

Annual General Meeting of BayWa Aktiengesellschaft on June 11, 2024

Information pursuant to Section 125 para. 2 in connection with para. 5 German Stock Corporation Act (AktG), Article 4 para. 1 and Table 3 of the Annex to the Commission Implementing Regulation (EU) 2018/1212

Type of Information	Description
A. Specification of the message	
1.1 Unique identifier of the event	Annual General Meeting of BayWa Aktiengesellschaft 2024; in the format specified in Commission Implementing Regulation 2018/1212: BYW062024oHV
2. Type of message	Notice of the Annual General Meeting; in the format specified in Commission Implementing Regulation 2018/1212: NEWM
B. Specification of the issuer	
1.1 ISIN	DE0005194062, DE0005194005, DE000A35JS08
2. Name of issuer	BayWa Aktiengesellschaft
C. Specification of the meeting	
1. Date of the General Meeting	June 11, 2024 in the format specified in Commission Implementing Regulation 2018/1212: 20240611
2. Time of the General Meeting	10:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 08:00 a.m. UTC (Coordinated Universal Time)
3. Type of the General Meeting	Ordinary general meeting; in the format specified in Commission Implementing Regulation 2018/1212: GMET
4. Location of the General Meeting	ICM – International Congress Center München, Am Messesee 6, 81829 Munich
5. Record Date	June 4, 2024; in the format specified in Commission Implementing Regulation 2018/1212: 20240604
6. Uniform Resource Locator (URL)	https://www.baywa.com/hauptversammlung
D. Participation in the General Meeting	
D. Participation in the General Meeting – participation in person	
1. Method of participation by shareholder	Participation in person in the general meeting on site; in the format specified in Commission Implementing Regulation 2018/1212: PH The location of the general meeting is the ICM – International Congress Center München, Am Messesee 6, 81829 Munich.
2. Issuer deadline for the notification of participation	Registration of the shareholder for the general meeting until June 4, 2024, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20240604, 10:00 p.m. UTC (Coordinated Universal Time)
3. Issuer deadline for voting	June 11, 2024, from the opening of the voting procedure until their closing by the chairperson of the meeting; in the format specified in Commission Implementing Regulation 2018/1212: 20240611, from the opening of the voting procedure until their closing by the chairperson of the meeting
D. Participation in the General Meeting – participation through proxy	
1. Method of participation by shareholder	Exercise of voting rights by: <ul style="list-style-type: none"> Issuing power of attorney and possibly issuing of voting instructions to an intermediary, a shareholders' association, a proxy advisor within the meaning of section 134a para. 1 no. 3, para. 2 no. 3 AktG or any other person within the meaning of section 135 para. 8 AktG; Issuing power of attorney and possibly voting instructions to third parties. in the format specified in Commission Implementing Regulation 2018/1212: PX
2. Issuer deadline for the notification of participation	Registration of the shareholder for the general meeting until June 4, 2024, 24:00 hours (CEST);

