



Südzucker AG, Mannheim

Virtual Annual General Meeting on 14 July 2022

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 provided evidence of their eligibility will be entitled to participate in 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 following address **no later than midnight on 7 July 2022 (CEST)**.

Südzucker AG
c/o Computershare Operations Center
80249 Munich
Germany

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 participate 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 share-holding must relate to the beginning of the twenty-first day prior to

the Annual General Meeting, i.e. **midnight on 23 June 2022, (CEST)** (record date). As is the case for the registration, proof of ownership of shares of the company must also be received at the above address **no later than midnight on 7 July 2022 (CEST)**. The registration and proof of share ownership must be submitted in either German or English.

To participate in the virtual Annual General Meeting and exercise voting rights, only those who have provided proof shall be deemed to be shareholders. The entitlement to participate in 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 irrespective of the record date. Even where a complete or partial sale of the shareholding occurs after the record date, participation and the scope of the voting right shall depend solely on the shareholding on the record date. Sales of shares after the record date therefore have no effect on the entitlement to participate nor 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 act as a proxy or are appointed to exercise such rights.

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

Following timely receipt of registration and proof of share ownership at the said central registration office of Südzucker AG, the registration office will send shareholders eligible to participate confirmation of registration for the virtual Annual General Meeting along with 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 evidence be sent in good time, if necessary via their custodian institutions (last intermediaries).

b) Exercising voting rights

Shareholders eligible to participate are entitled to vote.

We would like to point out that in relation to the company and for the purpose of participating in the Annual General Meeting and exercising voting rights, only those who have provided proof of their entitlement to participate in 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.

Should voting rights be exercised on time in multiple different ways (letter, email, electronically via the shareholder portal or pursuant to Section 67c(1) and (2) sentence 3 AktG in conjunction with Article 2(1) and (3) and Article 9(4) of the Council Implementing Regulation (EU) 2018/1212 through a postal vote and, where relevant, instructions given, these shall be taken into account in the following order of precedence irrespective of when they arrived: 1. electronically via the shareholder portal 2. pursuant to Section 67c(1) and (2) sentence 3 AktG in conjunction with Article 2(1) and (3) and Article 9(4) of the Council Implementing Regulation (EU) 2018/1212, 3. by email and 4. by letter.

In the same way, should declarations be received with voting rights exercised in more than one form, the following shall apply: Postal votes take precedence over the giving of a proxy and, where relevant, instructions to the company proxy.

Should an intermediary, an association of shareholders, a company proxy pursuant to Section 134a AktG or a person of equivalent standing under Section 135(8) not be willing to act on a shareholder's behalf, the company proxy shall be entitled to act on behalf of the same, according to the instructions.

The withdrawal within the time limit of the last declaration received shall be binding.

Votes cast by postal vote or proxy and, where relevant, instructions on agenda item 2 (Appropriation of retained earnings) shall remain valid where the proposed appropriation is adjusted as a result of a change in the number of dividend-bearing shares.

Should an individual vote be held on an agenda item instead of a collective vote, the postal vote or instruction given for that agenda item shall apply for each point of the individual vote.

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 participate or their proxies to submit electronic postal votes or to revoke or change them **from 23 June 2022** (see no. 2 and no. 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.

d) Procedure for voting by proxy

Properly 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 evidence 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. Proxies may also only exercise voting rights by electronic postal vote or by issuing (substitute) mandate, in particular company-appointed proxies.

The appointment or cancellation of a proxy and evidence of the appointment must be provided to the company in text form unless an appointment is made pursuant to 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 registration can be used to appoint a proxy.

Proof of appointment of a proxy can be submitted to the company at the following address:

Südzucker AG
c/o Computershare Operations Center
80249 Munich
Germany

E-mail: anmeldestelle@computershare.de

by midnight (CEST) on 13 July 2022. Compliance shall be judged based on time of receipt by the company.

Alternatively, a mandate can also be given, **altered or revoked electronically** via the shareholder portal (see no. 2 and no. 3a) up until the end of the Annual General Meeting. This simultaneously provides evidence of the mandate having been granted. Please use the **“Mandate to third par-ties” function** in the shareholder portal.

When authorising intermediaries, shareholders' associations, voting consultants or persons or institutions treated as such pursuant to Section 135(8) AktG, special considerations must generally be taken into account, which should be obtained from the particular proxy. We therefore ask shareholders who wish to appoint intermediaries, shareholders' associations, voting consultants or persons or institutions treated as such pursuant to 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

Shareholders and their proxies can also assign 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 a mandate to proxies appointed by the company ahead of the Annual General Meeting can also do so following registration using the form sent together with the registration confirmation for the virtual Annual General Meeting. Alternatively, mandates can be granted or revoked via the shareholder portal on the website of the company.

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 a mandate (see no. 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 particular 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 are only be available for voting on proposed

resolutions of the Executive Board, the Supervisory Board or shareholders published under this convening notice or subsequently pursuant to Section 124(1) or (3) AktG.

Mandates, including instructions to the company proxies, can be assigned or revoked **electronically** via the shareholder portal (see no. 2 and no. 3a)) up until voting begins. This simultaneously provides evidence of the mandate having been granted. Please use the **“Mandate and instructions to company proxies” function** in the shareholder portal.

Alternatively, a mandate including instructions to the company proxies may be issued in text form and proof of such authorisation submitted to the company by midnight (CEST) on 13 July 2022 to the following address:

Südzucker AG
c/o Computershare Operations Center
80249 Munich
Germany

E-mail: anmeldestelle@computershare.de

Compliance shall be judged in each case based on time of receipt by the company. Please note that in the event of an additional proxy via the shareholder portal, the assignment of proxies and instructions submitted to the company in text form will become invalid.