
| 2020 | EUR 3.50 | EUR 3.02 | EUR 86.3 |

B.31 PERFORMANCE CRITERIA FOR THE INTERNAL LTI PORTION OF THE 2019-2021 TRANCHE AWARDED AND DUE TO KARSTEN BECKMANN – REMUNERATION SYSTEM 2015

The amounts for the early payout of the 2019-2021 tranche of the Long-Term Incentive Bonus for Karsten Beckmann are calculated on the basis of the performance criteria outlined above as follows:

| | Karsten Beckmann | | Karsten Beckmann |
|---|------------------|---|------------------|
| Target amount | EUR 600k | External portion (weighting 50%) | |
| Internal portion (weighting 50%) | | Absolute shareholder return for the Brenntag share (weighting 50%) | |
| 2019 (weighting 1/3) | | Pro rata target amount | EUR 150k |
| EBITDA (weighting 50%) | | Absolute shareholder return achieved | EUR 22k |
| Pro rata target amount | EUR 50k | Payout factor | 144.1% |
| Target achievement | 95.5% | Pro rata bonus amount | EUR 216k |
| Payout factor | 86.5% | Relative shareholder return for the Brenntag share (weighting 50%) | |
| Pro rata bonus amount | EUR 43k | Pro rata target amount | EUR 150k |
| ROCE (weighting 25%) | | Relative shareholder return achieved | 8.5% |
| Pro rata target amount | EUR 25k | Payout factor | 125.4% |
| Target achievement | 89.5% | Pro rata bonus amount | EUR 188k |
| Payout factor | 68.5% | Final payout amount | EUR 667k |
| Pro rata bonus amount | EUR 17k | | |
| Earnings per share (weighting 25%) | | | |
| Pro rata target amount | EUR 25k | | |
| Target achievement | 94.4% | | |
| Payout factor | 83.1% | | |
| Pro rata bonus amount | EUR 21k | | |
| 2020 (weighting 2/3) | | | |
| EBITDA (weighting 50%) | | | |
| Pro rata target amount | EUR 100k | | |
| Target achievement | 107.4% | | |
| Payout factor | 122.3% | | |
| Pro rata bonus amount | EUR 122k | | |
| ROCE (weighting 25%) | | | |
| Pro rata target amount | EUR 50k | | |
| Target achievement | 87.2% | | |
| Payout factor | 61.6% | | |
| Pro rata bonus amount | EUR 31k | | |
| Earnings per share (weighting 25%) | | | |
| Pro rata target amount | EUR 50k | | |
| Target achievement | 86.3% | | |
| Payout factor | 58.9% | | |
| Pro rata bonus amount | EUR 29k | | |

B.32 CALCULATION OF THE 2019-2021 TRANCHE OF THE LONG-TERM INCENTIVE BONUS AWARDED AND DUE TO KARSTEN BECKMANN –REMUNERATION SYSTEM 2015

Information on remuneration awarded and due to current and former members of the Board of Management in accordance with Section 162 of the German Stock Corporation Act (AktG)

INFORMATION ON REMUNERATION AWARDED AND DUE TO CURRENT MEMBERS OF THE BOARD OF MANAGEMENT IN ACCORDANCE WITH SECTION 162 AKTG

Total remuneration for the individual current members of the Board of Management is as follows:

| Term of service agreement as a Board of Management member | | Dr Christian Kohlpaintner | | Georg Müller | |
|---|-------------|---------------------------|--------------|----------------------|--------------|
| | | (until Dec. 31, 2022) | | (until Feb. 2, 2022) | |
| | | in EUR k | in % | in EUR k | in % |
| Annual base salary | 2021 | 1,000 | 32.0 | 650 | 29.4 |
| | 2020 | 1,000 | 75.1 | 650 | 40.0 |
| Pension allowance | 2021 | 300 | 9.6 | – | – |
| | 2020 | 300 | 22.5 | – | – |
| Benefits in kind/other benefits | 2021 | 37 | 1.2 | 19 | 0.8 |
| | 2020 | 31 | 2.4 | 38 ¹⁾ | 2.3 |
| Total non-performance-based remuneration | 2021 | 1,337 | 42.8 | 669 | 30.2 |
| | 2020 | 1,331 | 100.0 | 688 | 42.3 |
| Short-term variable remuneration | 2021 | 1,790 | 57.2 | 592 | 26.8 |
| | 2020 | – | – | 385 | 23.7 |
| Long-term variable remuneration | 2021 | – | – | 952 | 43.0 |
| | 2020 | – | – | 554 | 34.0 |
| Total performance-based remuneration | 2021 | 1,790 | 57.2 | 1,544 | 69.8 |
| | 2020 | – | – | 939 | 57.7 |
| Total remuneration | 2021 | 3,127 | 100.0 | 2,213 | 100.0 |
| | 2020 | 1,331 | 100.0 | 1,627 | 100.0 |

