



Press release

DGB appoints KPMG and convenes shareholders' meeting

27 March 2023 | 07:00h CET

DGB Group N.V. ("DGB", "the Group" or "the Company") (Euronext: DGB: NL0009169515), a leading carbon project developer and ecosystem restoration company, appoints KPMG as independent audit firm for DGB Green Earth Limited - which holds all projects and activities for the Group. This marks a key step in the organizational restructuring plan of the Company to maintain a listing on a robust exchange. DGB announces the convocation of an Extraordinary General Meeting of Shareholders ("EGM") to present next steps to its shareholders.

The engagement of KPMG completes the process of the Board of Directors to identify and appoint an independent audit firm for the activities of the Group.

DGB Green Earth Limited is headquartered in Dublin, Ireland, is wholly owned by DGB and acts as a holding company for all its subsidiaries, all its projects and all activities of the Group. KPMG will be auditing and reporting on the consolidated financial statements for the previous financial year and subsequent financial years.

The Board of Directors selected KPMG based on its reputation and scale of international capabilities.

'KPMG is a well-respected top-tier global accounting firm with a strong practice. KPMG has worked with various businesses who operate in the carbon markets and the Irish team has been involved in this market since the early 2000s. KPMG offered us a fair fee and I am confident DGB will receive a first-class, efficient audit service, delivered by experts who have a deep knowledge of the origination and sale of carbon credits, that adds real value to our operations', stated Duijvestijn, CEO of DGB Group.

On 13 April 2021 Euronext Amsterdam implemented a new rule, essentially meaning that companies without a Public Interest Entity audit firm face delisting. To comply with this policy, the engagement of KPMG marks a key step in DGB's organizational restructuring plan to maintain a listing on a strong exchange.

Following the appointment of an external audit firm, DGB convenes an EGM on 26 May 2023 to present its plan to its shareholders, ensuring they are fully informed throughout the process. The EGM's full convocation notice, agenda and the explanatory notes thereto and further EGM materials, can be downloaded from DGB's website www.green.earth.

Contact:

Please note: DGB Green Earth Limited, headquartered in Dublin, Ireland, wholly owned by DGB GROUP NV and acting as holding company for all subsidiaries, all projects and all activities of the Group, signed an Audit Engagement Letter with KPMG Ireland. For more information, please contact DGB via email at press@green.earth or via phone at +31108080126.

About DGB:

DGB is a project developer of high-quality, large-scale carbon and biodiversity projects accredited by third parties. The Group is focused on nature conservation and helping biodiversity flourish by assisting governments and corporations in achieving net zero. Global megatrends drive the demand for carbon credits and underpin growth opportunities. DGB GROUP NV is a public company traded on the main Dutch stock exchange Euronext Amsterdam under the ticker symbol AEX:DGB and ISIN-code NL0009169515.. www.green.earth

Disclaimer:

This press release does not contain an (invitation to make an) offer to buy or sell or otherwise acquire or subscribe to shares in DGB and is not an advice or recommendation to take or refrain from taking any action. This press release contains statements that could be construed as forward-looking statements, including about the financial position of DGB, the results it achieved and the business(es) it runs. Forward-looking statements are all statements that do not relate to historical facts. These statements are based on information currently available and forecasts and estimates made by DGB's management. Although DGB believes that these statements are based on reasonable assumptions, it cannot guarantee that the ultimate results will not differ materially from those statements that could be construed as forward-looking statements. Factors that may lead to or contribute to differences in current expectations include, but are not limited to: developments in legislation, technology, tax, regulation, stock market price fluctuations, legal proceedings, regulatory investigations, competitive relationships and general economic conditions. These and other factors, risks and uncertainties that may affect any forward-looking statement or the actual results of DGB are discussed in the annual report. The forward-looking statements in this document speak only as of the date of this document. Subject to any legal obligation, DGB assumes no obligation or responsibility to update the forward-looking statements contained in this document, whether related to new information, future events or otherwise.

DGB benoemt KPMG en roept vergadering van aandeelhouders bijeen

DGB Group N.V. ("DGB", "de Groep" of "het Bedrijf") (Euronext: DGB: NL0009169515), een toonaangevende ontwikkelaar van grootschalige CO2-projecten en gericht op ecosysteemherstel, benoemt KPMG als controlerend accountant voor DGB Green Earth Limited - dat alle projecten en activiteiten voor de Groep beheert. Dit markeert een belangrijke stap in het organisatorische herstructureringsplan van de Groep om een notering aan een robuuste beurs te behouden. DGB kondigt de bijeenroeping aan van een Buitengewone Algemene Vergadering van Aandeelhouders ("BAVA") om de volgende stappen aan aandeelhouders te presenteren.

De betrokkenheid van KPMG voltooit het proces van de Raad van Bestuur om een onafhankelijke externe accountant te identificeren en aan te stellen voor de controle van de activiteiten van de Groep.

DGB Green Earth Limited heeft haar hoofdkantoor in Dublin, Ierland, is volledig eigendom van DGB en fungeert als holdingmaatschappij voor alle dochterondernemingen, projecten en activiteiten van de Groep. KPMG zal de geconsolideerde jaarrekening voor het voorgaande boekjaar en de daaropvolgende boekjaren controleren en erover rapporteren.

De Raad van Bestuur heeft KPMG geselecteerd op basis van haar reputatie en internationale ervaring en bekendheid.

'KPMG is a well-respected top-tier global accounting firm with a strong practice. KPMG has worked with various businesses who operate in the carbon markets and the Irish team has been involved in this market since the early 2000s. KPMG offered us a fair fee and I am confident DGB will receive a first-class, efficient audit service, delivered by experts who have a deep knowledge of the origination and sale of carbon credits, that adds real value to our operations', stated Duijvestijn, CEO of DGB Group.

Op 13 april 2021 heeft Euronext Amsterdam een nieuwe regel ingevoerd, wat in wezen betekent dat delisting dreigt voor bedrijven zonder een controlerend accountant. Om aan dit beleid te voldoen, markeert de benoeming van KPMG een belangrijke stap in het organisatorische herstructureringsplan van DGB om een notering aan een sterke beurs te behouden.

DGB roept op 26 mei 2023 een BAVA bijeen om het plan te presenteren, waarbij ervoor wordt gezorgd dat aandeelhouders volledig op de hoogte zijn van het proces. De volledige oproeping, agenda en toelichting, evenals verdere materialen voor de BAVA, kunnen worden gedownload van de website van DGB op www.green.earth.