



<b>Information on the shareholder(s) (if there are several depositors)</b>	
Name/Company	
Address (postcode, city, street, street number)	
For natural persons: date of birth / for legal entities entered in public registers (e.g. company register): register & number	
Name of the credit institution issuing the deposit certificate	
BIC	Deposit account number

\_\_\_\_\_ Password  
Email address  
(This information simplifies verification of the shareholder's identity when communicating at a later date, especially by email during the General Meeting.)

## **POWER OF ATTORNEY**

### **for the special voting proxy according to § 3 IV COVID-19-GesV**

As shareholder(s) of AGRANA Beteiligungs-Aktiengesellschaft, I/we hereby authorise

**Rechtsanwalt (Austrian Attorney-at-Law) Dr. Christoph Nauer LL.M.**

% bpv Hügel Rechtsanwälte GmbH

Email: [nauer.agrana@hauptversammlung.at](mailto:nauer.agrana@hauptversammlung.at)

to represent me/us at the 33rd Annual General Meeting of AGRANA Beteiligungs-Aktiengesellschaft, FN 99489 h, ISIN AT000AGRANA3, Vienna, on Friday 3 July 2020, at 11:00 o'clock, and to exercise all rights pursuant to § 3 IV COVID-19-GesV, i.e. to submit motions for resolutions in my/our place with legal effect for me/us, to vote and/or to raise objections.

In particular, I/we authorise the above-mentioned special proxy as my/our authorised representative to exercise voting rights and pass resolutions in connection with the published agenda:

I/We hereby instruct the above-mentioned authorised proxy regarding agenda items 2 to 8 to vote on the respective resolution proposals of the Executive Board and the Supervisory Board, as made available on the Company's website at [www.agrana.com/en/investor/general-meeting](http://www.agrana.com/en/investor/general-meeting) in accordance with the convening notice, as follows: **(Please tick where applicable; without express instructions on the respective resolution proposal for an agenda item, no vote will be cast on that item)**

If a separate vote is taken on any one item on the agenda during the General Meeting, instructions shall apply separately to each individual item.

**ITEM 2 Resolution on the distribution of net profits**

YES	NO	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**ITEM 3 Resolution on approving the actions of the members of the Management Board for the financial year 2019/2020**

YES	NO	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**ITEM 4 Resolution on approving the actions of the members of the Supervisory Board for the financial year 2019/2020**

YES	NO	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**ITEM 5 Resolution on the remuneration of the members of the Supervisory Board**

YES	NO	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**ITEM 6 Appointment of the auditor and group auditor for the financial year 2020/2021**

YES	NO	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**ITEM 7 Election of a person to the Supervisory Board**

YES	NO	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**ITEM 8 Resolution on the remuneration policy**

YES	NO	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

In the case of proposed resolutions for which there are no or unclear instructions (e.g. simultaneously FOR and AGAINST the same proposal for a resolution), the special proxy will abstain from voting. This power of attorney is invalid without instructions.

This power of attorney relates to \_\_\_\_\_ of my/our shares (ISIN AT000AGRANA3).

(If you leave this field blank, the power of attorney is automatically assumed to relate to all shares for which the account-holding bank issues a deposit receipt for the recorded date.)

**The shareholder representative will not accept instructions to ask questions or read out shareholder statements.**

Within the scope of this power of attorney, the authorised proxy may be instructed to submit motions for resolutions, for example to approve individual resolutions or to raise an objection on one or more items on the agenda relating to the Virtual General Meeting. I/we therefore instruct the proxy to submit the following motions for resolutions or to raise objections to the agenda items listed below: (if the following table is left blank, the proxy will not submit any motions for resolutions, nor raise any objections.)

Agenda item	Details of the motion for resolution or objection
Agenda item	Details of the motion for resolution or objection

You can contact Dr. Christoph Nauer directly at bpv Hügel Rechtsanwälte GmbH, AT-1220 Vienna, ARES-Tower, Donau-City-Straße 11, Phone +43 2236 89 33 77, or by email at **nauer.agrana@hauptversammlung.at**.

The authorised proxy is entitled to refrain unilaterally from submitting motions for resolution if this is contrary to public decency, unlawful or would prevent the proper conduct of the General Meeting. **You are advised to contact the proxy in good time if the proxy is to be instructed to submit motions for resolution and/or raise an objection in the Virtual General Meeting on one or more items on the agenda.**

The authorised proxy is entitled and empowered to grant sub-proxies within the scope of this power of attorney and to represent other shareholders with exemption from the prohibition of double representation and self-contracting.

If you are issuing this power of attorney as a representative of a shareholder rather than as the shareholder, please enclose proof of your power of representation (authorisation issued by the shareholder).

Any instructions made to your selected proxy can be changed by email up to the time when the chair of the General Meeting announces that voting on the agenda items will begin shortly. (Please include a password for identity verification.)

**Information for Shareholders on Data Processing**

AGRANA Beteiligungs-Aktiengesellschaft processes personal data (in particular those pursuant to § 10a II AktG, i.e. name, address, date of birth, number of the securities account, number of shares held by the shareholder and, if applicable, type of share, voting card number and name / date of birth of the representative) on the basis of the applicable data protection laws and the AktG, in order to enable shareholders to exercise their rights at the Annual General Meeting.

Processing of shareholders' personal data is mandatory for the participation of shareholders and their representatives in the General Meeting. For purposes of processing, AGRANA Beteiligungs-Aktiengesellschaft is the data controller. The legal basis for processing is Article 6(1)c) of the GDPR.

The service providers of AGRANA Beteiligungs-Aktiengesellschaft who are commissioned to hold the General Meeting receive from AGRANA Beteiligungs-Aktiengesellschaft only such personal data as are required for the execution of the commissioned service, and process the data exclusively according to the instructions of AGRANA Beteiligungs-Aktiengesellschaft.

Every shareholder has, at any time, the right to information, correction, restriction, objection and deletion with regard to the processing of their personal data, as well as the right to data portability in accordance with Chapter III of the GDPR. The data of the shareholders will be deleted at the end of the legal retention period. Shareholders may exercise these rights vis-à-vis AGRANA Beteiligungs-Aktiengesellschaft free of charge, using the following contact details:

AGRANA Beteiligungs-Aktiengesellschaft

Compliance Office

AT-1020 Vienna, Friedrich-Wilhelm-Raiffeisen-Platz 1

Phone: +43 1 21137 – 12763

Email: [dataprotection@agrana.com](mailto:dataprotection@agrana.com)

Further, any shareholder is free to submit a complaint to the Austrian Data Protection Authority.

Further information can be found in the information sheet "Data Protection Annual General Meeting" and at [www.agrana.com/gdpr/en](http://www.agrana.com/gdpr/en).

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(Place, date)

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(Signature/company signature/completion of the declaration)

### **Supplementary information on the power of attorney**

Please send the power of attorney by one of the following means:

By email: **[nauer.agrana@hauptversammlung.at](mailto:nauer.agrana@hauptversammlung.at)**  
(Please send power of attorney in PDF format)

By fax: +43 (0)1 8900 500 – 58

By post or courier HV-Veranstaltungsservice GmbH  
Password: AGRANA HV  
Köppel 60  
8242 St. Lorenzen/Wechsel  
Austria

Via SWIFT: GIBAATWGGMS  
(Message Type MT598 or MT599;  
ISIN AT000AGRANA3 must be indicated in the text)

**In your own interest, the power of attorney should arrive at one of the above addresses by 1 July 2020, 16:00 o'clock, preferably by email, so that your selected special proxy can access it directly and in good time.**