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| Henri Nejade | | Steven Terwindt | | Ewout van Jarwaarde | |
|-----------------------|--------------|-----------------------|--------------|-----------------------|--------------|
| (until Jun. 30, 2023) | | (until Jul. 31, 2023) | | (until Dec. 31, 2023) | |
| in EUR k | in % | in EUR k | in % | in EUR k | in % |
| 525 | 22.9 | 525 | 75.8 | 475 | 74.6 |
| 525 | 29.0 | 208 | 71.5 | – | – |
| – | – | 139 | 20.1 | 125 | 19.6 |
| – | – | 74 | 25.4 | – | – |
| 428 | 18.7 | 29 | 4.1 | 37 | 5.8 |
| 429 | 23.7 | 9 | 3.1 | – | – |
| 953 | 41.6 | 693 | 100.0 | 637 | 100.0 |
| 954 | 52.7 | 291 | 100.0 | – | – |
| 683 | 29.8 | – | – | – | – |
| 484 | 26.8 | – | – | – | – |
| 654 | 28.6 | – | – | – | – |
| 370 | 20.5 | – | – | – | – |
| 1,337 | 58.4 | – | – | – | – |
| 854 | 47.3 | – | – | – | – |
| 2,290 | 100.0 | 693 | 100.0 | 637 | 100.0 |
| 1,808 | 100.0 | 291 | 100.0 | – | – |

**B.33 REMUNERATION AWARDED AND DUE TO THE CURRENT BOARD OF MANAGEMENT MEMBERS
IN ACCORDANCE WITH SECTION 162 OF THE GERMAN STOCK CORPORATION ACT (AKTG)**

¹⁾ Including benefits from third parties under a tax equalization agreement in the amount of EUR 20k for Georg Müller.

INFORMATION ON THE REMUNERATION AWARDED AND DUE TO FORMER BOARD OF MANAGEMENT MEMBERS IN ACCORDANCE WITH SECTION 162 AKTG

Markus Klähn stepped down from the Board of Management at the end of July 31, 2020. His service agreement was terminated by mutual agreement on the same day. Severance pay was negotiated with him, which will be paid in three parts. The first part in the amount of EUR 626,851 was already paid in 2020 and compensated him for lost remuneration from his future base salary, company car allowance, amounts to build up pension entitlements and for health care. The second part of the severance pay in the amount of EUR 201,836 was paid in 2021. This second part compensated him for the lost remuneration from future annual bonuses. The third part of the severance pay will be paid in 2022 when the performance indicators that make up the Long-Term Incentive Bonus have been determined. This third part compensates him for the lost remuneration from future Long-Term Incentive Bonuses. The

vested benefits from the Long-Term Incentive Bonuses 2019-2021 and 2020-2022 will also be paid in 2022.

Karsten Beckmann stepped down from the Board of Management at the end of August 31, 2020. His service agreement was terminated by mutual agreement on the same day. It was agreed with him that 50% of any remuneration from other professional activities during a period of two years after termination of his service agreement would be deducted from the amount of severance pay. As a result of this agreement, EUR 6,000 of the variable remuneration payment for 2020 was retained in 2021. Karsten Beckmann repaid a further EUR 7,500 to the company. In addition, a supplement to the termination agreement was negotiated with Karsten Beckmann providing for remuneration entitlements from the Long-Term Incentive Bonus 2020 to be reduced by EUR 300,000.

