

EP Global Commerce GmbH
with corporate seat in Grünwald, Germany

Announcement on the fulfillment of an offer condition
re: merger control approval for Serbia

On 1 October 2020, EP Global Commerce GmbH (the "**Bidder**") published the offer document for its voluntary public takeover offer to the shareholders of METRO AG, Düsseldorf, Germany, regarding the acquisition of all non-par value ordinary bearer shares in METRO AG (ISIN DE000BFB0019) (the "**METRO Ordinary Shares**") not directly held by the Bidder against a cash consideration of EUR 8.48 per METRO Ordinary Share and of all non-par value non-voting preferred bearer shares in METRO AG (ISIN DE000BFB0027) (the "**METRO Preference Shares**") not directly held by the Bidder against a cash consideration of EUR 8.89 per METRO Preference Share (the "**Takeover Offer**") (the "**Offer Document**").

The acceptance period for the Takeover Offer ended on 29 October 2020, 24:00 hours (Frankfurt am Main local time). The additional acceptance period for the Takeover Offer ends on 17 November 2020, 24:00 hours (Frankfurt am Main local time).

1. Pursuant to Section 12.1 of the Offer Document, the Takeover Offer and the agreements which have been entered into as a result of the acceptance of the Takeover Offer by the shareholders of METRO AG are subject to the offer conditions described in Sections 12.1.1 to 12.1.4 of the Offer Document.
2. On 5 November 2020, the competent authority in Serbia confirmed vis-à-vis the Bidder that the approval granted on 18 July 2019 also applies to the Transaction (as defined in Section 11.1 of the Offer Document). Thereby, the offer condition described in Section 12.1.1(c) of the Offer Document (merger control approval by the Serbian Commission for Protection of Competition) is fulfilled.

Grünwald, 6 November 2020

EP Global Commerce GmbH