

**EP Global Commerce GmbH**  
with corporate seat in Grünwald, Germany

**Announcement pursuant to Section 23 para. 1 sentence 1 no. 1 of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz – WpÜG*)**

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 acceptance period for the Takeover Offer ends on 29 October 2020, 24:00 hours (Frankfurt am Main local time) unless extended pursuant the provisions of the WpÜG.

1. Until 22 October 2020, 18:00 hours (Frankfurt am Main local time), (the "**Reference Date**") the Takeover Offer has been accepted for a total of 247,746 METRO Ordinary Shares and a total of 17,109 METRO Preference Shares. Regarding the METRO Ordinary Shares, this corresponds to approx. 0.07% of all outstanding METRO Ordinary Shares and voting rights attached thereto as well as to approx. 0.07% of the share capital of METRO AG. Regarding the METRO Preference Shares, this corresponds to approx. 0.58% of all outstanding METRO Preference Shares as well as to approx. 0.005% of the share capital of METRO AG.
2. As at the Reference Date, the Bidder directly holds 108,036,519 METRO Ordinary Shares and 267,796 METRO Preference Shares. Regarding the METRO Ordinary Shares, this corresponds to approx. 29.99% of all outstanding METRO Ordinary Shares and voting rights attached thereto as well as to approx. 29.75% of the share capital of METRO AG. Regarding the METRO Preference Shares, this corresponds to approx. 9.0% of all outstanding METRO Preference Shares as well as to approx. 0.07% of the share capital of METRO AG. The voting rights attached to these METRO Ordinary Shares are attributed to the Bidder Parent Shareholders (as defined in Section 6.4 of the offer document) pursuant to Section 30 para. 1 sentence 1 no. 1 and sentence 3 WpÜG as well as to Patrik Tkáč pursuant to Section 30 para. 2 WpÜG.
3. As at the Reference Date, EP Global Commerce V GmbH and EP Global Commerce VI GmbH, both persons acting jointly with the Bidder within the meaning of Section 2 para. 5 sentences 1 and 3 WpÜG, hold cash-settled total return equity swaps, relating to an underlying overall number of 18,006,007 METRO Ordinary Shares. This corresponds to approx. 4.99% of all outstanding METRO Ordinary Shares and voting rights attached

thereto as well as to approx. 4.96% of the share capital of METRO AG. These cash-settled total return equity swaps qualify as financial instruments pursuant to Section 38 para. 1 of the German Securities Trading Act (*Wertpapierhandelsgesetz, WpHG*) and are indirectly held by the Bidder Parent Shareholders (as defined in Section 6.4 of the offer document) except for EP Global Commerce VII GmbH.

4. Apart from that, as at the Reference Date, neither the Bidder nor persons acting jointly with the Bidder pursuant to Section 2 para. 5 WpÜG nor any of their subsidiaries hold any METRO Ordinary Shares or METRO Preference Shares or any instruments pursuant to Sections 38, 39 WpHG related thereto. No voting rights attached to METRO Ordinary Shares are attributed to them pursuant to Section 30 WpÜG as at the Reference Date either.

Grünwald, 23 October 2020

**EP Global Commerce GmbH**