The following table contains the remuneration awarded and due to former Board of Management members in 2021.

| | | Karsten Beckmann | | Jürgen Buchsteiner | |
|---|-------------|------------------|--------------|--------------------|--------------|
| | | in EUR k | in % | in EUR k | in % |
| Annual base salary | 2021 | – | – | – | – |
| | 2020 | 350 | 9.5 | – | – |
| Pension allowance | 2021 | – | – | – | – |
| | 2020 | – | – | – | – |
| Benefits in kind/other benefits | 2021 | – | – | – | – |
| | 2020 | 21 ¹⁾ | 0.6 | – | – |
| Total non-performance-based remuneration | 2021 | – | – | – | – |
| | 2020 | 371 | 10.1 | – | – |
| Short-term variable remuneration | 2021 | 432 | 24.9 | – | – |
| | 2020 | 306 | 8.3 | – | – |
| Long-term variable remuneration | 2021 | 1,319 | 75.9 | – | – |
| | 2020 | 370 | 11.6 | – | – |
| Total performance-based remuneration | 2021 | 1,751 | 100.8 | – | – |
| | 2020 | 676 | 19.9 | – | – |
| Termination benefits | 2021 | –14 | –0.8 | – | – |
| | 2020 | 2,585 | 70.0 | – | – |
| Pension payments received | 2021 | – | – | 302 | 100.0 |
| | 2020 | – | – | 299 | 100.0 |
| Total remuneration | 2021 | 1,737 | 100.0 | 302 | 100.0 |
| | 2020 | 3,632 | 100.0 | 299 | 100.0 |

| | | Steven Holland | | Markus Klähn | |
|---|-------------|----------------|-------|-------------------|--------------|
| | | in EUR k | in % | in EUR k | in % |
| Annual base salary | 2021 | – | – | – | – |
| | 2020 | 167 | 4.0 | 306 | 17.2 |
| Pension allowance | 2021 | – | – | – | – |
| | 2020 | 43 | 1.0 | – | – |
| Benefits in kind/other benefits | 2021 | – | – | – | – |
| | 2020 | 7 | 0.2 | 158 ¹⁾ | 8.9 |
| Total non-performance-based remuneration | 2021 | – | – | – | – |
| | 2020 | 217 | 5.2 | 464 | 26.1 |
| Short-term variable remuneration | 2021 | – | – | 383 | 31.4 |
| | 2020 | 781 | 18.7 | 329 | 18.5 |
| Long-term variable remuneration | 2021 | – | – | 634 | 52.0 |
| | 2020 | 3,178 | 76.1 | 356 | 20.0 |
| Total performance-based remuneration | 2021 | – | – | 1,017 | 83.4 |
| | 2020 | 3,959 | 94.8 | 685 | 38.5 |
| Termination benefits | 2021 | – | – | 202 | 16.6 |
| | 2020 | – | – | 627 | 35.4 |
| Pension payments received | 2021 | – | – | – | – |
| | 2020 | – | – | – | – |
| Total remuneration | 2021 | – | – | 1,219 | 100.0 |
| | 2020 | 4,176 | 100.0 | 1,776 | 100.0 |

B.34 REMUNERATION AWARDED AND DUE TO FORMER BOARD OF MANAGEMENT MEMBERS IN ACCORDANCE WITH SECTION 162 OF THE GERMAN STOCK CORPORATION ACT (AKTG)

¹⁾ Including benefits from third parties under a tax equalization agreement in the amount of EUR 22k for Markus Klähn and in the amount of EUR 10k for Karsten Beckmann.

Information on remuneration granted and earned in accordance with number 4.2.5, para. 3 of the German Corporate Governance Code as amended on February 7, 2017 (GCGC 2017)

The following two tables provide the financial information required by number 4.2.5, para. 3 of the German Corporate Governance Code as amended on February 7, 2017 regarding the remuneration granted (in the GCGC 2017 "benefits granted") and the remuneration earned (in the GCGC 2017 "amounts allocated"). Brenntag is continuing these tables for the time being for the sake of transparency and comparability with prior-year data. The fixed remuneration and fringe benefits indicated here correspond to the total non-performance-related remuneration of the Board of Management.

The one-year variable remuneration corresponds to the aforementioned short-term variable remuneration and the multi-year variable remuneration corresponds to the aforementioned long-term variable remuneration.

Amounts are generally recognized as granted in the financial year in which the underlying activity for this remuneration was performed. This is subject to the proviso that a commitment to pay remuneration must have been given at the time the remuneration report was prepared. In addition, it must be possible to establish a reliable estimate of the amount of this remuneration. The year in which fixed remuneration and fringe benefits are granted is generally also the year in which they are recognized as an expense. For the one-year variable remuneration, the relevant target amount in the case of 100% target achievement is recognized as the fair value at the date of grant. The multi-year variable remuneration resulting from the long-

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

term incentive plan is in each case subject to a vesting period of three years and that resulting from the Performance Share Plan to a vesting period of four years. However, as a new plan is granted every year, in each case with a vesting period of three years or four years, the total target amount allocated per year in the event of 100% target achievement or the fair value at the date of grant is recognized as having been granted and not the portion (1/3 or 1/4) calculated as attributable to the reporting year.

