



## **Bayer Aktiengesellschaft**

### **Leverkusen**

## **Supplementary information about the Annual Stockholders' Meeting on Tuesday, April 28, 2020, at the World Conference Center in Bonn**

In view of the increasing spread of the novel coronavirus SARS-CoV-2 and the disease it causes, COVID-19, Bayer Aktiengesellschaft would like to make the following statement in a bid to protect the health of its stockholders, stockholder representatives, guests and employees:

In order to conduct the Annual Stockholders' Meeting as required by law, if this is possible given current and potential future restrictions, and to enable the important resolutions outlined in the Notice to be presented for approval, Bayer advises all shareholders to carefully consider whether they need to attend in person and, if possible, to make use of the other options available to exercise their voting rights.

As described in the Notice of the Annual Stockholders' Meeting 2020, which was published in the Bundesanzeiger (Federal Gazette) on March 2, 2020, our stockholders also have the option of exercising their voting rights by casting votes by way of postal voting or authorizing the proxy holders designated by the Company bound by the voting instructions without themselves having to be present at the Annual Stockholders' Meeting. Due to the special circumstances, this year's Annual Stockholders' Meeting will now be broadcast on the internet in its entirety at [www.bayer.com/stockholders-meeting](http://www.bayer.com/stockholders-meeting) to enable our stockholders to follow the Annual Stockholders' Meeting without attending the event in person. Furthermore, in order to enable stockholders who do not attend the Annual Stockholders' Meeting in person to exercise their stockholder rights as fully as

possible, stockholders will this year have until the end of the general discussion at the Annual Stockholders' Meeting on April 28, 2020, but no later than 21:00 hours CEST, to cast their votes by way of postal voting or by issuing authorization and instructions to the proxy holders designated by the Company, both of which can be performed electronically using the (online) form available via the "Stockholders' Portal – AGM Service" which can be found at the internet site [www.stockholders-portal.bayer.com](http://www.stockholders-portal.bayer.com). This does not affect the requirement to register for the Annual Stockholders' Meeting by 24:00 hours CEST on Tuesday, April 21, 2020. The deadlines given in the Notice of the Annual Stockholders' Meeting 2020 for submitting votes via postal voting and authorizing the proxy holders designated by the Company by channels other than the "Stockholders' Portal – AGM Service" are not affected. However, Bayer Aktiengesellschaft notes that stockholders may only exercise their right to speak and submit motions if they attend in person.

Bayer Aktiengesellschaft also notes that the authorities may implement measures that could lead to further restrictions being imposed on the Annual Stockholders' Meeting or could even cause the event scheduled for April 28, 2020 to be canceled.

Bayer Aktiengesellschaft will notify its stockholders of any further significant developments, particularly at [www.bayer.com/stockholders-meeting](http://www.bayer.com/stockholders-meeting).

Leverkusen, March 17, 2020

Bayer Aktiengesellschaft

The Board of Management

This translation is provided for convenience only.  
The German version is the sole legally binding version.