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	in the format specified in Commission Implementing Regulation 2018/1212: 20240604, 10:00 p.m. UTC (Coordinated Universal Time)
3. Issuer deadline for voting	<p>Depending on the communication channel:</p> <p>a) For the declaration of a power of attorney (including the declaration of power of attorney and possible issuance of voting instructions to an intermediary, a shareholders' association, a proxy advisor within the meaning of section 134a para. 1 no. 3, para. 2 no. 3 AktG or any other person within the meaning of section 135 para. 8 AktG) revoking or amending proxy authorizations and possibly voting instructions vis-à-vis the company and presenting proof of a power of attorney declared to an authorized representative, its amendment or revocation vis-à-vis the company by mail, e-mail or via the password-protected e-service for BayWa-shareholders via www.baywa.com/hauptversammlung until: June 10, 2024, 24:00 hours (CEST);</p> <p>in the format specified in Commission Implementing Regulation 2018/1212: 20240610, 10:00 p.m. UTC (Coordinated Universal Time)</p> <p>b) For the declaration of a power of attorney (including the declaration of power of attorney and possible issuance of voting instructions to an intermediary, a shareholders' association, a proxy advisor within the meaning of section 134a para. 1 no. 3, para. 2 no. 3 AktG or any other person within the meaning of section 135 para. 8 AktG) revoking or amending proxy authorizations and possibly voting instructions vis-à-vis the company and presenting proof of a power of attorney declared to an authorized representative, its amendment or revocation vis-à-vis the company on site at the general meeting: June 11, 2024, up to the commencement of the voting procedure;</p> <p>in the format specified in Commission Implementing Regulation 2018/1212: 20240611, up to the commencement of the voting procedure</p>
D. Participation in the General Meeting – issuing power of attorney and voting instructions to the company-appointed proxies	
1. Method of participation by shareholder	<p>Issuing power of attorney and voting instructions to the company-appointed proxies (included through authorized third parties);</p> <p>in the format specified in Commission Implementing Regulation 2018/1212: PX</p>
2. Issuer deadline for the notification of participation	<p>Registration of the shareholder for the general meeting until June 4, 2024, 24:00 hours (CEST);</p> <p>in the format specified in Commission Implementing Regulation 2018/1212: 20240604, 10:00 p.m. UTC (Coordinated Universal Time)</p>
3. Issuer deadline for voting	<p>Depending on the communication channel:</p> <p>a) For issuing, revoking or amending power of attorney and voting instructions by mail, e-mail or via the password-protected e-service via www.baywa.com/hauptversammlung until: June 10, 2024, 24:00 hours (CEST);</p> <p>in the format specified in Commission Implementing Regulation 2018/1212: 20240610, 10:00 p.m. UTC (Coordinated Universal Time)</p> <p>b) For issuing, revoking or amending power of attorney and voting instructions on site at the general meeting: June 11, 2024, up to the commencement of the voting procedure</p> <p>in the format specified in Commission Implementing Regulation 2018/1212: 20240611, up to the commencement of the voting procedure</p>
D. Participation in the General Meeting – electronic absentee voting	
1. Method of participation by shareholder	<p>Exercise of voting rights via electronic absentee voting procedure (including through authorized third parties);</p>

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	(does not itself constitute participation within the meaning of the German Stock Corporation Act (AktG)) in the format specified in Commission Implementing Regulation 2018/1212: EV
2. Issuer deadline for the notification of participation	None
3. Issuer deadline for voting	Submission, revocation and amendment of votes via password-protected e-service for BayWa-shareholders via www.baywa.com/hauptversammlung until: June 10, 2024, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20240610, 10:00 p.m. UTC (Coordinated Universal Time)
E. Agenda	
E. Agenda – item 1	
1. Unique identifier of the agenda item	1
2. Title of the agenda item	Presentation of the annual financial statements and the management report of BayWa AG, the approved consolidated financial statements and the group management report for the 2023 financial year including the explanatory report on the data according to Section 289a, 315a of the German Commercial Code, and Supervisory Board's report for the 2023 financial year in the format specified in Commission Implementing Regulation 2018/1212: Submission of annual financial statement, consolidated financial statement and reports
3. Uniform Resource Locator (URL) of the materials	https://www.baywa.com/hauptversammlung
4. Vote	None
5. Alternative voting options	n/a
E. Agenda – item 2	
1. Unique identifier of the agenda item	2
2. Title of the agenda item	Resolution on the allocation of balance sheet profits of 2023
3. Uniform Resource Locator (URL) of the materials	https://www.baywa.com/hauptversammlung
4. Vote	Binding vote; in the format specified in Commission Implementing Regulation 2018/1212: BV
5. Alternative voting options	Vote in favor, vote against, abstention; in the format specified in Commission Implementing Regulation 2018/1212: VF; VA; AB
E. Agenda – item 3	
1. Unique identifier of the agenda item	3
2. Title of the agenda item	Resolution on granting discharge to the members of the Management Board for the 2023 financial year
3. Uniform Resource Locator (URL) of the materials	https://www.baywa.com/hauptversammlung
4. Vote	Binding vote; in the format specified in Commission Implementing Regulation 2018/1212: BV
5. Alternative voting options	Vote in favor, vote against, abstention; in the format specified in Commission Implementing Regulation 2018/1212: VF; VA; AB
E. Agenda – item 4	
1. Unique identifier of the agenda item	4
2. Title of the agenda item	Resolution on granting discharge to the members of the Supervisory Board for the 2023 financial year
3. Uniform Resource Locator (URL) of the materials	https://www.baywa.com/hauptversammlung
4. Vote	Binding vote; in the format specified in Commission Implementing Regulation 2018/1212: BV
5. Alternative voting options	Vote in favor, vote against, abstention; in the format specified in Commission Implementing Regulation 2018/1212: VF; VA; AB
E. Agenda – item 5	
1. Unique identifier of the agenda item	5