Fixed remuneration and fringe benefits are recognized as remuneration earned in the financial year in which the underlying activity has been performed, if the value of the final payment has already been determined. For fixed remuneration and fringe benefits, the date of recognition as remuneration earned is generally the date on which it is recognized as an expense. In the case of one-year variable remuneration and multi-year variable remuneration, the remuneration earned is recognized in the financial year of the actual payout, which is, as a rule, the financial year following the respective vesting period.

| in EUR k | Markus Klähn Member of the Board of Management | | | | Georg Müller Chief Financial Officer | | | |
|----------------------------------|---|----------|---------------|---------------|---|--------------|---------------|---------------|
| | 2020 | 2021 | 2021 (Min) | 2021 (Max) | 2020 | 2021 | 2021 (Min) | 2021 (Max) |
| Fixed remuneration | 306 | – | – | – | 650 | 650 | 650 | 650 |
| Fringe benefits | 158 ³¹⁾ | – | – | – | 38 ³¹⁾ | 19 | 19 | 19 |
| Total | 464 | – | – | – | 688 | 669 | 669 | 669 |
| One-year variable remuneration | | | | | | | | |
| Annual Bonus 2021 | 250 | – | – | – | – | 550 | – | 1,100 |
| Annual Bonus 2020 | 500 | – | – | – | 550 | – | – | – |
| Multi-year variable remuneration | | | | | | | | |
| Performance Share Plan 2021-2024 | – | – | – | – | – | – | – | – |
| Performance Share Plan 2020-2023 | – | – | – | – | – | – | – | – |
| LTI Bonus 2021–2023 | 300 | – | – | – | – | 800 | – | 1,600 |
| LTI Bonus 2020–2022 | 600 | – | – | – | 800 | – | – | – |
| Total | 1,650 | – | – | – | 1,350 | 1,350 | – | 2,700 |
| Severance payments | 627 | – | – | – | – | – | – | – |
| Service cost | – | – | – | – | 455 | 475 | 475 | 475 |
| Total remuneration | 2,741 | – | – | – | 2,493 | 2,494 | 1,144 | 3,844 |

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| in EUR k | Dr Christian Kohlpaintner Chief Executive Officer | | | | Karsten Beckmann Member of the Board of Management | | | |
|----------------------------------|--|--------------|---------------|---------------|---|----------|---------------|---------------|
| | 2020 | 2021 | 2021 (Min) | 2021 (Max) | 2020 | 2021 | 2021 (Min) | 2021 (Max) |
| Fixed remuneration | 1,000 | 1,000 | 1,000 | 1,000 | 350 | – | – | – |
| Fringe benefits | 331 | 337 | 337 | 337 | 21 ¹⁾ | – | – | – |
| Total | 1,331 | 1,337 | 1,337 | 1,337 | 371 | – | – | – |
| One-year variable remuneration | | | | | | | | |
| Annual Bonus 2021 | – | 900 | – | 1,800 | – | – | – | – |
| Annual Bonus 2020 | 900 | – | – | – | 333 | – | – | – |
| Multi-year variable remuneration | | | | | | | | |
| Performance Share Plan 2021-2024 | – | 1,200 | – | 2,400 | – | – | – | – |
| Performance Share Plan 2020-2023 | 1,200 | – | – | – | – | – | – | – |
| LTI Bonus 2021–2023 | – | – | – | – | – | – | – | – |
| LTI Bonus 2020–2022 | – | – | – | – | 400 | – | – | – |
| Total | 2,100 | 2,100 | – | 4,200 | 733 | – | – | – |
| Severance payments | – | – | – | – | 2,585 | – | – | – |
| Service cost | – | – | – | – | 336 | – | – | – |
| Total remuneration | 3,431 | 3,437 | 1,337 | 5,537 | 4,025 | – | – | – |

