



Bayer AG
Communications
51368 Leverkusen
Germany
Tel. +49 214 30-1
media.bayer.com

News Release

Coronavirus pandemic:

Bayer planning to hold online-only stockholders' meeting on April 28, 2020

- Stockholders able to exercise right to submit questions and cast votes in a timely manner
 - Online stockholders' meeting enables proposed dividend of 2.80 euros per share for 2019 to be paid on time and in full
 - Baumann: "Reliability for our stockholders is very important, especially during the crisis"
-

Leverkusen, March 27, 2020 – Bayer AG plans to hold its Annual Stockholders' Meeting as an online-only event for the first time in its history as a result of the continuing spread of the coronavirus (SARS-CoV-2). The decision taken by the Board of Management makes use of new legislation. Subject to Supervisory Board approval, the virtual Annual Stockholders' Meeting is set to take place on April 28 from 10 a.m. as originally planned. "We welcome the legislator's decision to open the door to online stockholders' meetings in this exceptional situation," said Werner Baumann, Chairman of the Board of Management, "as providing reliability for our stockholders is very important to us, especially during the crisis."

The health and wellbeing of participants in the stockholders' meeting is a top priority for Bayer. That is why in view of the coronavirus pandemic, the Annual Stockholders' Meeting cannot be held in Bonn on April 28 as a physical event that is attended in person, as had originally been planned. Postponing the Annual Stockholders' Meeting would have left stockholders having to wait months to exercise their right to submit questions and cast votes. "That's why we waited to see how the legislator would respond before deciding how to proceed with this year's Annual Stockholders' Meeting," Baumann explained. "Being able to pay out the proposed dividend of 2.80 euros per share entitled to the dividend on time and in full with stockholder approval is very important to us. In doing so,

we aim to provide planning security for stockholders and, as previously announced, enable them to appropriately share in our success in 2019 despite the gravity of the current crisis.”

A new version of the Notice of the Annual Stockholders’ Meeting will be published by April 6, and thus within the time frame set out by the new legislation. The entire Annual Stockholders’ Meeting is set to be broadcast on the company’s website. Stockholders will have until April 25 to submit questions on the agenda. As in the past, stockholders will be able to exercise their voting rights by submitting a postal vote ahead of the event or by assigning proxies designated by the company, provided they register for the Annual Stockholders’ Meeting before the deadline. Stockholders can make use of either option online, including during the event. Further details will be provided in the notice.

About Bayer

Bayer is a global enterprise with core competencies in the life science fields of health care and nutrition. Its products and services are designed to benefit people by supporting efforts to overcome the major challenges presented by a growing and aging global population. At the same time, the Group aims to increase its earning power and create value through innovation and growth. Bayer is committed to the principles of sustainable development, and the Bayer brand stands for trust, reliability and quality throughout the world. In fiscal 2019, the Group employed around 104,000 people and had sales of 43.5 billion euros. Capital expenditures amounted to 2.9 billion euros, R&D expenses to 5.3 billion euros. For more information, go to www.bayer.com.

Contact:

Christian Hartel, phone +49 214 30-47686

Email: christian.hartel@bayer.com

Tino Andresen, phone +49 214 30-66048

Email: tino.andresen@bayer.com

For more information go to www.bayer.com/en/annual-stockholders-meeting-2020

ha (2020-0095E)

Forward-Looking Statements

This release may contain forward-looking statements based on current assumptions and forecasts made by Bayer management. Various known and unknown risks, uncertainties and other factors could lead to material differences between the actual future results, financial situation, development or performance of the company and the estimates given here. These factors include those discussed in Bayer's public reports which are available on the Bayer website at www.bayer.com. The company assumes no liability whatsoever to update these forward-looking statements or to conform them to future events or developments.