

Brenntag SE: Release of a capital market information

Disclosure on share buyback according to art. 5 para. 1 lit. a) of the Regulation (EU) no.596/2014 and art. 2 para. 1 of the Delegated Regulation (EU) no. 2016/1052

Essen – March 13, 2023

The share buyback as resolved by the Management Board of Brenntag SE (ISIN: DE000A1DAHH0) and approved by the Supervisory Board on 7 March 2023 and announced by Brenntag in the release dated 7 March 2023 will commence on 13 March 2023. Brenntag shares with a value of up to €750 million (excluding incidental transaction charges), and no more than 15,450,000 shares, shall be acquired by 13 March 2024, at the latest. The Management Board of Brenntag hereby exercises the authorization granted by the General Shareholders' Meeting of Brenntag on 9 June 2022 to acquire Brenntag shares pursuant to section 71 para. 1 no. 8 of the German Stock Corporation Act (Aktiengesetz; "AktG"), allowing the repurchase of a maximum of 10 percent of the registered share capital until 8 June 2027, this is equivalent to 15,450,000 shares.

The share buyback will be conducted in multiple tranches. Within the first tranche, Brenntag shares with a value of up to €500 million (excluding incidental transaction charges) shall be acquired from 13 March 2023 until 13 December 2023, at the latest.

The buyback is lead-managed by a credit institution mandated by Brenntag according to art. 4 para. 2 lit b) of the Delegated Regulation (EU) no. 2016/1052 (hereinafter "Buyback Regulation"). The credit institution makes its trading decisions concerning the timing of the purchases of the shares independently of Brenntag. The right of Brenntag to terminate the mandate with the credit institution in compliance with legal provisions remains unaffected. The share buyback may be ceased, paused, and continued at any time, subject to compliance with legal provisions.

The buyback shall be implemented on the electronic trading platform of the Frankfurt Stock Exchange (Xetra) and in accordance with the authorization of the General Shareholders' Meeting that is applicable. The purchase price per repurchased share (excluding incidental transaction charges) may not exceed the arithmetic mean of the closing auction price of a Brenntag share on the five preceding trading days, as determined in Xetra trading (or a comparable successor system) on Frankfurt Stock Exchange by more than 10 percent or fall below such market price by more than 10 percent.

Based on the closing auction price in Xetra trading on 6 March 2022 of €71.58, the €750 million (excluding incidental transaction charges) would amount to c. 6.8% of the registered share capital and correspond to the equivalent of 10,477,787 Brenntag shares. The repurchased shares may be used for any permissible purposes available in accordance with the authorization granted by the General Shareholders' Meeting as well as art. 2 para. 1 lit (a) of the Buyback Regulation.

The credit institution is obligated to comply with the applicable regulatory provisions, especially the conditions for trading in art. 3 of the Buyback Regulation, in order for the share buyback to be covered by the safe harbour regulations for share buybacks, and with all other applicable provisions. The Buyback Regulation requires, inter alia, that shares may not be purchased at a price higher than the higher of the price of the last independent trade and the highest current independent purchase bid on the trading venue where the purchase is carried out, the higher of the two values being relevant. Furthermore, in accordance with the Buyback Regulation, no more than 25 percent of the average daily trading volume of the shares at the stock exchange where the purchase is carried out may be acquired. The average trading volume of shares is based on the average daily volume traded in the 20 trading days preceding the specific date of purchase.

The transactions will be announced pursuant to the requirements of art. 2 para. 3 of the Buyback Regulation by no later than the seventh trading day following their execution. Furthermore, Brenntag will publish the transactions on its website under <https://corporate.brenntag.com/en/investor-relations/brenntag-share> and ensure that the information will be publicly accessible for a period of at least five years from the date of public disclosure.

Contact:

Brenntag SE

Thomas Altmann, Senior Vice President Corporate Investor Relations

Phone: +49 201 6496 2100

Email: thomas.altmann@brenntag.de