| Henri Nejade Member of the Board of Management | | | | Steven Terwindt Member of the Board of Management | | | | Ewout van Jarwaarde Member of the Board of Management | | | |
|---|--------------|---------------|---------------|--|--------------|---------------|---------------|--|--------------|---------------|---------------|
| 2020 | 2021 | 2021 (Min) | 2021 (Max) | 2020 | 2021 | 2021 (Min) | 2021 (Max) | 2020 | 2021 | 2021 (Min) | 2021 (Max) |
| 525 | 525 | 525 | 525 | 208 | 525 | 525 | 525 | – | 475 | 475 | 475 |
| 429 | 428 | 428 | 428 | 83 | 168 | 168 | 168 | – | 162 | 162 | 162 |
| 954 | 953 | 953 | 953 | 291 | 693 | 693 | 693 | – | 637 | 637 | 637 |
| – | 500 | – | 1,000 | – | 500 | – | 1,000 | – | 450 | – | 900 |
| 500 | – | – | – | 188 | – | – | – | – | – | – | – |
| – | 600 | – | 1,200 | – | 600 | – | 1,200 | – | 550 | – | 1,100 |
| – | – | – | – | 229 | – | – | – | – | – | – | – |
| – | – | – | – | – | – | – | – | – | – | – | – |
| 600 | – | – | – | – | – | – | – | – | – | – | – |
| 1,100 | 1,100 | – | 2,200 | 417 | 1,100 | – | 2,200 | – | 1,000 | – | 2,000 |
| – | – | – | – | – | – | – | – | – | – | – | – |
| 323 | 335 | 335 | 335 | – | – | – | – | – | – | – | – |
| 2,377 | 2,388 | 1,288 | 3,488 | 708 | 1,793 | 693 | 2,893 | – | 1,637 | 637 | 2,637 |

B.35 BOARD OF MANAGEMENT REMUNERATION GRANTED

¹⁾ Including benefits from third parties under a tax equalization agreement

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| Remuneration earned ¹⁾ in EUR k | Dr Christian Kohlpaintner Chief Executive Officer | | Karsten Beckmann Member of the Board of Management | | Markus Klähn Member of the Board of Management | |
|---|--|--------------|--|------------------|--|--------------|
| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
| Fixed remuneration | 1,000 | 1,000 | – | 350 | – | 306 |
| Fringe benefits | 337 | 331 | – | 21 ²⁾ | – | 158 |
| Total | 1,337 | 1,331 | – | 371 | – | 464 |
| One-year variable remuneration | 1,800 | 1,790 | – | 432 | – | 383 |
| Multi-year variable remuneration | | | | | | |
| LTI Bonus 2018–2020 | – | – | – | 551 | – | 634 |
| LTI Bonus 2019–2021 | – | – | – | 668 | 905 | – |
| LTI Bonus 2020–2022 | – | – | – | 100 | 968 | – |
| Total | 1,800 | 1,790 | – | 1,751 | 1,873 | 1,017 |
| Severance payments | – | – | – | 2,585 | 431 | 829 |
| Service cost | – | – | – | 336 | – | – |
| Total remuneration | 3,137 | 3,121 | – | 5,043 | 2,304 | 2,310 |

¹⁾ The current financial year only contains amounts allocated to Board of Management members who were serving in that year.

²⁾ Including benefits from third parties under a tax equalization agreement.

Information on shares granted in the financial year

In 2020 and 2021, Dr Christian Kohlpaintner, Steven Terwindt, Henri Nejade and Ewout van Jarwaarde were contingently granted virtual Brenntag shares, so-called Performance Share Units, for the long-term variable remuneration under the Board of Management Remuneration System 2020.

| | Dr Christian Kohlpaintner | Henri Nejade | Steven Terwindt | Ewout van Jarwaarde |
|----------------------------|---------------------------|--------------|-----------------|---------------------|
| 2020 tranche ¹⁾ | 25,614 | – | 4,891 | – |
| 2021 tranche ²⁾ | 20,057 | 10,028 | 10,028 | 9,193 |

B.37 PERFORMANCE SHARE UNITS INITIALLY CONTINGENTLY GRANTED – BOARD OF MANAGEMENT REMUNERATION SYSTEM 2020

¹⁾ Price of the Brenntag share applicable at the beginning of the performance period: EUR 46.85

²⁾ Price of the Brenntag share applicable at the beginning of the performance period: EUR 59.83

