



Südzucker AG, Mannheim

Virtual Annual General Meeting on 15 July 2021

PARTICIPATION IN THE VIRTUAL ANNUAL GENERAL MEETING AND EXERCISING VOTING RIGHTS

a) Conditions for participating in the virtual Annual General Meeting

Only those shareholders who have registered with the Company on time and have proven their eligibility will be entitled to attend the virtual Annual General Meeting and to exercise their voting rights.

Registration must be received by the Company in text form and in German or English at the aforementioned address **by no later than midnight on 8 July 2021 (CEST)**.

Südzucker AG
c/o Computershare Operations Center
80249 Munich
Germany

Fax: +49 89 309037-4675

E-mail: anmeldestelle@computershare.de

According to Article 15(2) of the Articles of Association of Südzucker AG, shareholders also have to provide evidence of their entitlement to attend the Annual General Meeting. As proof of entitlement in accordance with Article 15(2) of the Articles of Association of Südzucker AG presentation in text form by the last intermediary pursuant to section 67c(3) AktG shall be sufficient. Proof of shareholding must relate to the beginning of the twenty-first Day prior to the

Annual General Meeting, i.e. **midnight on 24 June 2021, (CEST)** (record date). As for the registration, proof of ownership of shares of the Company must also be received at the aforementioned address **no later than midnight on 8 July 2021 (CEST)**. The registration and proof of share ownership must be submitted in either German or English.

To attend the virtual Annual General Meeting and exercise voting rights, only those who have furnished proof shall be deemed shareholders. The entitlement to attend the Annual General Meeting and the scope of the voting right depend – in addition to the necessity to register – on the shareholding of the shareholder on the record date. The record date is not linked to any block on the sale of shares; in particular, they may be acquired and sold independently of the record date. Even in the event of a complete or partial sale of the shareholding after the record date, only the shareholding on the record date shall be decisive for the participation and the scope of the voting right. Sales of shares after the record date therefore have no effect on the entitlement to participate and on the scope of the voting right. The same applies to share acquisitions after the record date. Those who do not yet hold any shares on the record date and become shareholders only thereafter are entitled to participate and vote for the shares held by them only to the extent that they are serving as a proxy or are appointed to exercise such rights.

The record date has no significance for an entitlement to dividends.

After timely receipt of registration and proof of share ownership at the aforementioned central registration office of Südzucker AG, the registration office will send shareholders eligible to attend confirmation of registration for the virtual Annual General Meeting in addition to access data for the “shareholder portal”. Together with the confirmation of registration, forms for the authorisation of third parties and the proxies appointed by the Company will be also be sent. To guarantee timely receipt of the confirmation of registration, we ask our shareholders to ensure that the registration and proof are sent in good time, if necessary via their custodian institutions (last intermediaries).

b) Exercising voting rights

Shareholders eligible to participate are entitled to vote on the agenda items.

We would like to point out that in relation to the Company and for the purpose of attending the Annual General Meeting and exercising voting rights, only those who have provided proof of their entitlement to attend the Annual General Meeting and exercise their voting rights shall be deemed to be shareholders. If the correctness or authenticity of the proof is in doubt, the Company is entitled to demand further appropriate evidence. After proper registration, you can exercise your voting rights.

c) Procedure for voting by electronic postal vote

Shareholders and their proxies may exercise their voting rights by electronic postal vote. Timely registration by the shareholder for the Annual General Meeting and proper proof of the shareholding according to the above provisions are also required (see a)).

The shareholder portal will be available to shareholders eligible to attend or their proxies to submit electronic postal votes or to revoke or change them **from 24 June 2021** (see section 2 and section 3a)). Please use the **“Vote by postal vote”** function.

Voting by electronic postal vote, including revocation or a change in a vote via the shareholder portal, is possible until voting begins.

