

ANNUAL GENERAL MEETING OF METRO AG, 24 FEBRUARY 2023

ANNEX TO AGENDA ITEM 5 -

ELECTIONS TO THE SUPERVISORY BOARD

INFORMATION ON THE ELECTIONS TO THE SUPERVISORY BOARD

Marco Arcelli



Born on 14 June 1971 in Genoa, Italy

Nationalities: Italian, Swiss

CEO of EP Global Commerce a.s., Prague, Czech Republic

Mandates

Memberships in other statutory supervisory boards of German companies:

- None

Memberships in comparable German and international boards of business enterprises:

- Pinsami Srl, Reggio Emilia, Italy – Board of Directors (Chairman)

Marco Arcelli studied mechanical engineering at the University of Genoa (Italy) and graduated from Harvard's Advanced Management Program. Since March 2020 Marco Arcelli has been CEO of EP Global Commerce a.s. Before he was Director Business Development of Energetický a průmyslový holding, a.s. (EPH) responsible for renewable energies since 2017. He is also an executive member of the board of directors of EP Produzione S.p.A. and of Fiume Santo S.p.A. as well as non-executive Chairman of the board of directors of Pinsami Srl.

From 2001 to 2016 he held various positions at Enel: Executive Vice President Upstream Gas (2009-2016), Head of Business Development and Operations Support (2007-2009), CEO of Slovenske Elektrárne (2005-2007) and President and CEO of Enel North America (2003-2005). Before his career at Enel he held various positions in the areas project management, dispute resolution as well as sales and business development at General Electric and O'Brien-Kreitzberg. Marco Arcelli is a visiting professor on energy and business management at IESE Business School.

Marco Arcelli has been a member of the Supervisory Board of METRO AG since 2020.

The proposal for the re-election of Marco Arcelli to the Supervisory Board of METRO AG is consistent with the diversity concept of the Supervisory Board, in which the Supervisory Board stipulated targets for its composition and a competency profile, as well as with the recommendations of the German Corporate Governance Code. Marco Arcelli has been active in international management for more than 20 years, especially in Southern and Eastern Europe. He has expertise in particular in the areas M&A and digitalization/technology.

INFORMATION ON THE ELECTIONS TO THE SUPERVISORY BOARD



Gwyneth Burr

Born on 12 January 1963 in Rotherham, United Kingdom

Nationality: British

Chair of the Board of Directors of Skipton Building Society, Skipton, United Kingdom

Mandates

Memberships in other statutory supervisory boards of German companies:

- None

Memberships in comparable German and international boards of business enterprises:

- Ingleby Farms & Forests ApS, Køge, Denmark
- Board of Directors
- Skipton Building Society, Skipton, United Kingdom – Board of Directors (Chair)

Gwyneth Burr studied economics and history at the University of Bradford (United Kingdom). After her studies, she joined Rowntree Mackintosh in 1984 where she held various positions before moving up to European marketing manager. In 1988, Gwyneth Burr joined ASDA Ltd. where she became marketing director in 1996 and subsequently progressed to roles as customer service director and financial services director. In 2001, she founded The Resultant Team Consultancy and was managing director until 2005. In the time from 2005 until 2013, Gwyneth Burr served as customer director and member of the operating board of J Sainsbury plc. She held non-executive positions with a diverse range of companies, inter alia Sainsbury's Bank plc, DFS Limited, Taylor Wimpey plc, Hammerson plc, Just Eat Takeaway.com N.V. and Made.com Group plc. In 2022, she became chair of the board of directors of Skipton Building Society. She is also a member of the board of directors of Ingleby Farms & Forests ApS.

From end 2014 until the effectiveness of the demerger of the former METRO GROUP in July 2017, Gwyneth Burr was a member of the supervisory board of the old METRO AG (today: CECONOMY AG). Since 2017, Gwyneth Burr has been a member of the supervisory board of today's METRO AG.

The proposal for the re-election of Gwyneth Burr to the Supervisory Board of METRO AG is in line with the Supervisory Board's diversity concept, in which the Supervisory Board has set targets for its composition and a competence profile, as well as with the recommendations of the German Corporate Governance Code. Aside from her international experience Gwyneth Burr has special knowledge in the areas retail, marketing and human resources.

INFORMATION ON THE ELECTIONS TO THE SUPERVISORY BOARD



Ing. Jana Cejpková, Ph.D.

Born on 8 April 1978 in Nové Město na Moravě, Czech Republic

Nationality: Czech

Chief Financial Officer of EP Real Estate, a.s., Prague, Czech Republic

Mandates

Membership in other statutory supervisory boards of German companies:

- None

Membership in comparable German and international boards of business enterprises:

- Paris Real Estate I a.s., Prague, Czech Republic – Supervisory Board
- Paris Real Estate II a.s., Prague, Czech Republic – Supervisory Board

Ing. Jana Cejpková, Ph.D., graduated from the Faculty of Business and Economics of Mendel University in Brno, Czech Republic, with a focus on management in private sector, controlling and accounting. In 2007, she graduated from the doctoral study program (Ph.D.) at the same university. She gained further background in the area of controlling through a course at Controller Institut in Prague.