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| Georg Müller Chief Financial Officer | | Henri Nejade Member of the Board of Management | | Steven Terwindt Member of the Board of Management | | Ewout van Jarwaarde Member of the Board of Management | |
|---|------------------|--|--------------|---|------------|---|----------|
| 2021 | 2020 | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
| 650 | 650 | 525 | 525 | 525 | 208 | 475 | – |
| 19 | 38 ²⁾ | 428 | 429 | 168 | 83 | 162 | – |
| 669 | 688 | 953 | 954 | 693 | 291 | 637 | – |
| 876 | 592 | 1,000 | 683 | 1,000 | – | 900 | – |
| – | 952 | – | 654 | – | – | – | – |
| 1,206 | – | 905 | – | – | – | – | – |
| – | – | – | – | – | – | – | – |
| 2,082 | 1,544 | 1,905 | 1,337 | 1,000 | – | 900 | – |
| – | – | – | – | – | – | – | – |
| 476 | 455 | 336 | 323 | – | – | – | – |
| 3,227 | 2,687 | 3,194 | 2,614 | 1,693 | 291 | 1,537 | – |

B.36 BOARD OF MANAGEMENT REMUNERATION EARNED

The amount is paid out after completion of the respective four-year performance period subject to the performance conditions as previously described for the Board of Management Remuneration System 2020.

Compliance with maximum remuneration

The following table shows how the maximum remuneration individually set for each financial year is complied with. For this purpose, all remuneration components hitherto awarded and due for a financial year were listed, allocated to the financial years in which they were granted, added up and compared with the maximum remuneration to be applied to the financial year.

Georg Müller is not listed in the table below as his current service agreement started in 2017 and a maximum remuneration has not been agreed.

REMUNERATION REPORT
REMUNERATION OF THE BOARD OF MANAGEMENT

| in EUR k | Dr Christian Kohlpaintner | Steven Terwindt |
|---|------------------------------|---------------------------|
| Annual base salary | 1,000 | 208 |
| Pension allowance | 300 | 74 |
| Benefits in kind/other benefits | 31 | 9 |
| Total remuneration awarded and due to date in accordance with Sec. 161, para. 1 AktG | 1,331 | 291 |
| Short-term variable remuneration | 1,790 | – |
| Long-term variable remuneration ¹⁾ | | |
| Service cost | – | – |
| Total remuneration realized to date in accordance with Sec. 87a, para. 1, sentence 2, no. 1 AktG | 3,121 | 291 |
| Agreed maximum remuneration | 5,650 | 1,250²⁾ |

B.38 COMPLIANCE WITH THE MAXIMUM REMUNERATION IN 2020 – BOARD OF MANAGEMENT REMUNERATION SYSTEM 2020

- ¹⁾ Cannot be determined until after the end of financial year 2023; awarded and due in financial year 2024
²⁾ On a pro rata basis for the period from August 1 to December 31, 2020; full-year equivalent: EUR 3,000,000

| in EUR k | Dr Christian Kohlpaintner | Henri Nejade | Steven Terwindt | Ewout van Jarwaarde |
|---|------------------------------|--------------|-----------------|------------------------|
| Annual base salary | 1,000 | 525 | 525 | 475 |
| Pension allowance | 300 | – | 139 | 125 |
| Benefits in kind/other benefits | 37 | 428 | 29 | 37 |
| Total remuneration awarded and due to date in accordance with Sec. 161, para. 1 AktG | 1,337 | 953 | 693 | 637 |
| Short-term variable remuneration | 1,800 | 1,000 | 1,000 | 900 |
| Long-term variable remuneration ¹⁾ | | | | |
| Service cost | – | 336 | – | – |
| Total remuneration realized to date in accordance with Sec. 87a, para. 1, sentence 2, no. 1 AktG | 3,137 | 2,289 | 1,693 | 1,537 |
| Agreed maximum remuneration | 5,650 | 3,400 | 3,000 | 2,700 |

B.39 COMPLIANCE WITH THE MAXIMUM REMUNERATION IN 2021 – BOARD OF MANAGEMENT REMUNERATION SYSTEM 2020

- ¹⁾ Cannot be determined until after the end of financial year 2024; awarded and due in financial year 2025

The maximum remuneration for financial years 2020 and 2021 has been complied with for every member of the Board of Management. It should be noted that so far not all remuneration components for financial years 2020 and 2021 have been

awarded and are due. In particular, entitlements under the long-term variable remuneration cannot be determined until after the end of the performance periods.

REMUNERATION OF THE SUPERVISORY BOARD

The remuneration of the members of the Supervisory Board was approved by resolution of the Annual General Shareholders' Meeting of Brenntag SE on June 10, 2021; it is purely fixed remuneration. The chair and membership of Supervisory Board committees are remunerated separately in line with the German Corporate Governance Code.

