



ADLER Group S.A.

Société anonyme

55, Allée Scheffer, L-2520 Luxembourg

Grand Duchy of Luxembourg

RCS Luxembourg: B 197554

STATEMENT OF CONFORMITY

ADLER Group S.A. (the "**Company**") is a public limited liability company (*société anonyme*) existing under the laws of the Grand Duchy of Luxembourg. The German Corporate Governance Code ("**GCGC**") does therefore not apply to the Company and the Company does not have to issue a Declaration of Conformity with the GCGC under section 161 of the German Stock Corporation Act (*Aktiengesetz*).

Solely for purposes of section 4.1.1.1 of the Guide to the DAX Equity Indices of STOXX Ltd., the Company declares that it does not deviate from recommendations C.10 (with sole reference to its applicability to the Chair of the Audit Committee), D.8 and D.9 of the GCGC 2022, in each case applied accordingly to a public limited liability company (*société anonyme*) with a 1-tier governance system under the laws of the Grand Duchy of Luxembourg. The Company's board of directors or its audit committee arranges for the Company's external auditors to inform the Company and note in the audit report if, during the performance of the audit, the external auditors identify any facts that indicate an inaccuracy in adhering to the recommendations in C.10, D.8, or D.9 of the GCGC in each case applied accordingly to a public limited liability company (*société anonyme*) with a 1-tier governance system under the laws of the Grand Duchy of Luxembourg, and, in case of D.9, applied accordingly with respect to this statement.

The Company additionally declares that it has appointed an Audit Committee that is to monitor the accounting process, the effectiveness of the internal control system, the risk management system, and the internal accounting control system as well as the auditing of financial statements, and in this regard particularly the selection and the independence of the auditor of the annual accounts and the services additionally provided by the auditor of the annual accounts pursuant to section 107 (4) of the German Stock Corporation Act (*Aktiengesetz*).

22 February 2024

The Board of directors of the Company

A handwritten signature in black ink, appearing to read "Stefan Brendgen", written over a horizontal line.

Stefan Brendgen

The Chairman of the Board