



AGRANA Beteiligungs-Aktiengesellschaft

The Board of Management of AGRANA Beteiligungs-Aktiengesellschaft hereby invites shareholders to attend the

TWENTY-SECOND ANNUAL SHAREHOLDERS' MEETING of the above mentioned company

to be held

on 10 **July 2009** at **11:00**,
at Tech Gate Vienna,
1220 Vienna, Donau-City-Straße 1,
Function Room 0.1

Agenda

- 1) Presentation of the audited financial statements and consolidated annual report as of 28.02.2009, the management report and group management report prepared by the Board of Management in addition to the recommendation issued pertaining to the distribution of profits and the report prepared by the Supervisory Board relating to the 2008/2009 financial year
- 2) Resolution on the distribution of the net profits for the 2008/2009 financial year
- 3) Resolution on discharging the members of the Board of Management and the Supervisory Board from their respective liabilities for the performance of their duties during the 2008/2009 financial year
- 4) Resolution on the remuneration of Supervisory Board members for the 2008/2009 financial year
- 5) Elections to the Supervisory Board
- 6) Selection of the auditors for the 2009/2010 financial year

Notification in accordance with Section 83, Par. 2, Subparagraph 1 of the Austrian Stock Exchange Act (BörseG):

At the point in time of calling this Annual Shareholders' Meeting, the Company's share capital amounts to EUR 103,210,249.78 divided into 14,202,040 bearer shares each with a nominal share of the share capital equivalent to EUR 7.27 (rounded). All of the 14,202,040 bearer shares issued are ordinary shares entitling the bearer to a single vote. There exist no preferential shares without voting rights.



At the point in time of calling the Annual Shareholders' Meeting, AGRANA Beteiligungs-Aktiengesellschaft holds no treasury shares over which, pursuant to Section 114, Par. 6 of the Austrian Stock Corporation Act (AktG), the voting rights may not be exercised.

Pursuant to Section 13 of the company's articles of incorporation, participation at the Annual Shareholders' Meeting is open to all shareholders who deposit their shares with an Austrian public notary or at the head offices of a local bank no later than 7 July 2009, where they shall remain in safekeeping until the said Annual Shareholders' Meeting has been concluded. Shares shall also be considered to have been appropriately deposited if they (as interim stock certificates) are deposited in the safekeeping of another financial institution duly approved by an institution as defined in the Company's articles of incorporation until the Annual Shareholders' Meeting has been held.

These approved deposit facilities are required to provide the Company with documentary evidence that shares have been duly deposited and to do so within one day of the expiry of the deadline for depositing shares.

Each shareholder who registered timely according to the above mentioned regulations for the Annual Shareholders' Meeting is entitled to vote or to exercise his legal shareholder rights (especially the right to ask questions and to vote) through a proxy agent authorised in writing.

Admission from 10:30.

The consolidated financial statements including the group management report, the report of the Supervisory Board and the recommendation regarding the dividend payment for the 2008/2009 financial year may be viewed at the registered offices of the Company located at Donau-City-Straße 9, 1220 Vienna, as well as at the sub-branch of the Raiffeisen Centrobank Aktiengesellschaft, Tegetthoffstraße 1, 1015 Vienna. The Company's current annual report is also available online on the Company's website at www.agrana.com.

Vienna, 18 June 2009

The Board of Management