The members of the Supervisory Board each receive annual fixed remuneration in the amount of EUR 120k in addition to reimbursement of their expenses. The Chair of the Supervisory Board receives a base remuneration of EUR 210k and the dep-

uty chair EUR 150k. The Chair of the Audit Committee receives an additional EUR 85k per year and every other member of the Audit Committee an additional EUR 25k per year. The chairs of all other committees receive an additional EUR 37.5k (through 2020: EUR 15k) and every other member of these other committees an additional EUR 25k (through 2020: EUR 10k) per year.

The following table shows the amounts due to the current and former Supervisory Board members in 2021:

| in EUR k | | Fixed remuneration | Office bonuses | Total |
|---|-------------|--------------------|----------------|--------------|
| Doreen Nowotne Chairwoman (since June 10, 2020) | 2021 | 210 | 75 | 285 |
| | 2020 | 170 | 19 | 189 |
| Stefan Zuschke Chairman (until June 10, 2020) | 2021 | – | – | – |
| | 2020 | 93 | 7 | 100 |
| Dr Andreas Rittstieg (Deputy Chairman) | 2021 | 150 | 25 | 175 |
| | 2020 | 150 | 10 | 160 |
| Stefanie Berlinger | 2021 | 120 | 25 | 145 |
| | 2020 | 120 | 25 | 145 |
| Wijnand P. Donkers | 2021 | 120 | 50 | 170 |
| | 2020 | 120 | 10 | 130 |
| Ulrich M. Harnacke | 2021 | 120 | 85 | 205 |
| | 2020 | 120 | 85 | 205 |
| Richard Ridinger | 2021 | 120 | 50 | 170 |
| | 2020 | 66 | 14 | 80 |
| Total remuneration | 2021 | 840 | 310 | 1,150 |
| | 2020 | 839 | 170 | 1,009 |

B.40 TOTAL REMUNERATION OF THE SUPERVISORY BOARD

Furthermore, Directors & Officers insurance (damage liability insurance) has been taken out for the members of the Supervisory Board with a deductible of at least 10% of the damages, but limited to 150% of the relevant Supervisory Board member's fixed remuneration. Beyond this, Supervisory Board members received no further remuneration or benefits for personal

services rendered, in particular advisory and mediatory services, in the reporting year. No loans or advances were granted to members of the Supervisory Board in the reporting year, nor were any guarantees or other commitments entered into in their favour.

CHANGE IN EARNINGS AND REMUNERATION OVER TIME

The remuneration of the Board of Management, Supervisory Board and employees from 2020 to 2021 changed in a similar manner and largely in line with earnings. The following table shows the respective changes. Changes in remuneration and earnings are shown for the first time from 2020 to 2021 and will be updated in subsequent years in the remuneration report. In the case of current and former members of the Board of Management, the total remuneration awarded and due is taken into account as described in chapter “Information on remuneration awarded and due to current and former members of the Board of Management in accordance with Section 162 of the German Stock Corporation Act (AktG)”. In the case of current and former Supervisory Board members, the total remuneration awarded and due is taken into account as described in chapter “Remuneration of the Supervisory Board”. Apart from apprentices, interns and pre-retirement part-time workers, all employees who had a valid employment contract with Brenntag SE in the respective financial year are included in the changes in average employee remuneration. The basis

is the remuneration granted. Part-time employment and employees joining or leaving the company during the year are extrapolated to the full-year, full-time equivalent. Base salary and short-term and long-term variable remuneration are included in the calculation for employees. Fringe benefits and company pension schemes for employees are excluded from the calculation as these remuneration components are to a large extent purely administrative and are not subject to the classic, annual adjustment mechanism. In this analysis, we focus only on the employees of Brenntag SE in order to avoid a distorted picture in the future as a result of takeovers and different remuneration dynamics in other countries.

