

**Revision to the Declaration of Conformity 2022  
of the Executive Board and the Supervisory Board of Bechtle AG  
with the Recommendations of the Government Commission on the  
German Corporate Governance Code  
Pursuant to Section 161 of the German Stock Corporation Act  
(AktG)**

The Executive Board and the Supervisory Board of Bechtle AG on 31 January 2022 published the Declaration of Conformity 2022 with the recommendations of the Government Commission on the German Corporate Governance Code pursuant to Section 161 of the German Stock Corporation Act (AktG).

On 16 March 2022, the Supervisory Board and Executive Board together compiled and adopted the Remuneration Report for the 2021 fiscal year in accordance with Section 162 AktG. The Remuneration Report 2021 conforms with all legal requirements, taking into account the recommendations of the German Corporate Governance Code (Code). However, the Remuneration Report 2021 may be found to be deviating from Recommendation G.9 Sentence 2 of the Code, as explained in this precautionary Revision to the Declaration of Conformity 2022.

Therefore, and pursuant to Section 161 AktG, the Supervisory Board and Executive Board of Bechtle AG declare the following:

**Non-disclosure of Financial and Non-financial Performance Criteria in the Remuneration Report**

The Remuneration Report 2021 discloses the financial and non-financial performance criteria applied to determine the amount of variable remuneration components for each individual member of the Executive Board. It further reveals the target amounts for both short-term and long-term variable remuneration components, as well as the respective maximum amounts, for each individual member of the Executive Board. Lastly, the report also reveals the rate of achievement with respect to short-term and long-term variable remuneration components, also for each individual serving on the Executive Board during the 2021 fiscal year. However, the report does not disclose the target

values for the financial and non-financial performance criteria as determined at the beginning of the 2021 fiscal year, the disclosure of which may be deemed necessary to comply with Recommendation G.9 Sentence 2 of the Code. The Executive Board and Supervisory Board choose to accept this potential deviation from the Code's recommendation, as a disclosure of the target values would—in their estimation—allow the competition to draw inferences about the strategic planning and orientation of the company and its divisions and put Bechtle AG at a considerable disadvantage. The Executive Board and Supervisory Board believe that the adverse consequences of disclosing this information significantly outweigh a deviation from Recommendation G.9 Sentence 2 of the Code.

In all other respects, the Declaration of Conformity of 31 January 2022 remains.

Neckarsulm, 16 March 2022

A handwritten signature in blue ink, appearing to read "Thomas Olemotz".

On behalf of the Executive Board  
Board  
Dr Thomas Olemotz

A handwritten signature in blue ink, appearing to read "Klaus Winkler".

On behalf of the Supervisory  
Klaus Winkler