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2. Title of the agenda item	Resolution on the election of the statutory auditor and group auditor for the 2024 financial year, as well as the auditor for the sustainability reporting
3. Uniform Resource Locator (URL) of the materials	https://www.baywa.com/hauptversammlung
4. Vote	Binding vote; in the format specified in Commission Implementing Regulation 2018/1212: BV
5. Alternative voting options	Vote in favor, vote against, abstention; in the format specified in Commission Implementing Regulation 2018/1212: VF; VA; AB
E. Agenda – item 6	
1. Unique identifier of the agenda item	6
2. Title of the agenda item	Resolution on the approval of the compensation report for the 2023 financial year
3. Uniform Resource Locator (URL) of the materials	https://www.baywa.com/hauptversammlung
4. Vote	Advisory vote; in the format specified in Commission Implementing Regulation 2018/1212: AV
5. Alternative voting options	Vote in favor, vote against, abstention; in the format specified in Commission Implementing Regulation 2018/1212: VF; VA; AB
E. Agenda – item 7	
1. Unique identifier of the agenda item	7
2. Title of the agenda item	Resolution on new elections to the Supervisory Board
3. Uniform Resource Locator (URL) of the materials	https://www.baywa.com/hauptversammlung
4. Vote	Binding vote; in the format specified in Commission Implementing Regulation 2018/1212: BV
5. Alternative voting options	Vote in favor, vote against, abstention; in the format specified in Commission Implementing Regulation 2018/1212: VF; VA; AB
F. Specification of the deadlines regarding the exercise of other shareholders rights	
F. Shareholder right – additions to the agenda	
1. Object of deadline	Submission of request for additions to the agenda (section 122 (2) AktG)
2. Applicable issuer deadline	May 11, 2024, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20240511; 10:00 p.m. UTC (Coordinated Universal Time)
F. Shareholder right – counter-motion to be made available	
1. Object of deadline	Submission of counter-motions to the proposed resolutions for the agenda items (section 126 AktG)
2. Applicable issuer deadline	May 27, 2024, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20240527; 10:00 p.m. UTC (Coordinated Universal Time)
F. Shareholder right – proposing a counter-motion	
1. Object of deadline	Proposing a counter-motions to the proposed resolutions for the agenda items at the General Meeting
2. Applicable issuer deadline	June 11, 2024, from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting in the format specified in Commission Implementing Regulation 2018/1212: 20240611, from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting
F. Shareholder right – election proposal to be made available	
1. Object of deadline	Submission of election proposals for the election of Supervisory Board members or auditors (section 127 AktG)
2. Applicable issuer deadline	May 27, 2024, 24:00 hours (CEST); in the format specified in Commission Implementing Regulation 2018/1212: 20240527; 10:00 p.m. UTC (Coordinated Universal Time)
F. Shareholder right – proposing an election proposal	

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1. Object of deadline	Proposing an election proposal for the election of Supervisory Board members or auditors at the General Meeting
2. Applicable issuer deadline	June 11, 2024, from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting in the format specified in Commission Implementing Regulation 2018/1212: 20240611, from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting
F. Shareholder right – right to information	
1. Object of deadline	Requesting for information about company affairs at the General Meeting (section 131 AktG)
2. Applicable issuer deadline	June 11, 2024, from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting; in the format specified in Commission Implementing Regulation 2018/1212: 20240611; from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting
F. Shareholder right – right to speak	
1. Object of deadline	Right to speak at the General Meeting
2. Applicable issuer deadline	June 11, 2024, from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting; in the format specified in Commission Implementing Regulation 2018/1212: 20240611; from the beginning of the general meeting in accordance with the instructions of the chairperson of the meeting
F. Shareholder right – objections	
1. Object of deadline	Filing objections against resolutions of the General Meeting
2. Applicable issuer deadline	June 11, 2024, from the beginning of the general meeting until the closing of the general meeting by the chairperson of the meeting in the format specified in Commission Implementing Regulation 2018/1212: 20240611; from the beginning of the general meeting until the closing of the general meeting by the chairperson of the meeting

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