REMUNERATION REPORT
CHANGE IN EARNINGS AND REMUNERATION OVER TIME

| | Actual 2021 | Actual 2020 | Change in 2021 compared with 2020 |
|---|-------------|-------------|--------------------------------------|
| Remuneration of current members of the Board of Management | | | |
| Dr Christian Kohlpaintner | EUR 3,127k | EUR 1,331k | + 134.9% |
| Georg Müller | EUR 2,213k | EUR 1,607k | + 37.7% |
| Henri Nejade | EUR 2,290k | EUR 1,808k | + 26.7% |
| Steven Terwindt | EUR 693k | EUR 291k | + 138.1% |
| Ewout van Jarwaarde | EUR 637k | – | + 100.0% |
| Remuneration of former members of the Board of Management | | | |
| Karsten Beckmann | EUR 1,737k | EUR 3,689k | –52.9% |
| Jürgen Buchsteiner | EUR 302k | EUR 299k | + 1.0% |
| Steven E. Holland | – | EUR 4,176k | –100.0% |
| Markus Klähn | EUR 1,222k | EUR 1,776k | –31.2% |
| Remuneration of current members of the Supervisory Board | | | |
| Doreen Nowotne | EUR 285k | EUR 189k | + 50.8% |
| Ulrich M. Harnacke | EUR 205k | EUR 205k | – |
| Stefanie Berlinger | EUR 145k | EUR 145k | – |
| Wijnand P. Donkers | EUR 170k | EUR 130k | + 30.8% |
| Richard Ridinger | EUR 170k | EUR 80k | + 112.5% |
| Dr Andreas Rittstieg | EUR 175k | EUR 160k | + 9.4% |
| Remuneration of former members of the Supervisory Board | | | |
| Stefan Zuschke | – | EUR 100k | –100.0% |
| Remuneration of employees | | | |
| Ø employee Brenntag SE | EUR 101k | EUR 95k | + 6.5% |
| Change in earnings | | | |
| Profit after tax Brenntag Group | EUR 461m | EUR 474m | –2.6% |
| Profit after tax Brenntag SE | EUR 242m | EUR 222m | + 8.8% |

B.41 CHANGES IN BOARD OF MANAGEMENT, SUPERVISORY BOARD AND EMPLOYEE REMUNERATION

AUDITOR'S REPORT

To Brenntag SE, Essen

We have audited the remuneration report of Brenntag SE, Essen, for the financial year from January 1 to December 31, 2021 including the related disclosures, which was prepared to comply with § [Article] 162 AktG [Aktengesetz: German Stock Corporation Act].

Responsibilities of the Executive Directors and the Supervisory Board

The executive directors and the supervisory board of Brenntag SE are responsible for the preparation of the remuneration report, including the related disclosures, that complies with the requirements of § 162 AktG. The executive directors and the supervisory board are also responsible for such internal control as they determine is necessary to enable the preparation of a remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibilities

Our responsibility is to express an opinion on this remuneration report, including the related disclosures, based on our audit. We conducted our audit in accordance with German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the remuneration report, including the related disclosures, is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts including the related disclosures stated in the remuneration report. The procedures selected depend on the auditor's judgment. This includes the assessment of the risks of material misstatement of the remuneration report including the related disclosures, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the preparation of the remuneration report including the related disclosures. The objective of this is to plan and perform audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the executive directors and the supervisory board, as well as evaluating the overall presentation of remuneration report including the related disclosures.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Opinion

In our opinion, based on the findings of our audit, the remuneration report for the financial year from January 1 to December 31, 2021, including the related disclosures, complies in all material respects with the accounting provisions of § 162 AktG.

Reference to an Other Matter – Formal Audit of the Remuneration Report according to § 162 AktG

The audit of the content of the remuneration report described in this auditor's report includes the formal audit of the remuneration report required by § 162 Abs. [paragraph] 3 AktG, including the issuance of a report on this audit. As we express an unqualified audit opinion on the content of the remuneration report, this audit opinion includes that the information required by § 162 Abs. 1 and 2 AktG has been disclosed in all material respects in the remuneration report.

Restriction on use

We issue this auditor's report on the basis of the engagement agreed with Brenntag SE. The audit has been performed only for purposes of the company and the auditor's report is solely intended to inform the company as to the results of the audit. Our responsibility for the audit and for our auditor's report is only towards the company in accordance with this engagement. The auditor's report is not intended for any third parties to base any (financial) decisions thereon. We do not assume any responsibility, duty of care or liability towards third parties; no third parties are included in the scope of protection of the underlying engagement. § 334 BGB [Bürgerliches Gesetzbuch: German Civil Code], according to which objections arising from a contract may also be raised against third parties, is not waived.

Düsseldorf, March 7, 2022

**PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft**

| | |
|-------------------------|-------------------------|
| Christiane Lawrenz | ppa. Daniel Deing |
| Wirtschaftsprüferin | Wirtschaftsprüfer |
| (German Public Auditor) | (German Public Auditor) |