



EXTRACT FROM THE ANNUAL REPORT 2009/10

Remuneration | Südzucker AG's executive board compensation consists of a fixed annual salary, a variable incentive, a company pension plan based on a share of the annual fixed salary and payments in kind. The remuneration does not include any share-based compensation or comparable long-term remuneration components. The remuneration of the executive board is determined by the supervisory board's executive committee and is reviewed regularly. Article 87, para. 1 of the German Stock Corporation Act, revised by VorstAG, states that the remuneration system for listed companies must be based on sustainable corporate growth and that variable compensation components must therefore be based on terms longer than one year. Since it is not necessary to change existing executive board member contracts, Südzucker will not implement the changes until the next scheduled salary adjustments are made (March 1, 2011).

In 2009/10, Südzucker AG's payments to its executive board totaled € 2.9 (2.7) million. The variable incentive will be 38 (33) % of cash compensation. It is calculated on the basis of the dividend amount still to be declared by the shareholders at the 2010 annual general meeting. Members of the executive boards of subsidiaries were paid € 1.0 (1.4) million.

Executive board member pensions are based on a percentage of their fixed salaries. Pension provisions for members of the executive board were increased by € 1.6 (1.1) million.

The supervisory board is compensated in accordance with article 12 of the articles of incorporation. In addition to recovery of cash outlays, each member of the supervisory board is entitled to a fixed cash payment of € 1,000 at the end of each financial year plus a variable remuneration component of € 1,000 for each € 0.01 of distributed dividends on ordinary shares exceeding € 0.04. The chair is paid twice this amount, and the chair's deputy and chairs of the supervisory board committees receive 1.5 times this amount. Committee members receive 1.25 times the regular remuneration assuming the respective committee has convened during the financial year. Total remuneration paid to Südzucker AG's supervisory board for all activities was € 1.3 (1.2) million in 2009/10; subsidiaries contributed € 0.2 (0.2) million of the total remuneration.

As discussed in detail in the declaration of compliance, Südzucker AG does not disclose the level of compensation of individual executive and supervisory board members because the benefits of such information bear no reasonable relation to the associated invasion of their privacy.