

## **Commitment in connection with the proposed Authorized Capital 2021**

**The General Partner of HORNBAACH Holding AG & Co. KGaA has adopted the following resolution in relation to the Authorized Capital 2021 proposed under agenda item 6:**

"The General Partner will increase the share capital of HORNBAACH Holding AG & Co. KGaA from the Authorized Capital 2021 proposed to the Annual General Meeting on 8 July 2021 under agenda item 6, excluding the shareholders' subscription rights, only to the extent that the total number of shares that will be issued on the basis of the Authorized Capital 2021 excluding the shareholders' subscription rights, also taking into account other shares of the Company sold or issued during the term of the Authorized Capital 2021 excluding subscription rights, or are to be issued on the basis of bonds issued after 8 July 2021 excluding subscription rights, do not exceed a notional share of 10% of the share capital, either at the time when the Authorized Capital 2021 becomes effective or at the time when the Authorized Capital 2021 is utilized.

This commitment shall enter into force when the Authorized Capital 2021 proposed under agenda item 6 becomes effective and shall end no later than at the end of 7 July 2026. This commitment shall end earlier if a future Annual General Meeting resolves on a new Authorized Capital."

The General Partner will also make this commitment at the Annual General Meeting on 8 July 2021 and have it recorded in the notarial minutes of the Annual General Meeting on 8 July 2021.

The General Partner will also make the commitment available on the Company's website for the duration of the term of the Authorized Capital 2021.

Bornheim/Pfalz, July 2021

HORNBACH Holding AG & Co. KGaA

HORNBACH Management AG

(General Partner)

The Management Board