In 2001, Jana Cejpková began working for E.ON Czech Republic as a controller. She joined EP Corporate Group in 2005 as a controlling manager and subsequently progressed to Chief Financial Officer (CFO) positions, first from 2006 to 2010 at the energy trading company První energetická a.s., from 2008 to 2010 at the heat and power plant company United Energy, a.s., then from 2015 to 2019 at the football club AC Sparta Praha fotbal, a.s. and since 2017 at EP Real Estate, a.s.

The proposal for the election of Jana Cejpková to the Supervisory Board of METRO AG is consistent with the diversity concept of the Supervisory Board, in which the Supervisory Board defined targets for the composition and a competence profile, as well as with the recommendations of the German Corporate Governance Code. Due to her professional career, Jana Cejpková has experience in the areas of controlling, restructuring and finance in different fields including energy, sports and real estate.

INFORMATION ON THE ELECTIONS TO THE SUPERVISORY BOARD



Prof. Dr. Edgar Ernst

Born on 10 January 1952 in Oberlahnstein

Nationality: German

Independent Business Consultant

Mandates

Memberships in other statutory supervisory boards of German companies:

- TUI AG*
- Vonovia SE* (Vice Chairman)

Memberships in comparable German and international boards of business enterprises:

- None

* listed company

Prof. Dr Edgar Ernst holds a degree in mathematics and business administration from the University of Cologne (Germany) as well as the degree Master of Operations Research from the University of Aachen (Germany). After completing his studies, he graduated in 1982 from the doctoral program of the University of Aachen as Dr rer. pol. Prof. Dr Edgar Ernst started his professional career with McKinsey & Company Inc. in 1983. In 1986, he assumed the position of director corporate development at the mail-order company Quelle GmbH. From 1990 until 1992, Prof. Dr Edgar Ernst managed the planning and controlling division, followed by the position of Chief Financial Officer of Deutsche Bundespost POSTDIENST (subsequently: Deutsche Post AG). From 2006 until 2008, he was a member of the Management Board of the foundation WHU. Since 2006, Prof. Dr Edgar Ernst has been an honorary professor at the WHU - Otto Beisheim School of Management. From 2011 until 2021, he served as president of Deutsche Prüfstelle für Rechnungslegung (German Financial Reporting Enforcement Panel).

Prof. Dr Edgar Ernst has been a member of the Supervisory Board and Chairman of the Audit Committee of METRO AG since 2017. He is also a member of the Supervisory Board of TUI AG and Vice Chairman of the Supervisory Board of Vonovia SE.

The proposal for the re-election of Prof. Dr Edgar Ernst to the Supervisory Board of METRO AG is in line with the Supervisory Board's diversity concept, in which the Supervisory Board has set targets for its composition and a competence profile, as well as with the recommendations of the German Corporate Governance Code. As chairman of the Audit Committee in the Supervisory Board of METRO AG Prof. Dr Edgar Ernst has outstanding competencies in the implementation of accounting principles and internal control procedures as well as compliance. Further focal points of his expertise are the areas finance, logistics and M&A.

INFORMATION ON THE ELECTIONS TO THE SUPERVISORY BOARD



Georg Vomhof

Born on 20 July 1968 in Düsseldorf

Nationality: German

Chairman of the Management Board of Beisheim Capital GmbH, Düsseldorf, and Beisheim Management GmbH, Düsseldorf

Mandates

Memberships in other statutory supervisory boards of German companies:

- None

Memberships in comparable German and international boards of business enterprises:

- None

After training as a banker and studying business administration at the University of Siegen, Georg Vomhof began his professional career in 1994 at the former Dresdner Bank AG in investment management in Düsseldorf, Frankfurt, Wuppertal and New York. In 2000, he moved to the BTV Group in Munich, a single-family investment office. From there, he moved to Bad Homburg in autumn 2008 as Managing Director of Seedamm-Vermögensverwaltungs GmbH, the single-family office of the Susanne Klatten and Stefan Quandt families.

Since August 2019, Georg Vomhof has been Chairman of the Management Board of Beisheim Capital GmbH, Düsseldorf, and Beisheim Management GmbH, Düsseldorf, the asset management companies of the non-profit Prof. Otto Beisheim Stiftung, Munich. In this capacity, he is also Managing Director of various internal investment companies.

Georg Vomhof also serves on the investment board of the Max-Planck-Förderstiftung in Munich and WEGA Invest in Munich and Garrel.

The proposal for the election of Georg Vomhof to the Supervisory Board of METRO AG is in line with the Supervisory Board's diversity concept, in which the Supervisory Board has set targets for its composition and a competence profile, as well as with the recommendations of the German Corporate Governance Code. Due to his professional background, Georg Vomhof has experience in managing companies and has special expertise in the area of M&A, international capital markets as well as corporate governance of listed and privately held companies.