If, in addition to electronic postal votes, powers of attorney and instructions to the proxies appointed by the Company are also received for one and the same shareholding, the electronic postal votes shall always be deemed to have priority; the proxies appointed by the Company shall in this respect not make use of any power of attorney granted to them and shall not represent the shares concerned.

d) Procedure for voting by proxy

Duly registered shareholders can also cast their votes at the Annual General Meeting by proxy, e.g. an intermediary, a shareholders' association, or other persons of their choice. The following should be noted:

Timely registration and proper proof of share ownership are also required if shareholders choose a proxy. If shareholders assign more than one person to act as their proxy, the company is entitled to reject one or more of these.

The proxy, its cancellation and proof of the power of attorney to the Company must be provided in text form unless a power of attorney is granted in accordance with section 135 AktG or alternatively the shareholder portal can be used.

The form sent to shareholders together with the registration confirmation for the virtual Annual General Meeting after they registered can be used to assign a proxy.

Proof of assigning a proxy can be submitted to the Company at the following address:

Südzucker AG
c/o Computershare Operations Center
80249 Munich
Germany

Fax: +49 89 309037-4675

E-mail: anmeldestelle@computershare.de

by midnight (CEST) on 14 July 2021. Time of receipt by the Company is decisive.

Alternatively, power of attorney can **also** be assigned, changed or revoked **electronically** via the shareholder portal (see section 2 and section 3a)) up to the end of the Annual General Meeting. This shall at the same time provide proof of the power of attorney. Please use the **“Power of attorney to third parties”** function in the shareholder portal.

When authorising intermediaries, shareholders' associations, voting consultants or persons or institutions treated as such in accordance with section 135(8) AktG, special considerations must generally be taken into account, which should be obtained from the respective proxy. We therefore ask shareholders who wish to authorise intermediaries, shareholders' associations, voting consultants or persons or institutions treated as such in accordance with section 135(8) AktG to vote on their behalf, to please coordinate with such party regarding the proper form of proxy.

e) Procedure for voting by company proxies

The company is offering its shareholders and their proxies the option of assigning power of attorney to a proxy designated by the company who will vote on their behalf in accordance with their voting instructions. Shareholders who wish to grant power of attorney to proxies appointed by the company ahead of the Annual General Meeting can also do so using the form sent together with the registration confirmation for the virtual Annual General Meeting to shareholders after registration. Alternatively, power of attorney can be granted or revoked via the shareholder portal on the Company's website.

Prompt registration for the Annual General Meeting and proper proof of the shareholding according to the above provisions are also required if proxies appointed by the Company are granted power of attorney (see section 3a) above).

Proxies appointed by the Company shall only exercise the voting right on the basis of explicit and unambiguous instructions. Therefore, shareholders must give explicit and unambiguous

instructions on the agenda items on which they wish to exercise their voting rights. The proxies appointed by the Company are obliged to vote according to these instructions. In the absence of explicit and unambiguous instructions, proxies appointed by the Company shall abstain from voting on the respective voting item. The proxies appointed by the Company do not accept any verbal communications, file objections to Annual General Meeting resolutions, ask questions or table motions on behalf of shareholders. They shall only be available for voting on proposed resolutions of the Executive Board, the Supervisory Board or the shareholders announced with this convening notice or later pursuant to section 124(1) or (3) AktG.

The power of attorney including instructions to the Company proxies can be assigned or revoked **electronically** via the shareholder portal (see subsection 2 and subsection 3a)) until voting begins. This shall at the same time provide proof of the power of attorney. Please use the **“Power of attorney with instructions to Company proxies”** function in the shareholder portal.

Alternatively, a power of attorney including instructions to the Company’s proxies may be issued in text form and proof of such authorisation may be submitted to the Company **by midnight (CEST) on 14 July 2021** to the following address:

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80249 Munich
Germany

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Time of receipt by the company is decisive. Please note that in the event of an of an additional proxy via the shareholder portal, the assignment of proxies and instructions submitted to the Company in text form will become invalid.