

Declaration of Compliance 2022

On 10 November 2022, the Executive Board and Supervisory Board of Südzucker AG, Mannheim, Germany, resolved to issue the following Declaration of Compliance with regard to the German Corporate Governance Code (the 'DCGK') pursuant to Sec. 161 German Stock Corporation Act [*Aktiengesetz, AktG*]:

Since the last Declaration of Compliance dated 11 November 2021, Südzucker AG has complied with the recommendations of the 'Government Commission on the German Corporate Governance Code' in the versions dated 16 December 2019 ("GCGC Former Version") and 28 April 2022 ("GCGC Current Version"), with the following exceptions:

Recommendation C.7 GCGC Former Version and GCGC Current Version (Independence of shareholder representatives on the Supervisory Board):

More than half of the shareholder representatives on Südzucker AG's Supervisory Board are active in the cultivation of sugar beet and in corresponding professional and interest groups. They also maintain business relationships with Südzucker AG in this respect, for example, as a sugar beet supplier. Any resulting conflicts of interest are taken into account through suitable precautions and measures. As the Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG (SZVG) is the majority shareholder of Südzucker AG, we are convinced that its majority representation among the representatives of the shareholders on the Supervisory Board is appropriate and in the interests of the company and all shareholders.

Recommendations C.10 GCGC Former Version and GCGC Current Version and recommendation D 4 GCGC Former Version (independence of the chair of the Supervisory Board, independence of the chair of the Audit Committee and independence of the chair of the committee dealing with Management Board remuneration):

Until the close of the General Meeting on 14 July 2022, the chair of the Supervisory Board and chair of the executive committee — which deals with the remuneration of the Management Board — was Dr. Hans-Jörg Gebhard, who was also a beet grower and chairman of Verband Süddeutscher Zuckerrübenanbauer e. V. and chairman of the Supervisory Board of Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG (SZVG); since 14 July 2022, the office is held by Dr. Stefan Streng, is also a beet grower and chairman of Verband Süddeutscher Zuckerrübenanbauer e. V. and chairman of the Supervisory Board of Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG (SZVG). Until the close of the General Meeting on 14 July 2022, the chair of the Audit Committee was Helmut Friedl, who is also chair of the Management Board of Verband Bayerischer Zuckerrübenanbauer e. V. and of Süddeutsche Zuckerrübenverwertungs-Genossenschaft eG (SZVG); since 14 July 2022, the office of chair of the Audit Committee is held by Ms. Susanne Kunschert, who is independent

of the Company, the Executive Board and the controlling shareholder. We consider the appropriate representation of a majority shareholder on the Supervisory Board of a company and on its committees to be reasonable. We are convinced that the exercise of the office of chair of the Supervisory Board and chair of the Executive Committee by Dr. Hans-Jörg Gebhard (until 14 July 2022) and by Dr. Stefan Streng (since 14 July 2022), respectively, and also the exercise of the office of chair of the Audit Committee by Helmut Friedl (until 14 July 2022) was and is, respectively, in the interests of the company and all shareholders. Any resulting conflicts of interest were and are taken into account through suitable precautions and measures. Notwithstanding the foregoing, on 14 July 2022 the Supervisory Board elected Ms. Susanne Kunschert as new chair of the Audit Committee in accordance with the independence requirements of recommendation C.10 GCGC Current Version, meaning that the aforementioned recommendation with regard to the chair of the Audit Committee has been complied with since 14 July 2022 (cf. also the Update Declaration to the Declaration of Compliance of 11 November 2021 submitted by the Executive Board and Supervisory Board on 14 July 2022).

Recommendation G.10 sentence 2 GCGC Former Version and GCGC Current Version (Vesting period of the long-term variable remuneration)

Under the remuneration system for Executive Board members resolved by the Supervisory Board on 19 May 2021, which was approved by the General Meeting of 15 July 2021, the vesting period for the long-term variable remuneration is not four years — as recommended in G.10 sentence 2 GCGC Former Version and GCGC Current Version — but three years, which is in line with the legal requirements. Due to the requirements of the remuneration system, the members of the Management Board can only dispose of shares which have been granted as long-term variable remuneration after the ordinary general meeting following the respective vesting period. The Supervisory Board considers this shortening to be reasonable, as a realistic assessment of the attainability of the objectives appears more feasible in the case of a three-year vesting period than in the case of setting a longer vesting period.

Recommendation G.18 GCGC Former Version and GCGC Current Version (Alignment of the performance-related remuneration of the Supervisory Board):

In addition to a fixed remuneration, our company's Articles of Association provide for a performance-related remuneration for the Supervisory Board that is based on dividends. In our view, this structure is particularly in line with the interests of the shareholders. We report the total remuneration of the Supervisory Board divided into fixed and performance-related components.